

HEROCLIX LEGACY RULES

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Also note that I have no connection to Wizkids. I decided to put this document together as a guide for fellow players. If you do not like anything in the document, feel free not to play it that way. Or simply scratch it out and write your own interpretation in.

Clarifications will be in red (in proud Wizkids tradition!).

For the most recent rules, new sets and other official announcements, make sure to check heroclix.com

Thanks and keep on Clixin!

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If you have a specific golden age element you'd like to see updated, send me an e-mail at jpangrazio36@gmail.com

Infinity Challenge

#092-093 Pyro

These characters are members of the Brotherhood (not Masters of Evil, as indicated).

Hypertime

#043-045 Riddler

Some early printings of this character do not have Shape Change, Barrier, or Support; it had Mastermind and Perplex. Wherever Shape Change or Barrier appears on this character's dial, substitute Mastermind. Wherever Support appears, substitute Perplex.

Clobberin' Time

#075 Dr. Doom

This character has 2 Targets instead of 1.

Cosmic Justice

#003 Easy Company Soldier

This character has Energy Explosion on its first click.

#004 Easy Company Medic

This character has Support on its first two clicks.

Universe

#014 Hand Ninja

This character has a damage value of 2 on its second click. This character does not have Stealth on its last click.

#015 Hand Ninja

This character has a damage value of 2 on its third click. This character does not have Stealth on its last click.

#020 S.W.A.T. Specialist

This character has Range Combat Expert on its second click.

#072 Vulture

This character has Charge on its first click.

#078 Hobgoblin

This character has an attack value of 7 on its final click.

#079 Sabretooth

This character has a point value of 38.

#089 Annihilus

This character has a point value of 103.

#092 Captain America

This character has a point value of 47.

#119 Wasp

This character has a range of 4 and 2 Targets.

Ultimates

#072 Doctor Octopus

This character does not have Battle Fury on his fifth click.

#210 Ororo Munroe

Ororo Munroe has [Wing] instead of [Boot].

Unleashed

#003 DEO Agent

This character has Perplex on its second click.

#007-009 Gotham Undercover

These characters has [Boot] instead of [Wing].

Legacy

#210 Connor Kent

This character has the Superman Ally symbol.

Fantastic Forces

#064 Juggernaut

This character has a 17 defense value on the first click.

#205 Sue Storm

Sue Storm has [Wing] instead of [Boot].

City of Heroes

#002 Manticore

Some versions of this character have the incorrect collector's number on the dial sticker. The number should read CoH002, instead of CoH003.

#003 Positron

Some versions of this character have the incorrect collector's number on the dial sticker. The number should read CoH003, instead of CoH002.

Icons

#018 Cheetah

This character has 2 damage on its final click.

#201 Dr. Jonathan Crane

This character has 6 range.

DC Giants Collector's Set

#001-007 All figures

These characters have Giant instead of Starburst.

Armor Wars

#038-039 Thunderball

These characters are members of the Masters of Evil (not the Serpent Society, as indicated).

#049-051 Shaman

These characters have Boot instead of Wing.

#052-054 Quicksilver

These characters have Boot instead of Wing.

#061-063 Dazzler

These characters have Boot instead of Wing.

#070 Crimson Dynamo

This character should have 2 damage and Close Combat Expert on the first two clicks.

#203 Sam Guthrie

This character has Wing-Transporter instead of Wing.

#208 Shiro Yoshida

This character should not have Battle Fury on its final click.

Sinister

#038-039 Shadowcat

These characters have Boot instead of Wing.

#044-045 Nighthawk

These characters have Wing instead of Boot.

#059 Spider-Man

This character have Transporter-Boot instead of Boot.

#081 Bullseye

This character has Boot instead of Wing.

#095 Stilt-Man

This character has Giant instead of Starburst.

Supernova

#224 The Mighty Thor

This character does not have Battle Fury on any of its clicks.

#B003 Jane Foster

This character is 7 points.

Origin

#021 Halo

This character has Energy Explosion on its first, sixth, and seventh clicks (when Poison appears).

#046 The All-New Atom

This character has Leap/Climb on its first click.

Hellboy and the B.P.R.D. Action Pack

#002 Liz Sherman

This character has a 2 damage value on her last click.

#005 Johann Kraus

This character has a 0 damage value on his last click. Johann Kraus does not fly. Ignore the flight stand on this character.

Legion of Super-Heroes

#002 Saturn Girl

Telepathic Coordination: FREE: Choose a friendly character within 10 squares and line of fire. That character modifies attack or defense +2.

#005 Phantom Girl

Disruption: If Phantom Girl moves through or occupies the same square as an object, or at the end of a MOVE is adjacent to an object or an opposing character holding an object, you may KO that object.

Avengers

#001 Captain America

Followthrough: When Captain America KO's an opposing character with an attack, after resolutions he may make a close attack against another adjacent opposing character.

#002 Iron Man

Full Power: RANGE: If Iron Man targets and hits a single character, roll one d6 and deal the result instead of normal damage. After resolutions, deal Iron Man 2 unavoidable damage.

#006 Moon Knight

Multiple Personalities: Close Combat, Ranged Combat Expert or Perplex but only to target himself. After resolutions, deal Moon Knight 1 penetrating damage.

#007 Crossbones

Brainwash: Mind Control, only to target an opposing character with the same team symbol as a friendly character.

#009 Hulkling

The keyword "Skrull" is "Skrulls".

#013 Piledriver

Busting Heads: Flurry. If he successfully hits two different targets using Flurry, deal 1 damage to each target after resolutions.

#021 Toro

FIREWALL: Smoke Cloud. If all six hindering terrain markers placed by this use are placed adjacent to an opposing character, deal that character 1 damage.

#023 Lionheart

The keyword "Captain Britain Corps." is "Captain Britain Corps".

#029 Taskmaster

Photographic Reflexes: Before any attack roll, Taskmaster may replace his attack value or defense value with the printed value of the same type from any character within 6 squares and line of fire. If he does, after resolutions roll one d6, if the result is less than or equal to the difference between Taskmaster's printed combat value and the replaced value, deal Taskmaster 1 unavoidable damage for each 100 points (or fraction thereof) of the target's point value.

Punch Like Cap, Shoot Like Hawkeye: Close Combat Expert, Ranged Combat Expert.

#030 Iron Lad

The keyword "Armored" is "Armor".

#032 Red Skull

COSMIC CUBE: Outwit, Perplex, and Probability Control. After resolutions, roll one d6. **1-3:** deal 1 unavoidable damage to Red Skull.

#038 Giant-Man

Genius: Perplex, but only to target himself or a friendly character within 4 squares, and only by +2

#039 Spitfire

Flame Trail: When Spitfire is given a MOVE or POWER action, after resolutions she can use Smoke Cloud at no cost, but can only place hindering terrain markers in squares she moved through or occupied that turn.

#042 Starfox

Influence: Perplex, but he can't target himself.

#043 Molecule Man

MOLECULAR DESTRUCTION: FREE: Choose one - Remove any target object (including an object held by a character) from the game, -or- destroy a square of blocking terrain, -or- destroy a segment of a wall bordering a single square. For all options, the target must be within 6 squares and line of fire.

Molecular Destruction is an attack power, not a speed power.

#047 Wiccan

GROUP TELEPORTATION: Phasing/Teleport with Passenger: 3. If more than one character is carried, after resolutions deal 1 unavoidable damage to Wiccan.

#049 Two-Gun Kid

Faster, Cyclone!: When Two-Gun Kid is not carrying another character, modify speed +2.

Fanfire: RANGE: Make two range attacks.

#050 Winter Soldier

Ruthless Ally: When Winter Soldier is given a CLOSE or RANGE, you may immediately deal 1 unavoidable damage to an adjacent friendly character. If you do, modify damage +1 for that action.

#051 Spider-Man

Webbing: Incapacitate. If he hits a character with zero action tokens, give the hit character two action tokens instead of one.

#052 Citizen V

Press the Attack: Once per turn, if Citizen V KO's an opposing character with a close attack, after resolutions he may move up to his full speed value and make one close attack.

#054 Ares

Tactics: Perplex, but he can only target himself and modify one of his values by +2.

#055 Hulk

Hulk Smash You All!: [Masters of Evil] team ability.

#056 Hawkeye

Sharpshooter: POWER: Modify attack +2. Make a range attack.

Smoke Arrow: Smoke Cloud.

#057 Scarlet Witch

This character has Wing instead of Boot.

#058 Quicksilver

Supersonic Speed: Hypersonic Speed.

#060 Cap and Bucky

Qualifying Name OR Qualifying Real Name

Captain America - Steve Rogers

Bucky Barnes - James Buchanan Barnes

#061 Mandarin

Left Hand of the Mandarin: Energy Explosion, Incapacitate, and Mind Control.

Right Hand of the Mandarin: Barrier, Force Blast, Quake, Smoke Cloud, and Telekinesis.

#100 Silver Surfer

Cosmic Speed: Hypersonic Speed, but only to make range attacks

#102 Firelord

This character has Toughness on slots 4, 5, and 6.

This character has Energy Shield/Deflection on slots 7, 8, and 9.

Justice League

#001 Batman

Out of the Shadows: Once per turn, when Batman occupies hindering terrain and is given a costed action, you may place Batman in any unoccupied square of hindering terrain with 6 squares and line of fire, then resolve the action.

#002 Aquaman

Parry: Super Senses, but only when hit by a close attack.

Telepathic Communication: Perplex, but can only target other characters with the [Dolphin] or [Transporter-Dolphin] speed symbol. When Aquaman uses Perplex, he can target all friendly characters with the [Dolphin] or [Transporter-Dolphin] speed symbol within 10 squares and line of fire.

#005 Mento

Mental Hold: Incapacitate.

#007 Icicle

Copsicles: Barrier. When three or more barrier terrain markers placed by Icicle are adjacent to an opposing character with zero or one action token, give the character an action token.

--Action tokens are only assigned when the barrier terrain tokens are placed with Copsicles, not if a character moves or is moved adjacent to them. 2 squares of diagonally touching barrier terrain tokens will prevent adjacency between a character and another barrier terrain token on the opposite diagonal.

Not a Nice Guy: Mastermind.

#008 Lex Luthor

Ruthless: Mastermind, but can choose any friendly character within 4 squares and line of fire.

Everything Has a Price: Perplex. When he modifies the combat value of a friendly character, roll a d6. **I:** deal the target 1 unavoidable damage at the end of the turn.

#009 The Joker

Enbigen: [Giant] damage symbol.

Unpredictable Omnipotence: Before The Joker makes an attack roll, you may choose to declare a number from 1-6. If you do, and the attack hits and the declared number comes up on either attack die, increase damage dealt by 2 (maximum 2). If the declared number comes up on both dice, deal The Joker 2 unavoidable damage after resolutions.

Joker Makes the Rules: Outwit. When The Joker uses it, he may instead choose all powers on the dial of a character within 4 squares.

#011 Black Canary

Canary Cry: Energy Explosion, Incapacitate.

#014 Green Arrow

Fusillade: POWER: Make two range attacks.

#016 Bouncing Boy

The keyword "Legion" is "Legion of Super Heroes".

#017 Parasite

Leech: Steal Energy.

Attack Drain: POWER: Minimum Range Value 6. Choose a standard attack power an opposing character within 4 squares and line of fire can use. Parasite can use this power until he chooses another power. If Parasite uses the chosen power, after resolutions roll two d6. **2-5:** Deal Parasite 1 penetrating damage.

Defense Drain: When Parasite is given a POWER, choose a standard defense power an opposing character within 4 squares and line of fire can use. Parasite can use this power until he chooses another power. If Parasite uses the chosen power, after resolutions, roll two d6. **2-5:** Deal Parasite 1 penetrating damage.

Brain Drain: If an opposing character within 4 squares and line of fire has an action token, Parasite can use Perplex but only to modify his own combat values.

#018 Firestorm

Matter-Energy Transmutation: RANGE (Destroy): Instead of KO'ing the object: replace a Special or Heavy standard object with a Light or Heavy standard object from outside the game -or- replace a Heavy object with a Light standard object and place another Light standard object from outside the game adjacent to it.

#019 Merlyn

Assassin's Training: Perplex but only to modify his attack, damage or range.

#024 Chronos

Timeline Manipulation: Probability Control but only to target his rolls or a roll where he is the target of the attack.

#026 Captain Boomerang

Boomerang: POWER: Make a range attack. If the attack hits and is doubles, after resolutions Captain Boomerang may make a range attack against a different opposing character as if he occupied the square of his previous target.

#027 Flash

Vibration: Hypersonic Speed, Phasing/Teleport.

#028 Zatanna

onrefnl! is an attack power, not a damage power.

#033 Vigilante

This character has [Transporter-Boot] instead of [Transporter-Wing].

#035 Deadman

Possession: POWER: Make a close attack or range attack, with a range of 4. Instead of normal damage, remove Deadman from the map and place him on the card of the hit target. While Deadman is on that character's card, that character is friendly to Deadman's force and called "Possessed". //

OFF THE MAP ACTIVE - At the end of your turn, if a character is Possessed, roll a d6 and add 1 to the result for every 100 points, or fraction thereof, of the Possessed character's point value. **6 or more:** deal Deadman 1 unavoidable damage.

Each time the Possessed character takes damage, deal Deadman 1 unavoidable damage.

When targeting a Possessed character with Outwit, Deadman's Possession can be chosen. If Possession is chosen for Outwit or Deadman is KO'd, the Possessed is immediately released.

After resolutions of any action given to Possessed character, Deadman's owner may choose to release the character, remove all action tokens from that character and place Deadman in a square within 4 squares and line of fire of the character and then the character becomes friendly to its original owner's force.

Deadman and Possessed characters can't be targeted by Mind Control or Possession.

#036 Granny Goodness

Disciplinary Motivation: At the end of your turn, if Granny Goodness is adjacent to a friendly character that has one or more action tokens, roll a d6. **3-6:** deal that character 1 unavoidable damage for each token and remove the tokens. **1-2:** deal the target 2 unavoidable damage for each token and remove the tokens.

-If multiple characters are adjacent to Granny Goodness, you choose only one character as the target of the effect.

The keyword "Apokalips" is "Apokolips"

#038 Batman and Robin

Qualifying Name OR Qualifying Real Name

Batman - Bruce Wayne

Robin - Tim Drake

#039 Batzarro

Useless Belt: Perplex, but only to modify -1.

#040 Hector Hammond

Psionic Powers: Psychic Blast, Telekinesis.

#041 Mr. Mxyzptlk

KLTPZYXM!: Phasing/Teleport. When he uses it, roll a d6 before moving him. **1:** deal Mr. Mxyzptlk 1 unavoidable damage, place him in any square in his starting area, and then move him normally.

Object Animation: POWER: Roll a d6 for each opposing character within 4 squares and line of fire that has zero or one action token, is holding an object or is adjacent to or occupies either a square of hindering terrain or a square with an object. **3-6:** give the character an action token.

#045 Aztek

The Ultimate Man: Perplex, but only to target himself.

#046 Superman

Self Sacrifice: When a friendly character adjacent to Superman would be dealt damage, instead you may deal all the damage to Superman as unavoidable damage.

#047 Hourman

Hour of Power: Probability Control. If he does, at the end of the turn roll a d6. **1:** deal Hourman 1 unavoidable damage.

#048 Dream Girl

The keyword "Legion" is "Legion of Super Heroes".

#050 Power Ring

Curse of Volthoom: Perplex. When he does roll 2 d6. **2-4:** deal Power Ring 1 unavoidable damage.

#051 Lobo

Nobody Rides This Hog but the Main Man: Lobo has Passenger: 0.

Bounty Hunter: At the beginning of the game, choose an opposing character. Lobo modifies attack +2 when attacking that character. When that character is KO'd, choose another opposing character.

#053 Big Barda & Mister Miracle

Lantern 796: Super Strength, Telekinesis.

Miracle Construct: Barrier. When Big Barda and Mister Miracle use it, if a barrier terrain marker is placed adjacent to an opposing character, Big Barda and Mister Miracle can make a close attack against that character at no cost.

-If multiple characters are adjacent to barrier terrain markers, you must choose one character and make one attack against it.

The keyword “Green Lantern” is “Green Lantern Corps”.

Qualifying Name OR Qualifying Real Name

Big Barda - Barda Free

Mister Miracle - Scott Free

#054 Doomsday

Unstoppable: Invulnerability. When this click is revealed due to damage taken, stop turning the dial.

#055 Green Lantern

In Your Face: Flurry. If both attacks target a single opposing character, modify damage +1 for the second attack.

The keyword “Green Lantern” is “Green Lantern Corps”.

#056 Time Trapper

Negate: Outwit. When he uses Outwit, he may instead choose the same power for all opposing characters within 6 squares and line of fire.

#057 Flash

Speed Force: Charge, Flurry.

#058 Batman

Datarangs: RANGE: Modify damage -1. Improved Targeting: Hindering, Characters. Make a range attack.

#059 Wonder Woman

Lasso: Incapacitate, Range: 8.

Harmony and Charity: Perplex, but only to target herself.

#100 Starro The Conqueror

Starro has the Multiattack keyphrase.

Fragmentation: FREE: Roll a d6 and subtract 2 from the result. Place a number of Starrophyte tokens equal to the result within 4 squares and line of fire of Starro or another Starrophyte token. The minimum result depends on Starro's power level.

Minimum result at Invader level: 1. Minimum result at Dominator level: 2. Minimum result at Conqueror level: 3.

Domination: Mind Control. When he uses it, modify attack +1 for each Starrophyte within 6 squares and line of fire of the target.

Alien Starfish: Toughness. At the end of your turn, roll a d6. You may remove any number of Starrophyte tokens within 6 squares and line of fire. If you do, increase the result for each Starrophyte token you remove. Heal Starro a number of clicks equal to the result.

#101 Aquaman

Surge: Charge. When Aquaman occupies water terrain, modify speed +2.

King of the Seven Seas: Invulnerability, if Aquaman occupies water terrain. Toughness if Aquaman does not occupy water terrain.

Aquaman's character card should list the point value as 70 points.

#102 Green Arrow

Emerald Archer: When Green Arrow makes a range attack, modify attack +2.

Smoke Arrow: Smoke Cloud.

#103 Flash

Super Speed: Charge, Flurry, Phasing/Teleport.

#104 Green Lantern

This character has [Wing] instead of [Boot].

#105 Arthur Curry

King of the Seven Seas: Invulnerability, if Arthur Curry occupies water terrain. Toughness, if Arthur Curry does not occupy water terrain.

Aquatic Rejuvenation: If Arthur Curry occupies water terrain, Close Combat Expert, Regeneration.

#106 Oliver Queen

Emerald Archer: Attack +2 during range attacks.

Mutations and Monsters

#002 Cyclops

Concussive Blast: KNOCKBACK during range attacks.

#003 Beast

Bouncing Beast: Charge, Leap/Climb. When using Charge, he breaks away automatically and can continue to use the rest of his halved movement after making the attack.

#005 Strong Guy

Bodyguard: Defend, Toughness.

#006 Pete Wisdom

Hot Knives is “Energy Explosion” instead of “Orange”.

#008 Box

Assimilation: Toughness. FREE: KO an object in an adjacent square. If you do, heal Box 2 clicks.

Mass Absorption: If Box occupies hindering terrain, he has [Giant] damage symbol.

#009 Cuckoo

Coordination: Mind Control. // MOVE: Passenger: 2, if both characters are named Cuckoo.

Hive Mind: When Cuckoo is given a costed action, modify one of her combat values by +1 until the end of the round for each other Cuckoo adjacent to her.

#012 Colossus

Fastball Special: Telekinesis, but only to choose an adjacent object -or- friendly character with a point value of 30 or more and [Starburst] damage symbol. If you choose an adjacent friendly character, treat it as a Light object for the attack. After the attack resolves, place the character in a square within line of fire adjacent to the target, modify the friendly character's damage -1 until the end of the turn and deal it 1 unavoidable damage. If the friendly character cannot be placed adjacent to the target, place it in the nearest square within line of fire and deal it an additional 1 unavoidable damage.

#015 The Hood

Cloak: Leap/Climb, Stealth.

#016 Miek

Chemming: Charge, Plasticity.

#019 Absorbing Man

Absorb: Toughness. Invulnerability, but only if Absorbing Man is adjacent to or occupies hindering, blocking, or elevated terrain.

#020 Morph

Omnimorph: Perplex, but only to target himself.

#021 Mimic

Subsonic Speed: Charge, Running Shot.

Mimicry: Energy Explosion, Super Strength.

#020 Gorgon

Transformed by the Mists: Quake, Super Strength.

When Gorgon uses Super Strength, he can only pick up standard objects.

#025 Zzzax

Jolt: Poison.

#029 Iceman

Slippery: Toughness. When an opposing character moves adjacent to Iceman, after resolutions roll a d6.

I-3: Knock back the character from Iceman a number of squares equal to the result.

#030 X-23

Programmed Assassin: Stealth. If she occupies hindering terrain, modify attack +1 for close attacks.

#031 Professor X

Cerebro: Perplex. When he uses it, he may instead choose a single keyword and affect every friendly character with that keyword within 10 squares and line of fire.

#032 Gambit

Shadowy Attack: Leap/Climb, Running Shot, and Stealth.

Cajun Charm: Perplex with maximum range value 4.

#033 Green Scar

Smash: Leap/Climb. // POWER: move him up to his speed value, then CLOSE: at no cost.

Toughest One There Is: Impervious, Willpower.

#034 Archangel

Fly-By: Charge. When he does, he may continue to use the rest of his halved movement after the attack resolves.

#035 Ahab

Energy Harpoon: Penetrating/Psychic Blast. When Ahab is given a RANGE, lines of fire drawn by him character are not blocked by characters or hindered.

#036 Fabian Cortez

Power Amplification: Perplex, but only to target other friendly characters. When he uses it, roll a d6. **1-3:** Perplex is used normally. **4-5:** the chosen combat value is modified by +2 or -2 and at the end of the turn the target is dealt 2 damage. **6:** the chosen combat value is modified by +3 or -3 and at the end of the turn the target is dealt 1 unavoidable damage.

#037 Jean Grey

Telepathic Assault: Mind Control, Running Shot. When Jean Grey uses Running Shot, she can use Mind Control at no cost instead of being given a RANGE.

Telepathic Empathy: Outwit. If a character cannot use a power due to Jean Grey's Outwit when a friendly character within 6 squares and line of fire rolls a critical miss, after resolutions deal 1 damage to Jean Grey.

#038 Omega Red

Leech: Steal Energy, with range and close attacks.

#039 Danger

Strategic Database: Probability Control. Danger has **PROTECTED:** Outwit. No opposing characters within 10 squares and line of fire can have their combat values positively modified.

#042 Unus the Untouchable

Untouchable: Impervious, Super Senses.

Bounce: KNOCKBACK for 3 squares on any successful close attack. Unus cannot otherwise knock back a character.

-The knock back from **Bounce** occurs even if the attack deals no damage

#044 Leader

Minions of the Leader: Mastermind, Toughness. When the Leader uses Mastermind, he can choose any friendly character within 4 squares and line of fire.

Intellect: Outwit, Probability Control.

#045 High Evolutionary

Cosmic Evolution: [Power Cosmic] team ability.

Mind Over Matter: Barrier, Super Senses.

Growth: The High Evolutionary has the [Giant] damage symbol.

#046 Arcade

Murderbots: POWER: Choose up to two standard objects within 10 squares and line of fire. Move each object as if it is a character with Arcade's speed value and speed symbol.

Deathtrap: FREE: KO any object within 10 squares and line of fire and deal 1 damage to each character adjacent to that object.

Murderworld: Barrier with a range value of 10. Mastermind.

#047 Super-Adaptoid

Attack Drain: POWER: Choose a standard attack power an opposing character within 4 squares and line of fire can use. Super-Adaptoid can use this power until he chooses another power. If Super-Adaptoid uses the chosen power, after resolutions roll two d6. **2-5:** Deal Super-Adaptoid 1 penetrating damage.

Defense Drain: When Super-Adaptoid is given a POWER, choose a standard defense power an opposing character within 4 squares and line of fire can use. Super-Adaptoid can use this power until he chooses another power. If Super-Adaptoid uses the chosen power, after resolutions, roll two d6. **2-5:** Deal Super-Adaptoid 1 penetrating damage.

#048 Wrecker

Turnabout: When Wrecker is the target of a close attack resulting in a critical hit or a critical miss, after resolutions he may make a close attack at no cost targeting the character that attacked him.

#049 Cassandra Nova

Mummudrai: Mastermind, Shape Change, and Willpower.

#050 Hulkbuster

Flight Stabilizers: Charge, Running Shot. Giant characters can only target Hulkbuster if he is within 1 square.

Weapons As Big As the Fight: Energy Explosion, Super Strength.

#052 Mastermind

Mind Games: Mind Control, Stealth. Attack value by +2 when he uses Incapacitate or Mind Control.

Chimera: Mastermind, Super Senses.

#053 Emma Frost

Headmistress: Leadership, Perplex.

#057 Storm

Goddess: Energy Explosion, Force Blast, Quake, and Smoke Cloud.

#058 Warskrull

Megamorph: Outwit, Shape Change.

The keyword “Skrull” is “Skrulls”.

#059 Apocalypse

Molecular Control: Phasing/Teleport, Plasticity, and Shape Change.

Psionic Power: Incapacitate, Mind Control, and Psychic Blast. When Apocalypse would take pushing damage, roll a d6. **4-6:** instead he does not take pushing damage.

The Strong Will Survive: Regeneration, Toughness.

#060 Maestro

Gamma-Saturated: Quake, Super Strength. // **POWER:** Modify attack +2, make a close attack.

#061 Dark Beast

Sadistic: Exploit Weakness.

Cruel Experiment: **POWER:** roll a d6. **3-6:** give an action token to an adjacent opposing character with zero or one action token. **5-6:** deal 1 unavoidable damage to an adjacent opposing character. **6:** deal 1 damage to each adjacent opposing character. Apply all applicable results, which may be split among different characters.

#062 Rampaging Hulk

Squash: Leap/Climb. When he uses it to move, after resolutions he can use Quake at no cost.

Smash: Close Combat Expert. At the end of your turn, if there are fewer than six objects in the game, your last

opponent to take an action chooses a light standard object from outside the game and places it within 6 squares and line of fire of Rampaging Hulk.

#101 Esme Cuckoo

Cuckoo: Esme Cuckoo is considered a Cuckoo for the purposes of the Cuckoo’s Coordination and Hive Mind special powers.

#102 Incredible Hulk

Speed of a Charging Dreadnaught: [Move and Attack].

#103 Proteus

Mutant X: Mind Control with a range value of 10, Phasing/Teleport, and Probability Control.

Omnimorph: Perplex, but only to target himself.

Warp Reality: Barrier, Super Senses.

Morphable Reality: Probability Control, Shape Change.

#104 Charles Xavier

Telepath: Incapacitate, Penetrating/Psychic Blast.

Psychic Redirection: Shape Change.

Psychic Coordination: Leadership. Perplex, but he can’t target himself.

#200 Iron Man

Invincible: Reduce damage dealt to 1.

The Experience Level is Silver (Unique).

#B005 Amadeus Cho

Excello: Outwit, but only as POWER.

Crisis

#001 Robin

Fisticuffs: Flurry.

Gotham Acrobatics: Energy Shield/Deflection, Stealth.

#002 Kid Flash

Up Walls, Through Walls: Hypersonic Speed. **Improved Movement:** Hindering, Elevated, Blocking, Characters.

Fast Fists: Flurry.

Human Tornado: Force Blast as FREE.

#003 Wonder Girl

Lasso: Incapacitate with a range value of 6. If she uses Incapacitate and hits a target with a range attack, after resolutions you may place the target in a square of clear terrain adjacent to Wonder Girl.

#004 Aqualad

From the Depths: Charge. When Aqualad occupies water terrain, any line of fire drawn to him is blocked.

#005 Speedy

Brave Bow's Apprentice: When Speedy makes a range attack, modify his attack value +1.

Trick Arrows: RANGE: Remove up to three hindering terrain markers or barrier terrain markers within line of fire (removing markers one at a time), then make a range attack.

#006 Shimmer

Inseparable: Modify Shimmer's defense value by +2 if she has a clear line of fire to Mammoth.

Transmute: Once per turn, if Shimmer is adjacent to an object (including an object held by a character) at the beginning or end of any action she is given, she can remove that object from the game.

#007 Jericho

haveion: POWER: Make a close attack or range attack, with a range of 4. Instead of normal damage, remove Jericho from the map and place him on the card of the hit target. While Jericho is on that character's card, that character is friendly to Jericho's force and called "Possessed".

OFF THE MAP ACTIVE - At the end of your turn, if a character is Possessed, roll a d6 and add 1 to the result for every 100 points, or fraction thereof, of the Possessed character's point value. **6 or more:** the Possessed is released. **1-5:** deal Jericho 1 unavoidable damage.

Each time the Possessed character takes damage, deal Jericho 1 unavoidable damage.

When targeting a Possessed character with Outwit, Jericho's haveion can be chosen. If Possession is chosen for Outwit or Jericho is KO'd, the Possessed is

immediately released.

After resolutions of any action given to the Possessed character, Jericho's owner may choose to release the character, remove all action tokens from that character and place Jericho in a square within 4 squares and line of fire of the character and then the character becomes friendly to its original owner's force.

Jericho and Possessed characters can't be targeted by Mind Control or Possession.

#009 Gold

Golden Lasso: Incapacitate with a range value of 6 and only as RANGE.

I Can Be Hammered into a Sheet Four Millionths of an Inch Thick:

Toughness. Invulnerability, but only when Gold is dealt damage by a close attack.

#010 Liberty Belle

Ring the Bell: Pulse Wave with a range of 8.

#011 Klarion

Klarion and Teekl: Klarion has the [Duo Attack] keyphrase, but do not modify Klarion's damage -1 for the second attack.

#012 Supernova

Phantom Zone Projector: Incapacitate, Phasing/Teleport. When Supernova uses Incapacitate and hits an opposing character, he may instead place the target in any starting area within 8 squares.

#014 Batgirl

Trained from Birth: Flurry, Leap/Climb.

Cain's Daughter: Combat Reflexes, Willpower.

#018 Red Arrow

Fusillade: POWER: Make two range attacks.

Trick Arrows: Energy Explosion, Smoke Cloud. When he uses Energy Explosion, after resolutions he can use Smoke Cloud at not cost but the first hindering terrain marker must be placed in the square of original target of Energy Explosion.

#020 Dr. Sivana

Suspendium: Incapacitate. When he does and hits, you may also give an action token to up to two characters adjacent to the target if they have zero action tokens.

Mad Inventor: Barrier, Energy Explosion, Phasing/Teleport, Psychic Blast, Pulse Wave, Quake, Smoke Cloud, and Support. If while using any of these powers he rolls a critical miss, deal 1 additional unavoidable damage to Dr. Sivana.

World's Wickedest Scientist: Mastermind. He can choose a friendly character with a higher point value if that character shares a team ability with him.

#021 Rip Hunter

Chrononaut: Perplex, but only to target a friendly character.

Time Master: Outwit, Probability Control. Rip Hunter and adjacent friendly characters have PROTECTED: Outwit.

#022 Dawnstar

Tracker: Hypersonic Speed.

Quarry: At the beginning of the game, choose an opposing character; this character is Dawnstar's Quarry. Dawnstar and all friendly characters modify attack +1 when they are attacking the Quarry.

#023 Green Lantern

Lantern 2814.1: Energy Explosion, Telekinesis.

Lantern's Will: Energy Shield/Deflection, Toughness, and Willpower.

#024 Karate Kid

The keyword "Legion" is "Legion of Super Heroes".

#026 Green Arrow

Rooftop Archer: Leap/Climb, Running Shot.

Emerald Archer: When Green Arrow makes a range attack, modify attack value by +2.

Arrow down the Gun Barrel: Incapacitate. Shape Change, but only if the attacker has one or more action tokens and is targeting Green Arrow with a range attack.

Hail of Arrows: RANGE: Make a range attack targeting more than one character. Increase damage dealt by +1 for each hit target.

#027 Trickster and Pied Piper

Air-Walking Shoes, Joy Buzzers, and Smoke Bombs: Leap/Climb, Poison, and Smoke Cloud.

Piper: Mind Control, Penetrating/Psychic Blast.

Qualifying Name OR Qualifying Real Name

Trickster - James Jesse

Pied Piper - Hartley Rathaway

#028 Deathstroke

Master Tactician: Outwit. Modify attack +1 for each adjacent opposing character. When Deathstroke makes a close attack, he may target any number of adjacent opposing characters and divide damage among hit targets.

#029 Nightwing

Dual Membership: Nightwing has the [Outsiders] and [Titans] team symbols.

Fisticuffs: Flurry.

Acrobat: Combat Reflexes, Energy Shield/Deflection, and Leap/Climb.

#030 Blue Beetle

BB Gun: Force Blast, Incapacitate. // **POWER:** Lines of fire are not blocked by friendly characters. Make a range attack. If you hit, instead of normal damage roll a d6. The target is knocked back equal to the result -2 (minimum 1).

Bwah-ha-ha-hah!: Perplex. Outwit, but only if Blue Beetle is adjacent to a friendly Booster Gold.

#031 Mammoth

Inseparable: Super Strength. Modify Mammoth's attack +2 if Shimmer is within line of fire.

Get Away from My Sister!: KNOCKBACK.

#032 Hawk and Dove

Avatars of Chaos and Order: Super Senses, Toughness.

Qualifying Name OR Qualifying Real Name

Hawk - Hank Hall

Dove - Don Hall

#033 Psimon

In Your Head: Outwit, Shape Change.

#034 Lead and Tin

Teamwork: When Lead and Tin use [Duo Attack], modify their attack +1 for the first attack; if the second attack is against a different opposing character than the first attack, do not modify their damage -1 for the second attack.

Tinterference: Outwit with a maximum range of 5. Shape Change.

#035 Uncle Sam

Give Me Your Tired, Your Poor: When Uncle Sam makes a close attack, modify his attack +1 for each friendly character within 4 squares and line of fire with one or more action tokens.

As Big as My Country: Uncle Sam has the [Giant] damage symbol.

#036 Chief

Dr. Caulder: Support.

Manipulate: Leadership. If you roll a 5 or 6 for Leadership, put a Manipulate token on the Chief's character card (Maximum 2 on the card). When another friendly character would take pushing damage, you may remove a Manipulate token from the Chief's character card and roll a d6. **3-6:** instead the character does not take the pushing damage.

Strategist: Perplex, Mastermind.

-You may remove more than one Manipulate token per turn.

#037 Kyle Rayner

Ion: [Quintessence] team ability.

Constructs: Barrier. Opposing characters adjacent to a Barrier terrain marker placed by Kyle Rayner must attempt to break away. When doing so, they cannot breakaway automatically.

#038 Wonder Girl

Tie Up: Incapacitate with a range value of 6. When she uses Incapacitate, she may also target a second opposing character with 1 or fewer action token adjacent to the original target.

Bullets and Bracelets: Toughness. Super Senses but only when targeted by a range attack.

#039 Harbinger

You Are Needed: Phasing/Teleport. // **POWER:** Choose a friendly single base character within 6 squares and line of fire. Place the chosen character in Harbinger's square and Harbinger in the chosen character's square. After resolutions, deal Harbinger 1 unavoidable damage.

Crosstime Heralds: Harbinger has the [Duo Attack] symbol.

#040 Forerunner

Honor: Willpower.

#041 Mary Marvel

Wisdom of Zerhuti: Perplex, but only to target herself.

#042 Mordru

Dark Lord: Barrier, Energy Explosion, Penetrating/Psychic Blast, Pulse Wave, Smoke Cloud, and Telekinesis. Mordru has the [Giant] damage symbol.

Lord of Chaos: Outwit. When Mordru uses it, you may instead choose any number of powers displayed on the target's dial if the character is within 4 squares.

#043 Monarch

Bleed-Jump: Phasing/Teleport, Running Shot. When Monarch uses Phasing/Teleport, roll a d6 and replace Monarch's speed value with 6 plus the result.

#045 Trigon

Doppelganger: **POWER:** Place up to three SPECIAL markers in unoccupied squares adjacent to opposing characters within 8 squares and line of fire; these are Doppelganger tokens. Doppelganger tokens can be destroyed as if they are blocking terrain. Opposing characters must break away from Doppelganger tokens as if they were a standard character. If an opposing character is adjacent to a Doppelganger token and is given a costed action, if the opposing character is still adjacent to a Doppelganger token after resolutions, deal it 1 penetrating damage. No more than three Doppelganger tokens can be on the map at a time. After resolution of any costed action given to Trigon, he may remove any number of Doppelganger tokens from the map.

Reshape Reality: Outwit. Barrier as FREE: but only to place up to two barrier terrain markers.

#047 Tempest

Summon the Elements: Charge. Clear Elevation 1 terrain within 3 squares from Tempest that does not contain objects, terrain markers, or debris tokens is water terrain.

#048 Darkseid

Omega Effect: Before Darkseid makes a range attack, you may choose any or all of the following options for the attack: 1) Darkseid's range value is halved and his line of fire is not blocked by characters or hindered; 2) Modify Darkseid's damage -2, damage from the attack is penetrating damage; 3) Instead of normal damage, place a hit target in any square within range and line of fire.

All Will Serve Darkseid!: Invulnerability, Mastermind, and Willpower.

Master Strategist: Outwit, Perplex.

The keyword "Apokalips" is "Apokolips".

#049 Will Magnus and Platinum

Unstable: If Will Magnus and Platinum have 1 or more tokens, they can't be given a costed action.

Particularly Resistant: Defend and Toughness. Their defense value can't be negatively modified.

Roboticist: Perplex. When they use Perplex, they may instead modify by +1 or -1 the same combat value (except damage) of all friendly characters with which they share at least two keywords.

#052 Psycho-Pirate

I'm Your Best Friend: Unless the attack roll is doubles, Psycho-Pirate takes no damage from close attacks.

Fear... Hate... Loathing...: Perplex, but only to modify combat values by -2.

#053 Black Adam

Wisdom of Zehuti: Perplex, but only to target himself.

Power of Aton: Exploit Weakness, Flurry.

#054 Alex Luthor

Earth 154 + Earth 462: Penetrating/Psychic Blast. // **POWER:** Choose a single battlefield condition. Until the beginning of your next turn, none of that battlefield condition's effects can be used.

Manipulator: Outwit, Perplex, and Shape Change.

-If suspending a battlefield condition while using Earth 154 + Earth 462 results in a character being placed in an illegal square (e.g., blocking terrain), it would be moved by the active player to the closest square it can occupy.

#055 Sinestro

In Blackest Day: Phasing/Teleport, Running Shot.

In Brightest Night: Energy Explosion, Penetrating/Psychic Blast, and Telekinesis.

Let Those Who Try to Stop What's Right: Energy Shield/Deflection, Toughness, and Willpower.

Sinestro's Might!: Energy Explosion, Ranged Combat Expert. When Sinestro uses Energy Explosion, damage dealt is penetrating.

#056 Supergirl

Superspeed: Hypersonic Speed but only to make close attacks.

#057 The Flash

Have to... Keep... Running...: Hypersonic Speed. When the Flash moves, he has Improved Movement: Characters, Hindering, Elevated, Blocking.

Time to Save the World!: Pulse Wave with a range of 8.

Nothing to Lose: Super Senses, Willpower.

#058 Nightwing and Starfire

Qualifying Name OR Qualifying Real Name

Nightwing - Dick Grayson

Starfire - Koriand'r

#059 The Spectre

Ghostly Guardian: Charge, Phasing/Teleport, [Justice Society] team ability.

Vengeance: POWER: Make a close or range attack. Replace Spectre's damage value with the damage value of his target. Damage from this attack is penetrating.

#060 Monitor

Moving Pawns on the Board: Leadership, Phasing/Teleport. When the Monitor uses Leadership and rolls a 5-6, he may instead give an action token to an opposing character with zero action tokens.

Adaptive Strategy: Barrier, Energy Explosion, Perplex, and Support.

This character has [Wing] instead of [Boot].

#061 World's Finest

Trait: World's Finest can make ranged attacks against non-adjacent characters when they are adjacent to two or fewer opposing characters.

Trait: World's Finest do not take pushing damage.

Teamwork: Charge, Force Blast. If World's Finest knocks back a character with Force Blast, after resolutions they may use Charge at no cost to attack the same target.

Wallbuster: Super Strength. When given a MOVE, during the move World's Finest can destroy up to 2 squares of blocking terrain or the wall adjoining two squares; they can continue their move, if any, after destroying the wall.

Qualifying Name OR Qualifying Real Name

Superman - Clark Kent or Kal-El

Batman - Bruce Wayne

#100 Superman

Trait: Superman does not take pushing damage.

This Is a Job for Superman!: Charge. If Superman is not holding an object or using [Carry], do not halve his speed value when he uses Charge. Superman cannot pick up objects when using Charge.

Leading the Attack: At the beginning of your turn, if Superman is adjacent to an opposing character, he may make a close attack. If he does, he can't attack that character again during that turn. If Superman damages an opposing character, until the end of the turn all friendly characters attacking that character modify their attack values +1 for each 100 points (or fraction thereof) of the character's point value.

#101 Wally West

Human Tornado: Force Blast as FREE.

#102 Donna Troy

Purple Ray: Support, but can target other friendly characters within 3 squares.

Lasso: Incapacitate with a range value of 6. If she uses Incapacitate and hits with a range attack, after

resolutions, you may place a hit character in a square of clear terrain adjacent to Donna Troy.

#103 Garth

From the Depths: Charge. When Garth occupies water terrain, any line of fire drawn to him is blocked.

Salvage: Once per turn, if Garth occupies water terrain and if there is a standard light object anywhere on the map, generate a standard light object that Garth is holding.

#104 Roy Harper

Checkmate: Running Shot, Stealth.

Emerald Apprentice: When Roy Harper makes a range attack, modify attack +2.

#105 Superman

Scorched Air: Charge, Flurry.

Kryptonian Strength: Strength. Superman can hold two standard objects at the same time; he can only use one object per attack.

Restoring Order: When the result of a successful attack roll made by Superman is doubles, the target is not knocked back. After resolutions, if the target has 1 or less action token, give the target an action token.

#200 Batman

Relentless: Charge, Leap/Climb, and Running Shot.

#223 Thunderer of Qward

Qwa-Bolts: Energy Explosion. When Thunderer of Qward is given a RANGE action, you may choose one of the following options: 1) Modify Thunderer of Qward's range value by his current printed damage value; or 2) damage from the attack is penetrating damage.

#224 Shadow Demon

The Darkness Is Alive!: Plasticity, Phasing/Teleport, and Stealth.

#225 Anti-Monitor

Trait: The Anti-Monitor has the [Multiattack] keyphrase.

All the Power at My Command Shall Be Used to Destroy You!: Penetrating/Psychic Blast, Quake. When he uses Quake, he deals normal damage.

I Will Not Die Until You Die With Me!: Exploit Weakness, but only once per turn. At the end of the round, if no character opposing to the Anti-Monitor was KO'd this round, roll 2d6 and subtract the Anti-Monitor's printed damage value, minimum result 1. Heal the Anti-Monitor a number of clicks equal to the result.

The Experience Level is Silver (Unique).

#226 Anti-Monitor, Guardian of Fear

Trait: The Anti-Monitor, Guardian of Fear has the [Multiattack] keyphrase.

Guardian: Enhancement, Phasing/Teleport, Passenger: 1.

Time to Feed: Pulse Wave, but do not halve his range, deal normal damage no matter how many characters are targeted and characters within range can use all their powers or abilities. After resolutions, heal Anti-Monitor, Guardian of Fear 1 click for each opposing character damaged (maximum 4 clicks).

Destined Destructor: Outwit. // POWER: roll 2d6. Deal penetrating damage equal to the result, divided among opposing characters within line of fire. Characters can only be dealt damage equal to the number of action tokens they have.

#B001 Matter-Eater Lad

Hungry Loner: Matter-Eater Lad can't use [Carry].

#B005a Congo Bill

Congorilla: At the beginning of your turn, you may flip this token.

#B005b Congorilla

Congo Bill: At the beginning of your turn, you may flip this token.

Batman Alpha

#011 Huntress

This character's point value is 50.

#014 Alfred

This character's point value is 30.

Secret Invasion

#001 Spider-Man

Web-Punch: Flurry. If he makes two successful attacks against the same target using Flurry, for the second

attack instead of normal damage, give an action token to the target if it has 1 or fewer action tokens.

#002 Moloid

Swarm: When Moloid is given a MOVE, it has Passenger: 2, but only to carry characters named Moloid.

Overwhelm: When Moloid makes an attack, modify attack +1 for each other Moloid that has made an attack against that target during this turn.

Overwhelm is an attack power, not a speed power.

#004 Iron Fist

Good Fortune Thunder Kick: Leap/Climb, Flurry.

Champion of K'un-Lun: Super Senses, Willpower.

#005 Sharon Carter

Agent 13: Running Shot, Stealth.

Ally: Perplex, but only to target friendly characters except damage.

#006a Yellowjacket

Yellowjacket has the [Avengers] team symbol. (He doesn't have the [Skrulls] team symbol.)

Giant Man: Charge. [Giant] damage symbol.

#006b Yellowjacket

Yellowjacket has the Skrulls team symbol. (He doesn't have the Avengers team symbol.)

Giant Man: Charge. [Giant] damage symbol.

Agent Provocateur: Outwit, Penetrating/Psychic Blast.

Traitor: Outwit. When he does, he may instead choose a team ability an opposing character within 6 squares and line of fire can use. If he does, all opposing characters cannot use that team ability.

#007 Atlantean Warrior

Aquatic Invader: Charge, Stealth but only if he occupies water terrain. // At the beginning of your turn, if Atlantean Warrior occupies water terrain, modify speed +2 until the end of the turn.

#008a Ms. Marvel

Ms. Marvel has the [Avengers] team symbol. (She doesn't have the [Skrulls] team symbol.)

Kree Genetics: Charge, Running Shot.

Energy Absorption: Each time Ms. Marvel is hit by an attack from an opposing character, put an Absorption token on this card. When Ms. Marvel makes an attack, you may modify her damage value by +X, where X is the number of Absorption tokens on this card. If you do, after resolutions remove all Absorption tokens from this card. At the end your turn or when Ms. Marvel loses Energy Absorption, remove all Absorption tokens from this card.

#008b Ms. Marvel

Ms. Marvel has the [Skrulls] team symbol. (She doesn't have the [Avengers] team symbol.)

Exfiltration: Hypersonic Speed, Plasticity, and Stealth.

#009 Gravity

Gravity Control: Incapacitate with a range of 8. Super Strength, Telekinesis.

#010 Grey Gargoyle

Petrify: Incapacitate. When he uses Incapacitate and hits with a roll of doubles, give the target two action tokens if it has zero tokens.

Petrified Protection: Barrier, but only to place markers in squares containing objects, hindering terrain, or hindering terrain markers. This use of Barrier doesn't count toward your available actions for the turn.

#011 Arachne

Psi-Webs: Incapacitate with a range of 8.

#012 Gee

Gravity Manipulation: Force Blast. When Gee uses Force Blast, after resolutions Gee may use Incapacitate against the same character at no cost.

#014 Mass Master

Cloudform: Smoke Cloud. When Mass Master is given a MOVE, after resolutions he may use Smoke Cloud at no cost, but can only place hindering terrain markers in squares he occupied or moved through that turn.

#015 Energizer

Matter Absorption: FREE: Remove from the game a single adjacent object (including an object held by an adjacent character) -or- up to two Barrier, debris, or hindering terrain markers that are within 4 squares and line of fire.

#016 Hercules

Wrestler: Charge, Flurry, and Plasticity.

Godlike Strength: Super Strength. He can hold two objects at the same time if they are both standard objects; he can only use one object per attack.

#017 Human Torch

Fireburst: Energy Explosion, Pulse Wave.

#018 Clea

Dark Disciple: Mind Control, Phasing/Teleport.

#020 Immortus

Agent of the Time-Keepers: Outwit, Probability Control. Probability Control can't be used by opposing characters within line of fire.

#021 Iron Man

Extremis: Outwit, Perplex. // Super Senses, but only if a power is not currently chosen by Outwit.

#022 Goliath

Throw: KNOCKBACK but only with close attacks. KNOCKBACK is equal to twice damage clicked by the target.

#023 Hawkeye

Focused Training: Perplex, but only to target herself.

#024 Spider-Slayer

Tracking Systems: Leap/Climb, Plasticity. At the beginning of the game, choose an opposing character. When Spider-Slayer is given a MOVE, after resolutions it may be given another MOVE at no cost with its speed value halved, if it ends the second move adjacent to the chosen character.

Smash: Flurry.

#028 Attuma

Tidal Wave: Quake, Super Strength. If Attuma occupies water terrain and uses Quake, he may target all opposing characters adjacent to (but not occupying) the area of water terrain he occupies.

Waveborne: Toughness. Combat Reflexes, but only if Attuma occupies water terrain.

Undersea Conqueror: Leadership. If he rolls a 5-6, Action Total +1 this turn, but a friendly character with the Atlantis keyword must be given a costed action this turn.

#029 Morbius

Gliding Shadow: Leap/Climb, Stealth.

The Hunger: Steal Energy, but Steal Energy heals Morbius of clicks equal to the number of powers displayed on the target's dial after resolutions (minimum 1).

Living Vampire: Toughness. Super Senses, but only succeeds on a roll of 6.

#030 Punisher

Chaingun: Once per turn, if Punisher hits with a range attack, after resolutions Punisher may make a range attacks at no cost against each opposing character adjacent to the original target within range and line of fire. When Punisher hits with a range attack with doubles, damage dealt is penetrating.

#031 Mole Man

Lord of the Tunnels: Stealth, Phasing/ Teleport. When Mole Man uses Phasing/Teleport, he has Passenger: 1 and must place debris tokens into the squares where he begins and ends his move. Mole Man does not stop when moving into debris tokens or halve his movement when beginning in a square with a debris token.

#032a Dum Dum Dugan

Dum Dum Dugan has the [S.H.I.E.L.D.] team symbol. (He doesn't have the [Skrulls] team symbol.)

Monster Squad: When Dum Dum Dugan or an adjacent friendly character attacks characters that can use [Great Size], modify attack +1.

#032b Dum Dum Dugan

Dum Dum Dugan has the [Skrulls] team symbol. (He doesn't have the [S.H.I.E.L.D.] team symbol.)

S.W.O.R.D.fall: At the beginning of the game, choose one area of elevated terrain or blocking terrain on the map. In that area: Blocking terrain is considered clear terrain until the end of the game. Elevated terrain – and any higher level of elevated terrain completely contained within the selected area – is one lower level

of elevation until the end of the game.

Shifty: Plasticity, Running Shot.

#033 Dr. Strange

Eye of Agamotto: Improved Targeting: Characters, Hindering.

Winds of Watoomb: Phasing/Teleport, Quake.

Wand of Watoomb: Perplex. When he does, you may roll a d6. **5-6:** modify the target's chosen combat value by up to +2 or -2.

#034 Dr. Octopus

Tentacles: Flurry, Leap/Climb, and Super Strength.

#036 Malice

You Cannot Stand Against Me: Once during your turn, Force Blast as FREE.

#037 Triton

Aquatic Scout: Charge. When Triton occupies water terrain, any line of fire drawn to him is blocked.

Aquatic Ambush: At the end of your turn, if Triton occupies water terrain, deal 1 damage to each adjacent opposing character that occupies water terrain and hasn't been attacked by Triton this turn.

#038 Speedball

Bounce: Charge, Leap/Climb, and automatically breaks away.

Speedball Effect: Once per turn, if Speedball KO's an opposing character or hits an opposing character with doubles, after resolutions he may move up to his speed value automatically breaking away, and make one close attack against a different opposing character at no cost.

#039 Cloak and Dagger

Cloak: Phasing/Teleport, Stealth.

Dagger: Energy Explosion. Damage dealt by Energy Explosion is penetrating damage.

Qualifying Name OR Qualifying Real Name

Cloak - Tyrone Johnson

Dagger - Tandy Bowen

#040 Doom

Away, Gnat: When Doom hits with doubles, after resolutions you may place the target in any starting area other than yours.

Doom Will Not Be Forgotten: Exploit Weakness, Penetrating/Psychic Blast.

Powerless: Outwit. When Doom uses Outwit, he may instead choose all powers displayed on the dial of a character within 6 squares and line of fire.

#041 Spider-Girl

Weblines: Charge, Leap/Climb, and Running Shot.

Bio-magnetic Field: Incapacitate. If Spider-Girl hits with a close attack, after resolutions Spider-Girl may use Force Blast against the same target at no cost. This knock back does not deal knock back damage.

Spider-Sense: Combat Reflexes, Super Senses.

#042a Captain Mar-Vell

Captain Mar-Vell has the [S.H.I.E.L.D.] team symbol. (He doesn't have the [Skrulls] team symbol.)

Warden: Super Strength, [Capture].

#042b Captain Mar-Vell

Captain Mar-Vell has the [Skrulls] team symbol. (He doesn't have the [S.H.I.E.L.D.] team symbol.)

#043 Psycho-Man

Mass Manipulation: Mind Control with 3 targets.

Control Box: Psycho-Man does not take damage based on the point value of his target(s) when he uses Mind Control. **POWER:** Choose one of the following options: 1) Fear. Psycho-Man can use Quake as FREE. 2) Doubt. Choose an opposing character. Until the beginning of your next turn, the target can't evade attacks, and damage dealt to the target can't be reduced below 1. 3) Hate. Choose an opposing within 6 squares and line of fire. Deal 1 damage to each opposing character adjacent to the target.

#045 Namor

Avenging Son: Charge, Flurry, and Flight.

Aquatic Rejuvenation: Regeneration, but only if Namor occupies water terrain.

Undersea Ruler: Leadership. If he rolls a 5-6, Action

Total +1 this turn, but a friendly character with the Atlantis keyword must be given a costed action this turn.

#047 Adam Warlock

Him: Leadership, Perplex, and Support. When Adam Warlock uses Perplex, he may instead modify any combat value (except damage) of a target character by +2 or -2.

#048a Elektra

Elektra has the [Hydra] team symbol. (She doesn't have the [Skrulls] team symbol.)

Assassin: Charge, Flurry, Leap/Climb, and Stealth.

The first keyword is "The Hand"

#048b Elektra

Elektra has the [Skrulls] team symbol. (She doesn't have the [Hydra] team symbol.)

Hand of the Skrulls: Charge, Plasticity.

Elektra has the keywords "Skrulls, Spy"

#049 Ringmaster

Top Hat: When Ringmaster uses Mind Control or Incapacitate, modify attack value and range +2. When Ringmaster uses Mind Control, he may choose to target three opposing characters; if he does, hit targets cannot make attacks but can move their full speed value.

#051 Nick Fury

L.M.D.: Mastermind. When Nick Fury is dealt damage, you may reduce the damage by 2. If you do, after resolutions, place Nick Fury in a square in a corner of the map (or as close as possible) that does not share an edge with your starting area.

Spymaster: Leadership, Outwit, and Perplex.

#052 Impossible Man

Pest: Outwit, Probability Control, and Shape Change.

#053 Skrull Emperor

Scheme: Outwit. When he uses Outwit, he may instead choose a keyword and power. If he does, all opposing characters with that keyword within 10 squares and line of fire cannot use the chosen power.

Emperor: Enhancement, Perplex, and Leadership. When he rolls for Leadership, on a 3-6: Action Total +1. //When he uses Perplex, he can only target friendly characters that share a keyword.

#055 Mephisto

Dark Bargain: Incapacitate. When Mephisto hits a target with Incapacitate, the controller of the target can choose: give an action token to the target -or- roll a d6. *1-4:* deal the target 1 unavoidable damage.

Prince of Lies: Leadership, Outwit.

#057 Jarvis

This character has both the [Skrulls] and [Avengers] team symbols.

#058 Power Man and Iron Fist

Wallbuster: Super Strength. When given a MOVE, Power Man and Fist can move, destroy 2 squares of blocking terrain or one segment of wall and then move up to 'their speed value minus the number of squares just moved.'

Qualifying Name OR Qualifying Real Name

Power Man - Luke Cage

Iron Fist - Daniel Rand

#059 Sentry

Uncertainty: At the beginning of your turn, roll a d6. *3-4:* Charge. *5-6:* Charge, Hypersonic Speed. Either result lasts until the end of the turn.

#061 Super Skrull: Illuminati

Infiltrator: Wild Card, but only on your turns. [Skrulls] team ability, but only on opponent's turns.

Avenging Fury: Charge, Flurry, and Plasticity. Once per turn before making a close attack roll, you may choose that damage dealt for that attack is penetrating.

Elastic Entanglements and Black Bolts: Quake. When Super-Skrull: Illuminati hits with an attack, roll a d6. *4-5:* if a target of the attack has no action tokens, give the target an action token after resolutions. *6:* damage from the attack is penetrating damage.

Iron Defense: Reduce damage dealt to 1.

Strange Magicks: Perplex. When he does, he may instead modify any one of his own combat values by +2 or -2 until the beginning of your next turn.

#099 Susan Richards

Invisible: Any character that is 7 or more squares from Susan Richards can't draw a line of fire to her.

Force Fields: Barrier, Invulnerability.

To the Negative Zone: Outwit. When she makes a range attack, Improved Targeting: Hindering, Elevated, Blocking, modify damage +2.

Susan Richards's character card has a point cost of 120.

#100 Spider-Woman

Infiltrator: Wild Card, but only on your turns; [Skrulls] team ability but only on opponents' turns.

Wall-Creeper: Leap/Climb, Stealth.

Agent Provocateur: Outwit. When she uses it, she may instead choose all standard powers of a certain type (speed, attack, defense, or damage) on all adjacent opposing characters.

Spider-Woman's character card has a point cost of 79.

#101 Mr. Fantastic

Pliable: Leap/Climb, Plasticity.

Ductile: Super Senses. Barrier (using only the minimum value). When a Barrier terrain marker placed by Mr. Fantastic is destroyed, roll a d6. *1:* deal 1 damage to Mr. Fantastic.

Inventive Genius: Perplex. When he uses it to target himself or a character he shares a keyword with, he may modify the target's combat values by +2 or -2.

#102 Invisible Woman

Invisible: Any character that is 7 or more squares from the Invisible Woman can't draw a line of fire to her.

Force Fields: Barrier, Invulnerability.

#103 Human Torch

Fiery Streak: Running Shot. When he does not use [Carry] while moving, Human Torch does not have to end his movement if he enters a square adjacent to an opposing character.

Flame On!: Energy Shield/Deflection, Poison. When Human Torch is given a MOVE or POWER, after resolutions he may use Smoke Cloud at no cost but only to place hindering marks in squares he moved through or occupied this turn.

#104 The Thing

It's Clobberin' Time!: Quake. // POWER: Move him up to his speed value and then either use Quake or make a close attack at no cost.

Yancy Streeter: Toughness, Willpower.

Yer Ever-Lovin' Pal: At the beginning of your turn, if the Thing is adjacent to one or more friendly characters that have one or more action tokens, roll a d6. **5-6:** you may remove an action token from one adjacent friendly character, or two adjacent friendly characters if they and the Thing all have a single common keyword.

#105 Dr. Doom

None Shall Interfere with the Plans of Doom: Running Shot. Dr. Doom breaks away automatically.

Kneel Before Doom!: Energy Explosion, but if he hits, he instead deals damage equal to his damage value to original target(s) of the attack.

Armored Mastermind: Invulnerability, Mastermind.

Lord of Latveria: Outwit, Perplex. When Dr. Doom uses Outwit, he may instead roll a d6. **4-6:** he may choose a power on a character regardless of range or line of fire.

#107 Doombot 5953

Self-Destruct Mechanism: Pulse Wave. When Doombot 5953 uses it, after resolutions deal him 1 unavoidable damage.

#111 Reed Richards

Trait: When Reed Richards or a friendly character with the Fantastic Four keyword within 6 squares and line of fire makes an attack, treat a result of double 2s or double 3s as double 4s.

Ultimate Nullifier: Outwit. When he does, he may instead choose all powers displayed on a character's dial. If he does, roll a d6. **1:** deal Reed Richards 1 unavoidable damage.

#112 Sue Storm

Trait: Sue Storm and friendly characters with the

Fantastic Four keyword within 6 squares and line of fire can use Super Senses but only evade on a result of 6.

Get Away from Him!: Quake. When Sue Storm uses Quake, she may instead use it as if she occupied a square occupied by a friendly character within 6 squares and line of fire. This line of fire is not blocked by opposing characters.

#113 Johnny Storm

Trait: When Johnny Storm and friendly characters with the Fantastic Four keyword are given MOVE, they do not count towards your available actions for the turn and these characters do not take pushing damage from this action.

Pour It On!: Energy Explosion. Damage dealt to hit non-original targets is increased by 1.

#114 Benjamin J. Grimm

Trait: If damage dealt to Benjamin J. Grimm or a friendly character with the Fantastic Four keyword adjacent to Benjamin J. Grimm is not otherwise reduced, reduce the damage dealt by 1.

#115 Victor Von Doom

Mind Swap: Running Shot. Mind Control with 1 target.

Unquestioned: Mastermind. He may choose a friendly character that has a higher point value if that character shares a team ability with Victor Von Doom.

Arkham Asylum

#002 Manhunter

Power Battery: Steal Energy, and also heals from range attacks.

No Man Escapes the Manhunters!: Incapacitate. Outwit, but cannot choose Defense powers.

#003 Multiplex

Safety in Numbers: Reduce damage dealt by 1, if adjacent to a friendly character named Multiplex.

#004 The Question

Ask the Question: Outwit -or- Perplex. When the Question uses Perplex, she can only target opposing characters.

#005 Floronic Man

Wild Plant Growth: Smoke Cloud with a range of 4. When he uses Smoke Cloud, he can place up to 8 hindering terrain markers if all markers are within 2 squares.

In Touch with the Green: Increase damage dealt by 1 if the target of the attack occupies or is adjacent to hindering terrain.

#007 Two-Face

Mercy or Murder: The Coin Decides: At the beginning of your turn, roll a d6. **1-3:** Incapacitate. **4-6:** Penetrating/Psychic Blast.

#010 Gorilla Grodd

Your Will Is Mine: Leap/Climb. Mind Control with a range of 8.

#011 The Riddler

Riddle Me This: Incapacitate. Incapacitate as FREE to target a single character, but only if he is given no other FREE this turn. If he uses it as FREE and hits, choose a number from 1-6 and roll 2d6. If the chosen number comes up on either die, Incapacitate resolves normally. If the chosen number comes up on both dice, give the target up to two action tokens.

They'll Never Get This One: Outwit. Perplex, but only to target an opposing character and modify any combat value (other than damage) -2.

#012 Amanda Waller

The Wall: Leadership, Outwit.

#013 Human Bomb

Trying to Keep It Under Control...: Energy Explosion, Quake.

No... NO!: When the Human Bomb uses Pulse Wave and targets two or more characters, you may choose to deal his printed damage value instead of any other; if you do, after resolutions deal Human Bomb unavoidable damage equal to his printed damage value.

#015 Plasmus

Burning Touch: Poison, Quake.

#016 Batman

In Contact with Bruce Wayne: Outwit, but he can only choose standard powers. Perplex, but he can target only himself.

#019 Lashina

Female Fury: Combat Reflexes, Willpower.

The keyword "Apokalips" is "Apokolips".

#020 Anarky

Boom Tube: Phasing/Teleport, Passenger: 1.

Tools of Change: Quake, Smoke Cloud. When he uses Smoke Cloud, after resolutions he may be given a MOVE at no cost.

The Essence of Anarchy Is Surprise: Outwit. Probability Control but only if you remove an action token from an opposing character not resolving an action first.

#022 Hitman

Guns Blazing: POWER: Make two range attacks.

#023 Wonder Woman

Tie Up: Super Strength. Incapacitate with a range of 6. When she uses Incapacitate and hits, you may also give an action token to a second opposing character with 1 or less action tokens adjacent to the target if the attack total is greater than its defense value.

Bullets and Bracelets: Invulnerability. Super Senses but only when targeted by a range attack.

Ambassador: Leadership. Perplex but she cannot target herself.

#024 Count Vertigo

The Vertigo Effect: Incapacitate. When he hits, also give an action token to up to two opposing characters that have zero action tokens and are adjacent to the target.

#025 Johnny Sorrow

Subspace Transfer: Phasing/Teleport, Passenger: 1.

Visage of Sorrow: Pulse Wave with a range of 10 and he deals 2 instead of any other damage.

#026 Nightshade

From the Land of Nightshades: Smoke Cloud. If an opposing character ends its turn occupying a hindering terrain marker placed by Nightshade, that character is dealt 2 damage.

#027 Firefly

Flamethrower: Energy Explosion. When he uses Energy Explosion, he may instead use it to target a single opposing character. If he does, after resolutions he may use Smoke Cloud at no cost but he must put the first hindering terrain marker in the same square that the target occupied at the time of the attack.

#028 Arkillo

Hungry for Battle: Charge, Flurry.

Outta My Face: Toughness. // Barrier with a range of 4 as FREE but only to place two blocking terrain markers.

#029 Per Degaton

I Will Watch You Die: Penetrating/Psychic Blast. Incapacitate as FREE if he has no action tokens.

Time Stealer: Outwit. Probability Control.

#030 Amon Sur

Self Preservation: Toughness. If Amon Sur has this power after he takes damage from an attack, after resolutions move him up to half his speed value, breaking away automatically.

#031 Captain Gordon

Summon the Bat: POWER: Choose a friendly character within 6 squares that has the [Batman Ally] team ability or the Gotham City keyword. Place the target in a square adjacent to Captain Gordon. The target can't be given an action until your next turn.

Cleaning Up Gotham: Enhancement. POWER: Outwit until your next turn, but only to choose standard powers.

#034 Robin

Batline: Charge, Leap/Climb. When Robin uses Charge, he can use Improved Movement: Elevated.

Tear Gas Grenade: Smoke Cloud. When Robin uses Smoke Cloud, after resolutions he may immediately use Incapacitate and Improved Targeting: Hindering at no cost, but only to attack a single opposing character occupying a hindering terrain marker he placed that turn.

#036 Zoom

I'LLMAAAKEYOUBETTTTERRR: Hypersonic Speed. When he uses it, he may use Flurry as no cost instead of the close attack.

#037 Element Lad

Transmute: At the beginning of your turn choose one of the following options: (1) Destroy up to two adjacent objects or squares of blocking terrain; or (2) one at a time, remove up to six hindering terrain markers, blocking terrain markers, and debris markers (in any combination) within 4 squares and line of fire at the time they are removed.

#038 The Penguin

Trick Umbrellas: Blades/Claws/Fangs, Smoke Cloud.

Information Broker: Leadership, Outwit.

#039 Cosmic King

Elemental Backlash: Barrier. When Cosmic King is hit by a close attack, the attacker is dealt 1 damage after the attack resolves.

#040 Doctor Destiny

Dream Manipulation: Mind Control with three targets.

#041 Frankenstein

The Monster's Steam Gun is a named power for Super Strength. It is not a special power.

#042 Ventriloquist

Scarface: Incapacitate. If he hits, he also deals 1 damage to the target.

#043 Calculator

In Contact with Calculator: Perplex. When he does, he may instead modify the same combat value (except damage) of all friendly characters within 6 squares by +1 or -1 until the beginning of your next turn.

Obsessive: Outwit. When he does, roll 2d6 and subtract the greatest number of characters on the opposing force that have a common keyword; if the result is 4 or less, at the end of your turn deal Calculator 1 damage.

#044 Yellow Lantern

Me Go for Ride! Whee!: Plasticity, Running Shot.

#045 Circe

Men Are Pigs: Mind Control, but hit targets deal 2 damage instead of normal damage when they attack.

Power Beyond Your Wildest Imaginings: Perplex. When she uses it, she may instead target both herself and a friendly character within 6 squares and line of fire. If she does, she modifies the same combat value on both characters by +1.

#047 Ultra-Humanite

Mental Might: Mind Control, Outwit, and Penetrating/Psychic Blast.

#048 Bizarro #1

Me Miss You: Any attack roll of doubles made by Bizarro (other than double 6s or double 1s) is considered to be double 5s. Bizarro can't use KNOCKBACK.

#049 Black Manta

Pirate: Perplex, but he can only target himself or characters that have the [Dolphin] symbol.

#050 Metron

The Price of Knowledge: Quake, Penetrating/Psychic Blast, and Pulse Wave. Immediately after resolutions of an action in which Metron uses any of these powers, roll a d6. *1-2:* deal Metron 1 unavoidable damage.

Mobius Chair: Outwit, Probability Control. Once per turn, choose: Leadership, Perplex, -or- Support. Mobius can use the chosen power until your next turn.

#051 Mad Hatter

Hypnotic Hats: Mind Control. If the Mad Hatter uses Mind Control and hits, until the end of the turn he and all friendly characters who can use the Batman Enemy team ability can consider that target character (for purposes of the team ability only) an adjacent friendly Batman Enemy team member.

#052 Batgirl

Trained by the Bat: Flurry, Leap/Climb.

#053 The Top

Whirling Gusts and Mental Centrifuge: Flurry, Force Blast, and Mind Control. When the Top uses Force Blast, roll 2d6 and divide the knock back result among all adjacent opposing characters (maximum 6 to any character).

#054 Despero

Psionics: Mind Control, Telekinesis.

Dangerous Game: Despero can use Penetrating/Psychic Blast. // **POWER:** Choose a target

opposing character within 6 squares and line of fire. Place the target in a square of clear terrain within 8 squares and line of fire.

Tyrant: Leadership, Outwit.

#055 Sabbac

Demon's Rage: Charge. When he does, he may also use Flurry, but he must target different characters with each attack.

Burning Strength: Energy Explosion, Super Strength.

#056 The Flash

Cosmic Treadmill: Hypersonic Speed. Phasing/Teleport, when he uses Phasing/Teleport, he has Passenger: 1.

Supersonic Punch: Quake as a close attack, but targets of the attack are not knocked back.

Fastest Man Alive: Energy Shield/Deflection, Super Senses.

#057 Saturn Queen

Mind Squeeze: Incapacitate. If she does and gives a second action token to an opposing character, immediately after resolutions, Saturn Queen may use Mind Control targeting that character at no cost.

#058 Chang Tzu

Malicious Experiment: Outwit, Perplex. When Chang Tzu uses Perplex, he may instead modify a combat value by -2.

#060 Superman Prime

Trait: Superman Prime has Passenger: 0.

I'm a Hero!: Charge. Flurry and he deals penetrating damage when he uses it.

Get out of My Way!: Quake, Super Strength.

Invincible: Reduce damage dealt to Superman Prime to 1.

Die, Already!: Close Combat Expert, Ranged Combat Expert.

#061 Clown Prince of Crime

The Joker's Wild! Before the Clown Prince of Crime is placed in your starting area, roll a d6 and turn his dial to the starting line indicated by the result. **1-2:** Crazy (red starting line). **3-4:** Lunatic (blue starting line). **5-6:** Maniacal (yellow starting line).

He's Escaped Again! The Clown Prince of Crime begins the game with four Arkham Asylum tokens. When the Clown Prince of Crime's dial is turned so that AA symbols appear, he is removed from the map and an Arkham Asylum token is given to the player who caused the dial to be turned. If the Clown Prince of Crime's player caused symbols to appear via pushing damage, the last player to damage him gets the Arkham Asylum token. If you still have at least one Arkham Asylum token at the beginning of your next turn, place the Clown Prince of Crime in your starting area (rolling to determine which starting line will be used). When the last Arkham Asylum token is given away, remove the Clown Prince of Crime from the game. Protected: Pulse Wave.

Collect Your Reward: At the end of the game, players receive 75 victory points for each Arkham Asylum token they were given. No points are otherwise rewarded for Clown Prince of Crime.

Last Laugh: Charge. Once per turn when the Clown Prince of Crime moves via a POWER or MOVE, he may make a close attack at no cost. After the attack resolves, he may continue to move automatically breaking away but he cannot target that character again this turn.

-If the additional close attack is made during Charge, you may still make the CLOSE at no cost granted by Charge.

Jokerfish: FREE: Place a Jokerfish token in an unoccupied adjacent square if there are fewer than four Jokerfish tokens on the map. At the beginning of your turn, if an opposing character is in the same square as, or adjacent to, a Jokerfish token, you may deal 1 damage to each opposing character in the same square as, or adjacent to, that Jokerfish token and then remove that token from the game. Remove all Jokerfish tokens from the map if the Clown Prince of Crime is removed from the map via the He's Escaped Again! Trait.

Killing Joke: Outwit, Incapacitate. When he uses Incapacitate as CLOSE, he may instead target all adjacent opposing characters. If he does, modify the

defense value of the targets by +1 for each opposing character (beyond the first) adjacent to him.

#099 Batman

From Among the Gargoyles: Charge, Leap/Climb. When Batman uses Stealth, lines of fire drawn to him when he occupies a square on the rim of elevated terrain are blocked.

Dark Knight: Flurry, Smoke Cloud. If Batman has no action tokens when he uses Smoke Cloud, he may use it an additional time as FREE.

#101 Crispus Allen

Vengeance Comes: Phasing/Teleport, Plasticity.

Your Powers Will Not Save You: Outwit. When he uses Outwit, he may instead choose all standard powers displayed on the dials of up to two adjacent opposing characters.

#102 Harvey Dent

Second Chance: Outwit, Willpower.

#103 Henchman

You'll Hafta Wear Some Silly Costumes: Henchman is a Wild Card.

Do Whatever You're Told to Do: Perplex, but only to target himself.

#104 Grodd

Giant Yellow Paws: Barrier, Force Blast, and Plasticity. If Grodd uses Force Blast, immediately after resolutions, Grodd can use Barrier at no cost, but he must place blocking terrain markers such that the line of fire from Grodd to the target character is blocked.

Weaponer's Ring: Barrier, Ranged Combat Expert, Super Strength, and Telekinesis.

Grodd's character card does not have a team symbol on it.

#105 Edward Nigma

A Man Reborn?: Enhancement, Mastermind. When an adjacent character would be given an action token, you may instead give it to Edward Nigma and roll a d6. **1:** deal 1 unavoidable damage to the adjacent character.

Hammer of Thor

#002 Kingpin

Criminal Mastermind: Super Senses, Mastermind. When he uses Mastermind, he may choose an adjacent friendly character with a point value of up to 125 points.

Hell's Kitchen is Mine: Leadership, Outwit.

#003 Hand Ninja

From the Shadows: If Hand Ninja occupies hindering terrain and has no action tokens, he has "FREE: make a close attack."

#004 Rock Troll

Minion: **We Follow the Strongest:** When a friendly character named Ulik is within 8 squares, Rock Troll has "Charge, modify attack +1."

#006 Pip the Troll

Space Gem: Phasing/Teleport. If Pip the Troll uses Phasing/Teleport and does not carry anyone you may instead place him in any square within line of fire that is adjacent to both a friendly and opposing character. If you do, after resolutions he may make a close attack at no cost.

#007 Marvel Boy

Telepathic Projection: Mind Control. If Marvel Boy hits with Mind Control, after resolutions, he may use Incapacitate at no cost to target the same character.

#008 Phalanx Soldier

Phalanx Hive Mind: When Phalanx Soldier attacks, modify its attack +1 for each other friendly character named Phalanx Soldier adjacent to it.

#009 Malekith

Fruit of the Faerie: Mind Control. When he uses it, he has Improved Targeting: Hindering, Elevated, Characters.

Lord of the Dark Elves: Penetrating/Psychic Blast, Pulse Wave. When Malekith uses Pulse Wave, he may choose to deal his printed damage value instead of any other damage. If he does, deal him 1 unavoidable damage after resolutions.

#011 Enchantress

Enchanting: Mind Control.

Devotion: Mastermind, Toughness.

#012 Valkyrie

Minion: **Today Is Not That Day:** When a friendly character with both the Asgardian and Deity keywords is within 8 squares, Valkyrie has, "Support. Passenger: 1 but only to carry characters that have the Asgardian keyword."

#014 Asgardian Warrior

Minion: **For Asgard!:** When a friendly character with both the Asgardian and Deity keywords is within 8 squares, Asgardian Warrior has, "Charge. Modify attack +1."

#015 Fire Demon

Minion: **March to Ragnarok!:** When a friendly character named Surtur or Ragnarok Surtur is within 8 squares, Fire Demon has, "Charge. Modify attack +1."

#016 Thor

Trait: Super Strength.

#017 Balder

Warrior of Light: Pulse Wave with a range of 6.

#018 Fandral

Warriors Three: Fandral modifies attack +1 for each friendly character on the map that has the Warriors Three keyword.

Fandral the Dashing: Flurry, Leap/Climb.

#019 Chase Stein

Leapfrog: Leap/Climb. // Passenger: 8, but only to carry characters with the Kid, Runaways or Teen keyword. Chase Stein can carry characters with the Runaways keyword regardless of their attack and speed symbols. Chase Stein's speed value is not modified by [Carry].

Flame: Energy Explosion with a range of 4.

#021 Ulik

Uru Knuckle Bands: Quake, Super Strength.

Strongest of All Rock Trolls: Reduce damage dealt to 1. Protected: Outwit, Pulse Wave.

#024 Namora

Trait: Namora also has the [Dolphin] symbol.

Team Player: Passenger: 2, but only to carry characters that share a keyword with her.

Electroytes to the Rescue: At the beginning of your turn, if Namora occupies water terrain, roll a d6. Heal her a number of clicks equal to half the result.

#025 Star-Lord

Galactic Marksman: RANGE: If Star-Lord targets a single character, modify attack +2. If he targets more than one opposing character, modify damage +2.

#026 Pluto

Soul Syphon: When a friendly character of 30 points or more is KO'd, Pluto may be placed in the square they occupied after resolutions. If he is, he may immediately use Regeneration at no cost.

#027 Moondragon

Dragon of the Moon: Moondragon has the [Giant] symbol. Blades/Claws/Fangs, Penetrating/Psychic Blast.

#030 Owl

360 Degree Vision: Perplex, but can only modify defense values.

#031 Ronan the Accuser

Ruler of the Empire: Adjacent friendly characters with the Kree keyword modify attack +1.

#032 Daredevil

Protector of Hell's Kitchen: Leap/Climb, Stealth. Lines of fire drawn by Daredevil are not blocked by Stealth.

#033 Sif

Odin's Enchantment: Phasing/Teleport. When she uses it, she has Passenger: 1 and her speed value is not modified by [Carry].

#034 Hogun

Warriors Three: Hogun modifies attack +1 for each friendly character on the map that has the Warriors Three keyword.

Hogun the Grim: When Hogun is given a costed action, for that action, modify damage +1 for each action token he has.

#036 Heimdall

Gjallerhorn: POWER: Choose a target friendly character that has the Asgardian keyword within line of fire. Place the target in an unoccupied square adjacent to Heimdall. A placed character can't be given an action until your next turn.

Sight to the Nine Worlds: PROTECTED: Charge, Running Shot, Hypersonic Speed. When Heimdall attacks, opposing characters can't use Shape Change. Lines of fire drawn by Heimdall are not blocked by Stealth.

#037 Songbird

Screaming Mimi: Running Shot, Force Blast.

Punch Through!: Barrier. Each time Songbird places a blocking terrain marker and before she places her next, remove all blocking terrain markers placed by other characters adjacent to the marker she placed.

#038 Venom

Trait: Leap/Climb

Venom has a Trait symbol on his base.

#039 Destroyer

Life-Force Possession: Friendly characters have "POWER: If no friendly characters have been given this same action this turn and this character is adjacent to Destroyer, deal this character 1 unavoidable damage. Then heal Destroyer 1 click and remove one action token from him."

#040 Captain America

Deflection Trajectory: Captain America's line of fire is blocked only by walls and indoor blocking terrain.

#043 Penance

612 Souls: Force Blast. When he is given a POWER to use Force Blast, he may target all adjacent opposing characters and make a separate roll for each -or- target a single character within 6 squares and line of fire.

Pain is My Power: When Penance takes damage from an attack made by an adjacent opposing character, after resolutions, deal the attacker 2 damage.

#044 Air-Walker

Air-Walker's character card has a red experience level.

#045 Karolina Dean

Get Behind Me!: Karolina Dean and adjacent friendly characters can use Energy Shield/Deflection.

#046 Fenris Wolf

Devourer of All That Remains: Fenris Wolf deals penetrating damage to characters with the Asgardian keyword.

#047 Nico Minoru

Staff of One: FREE: Choose a standard power that you didn't choose during your last turn. Nico can use that power until the beginning of your next turn.

#049 Ultron

Transfer Essence: Mind Control.

#050 Hela

Hand of Glory: Any doubles rolled for any attack roll made by Hela are a critical hit, even double 1s, which are not a critical miss.

From the Depths of Hel: Penetrating/Psychic Blast, Energy Explosion.

Touch of Life: When another friendly character would be KO'd you may roll 2d6. This roll can't be rerolled. On a result of 11 or 12, the character is turned to its last non-KO click. Then roll a d6 and heal that character a number of clicks equal to the result.

#051 Odin

Trait: Super Strength.

Odin's character card has a red experience level.

#052 Venus

All You Need Is Love: Incapacitate. When she uses Incapacitate as CLOSE, she may instead target all adjacent opposing characters.

#053 Seth

Snakeform: Seth has the [Giant] damage symbol. Battle Fury, Shape Change.

#054 Loki

Prince of Lies: Mastermind. When he uses it, he may choose any friendly character within 4 squares and line of fire.

God of Mischief: Outwit, Perplex.

#056 Surtur

Expendable Resources: At the beginning of your turn, you may KO any number of friendly characters that have both the Asgardian and Monster keywords. If you do, Surtur can use Exploit Weakness and modifies damage +1 for each character KO'd this way until the end of the turn.

#057 Thor and Loki

Trait: Invulnerability.

Hammer and Glamer: Running Shot, Shape Change.

Brawn and Brains: Super Strength, Perplex.

Might and Mischief: Battle Fury, Exploit Weakness.

Destruction and Deceit: Quake, Outwit.

Qualifying Name OR Qualifying Real Name

Thor - Thor Odinson or Donald Blake

Loki - Loki Laufeyson

#058 Gertrude Yorkes and Old Lace

Arsenic: Once per action when an opposing character moves into a square adjacent to Gertrude Yorkes and Old Lace, that character is immediately dealt 1 damage before it can make any attack.

Lend a Dino: If an adjacent friendly character makes a close attack against a single opposing target adjacent to Gertrude Yorkes and Old Lace, after resolutions, they may make a close attack against that target at no cost.

#059 Volstagg

Warriors Three: Volstagg modifies attack +1 for each other friendly character on the map with the Warriors Three keyword.

Volstagg the Enormous: Can't be knocked back.

Adjacent opposing characters get BREAKAWAY -1.

#060 Kurse

Relentless: Leap/Climb. If Kurse is within 2 squares and line of fire of an opposing character after a MOVE, place him adjacent to that character.

#061 Thor's Mighty Chariot

Trait: Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.) Passenger: 2. // At the beginning of your turn, Thor's Mighty Chariot may destroy any adjacent walls or blocking terrain.

Butting Heads: Force Blast. When Thor's Mighty Chariot uses Force Blast, the target is dealt knock back damage equal to the number of squares it is knocked back in addition to any other knock back damage.

Hooves and Horns: Blades/Claws/Fangs, but may choose to deal normal damage after rolling the d6.

Battle Forged: Defend, Impervious.

Drag: Thor's Mighty Chariot automatically breaks away. When Thor's Mighty Chariot is given a MOVE, you may choose an adjacent opposing character and roll a d6. **5-6:** After resolutions, place the chosen character adjacent to Thor's Mighty Chariot and deal the placed character 2 damage.

Qualifying Name OR Qualifying Real Name

Thor - Thor Odinson or Donald Blake

Toothgnasher - Toothgnasher

Toothgrinder - Toothgrinder

#099 Thorbuster

Asgardian Crystal: Toughness. PROTECTED:

Quake, Energy Explosion, Running Shot.

To Fight A God: Exploit Weakness. Modify damage +2, but only if attacking a character that has the Asgardian or Deity keyword.

#100 Thor, Frog of Thunder

Among the Weeds: Stealth. Lines of fire drawn to Thor, Frog of Thunder are blocked if he occupies water terrain.

Leader of the Frog and Alligator Army: At the beginning of your turn, each opposing character within 6 squares of Thor, Frog of Thunder is dealt 1 damage if they are adjacent to or occupy water terrain.

Body of a Frog: Shape Change, Exploit Weakness.

#101 Samantha Parrington

Minion: **Manipulated by the Gods:** When a friendly character that has the Deity keyword is within 8 squares of Samantha Parrington, costed actions given to Samantha Parrington do not count toward your action total for the turn.

Turn on Your Allies: Friendly characters modify damage +1 if they attack opposing characters that share the same team ability with them.

#103 Gharskygt

The Eternal Glory of Asgard: Perplex twice, but only to target the attack values of other friendly characters with the Asgardian keyword.

#104 Son of Surtur

Fan the Flames: At the beginning of your turn, roll a d6 for each opposing character adjacent to one or more friendly characters named Fire Demon. **5-6:** deal 1 damage to that opposing character.

#105 Thor, The Reigning

Odinsleep: At the beginning of your turn, put a Sleep token on this card. When there are three Sleep tokens on this card, Thor has "FREE: Remove all Sleep tokens and heal Thor, The Reigning 5 clicks." // Can't be moved or placed by other characters. Protected: Outwit, Pulse Wave.

Mjolnir Returned: Flight, Ranged Combat Expert.

#201 Ragnarok Surtur

Inferno: Poison. Damage dealt by Poison is penetrating damage.

Eternal Flame Ignited: POWER: If Ragnarok Surtur occupies an opponent's starting area, any other character within line of fire is dealt 1 unavoidable damage. If this places a second action token on Ragnarok Surtur, after resolutions, deal him 1 unavoidable damage.

Marvel HeroClix Classics 1

The following chart maps HeroClix Classic characters to their original printing. Please see the original character for any errata or clarifications

#1-01 Spider-Man: Secret Invasion #001

#1-02 Dr. Octopus: Secret Invasion #034

#1-03 Tombstone: Secret Invasion #003

#1-04 Iron Man: Secret Invasion #021

#1-05 Iron Fist: Secret Invasion #004

#1-06 Punisher: Secret Invasion #030

#1-07 Mr. Fantastic: Secret Invasion #101

#1-08 Invisible Woman: Secret Invasion #102

#1-09 Dr. Doom: Secret Invasion #105

#1-10 Human Torch: Secret Invasion #103

#1-11 The Thing: Secret Invasion #104

#1-12 Mole Man: Secret Invasion #031

The Brave and the Bold

#001 Bruce Wayne

Alter Ego: **Batman:** POWER: Replace this character with BB #016 Batman on its orange starting line.

#002 Clark Kent

Alter Ego: **Superman:** POWER: Replace this character with BB #017 Superman on its orange starting line.

#003 Diana Prince

Alter Ego: **Wonder Woman:** POWER: Replace this character with BB #018 Wonder Woman on its orange starting line.

#004 League Assassin

Minion: **Training from the Elite:** When a friendly character with the League of Assassins keyword and a higher point value is within 8 squares, League Assassin can use Exploit Weakness.

#005 Amazon

Minion: **Sisters United:** When a friendly character with the Amazon keyword and a higher point value is within 8 squares, Amazon can use Willpower and modifies attack +1.

#006 Checkmate Pawn (White)

Battlefield Promotion: When Checkmate Pawn (White) KO's or critical hits a character, after resolutions, you may replace this character with BB #007 Checkmate Knight (White) on its starting click.

#008 Parademon Grunt

Minion: **Hordes of Apokolips:** When a friendly character with the Apokolips keyword and a higher point value is within 8 squares, Parademon Grunt modifies attack and speed +1.

#009 The Atom and Hawkman

Big Target or Little Target: Toughness. When the Atom and Hawkman are targeted with an attack, the opponent chooses Super Senses or Invulnerability. The Atom and Hawkman use the chosen power instead of Toughness for that attack.

Qualifying Name OR Qualifying Real Name

The Atom - Ray Palmer
Hawkman - Carter Hall

#010 Jason Blood

Alter Ego: **Etrigan:** POWER: Replace this character with BB #039 Etrigan on its orange starting line.

#011 League Elite

Vital Strike: If League Elite's damage value is 5 or more when resolving a successful attack, deal 1 penetrating damage to the target after resolutions.

#013 Checkmate Pawn (Black)

Battlefield Promotion: When Checkmate Pawn (Black) KO's or critical hits a character, after resolutions, you may replace this character with #014 Checkmate Knight (Black) on its starting click.

#015 Parademon Drill Sergeant

Darkseid's Motivational Techniques: When an adjacent friendly character makes an attack, modify

that character's damage +1. If the attack roll misses all targets, deal the attacking character 1 unavoidable damage.

#018 Wonder Woman

Lasso Punch: POWER: Choose a target non-adjacent opposing character within 2 squares and line of fire. Place that character in a square of clear terrain adjacent to its current square and Wonder Woman. If you do, make a close attack against that character at no cost.

#019 Talia

Undercover: Wild cards can't choose Talia's team abilities.

#020 Damian Wayne

Son of the Bat: Exploit Weakness, Outwit.

#022 Cave Carson

The Mighty Mole: Phasing/Teleport. When Cave Carson uses it, he has Passenger: 1, and must place debris tokens into the squares where he begins and ends his movement. Cave Carson treats debris tokens as clear terrain for movement.

Cave-In: Quake but only if Cave Carson is grounded and is next to elevated terrain -or- he occupies or is adjacent to a square containing a debris token.

#023 Max Mercury

Speedforce Mentor: Perplex, but only to modify another character's speed +3.

#024 Mikron O'Jeneus

Trait: Passenger: 0

Unbelievable Weaponry: Once per game, FREE: KO an adjacent object. If you do, choose a standard attack power. Mikron O'Jeneus and up to two friendly adjacent characters can use that power until the beginning of your next turn.

#025 Goodness and Mercy

A Lesson Learned: Exploit Weakness, Willpower.

No Place for Mercy: Goodness and Mercy have the [Fist] attack symbol.

Qualifying Name OR Qualifying Real Name

Goodness - Granny Goodness
Mercy - Mercy

#026 The Sensei

Assassination as Art Form: Once per turn if an opposing character is KO'd by another friendly character that shares a keyword with The Sensei, that action does not count against your action total for the turn. After that action resolves, remove one action token from The Sensei.

Fault Line: POWER: Choose the row or column on the map occupied by The Sensei. Destroy all blocking terrain in that row or column as well as any walls that border 2 squares of that row or column. Deal 1 unavoidable damage to The Sensei and 1 damage to all characters that can't use [Flight] occupying that row or column.

#027 Phillipus

The Amazon General: Probability Control, but only to affect attack rolls. If Phillipus uses Probability Control and neither the attacking nor any defending characters have the Amazon keyword, after resolutions deal Phillipus 1 unavoidable damage.

Superior Strategy: Outwit but only to choose defense powers.

#029 Mademoiselle Marie

Improvise: When Mademoiselle Marie KO's an opposing character, put an Improvise token on her character card if she doesn't have one already. If an attack roll made by her misses, but is not a critical miss, you may remove an Improvise token to automatically hit instead.

#030 "The Parademon"

Motherbox Detonation: Pulse Wave with a range of 10. After resolutions, deal "The Parademon" 1 unavoidable damage.

#031 Brainiac

Shrink Ray: Incapacitate. If he hits with Incapacitate, modify the hit characters' speed and damage -2 and their defense +2 until the beginning of your next turn.

#032 Kryptonite Man

Superman's Bane: Characters within 8 squares of Kryptonite Man that have the [Superman Ally] team ability or are named "Superman" have Earthbound/Neutralized and damage dealt to them may not be reduced below 1. When these characters are given a costed action, modify their speed -3 for that action.

#033 Metallo

Kryptonite Core: Poison, Super Strength.

Malleability: Blades/Claws/Fangs, Plasticity, and Shape Change.

#034 Ra's al Ghul

Trait: OFF THE MAP ACTIVE - When Ra's al Ghul is KO'd, turn him to his last non-KO click and place him on his character card. At the beginning of your turn, you may heal Ra's al Ghul of 1 damage. After his starting click is revealed, you may place him in any starting area. Opponents receive victory points each time Ra's al Ghul is KO'd.

-Ra's al Ghul is not considered to be part of the game until he is placed back on the map. This means if all other friendly characters are KO'd while he is on his character card, the game ends and no additional points are scored for him.

#035 Power Girl

Trait: Super Strength.

Eyes Up Here, Soldier: Exploit Weakness, but can't target a character that can use Willpower or has the Robot keyword.

#036 Martian Manhunter

Trait: Shape Change, Phasing/Teleport.

Telepathic Invisibility: At the beginning of your turn, you may choose close attack or range attack. Martian Manhunter modifies defense +3 against the chosen type of attack until the beginning of your next turn.

#037 Extant

Aged or De-Aged: Incapacitate, and he also deals 1 damage if he hits with it.

Time and Space: Super Senses, Energy Shield/Deflection.

Multi-Dimensional Attack: When Extant damages a character with an attack, all other characters on the map with the exact same name are dealt the same amount of damage.

#038 Inertia

Slow Down: Opposing characters that are given a costed action within 6 squares of Inertia replace their speed values with half their printed speed value for that action.

#039 Etrigan

And Hellfire Burn: Energy Explosion. When Etrigan uses Energy Explosion, damage dealt is penetrating damage.

Of Rhyme or Reason: Perplex, Probability Control.

#040 Lex Luthor and Brainiac

Summon the Skullship: Lex Luthor and Brainiac has [Wing-Transporter] and Passenger: 12.

The Smartest Guys in the Room: Outwit. Lex Luthor and Brainiac may use the [Superman Enemy] team ability to gain an additional use of Outwit.

Qualifying Name OR Qualifying Real Name

Lex Luthor - Lex Luthor

Brainiac - Vril Dox

#041 Talia al Ghul

Seductress: Mind Control. When she uses it, if she targets an opposing character with the [Batman Ally] team ability or named "Batman," modify attack +2. After resolutions of that Mind Control, heal her 1 click.

You Can't Hurt the Thing You Love: Shape Change, Perplex. When using Perplex, she can only target herself or opposing characters.

#042 Robin

Leverage: Leap/Climb. When Robin makes a close attack against a single opposing character with a printed damage value of 3 or more, after resolutions, place the target in a square adjacent to Robin.

#043 Kid Zoom

Timeline Push: Incapacitate. When he uses it, he may instead use it as a close attack while using Hypersonic Speed.

Stop!: Other characters can't use Hypersonic Speed.

#044 Black Flash

The Slow Lightning: Phasing/Teleport. Black Flash modifies attack +2 if the target of his attack has a speed value greater than or equal to Black Flash.

Death Comes Swiftly: Poison. Characters that can use Hypersonic Speed are dealt 2 damage by this use of Poison.

#045 The Wizard Shazam!

Confined to the Rock: Earthbound/Neutralized. Can't

be carried -or- placed by Telekinesis.

View from Above: Enhancement, Probability Control. When he uses Probability Control, he may target a character anywhere on the map.

#046 Batman and Green Arrow

Trait: Sharpshooter.

From the Dark Alleys: Stealth. Lines of fire drawn by Batman and Green Arrow are not blocked by Stealth.

No Guns... Utility Belts and Trick Arrows: Incapacitate. If they hit with Incapacitate, after resolutions, they may use Smoke Cloud at no cost.

Qualifying Name OR Qualifying Real Name

Batman - Bruce Wayne

Green Arrow - Oliver Queen

#047 The Flashes

Into the Speed Force: POWER: Remove all objects and up to 300 points of other characters from the map. Place all removed objects back on the map and then place all removed characters on the map. Deal The Flashes 1 unavoidable damage.

Help from the Future: Probability Control.

Around the World in 80 Microseconds: Flurry. Before each attack while using Flurry, you may place The Flashes adjacent to any opposing character on the map if their entire base is adjacent to the target and occupies clear squares.

Qualifying Name OR Qualifying Real Name

The Flash - Barry Allen

The Flash - Wally West

#048 The Flash and Green Lantern

Who's Carrying Who Now?: Hypersonic Speed and have [Boot].

The Brave and the Bold: POWER: Telekinesis twice at no cost.

Two-Man Justice League: FREE: Choose a standard damage power that no other character on your force can use. The Flash and Green Lantern can use that power until the beginning of your next turn.

-This character has 8 range, two [targets].

Qualifying Name OR Qualifying Real Name

The Flash - Barry Allen
Green Lantern - Hal Jordan

#049 Superman and The Flash

Keeping Pace: Before any costed action, you may replace Superman and The Flash's speed value with the highest printed speed value among the characters on the map until that action is resolved. Use this ability only if you haven't chosen Superman or The Flash this game.

And the Winner is...: Once per game, when this power is first revealed, you must choose Superman or The Flash. For all other Special Powers for this character, only use the powers and name of the chosen character this game. This character has [Fist].
Protected: Outwit, Pulse Wave.

#049a The Flash

Speed: Hypersonic Speed, [Boot], Modify speed +2.

Defense: Super Senses.

Damage: Outwit.

#049b Superman

Speed: Charge, [Wing].

Defense: Invulnerability.

Damage: Enhancement. Modify damage +2.

Qualifying Name OR Qualifying Real Name

Superman - Clark Kent or Kal-El
The Flash - Barry Allen

#050 Fire and Ice

Freeze'r Burn: Barrier, Poison, and Toughness. When this character uses Poison, it may treat all opposing characters which ended the previous turn adjacent to one of Fire and Ice's blocking terrain markers as adjacent.

Qualifying Name OR Qualifying Real Name

Fire - Beatriz Bonilla da Costa
Ice - Tora Olafsdotter

#051 Green Lantern and Green Arrow

Must Help... My Sidekick... The Junkie!:

PROTECTED: Poison. Friendly characters do not take pushing damage if they can use Poison and are adjacent to Green Lantern and Green Arrow when the pushing

damage is applied.

Save More Than the Blue, Orange, and Purple

Skins: Whenever Green Lantern and Green Arrow use [Duo Attack] for range attacks, they may target more than one target with each attack and do not modify their damage because of [Duo Attack] for the second attack.

Helping the Underprivileged: Adjacent friendly characters of 30 points or less modify attack +1.

Qualifying Name OR Qualifying Real Name

Green Lantern - Hal Jordan
Green Arrow - Oliver Queen

#052 Blue Beetle and Booster Gold

Yes, I Guess I'll Carry You: Passenger: 0. When they use [Duo Attack] ability, they do not modify their damage because of [Duo Attack] for the second attack.

Super Buddies Forever: Adjacent friendly characters modify attack +1 if they share a keyword with Blue Beetle and Booster Gold or can use [Duo Attack].

My Gadget or Yours?: Energy Shield/Deflection, Toughness.

Qualifying Name OR Qualifying Real Name

Blue Beetle - Ted Kord
Booster Gold - Michael Jon Carter

#053 Harley Quinn and Poison Ivy

Toxic Immunity Serum: PROTECTED: Poison. Friendly characters within 6 squares have "PROTECTED: Poison."

Reclaiming the Land for Nature: Poison, Smoke Cloud. When hindering terrain markers placed by Harley Quinn and Poison Ivy are removed at the beginning of your turn, you may destroy one wall or square of blocking terrain adjacent to at least one of the markers.

Ladies' Choice: Toughness, Combat Reflexes.

Mayhem – Harley Style: Outwit, but when using it, roll a d6. **1:** this power has no effect. **2-3:** Choose one power. **4-6:** Choose two powers.

Qualifying Name OR Qualifying Real Name

Harley Quinn - Harleen Quinzel
Poison Ivy - Pamela Isley

#054 Mister Miracle and Oberon

No Chains Can Hold Me: Charge, Leap/Climb. When they use Charge, they automatically break away and have Improved Movement: Hindering, Characters.

Prison Break!: Friendly characters within 6 squares can move through squares adjacent to opposing characters, even if those characters can use Plasticity. BREAKAWAY +2.

“Your Head is My Jumping-Off Point!”: Friendly adjacent characters can use Telekinesis but only to target this character.

-“Your Head is My Jumping-Off Point!” allows Mister Miracle and Oberon to be TK’d via this power even though they are a multibase.

Qualifying Name OR Qualifying Real Name

Mister Miracle - Scott Free

Oberon - Oberon

#055 Shazam! and Black Adam

Reluctant Team-Up: When you build your force, choose 140 or 280 point cost. In both cases, each time you reveal your force at the beginning of a game choose the dark green starting line (Shazam!) or the light green starting line (Black Adam). If you chose 140 points, this character has [Fist] and is KO’d when the first red KO line is crossed. If you chose 280 points, this character is KO’d when the second red KO line is crossed.

Fury enough to Destroy Countries: Hypersonic Speed. If he can also use Close Combat Expert or Exploit Weakness, he can use that power at no cost instead of a close attack while using Hypersonic Speed.

Call Down the Lightning: Energy Explosion with a range value of 6. When they use Energy Explosion, increase damage dealt to all hit characters by 1.

Qualifying Name OR Qualifying Real Name

Shazam! - Billy Batson

Black Adam - Teth-Adam

#056 Black Hand

Drain the Spectrum: At the beginning of your turn, choose red, orange, yellow, green, light blue, blue, or purple. This turn, opposing characters within 8 squares of Black Hand displaying a power of the chosen color modify defense -2.

Avatar of the Black: Penetrating/ Psychic Blast. When an opposing character is KO’d within 4 squares of Black Hand, you may heal 1 click on any one friendly character within line of fire.

#057 Martian Manhunter

Power Levels Rising: Whenever an opposing character is KO’d within 4 squares of Martian Manhunter, you may heal Martian Manhunter 1 click.

Decaying Embrace: Plasticity, Phasing/Teleport. When an adjacent opposing character fails a break away roll, after resolutions, deal that character 1 damage.

#058 Kal-L

Power Levels Rising: When an opposing character is KO’d within 4 squares of Kal-L, you may heal Kal-L 1 click.

Fending Off Two Supermen: Flurry. For each character hit while using Flurry, after resolutions, Kal-L may use Force Blast at no cost targeting that character.

#059 Nekron

Terror of a Dark God: Pulse Wave with a range of 8. After resolutions, each hit character is knocked back 2 squares. This knock back can't be prevented.

The Blackest Night: When an opposing character is KO’d during your turn within 8 squares of Nekron, they are considered KO’d, but do not remove them from the map. Instead heal them 1 click. After resolutions, that character becomes friendly to your force and you may immediately assign them one action at no cost. Then it is removed from the map.

-When using The Blackest Night, if you opt not to give the figure the action, then the figure is removed immediately from the map.

#100 Batman and Catwoman

I Already Stole the Real One: At the beginning of the game, you may remove an object placed by an opponent from the map and place a standard light object in the same square.

Double Pounce: Leap/Climb. When Batman and Catwoman are given a MOVE, after resolutions, Batman and Catwoman may use [Duo Attack] at no cost.

Summon the Bat or Set the Trap: POWER: Choose a target character within 6 squares with the [Batman Ally] or the [Batman Enemy] Team ability. Place the target character in an adjacent square. If the target is friendly, it can't be given an action until your next turn.

Romantic Tension: Combat Reflexes, Willpower.

Qualifying Name OR Qualifying Real Name

Batman - Bruce Wayne

Catwoman - Selina Kyle

#102 Clark Kent

Investigative Reporting: POWER: Choose an opposing character within 6 squares. That character can't use Stealth and their combat values can't be modified this turn.

Blackest Night

#001 Mera

Trait: Mera also has [Dolphin].

Red Rage: When Mera takes damage from an attack targeting her, put one Rage Counter on this card. Modify damage +1 for each Rage Counter on this card. If Mera is healed, remove all Rage Counters from this card.

#002 Lex Luthor

Orange Greed: Outwit. If Luthor chooses a standard Speed, Attack, or Damage power an adjacent character can use that Luthor can't already use, Luthor can use that standard power until the beginning of your next turn.

#003 Scarecrow

Yellow Fear: Penetrating/Psychic Blast. KNOCKBACK.

#004 Green Lantern

Green Willpower: When a second action token is placed on Green Lantern, if he would take pushing damage, you may instead heal him 1 click.

#005 The Flash

Blue Hope: Perplex, but only to target other friendly characters.

#006 The Atom

Indigo Compassion: Support. When he uses it, his attack value becomes 12.

Marvel HeroClix Classics 2

2-07 Iron Man

Full Power: RANGE: If Iron Man targets and hits a single character, roll one d6 and deal the result instead of normal damage. After resolutions, deal Iron Man 2 unavoidable damage.

Jonah Hex

#001 Jonah Hex

Wanted Poster: At the beginning of the game, choose an opposing character. Modify attack value by +2 when attacking the chosen character.

Watchmen

#001 Rorschach

From the Gutters to the Rooftops: Leap/Climb, Stealth.

Never Compromise! Never Surrender!: Perplex, but only to target himself.

#002 Silk Spectre

Mom Taught Me Everything: Charge, Flurry, and Leap/Climb.

You're Such An...: RANGE: Make a range attack with a range of 6.

#003 Nite Owl

Goggles: Lines of fire drawn by Nite Owl are not blocked by Stealth.

Pocket Laser: Penetrating/Psychic Blast. When he uses it, he has a range of 8.

#004 Ozymandias

Smartest Man on Earth: Outwit. Outwit a second time as POWER.

#005 Dr. Manhattan

Trait: PROTECTED: Outwit.

Atomic Manipulation: Barrier, Penetrating/Psychic Blast, and Telekinesis.

That Didn't Kill Osterman...: Impervious. When he uses it and rolls a 3-4, you may reduce damage dealt to 0 and place Dr. Manhattan in your starting area.

Simultaneous Perception: Probability Control, Super Senses.

#007 Hooded Justice

Strongman: KNOCKBACK during close attacks.

#008 Captain Metropolis

We Have to Stand Together!: When Captain Metropolis is adjacent to a friendly character, modify the defense value of Captain Metropolis and all friendly characters adjacent to Captain Metropolis by +1.

Military Experience: Enhancement, Leadership.

#009 The Comedian

Cleaning Up the Waterfront: Charge, Flurry. If the Comedian uses Flurry in the same turn as Charge and targets the same character with both attacks, modify damage -1 for the second attack.

#010 Silk Spectre

Beauty and Brawn: Charge, Leap/Climb.

Always Surround Yourself with Good Men: Silk Spectre can replace her defense value with the printed defense value of an adjacent friendly character.

#011 Dr. Manhattan

Surrender to Me Personally: Incapacitate. When Dr. Manhattan hits a character while using Incapacitate, he deals the character 1 penetrating damage in addition to the normal effect.

#012 Nite Owl

Gliders and Respirators: [Flight], [Swim].

#013 Walter Kovacs

Leave Me Alone!: Stealth.

Alter Ego: **Rorschach:** POWER: Replace this character with a WM #001 Rorschach on its orange starting line.

I Read the Droppings of the City: At the beginning of your turn, choose a keyword an adjacent opposing character has. Until the beginning of your next turn, modify the attack value of Walter Kovacs or a character friendly to Walter Kovacs +1 when they attack a character that has the chosen keyword.

#014 Mask-Killer

Stalker: Charge, Flurry, and Stealth. When Mask-

Killer makes an attack using Charge but not using Flurry, the damage from the attack is penetrating damage.

#017 Knot Top

Switchblade: Blades/Claws/Fangs, Maximum result is 3.

Minion: **Mob Mentality:** When a friendly character with the Knot Top keyword and a higher point value is within 8 squares, modify attack +1.

#018 Moloch the Mystic

Compelling Command: Leadership. When Moloch rolls a 5-6, in addition to normal effects, choose a friendly character. That character can use Willpower this turn.

#019 Big Figure

Take a Dive for Me: When Big Figure uses Mastermind, he can choose an adjacent friendly character with a point value of 100 or less.

This Place is Gonna Explode!: During your opponent's turn, when a friendly character is KO'd, immediately after resolutions, a friendly character may make a close or range attack.

I Got the Dirt on Everyone: Outwit -or- Perplex.

#020 Larry and Mike

You Hold 'Em, I'll Hit 'Em: When Larry and Mike use [Duo Attack], they may use Probability Control.

Minion: **Henchmen:** When a friendly character with the Underworld team ability and a higher point value is within 8 squares, Larry and Mike can use Willpower and modify damage +1.

Qualifying Name OR Qualifying Real Name

Lackey Larry
Criminal Mike

#021 The Comedian and Nite Owl

This is Getting Heavy: When The Comedian and Nite Owl use [Duo Attack], after resolutions, roll a d6 and subtract 3. Place one action token on a number of adjacent opposing characters equal to or less than the result. These tokens do not deal pushing damage.

Qualifying Name OR Qualifying Real Name

The Comedian - Edward Blake
Nite Owl - Dan Dreierberg

#022 Silk Spectre and Dr Manhattan

You Will Return to Your Homes: After the resolution of an attack by Silk Spectre and Dr. Manhattan using [Duo Attack], you may place any target successfully hit by the attack in a square up to a number of squares away from Silk Spectre and Dr. Manhattan equal to their speed value.

Nice of You to Come on Patrol with Me...: When Silk Spectre and Dr. Manhattan use [Duo Attack], do not modify damage -1 for the second attack.

Atomic Fabrication: Barrier, Super Senses. They can use Barrier as FREE, but only to place two blocking terrain markers.

Qualifying Name OR Qualifying Real Name

Silk Spectre - Laurie Juspezyk
Dr Manhattan - Jon Osterman

#023 Ozymandias and Bubastis

Sacrificial Lynx: If an attack roll targeting Ozymandias and Bubastis doesn't exceed their defense value by 2 or more, reduce the damage dealt by the attack by 2.

Qualifying Name OR Qualifying Real Name

Ozymandias - Adrian Veidt
Bubastis - Bubastis

#024 Nite Owl and Rorschach

We Made a Good Team: When Nite Owl and Rorschach use [Duo Attack], modify attack +1 for each adjacent opposing character; damage from the second attack is penetrating damage.

Qualifying Name OR Qualifying Real Name

Nite Owl - Dan Dreiberger
Rorschach - Walter Kovacs

#025 Dr. Manhattan

Trait: When used as part of a force, Dr. Manhattan has [MULTIATTACK].

Calm the Crowd: After resolving any attack made by Dr. Manhattan against a character, place an action token on all other opposing characters adjacent to the target that have zero action tokens.

Clear the Skies: Penetrating/Psychic Blast. When he uses it, after resolutions, he may immediately use Pulse Wave at no cost. If he does, do not halve his range but only draw lines of fire to characters with [Wing],

[Wing-Transporter], [Giant] and [Colossal] symbols.

Atomic Disassembly: Invulnerability. // FREE: Remove all blocking terrain markers and hindering terrain markers from the map and roll a d6. **1-2:** KO the nearest 3 objects (including objects held by opposing characters). **3-4:** The nearest area of elevated terrain becomes grounded terrain until the end of the game. **5-6:** The nearest area of blocking terrain is destroyed.

#026 Jon Osterman: Dr. Manhattan

Get Away, All of You!: When used as part of a force, Dr. Manhattan has [MULTIATTACK].

-This figure has the [Watchmen] team symbol on his base.

Web of Spider-Man

#001 H.A.M.M.E.R. Agent

Minion: Chain of Command: When a friendly character with the H.A.M.M.E.R. keyword and a higher point value is within 8 squares, H.A.M.M.E.R. Agent modifies attack +1. If that character is named Norman Osborn or Iron Patriot, H.A.M.M.E.R. Agent modifies attack an additional +1.

#002 Symbiote

Minion: Strongest Host Dominates: When a friendly character named Carnage or Venom is within 8 squares, Symbiote can use Flurry.

#003 Researcher

Minion: Not an Idea Man: When a friendly character with the Scientist keyword and a higher point value is within 8 squares, Researcher can use Enhancement, but only to affect characters with the Scientist keyword.

#005 Code: Blue Officer

Minion: Serve and Protect: When a friendly character with the Police keyword and a higher point value is within 8 squares, Code: Blue Officer can use Willpower.

#007 Spider-Man

Spidey Sense: Super Senses, but succeeds on a result of 4-6.

Web: Web-Shooters: At the beginning of your turn, if Spider-Man has no action tokens, place a Web special terrain marker in a square within 6 squares and line of fire occupied by an opposing character.

#008 Peter Parker

Alter Ego: **Spider-Man:** POWER: Replace this character with a #007 Spider-Man or a #022 Spider-Man on its orange starting line.

#009 Venom

Trait: Venom can use Plasticity.

Web: **Web Tendrils:** Telekinesis, but only to target an opposing character. If he hits with Telekinesis, after resolutions, you may place a Web special terrain marker in the destination square.

#010 Eddie Brock

Alter Ego: **Venom:** POWER: Replace this character with a #009 Venom on its orange starting line.

Alter Ego: **Anti-Venom:** POWER: Replace this character with a #025 Anti-Venom on its orange starting line.

#012 Puma

The keyword "M.O.D.O.K.'s 11" is "MODOK's 11".

#014 Iron Man

Repulsors Upgraded: Force Blast as FREE.

#017 H.A.M.M.E.R. Elite Operative

Minion: **Upper Chain of Command:** When a friendly character with the H.A.M.M.E.R. keyword named Norman Osborn or Iron Patriot is within 8 squares, H.A.M.M.E.R. Elite Operative can use Stealth and modifies attack +2.

#018 Carnage

Symbiote Blade: When Carnage makes a close or range attack, you may roll a d6. If you do, deal damage equal to the result instead of normal damage.

Massacres Are My Specialty: Flurry, Plasticity, and Steal Energy.

Carnage has the "Maximum Carnage" keyword.

#019 Chameleon

Secret-Identity Hunter: Characters within line of fire can't use powers labeled "Alter Ego."

The Master of Disguise: Shape Change, but succeeds on a [4-6].

The keyword "M.O.D.O.K.'s 11" is "MODOK's 11".

#020 Firestar

Absorb and Re-Channel Radiation: When Firestar would take damage from Energy Explosion or Pulse Wave, instead she takes no damage. After resolutions, heal her 1 click and modify damage +1 until the end of your next turn. Protected: Pulse Wave.

#021 Lt. Marcus Stone

Getting the Job Done Right: Adjacent friendly characters with the Police keyword modify attack +1.

Limited Power Drainer: Outwit, but only to target a character within 4 squares and line of fire.

#022 Spider-Man

Back in Black: Leap/Climb, Stealth.

Web: **Web Cocoon:** Incapacitate with a range of 6. If he hits, you may place a Web special terrain marker in the target character's square.

#023 Norman Osborn

Unbalanced: At the beginning of the game, roll a d6. **3-4:** Put a Sanity token on this card. **5-6:** You may choose to put a Sanity token on this card.

Alter Ego: **Patriot or Goblin?:** POWER: If this card has a Sanity token, replace this character with a [WOS] #039 Iron Patriot. If this card does not have a Sanity token, replace this character with a [WOS] #058 Green Goblin instead. Begin the replacement on its orange starting line.

#024 Ben Reilly

Alter Ego: **Scarlet Spider:** POWER: Replace this character with a #040 Scarlet Spider on its orange starting line.

#025 Anti-Venom

Temporary Forced Cure: CLOSE: Make a close attack. If the target takes damage from this attack, it cannot use any powers on its dial until the end of your turn.

#026 Black Cat

Bad Luck Powers: Probability Control, but only during an opponent's turn. She can use it on each opponent's turn.

#027 X-23

Trigger Scent: At the beginning of the game, choose an opposing character. X-23 modifies attack +2 when attacking that character.

#028 Warpath

Knife Throw: Penetrating/Psychic Blast with a range of 6.

#029 Wolfsbane

Form of the Wolf: Combat Reflexes, Super Senses.

#030 Mary Jane Watson

The Greatest Ally of All: When a friendly character named Peter Parker or Spider-Man is within 8 squares, Mary Jane Watson can use the [Spider-Man] team ability.

#031 Daken

Muramasa Decapitation: Blades/Claws/Fangs. If he rolls a 6 for Blades/Claws/Fangs, the damage dealt is unavoidable damage.

#032 Vector

Kinetic Control: Telekinesis. Opposing characters within 3 squares may be placed by Vector with Telekinesis as if they were friendly characters. Opposing characters that are placed in this way may be dealt 1 damage after resolutions.

#035 J. Jonah Jameson

Spider-Man's a Menace!: Characters within line of fire with the Spider-Man team ability are not wild cards.

-The character using the Spider-Man team ability immediately stops using it (and any copied team abilities) when J. Jonah Jameson can draw a line of fire to it, even if that is in the middle of an action. Any effects that the copied team ability have already caused (such as an action not counting toward the allotted actions for the turn) would not be reversed.

#036 Vermin

Rat Army: Battle Fury. At the beginning of your turn, you may deal 1 damage to each opposing character that occupies hindering terrain and is within 2 squares.

#037 Scorpion

Tail Whip: Quake. When he uses Quake, he has Improved Targeting: Hindering, Characters and targets all opposing characters within 2 squares and line of fire.

#038 Noh-Varr

Traitor to All: At the beginning of your first turn, you may choose that Noh-Varr loses all keywords this game. If you do, modify attack +1 this game.

Transforming Gauntlet Gun: Energy Explosion, Penetrating/Psychic Blast, and Pulse Wave.

#040 Scarlet Spider

Pounce from Above: Leap/Climb. After he resolves a MOVE, he may make a close attack.

Web: **Impact Webbing:** Energy Explosion with a range of 6. For each character hit, you may place a Web special terrain marker in that character's square.

#041 Cardiac

Hang Glider: [Wing] symbol.

Pulse Staff: Energy Explosion. Each character that takes damage from this attack is knocked back 2 squares in addition to the damage clicked.

#042 Bullseye

I Never Miss: Characters targeted by Bullseye can't use Shape Change or Super Senses.

-I Never Miss is used before Shape Change can trigger.

Any Object A Weapon: If Bullseye hits with an attack using an object, after resolutions, deal 1 penetrating damage to his target.

#043 Wolverine

Continual Healing Factor: At the beginning of your turn, you may heal Wolverine 1 click.

Reluctant but Brutal Leader: Leadership. If Wolverine succeeds in his Leadership roll, you may also remove an action token from an adjacent friendly character with the X-Force keyword. If you do, deal that character 1 unavoidable damage.

#044 Rocket Racer

Ain't Nothing Goin' to Stop Me: Improved Movement: Hindering, Elevated, Outdoor Blocking

The keyword "M.O.D.O.K.'s 11" is "MODOK's 11".

#045 Solo

While Solo Lives, Terror Dies!: If Solo has no action tokens, Phasing/Teleport as POWER. If he does, after resolutions, he may make a range attack at no cost.

#046 Jackal

Clone Madness: Friendly characters modify attack +2 and damage +1 when attacking an opposing character under 300 points with their exact same name.

Clone Master: If two or more friendly characters adjacent to Jackal have the exact same name as one another, those characters can all use Shape Change.

#047 Nightcrawler

Extra-Dimensional Teleportation: Improved Movement: Hindering, Elevated, Blocking, Characters

Teleportation Evacuation: Hypersonic Speed, Stealth, and Passenger: 1. When Nightcrawler uses Hypersonic Speed, a target hit by a close attack may be placed adjacent to Nightcrawler after resolutions.

BAMF!: Super Senses. When he uses Super Senses to evade an attack, after resolutions, you may immediately move him up to half of his speed value.

#048 X-Ray

Intangible Energy Form: Takes a maximum of 1 damage from close attacks (at once).

#049 Groot

Plant Growth: If Groot occupies hindering or water terrain, he has, “FREE: heal Groot 1 click.”

Floral Colossus, Sprout!: Groot has the [Colossal] damage symbol, a range of 4, and can't be moved.

#050 Red Hulk

Major Earthquake: POWER: Make a close attack targeting all other character within 3 squares. Each character hit is dealt damage equal to 4 minus the number of squares it is from Red Hulk instead of normal damage. Characters who can use [Flight] automatically evade this attack.

#051 The Spot

Trans-Dimensional Spots: Flurry, Phasing/Teleport.

Out of the... Spots?: Once per turn, before The Spot is given a CLOSE, you may place him in any square within 6 squares and line of fire that's also adjacent to a wall, blocking terrain or is a grounded square next to elevated terrain.

The keyword “M.O.D.O.K.'s 11” is “MODOK's 11”.

#052 Morlun

Psychic Vampire: Steal Energy. When Morlun is healed using Steal Energy, you may place a Tracking token on the targeted character's character card.

Relentless Pursuit: POWER: You may place Morlun

in a square adjacent to an opposing character that has a Tracking token within line of fire. Then make a close attack against that character at no cost.

#054 Doctor Octopus

Sinister Mastermind: The Speed and Attack powers of adjacent friendly characters with the Sinister Syndicate team ability gain “Protected: Outwit.”

Four Arms and Four Eyes: Doctor Octopus can use Perplex four times during your turn, but only to target himself.

Tentacle Flurry: Flurry.

#055 Sandman

Sand Smother: Stealth, Plasticity. When an adjacent opposing character fails to break away, deal that character 1 unavoidable damage after resolutions.

#056 Mysterio

Mind-Numbing Gas: Opposing characters that occupy a square with a hindering terrain marker placed by Mysterio at the beginning or end of an action can't use Super Senses or Willpower until the end of that turn.

The Grand Reveal: POWER: Choose a single base friendly character. Mysterio and the chosen character are placed in each other's squares. Neither character can be given an action for the rest of this turn.

#057 Deadpool

Ridiculous Regeneration: When Deadpool would be dealt damage from an attack, roll a d6 instead. **1:** he takes that amount of damage plus 1. **2-3:** He takes the normal amount of damage. **4-5:** He takes 1 damage. **6:** He heals 1 click instead.

#058 Green Goblin

Pumpkin Bomb Barrage: Energy Explosion. When he uses it, he may instead use it with three targets and a range of 4.

Goblin Glider: Combat Reflexes, Toughness.

#059 Iron Man/War Machine

All-Out Assault: Once per game, DOUBLE POWER: Iron Man/War Machine have one target. Make up to 4 close and/or range attacks at no cost. An opposing character may only be targeted once during this action. After resolutions, deal Iron Man/War Machine 1 unavoidable damage.

Adaptive Response Armor: When Iron Man/War Machine uses [Duo Attack], they may choose Incapacitate, Penetrating/Psychic Blast, or Ranged Combat Expert and use that at no cost instead of one or both range attacks.

Qualifying Name OR Qualifying Real Name

Iron Man -- Tony Stark

War Machine -- James Rhodes

#060 Vapor

Gaseous State: Smoke Cloud. If she uses it, modify her defense value by +2 until the beginning of your next turn. When a hindering terrain marker placed by her is removed from the map, you may place her in that square.

#061 Spider-Hulk

Spider-Smash: Leap/Climb. If he ends a MOVE adjacent to three or more opposing characters, after resolutions, he can use Quake at no cost.

Roof Rip: If Spider-Hulk occupies elevated terrain, he has, "POWER: All elevated terrain and any higher level of elevated terrain completely contained within the same continuous border as Spider-Hulk becomes hindering terrain of one lower level. Deal each other character occupying an affected square 2 damage."

#062 Doppelganger

Replace the Spider: Exploit Weakness, but only to target characters named "Spider-Man" or characters with the Spider-Man team ability. When he does, the target can't use team abilities and the attack can't be evaded.

Twisted Clone: Combat Reflexes, Leap/Climb.

Minion: **Mindless Pawn:** Once per turn, if Doppelganger has exactly one action token, you may give a POWER to a friendly character with a higher point value within 8 squares. If you do, you may give Doppelganger any action at no cost.

Doppelganger has the "Maximum Carnage" keyword.

#063 Bombastic Bag-Man

Kick Me!: When Bombastic Bag-Man takes damage from an attack, after resolutions, deal the attacker penetrating damage equal to the damage clicked by Bombastic Bag-Man. Bombastic Bag-Man can't be healed except by the Fantastic Four team ability.

#064 Cosmic Spider-Man

Uni-Vision: Cosmic Spider-Man's line of fire is never blocked.

Psychic Webbing: Incapacitate. If he uses Incapacitate and hits, after resolutions, he may target one of the characters hit with Telekinesis at no cost, but only to place that character.

Enigma Force Blast: Force Blast. When he uses it, after resolutions, he may use Ranged Combat Expert at no cost to target the same character.

#100 Spider-Man

Web Swing Through the City: Leap/Climb. Once per turn, if Spider-Man has no action tokens, he can be given a MOVE as FREE, if he ends his movement occupying a square of elevated terrain on the rim.

Web: **First Webs:** Spider-Man has a range of 6. If he hits with any attack, you may place a Web special terrain marker in his target's square after resolutions.

#101 Venom

Web: **Invasive Organic Webbing:** Penetrating/Psychic Blast with a range of 6. If he hits, you may place a Web special terrain marker in his target's square after resolutions.

#102 Night Nurse

Protected Convalescence: Support. When Night Nurse uses Support, after resolutions, modify her target's defense +1 until the beginning of your next turn.

#103 Toxin

New Symbiote: Plasticity, Shape Change.

#104 Daken

Smell Through Disguise: Opposing characters within 6 squares can't use Shape Change.

Backstab: Modify damage +1 for each action token on the target of his attack.

#105 " The Burglar "

Ambush the Innocent: "The Burglar" modifies attack and damage +2 when attacking a character with a lower point cost.

-Clicks 2 and 4 have a defense value of 16. Click 6 has a defense value of 15.

Brightest Day

#001 Martian Manhunter

Detective of the Dead: If an opposing character is KO'd during your turn, Martian Manhunter can use Exploit Weakness, Outwit, and Probability Control until the beginning of your next turn.

#002 Firestorm

Fight for Control: At the beginning of your turn, if Firestorm has no action tokens, you may roll a d6. **1-3:** Penetrating/Psychic Blast. **4-6:** Perplex. He can use the result until he begins your turn with no action tokens.

Restructure: POWER: You may destroy up to three wall segments and/or squares of blocking terrain within his line of fire.

#003 Deadman

White Rebirth: Support, Telekinesis.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

Summon the White: POWER: Any number of friendly characters with the Brightest Day and/or White Lantern Corps keywords may be placed adjacent to him. Those characters can't be given actions until your next turn.

#004 Hawkgirl

Master Aerial Combatant: When Hawkgirl attacks a character who can use [Flight], modify attack and damage +1 until the end of your turn.

#005 Captain Boomerang

Boomerang's Path: POWER: Improved Targeting: Characters. Choose up to 6 different squares within line of fire. Each square must be different, adjacent to the previously chosen square, and the first and last squares chosen must be adjacent to this character. Make a range attack and compare the result to each opposing character occupying a chosen square. Opposing characters that occupy these squares become targets of this attack. Each character hit this way is dealt 2 damage instead of normal damage.

#006 Aquaman

The Undead Sea: When another friendly character with the Atlantis keyword is KO'd, deal 2 damage to each opposing character that dealt damage to that character this turn.

Tentacle Whip: When Aquaman occupies water terrain, he has a range of 8 and his line of fire to other characters occupying water terrain is never blocked.

#007 Osiris

Quest for Black Adam: Once per game, when Osiris hits with a critical hit that hasn't been re-rolled, after resolutions, modify his combat values +1 for the rest of the game.

DC 75th Anniversary

#001 Easy Company Soldier

Minion: **Commanding Officer:** When a friendly character with the Soldier keyword and point value of 50 or higher is within 8 squares, Easy Company Soldier can use Running Shot and modifies attack +1.

#003 Dominator

Minion: **Lower Caste:** When a friendly character named Ruling-Caste Dominator is within 8 squares, Dominator can use Outwit as POWER.

#004 Gorilla City Warrior

Minion: **Solovar or Grodd?:** When a friendly character named Solovar is within 8 squares, Gorilla City Warrior can use Incapacitate with a range value of 8 and two targets. When friendly character named Grodd or Gorilla Grodd is within 8 squares, Gorilla City Warrior can use Penetrating/Psychic Blast with a range value of 4.

#005 Deadshot

Time to Set-Up the Shot: If Deadshot has no action tokens and occupies hindering terrain, he can use Ranged Combat Expert and deals penetrating damage with that attack.

#007 Ice

Freeze in Place: Incapacitate. If she hits with Incapacitate, hit characters gain Immobile until the beginning of your next turn.

#009 Bart Allen

A Different Kind of Speedster: POWER: Improved Movement: Hindering, Characters. Move, then make a close attack, then move up to 'your speed value minus the number of squares just moved'. Protected: Outwit.

#011 Mr. Terrific

Fair Play: Each time an opposing character targets Mr. Terrific or an adjacent friendly character with Outwit, after resolutions, Mr. Terrific can use Outwit at no cost. When he does, he cannot choose Outwit or any Special Power that grants Outwit.

#012 The Atom

Radiation Absorption: Energy Shield/Deflection, Toughness.

#014-016 Beast Boy

Morph: **Beast Boy:** MOVE: This action does not deal pushing damage. After resolutions, replace this character with any character with this trait but a different collector's number on the same click number.

#017 Sgt. Rock

The Rock of Easy Co.: Friendly characters under 50 points, with the Soldier keyword, and within 8 squares can use Willpower.

#018 Queen Aga'po

Paralyzing Love: Mind Control. If she hits with Mind Control, you may give her target an action token after resolutions.

Love Never Hurts: Friendly characters with the Star Sapphires keyword take no damage when using Mind Control to control characters less than 200 total points.

-The Violet Lanterns keyword is Star Sapphires.

#019 Ruling-Caste Dominator

Planning the Invasion!: Other friendly characters within 8 squares and with the Cosmic keyword modify range +2.

The name of this figure should read as "Ruling-Caste Dominator" on the base.

#021 Warlord

.44 Auto-Mag: Range value of 6.

#022 Nightmaster

Mystical Guardian: Nightmaster deals penetrating damage to characters with the Mystical keyword.

#023 Osiris

A Brother's Rage: If a friendly character named Isis has been KO'd this game, modify Osiris's combat values +1 for the rest of the game.

#024 Detective Chimp

No One Touches the Monkey: Leap/Climb, Super Senses.

Occult Investigator: Perplex. If he targets another character with the Mystical keyword with Perplex, he may instead modify any combat value +2 or -2 except damage.

#025 Sargon The Sorcerer

Illusionary Swap: Smoke Cloud. When he uses it, after resolutions, he may exchange any two heavy or light objects in the game with each other, as long as one of the objects occupies or is being held by a character who occupies the same square as one of the hindering terrain markers he placed. If a chosen object was held, the replaced object is held.

#026 Superboy

Conflicted Parentage: At the beginning of your turn, once per game, choose Truth or Lies. If you choose Truth, Superboy can use Willpower. If you choose Lies, Superboy can use Exploit Weakness. He can use these powers for the rest of the game.

#027 Ocean Master

Son of the Sorcerer: Probability Control, but only when Ocean Master occupies water terrain.

Mystical Linked Trident: Blades/Claws/Fangs when given a CLOSE or RANGE. When he rolls a d6 for Blades/Claws/Fangs, on a result of 1 or 2, deal him 1 unavoidable damage after resolutions.

#029 Aquaman

Sea Life Telepathy: Mind Control. If he uses Mind Control targeting a character with the Atlantis keyword, modify attack +3.

Rise From the Deep: When Aquaman occupies water terrain he has, "POWER: Place him in any square of water terrain within his speed value, and then make a close attack."

#030 Wonder Woman

Lasso of Truth: When Wonder Woman hits a character with two action tokens, all damage dealt to that character this turn is penetrating damage.

#031 Batman

Smoke Cloud Maneuver: At the beginning of your turn, if Batman has no action tokens, he can use Smoke Cloud as FREE until the beginning of his next turn. If he does and places at least 4 hindering terrain markers, after resolutions, he and one friendly character named "Robin" may move up to 2 squares.

Paracape: [Flight].

#033 Isis

A Sister's Grief: If a friendly character named Osiris has been KO'd this game, modify Isis's combat values +1 for the rest of the game.

Spinning Invocation: Quake, but deals 3 damage instead of 2 when targeting more than one character.

#034 Black Alice

Magical Thievery: Outwit. If she chooses a standard power displayed on the dial of a character with the Mystical keyword that she can't already use, she can use that standard power until the beginning of your next turn.

#035 Ragdoll

I'm Not the Funny Kind of Clown: When Ragdoll is adjacent to a friendly character named "The Parademon", modify both their attack +1.

Won't Let Go: When an opposing character adjacent to Ragdoll is given a MOVE or POWER, after resolutions, you may place Ragdoll adjacent to that character.

#036 Animal Man

Animal Template: At the beginning of your turn, choose a standard attack power, standard speed power, or keyphrase ability that another character within 8 squares and with the animal keyword can use. Animal Man can use that power or ability until the beginning of your next turn if he can't already.

Deus Ex Machina: Once during your turn, you may force an opposing character to reroll a roll.

#038 Kyle Rayner

The Artist: If Kyle Rayner has no action tokens, he can use Telekinesis as FREE but only to place friendly characters.

#039 Guy Gardner

The Antagonist: When Guy Gardner has no action

tokens, he can use Close Combat Expert.

#040 Saint Walker

Instill Hope: When a friendly character within 6 squares and line of fire makes an attack roll that misses by exactly 1, you may reroll that roll if you haven't already.

Charge Up: Perplex. When he uses Perplex and targets a character with the Green Lantern Corps he may instead modify any combat value by +2 except damage.

#041 Indigo-1

Show Compassion: When any character on the map under 100 points and without the Robot keyword is healed, increase the healing by 1.

Recharge With Other's Light: When Indigo-1 is targeted by an opponent's range attack, remove an action token from her.

#042 Atrocitus

Burn Through Defenses: When Atrocitus attacks a character that can use Impervious, this turn that character uses Invulnerability instead. When Atrocitus attacks a character that can use Invulnerability, this turn that character uses Toughness instead.

Ever Growing Rage: Once per turn, when Atrocitus hits with an attack, after resolutions, he may move up to 1 square with Improved Movement: Characters, and attack an opposing character he hasn't targeted this turn.

#043 Larfleeze

Orange Constructs: Orange Construct objects are objects that can't be picked up and are removed from the game if Larfleeze is KO'd. When Larfleeze is moved, after resolutions you may move any or all Orange Construct objects an equal amount. Larfleeze considers characters adjacent to or in the same square as an Orange Construct object to be adjacent to Larfleeze for Poison and close attack purposes.

Orange Lackeys: When Larfleeze would be dealt damage, you may deal up to 3 of the damage to a single adjacent Orange Construct object and then remove it from the map.

Summon the Orange Lantern Corps: FREE: Place an Orange Construct object on the map within 6 squares and line of fire. If there are already two or more of these objects on the map, this is a POWER instead.

-When Orange Construct objects are moved with the Orange Constructs trait, they move as characters with the [Boot] symbol for terrain purposes.

#044 Mongul

Dimensional InversionCube: Phasing/Teleport. Opposing characters that use Phasing/Teleport are dealt 1 unavoidable damage after resolutions.

Eight Yellow Power Rings: Penetrating/Psychic Blast, Telekinesis.

Fight For Leadership: Leadership. When rolling for Leadership, if he rolls a 6, in addition, you may remove one action token from a character with the Sinestro Corps keyword. If he rolls a 1, deal 1 unavoidable damage to any character on the map with the Sinestro Corps keyword.

#045 Scar

Undead Guardian of the Black: When a friendly character would use Steal Energy to heal, instead heal any character on the map 1 click.

Book of the Black: Probability Control. Once per turn, Scar can also force an opposing character who rolls a d6 for Regeneration to reroll that roll.

#046 John Stewart

The Architect: If John Stewart has no action tokens, he can use Barrier as FREE until the beginning of his next turn, but only places 2 blocking terrain markers.

Sturdy Constructs: John Stewart and adjacent friendly characters can use Energy Shield/Deflection.

#047 Carol Ferris

The Adored: Once during your turn, if a friendly character named Green Lantern or Hal Jordan is adjacent to her, Carol Ferris can use Support targeting that character, even if that character is adjacent to an opposing character.

Conversion Crystal: Incapacitate. If she uses it and hits a target with a point value less than 100, she can give that target two action tokens instead of one.

-The Violet Lanterns keyword is Star Sapphires.

#049 Green Lantern

Light the Danger: Lines of fire drawn by Green Lantern are not blocked by Stealth. When a character takes damage from his attack, that character can't use Stealth this turn.

The Green Flame: Incapacitate, Penetrating/Psychic Blast, and Telekinesis.

#050 Superman

Leap Tall Buildings: Leap/Climb. When he uses Leap/Climb, if he began movement on elevated terrain and ends it on grounded terrain, after resolutions he may make a close attack.

Heroic Inspiration: Leadership. If he rolls a 6, in addition to the normal effects, you may remove an action token from him.

#051 Wonder Woman

Cavalry Charge!: Charge. When she uses Charge, she has Improved Movement: Characters, Hindering. After resolutions, any number of adjacent opposing characters may be knocked back two squares.

#052 Batman

Rooftop to Rooftop: Leap/Climb. Once per turn, if Batman has no action tokens, he can be given a MOVE as FREE if he ends that movement occupying a square of elevated terrain on the rim.

I Used Guns...Once: Range value of 8.

#053 Hal Jordan

The Aviator: If Hal Jordan was given a MOVE this turn, other friendly characters can use [Flight] this turn when they are within 8 squares and line of fire of Hal Jordan.

One-Man Justice League: FREE: Choose a standard attack power that no other character on your force can use. Hal Jordan can use that power until the beginning of your next turn.

#054 Barry Allen

Around the World: Flurry. Before each attack while using Flurry, you may place Barry Allen adjacent to an opposing character on the map.

#055 Beast Boy

Morph: Beast Boy: MOVE: This action deals no pushing damage. After resolutions, replace this character with any character with this trait but a different collector's number on the same click number.

Tiny Little Arms: Passenger: 0

CHOMP!: CLOSE: He may target up to three characters with a single close attack and divide the damage dealt between each character hit. When he targets at least two characters in this way, he may reroll his attack roll once.

#056 Doomsday

The Death of Superman: At the beginning of the game, choose an opposing character. Doomsday deals penetrating damage to that character this game. If the chosen character is named "Superman" or has the [Superman Ally] team ability, modify damage +1 when attacking that character.

Reactive Adaptation: When Doomsday is attacked, modify defense +1 for each other time he was attacked this turn.

#057 Bane

The Breaking of the Bat: When using Outwit, lines of fire drawn by Bane are not blocked by Stealth. If he uses Outwit to target a character named "Batman" or a character with the [Batman Ally] team ability, he may choose a second power on that character.

Photographic Memory: Outwit. If he uses Outwit targeting the same character he used Outwit to target during your last turn, modify that character's defense -1 until the beginning of your next turn.

Venom Pump: FREE: Choose 1, 2 or 3. Modify Bane's attack and damage by that amount this turn. At the end of this turn, deal him that much unavoidable damage.

#058 Ares

Wonder Woman's Bane: Characters using Charge or Running Shot to attack Ares modify their damage -1. If that character is named "Wonder Woman" or has the Amazon keyword, modify their damage by an additional -1.

Everyone Must Fight: At the end of each opposing player's turn, deal one penetrating damage to each character that player controls within 4 squares of Ares that didn't make an attack this turn.

#059 Wonder Twins

Wonder Twin Powers, Activate!: FREE: For each Wonder Twin you may choose one form listed below. This character can use the powers and has the combat symbols and values associated with those forms until the next time you choose forms.

ZAN

Glacier = Barrier

Waterfall = Phasing/Teleport

Mist = Smoke Cloud

Ice Cage = Incapacitate

Bucket of Water = If none are on the map, this character has, "FREE: Place a Bucket of Water special object adjacent to the Wonder Twins."

JAYNA

Rhino = Charge, Quake

Kangaroo = Flurry, Leap/Climb

Giraffe = [Giant], a range value of 4

Gorilla = Plasticity, Super Strength

Eagle = [Wing], Blades/Claws/Fangs

#060 Sinestro

The Antagonist: Perplex, but only to modify a defense value by -2.

Paralyzing Fear: Willpower. When an opposing character takes damage from Sinestro's attack, you may give that character an action token after resolutions.

#100 Sinestro

White Sword: Blades/Claws/Fangs. When he rolls a d6 for Blades/Claws/Fangs, on a result of 5 or 6, you may heal him 1 click after resolutions.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

-Sinestro does not have a Trait symbol on his base.

#101 Grodd

My Mind is Stronger: PROTECTED:

Penetrating/Psychic Blast. Opposing characters cannot use Telekinesis to place Grodd. Grodd cannot be attacked by characters that are Mind Controlled.

#102 Gleek

What's the Monkey Doing Here? I'm So

Confused...: Unless you control a character named "Wonder Twins", at the beginning of each opponent's turn, that opponent may modify a single combat value of any character by +1 or -1 until the end of that turn.

#103 Troia

Unfamiliar Energies: Hypersonic Speed, but only to make close attacks.

Photonic Tie Up: Energy Explosion. When she uses Energy Explosion, each opposing character who takes damage may be given an action token after resolution.

#104 Impulse

Speed Force Duplicate: Change. In addition to the normal effects, if he is the only target of the attack, on a roll of 5 or 6 he may be immediately placed in a square adjacent to the character that targeted him.

#105 Icemaiden

The name of this figure should read as "Icemaiden" on the base.

#W01 Ice

White Freeze: Incapacitate. When she uses it, after resolutions, you may roll a d6. **5-6:** heal her 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#W02 Bart Allen

White Sprint: Hypersonic Speed. When he uses it, after resolutions, you may roll a d6. **5-6:** heal him 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#W03 Donna Troy

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

White Prophecy: Probability Control. When she uses it, if one or more of the dice in the final roll is a 6, after resolutions, heal her 1 click.

#W04 Hal Jordan

Uniter of All Corps: When you build your force, you may choose a keyword with "Lantern" in the name or Star Sapphires or Indigo Tribe or Sinestro Corps. Hal Jordan has that keyword this game in addition to his other keywords.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

Leader of the White Lanterns: Leadership. When he rolls a d6 for Leadership, on a result of 5 or 6, after resolutions, you may heal him 1 click.

-Hal Jordan has a Trait symbol on his base.

#W05 Animal Man

Connected to All Life Now: At the beginning of your turn, you may choose a standard power and/or a keyphrase ability a single friendly character within 8 squares and with a lower point value can use. Animal Man can use that power and/or that ability until the beginning of your next turn.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

White Senses: Super Senses. When he rolls for Super Senses, on a result of 5 or 6, after resolutions, heal him 1 click.

#W06 Superman

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

White Invincibility: Impervious. When he rolls for Impervious, on a result of 5 or 6, after resolutions heal him 1 click.

#W07 Flash

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

White Blur: Shape Change. When he rolls a d6 for Shape Change, on a result of 5 or 6, after resolutions heal him 1 click.

#W08 Wonder Woman

White Rush: Charge. When she is given an action to use Charge, after resolutions, you may roll a d6. **5-6:** heal her 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

-Wonder Woman has a speed value of 6 on click #10.

#W09 Superboy

White Blast: Force Blast. When he rolls a d6 for Force Blast, on a result of 5 or 6, after resolutions, heal him 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#W10 Green Arrow

White Flight: Running Shot. When he uses it, after resolutions, you may roll a d6. **5-6:** heal him 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

Giant-Size X-Men

#001 Madrox

The Multiple Man: When Madrox takes damage from an opposing character's attack but is not KO'd, roll a d6. **5-6:** You may place a [GSX] Madrox or [GSX] Jamie Madrox on the same click number on the map adjacent to this character.

The More the Merrier: Flurry, but only if another friendly character whose name includes "Madrox" or "Multiple Man" is adjacent to the target of his first attack using Flurry.

#002 Purifier

Minion: **Fanatics:** If a friendly character named William Stryker is within 8 squares, Purifier can use Willpower and modifies attack +2.

#004 Hellfire Club Guard

Minion: **True Pawns:** If a friendly character of a higher point value with the Hellfire Club keyword is within 8 squares, that character can use Mastermind if they can't already, but only to choose characters with the Hellfire Club keyword.

#008 Cyclops

The X-Leader: Leadership. When any friendly character uses the X-Men team ability, heal 2 clicks instead of 1.

Concussive Blast: Force Blast. When he uses Force Blast, after resolutions, if his target's defense value is 16 or less, deal damage to his target equal to half of his d6 roll for Force Blast.

#009 Wolverine

Healing Factor: At the beginning of your turn, you may heal Wolverine 1 click.

#010 Beast

Leaps and Bounds: Leap/Climb, Super Senses.

#012 Cypher

Crack Enemy Communications: At the beginning of the game, choose a team ability that an opposing character can use that isn't a Wild Card team ability or an Uncopyable team ability. Friendly characters can use that team ability this game in addition to their other team abilities as long as Cypher is on the map.

-The choice for the Thunderbolts additional team ability is always made before the choice for Crack Enemy Communications. If Cypher chooses the Thunderbolts team ability, he uses the team ability which has been chosen by the player using Thunderbolts.

#015 Tabitha Smith

Timebomb: POWER: Place up to two hindering terrain markers in non-adjacent squares within range and line of fire. At the beginning of your next turn, remove them from the game and deal 2 damage to each character occupying one of those squares and 1 damage to each other character adjacent to one or more of those squares.

#016 Aaron Stack

Extendable Body Parts: Range value equal to his click number, and two targets.

#017 Domino

Lucky Shot: When she makes a critical hit, Domino increases the damage dealt by 3 instead of 1.

#018 Caliban

Mutant Tracker: Charge. If he hits a character with the Brotherhood of Mutants or X-Men keyword or team ability with a close attack, after resolutions, you may remove an action token from Caliban.

The keyword "Horsemen of the Apocalypse" is "Horsemen of Apocalypse".

#019 William Stryker

Mutants are the Enemy: Characters can't use the Brotherhood of Mutants or X-Men team abilities.

Playing to the Crowd: Modify William Stryker's attack value by the number of adjacent characters named "Purifier". If the target of his attack has the Brotherhood of Mutants or X-Men keyword or team ability, modify his damage value by the same amount.

#020 Harry Leland

Mass Increase: Opposing characters within 4 squares of Harry Leland can't be given actions to use Charge, Running Shot, or Hypersonic Speed and halve their speed values when given a MOVE.

Gravitational Focus: Incapacitate with a range value of 4. If he hits with Incapacitate, his target can move a maximum of 1 square until your next turn.

#021 Tarot

Major Arcana: Once during your turn, you may roll 2d6 that can't be rerolled. Based on the result, Tarot can use the corresponding power below until she makes this roll again.

2-3: DEATH. POWER: Make a close attack targeting each opposing character within 3 squares. If she hits, roll a d6 and subtract 1. Each character hit is dealt that much damage.

4-5: HERMIT. Poison. Barrier with a range value of 3.

6-8: HIGH PRIESTESS. Defend, Probability Control.

9-10: FOOL. Leap/Climb, Perplex.

11-12 = DEVIL. Tarot deals penetrating damage. At the beginning of your turn, deal 1 damage to each opposing character within 3 squares.

#022 Cannonball

Blast Field: When Cannonball uses Charge or [Move and Attack] and moves at least 1 square, he can use Impervious until your next turn.

#023 Psylocke

Psycho-Blast: Penetrating/Psychic Blast with a range

of 6.

Psychic Knife: Blades/Claws/Fangs, Exploit Weakness. When she rolls a d6 for Blades/Claws/Fangs, on a result of 1 or 2, give her target an action token in addition to the normal effects.

#024 Gideon

Wild Genetic Template: FREE: Choose a standard power displayed on the dial of another character within 5 squares. Roll a d6. If the number of squares to the character is less than the result, Gideon can use that power and has that character's range value until your next turn.

#025 Elixir

Healing Touch: Support. When he uses Support and his target is healed, also heal 1 click on each friendly character adjacent to Elixir that was not the target of Support.

#026 Leech

Power Negation: Other characters within 6 squares can't be given POWER.

#027 Siryn

Sonic Scream: Pulse Wave. When she uses Pulse Wave and has no action tokens, each character hit also receives an action token.

#028 Elsa Bloodstone

Monster Hunter: Elsa Bloodstone deals penetrating damage to characters over 250 points. Modify attack +2 when attacking characters that have [Giant], [Colossal], or the Monster keyword.

#030 Rogue

Power Absorption: FREE: Choose an adjacent character and a standard power (other than Outwit or Perplex) that they can use. Until your next turn, Rogue may use the chosen standard power. If Rogue has no action tokens or the chosen character is friendly, after resolutions, deal 1 unavoidable damage to the chosen character.

#031 Angel

Master Aerialist: Angel does not modify his speed value from using the [Carry] ability, and doesn't halve his speed value when using Charge.

#033 Blob

The Immovable Object: Blob can't be knocked back, carried, or placed by Telekinesis.

Layers of Extra Fat: Takes a maximum of 1 damage (at once). Cannot use this power with any reducers.

#034 Pyro

Pyromantic: Pyro deals penetrating damage.

#035 Mystique

She Walks Among Us: Shape Change. When it's not your turn, lines of fire drawn to Mystique are blocked if she's adjacent to an opposing character.

#036 Professor X

In Contact with Cerebro: If Professor X is in your starting area, he can draw lines of fire and count range and squares for his Speed, Attack, and Damage powers and the powers those allow him to use from the square of any single friendly character with whom he shares a keyword.

I've Learned Your Secrets: Outwit. Once per turn, when he uses Outwit to choose a standard power, he may immediately use Outwit again at no cost, but only to choose a power of the same color.

-I've Learned Your Secrets is a Damage Power.

#037 Gatecrasher

Bounty: Double or Nothing: Once per game, FREE: Choose an opposing character on the map of 50 or more points. At the end of your turn, if the chosen character was KO'd, you may remove an action token from each friendly character that received one this turn. Otherwise, give an additional action token to each of those characters and your characters don't clear this turn.

#038 Iceman

Ice Slide: Leap/Climb. After his MOVE resolves, you may place up to two hindering terrain markers in clear terrain in squares he moved through or occupied this turn. Remove them at the beginning of your next turn.

Ice Cage: Incapacitate. When he uses it and hits, until your next turn, the hit character can't use its speed powers, it gains [Boot], and that character can't automatically break away.

#039 Lockheed

Empathic Dragon: Passenger: 0. When you reveal your force, choose a friendly character. Lockheed modifies his attack and damage +1 while adjacent to that character.

#040 Sabretooth

Mortal Wound: When a character takes 3 or more damage from Sabretooth's attack, that character can't heal for the rest of the game.

Animalistic: Combat Reflexes, Super Senses.

#041 Stryfe

Leader of the Dishaveed: Leadership. At the beginning of the game, choose up to 5 friendly characters. Those characters have the Brotherhood of Mutants team ability as long as Stryfe has not been KO'd. Until Stryfe has been KO'd, those characters can't use any other team ability.

Armored Commander: Mastermind, Toughness.

#042 Predator X

Track: At the beginning of the game, choose an opposing character. When Predator X is given a MOVE and ends his move adjacent to that character, that was given as FREE instead. That character has BREAKAWAY -1 when adjacent to Predator X. If that character is KO'd, choose another opposing character.

Forced Evolution: Modify Predator X's attack and defense +1 for each other character named Predator X that has been KO'd this game.

#043 Trevor Fitzroy

Life Force Portals: When an opposing character takes damage from Trevor Fitzroy's close attack, after resolutions you may place Trevor Fitzroy and up to one adjacent friendly character anywhere on the map as long as they remain adjacent.

#044 Bonebreaker

Tank Chassis: Automatically breaks away and has Improved Movement: Hindering.

Tank Treads: Running Shot. If he uses Running Shot to move along a straight horizontal or vertical path, he doesn't halve his speed value.

#045 Vulcan

Omega-Level Energy Absorption: Modify Vulcan's attack and damage +1 for each time he was targeted by a range attack since your last turn.

Sway, Darwin, Petra: Incapacitate, Perplex and Quake.

#046 Juggernaut

The Irresistible Force: Automatically breaks away and has Improved Movement: Hindering.

Mystical Helmet: At the beginning of the game, place a Helmet token on this card. While that token is on this card, Juggernaut modifies defense +1 and has PROTECTED: Incapacitate, Mind Control, and Penetrating/Psychic Blast. When Juggernaut clicks 3 damage from a single attack, remove that token.

Nothing Can Stop the Juggernaut: Charge and doesn't halve his speed value when using it. When he moves due to his own action along a straight horizontal or vertical path, he has Improved Movement: Hindering, Blocking. After resolutions, destroy each wall and square of blocking terrain crossed by his path of movement.

#047 Phoenix

The Phoenix Reborn: Once per game, when Phoenix would be KO'd, instead heal her to click number 8.

Phoenix of Resurrection: Support. After resolutions, heal her the same number of clicks healed by her use of Support.

#048 Storm

The Weather Witch: When Storm occupies a square of outdoor terrain, modify damage and range +1 and she has 2 Targets.

#049 Archangel

The Fourth Horseman: Death: Modify Archangel's combat values by +1 until the end of the turn for each opposing character KO'd this turn.

#050 Armor

I Can Take the Hit: Defend.

#051 Hulk

The Second Horseman: War: Modify Hulk's attack value by +1 until the end of the turn for each opposing character who took damage from an attack this turn.

Here's Your Friend Back: CLOSE: Make a close attack. Instead of normal damage, place the target in a square adjacent to an opposing character who is within 10 squares and line of fire. Then make a range attack against that second opposing character, even if that attack would normally be illegal. If this second attack hits, deal both characters 3 penetrating damage instead of normal damage.

Brainwashed: Friendly characters may target Hulk with Mind Control.

#052 Wolverine

The Fourth Horseman: Death: Modify Wolverine's combat values by +1 until the end of the turn for each opposing character KO'd this turn.

Death Comes Swiftly: Charge, Flurry.

Brainwashed: Friendly characters may target Wolverine with Mind Control.

#053 Magneto

Magnetic Field: Energy Shield/Deflection. Passenger: 4. Modify Magneto's combat values by +1 if he's occupying a square that contains a debris marker.

Magnetic Mastery: POWER: Telekinesis at no cost. If Magneto uses Telekinesis to make a RANGE Object Action, increase the damage dealt by 2.

Magnetic Shield: Toughness. Characters halve their range values when Magneto is one of the targets of their attack.

#054 The Captain

I'm Probably Not Sober Enough To Pay Attention: When The Captain is targeted by an opponent's Outwit or Perplex, roll a d6 that can't be rerolled. **4-6:** That use of Outwit or Perplex has no effect. **1:** that use of Outwit or Perplex affects all of the powers displayed on his dial or all his combat values, respectively.

#055 Cable/Deadpool

Four Guns are better than Two...Giant Shoulder Pads! Ha!: [Sharpshooter].

I Hope This Is The 'Good' Kind Of Alternate

Universe: Phasing/Teleport. When Cable/Deadpool uses Phasing/Teleport, roll a d6 that can't be rerolled. **1-3:** Opposing characters modify defense +1 this turn. **4-6:** Opposing characters modify defense -1 this turn.

Don't Screw Everything Up Like Usual: If Cable/Deadpool use Phasing/Teleport when they have no action tokens, after resolutions, they can use [Duo Attack] at no cost.

Choose Me! I'm Way Cooler: Once per game, when this power is first revealed, choose Cable or Deadpool and this character has [Fist]. If you chose Cable, this character can use Penetrating/Psychic Blast, Telekinesis and modifies damage +2. If you chose Deadpool, this character can use Perplex, Regeneration and modifies attack +2. Protected: Outwit.

Qualifying Name OR Qualifying Real Name

Cable -- Nathaniel Summers

Deadpool -- Wade Wilson

#056 Colossus/Wolverine

Fastball Special: RANGE: Range value of 8. If this attack hits, after resolutions, you may place Colossus/Wolverine adjacent to the target character and then give them a CLOSE at no cost, modifying damage +1.

Which One'll It Be, Bub?: At the beginning of your turn, choose one: Heal Colossus/Wolverine 1 click -or- Colossus/Wolverine can use Invulnerability until your next turn.

Qualifying Name OR Qualifying Real Name

Colossus -- Piotr Rasputin

Wolverine -- James Howlett

#057 Cyclops/Phoenix

Slym and Redd: POWER: Telekinesis and Force Blast at no cost.

Rigorous Trainers: Leadership, Enhancement. When using Enhancement, the adjacent friendly character also modifies attack +1.

Qualifying Name OR Qualifying Real Name

Cyclops -- Scott Summers

Phoenix -- Jean Grey

#056 Gambit/Rogue

Final Kiss: Once per game, FREE: Choose that Gambit/Rogue can't use [Duo Attack] or special powers for the rest of the game. If you do, heal Gambit/Rogue 2 clicks and remove all action tokens from them.

Sugah and Spice: Force Blast, Penetrating/Psychic Blast. When they use either one, after resolutions, you may use it again at no cost. If you do, deal them 1 unavoidable damage after resolutions.

Charming Rogues: Outwit, but only to target adjacent characters. If they do and they choose a standard power

that character can use, Gambit/Rogue can use that chosen power until your next turn.

Qualifying Name OR Qualifying Real Name

Gambit -- Remy LeBeau

Rogue -- "Anna Marie"

#100 Jamie Madrox

Worldly Dupes: When you build your force or when Jamie Madrox is placed on the map, choose one of these keywords: Celebrity, Detective, Martial Artist, Police, Politician, Reporter, Scientist, Soldier, Spy, or Warrior. Jamie Madrox has that keyword this game.

#101 Psylocke

Subtle Manipulation: Mind Control, Stealth.

#102 Cable

Lord Protector of Providence: Barrier, Defend, Leadership, and Flight.

#103 Deadpool

Also, I'm Un-Inebriatable: PROTECTED: Poison, Mind Control, and Penetrating/Psychic Blast.

New Writer: At the beginning of the game, choose one: Ranged Combat Expert and Combat Reflexes -or- Close Combat Expert and Energy Shield/Deflection. He can use those powers as long as he can use this special power.

#104 Archangel

Razor Wings: Blades/Claws/Fangs. Archangel can be given a CLOSE at no cost instead of a close attack while using Hypersonic Speed.

#201 Pestilence

The First Horseman: Pestilence: Modify damage +1 for each opposing character who took damage from Poison this turn.

Plague: Poison, this damage dealt is penetrating.

Infect: At the end of your turn, each character that took damage from Poison that turn deals 1 damage to each character adjacent to them and not friendly to you.

#202 War

The Second Horseman: War: Modify attack +1 until the end of the turn for each opposing character who took damage from an attack this turn.

Fight: Energy Explosion. When he uses it and hits, a hit character can't be given any actions during its next turn except for CLOSE and RANGE.

#203 Famine

The Third Horseman: Famine: Opposing characters with two action tokens modify defense -1.

Starve: At the beginning of your turn, if Famine has no action tokens, this turn Famine has "POWER: Give an action token to each adjacent opposing character."

#G01 Sentinel Mark II

Hunter-Killer: When Sentinel Mark II KO's a character, after resolutions, remove an action token from it. If the KO'd character has the Brotherhood of Mutants or X-Men keyword or team ability, instead remove all action tokens.

Instant Adaptation: Modify defense +1 for each previous attack targeting Sentinel Mark II this turn.

Incinerate: If Sentinel Mark II rolls doubles with a successful attack roll, the damage dealt by that attack is penetrating and can't be evaded.

#G02 Sentinel Mark V

Analyze-Contain: Outwit. When Sentinel Mark V uses Outwit, he may instead target all opposing characters with two action tokens within 10 squares and line of fire. You may choose a different power on each character.

Frigi-Beam: Incapacitate. When Sentinel Mark V uses Incapacitate, instead of normal effects, choose one: a hit character can't be moved by any game effect until your next turn -or- a hit character receives two action tokens.

#G03 Apocalypse

The First Mutant: Plasticity, Shape Change. PROTECTED: Outwit, Incapacitate.

You Appear More Worthy: Once per game, POWER: Choose two characters: an adjacent opposing character not on its starting line and a friendly character on the map with a point value higher than the opposing character but lower than Apocalypse. The first character becomes friendly to Apocalypse and gains the Horsemen of Apocalypse keyword. The second character becomes friendly to the first character's force and is healed 1 click.

Survival of the Fittest: Mastermind, Invulnerability.

Centuries of Scheming: Outwit. Apocalypse deals penetrating damage to any characters who have a power chosen with Outwit.

#G04 Onslaught

Psionic Entity: PROTECTED: Incapacitate, Mind Control, Penetrating/Psychic Blast, or other characters' Perplex.

Reality Warp: FREE: Choose two single-base characters within range and line of fire and place them in each other's squares.

Heroic Sacrifice: When turning the dial, stop turning the dial when this click is revealed. When this click is revealed, an opponent may KO character(s) they control of 100 or more total points. If they do, deal Onslaught 1 unavoidable damage. If they don't, Onslaught can use Impervious. Protected: Outwit.

Xavier's Dark Side: Outwit. When he uses it to choose a standard power, you may choose all other powers with the same color as the chosen power on all opposing characters within 10 squares and line of fire.

#G05 Nemesis

Life Energy Drain: Each time an opposing character takes damage from an attack by Nemesis or Nemesis's Poison, Nemesis may heal 1 damage.

Cracked Containment Unit: Pulse Wave. When he uses Pulse Wave, do not halve his range and deal his printed damage value instead of any other damage no matter how many characters are targeted.

Bio Nuclear Blast: POWER: Improved Targeting: Characters. Draw a straight horizontal or vertical line of fire to any single square within Nemesis's range and line of fire. Make a range attack and compare the result to each other character occupying a square along that line of fire, or a square adjacent to that line of fire but still within his range. All these characters become targets of this attack. Each character hit is dealt 3 damage instead of normal damage.

#G06 Frost Giant

Dust of Enchanted Stone: Incapacitate with a range value of 8 and three [Targets].

Spear Throw: Once per game, RANGE: Modify attack and damage +3. Make a range attack with a range value of 10.

Illusionary Might: Perplex, but only to modify an attack, defense, or damage value by +2 or -2. When the target of his Perplex attacks or becomes the target of an attack, before the attack roll, roll a d6. **1-3:** the effect of this Perplex ends immediately.

#G07 Apocalypse

Eternal Schemes: If an opposing character within 4 squares uses Outwit, you may place an action token on that character after resolutions.

Master Manipulator: Shape Change, Telekinesis. When he uses Telekinesis to place an opposing character and hits with a roll of doubles, deal that character damage equal to Apocalypse's damage value after resolutions.

#G08 Sentinel Mark II

To play Sentinel Mark II at the Experienced level (300 points), its dial starts the game at the blue starting line. To play it at the Rookie level (100 points), its dial starts at the yellow starting line.

Coordinated Capture: When an opposing character with zero action tokens is within 8 squares of Sentinel Mark II and is hit by another friendly character with the Robot keyword, you may place an action token on the opposing character after resolutions.

Secure and Destroy: Outwit. When Sentinel Mark II hits an opposing character, increase the damage dealt by +1 for each action token on the hit character.

#G09 Sentinel Mark V

To play Sentinel Mark V at the Veteran level (300 points), its dial starts the game at the red starting line. To play it at the Experienced level (150 points), its dial starts at the blue starting line.

Coordinated Assault: Once per turn, when another friendly character with the Robot keyword hits an opposing character, after resolutions, Sentinel Mark V may make a close or range attack against the hit character.

Capture Cables: Flurry, Plasticity. Once per turn, when Sentinel Mark V hits an opposing character with a range attack, you may place that character adjacent to Sentinel Mark V after resolutions.

#G10 Onslaught

I Take the Power I Desire: Invulnerability. Regeneration. When he uses Regeneration, he heals a minimum value equal to the number of adjacent opposing characters with action tokens (maximum 4). Protected: Outwit.

#G11 Nemesis

I've Been Stealing Your Life-Energy: At the end of your turn, if Nemesis damaged an opposing character this turn, roll a d6. **3-6:** heal Nemesis 1 click.

The Clock is Ticking: Running Shot. When he uses Running Shot, don't halve his speed value.

#G12 Frost Warrior

Unstoppable as a Glacier: PROTECTED: Incapacitate.

Icy Blow: When Frost Warrior rolls doubles for an attack roll, give a hit character an action token.

Green Lantern

#001 Green Lantern

Contain Parallax: Barrier.

#002 Hal Jordan

Alter Ego: **Green Lantern:** POWER: Replace this character with a #001 Green Lantern on its orange starting line. No pushing damage is dealt by this action.

Yeah, Ladies, I'm a Test Pilot: When Hal Jordan is carried by a character with [Wing] or [Wing-Transporter], modify that character's speed +3.

#003 Kilowog

Tough Drill Instructor: Other friendly characters that share a keyword with Kilowog within 4 squares modify attack +1.

#004 Tomar-Re

A Tour of Oa: Add 1 to your roll to determine the first player for each friendly character with the Green Lantern Corps keyword.

#007 Abin Sur

Passing the Power: When Abin Sur is KO'd, choose a friendly character that's 150 points or less. For the rest of the game, modify that character's attack and defense +1.

#009 Salaak

Brilliant Administrator: Perplex. When he uses Perplex, he may instead choose to target each friendly character within 10 squares and line of fire that shares a keyword with him.

Green Lantern Fast Forces

#004 Sinestro

The End of Willpower, the Beginning of Fear: If Sinestro has this power after taking pushing damage, place a Fear token on this card. Modify attack +1 for each Fear token on this card. If Sinestro is healed, remove all Fear tokens from this card.

#006 Abin Sur

Always Uses a Ship: If Abin Sur carries only one character, he can carry any single base character regardless of their combat symbols.

Hammer of Thor Fast Forces

#001 Fandral

Watch Each Other's Back: When turning the dial, if there is another friendly figure with the Warriors Three keyword within 3 squares and this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#002 Hogun

Watch Each Other's Back: When turning the dial, if there is another friendly figure with the Warriors Three keyword within 3 squares and this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#003 Volstagg

Watch Each Other's Back: When turning the dial, if there is another friendly figure with the Warriors Three keyword within 3 squares and this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#006 Loki

Deceitful One: Shape Change.

Captain America

#002 Howling Commando

Minion: **Wait to Shoot Til I Tell Ya:** If a friendly character named Nick Fury is within 8 squares, Howling Commando can use Ranged Combat Expert.

#003 HYDRA Agent

Cut Off One Limb: If a friendly character of 40 or more points and with the HYDRA keyword is within 8 squares when this character is KO'd, you may deal one of those characters 1 unavoidable damage. If you do, place a [CA] #003 HYDRA Agent in your starting area.

-The starting line is green.

-The color of the attack power on clicks #2 and #3 is orange (Energy Explosion).

#004 S.H.I.E.L.D. Specialist

Minion: **Remember Your Emergency Training!:** If a friendly character with the S.H.I.E.L.D. keyword and a higher point value is within 8 squares, S.H.I.E.L.D. Specialist can use Support.

#005 S.H.I.E.L.D. Agent

Minion: **Remember Your Infiltration Training!:** If a friendly character with the S.H.I.E.L.D. keyword and a higher point value is within 8 squares, S.H.I.E.L.D. Agent can use Stealth.

#006 Black Widow

Spy to the Core: Stealth.

#007 Adaptoid

Trading Places: When Adaptoid hits a single-base character with a close attack, after resolutions, Adaptoid and the hit character may be placed in each other's squares.

#008 Stonewall

Absorbing the Environment: Toughness, when Stonewall occupies clear terrain. Invulnerability, when Stonewall occupies hindering terrain.

#009 Slingshot

Bounceback: Hypersonic Speed. When she uses it, after resolutions, deal her 1 unavoidable damage if she does not occupy the square she occupied when given the POWER.

#010 Mentallo

Mental Radar Sense: Lines of fire drawn by Mentallo are not blocked by Stealth.

-The color of the defense power on clicks #1 and #2 is orange (Toughness). The color of the defense power on clicks #3 though #6 is red (Super Senses).

#012 Diamondback

Well-Balanced Attack: Running Shot. If she uses it and hits, after resolutions, she may move up to two squares.

#014 Luke Cage

Bulletproof Skin: Willpower, Toughness. Invulnerability, but only when attacked by a range attack.

-This character has the real name: Luke Cage.

#017 Richard Fisk

Supreme HYDRA, For Now: FREE: Choose the highest point friendly character with the HYDRA keyword. The chosen character can use Mastermind until your next turn, but only to choose characters with the HYDRA keyword or team ability.

#018 Maria Hill

S.H.I.E.L.D. Director, For Now: FREE: Choose the highest point friendly character with the S.H.I.E.L.D. keyword. The chosen character can use Enhancement until your next turn, but only to affect characters with the S.H.I.E.L.D. keyword or team ability.

#019 Yelena Belova

Play All the Sides: When you build your force, choose either HYDRA or S.H.I.E.L.D. Yelena Belova has that keyword and team ability this game.

#020 Super-Adaptoid

Kubik Powered : [Power Cosmic] team ability, [Giant] damage symbol.

Power Template: At the beginning of your turn, choose a standard attack power that an opposing character within 3 squares can use. Super-Adaptoid can use that power until your next turn.

Adaptoid Spawn: At the beginning of your turn, choose one: This turn, modify Super-Adaptoid's damage value by the number of friendly characters named Adaptoid within 3 squares -or- this turn, modify the damage values of friendly characters named Adaptoid by +1 when they are within 3 squares.

#021 Phobos

God of Fear: Force Blast. When he uses it, on a result of 4-6, after resolutions, the affected character becomes friendly and may be immediately given an action at no cost. Then it reverts forces.

#023 Nick Fury

You Have Your Orders, Now Move!: Stealth. If you give Nick Fury a MOVE, at the end of your turn, remove an action token from another friendly character that was given a MOVE this turn and has the Howling Commandos, Secret Warriors, or S.H.I.E.L.D. keyword.

#024 Doorman

Hop In!: Passenger: 1.

Doorway Through Me: FREE: Choose a wall or square of blocking terrain adjacent to him. Until your next turn, characters can move through that wall or square of blocking terrain.

#025 Sin

Brainwashed, Again: Once per turn, if Sin has exactly one action token, a friendly character within 8 squares that can use Mind Control or is named Crossbones or Red Skull has, "POWER: Give Sin one action at no cost."

#027 Nightshade

Werewolf Serum: At the beginning of your turn, you may choose an adjacent character. That character can use Blades/Claws/Fangs and Battle Fury but can't attack Nightshade. When rolling a d6 for Blades/Claws/Fangs, the chosen character subtracts 1 from the result, minimum 1. These effects last until your next turn, even if this power is chosen by Outwit or lost.

#028 Batroc

'Leeping' Kick: Leap/Climb. After he resolves a MOVE, he may make a close attack.

Savate Master: Flurry, but only to attack characters that can't use Combat Reflexes or Leap/Climb.

#029 Klaw

Solid Sound Constructs: Barrier. When he uses it, after resolutions, you may make a close attack that targets each opposing character adjacent to any blocking terrain markers just placed by Klaw. Divide the damage value among the hit targets.

Intangible Sound Form: Super Senses, Toughness.

#030 Falcon

Redwing: Falcon begins the game with Redwing attached. While Redwing is attached, Falcon can use Super Senses. When Falcon is KO'd, remove Redwing from the game.

Fly, Redwing, Fly: POWER: Remove Redwing from Falcon and place him in an adjacent square. Redwing becomes a bystander token as described on the back of this card.

Patriotic Duo: UNIQUE MODIFIER - When a friendly character named Captain America is adjacent to Falcon, they both modify attack +1.

#031 Steve Rogers

The Focal Point: Leadership. Adjacent friendly characters with the Avengers keyword can use the [S.H.I.E.L.D.] team ability. Friendly characters with the S.H.I.E.L.D. keyword who begin an action adjacent to Steve Rogers can use the [Avengers] team ability for that action.

#032 Scorpion

Genetically Resistant: PROTECTED: Poison. When Scorpion would be dealt 3 or more damage by a range attack, she can use Invulnerability.

#033 Scientist Supreme

Breakthrough: Perplex, but can only target characters with the Scientist keyword.

Science is Supreme: Outwit. When she uses it, she may instead target any opposing character within 5 squares but not within line of fire.

#034 Quake

They All Fall For Me: Quake. When she uses it, she may target opposing characters up to 2 squares away. After resolutions, deal 1 penetrating damage to any one character that was hit.

Bring Down the House: POWER: Destroy all walls and blocking terrain that Quake could legally target with a CLOSE Destroy.

#035 Hellfire

Mystical Hellfire Chain: Energy Explosion, Exploit Weakness. Damage dealt from Energy Explosion is penetrating damage.

#037 Black Panther

With My Queen By My Side: If a friendly character

named Storm is on the map, Black Panther and Storm can both use Support, but can use it only on each other.

Always One Step Ahead: Outwit. Protected: Outwit.

#038 Cobra

Slithery Duo: Plasticity. UNIQUE MODIFIER- When a friendly character named Mister Hyde is adjacent to Cobra, they both modify attack +1.

No Essssscape: Adjacent characters can't use Improved Movement: Characters. Characters that can't use Improved Movement: Characters instead have BREAKAWAY +2.

#039 Eel

Electric Discharge: Energy Explosion.

#040 Captain America

Captain America's Shield: Captain America begins the game holding The Shield. Captain America can not use The Shield while making close attacks. While The Shield is being held by Captain America, he can use Energy Shield/Deflection and Running Shot.

The Shield: Light Object: The Shield can't be destroyed, only [CA] #040 Captain America can hold or pick up The Shield. When used in a range attack, Captain America may target up to two characters and deals 3 damage to each hit character instead of normal damage. After any attack using The Shield resolves, place it in a square adjacent to a target's square. This object does not count towards your force.

#041 Mr. Immortal

Dying is What I Do Best!: When Mr. Immortal would be KO'd, instead remove him from the map, place a special terrain marker in the square he occupied and turn his dial to click #9. Other characters can't occupy the square with the special terrain marker. At the beginning of your turn, if Mr. Immortal is removed from the map in this way, heal him 1 click. When click #6 is revealed, remove the special terrain marker and place him in that square. Victory points are only awarded for Mr. Immortal if he is removed from the map at the end of the game.

I'm No Man's Patsy. Or Woman's!: PROTECTED: Mastermind.

#042 Crimson Dynamo

High-Frequency Electrical Bolts: Penetrating/Psychic Blast. When using it to target a character with the Armor or Robot keyword, modify that character's defense -2.

#043 Darkstar

Envelop in Darkness: Smoke Cloud as FREE.

Darkforce Manipulation: Barrier, Toughness.

#045 Fixer

Treacherous Duo: UNIQUE MODIFIER- When a friendly character named Mentallo is adjacent to Fixer, they both modify attack +1.

Cobble Any Object Into a Weapon: When Fixer occupies a square with an object he has, "POWER: Replace an object in this square with any light or heavy special object from outside the game that's not already on the map or being held and has an equal point value."

-For Cobble Any Object Into a Weapon the object that Fixer brings into the game must be legal for the format of the game being played. For example, if playing a Modern Age game, the object he brings in must be a Modern Age object.

#046 Gorgon

Godkiller: Blades/Claws/Fangs, Exploit Weakness. When attacking a character with the Deity or Mystical keywords, Gorgon may reroll the d6 roll for Blades/Claws/Fangs.

Stone Gaze: Energy Explosion with a range of 6. When he uses it, you may give each hit character less than 100 points an action token in addition to the normal effects.

#047 Dirk Anger

Insane Leadership: Leadership. Other characters can't use Leadership. Opposing characters within 4 squares of Dirk Anger can't use team abilities.

Unusual Weapons of Mass Destruction: Adjacent friendly characters that currently display a special power on their dial, modify attack +1.

#048 Quasar

Impenetrable Mental Shields: When a target of Mind Control or Penetrating/Psychic Blast, modify defense +2.

Quantum Teleportation: Phasing/Teleport. When he uses it, if he moves 5 squares or less, after resolutions, he may make a range attack with a halved range value.

Quantum Constructs: Barrier, Defend, and Invulnerability.

#049 Maelstrom

Kinetic Energy Drain: Opposing characters that are given a costed action within 8 squares of Maelstrom modify their speed -2 for that action.

Kinetic Backlash: Impervious. When he rolls a d6 for Impervious from damage dealt by an attack, on a result of 5-6, the attacker is dealt 1 unavoidable damage after resolutions.

The Rest of the Universe Stops For Me: Maelstrom has the [Giant] damage symbol. Each time an opposing character takes damage from a range attack made by Maelstrom, you may heal him 1 click and the hit characters can't be moved during their next turn.

#050 MODOK

All Head: Passenger: 0.

Psychic Bomb: Pulse Wave. When he uses it, choose a keyword that MODOK has. Friendly characters with the chosen keyword have "PROTECTED: Pulse Wave."

#051 Scorpio

Master of the Zodiac: Scorpio begins the game with the Zodiac Key placed on the map by an opponent into a clear square at least five squares from any starting area. Scorpio automatically rolls a 6 when rolling for the Zodiac Key. When Scorpio is KO'd, KO the Zodiac Key. Scorpio can use Energy Shield/Deflection and Penetrating/Psychic Blast while the Zodiac Key is on his character card.

Zodiac Key: *Immobile // This object can't be destroyed // Relic: 6.*

Probability Control. Modify combat values +1. This object does not count towards your force.

#052 Red Skull

Captain America's Cloned Body: Close Combat Expert, Leadership.

Dust of Death: Poison. When using it, adjacent opposing characters less than 100 points or named Captain America are dealt 2 damage instead.

Tactical Genius of the Reich: If an opposing character within 8 squares is adjacent to 2 or more characters friendly to Red Skull, modify the opposing character's defense -1.

#053 Baron Strucker

HYDRA Sees All: Once per round, each friendly character with the HYDRA keyword or team ability may draw a line of fire through one other friendly character with the HYDRA keyword or team ability.

Satan Claw: Blades/Claws/Fangs, Energy Explosion. When a character takes damage from Baron Strucker's attack using Blades/Claws/Fangs, deal 1 damage to each character opposing to Baron Strucker adjacent to that character.

Death Spore Virus: Poison. When using it, adjacent opposing characters of 100 points or more or named Nick Fury are dealt 2 damage instead.

#054 Baron Zemo

Master of the Masters: When a friendly character uses the [Masters of Evil] team ability, roll a d6 that can't be rerolled. **4-6:** the team ability does not deal 1 unavoidable damage.

#055 Kitty Pryde

Shadowcat: Phasing/Teleport, Stealth. Toughness, but only against close attacks.

Out of the Walls: When Kitty Pryde makes close attacks, walls do not block adjacency.

Massive Disruption: When Kitty Pryde moves due to her own action, after resolutions, you may remove from the map any objects occupying her square, an adjacent square, or being held by an adjacent character.

#056 Squirrel Girl

Monkey Joe: Squirrel Girl begins the game with Monkey Joe attached. While Monkey Joe is attached, Squirrel Girl can use Super Senses. When Monkey Joe would be KO'd, instead reattach him to Squirrel Girl. When Squirrel Girl is KO'd, remove Monkey Joe from the game.

Run, Monkey Joe, Run!: POWER: Remove Monkey Joe from Squirrel Girl and place him in an adjacent square. Monkey Joe becomes a bystander token as described on the back of this card.

#057 Invisible Woman

Invisible Barrier: Invisible Woman begins the game without the Invisible Barrier. If the Invisible Barrier is attached, Invisible Woman and adjacent friendly characters can use Energy Shield/Deflection. The Invisible Barrier remains attached to Invisible Woman until she takes damage from an opponent's attack.

Shields Up!: Barrier. When she uses it, attach the Invisible Barrier to her after resolutions.

You Can't See What I'm About to Do to You...:

Force Blast, Penetrating/Psychic Blast, and Telekinesis. If the Invisible Barrier is attached, modify range +2.

#058 Human Torch

Nova Flame: Human Torch begins the game without the Nova Flame. If the Nova Flame is attached, Human Torch can use Poison and modifies damage +1. The Nova Flame remains attached to Human Torch until he takes damage from an opponent's attack.

Nova Blast: DOUBLE POWER: Pulse Wave at no cost, but deal 3 damage instead of any other if a line of fire can be drawn to two or more other characters. Attach the Nova Flame to him after resolutions.

Fiery Corona: Energy Shield/Deflection. Toughness, if the Nova Flame is attached.

#059 Weapon X

Breaking Out of the Tank: Weapon X begins the game with the Fluid Tank attached. As long as the Fluid Tank is attached, Weapon X can't be moved, placed, targeted, assigned an action, or damaged. At the beginning of your turn, turn his dial once to the right. As long as the Fluid Tank is attached, any adjacent opposing character has, "POWER: Turn Weapon X's dial once to the left." When click #5 is revealed, remove the Fluid Tank. At the beginning of your turn, if no other friendly characters are on the map, click Weapon X to click #5 and remove the Fluid Tank. Protected: Pulse Wave.

#060 Captain America

Thawing From the Ice: Captain America begins the game with the Ice Sheath attached. As long as the Ice Sheath is attached, Captain America can't be moved, placed, targeted, assigned an action, or damaged. At the beginning of your turn, turn his dial once to the right. As long as the Ice Sheath is attached, any adjacent opposing character has, "POWER: Turn Captain America's dial once to the left." When click #5 is revealed, remove the Ice Sheath. At the beginning of your turn, if no other friendly characters are on the map, click Captain America to click #5 and remove the Ice Sheath. Protected: Pulse Wave.

Second Deflection: When Captain America targets a character with a range attack, he may target an additional character within 3 squares and line of fire from the first character, and divide the damage between the hit characters. The second character does not have to be within Captain America's range or line of fire.

#061 Capwolf

King of the Werewolves: Leadership. When he rolls a 6 for Leadership, in addition to the normal effects you may remove an action token from himself or an adjacent character with the Animal keyword.

#063 Rojhaz

Living in Harmony with Nature: Stealth, Improved Movement: Hindering, and lines of fire drawn by Rojhaz are not blocked by Stealth.

I Can Track Anything: POWER: Choose an opposing character within 3 squares and line of fire. That character can't use Stealth this turn.

#100 Nick Fury LMD

Life Model Decoy: When a friendly character named Nick Fury would be KO'd by an opponent's attack, you may turn his dial to his last non-KO click and KO this figure instead. If you do, place that Nick Fury in this square.

#101 Red Guardian

Soviet Duo: UNIQUE MODIFIER- When a friendly character named Black Widow is adjacent to Red Guardian, they both modify their attack +1.

#102 Bob, Agent of HYDRA

I'm Really Good at Hiding Behind Others: Lines of fire drawn to Bob, Agent of HYDRA are blocked if he's adjacent to a friendly character that's either 150 points

or more or named Deadpool.

Cowardice is my Attack! Your Accidental Death is my Victory!: As long as Bob, Agent of HYDRA is not within 3 squares of an opposing character, he can use Probability Control, but only during an opponent's turn.

#103 Gabe Jones

The Heart and Soul: Other friendly characters with the Howling Commandos or S.H.I.E.L.D. keyword modify speed +1.

#104 "Successful" Dirk Anger

Brains! They're What's For Dinner: Steal Energy, but he heals equal to the amount of damage clicked by the opposing character instead of 1.

#105 Madame Hydra

Psychedelic Presence: Perplex. When she uses it, she may instead target a friendly character with the HYDRA keyword or the Hydra team ability and modify a combat value by +2, except damage.

#208 Red Skull

Steve, Is That You?: Perplex, Shape Change.

#209 Sin

Killer Duo: UNIQUE MODIFIER- When a friendly character named Crossbones is adjacent to Sin, they both modify their attack +1.

2011 Exclusive Figures

#D-001 Wonder Woman

Bullets and Bracelets: Energy Shield/Deflection. Super Senses, but only against range attacks.

Lasso Capture: When an opposing character takes damage from Wonder Woman's attack, that character can't break away during its next turn if Wonder Woman is adjacent to it.

Princess of the Amazons: Perplex. When she uses it and targets another friendly character with the Amazon keyword she may instead modify any combat value by +2 or -2 except damage.

#M-001 Moonstone

Intangible Attack: Improved Movement: Blocking Terrain.

Street Fighter

#001 Ken

Shoryureppa: DOUBLE POWER: Modify damage +3. Make a close attack.

#002 Ryu

Shinku Hadoken: DOUBLE POWER: Modify damage +3. Make a range attack.

#003 Blanka

Block: When Blanka has no action tokens, modify defense +1.

Lightning Cannonball: DOUBLE POWER: Deal 1 penetrating damage to each adjacent opposing character.

#003b Blanka

Mirror Claw: Blades/Claws/Fangs.

#005 Zangief

Block: When Zangief has no action tokens, modify defense +1.

#005b Zangief

Mirror Spin: When Zangief makes a close attack, he can target all adjacent opposing characters and divide the damage among the hit targets.

#006 E. Honda

Block: When E. Honda has no action tokens, modify defense +1.

Super Killer Head Ram: DOUBLE POWER: Make up to three close attacks.

#007 Guile

Sonic Boom: Incapacitate. When Guile uses it, in addition to the normal effects, a hit character is dealt 1 damage.

#008 Chun-Li

Senretsukyaku: DOUBLE POWER: Flurry at no cost. When she uses Flurry, she may use Probability Control for each attack.

#008b Chun-Li

Mirror Jump: Leap/Climb, Passenger: 1.

#009 Cammy

Cannon Spike: If a character that didn't begin the turn adjacent to Cammy attacks her, modify defense +2. If a

character misses Cammy with one or more attacks, deal 1 damage to that character after resolutions.

#009b Cammy

Mirror Cannon Spike: Modify attack +1 for each adjacent opposing character.

#011 Fei Long

Block: When Fei Long has no action tokens, modify defense +1.

Shienkyaku: Quake. When he uses it, you may choose to have him deal 1 penetrating damage to each hit character instead of any other.

#012 T. Hawk

Block: When T. Hawk has no action tokens, modify defense +1.

Condor Dive: If T. Hawk occupies hindering or elevated terrain, he has "MOVE: Improved Movement: Hindering, Elevated. Move up to his speed value. After resolutions, if he occupies a clear grounded square, he may make a close attack."

#013 Balrog

Block: When Balrog has no action tokens, modify defense +1.

Turn Punch: Flurry. For the second attack, he must target a different character and modifies damage +1.

#014 Vega

Block: When Vega has no action tokens, modify defense +1.

#016 Ken

EX Hadoken: DOUBLE POWER: Make a range attack. After resolutions, an opposing character that took damage from this attack can't use any powers displayed on its dial until your next turn.

#017 Dhalsim

Yoga Inferno: When an opposing character takes damage from Dhalsim's close attack, after resolutions each opposing character adjacent to that character is dealt 1 penetrating damage.

#018 Guile

Flash Explosion: POWER: Move up to 3 squares and then make a close attack. Damage from this attack is penetrating. Hit characters are dealt 2 damage and given an action token instead of normal damage.

#019 M. Bison

Nightmare Booster: DOUBLE POWER: Flight. Move him up to his speed value. If he moved in a straight horizontal or vertical path, after resolutions, deal 1 penetrating damage to each opposing character occupying a square he moved through.

#020 Ryu

Metsu Shoryuken: Exploit Weakness.

#021 Ken

Tatsumaki Senpukyaku: Quake. If he uses Quake, after resolutions, Ken can use [Flight], automatically breaks away, and may move up to 3 squares.

#022 Akuma

Goshoryuken: DOUBLE POWER: Flurry at no cost. If he hits at least one character, after resolutions, you may choose a square within 6 squares and be placed in it. If you do, you may use Flurry again at no cost.

#023 Evil Ryu

The Awakened Killer: Damage dealt by Evil Ryu to characters that share a keyword with him is penetrating damage.

#105 Guile

Flash Kick: POWER: Move him up to 1 square and then make a close attack. If you hit, deal 1 damage and give the target an action token instead of normal damage.

Gears of War 3

#001 Marcus Fenix

Fast Reload: When Marcus Fenix rolls doubles and hits with an attack, after resolutions, you may make a range attack, modifying damage -1.

Grenade: +2; Frag; Smoke

#002 Dominic Santiago

I Got Your Back: When Dominic Santiago attacks an opposing character adjacent to another friendly character, modify attack +1.

Grenade: +1; Frag

#003 Augustus Cole

Raven Gunner: At the beginning of the game, place a SPECIAL marker in a clear square within 10 squares of your starting area. When Augustus Cole occupies that square, his range value is 10 and each target he hits

with a range attack is dealt 1 additional damage.

Thrashball Star: Flurry. // When he uses the Throw a Grenade ability, rolls doubles and hits any opposing character with the grenade, do not reduce the number of grenades in the grenade pool.

Grenade: +2; Frag; Smoke

#004 Damon Baird

Scavenger: When Damon Baird is adjacent to an object, he has, "FREE: Roll a d6. **4-6:** Add a grenade to your grenade pool and remove the adjacent object from the game."

You Gonna Just Lay There and Bleed All Day?:

Support. // POWER: Move up to 4 squares and then use Support at no cost.

Let Me Help You Help Me: Perplex, but can't target himself. When Damon Baird uses Perplex, his same combat value is modified the same amount and in the same way.

Grenade: +1; Smoke

#005 Anya Stroud

Tactical Intel: When Anya Stroud hits an opposing character, choose a keyword that character has. Until your next turn, all friendly characters modify attack +1 when attacking opposing characters that has the chosen keyword.

Meatshields and Snubshots: Modify defense +2 when Anya is adjacent to an opposing character. When making a range attack, she may use Probability Control during the attack.

Grenade: +1; Smoke

#006 Mauler

Grenade: +0; Frag

#007 Locust Drone

Drone of the Horde: Combat Reflexes. Mastermind, but he can choose any adjacent friendly character with the Locust Horde team ability.

#008 Kantus

Rewards to the Faithful: When a friendly character adjacent to Kantus rolls a critical hit, add one to your grenade pool.

Shrieking Priest: Perplex, Support.

Grenade: +1; Ink

#009 General RAAM

Grenade Scatter: When General RAAM is given a MOVE, after resolutions, you may use Throw a Grenade at no cost.

Troika Blasts and Clouds of Kryll:

Penetrating/Psychic Blast. If General RAAM has no action tokens he can use Smoke Cloud as FREE until the beginning of his next turn. At the end of your turn, roll a d6 for each opposing character occupying a hindering terrain marker placed by General RAAM. **5-6:** deal the opposing character 1 damage.

Grenade: +3; Frag; Ink

#010 Skorge

Chainsaw Staff: Blades/Claws/Fangs, Flurry. A single character can't take more than 4 damage per turn from Skorge's attacks.

Grenade: +1; Ink

Halo

#002 Marine

Flanking Fire: When Marine makes a range attack targeting an opposing character that was hit by another friendly character this turn, modify the opposing character's defense -1.

Grenade: +1; Flashbang

#003 ODST

Orbital Insertion: At the beginning of your turn, if ODST occupies your starting area, he can use Phasing/Teleport this turn. When he does, roll 2d6 and replace his speed value with his printed speed value plus the result.

And Stay Down!: Exploit Weakness, Ranged Combat Expert.

Grenade: +1; Frag; Thermite

#004 Brute

Grenade: +3; Frag; Plasma

#006 Elite

Strafe: When Elite rolls doubles and hits with a range

attack, after resolutions, he may automatically break away, move up to 3 squares and then make a range attack at no cost.

Grenade: +1; Plasma

#007 Drone

Ambush!: Stealth. At the beginning of your turn, if Drone occupies hindering terrain, it can use Charge and Running Shot this turn.

Swarm Attack: Modify attack +1 for each adjacent friendly character named Drone.

#008 Jackal

Sniper: Energy/Shield Deflection, Stealth.

Particle Accelerator: At the beginning of your turn, roll a d6. **5-6:** Jackal's line of fire is not blocked by blocking terrain this turn.

#009 Spartan

Double Pistol Whip: Flurry. After any of Spartan's RANGE resolve, if Spartan is within 3 squares of a character targeted during that action, place him adjacent to that character and he may use Flurry at no cost. If he does, he deals 1 damage for each attack instead of normal damage.

SAP-HP Ammo: When a character would be dealt damage by Spartan's range attack, roll a d6. **5-6:** the damage dealt by the attack is penetrating damage.

Grenade: +2; ; Flashbang; Frag

#010 Spartan

Scoped Shot: If Spartan has no action tokens, he has "POWER: Modify attack +2. Make a range attack."

Grenade: +2; Frag; Plasma

#011 Flood Infection

Swarm: Poison. Modify attack +1 for each friendly character adjacent to Flood Infection or the target of his attack.

#012 Spartan

Shred Shot: When Spartan assigns at least 1 damage from a range attack to each of two targets, choose one target. Damage dealt to that target is penetrating damage.

Grenade Chaser: When Spartan hits the original target with a grenade, after resolutions, he may immediately make a range attack targeting that character at no cost.

Grenade: +1; Flashbang; Frag

#013 Master Chief

Bandolier Piercer: When Master Chief hits a target with a range attack, if the target has the [Grenade] symbol, after resolutions deal it 1 penetrating damage and decrease the target's grenade pool by 1.

Grenade: +2; Frag; Plasma

This figure has a common rarity.

#014 Grunt

Stand Together: Modify attack +1 when he is adjacent to at least one other friendly character named Grunt.

Quickfire: When Grunt misses with a range attack, roll a d6 after resolutions. **6:** He may make a range attack at no cost.

#015 Grunt

Stand Together: Modify attack +1 when he is adjacent to at least one other friendly character named Grunt.

Fuel Rod Explosion: When Grunt makes a range attack, if the attack roll is doubles and hits a character, after resolutions, deal 1 penetrating damage to the target and all opposing characters adjacent to that character.

#016 Elite

Concentrated Fire: When Elite makes an attack, if the attack roll is doubles and hits, after resolutions, he may immediately make an attack against the same target.

Anti-Armor Ammunition: Once per turn when Elite hits a target with a range attack, roll a d6. **4-6:** The attack deals penetrating damage.

Grenade: +1; Flashbang; Thermite

#017 Elite Zealot

Field Master: Leadership, Outwit.

Grenade: +2; Plasma; Thermite

#018 Master Chief

I Make My Own Luck: Probability Control, but only to reroll his own attack rolls.

Grenade: +2; Frag; Thermite

#019 Spartan

Extra Grenades: When using a grenade, if the attack roll is doubles and any opposing character is hit, after resolutions, increase the number of grenades in your grenade pool by 2.

Stun Shot: When Spartan hits a character with a range attack, after resolutions, give the target an action token if they have zero action tokens.

Grenade: +2; Plasma; Thermite

#020 Master Chief

Soften 'Em Up: After using the Throw a Grenade and hitting one or more targets, after resolutions, Master Chief may make a range attack targeting one of the hit characters.

Grenade: +2; Flashbang; Frag

#021 Infected Marine

Growth of the Gravemind: Steal Energy. Modify attack +1 for each opposing character within 3 squares with one or more action tokens.

#022 Infected Elite

Camouflaged Combat Form: Charge, Stealth.

#023 Master Chief

Plasma Burst: Energy Explosion, Penetrating/Psychic Blast. When he uses Energy Explosion and targets a single original target, the damage dealt to the original target character is penetrating damage.

Grenade: +1; Frag

#024 Arbiter

Grenade: +2; Flashbang; Frag

#025 Flood Carrier

Carrier of the Infection: After Flood Carrier's CLOSE resolves, roll a d6. **1-3:** deal 1 damage to each adjacent opposing character. **4-6:** Flood Carrier can use Quake at no cost.

#026 Grunt

Sticky Grenade: Grunt can use Throw a Grenade as RANGE instead of POWER.

Suicidal Charge: Charge, Quake. But only if you decrease the number of grenades in your grenade pool by 1.

Grenade: +2; Plasma

#027 Sgt. Johnson

On Yer Feet!: Leadership, Perplex. When using Leadership, Sgt. Johnson can remove tokens from friendly characters within four squares that share a keyword with him.

Grenade: +2; Frag; Thermite

#028 Cortana

Electronic Infiltrator: POWER: Make a close attack that targets all adjacent opposing characters. For each character hit by the attack, deal damage equal to the number of action tokens on the character instead of normal damage.

Tactical Database: Outwit, Support.

#029 Brute Honor Guard

Energy Stave: Charge, Flurry. If he uses Flurry, after resolutions, he can use Force Blast at no cost and all characters hit during Flurry are knocked back the number of squares equal to the d6 result.

Grenade: +1; Plasma

#030 Elite Honor Guard

Guardian Defender: Toughness. Once per turn, when an adjacent friendly character is hit by an opposing character's attack, after resolutions, Elite Honor Guard may deal 2 damage to the opposing character if it is adjacent to Elite Honor Guard.

Grenade: +2; Flashbang; Plasma

#031 Cloaked Elite

Camouflaged Ambush: Stealth. // DOUBLE POWER: Modify attack +1. CLOSE at no cost to target any opposing character adjacent to a square of hindering within 6 squares.

Grenade: +1; Plasma; Thermite

#032 Brute

Autofire: When Brute hits a target with a range attack and the attack roll is doubles, after resolutions, he may immediately make a range attack against the same target. Damage dealt by the second attack is

penetrating damage.

Deployable Cover: Barrier, but can only place up to two blocking terrain markers.

#033 Cloaked Elite

Radioactive Rounds: Energy Explosion. When he uses it, damage dealt to the original target of the attack is penetrating damage.

Grenade: +2; Flashbang; Thermite

#034 Master Chief

Stay On Mission: At the beginning of the game, choose a keyword or team ability an opposing character has. Modify attack +1 when attacking characters that have the chosen keyword or team ability.

Grenade: +1; Frag; Thermite

This figure has a super rare rarity.

#035 Master Chief

Grenade Strafe: When Master Chief uses Energy Explosion and hits the original target, you may decrease the number of grenades in your grenade pool by 1 and deal 3 damage to the original target character instead.

Grenade: +2; Flashbang

#036 Arbiter

Inspire to Action: FREE: Choose a friendly adjacent character of a lower point value. This turn, that character can use Charge -or- Running Shot.

Grenade: +1; Flashbang

#037 Tartarus

Gravity Hammer: DOUBLE POWER: Choose two: Modify attack +2; Modify damage +1; Tartarus deals penetrating damage; or characters targeted by Tartarus can't use Shape Change or Super Senses. Then make a close attack.

#038 Master Chief

Bring Down the Hammer: Charge, Leap/Climb. While using Charge, he has Improved Movement: Characters, Elevated, Hindering, Outdoor Blocking.

-Bring Down the Hammer has a [Boot] symbol, not a [Trait] symbol.

-Remove the [Trait] symbol from the base.

#039 Cloaked Master Chief

Active Camo Shielding: Stealth, Toughness. Super Senses, but only against range attacks.

Grenade: +1; Frag; Thermite

#040 Cloaked Arbiter

Sword of the Prophets: Blades/Claws/Fangs; when he rolls a d6 for Blades/Claws/Fangs and the result is 1-3, damage dealt by the attack is penetrating damage.

Grenade: +2; Flashbang; Plasma

#041 Prophet of Regret

Shield of Faith: Reduce damage dealt to Prophet of Regret by range attacks to 0.

I WILL Complete My Sermon!: Perplex, Probability Control.

#042 Master Chief and Cortana

Strategic Positioning: Running Shot, Stealth.

Battlefield Requisition: For each opposing character that takes damage from Master Chief and Cortana's attack, after resolutions, choose one: add 1 grenade to your grenade pool; or modify another friendly character's attack +1 this turn.

Grenade: +1; Flashbang; Frag

#044 Master Chief and Arbiter

Trait: [Sharpshooter].

Blade and Blast: Blades/Claws/Fangs, Energy Explosion.

Grenade: +2; Plasma; Thermite

Qualifying Name OR Qualifying Real Name

Master Chief – Master Chief

Arbiter – Arbiter

#045 Master Chief

Hover: Improved Movement: Hindering.

Infrared Lock: FREE: The next time this turn an opposing character within 5 squares and line of fire uses Shape Change or Super Senses, you may have them reroll that roll.

Grenade: +1; Flashbang; Thermite

There is a [Trait] symbol on the base.

Watchmen Crimebusters Fast Forces

#002 Silk Spectre

Stay With Me, Don't Go With Jon: When Silk Spectre is within 4 squares of a friendly character named Dr. Manhattan, she can use Perplex, but targeting only herself. When Silk Spectre is within 4 squares of a friendly character named Nite Owl, she can use Flurry.

#003 Nite Owl

Archie: Passenger: 4, but only to carry characters that share a keyword with him. Nite Owl's speed value is not negatively modified from using the [Carry] ability. When given a MOVE, Nite Owl may use [Flight].

Superman

#002 Kryptonian Soldier

Minion: **Krypton United:** When a friendly character of a higher point value that has either the [Superman Ally] team ability or the Kryptonian keyword is within 8 squares, Kryptonian Soldier can use Willpower.

#003 Kryptonian Infiltrator

Minion: **Krypton United:** When a friendly character of a higher point value that has either the [Superman Ally] team ability or the Kryptonian keyword is within 8 squares, Kryptonian Infiltrator can use Willpower.

#004 Intergang Underboss

Minion: **The Religion of Crime:** When a friendly character named Bruno Mannheim is within 8 squares, Intergang Underboss can use Toughness.

#005 Seven Deadly Brothers

7 Deadly Brothers: Modify this character's attack +1 when you have 4 or more characters named "Seven Deadly Brothers" on the map. Instead, modify this character's combat values by +1 when you have 7 or more characters named "Seven Deadly Brothers" on the map.

#007 Star Boy

Mass Increase: Opposing characters within 4 squares of Star Boy can't be given actions to use Charge, Running Shot, or Hypersonic Speed and halve their speed values when given a MOVE.

#008 Brainiac 5

Force Field Belt: Invulnerability. **FREE:** Choose an adjacent character with the Legion of Super-Heroes keyword. That character can use Toughness until your next turn as long as it is adjacent to Brainiac 5.

Twelfth-Level Intellect: Outwit. Perplex -or- Probability Control, but only on your turn.

#009 Lois Lane, Superwoman

Sneaking Around the Fortress: Stealth, Earthbound/Neutralized.

#011 Gangbuster

Bust the Gangs: At the beginning of the game, choose a team ability. Modify attack +1 for each KO'd opposing character that has that team ability.

#012 Livewire

Prevent the Short: Modify damage +1, but only when there are no squares of water terrain within 8 squares of Livewire.

#013 Maxwell Lord

Erased Myself From Your Minds: Lines of fire drawn to Maxwell Lord by opposing characters are blocked unless he's taken damage from an opponent's attack this game.

#014 Mercy Graves

Minion: **Protect the Boss:** Defend, modify attack and speed +1, but only when a friendly character named Lex Luthor is within 8 squares.

#015 Lex Luthor

Last Perfect Cocktail Was a Super-Serum: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#017 Superboy

Reign of the Supermen: If a friendly character named Superman has been KO'd this game, modify Superboy's combat values by +1 for the rest of the game.

#018 Steel

Reign of the Supermen: If a friendly character named Superman has been KO'd this game, modify Steel's combat values by +1 for the rest of the game.

Hammer Down: When Steel attacks a character with two action tokens, you may choose: modify attack +2 -or- damage +1.

#020 Bruno Mannheim

Charismatic Criminal: Mind Control, but only to target characters of 50 points or less.

Three Stories Tall: [Giant] damage symbol.

#021 Human Target

The Human Target: Friendly characters adjacent to Human Target can use Shape Change. If an adjacent friendly character makes a successful Shape Change roll, Human Target becomes a target of that attack, even if he is otherwise an illegal target.

#022 Sun Boy

Radiant Spectrum: Penetrating/Psychic Blast, Pulse Wave.

#023 Earth Man

Absorbancy: **FREE:** Choose a standard Attack power that an adjacent character can use. Until your next turn, he can use that power.

No Place to Hide, Alien!: Opposing characters with the Cosmic keyword can't be given POWER to use standard Speed powers. Those characters modify defense -2 when attacked by Earth Man.

#024 Invisible Kid

Full Invisibility: Stealth. Any line of fire drawn to Invisible Kid is blocked if he has no action tokens.

Shared Invisibility: **FREE:** Choose an adjacent character with the Legion of Super-Heroes keyword. That character can use Stealth until your next turn as long as it is adjacent to Invisible Kid.

#025 Matter-Eater Lad

Matter, Eaten: **FREE:** Destroy an adjacent wall, adjacent square of blocking terrain, or remove an object in his square or an adjacent square from the game.

#027 Parasite

Power Drain: Outwit, but must be within 5 squares of the target. If he counters a standard power a character can use except Outwit, he can use that standard power and replaces his range value with the targeted character's printed range value until your next turn.

#028 Manchester Black

Killing is the Only Option: When an opposing character is KO'd, you may remove an action token from Manchester Black. If the KO'd character was 100 or more points, after resolutions, heal Manchester Black 1 click.

Ruthless Telekinetic: Penetrating/Psychic Blast, Telekinesis.

#029 Silver Banshee

Wail of the Banshee: Incapacitate with three targets. When she uses it, after resolutions, deal damage to each hit character equal to the number of action tokens on them.

#030 Hope Taya

Minion: **Kill the Boss's Enemies:** Modify attack and speed +1 when a friendly character named Lex Luthor is within 8 squares.

#031 Non

Lobotomized Strongman: Super Strength. When using an object during an attack, increase the damage dealt by 1.

#032 Project: Superman

Learning to See the Light: Project: Superman has a range value equal to his click number.

#033 Eradicator

Reign of the Supermen: If a friendly character named Superman has been KO'd this game, modify Eradicator's combat values +1 for the rest of the game.

Kryptonian Clone, Computer Mind: Super Senses, Toughness.

#034 Cyborg Superman

Mental Backup: FREE: Remove an object (held or not) within 6 squares from the map. Roll a d6 and heal Cyborg Superman equal to half of that d6 roll.

Total Machine Control: Telekinesis as FREE, but only to place an object or attack with an object.

#035 Magog

Excessive Force: Once per turn, when Magog KO's an opposing character, after resolutions, Magog may take one action at no cost.

A Teacher and Healer, In The End: Support. When he uses it, the targeted character's defense value

becomes Magog's printed defense value. Before any attack roll, Magog may replace his defense value with the printed defense value of an adjacent friendly character.

#036 Composite Superman

Don't Belong: If he begins on his yellow 80 point line, Composite Superman's team abilities are Uncopyable.

#037 Libra

Prophetic Manipulation: At the end of your turn, you may choose an opposing character and a friendly character, both within 8 squares of Libra. When that opposing character attacks that friendly character before your next turn, you may have that attack roll be rerolled once per turn.

Uniting Leader: If Libra is the highest point friendly character on the map, modify attack +1.

#038 Princess Projectra

Illusionary Wall: Barrier with a range value of 4.

Full Illusions: FREE: Choose an adjacent character with the Legion of Super Heroes keyword. That character can use Super Senses until your next turn as long as it is adjacent to Princess Projectra.

#039 Wildfire

Free Energy Form: Poison, Pulse Wave.

Wild Energy Absorption: After one of Wildfire's RANGE resolve, heal him 1 click for each opposing character that took damage during that action.

#040 Maxwell Lord

Checkmate Is a Law Unto Itself: Characters with the Checkmate keyword can use the Police team ability as long as they are adjacent to Maxwell Lord.

Control Superman: Mind Control, but do not halve the speed value of a hit character.

#041 Starman

Map of the Multiverse: Phasing/Teleport. Opposing characters adjacent to Starman modify attack -1 if he used Phasing/Teleport during your previous turn.

#042 Lobo

Blah Healing Factor Blah: At the beginning of your turn, you may heal Lobo 1 click.

Lazy DAWG: Flurry. Before the second attack, roll a d6. He deals damage equal to the result -1 instead of normal damage.

Hook, Line, and Massacre: POWER: Choose an opposing character within 5 squares and line of fire, and roll a d6. If the d6 result is higher than the number of squares to that character, you may place that character adjacent to Lobo. On any result, you may then make a close attack.

#043 Doomsday

Relentless, Unstoppable: Battle Fury. Doomsday can't be placed by Telekinesis.

Steady Course to Metropolis: Charge. When using Charge, he has Improved Movement: Characters, Hindering, Elevated, Outdoor Blocking.

Final Confrontation: If an opponent has only one character on the map, Doomsday has, "POWER: Place Doomsday next to that character and make a close attack."

#044 Ursa

X-Ray Vision: When making attacks, Ursa has Improved Targeting: Hindering.

Kryptonian Black Ops: Running Shot, Stealth.

Light Sensitive: Modify attack +1, if Ursa occupies hindering terrain.

#045 Wonder Woman

Mera's Helmet: PROTECTED: Incapacitate, Mind Control, Penetrating/Psychic Blast. Opposing characters with the [Dolphin] or [Dolphin-Transporter] speed symbol can use Battle Fury.

Divide and Conquer: Opposing characters within 8 squares that are not adjacent to another opposing character modify defense -1 when targeted by a close attack. Friendly characters within 8 squares that are adjacent to another friendly character modify attack +1 when making close attacks.

#046 The Bat-Man

I'll Show You Young Punks How It's Done: Modify attack +1, when the Bat-Man attacks a character whose click number is lower than The Bat-Man's click number.

The House Always Wins: Immediately before The

Bat-Man makes an attack roll, you may choose a number between 1 and 6. If the attack hits and the chosen number is on one die, modify damage +1. If the attack hits and the chosen number is on both dice, instead modify damage +2, and after resolutions, heal The Bat-Man 2 clicks.

#047 Flash

Sudden Stop: If Flash moves due to his own action, after resolutions, you may place a hindering terrain marker in an adjacent square of clear terrain and an opposing character occupying that square may be knocked back from Flash 1 square.

Time Jump: POWER: Remove Flash from the map. At the beginning of your turn, you may place Flash (with no action tokens) anywhere on the map. If there are no other friendly characters on the map while he is removed from the map, he is KO'd. He can't use this power again until he's taken damage from an opponent's attack.

#048 Aquaman

Invade the Surface: If Aquaman moves due to his own action, after resolutions, you may move any number of other friendly characters with Dolphin or Dolphin-Transporter that occupy water terrain up to three squares.

Flood the Land in Revenge: When Aquaman is KO'd, all grounded terrain becomes squares of water terrain for the rest of the game instead of squares of clear, hindering, or blocking terrain.

Underground Geyser: DOUBLE POWER: Choose any square of clear terrain within 8 squares and line of fire. Place a special terrain marker in the chosen square and it becomes water terrain for the rest of the game. Deal a character occupying that square 3 damage, and then each character occupying an adjacent square is knocked back from the chosen square 3 squares.

All Must Be Submerged: Toughness, Willpower.

#049 Queen of Fables

Imprisoned in Something Ordinary: When the Queen of Fables is hit by an object attack with a standard object, deal her 1 unavoidable damage after resolutions.

I'm the Hero of this Tale: Willpower. When she attacks an opposing character, she may replace her attack and damage values with the printed attack and damage values of her target +1.

Rewrite the Story: Perplex, Probability Control.

#050 Imperiox

Planetary Destruction: After choosing starting areas, you may place 3 "DRILL" special terrain markers on the map outside of starting areas. At the beginning of your turn, deal 1 penetrating damage to each character occupying a square containing one of these markers. At the end of your turn, you may place each of these markers into a square adjacent to its current square that doesn't contain another "DRILL" special terrain marker. When Imperiox is KO'd, remove these markers from the map.

Summon the Hollowers: DOUBLE POWER: You may place any of Imperiox's "DRILL" special terrain markers in different squares adjacent to Imperiox.

Entropy Unleashed: Energy Explosion with three [targets]. Incapacitate with two [targets]. Pulse Wave.

#051 Swamp Thing

Out of the Green: Before being given a MOVE or CLOSE, you may place Swamp Thing in any square of printed hindering terrain within 4 squares.

Hallucinatory Toxins: Poison. When he uses it, a character that takes damage and has zero action tokens is also given an action token.

Nature's Assault: FREE: Choose any number of characters occupying a square of printed hindering terrain within 4 squares. Deal 1 damage to the chosen characters.

#052 Darkseid

Stony Lord of Apokolips: Each time penetrating damage would be dealt to Darkseid, he may reduce that damage by 1 even though it's penetrating damage. If he does so, he can't use Mastermind during that action.

Boom Tube Invasion: Phasing/Teleport. When he uses it, he has Passenger: 3 and can carry characters regardless of their speed symbols. One character of 125 points or less that shares a keyword with Darkseid and was carried by him this turn may be given a costed action if it would normally be able to.

#053 Zod

Defend New Krypton My Way: Other friendly characters with the Phantom Zone keyword modify attack +1.

Kneel Before Zod!: POWER: The controller of each opposing character within 2 squares with 0 or 1 action tokens may choose: give each of those characters an action token -or- deal those characters 2 penetrating damage. Deal an opposing character within 2 squares with 2 action tokens 2 penetrating damage.

The Most Dangerous Kryptonian Alive: If an opposing character has the [Superman Ally] team ability, friendly characters can't use the [Superman Enemy] team ability; instead if there are two or more friendly characters with the [Superman Enemy] team ability on the map, they can each use Outwit.

#054 Black Adam

World War III: Friendly characters named Osiris modify attack +1 if they are not on their starting click. Friendly characters named Isis modify defense +1 if they are not on their starting click.

Hell is Here!: Charge. // DOUBLE POWER: Charge at no cost. He can move up to 10 squares when using this Charge if he does not use [Carry] or Super Strength.

Lightning Regeneration: Regeneration. If he uses it and heals, after resolutions, deal 1 penetrating damage to each opposing character within 2 squares.

Defender of Khandaq: Impervious, but if he would be dealt 4 or more damage, he reduces that damage by 3 instead of 2. All his powers have Protected: Outwit, except for his Outwit.

-The keyword "The Society" is "Society".

#055 Superman

A Piece of My Ship: Super Strength. When Superman uses an object in an attack, he deals penetrating damage. When you place your force on the map at the beginning of the game, Superman begins holding a standard heavy object. (This doesn't count against your object limit.)

#056 Superman

The Apocalypse Dawns With Me: When a character takes damage from Superman's attack, that character modifies defense -1 and damage dealt to that character is increased by 1 until the end of the turn.

#057 Superman

Superman Returned!: Once per game, when Superman would be KO'd, instead heal him to click #6 and modify his combat values by +1 for the rest of the game. When this happens, he counts as KO'd for traits named "Reign of the Supermen".

Kryptonian Knowledge Crystals: Perplex, but only to target himself.

#058 Kal

Blacksmith's Apprentice: Adjacent friendly characters with the Armor keyword modify defense +1.

There's No One Else Who Can End This: If Kal is the only character on your force on the map, modify his combat values by +1.

Starmetal Armor: Impervious. Once per game, when Kal would be dealt damage, you may instead give him an action token and not deal him that damage. Protected: Outwit.

-Starmetal Armor has a Defense symbol, not a Damage symbol.

#100 Superman Robot

Minion: Follow or Rebel: When a friendly character with a higher point value and with the [Superman Ally] or [Superman Enemy] team ability is within 8 squares, Superman Robot can use that team ability.

#101 Commander El

Defend New Krypton My Way: Adjacent friendly characters with the Kryptonian keyword or the [Superman Ally] team ability modify defense +1.

#102 Manhunter Grandmaster

Leader of the Manhunters: After Manhunter Grandmaster resolves a costed action, you may move any number of other friendly characters with the Robot keyword 1 square. If those characters are also named Manhunter, they may move 3 squares instead.

But I Want to Die...: At the beginning of your turn, Regeneration at no cost.

#103 Bizarro-Girl

Rock-Breath: Incapacitate. When she uses it, a hit character cannot use its speed powers until your next turn.

Me Am So Scared: If Bizarro-Girl didn't take any

damage since your last turn, she can use Willpower.

#104 Zibarro

Escape From the Underverse: Adjacent friendly characters that can use [Flight] modify speed +2 when they are given a MOVE.

#105 Superman Beyond

Phantom Zone Projector: POWER: Make a close or range attack. If it hits, you may place the hit character in any starting area used this game and then deal that character 1 penetrating damage instead of normal damage.

Superman Battle for Smallville Fast Forces

#001 Superman

Champion of the Oppressed: Defend, but only characters 100 points or less can replace their defense values through this use of Defend.

Arctic Breath: Incapacitate. When he uses it and hits, he may also give an action token to each opposing character adjacent to the hit target.

For Tomorrow: Super Strength, Willpower.

#002 Supergirl

No Holding Back: Penetrating/Psychic Blast, [Sharpshooter].

#004 Lex Luthor

Everything Superman Is Not: Mastermind. He can choose a character of 150 points or less if both can use the same team ability.

#006 Bizarro

Bizarro World: Bizarro's attack rolls of 2 or 3 are critical hits. Bizarro's attack rolls of 11 or 12 are critical misses.

Lord of the Rings

EPIC- Once per turn for all friendly characters, an Epic ability can be activated with an Epic Action. This is still a costed action and applies action tokens normally.

#001 Frodo

Heart of the Fellowship: EPIC: Choose up to one adjacent friendly character per 100 points of the game's build total. Until your next turn, the chosen characters can use Willpower.

Ring-bearer: When Frodo would be hit by an attack, you may declare he evaded that attack. If you do, after resolutions, deal Frodo 1 unavoidable damage.

#002 Sam

Don't You Lose Him, Samwise Gamagee!: Defend. When a friendly character would replace its defense value with Sam's, you may first choose to replace Sam's defense value with his value +1,+2, or +3. That value is considered Sam's printed defense value for the use of Defend. If you do, after resolutions, roll a d6. **1-3:** deal Sam unavoidable damage equal to the increase.

#003 Aragorn

Through the Wild: EPIC: All friendly characters can use Leap/Climb until your next turn. At the end of your turn, one friendly character per 100 points of the game's build total may be given a MOVE at no cost if they have not been moved or placed this turn.

Protector: Any opposing character who damages a friendly character adjacent to Aragorn with a close attack is dealt 1 damage after resolutions.

#004 Legolas

Flank: If Legolas occupies a square on an edge of the map he has, "EPIC: Phasing/Teleport at no cost to move up to 12 squares but only through squares on the edge of the map. During this action, Legolas has Passenger: X, where X equals one character per 100 points of the game's build total."

Rapid Shot: Modify attack +2 when making a range attack. Modify damage +1 for each character he targets with a range attack beyond the first; each hit target must be assigned at least 1 damage.

#005 Gimli

Hold Your Ground!: EPIC: Until your next turn,

Gimli and up to 1 other friendly character per 200 points of the game's build total (each of whom must be adjacent to Gimli and/or at least one other chosen character) modify defense +2 and can't be knocked back.

Let Them Come!: When a single opposing character takes 3 or more damage during Gimli's action, after resolutions, you may place an action token on that character.

#006 Ringwraith

You Cannot Kill Them: Invulnerability. Modify the defense values of adjacent characters with the Nazgul keyword by the number of action tokens on Ringwraith.

#007 Gorbag

Orc Captain: Enhancement, Leadership.

#008 Shagrat

Uruk-Hai Captain: Friendly characters adjacent to Shagrat and making a close attack may modify attack +1 if not already modified by +1 or more.

Powerful Blow: When Shagrat hits an opposing character, after resolutions, he may use Force Blast against the same target at no cost, but can't knock back a character more than 3 squares.

#009 Ugluk

Instructions from the Eye: Perplex, but only to target other friendly characters.

#011 Merry

Took-Friend: UNIQUE MODIFIER- When Merry begins your turn adjacent to a friendly character named Pippin, both modify speed +1 until the end of the turn.

I Know a Shortcut!: Leap/Climb. Passenger: 3, but only if their combined point value is 100 points or less. Otherwise, Passenger: 1.

Barrow Blade: Blades/Claws/Fangs. When he uses it, instead deal half of that d6 roll.

#012 Pippin

Brandybuck-Friend: UNIQUE MODIFIER- When Pippin is adjacent to a friendly character named Merry, both modify defense +1.

Fool of a Took!: Stealth. // POWER: Choose up to two adjacent friendly characters and roll a d6. **1:** place an action token on the chosen characters. **4-6:** the chosen characters can use Stealth until your next turn.

Barrow Blade: Blades/Claws/Fangs. When he uses it, instead deal half of that d6 roll.

#013 Boromir

Horn of Gondor: EPIC: Up to one other friendly character per 100 points of the game's build total that shares a keyword with Boromir and is within 10 squares may be placed adjacent to Boromir or another character just placed by this effect. Placed characters may not be given an action until your next turn.

Numenorean Blood: KNOCKBACK during close attacks.

Dark Premonitions: Probability Control. After an action resolves during which Boromir used Probability Control, roll a d6. **1-3:** deal Boromir 1 unavoidable damage.

#014 Faramir

Ranger Captain: Enhancement, Running Shot, and Stealth.

He's Not Dead!: Toughness. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial and give Faramir an action token that doesn't deal pushing damage.

#015 Gollum

MINE!: Exploit Weakness, Plasticity.

Smeagol: Enhancement, Perplex, and Support. If he uses any of these powers, at the end of your turn, roll 2d6. **6 or less:** deal Gollum 1 unavoidable damage.

#016 Black Rider

Wraiths on Wings: Phasing/Teleport, Stealth, and Passenger: 1. Passenger: 2, but only if both carried characters share a keyword with him. Passenger:4, but only if all carried characters have the Nazgul keyword.

#017 Éowyn

Fearless Charge: When Eowyn uses Charge, she has Improved Movement: Characters and Passenger: 1, but only to carry a lower point character.

White Lady of Rohan: Perplex, Support. When using either power, she can only target characters with one or

more action tokens.

#018 Gandalf the Grey

You Shall Not Pass!: EPIC: Place up to 1 SPECIAL marker per 50 points of the game's build total in squares of either the row or column that Gandalf occupies. The first marker must be placed adjacent to Gandalf, the second adjacent to the first, etc. Until your next turn, any opposing character that would move out of or through the marked squares must first make an attack roll of their printed attack value against Gandalf the Grey's printed defense value. If the attack roll is unsuccessful, movement stops. These markers remain until the beginning of your next turn.

Servant of the Secret Fire: Outwit, Perplex. Outwit a second time as POWER.

#019 Saruman

An Army Worthy of Mordor: EPIC: Choose up to 1 character per 200 points of the game's build total. If that character's attack roll this turn is 9 or higher, the damage dealt by that character is penetrating damage.

Embrace Your Own Destruction!: Poison, Pulse Wave.

Palantir: Outwit, Probability Control.

#020 Servant of Sauron

Fallen Into Darkness: Blades/Claws/Fangs. When he uses it, on a result of 1-2, until the end of the turn any attack that hits made by friendly characters with the Nazgul keyword (including this one) is a critical hit.

#021 Mouth of Sauron

Dark Words: Mind Control. When he uses it and hits, after resolutions, roll a d6. **5-6:** deal 1 damage to the target of his Mind Control.

Demoralize: Perplex, Probability Control. When he uses Perplex he can modify combat values only by -2 and he does not need line of fire to the target if the target is within 5 squares.

#022 Merry and Pippin

We'll All Have One of These "Pints": EPIC: Once this turn when Merry and Pippin are healed of at least 1 click you may also heal 1 click on an all friendly characters adjacent to them.

Heal Our Heart and Drown Our Woe: Quake. When Merry and Pippin uses it, place an action token on each hit opposing character instead of any other damage.

Qualifying Name - Qualifying Real Name

Merry -- Meriadoc Brandybuck

Pippin -- Peregrin Took

#023 Frodo and Sam

Let Us Be Rid of It Once and For All!: Reduce damage dealt by the number of action tokens on this character.

I Can't Carry It For You, But I Can Carry You!:

Leap/Climb, Stealth, and Passenger: 1.

Qualifying Name - Qualifying Real Name

Frodo -- Frodo Baggins

Sam -- Samwise Gamgee

#024 Mr. Underhill

We Stay Together, We Stay Off the Road!:

Phasing/Teleport, Stealth, and Passenger: 1.

We Must Not Be Seen!: Adjacent friendly characters can use Super Senses. When they roll a d6 for this Super Senses, on a result of 1-2, after resolutions, Mr. Underhill is dealt 1 unavoidable damage.

#101 Nazgul

Icy Touch: Exploit Weakness. POWER: When a friendly character with the Nazgul keyword damages an opposing character this turn, place an action token on the opposing character.

#102 One of the Nine

Nine Kings of Men, Doomed to Never Die: When this character or another friendly character with the Nazgul keyword is KO'd, heal 1 click on all friendly characters with the Nazgul keyword.

#201 Ringbearer

The Burden of Ringbearers: All adjacent friendly characters with the Ringbearer keyword at the beginning of your turn can use Willpower until your next turn.

Nothing But a Trail of Footprints: When Ringbearer is given a MOVE, he breaks away automatically and has Improved Movement: Characters.

#202 Strider

Leaving Decoys: EPIC: For each 200 points of the

build total, choose up to one friendly character next to an opposing character, place the friendly character in an unoccupied square adjacent to Strider but not adjacent to any opposing character, and place a hindering terrain marker in the square formerly occupied by the friendly character.

Sword Training: Perplex, but only to target other friendly characters.

#203 Esquire of Rohan

Scatter the Foe: EPIC: Choose a stack of opposing horde tokens, remove up to one horde token from it for each 200 points of the build total, and place the remaining stack in its owner's starting area.

Barrow Blade: Blades/Claws/Fangs. When he uses it, instead deal damage equal to half of the d6 roll.

-Scatter the Foe may be used to remove every token from a stack if the build total is high enough. If this is done, nothing is placed into the starting area.

#204 Guard of the Citadel

He's Alive!: Defend. When he or a friendly adjacent character uses Support, replace their attack value with their printed value +1.

#205 Captain Lurtz

On the Trail: At the beginning of the game, choose an opposing character. After Captain Lurtz resolves a MOVE, he may immediately use Charge at no cost but only if he can use it to attack the chosen character and does so. If Captain Lurtz KO's the chosen character, he may choose a new opposing character.

#206 Olog Hai

Trample: Improved Movement: Characters, but only if those characters have the [Starburst] damage symbol. Once per turn, when Olog Hai moves through a square occupied by an opposing character, roll a d6. **4-6:** deal the character 1 unavoidable damage.

#207 Witch-King of Angmar

Chosen Prey: EPIC: Choose an opposing character. Modify that character's defense -2 until your next turn.

Rider in Black: Charge, Stealth.

Morgul Blade: Mind Control with a range of 8. // Each time an opposing character takes damage from his attack, place a Blade token on this card. When he uses Mind Control, before his attack roll, he may remove any number of Blade tokens. Modify attack +1 for each removed token.

#208 Sauron

The Free Lands Will Fall: When Sauron attacks a stack of horde tokens and deals damage, roll a d6. **3-4:** you may remove one additional horde token. **5-6:** you may remove two additional horde tokens.

Frozen with Fear: EPIC: Choose up to one opposing character for each 200 points of the build total. Until your next turn, the chosen characters can't be given MOVE or POWER unless there are no other opposing characters.

The Shadow Across the Land: Phasing/Teleport. When he uses it, after resolutions, he may make a close attack modifying attack -2.

One Ring to Rule Them All: Pulse Wave with a range of 10. When he uses Pulse Wave and hits, you may give the hit character(s) an action token instead of dealing damage.

Ring of Power: Unless Sauron can't use this power, Sauron's other powers and abilities have Protected: Outwit. Exploit Weakness, Outwit, and Perplex.

The Incredible Hulk

#001 Hulk

Strongest One There: Super Strength.

Puny Humans Stand No Chance: When a character 75 points or less would deal damage to Hulk with an attack or targets Hulk with Outwit, roll a d6. **4-6:** Hulk takes no damage from that attack or that use of Outwit has no effect.

#002 Bruce Banner

Alter Ego: **Hulk:** POWER: This action deals no pushing damage. Replace this character with [IH] #001 Hulk, [IH] #043 Hulk, or [GG] #027 Hulk on its orange starting line. Protected: Outwit.

Bomb Science: Energy Explosion. UNIQUE MODIFIER - Bruce Banner and adjacent friendly characters deal 1 additional damage to the targets of their attacks while using Energy Explosion.

#003 A.I.M. Agent

Minion: **When You Get Thrown Out of Grad School...:** When a friendly character with the A.I.M. keyword and a higher point value is within 8 squares, A.I.M. Agent can use Energy Explosion.

#004 Hulkbuster Soldier

High-Energy Vision and High Ordnance: When attacking a character with a printed damage value of 4 or more, modify attack +1 and damage dealt by this attack may not be reduced below 1.

#005 Humanoid

Minion: **Which One Just Punched Me?:** When a friendly character named Leader or The Leader is within 8 squares, Humanoid can use Shape Change and Willpower.

#007 She-Hulk

Breaking The Fourth Wall: When She-Hulk makes an attack, after resolutions you may destroy one square of blocking terrain or one wall that is adjacent to a targeted character.

#008 John Jameson

Married(!?) Duo: UNIQUE MODIFIER- When a friendly character named She-Hulk is adjacent to John Jameson, they both modify attack +1.

Alter Ego: **Man-Wolf:** POWER: This action deals no pushing damage. Replace this character with [IH] #009 Man-Wolf on its orange starting line. Protected: Outwit.

#009 Man-Wolf

Stargod, Briefly: Penetrating/Psychic Blast with a range value of 6. [Power Cosmic] team ability.

#010 Punisher

Weapon Swap: **Punisher:** RANGE: Make a range attack. After resolutions, replace him with any character with this trait but a different collector's number on the same click number.

#011 Punisher

Weapon Swap: **Punisher:** RANGE: Make a range attack. After resolutions, replace him with any character with this trait but a different collector's number on the same click number.

#012 Thundra

Prove Femizons Are Your Superiors: At the beginning of the game, choose an opposing character that has the highest point value among all opposing characters. Modify attack and damage +1 when attacking that character.

#013 Abomination

Rampaging Assault: Charge, Flurry.

#014 The Leader

Humanoid Regrowth Chamber: When a friendly character whose name includes "Humanoid" is KO'd, you may roll a d6 that can't be rerolled. **5-6:** Generate a character with the same name and point value on click #2 in your starting area.

I Can't Stop Your Brute Strength, But My Mind is Far Superior: Outwit. Once per turn, if he chooses a power that isn't a defense power, he can immediately use it again at no cost to choose another power or ability that isn't a defense power.

#015 Skaar

Parental Duo: UNIQUE MODIFIER- When a friendly character named Hulk or Caiara is adjacent to Skaar, they all modify attack +1.

Power of the Oldstrong: When Skaar is adjacent to a square of blocking terrain, if Invulnerability is showing on his dial, he can use Impervious instead. If Toughness is showing on his dial, he can use Invulnerability instead.

#016 Lyra

Meditative Femizon Trance: If Lyra has no action tokens when she makes an attack, she can use Probability Control during that attack.

#017 A.I.M. Renegade

A.I.M. Must Be Purified: Modify attack and damage +1 when attacking a character that has a keyword or team ability that A.I.M. Renegade also has.

#018 A.I. Marine

Alter Ego: **A.I. Marine Hulk:** POWER: This action deals no pushing damage. Replace this character with [IH] #100 A.I. Marine Hulk on its orange starting line. Protected: Outwit.

#019 Black Tarantula

Many Arms of the Black Tarantula: DOUBLE POWER: CLOSE at no cost and he may use

Blades/Claws/Fangs. After resolutions, he may automatically break away and move up to 2 squares, then make a range attack.

#020 White Tiger

Demonic Resurrection: Once per game, when White Tiger would be KO'd, you may instead heal her to click #3. If you do, at the beginning of each of your turns while she is on the map, deal 1 unavoidable damage to another friendly character.

#021 Daredevil

I Can Hear Your Heartbeat: Lines of fire drawn by Daredevil aren't blocked by Stealth. Opposing characters targeted by Daredevil can't use Shape Change.

No, Behind You: Super Senses. When he uses Super Senses to evade an attack, after resolutions, deal an adjacent opposing character 1 damage.

#022 Matt Murdock

Alter Ego: **Daredevil:** POWER: Replace this character with [IH] #021 Daredevil, [IH] #031 Daredevil, or [IH] #103 Daredevil on its orange starting line. Protected: Outwit.

Sue for Libel: Outwit. When Matt Murdock uses it, he may instead target a character of 75 points or less within 6 squares regardless of line of fire if he uses it to choose Outwit, Perplex, or Stealth.

#023 Punisher

Weapon Swap: **Punisher:** RANGE: Make a range attack. After resolutions, replace him with any character with this trait but a different collector's number on the same click number.

#024 Jigsaw

Each Scar is a Reminder: Jigsaw can't be healed. Each time Jigsaw takes damage, place a number of Scar tokens on this card equal to the damage clicked. Before Jigsaw makes an attack roll, you may remove any number of Scar tokens and choose one: modify attack +1 for each Scar token removed -or- modify damage +1 for every two Scar tokens removed.

#025 Rick Jones

Alter Ego: **I've Led an Interesting Life:** POWER: This action deals no pushing damage. Replace this character with [IH] #040 A-Bomb, [GG] #031 Captain Marvel or [CW] #027 Genis-Vell on its orange starting line. Protected: Outwit.

#026 Hercules

Are You Worthy of 'The Gift'?: Modify attack -1 when attacking a character with a lower point value, lower printed attack value, and lower printed damage value. When Hercules attacks a character that does not meet all of those conditions, modify attack +1 instead.

Coward, Come Closer: Willpower. Modify defense +1 against range attacks.

#027 Amadeus Cho

Unlikely Duo: UNIQUE MODIFIER - When a friendly character named Hercules is adjacent to Amadeus Cho, they both modify attack +1.

Time to Calculate Trajectory: Penetrating/Psychic Blast. When Amadeus Cho uses it, modify attack and range +2 and he deals 1 damage instead of normal damage.

7th Smartest in the World: Outwit. If no friendly character has a power chosen by Outwit, he can also use Probability Control.

#028 Red Hulk

No, I'm Clearly the Strongest One There Is: Super Strength.

Trouble Coming Your Way: Leap/Climb. If he moves 6 squares or less due to his own action, after resolutions, he may make a close attack.

Hotter and Hotter: Poison. When Red Hulk uses it, he deals 2 damage to adjacent opposing characters and 1 damage to nonadjacent opposing characters within 2 squares and line of fire.

#029 General Thunderbolt Ross

Alter Ego: **Red Hulk:** POWER: This action deals no pushing damage and replace this character with [IH] #028 Red Hulk on its orange starting line. Protected: Outwit.

The Hulkbuster: Friendly adjacent characters of 75 points or less modify attack +1 when attacking a character that can use Super Strength. If any friendly character attacks a character named Hulk, that friendly character modifies damage +1.

#030 Doc Samson

Deprogramming: POWER: Choose another friendly character within 4 squares and line of fire. That character has, "PROTECTED: Outwit, Perplex until

your next turn."

Psychological Trickery: Mind Control. When he uses it, modify attack +1. After resolutions, he may use Outwit and Perplex targeting a character he hit with this use of Mind Control.

#031 Daredevil

Ruthless Justice for Criminals: Friendly characters with The Hand keyword modify attack +1 when attacking characters of a lower point value.

Matt, You Don't Want to Do This: Exploit Weakness, Leadership, and Shape Change.

#032 Shanna

Savage Duo: UNIQUE MODIFIER - When a friendly character named Ka-Zar is adjacent to Shanna, they both modify attack +1.

Queen of the Savage Land: Modify attack +2 when attacking a character that's occupying printed hindering terrain. Modify damage +1 while occupying printed hindering terrain.

#033 Tiger Shark

The Scent of Blood: When a character takes damage from Tiger Shark's attack, you may mark that character. At the end of your turn, if Tiger Shark is within 3 squares of a character marked in this way but not adjacent, you may place him adjacent to that character.

Blood in the Water: Charge. If Tiger Shark begins or ends a MOVE occupying water terrain, after resolutions, he may be given a CLOSE at no cost.

#034 Man-Beast

Master Impersonator: Shape Change. If an opposing character has been KO'd by Man-Beast this game, this Shape Change succeeds on a roll of 4-6.

Emotional Corruption: When a character takes damage from Man-Beast's attack, after resolutions, Man-Beast may use Mind Control targeting that character at no cost.

#035 Wolverine

My First Non-X Team: Modify attack +1 if other friendly characters on the map have 3 or more different team symbols among them.

Lunge: When Wolverine is given a CLOSE, immediately before making the attack he may automatically break away and move up to 2 squares.

#036 Joe Fixit

Incoming!: Leap/Climb. If he uses it with a MOVE, after resolutions, he may use Quake at no cost.

Stunning Throw: When Joe Fixit is given a RANGE Object Action, after resolutions, give a hit character an action token.

#037 Ghost Rider

Penance Stare: Ghost Rider deals penetrating damage to opposing characters that have damaged a friendly character since your last turn.

#038 Spider-Man

Surprise! I'm Under You!: Leap/Climb. When Spider-Man makes a close attack targeting a character on a higher elevation, modify attack and damage +1.

Distracting Banter: If an opposing character attacks Spider-Man and misses, modify that character's defense -1 until that character's next turn.

#039 Caiera

Imperial Bodyguard: At the beginning of the game, choose a friendly character. When that character is adjacent to Caiera, that character's defense value becomes 18.

Blade of my People, Power of Sakaar:

Blades/Claws/Fangs, Super Strength. When she uses Blades/Claws/Fangs while holding an object, add 1 to the d6 roll, then remove that object from the game.

#040 A-Bomb

Camouflage: When A-Bomb is adjacent to a wall or blocking terrain, any line of fire drawn to him for a range attack is blocked.

#041 Ka-Zar

Qualifying Name OR Qualifying Real Name

Ka-Zar -- Kevin Plunder

Zabu -- Zabu

#042 Black Bolt

Silent Scream: Pulse Wave. He may instead activate it with a DOUBLE POWER. If he does, if a line of fire can be drawn to more than one character, he deals his printed damage value to all characters instead of 1.

She Speaks for Me: Leadership. If a friendly character named Medusa is adjacent when he uses Leadership and he succeeds, he may instead remove an action token from each adjacent character that shares a keyword with him. If he does, add that many actions -1 to your action total this turn.

#043 Hulk

Limitless Rage: Toughness. Hulk does not take any damage unless it is dealt by an attack that hits and the attack roll is doubles. Friendly characters can't use Probability Control during an attack that targets Hulk. Protected: Outwit, Pulse Wave.

Peace of the Outback: Before Hulk makes a close attack, you may choose to modify attack and damage -1. If you do, Hulk's target can't use defense powers for that attack.

#044 Red King

Gigantic Reach: Giant Reach: 3.

Swat: KNOCKBACK. When the knock back path of a character knocked back in this way is stopped by another character, deal both characters 2 knock back damage.

#045 Cosmic Hulk

Weekend Uni-Vision: Improved Targeting: Hindering, Elevated, Characters.

#046 Winter Hulk

Shield Smash: When Winter Hulk makes a close attack, if his attack total is at least 4 greater than his target's defense value, the hit character can't make a close or range attack during its next turn.

Puny Shield: Modify defense +1 against range attacks.

Revert: **Captain America:** FREE: Replace Winter Hulk with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #

[CA] #001 Captain America // Current - 1

#047 Hulklops

Beam Smash: When Hulklops makes a close attack, if his attack total is at least 4 greater than his target's defense value, after resolutions, he may use Penetrating/Psychic Blast targeting the hit character at no cost.

Eyes on the Back of My Head: Pulse Wave. When he does, he has Improved Targeting: Elevated.

Revert: **Cyclops:** FREE: Replace Hulklops with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #
[GSX]#008 Cyclops // Current - 1
[GSX:FF] #002 Cyclops // Current - 3

#048 Icehulk

Ice Smash: When Icehulk makes a close attack, if his attack total is at least 4 greater than his target's defense value, give the hit character up to 2 action tokens after resolutions.

Freezing Hit: Poison. When Icehulk hits a character that also took damage from Icehulk's Poison this turn, that character can't use its speed powers until your next turn.

Revert: **Iceman:** FREE: Replace Icehulk with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #
[GSX] #038 Iceman // Current - 1
[GSX:FF] #006 Iceman // Current - 3

#049 Hulkmariner

Sea Smash: When Hulkmariner makes a close attack, if his attack total is at least 4 greater than his target's defense value, the hit character can use Earthbound/Neutralized this game as long as Hulkmariner is on the map.

Flotsam and Jetsam: Super Strength. If he occupies water terrain and isn't holding an object, he has, "FREE: Generate a standard light object that Hulkmariner is holding."

Revert: **Namor:** FREE: Replace Hulkmariner with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #
[GG] #009 Namor // Current
[GG] #203 Namor // Current - 1

#050 Mighty Thorr

Thunder Smash: When Mighty Thorr makes a close attack, if his attack total is at least 4 greater than his target's defense value, after resolutions, he can use Quake at no cost.

Chain Lightning: Energy Explosion with two targets.

Revert: **Thor:** FREE: Replace Mighty Thorr with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #
[CW] #038 Thor // Current - 2
[CW:FF] #002 Thor // Current - 1
[HOT:FF] #005 Thor // Current

#051 Wolverine

Blood Smash: When Wolverine makes a close attack, if his attack total is at least 4 greater than his target's defense value, after resolutions, heal Wolverine 2 clicks.

Big Claws: Blades/Claws/Fangs, Flurry. When Wolverine is given a CLOSE, he has Giant Reach: 2.

Revert: **Wolverine:** FREE: Replace him with a figure on a click number as listed below. If the replacement is KO'd, this character's point value is scored instead.

SET/# NAME // CLICK #
[CW] #029 Wolverine // Current
[GSX:FF] #004 Wolverine // Current - 1
[GSX] #009 Wolverine // Current - 2

#100 A.I. Marine Hulk

Hulk Platoon: Modify attack +1 for each friendly adjacent character named A.I. Marine or A.I. Marine Hulk. Modify damage +1 for each set of two friendly adjacent characters named either A.I. Marine or A.I. Marine Hulk. (Each character can only be counted as part of a set once.)

#101 Bruce Banner

Charging Up: When targeted by a close attack, Bruce Banner can use Toughness if he has no action tokens, Invulnerability if he has 1 action token, and Impervious if he has 2 action tokens.

Bannertech Forcefield: Barrier, Energy Shield/Deflection.

#103 Daredevil

Borrowed Rogues Gallery: When attacking a character with the [Brotherhood of Mutants], [Hydra], [Masters of Evil], [Minions of Doom], [Sinister Syndicate], or [Skrulls] team ability, modify attack +1.

#201 Hulk

Leave Hulk Alone!: KNOCKBACK.

Guns Make Hulk Mad!: Modify attack and damage +1 for each time he was targeted by a range attack since your last turn.

#202 Bruce Banner

Alter Ego: **Hulk:** POWER: This action deals no pushing damage and replace this character with [IH] #201 Hulk on its orange starting line. Protected: Outwit.

Bannertech Gamma-Inhibitors: Incapacitate. If he uses Incapacitate to target a character with a printed damage value of 4 or more, modify attack +2.

You Wouldn't Like Me When I'm Angry: When Bruce Banner takes 2 or more damage from an opponent's attack, if after resolutions this power is revealed, you may replace this character with [IH] #201 Hulk on its orange starting line.

#203 Hulkbuster Squad Leader

Minion: **Hulkbusters:** If Hulkbuster Squad Leader is within 8 squares of a friendly character named General Thunderbolt Ross, Hulkbuster Squad Leader can activate the S.H.I.E.L.D. team ability as FREE instead of POWER.

#204 She-Hulk

"Here's Jenny!": When She-Hulk makes a close attack, walls do not block adjacency. When she targets a character along an edge of her square with a close attack, after resolutions, destroy the wall between her and her target.

#205 Punisher

Spray With Bullets: When Punisher makes a range attack, increase the damage dealt by 1 to each hit target character if that character is adjacent to one or more other hit target characters.

#207 Skaar

Swords are More Fun: Blades/Claws/Fangs. When using Blades/Claws/Fangs, the minimum result is Skaar's printed damage value.

#208 General Thunderbolt Ross

Alter Ego: **Red Hulk:** POWER: This action deals no pushing damage and replace this character with [IH] #210 Red Hulk on its orange starting line. Protected: Outwit.

Call in the Air Strike: Once per game, General Thunderbolt Ross has, "DOUBLE POWER: Choose a square anywhere on the map. Modify attack +3 and make a range attack. Each character occupying the chosen square or adjacent to the chosen square becomes a target of that attack. A hit character occupying the chosen square is dealt 3 damage. Other hit characters are dealt 2 damage that causes knock back from the chosen square. Destroy all walls and squares of blocking terrain in or adjacent to the chosen square."

#209 The Leader

Your Will Is Weak: Mind Control.

I Am Always Five Moves Ahead of You: Perplex. Opposing characters can't target friendly characters' defense values with Perplex.

#210 Red Hulk

Intense Heat: Poison. After an opposing character's action resolves, if an opposing character who was not adjacent to Red Hulk became adjacent to Red Hulk during that action, deal that character 1 penetrating damage.

Not Above Using Guns: Red Hulk may make range attacks with a range value of 4.

The Incredible Hulk Smash Fast Forces

#001 Hulk

Stronger the Angrier I Get: When a second action token is placed on Hulk, if he would take pushing damage, you may instead heal him 1 click.

#003 She-Hulk

Clothesline: Charge. When she uses it and moves along a straight horizontal or vertical path of at least 2 squares, after resolutions, opposing characters she hits are also given an action token.

Impromptu Shield: Invulnerability. If She-Hulk is holding an object, she can also use Energy Shield/Deflection.

#005 General Thunderbolt Ross

Respect the Uniform, Son: Leadership. When General Thunderbolt Ross makes a successful Leadership roll, he may also remove an action token from an adjacent friendly character with the Soldier keyword and a point value of 75 points or less.

#006 The Leader

You Wish to Match Wits With Me?: Outwit. When an opposing character within 10 squares and line of fire uses Outwit to choose a friendly character's defense power, roll a d6. **4-6:** That use of Outwit has no effect.

Star Trek: Tactics

#004 U.S.S. Equinox

This ship has the Federation symbol.

#010 U.S.S. Reliant

Genesis Testing: Charge. // **POWER:** Remove up to three blocking or hindering terrain markers within 6 squares from the map. If you remove at least one marker in this way, U.S.S. Reliant may then use Smoke Cloud at no cost.

#017 U.S.S. Montgolfier

Scavenged Materials: Once per turn, when the U.S.S. Montgolfier uses Support and misses, you may remove an object within 6 squares of the U.S.S. Montgolfier from the map and reroll the attack roll.

#018 U.S.S. Prometheus

Multi-Vector Assault: At the end of your turn, if this character is marked with zero or one action tokens, place a SPECIAL token in the square occupied by this character. Until the end of your next turn, when this character makes an attack or is attacked, it may be considered to occupy either its current square or the square occupied by the token. Remove the token at the end of your next turn.

#020 U.S.S. Hood

Admiral McCoy: Support. When it uses it, if the target has 2 action tokens, add 1 to the d6 roll for Support.

#021 I.K.S. Kronos One

Klingon Fury: Once per turn, Kronos One or an adjacent character with the Klingon Keyword that has two action tokens may be given a costed action. If you do, after resolutions, deal it 1 unavoidable damage and do not clear action tokens from it at the end of the turn.

#022 U.S.S. Enterprise-E

Metreon Gas Venting: Phasing/Teleport. When it uses it, after resolutions, you may place a hindering terrain marker in each square it moved through occupied by an opposing character and roll one d6. **5-6:** deal each character occupying those squares 1 damage. Remove the markers at the beginning of your next turn.

#024 U.S.S. Sutherland

My Positronic Brain Has Calculated the Odds: Opposing characters within 4 squares and line of fire can't use Probability Control.

#026 U.S.S. Reliant

Ceti Eels: If U.S.S. Reliant misses with a close attack, after resolutions, you may use Mind Control at no cost targeting the same target.

#028 H.M.S. Bounty

Whalesong: DOUBLE POWER: Until the beginning of your next turn, each character that makes an attack within 6 squares rolls a d6 after resolutions. **1-3:** deal the character 1 unavoidable damage.

#100 Warship Voyager

No Time for Half-Measures: When Warship Voyager or an adjacent friendly character attacks, any attack roll of doubles that hits is a critical hit.

The Infinity Gauntlet

#001 Adam Warlock

Focus on Mind and Space: Hypersonic Speed, Mind Control, Penetrating/Psychic Blast, and Phasing/Teleport.

Focus on Soul and Time: Incapacitate, Poison, Steal Energy, and Telekinesis.

Focus on Power and Reality: Close Combat Expert, Probability Control, Ranged Combat Expert, and Shape Change.

#002 In-Between

Soul Gem: In-Between may begin the game with the Soul Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when In-Between is KO'd. In addition to its normal effects, modify defense +1 if the Soul Gem is attached.

The Source of Magic: In-Betweener deals 2 penetrating damage instead of 1 penetrating damage when using the Mystics team ability.

Polar Opposite Attack: FREE: Choose an opposing character within range and line of fire. Until your next turn, In-Betweener may use all standard powers and keyphrase abilities that character can use as long as that character is on the map. At the end of your turn, if In-Betweener didn't attack that character this turn, deal In-Betweener 2 unavoidable damage.

-This figure has a silver ring on its base.

-When using Polar Opposite Attack you can't pick and choose which powers you get to use from the other character. You will gain the use of all of the standard powers.

#003 Champion

Power Gem: Champion may begin the game with the Power Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Champion is KO'd. In addition to its normal effects, modify damage +1 if the Power Gem is attached.

Fight ME! I Have No Need of Allies: Opposing characters modify attack -1 when attacking another character friendly to Champion. Modify attack -1 if there's another character on your force on the map.

-This figure has a silver ring on its base.

#004 Gardener

Time Gem: Gardener may begin the game with the Time Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Gardener is KO'd. In addition to its normal effects, modify range +2 if the Time Gem is attached.

Watch My Garden Grow: At the end of your turn, you may place a hindering terrain marker in a square within range that's not occupied by an opposing character.

Unfriendly Flora: Poison. When he does, after resolutions, you may deal 1 damage to up to 3 opposing characters that are within range and are occupying hindering terrain.

-This figure has a silver ring on its base.

#005 Runner

Space Gem: Runner may begin the game with the Space Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Runner is KO'd. In addition to its normal effects, modify speed +1 if the Space Gem is attached.

I Have to Be the Fastest: Improved Movement: Hindering. Modify attack +2 when attacking a character with a speed value of 10 or greater.

Quicker Than Thought: While using Hypersonic Speed, instead of a close attack, Runner may be given a CLOSE at no cost to use Flurry or Exploit Weakness.

-This figure has a silver ring on its base.

#006 Collector

Reality Gem: Collector may begin the game with the Reality Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Collector is KO'd. In addition to its normal effects, Collector can use Probability Control during an opponent's turn if the Reality Gem is attached.

A Unique Specimen!: Modify attack +2 when attacking a Unique character.

Add You to the Collection: Incapacitate. When Collector uses it and hits, you may also choose: give the hit character two action tokens instead of one -or- place the hit character in your starting area.

-This figure has a silver ring on its base.

#007 Grandmaster

Mind Gem: Grandmaster may begin the game with the Mind Gem attached to his base by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Grandmaster is KO'd. In addition to its normal effects, modify attack +1 if the Mind Gem is attached.

Match Your Luck to Mine: When an opponent attacks Grandmaster, after the attack hits but before the damage is dealt, you may give Grandmaster an action token. If you do, roll 2d6 that can't be rerolled. If your roll is higher than the unmodified attack roll, that attack deals no damage.

Let's Play an Honest Game: Outwit. Opposing characters can't use Probability Control during his attacks.

-This figure has a silver ring on its base.

#008 Thanos

Issue #1

Omniscient: [Multiattack]

My Trusted Servant: When you reveal your force, you may reveal up to 3 additional characters, each of 150 points or less. After all of your opponents reveal their forces, you may choose one of those characters to add to your force.

Half the Universe...Gone: At the beginning of the game, choose up to one half of the total number of opposing characters. Deal each of the chosen characters 1 unavoidable damage.

Write My Divinity In Mountains: Barrier, but places up to 6 blocking terrain markers instead of 4.

Exile to Soul World: When Thanos takes 2 or more damage from an opposing character's attack and has this power after resolutions, you may remove that character from the map. An opposing character may be given a DOUBLE POWER to return the removed character to the map in a square of its owner's choice on their next turn, even if this power is lost. If there are no opposing characters on the map, immediately return all characters removed this way to square(s) of their owner's choice.

Issue #2

Imprison My Brother: At the beginning of the first turn using this dial, you may choose an opposing character. Place that character in its own starting area and give it two action tokens.

Psychic Wave of Annihilation: Pulse Wave but deal 2 damage instead of 1 when lines of fire can be drawn to more than once character. Before he uses Pulse Wave, he may destroy a square of blocking terrain or a wall within his range and line of fire.

Unnatural Disasters: POWER: Roll a d6. Use the effect described by that roll below.

1-2 = Earthquake: Deal each other character that can't use [Flight] 1 damage.

3-4 = Tidal Wave: Choose an edge of the map. Knock back each opposing character 2 squares, in a straight

line away from the chosen edge of the map.

5-6 = Tornado: Choose any 2 adjacent squares on the map not occupied by a character. Thanos can use Quake at no cost as if he occupied both the chosen squares.

Issue #3

Dissension in Your Ranks: Opposing characters lose all keywords. Opposing characters adjacent to Thanos can't use team abilities.

Terraxia: At the beginning of the first turn using this dial, you may place IG #009 Terraxia on the map adjacent to Thanos.

Torture my "Granddaughter": Penetrating/Psychic Blast. When Thanos uses it, if he targets a single opposing character and hits, that character can't use all speed and attack powers displayed on its dial until your next turn.

Issue #4

Making the Grab for the Gauntlet: If the result of a successful close attack roll made by an opposing character against Thanos is a critical hit, after resolutions, that character may make another close attack that deals penetrating damage targeting Thanos.

Shrinking the Hulk: After Thanos takes damage from an opposing character's attack, either give that character a Shrink token or, if there is already a Shrink token assigned, move the Shrink token to that character. A character with a Shrink token modifies its combat values by -1.

Nova Made Into Blocks: When Thanos KO's an opposing character, you may place up to 2 blocking terrain markers on the map within his range and line of fire.

Force Cubes: Exploit Weakness. Characters more than 6 squares away from Thanos can't target Thanos with a range attack.

Issue #5

Omnipotent: [Multiattack]. Improved Targeting: Hindering.

I Betray Myself By Ignoring the Insignificant: If there is more than one opposing character on the map and they are not all the same point value, Thanos can't target the lowest point opposing character with an attack and that character deals penetrating damage to Thanos.

Drown in Time: POWER: Once per turn, each opposing character must choose to be dealt 1 unavoidable damage -or- it can't attack Thanos during its next turn.

Steel Myself To Face the Gods: Impervious. When Thanos uses Impervious, he can reduce penetrating damage.

Reality Bends to My Will: Outwit, Probability Control. Thanos modifies his combat values by +1 when attacking characters of 250 or more points.

-This figure has a silver ring on its base.

#009 Terraxia

Minion: Thanos's Creation: Perplex, but only if a friendly character whose name includes "Thanos" is on the map.

-This figure has a silver ring on its base.

Galactic Guardians

#001 Nova Prime

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Leadership, but only succeed on a roll of 6. // Adjacent friendly characters of 50 points or more with the Nova Corps keyword have, "POWER: Remove an action token from Nova Prime."

#002 Nova Corps Recruit

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Defend, but only characters with a lower point value can replace their defense value with this character's.

#003 Cardinal Of The UCT

Minion: **Belief Battery:** If a friendly character named Cardinal Raker or Magus is within 8 squares, Cardinal of the UCT can use [Flight].

#004 Skrull Rebel

Hiding in Front of You: If Skrull Rebel succeeded on one or more rolls for the Skrull team ability since your

last turn, Skrull Rebel may make one close or range attack as FREE a this turn.

-The point cost on the character card is 30.

#005 Annihilation Seeker

Minion: **Master Finds the Prey:** If a friendly character named Annihilus or Ravenous is within 8 squares, Annihilation Seeker has, "POWER: Place Annihilation Seeker adjacent to an opposing character within Annihilus or Ravenous's range and line of fire."

#006 Doombot

The Real Doom, or just a Bot?: If there is another friendly character on the map whose name includes "Doom" or "Doombot" as a separate word, Doombot can use Perplex, but only to target itself. Otherwise, Doombot can use Leadership and Shape Change.

#007 Blood Brother

Weaken as We Part: If there is exactly one other friendly Blood Brother on the map, modify attack +1. If that character is adjacent, modify all combat values by +1 instead.

Brother, Save Me: Toughness. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, you may deal an adjacent friendly character named Blood Brother 1 unavoidable damage. If you do, stop turning the dial.

#008 Nebula

Interstellar Piracy: After objects are placed at the beginning of the game, you may place up to two total standard light and/or heavy objects placed by your opponents into your starting area.

#009 Namor

Defenders Undersea: Characters with the Defenders keyword or team ability who begin an action adjacent to Namor can use [Swim] for that action.

Imperius Rex: Leadership. Opposing characters subtract 1 from their Leadership rolls.

#010 Adam Warlock

He Is Me, and I Am Him: After an action resolves during which Adam Warlock took damage from an opposing character, you may replace him with [GG] #020 Magus on the same click number.

#011 Drax

While My Quarry Lives, I Never Rest: At the beginning of the game, choose an opposing character with a higher point value. As long as that character is on the map, Drax can use Charge and Willpower.

Ruin Your Plans, Vile One: Probability Control, but only when the character chosen for his trait makes an attack roll.

#012 Charlie-27

This character's card has the Shield symbol on the card for the THICK SKIN (Invulnerability) Power.

#013 Hollywood

Almost Immortal: Hollywood takes a maximum of 1 damage (at once). Cannot be used with any reducer. Protected: Outwit.

#014 Astral Dr. Strange

Dr. Strange's Animating Spirit: When this character is KO'd, roll a d6. *1-3:* Give all friendly characters named Dr. Strange an action token.

Intangible and Invisible: Astral Dr. Strange does not require opponents to break away, does not block line of fire, can't be chosen by Mastermind or be the target of Perplex, and may be given a MOVE as FREE once during your turn.

-There is a yellow starting line to the left of click #7.

#015 Nova Corps Centurion

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Ranged Combat Expert, but using it modifies their damage or attack only by +1. Adjacent friendly characters with the Nova Corps keyword have, "POWER: Modify Nova Corps Centurion damage +1 this turn."

Help the Recruits: Nova Corps Centurion can carry a single-base character with the Nova Corps keyword regardless of its combat symbols.

#016 Cardinal Raker

Minion: **Our Immortal Deity:** If a character named Magus is within 8 squares, modify attack +1. If Magus is on his first click, modify combat values by +1 instead and Cardinal Raker can use Willpower.

#017 Lyja The Lazerfist

Wedded Duo: UNIQUE MODIFIER - When a friendly character named Human Torch or Johnny

Storm is adjacent to Lyja the Lazerfist, they both modify attack +1.

Seductive Infiltrator: Shape Change. When Lyja the Lazerfist succeeds on a [Skrull] team ability roll, she can't be targeted with an attack for the rest of the turn by any character.

#018 Ravenous

The Opposing Force: At the beginning of the game, choose a standard power or a copyable team ability that an opposing character can use. Ravenous can use that power or team ability this game.

#019 Dr. Doom

See? I Am Still Your Superior: When another character with the Fantastic Four keyword or team ability is KO'd, heal Dr. Doom 1 click.

Doom Will Solve Your Problems, Feeble Ones:

When attacking a character that another friendly character missed with an attack this turn, modify attack and damage +1.

#020 Magus

He is Nothing, and I Am Everything: When Magus is healed during an action, after resolutions, you may replace him with [GG] #010 Adam Warlock on the same click number.

I Am Their Deity: Exploit Weakness, Leadership.

#021 Red Shift

Sword Portals: When Red Shift damages an opposing character, you may place that character up to 3 squares away from their current square.

#022 Xavin

One Powerset at a Time: If Xavin is on click #1 or #6 at the beginning of your turn, you may turn his dial to any one of clicks #2-5. If you do, at the end of your turn, if Xavin is not KO'd, return him to the click he began the turn on.

#023 Blastaar

The Living Bomb Burst: KNOCKBACK.

Negative Zone Prison Break!: Once per game, if Blastaar occupies an opposing force's starting area, you may give Blastaar a DOUBLE POWER. If you do, place a character from your force of 75 points or less that has been KO'd adjacent to Blastaar on the starting line it used this game.

#025 Martinex

Hot and Cold: Energy Explosion. When he uses it, after resolutions, he may use Incapacitate at no cost.

Brittle Crystal Form: Toughness. When an opposing character attacks Martinex and the attack roll is 8 or less, Martinex can use Impervious instead.

#026 Mole Man

Mole Man's Monsters: Mind Control, but only to target characters with the Monster keyword, including friendly ones. When using this Mind Control, modify attack +3.

#027 Hulk

Hulk Throw Defenders!: Characters with the Defenders keyword or team ability who begin an action adjacent to Hulk may modify speed +3. If they choose to do so, they can't use [Carry] and after resolutions, give them an additional .action token. If you can't, deal them 1 unavoidable damage instead.

-The experience level of this figure is alter-ego.

#028 Dr. Strange

Astral Form: POWER: Generate a [GG] #014a or [GG] #014b Astral Dr. Strange.

Defenders Portal: Characters with the Defenders keyword or team ability who begin an action adjacent to Dr. Strange can use Phasing/Teleport but halve their speed value for that action.

Concentrate on One Projection: FREE: Choose an opposing character adjacent to a friendly Astral Dr. Strange. This turn, Dr. Strange can target that character regardless of range, squares, or line of fire when making a ranged combat attack or using Outwit or Perplex.

-There is a Trait symbol on the base.

#029 Morg

Execution: Modify attack +2 when attacking an adjacent character with 2 action tokens.

Axe Swipe: Quake. When he uses Quake and hits, roll a d6 and subtract 2, minimum 2. Deal the result to each hit character instead of any other damage.

-There is a Trait symbol on the base.

#030 Fallen One

Dark Energy, Not Power Cosmic: Stealth, Willpower. Protected: Outwit.

#031 Captain Marvel

Fresh From the Negative Zone: If Captain Marvel was added to your force through use of the Alter Ego ability, modify attack and defense +1 this game.

#032 Adam Warlock

Soul Gem: When Adam Warlock KO's an opposing character, heal him 1 click. If that character was 100 or more points, heal him 2 clicks instead.

Cocoon: Impervious, but can't be given any actions except a DOUBLE POWER to use Regeneration.

Cosmically Unknowable: Outwit, and he may use it to choose team abilities. If he chooses the [Power Cosmic] team ability that character can't use PROTECTED: Outwit and he may use Outwit again after resolutions to choose a power on the same character.

#033 Gamora

Deadliest Woman in the Galaxy: Stealth. Damage dealt by Gamora can not be reduced below 2.

#036 Silver Surfer

Defenders, Ride with Me: Passenger: 2, to carry any single-base character regardless of their combat symbols or Battle Fury. When Silver Surfer carries only characters with the Defenders keyword or team ability, modify speed +2.

A Distress Call Half a Galaxy Away: Running Shot, and don't halve his speed value when using it.

#037 Mr. Fantastic

Find a Way to Save My Family: When Mr. Fantastic heals using the Fantastic Four team ability, you may roll a d6 that can't be rerolled. **6:** the KO'd character is returned to the map in their last occupied square on their last non-KO click. No victory points are awarded for this KO.

"Stretch": DOUBLE POWER: Make a close attack targeting any opposing character that's within 10 squares of him and within line of fire of any friendly character.

Tactical Genius: Leadership as if he is 150. Outwit. When he uses Outwit, once per turn, after resolutions he may use it again at no cost but only to target a different opposing character that's adjacent to a friendly character with the Fantastic Four keyword.

#038 Thing

Had Enough Clobberin' Yet?: Each time an opposing character takes damage from Thing's close attack, after resolutions, that character's owner chooses one: 1) Deal that character 1 unavoidable damage; or 2) Thing may immediately make another close attack targeting that character.

#040 Gladiator

My Confidence is My Strength: Each time an opposing character takes damage from Gladiator's attack, place a Confidence token on this card. Give Gladiator a FREE and remove any number of Confidence tokens from this card; Gladiator can use Perplex at no cost targeting himself once for each Confidence token removed this way.

#041 Lord Mar-Vell

Twisted Universe: Other friendly characters modify attack +1 and defense -1.

Our Undying Lord: Regeneration. When he uses Regeneration and heals, heal 1 click on each adjacent friendly character. When turning the dial, if this click is revealed due to an opponent's attack, stop turning the dial.

Death Itself May Die: Once per turn, when another friendly character of 200 points or less would be KO'd, you may roll a d6 that can't be rerolled. **6:** instead that character is not KO'd and their dial is turned to their last non-KO click.

#042 Medusa

With My King By My Side: Plasticity. // UNIQUE MODIFIER- When a friendly character named Black Bolt is adjacent to Medusa, they both modify attack +1.

The Hair Has a Mind of its Own: At the beginning of your turn, Incapacitate at no cost, but only to make a close attack.

#043 Stranger

The Size I Need To Be: At the beginning of your turn, you may choose [Giant] or [Colossal]. Stranger has that combat symbol until your next turn.

No One Knows Me...Or What I'm Capable Of: At the beginning of your turn, you may choose a standard power. Stranger can use that power until your next turn.

#044 Mistress Death

No Hiding From Death: Improved Targeting: Hindering, Friendly Characters. Death can't be carried, healed, placed by Telekinesis, or targeted by Perplex.

Death Can Never Die: Once per game, when Mistress Death would be KO'd, instead place her on this card. If Mistress Death is on this card when an opposing character is KO'd, you may roll a d6. **6:** Return her to the map in any square on click #6. When the game ends, she is KO'd if on this card.

All Become My Servants, Eventually: Once per game, when an opposing character is KO'd, if that character is a lower point value than an already KO'd character from your force, you may place the opposing character adjacent to Mistress Death on their starting click as part of your force. That character is KO'd if Mistress Death is KO'd.

#045 Thanos

The Perfection of Nihilism: When an opposing character is KO'd, heal Thanos 1 click. Modify combat values by +1 for each opposing character KO'd since the end of your last turn.

Avatar of Death: Other characters can't be healed.

#046 Dr. Doom

Rush of Power: Energy Explosion -or- Incapacitate with 3 [Targets].

Trick You Into Giving Me Your Power: Dr. Doom can't use the [Power Cosmic] team ability, and he can use Outwit. When he uses Outwit to choose a standard power that character can use other than Outwit, Dr. Doom can use that power as long as it is chosen by Outwit.

#047 Mr. Fantastic

A Focused Mind Can Survive This: DOUBLE POWER: Modify attack +2, modify damage +1. Penetrating/Psychic Blast at no cost.

Full Activation: POWER: Choose an opposing character within 8 squares and line of fire. Deal 1 unavoidable damage to that character for each 100 points (or fraction thereof) of its point value this game. After this action resolves, KO Mr. Fantastic.

#048 Keeper

Quantum-Cosmic Jump: Once per game, if Keeper occupies your starting area, he has, "POWER: Place Keeper in any square of the map that's not in or adjacent to a starting area used this game."

To Feed the Hunger of Galactus: POWER: Remove an action token from a friendly character within 5 squares and line of fire.

Keen Cosmic Awareness: Outwit, but only to target characters of a lower point value. When he does, if he chooses a standard power in this way, while that power is chosen no opposing character can use that same power.

#049 Thanos

Teleport My Greatest Enemies: Plasticity. // POWER: Place the two highest point value target opposing characters in squares adjacent to Thanos.

Toy With You: FREE: Choose a character within range and line of fire. Replace that character's speed value with its printed attack value and attack value with its printed speed value until your next turn.

Drained the Cube?: Invulnerability. Thanos takes no damage from opposing characters that aren't adjacent to him.

Stone Golem: If no friendly Stone Golem tokens are on the map, Thanos has, "DOUBLE POWER: Place a Stone Golem token on the map in an adjacent square. That token becomes a bystander token as described to the right."

-For Teleport My Greatest Enemies, if Thanos can't target the two highest point value characters, then he can't use this power.

-For Teleport My Greatest Enemies, Thanos must be able to place the targets adjacent to himself. If he can't, then he can't use this power.

#100 Super-Nova

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Ranged Combat Expert, but using it modifies their damage or attack only by +1. // Adjacent friendly character with the Nova Corps keyword have, "POWER: Modify Super-Nova's damage +1 this turn."

Steal the Power of Others: Steal Energy, but with

range attacks instead of close attacks.

Steal the Power of the Nova Force: FREE: Deal 1 unavoidable damage each to any number of other friendly characters with the Nova Corps keyword. For each damage dealt this way, choose one: 1) Modify this character's attack and damage +1 this turn -or- 2) At the beginning of your next turn, heal this character 1 click."

#101 Iron Man

Celestial Pilot Override: Once per game, Iron Man can use Mind Control but only to target characters with [Colossal] or the Robot keyword, including friendly ones. When using this Mind Control, modify attack +3.

Space Armor: Invulnerability. When attacked by a character with [Wing] or [Wing-Transporter], modify defense +2.

#102 Hulk

Fully Split from Banner: After choosing starting areas, you may place in your starting area a Bruce Banner bystander token as described on the back of this card.

#103 Wolverine

A Moment to Knit Myself Together: At the beginning of your turn, heal Wolverine 1 click if he's not within 3 squares of an opposing character.

Amputation Attack...to Save the Universe: If a character takes 4 or more damage from Wolverine's attack, modify that character's attack -2 for the rest of the game.

#104 Spider-Man

With Reed's Lab...: Outwit. When he uses it, modify attack +1 until the end of the turn.

#201 Nova

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Force Blast. Adjacent friendly characters with the Nova Corps keyword have, "POWER: Knock back all adjacent opposing characters 1 square from Nova."

The Human Rocket: Charge. Automatically breaks away. When he uses Charge and moves at least 3 squares and in a direct line, modify damage +1.

#203 Namor

Prince of Atlantis: [Swim]. When Namor occupies water terrain, modify speed and defense +1.

Drag to the Depths: When Namor occupies water terrain, if he hits a character that can't use [Swim] with an attack, after resolutions, give that character an action token and place them in any square adjacent to Namor.

#204 Drax

Created Only For This Purpose: Modify attack +2 when attacking a character named Thanos.

#205 Dr. Doom

Hated Rivals: Modify attack +1 when attacking characters with the Fantastic Four keyword or team symbol.

Force-Shielded Armor: Energy Shield/Deflection, Invulnerability. If an adjacent opposing character attacks Dr. Doom and misses, that character is knocked back from Dr. Doom a number of squares equal to their printed damage value.

#206 Dr. Strange

Shields of the Seraphim: Dr. Strange and adjacent friendly characters can use Energy Shield/Deflection.

#207 Hulk

Ground Clobber: Quake. When he uses it, after resolutions, you may place a hindering terrain marker in Hulk's square and/or one adjacent square.

#208 Super Skrull

Invisible Shields and Rock Skin: At the end of your turn, choose one: Energy Shield/Deflection, Stealth, -or- Toughness. Super Skrull can use the chosen power until your next turn.

Rock Fists and Elastic Arms: Close Combat Expert. When using Close Combat Expert, Super Skrull may target an opposing figure within 3 squares and line of fire.

#210 Nova Corps Denarian

Share Through the Worldmind: Friendly characters with the Nova Corps keyword can use Super Senses, but only succeed on a roll of 6. Once per turn, give an adjacent friendly character with the Nova Corps keyword a POWER and you may reroll an attack roll made by Nova Corps Denarian later this turn.

#G01 Galactus

Fundamental Force (600/900 points): [Multiattack]. PROTECTED: Exploit Weakness, Mind Control.

My Herald (600/900 points): As you reveal your force, you may also reveal another figure of 150 points or less to become your Herald. Then each opponent may choose a character on their force to offer up as Herald. You may then either accept an opponent's Herald, or choose your own revealed one. The chosen Herald is added to your force at the beginning or your first turn. Your chosen Herald has the [Power Cosmic] team ability, the [Wing] symbol, and modifies their combat values by +1. In addition, they can use a standard power as listed on the Herald dial. At the end of your turn, you may freely turn the Herald dial to any click. (It can't be turned any other way.) When Galactus begins the 600 point dial, you may return your Herald to your starting area on click #1.

You Shall Not Harm My Master (600/900 points): When Galactus takes damage, place a Revenge token on this card. At the beginning of your turn, remove all Revenge tokens and give your Herald that many actions at no cost this turn.

The Necessary "Evil" of This Universe (300 points): Mystics team ability. PROTECTED: Exploit Weakness, Mind Control.

-When used in a tournament, the person fielding Galactus must offer the same figure each round as his choice for herald.

#G02 Ziran The Tester

Testing (600/800 points): At the beginning of the game, roll a d6 and click the Testing dial that many times. Then roll 2d6 three times and turn the Testing dial that many times, and record the click landed on after each roll. These three clicks correspond to the tests Ziran will perform this game. For each failed test, Ziran the Tester may deal 2 unavoidable damage, divided as he chooses, among opposing characters.

Click Test: Does the opposing force have...

- 1: a character that can use Smoke Cloud on their opening click?
- 2: a character that can use Force Blast on their opening click?
- 3: a character that can use Battle Fury on their opening click?
- 4: a character that can use Energy Explosion on their opening click?

5: a character that can use Mind Control on their opening click?

6: at least 5 different team abilities?

7: at least 5 characters of 50 points or less?

8: at least 5 characters with Unique rings?

9: a character that can use Enhancement on their opening click?

10: a character that can use Leadership on their opening click?

11: a character that can use Support on their opening click?

12: a character that can use Defend on their opening click?

Celestial (600/800 points): [Multiattack]. PROTECTED: Exploit Weakness, Mind Control.

A Last Chance to Prove Yourself Worthy: When this power is first revealed, after resolutions, roll 2d6 and turn the Testing dial that many times. If your opponents' force can pass that test on their current clicks, all opposing character heal 1 click.

Analyze Specimens (600 points): Incapacitate. When he uses it, after resolutions, each hit character is dealt damage equal to the number of action tokens on them.

Planets Become Weapons (300 points): POWER: At the beginning of your next turn, deal 1 unavoidable damage to each opposing character if Ziran the Tester hasn't taken any damage since your last turn.

Landing (600 points): FREE: Ziran the Tester has the [Boot] symbol for the rest of the game. After resolutions, Ziran may use Quake at no cost to target all opposing characters that can't use [Flight].

Judgment Day Sacrifice (800 points): When this power is first revealed, after resolutions, each opposing character may choose to be dealt 1 unavoidable damage. Then you roll 2d6, and add 1 to the result for each opposing character dealt damage in this way. If the final result is less than 12, ("Thumbs Down") modify Ziran the Tester's combat values by +2 and he can use Outwit, Perplex, and Probability Control as long as he can use this power.

-The Celestial trait may not be used when played at the 300 point level.

-When facing multiple opponents, each test is checked against each team. If all teams fail, the 2 damage may be given to any figure on any team.

-All damage from the Testing is dealt at one time.

#G03 Master Mold

Advanced Sentinel: [Multiattack]. PROTECTED: Mind Control, Penetrating/Psychic Blast, and Opposing Perplex.

Sentinel Manufacturer (600/700 points): POWER: If your force on the map except for Master Mold is less than 300 total points, you may generate a character on the map adjacent to Master Mold. The generated character's name must include "Sentinel", it must have the Robot keyword, and the character's point value must be less than or equal to the current number on the Factory Dial.

Sentinel Factory (600/700 points): POWER: Turn the Factory Dial 1 click and use the Sentinel Manufacturer ability at no cost.

Sentinel Assembly-Line (600/700 points): DOUBLE POWER: Turn the Factory Dial 2 clicks and use the Sentinel Manufacturer ability at no cost.

Retribution Virus (200 points): Mark each character that causes Master Mold to take 2 or more damage from a single attack. At the beginning of your turn, Master Mold deals 1 penetrating damage to the marked characters and each other opposing character adjacent to them, then remove the mark. Each character can't be dealt more than 1 damage per turn by this power.

Factory Relocation: When Master Mold takes 3 or more damage from a single attack, if this power is revealed after resolutions, you may place him up to 12 squares away.

Micro-Electric Rays: Energy Shield/Deflection, Quake, and Steal Energy.

Psycho Probe: When Master Mold takes damage from an opponent's attack, if this power is revealed after resolutions, give the attacking character an action token.

#G04 Giganto, The Mole Monster

Surprise Tunneling: If Giganto does not occupy elevated or water terrain, he can use Phasing/Teleport. When he uses it, his speed value becomes 10 and place debris tokens in the squares he begins and ends his movement in. After his action to use Phasing/Teleport resolves, he may use Quake at no cost.

Sink the Building: Once per game, if Giganto, the Mole Monster occupies a square that's adjacent to a printed square of blocking terrain, he has, "POWER: That contiguous area of printed blocking terrain becomes hindering terrain instead, and deal each other character occupying a square adjacent to that printed square of blocking terrain 2 damage."

G05 Uatu The Watcher

A Conflict Worth Watching (400 points): When another friendly character takes 3 or more damage from an opponent's attack, you may place Uatu The Watcher adjacent to the attacking character and give that character an action token.

I Am Only a Watcher (50 points): When placing characters at the beginning of the game, place Uatu The Watcher anywhere on the map that's at least 2 squares away from any starting area. He may not be healed or make an attack this game. Each time he uses Perplex, Outwit, or Probability Control, place a Broken Vow token on this card. At the beginning of your turn, remove all Broken Vow tokens from this card and roll a d6 that can't be rerolled for each token removed. For each result of **1-4**: deal Uatu The Watcher 1 unavoidable damage.

Vast Psionic Powers: Barrier, Mind Control, and Penetrating/Psychic Blast.

Power Negating Force-Field: Energy Shield/Deflection and Toughness. When an opposing character misses Uatu The Watcher with an attack, that character can't use any powers displayed on its dial until that character's next turn.

You Have Involved Me to Your Peril: Opposing characters within 6 squares of Uatu The Watcher modify defense -2.

#G06 Dormammu

Lord of the Dark Dimension: Probability Control. Friendly characters have PROTECTED: [Mystics] Team ability.

Welcome to My Realm: When an opposing character within range is given a POWER, after resolutions, you may roll a d6. **5-6**: Deal them 1 unavoidable damage. Dormammu's other powers have Protected: Outwit.

Empower a Minion: Once per game, FREE: Choose another friendly character of 150 points or less. As long as this power is showing, that character modifies their

combat values by +1.

Galactic Guardians Annihilators

#001 Nova

Worldmind Surge: Perplex, but only to target himself or characters that share a keyword with him. When he uses it, he may modify an attack value by +2 instead of +1.

#003 Gladiator

My Confidence is Your Downfall: If a friendly character has not been KO'd this game, Gladiator has the [Power Cosmic] team ability and modifies his combat values by +1.

#004 Quasar

First Line of Defense: Phasing/Teleport and may carry a single-base character regardless of its speed symbols.

#005 Beta Ray Bill

Chain Lightning: When Beta Ray Biill targets a character with a range attack, he may target an additional character within 3 squares and line of fire from the first character. If he does and hits, instead of normal damage deal the first character 3 damage and the second character 2 damage. The second character does not have to be within Beta Ray Bill's range or line of fire.

Cosmic Storm and Eclipse: Opposing characters within 6 squares with the [Wing] symbol modify speed and attack -1. Friendly characters within 6 squares that can use Stealth have lines of fire drawn to them blocked when it's not your turn.

#006 Ronan The Accuser

Universal Weapon: Incapacitate, Penetrating/Psychic Blast, and Pulse Wave.

The Avengers Movie

#001 Captain America

First into the Fray: If Captain America is the first character to make an attack on your turn, modify attack +1.

#002a HYDRA Soldier

Minion: The Skull's Army: When a friendly character named Johann Schmidt or Red Skull is within 8 squares, HYDRA Soldier modifies attack +1.

#002b HYDRA Soldier

Minion: **Hail Hydra!**: When a friendly character with the HYDRA keyword that's 40 points or more is within 8 squares, HYDRA Soldier modifies range +1.

#003a Agent Of S.H.I.E.L.D.

Battlefield Promotion: If Agent of S.H.I.E.L.D. KO's or critical hits an opposing character, after resolutions you may turn this dial to click #7.

#003b Agent Of S.H.I.E.L.D.

Minion: **Ordered to Cover It Up:** If a friendly character with the S.H.I.E.L.D. keyword and a higher point value is KO'd within 8 squares, after resolutions, you may place Agent of S.H.I.E.L.D. in the square the KO'd character occupied or an adjacent square.

-This figure has a blue starting line to the left of click 7.

#004 Thor

Mighty Mjolnir: When Thor makes a range attack, an opposing character he hits is knocked back equal to the damage taken (up to a maximum 3 squares) if not otherwise knocked back.

#005 Frost Giant

Minion: **Laufey's Icy Realm:** When a friendly character named Laufey is within 8 squares, Frost Giant can use Poison.

#006 Iron Man

Arc Reactor Chest Beam: FREE: Modify attack -1. Make a range attack. After resolutions, roll a d6. **1-4:** Deal Iron Man 1 unavoidable damage.

#007 Black Widow

Takedown: When a character misses Black Widow with a close attack, after resolutions, give that character an action token.

#008b Skrull Commando

-This figure has a blue starting line to the left of click 7.

#009 Hawkeye

Found the Weak Spot: When making a range attack, if Hawkeye's attack roll is 10 or higher, he deals penetrating damage.

#011 Maria Hill

Field Coordinator: Willpower. Each friendly adjacent character with the S.H.I.E.L.D. keyword that's 50

points or less modifies attack +1.

#012 Sif

Surprise Leap Attack: Leap/Climb. After she resolves a MOVE, if she's then adjacent to an opposing character that attacked a friendly character other than Sif since your last turn, you may give Sif a CLOSE at no cost.

#013 Bruce Banner

Caught on the Run: When an opposing character would make an attack targeting Bruce Banner, you may roll a d6. **6:** You may replace Bruce Banner with [AVM] #014 Hulk on its orange starting line before the attack is made. The attack now targets Hulk.

Alter Ego: **Hulk:** POWER: This action deals no pushing damage and replace this character with [AVM] #014 Hulk or [AVM] #202 Hulk on its orange starting line. Protected: Outwit.

#014 Hulk

Two Fists of Destruction: Flurry.

#015 Loki

Convince You to Do Something Rash: Mind Control. When he uses it, if an opposing character takes damage from an attack during that action, you may heal Loki 1 click after resolutions.

#016 Red Skull

Build Me a Doomsday Weapon: Once per turn, you may give a friendly character with the Scientist keyword that is 25 points or more a POWER to put a Research counter on this card. When there are 7 or more Research counters on this card, Red Skull modifies his combat values by +2 and can use [Flight].

#017 Bucky Barnes

Brooklyn Duo: UNIQUE MODIFIER- When Bucky Barnes is adjacent to a friendly character named Captain America, modify both of their attack +1.

Don't Forget Me, Steve: When Bucky Barnes is KO'd, you may choose a friendly character named Captain America. For the rest of the game, modify that character's attack +1.

#018 Captain America

The Great Escape: When Captain America successfully breaks away, each friendly character may automatically break away this turn.

Behind the Shield: Combat Reflexes, Toughness. Energy Shield/Deflection, but only if he has no action tokens.

The Big Three: When making an attack roll, Captain America may roll 3 dice instead of 2 and then choose 1 die to disregard.

#019 Iron Man

Building a Better Iron Man: Super Strength. When he uses an object in an attack and hits, put an Armor token on this card. Modify defense +1 for each Armor token on this card.

The Big Three: When making an attack roll, Iron Man may roll 3 dice instead of 2 and then choose 1 die to disregard.

#020 Thor

The Big Three: When making an attack roll, Thor may roll 3 dice instead of 2 and then choose 1 die to disregard.

Rage of a Wayward Son: At the beginning of your turn, if Thor is adjacent to an opposing character that's 75 points or more, he can use Battle Fury this turn. Make a close attack if there is a legal target.

#021 Howard Stark

Genius Inventor: Enhancement.

#022 Destroyer

Relentless Engine of Destruction: Passenger: 0. At the beginning of your turn, Destroyer may be placed into an adjacent square.

#023 Volstagg

Warriors Three Together: Modify damage +1 if there are two or more other friendly characters with the Warriors Three keyword within 3 squares.

#024 Hogun

Warriors Three Together: Modify damage +1 if there are two or more other friendly characters with the Warriors Three keyword within 3 squares.

#025 Fandral

Warriors Three Together: Modify damage +1 if there are two or more other friendly characters with the Warriors Three keyword within 3 squares.

#026 Dum Dum Dugan

We'll Remember You, Cap: If a friendly character

named Captain America has been KO'd this game, modify attack +1 for the rest of the game.

Shotgun!: When Dum Dum Dugan makes a range attack against a single target, deal damage equal to 5 minus the number of squares to the target character instead of normal damage.

#027 Gabe Jones

We'll Remember You, Cap: If a friendly character named Captain America has been KO'd this game, modify attack +1 for the rest of the game.

Grenade!: POWER: Improved Targeting: Characters. Choose a square within 5 squares and line of fire. Make a range attack targeting all characters occupying or adjacent to the target square. Deal 2 damage to each hit character.

#028 Captain America

I'll Save You, No Matter What: If a friendly character of a lower point value took damage since your last turn, Captain America can move using Leap/Climb at no cost.

Howlers, Let's Go!: Leadership. When he succeeds on his Leadership roll, he may remove up to 2 action tokens instead of 1 if both tokens are removed from adjacent friendly character(s) with the Howling Commandos keyword.

#029 Loki

Trust Me, I'll Help You Sneak In: Once per game, DOUBLE POWER: Choose an opposing character within 6 squares. Place that character in a square that's adjacent to Loki but also adjacent to no other characters. Then make a close attack targeting that character.

#030 Laufey

Casket of Ancient Winters: When Laufey is KO'd, give each opposing character an action token.

I Uphold the Truce: When Laufey attacks an opposing character that attacked a friendly character since your last turn, modify attack +1.

King of the Frost Giants: Perplex. When he uses it, he may instead modify a combat value except damage by +2 if he targets a character with both the Asgardian and Monster keywords.

#031 Frost Giant Champion

"Run Home, Little Princess": If Frost Giant Champion has no action tokens he has, "FREE: Choose a character within 6 squares and line of fire. That character can use Battle Fury until your next turn."

#032 Skrull General

Invasion Force: Phasing/Teleport, Passenger 1. Passenger 2, but only if both characters have the Skrulls keyword.

#034 Skrull Warrior

Electric Touch: Flurry. When he uses it, the second attack deals penetrating damage if the first attack hit.

#035 Nick Fury

I'm Here to Talk About the Avengers Initiative:

Friendly characters with the [S.H.I.E.L.D.] team ability who begin an action adjacent to Nick Fury can also use the [Avengers Initiative] team ability for that action.

#036 Black Widow

Unsubtle Infiltration: Leap/Climb.

#037 S.H.I.E.L.D. Enforcer

Minion: **Target Acquired:** If a friendly character with the S.H.I.E.L.D. keyword that's 50 points or more is within 8 squares, S.H.I.E.L.D. Enforcer can use [Sharpshooter].

#038 Johann Schmidt

Alter Ego: **Red Skull:** POWER: This action deals no pushing damage. Replace this character with [AVM] #016 Red Skull on its orange starting line. Protected: Outwit.

My Own Private Army: Adjacent friendly characters with the [HYDRA] team ability can also use the [S.H.I.E.L.D.] team ability.

#039 HYDRA Footsoldier

Minion: **Cube Powered Rifles:** If a friendly character named Johann Schmidt or Red Skull is within 8 squares, HYDRA Footsoldier can use Penetrating/Psychic Blast.

#040 HYDRA Technician

Minion: **Cube Powered Tech:** If a friendly character named Johann Schmidt or Red Skull is within 8 squares, HYDRA Technician can use Perplex.

#041 Red Skull

Direct Control of the Cube: Perplex, Probability

Control.

#042 Odin

Odin Sleep: At the beginning of your turn, heal Odin a number of clicks equal to 2 minus the number of his action tokens.

#201 Thor

The Mighty Avenger: UNIQUE MODIFIER- Adjacent friendly characters with the Avengers keyword modify attack +1.

Call Forth the Storm: Energy Explosion. When he uses it, Thor deals 1 additional damage to the targets of his attack.

#202 Hulk

Fury Embodied: Charge. // DOUBLE POWER: Charge at no cost. If he doesn't use [Carry] or pick up or hold an object, do not halve his speed value.

#203 Nick Fury

I am S.H.I.E.L.D. and You All Work For Me:

Adjacent friendly characters with the [Avengers Initiative] team ability can also use the [S.H.I.E.L.D.] team ability.

You Better Save Me, I'm the Boss: Toughness.

Invulnerability if an adjacent friendly character that he shares a keyword with can use that power.

#204 Captain America

The First Avenger: UNIQUE MODIFIER- Adjacent friendly characters with the Avengers keyword modify defense +1.

Super Soldier: KNOCKBACK.

#205 Iron Man

The Armored Avenger: UNIQUE MODIFIER- Adjacent friendly characters with the Avengers keyword modify range +1.

#206 Agent Coulson

I Need all of this Confiscated, Now: POWER: You may place up to two other friendly characters with the S.H.I.E.L.D. keyword that are each 50 points or less and within 8 squares adjacent. Those characters can't be given an action later this turn.

I'm Not Intimidated by Any "Super" Heroes:

Characters 100 points or more can't target Agent Coulson with an attack unless Agent Coulson is the only character on your force.

#207a Skrull Infiltrator

Body Double: At the beginning of the game, you may choose an opposing character with a range value of 4 or more. If you do, only that character can target Skrull Infiltrator with range attacks.

#208 Hawkeye

Put Away the Bow: FREE: Combat Reflexes, Close Combat Expert until your next turn. Hawkeye can't use Energy Shield/Deflection or Ranged Combat Expert until your next turn.

Call the Shot, Fury: Friendly characters with action tokens do not block Hawkeye's line of fire.

#209 Tony Stark

Alter Ego: **I AM Iron Man:** POWER: This action deals no pushing damage. Replace this character with [AVM] #006 or [AVM] #205 Iron Man on its orange starting line. Protected: Outwit.

It's Mine - You Can't Have it: Adjacent friendly characters with the Armor or Robot keyword modify defense +1. Opposing characters with the Armor or Robot keyword modify attack -1.

#210 Heimdall

The All-Seeing: Opposing characters modify attack -3 when attacking Heimdall if they don't occupy the square in which they began their turn.

The All-Knowing: Super Senses.

#211 Loki

He Strikes From Within: Toughness. Loki can use all copyable team abilities that opposing characters can use.

Soul Shred: Mind Control. When he uses it and hits, after resolutions, give the hit character a Corruption token. Characters with Corruption tokens modify defense -1 for each Corruption token.

The Avengers Movie Starter

#001 The Mighty Avenger

Tireless Protector: Willpower.

#002 The First Avenger

The Shield: At the beginning of your turn, if The First Avenger does not have a Shield token on this card, place a Shield token on it. While The First Avenger has a Shield token on this card, he can use Energy Shield/Deflection and has a range value of 6 and two [targets]. When The First Avenger makes a range attack, remove the Shield token from this card.

Peak Human Potential: Combat Reflexes, Toughness.

#003 The Armored Avenger

EMP Burst: Pulse Wave. When he uses it, after resolutions, each opposing character with the Armor or Robot keyword that took damage from this attack is given an action token.

Variable Powers Systems: Perplex, but only to target himself.

#004 The Covert Avenger

Grapnel Lines: Leap/Climb.

Widow's Bite: When an opposing character takes damage from The Covert Avenger's range attack, that character can't use defense powers until your next turn.

#005 The Sharpshooting Avenger

Multiple Arrows: When making a range attack, The Sharpshooting Avenger may choose to modify attack -1. If he does, he has two [targets] for this attack.

#006 The Incredible Avenger

Leap Into the Fray: Leap/Climb, Quake. Improved Movement: Hindering, Outdoor Blocking while using Charge.

Giant-Size X-Men Fast Forces

#001 Professor X

Telepathic Confusion: Professor X and friendly characters within 4 squares that share a keyword with Professor X can use Shape Change. If a friendly character succeeds on a roll for this Shape Change, give that character an action token if they have zero action tokens.

#002 Cyclops

Trained Together Since the Beginning: Probability Control if no other friendly character has used Probability Control this turn. He can only use it during the attacks of other friendly characters with the X-Men keyword.

#003 Beast

Trained Together Since the Beginning: Probability Control if no other friendly character has used Probability Control this turn. He can only use it during the attacks of other friendly characters with the X-Men keyword.

#005 Rogue

Absorb Psyche: Outwit. She can only use it to target an adjacent character, but does not require a line of fire. If she uses Outwit in this way to counter a standard power other than Outwit that the target can use, she can use that power until she uses this Outwit again.

#006 Iceman

Chill Vortex: Outwit, but only to choose Hypersonic Speed or Running Shot.

Trained Together Since the Beginning: Probability Control if no other friendly character has used Probability Control this turn. He can only use it during the attacks of other friendly characters with the X-Men keyword.

War of Light Fast Forces

#001 Atrocitus

Neverending Rage: Atrocitus and characters within 5 squares can use Battle Fury.

Coming At You: Charge, Flurry.

#002 Larfleeze

You Can't LEAVE with SOMETHING that's MINE!: Plasticity. // **POWER:** Choose an opposing character not within 8 squares. Place Larfleeze adjacent to that character and make a close attack.

Alone with Larfleeze: Poison. If he's adjacent to exactly one character, the damage dealt by this Poison is penetrating.

#003 Sinestro

Out of My Way!: Charge, Running Shot. When he uses Charge, after resolutions, he may use Quake at no cost.

He Will Call You Gutless: Penetrating/Psychic Blast. When he uses it to target only the highest point opposing character, if he hits, give that character an action token after resolutions.

#004 Saint Walker

Helping Hand: Friendly adjacent figures may use [Sharpshooter] and modify range +1.

#005 Indigo-1

Most Important Fight: **POWER:** Choose a friendly character that has a keyword with "Lantern" in the name, or Indigo Tribe, or Sinestro Corps, or Star Sapphires. Place the chosen character in a square adjacent to Indigo-1. The chosen character can't be given an action this turn after being placed.

Mercy Shield: Indigo-1 and adjacent friendly characters can use Energy Shield/Deflection.

#006 Star Sapphire

Amorous Truce (75 points): At the beginning of the game, choose another friendly character and an opposing character, each 150 points or less. The chosen characters can't target each other with an attack or deal damage to each other until Star Sapphire is KO'd.

-The Violet Lanterns keyword is Star Sapphires.

Dark Knight Rises

#001 The Dark Knight

Sonar Surveillance: [Sharpshooter]. Outwit but the target character must be within 6 squares and does not need to be within line of fire.

Armored But Agile: Super Senses, Toughness.

#002a Shadow Assassin

Minion: Attack from the Shadows: When Shadow Assassin has no tokens, occupies hindering terrain, and is within 8 squares of a character named Ra's Al Ghul or Henri Ducard, he may be given a CLOSE as FREE.

#002b Shadow Assassin

Tools of Theatricality and Deception: Enhancement, Smoke Cloud. When Shadow Assassin occupies hindering terrain, modify damage +1.

#003 Bruce Wayne

Your Plan is to Blackmail this Person?: When any effect of an opposing character would cause Bruce Wayne or an adjacent friendly character to be unable to use a power, after resolutions, roll a d6. **3-4:** place an action token on the opposing character. **5-6:** deal the opposing character 1 penetrating damage.

Alter Ego: **The Dark Knight: POWER:** This action deals no pushing damage. Replace this character with [DKR] #001 The Dark Knight or [DKR] #029 The Batman on its orange starting line. Protected: Outwit.

#004A Arkham Asylum Inmate

Safety In Numbers: UNIQUE MODIFIER- Modify defense +1 when adjacent to another character named Arkham Asylum Inmate.

Crazed: When Arkham Asylum Inmate is attacked and the result of the attack roll is a miss, you may roll a d6. **1-4:** he automatically breaks away and moves up to 3 squares. **5-6:** Make a close attack.

#004b Arkham Asylum Inmate

Former Cellmate: [Batman Enemy] team ability.

#005a GCPD Officer

Detain For Questioning: BREAKAWAY -1 when breaking away from GCPD Officer.

Minion: **Following Orders:** When a higher point friendly character with the Police keyword uses Leadership, GCPD Officer is considered adjacent to that character.

#005b GCPD Officer

Backup: When GCPD Officer is adjacent to another character with the Police keyword, he can use Perplex, but he can only target characters with the Police keyword.

Help Your Brother Officers: When GCPD Officer makes an attack roll and the result is doubles (other than a critical miss), you may remove an action token from an adjacent friendly character with a point value of 100 or less after resolutions.

#006 Catwoman

What's Wayne's Is Mine: Before the beginning of the game, choose a team ability an opposing character has. When an opposing character adjacent to Catwoman using the chosen team ability makes an attack and rolls doubles, remove all action tokens from Catwoman.

Black Cat: Leap/Climb, Stealth.

#007 The Joker's Henchman #1

Zipline: Leap/Climb, Running Shot. Once per turn, choose an adjacent friendly character who has a keyword or team ability The Joker's Henchman #1 has. That character can use Leap/Climb until the end of the

turn.

#008a Mercenary

Minion: **Molded By Bane:** When making an attack and a friendly character named Bane is within 8 squares, modify attack -or- damage +1.

#008b Mercenary

Try a Little of This...: Support. If the target has a keyword or team ability that Mercenary has, you may add the number of action tokens on the target to the number of clicks healed.

#009 Two-Face

Your Good Luck, His Bad Luck: Once per turn, when Two-Face makes an attack and his attack total is 1 less than his target's defense value, he may immediately make an attack against a different opposing character adjacent to the previous target.

#010a Falcone Bodyguard

Minion: **Step Into the Line of Fire:** When Falcone's Bodyguard is adjacent to a character named Salvatore Maroni or Carmine Falcone, that character may use Shape Change, but on a result of 3-4 the two may immediately be placed in each others' squares and Falcone's Bodyguard becomes the target instead.

#011a GCPD Riot Officer

Minion: **Coordinated Assault:** When GCPD Riot Officer is within 8 squares of a higher point character that has the Police team ability, he does not need to be adjacent to that character to use the Police team ability.

#012 Miranda Tate

A Secret Agenda: Miranda Tate is a Wild Card, but can only use the team abilities of adjacent characters. She may be given a FREE to copy the team ability of an opposing character instead of a friendly character.

Hidden Talents: Close Combat Expert, Outwit.

#013 Alfred Pennyworth

Alfred, I Need You: When Alfred Pennyworth is given a MOVE, after resolutions, if a friendly character within 2 squares and line of fire has a team ability or keyword that Alfred Pennyworth has, you may place Alfred Pennyworth adjacent to that character.

Why Do We Fall?: Perplex, Support.

#014 Bane

Knockout Punch: Charge, Force Blast. When he uses Charge, after resolutions, he may use Force Blast at no cost against the target of the attack. When he uses Force Blast, on a result of 4-6, also give an action token to the target.

#015 Master Bruce Wayne

Training Among Criminals: Perplex, Shape Change. When he uses Perplex, he can only target himself.

#016 Salvatore Maroni

I Got People Everywhere: Mind Control with a range of 8. When he uses it, he has Improved Targeting: Hindering, Elevated, Blocking, Characters. If his target has the Gotham Underworld keyword, modify attack +2.

#017 Harvey Dent

I Believe in Harvey Dent: Friendly characters adjacent to Harvey Dent at the beginning of the turn can use Willpower until the end of the turn.

The Scum Should Be Afraid of ME: For each opposing character adjacent to Harvey Dent at the beginning of your turn, you may modify attack or defense (choose per character) by +1 until the beginning of your next turn.

#018 Rachel Dawes

The A.D.A. Is A Friend: Perplex, but can only target friendly characters. She can use Perplex twice each turn if she targets a character with the [Batman Ally] or [Police] team ability both times, but can't target the same character twice.

#019 The Joker's Henchman #2

Take Another Shot!: Once per turn, when The Joker's Henchman #2 is within 8 squares of a character named Joker or The Joker as Sgt., he can use Probability Control, but can only use it to target friendly characters that have a keyword or team ability The Joker's Henchman #2 also has and only to reroll attack rolls.

#020 The Joker As Sgt.

They Took Our Guns, Our Uniforms...: Friendly characters with the [Underworld] team ability adjacent to The Joker as Sgt. can use Shape Change and the [Police] team ability.

#021 Lt. Gordon

Get These Men Into Position!: POWER: Give Lt. Gordon and up to two adjacent friendly characters who

have a team ability or keyword Lt. Gordon has a MOVE at no cost, replacing all characters' speed values with Lt. Gordon's printed speed value.

#022 Ra's Al Ghul

Interpose: Leap/Climb. When an adjacent friendly character uses Shape Change and the result is 1-4, Ra's Al Ghul and the friendly character may immediately be placed in each others' squares and then Ra's al Ghul becomes a target of that attack, even if he is otherwise an illegal target..

#023 Henri Ducard

Is Ra's al Ghul Immortal?: When Henri Ducard takes damage, stop turning his dial when this power is revealed. Regeneration, but if he does not heal when he uses this power, deal him 1 unavoidable damage.

Surely You Don't Begrudge Me Dual Identities?:

Outwit, Shape Change.

#024 Carmine Falcone

Money Isn't Power--Fear Is: Incapacitate. When he does, roll a d6. **5-6:** Carmine Falcone is not given an action token for this action.

The Boss: Leadership; when he does, on a result of 3-4, you may remove an action token from a lower point friendly character that shares a keyword with him that is within 6 squares.

#025 Scarecrow

Fear and Control: Poison. When a character takes damage from his Poison, Scarecrow may immediately use Mind Control at no cost targeting that character.

#026 Lucius Fox

Head of Wayne Industries: Leadership, Perplex. When he uses Leadership, he may remove tokens from characters with a higher point value if they have the [Batman Ally] team ability.

#027 Commissioner Gordon

Hand-Picked Men: Mastermind. When he uses it, he can choose a friendly character that has a higher point value if they have a team ability that Commissioner Gordon has.

Getting Things Done: Leadership, Outwit. When he uses Leadership, in addition to the regular effects, on a result of 4, Action Total +1 and on a result of 6 he can remove up to two total action tokens from up to two adjacent friendly characters if they share a team ability with him.

#028 The Joker

Tell Your Men They Work For Me: Mastermind. The Joker has to choose the same friendly character with Mastermind until that character is KO'd.

What Doesn't Kill Me Makes Me Stranger:

DOUBLE POWER: Roll a d6 and subtract 1 from the result for each friendly character on the map and add 1 to the result for each opposing character on the map. Heal The Joker a number of clicks equal to the result.

#029 The Batman

Glider Cape: Charge, [Flight].

Summon the Bats: Smoke Cloud. Incapacitate with two [targets].

#100 Batman

We're In This Together: When you build your force, if there is another character on your force named Sgt. Gordon, Lt. Gordon or Commissioner Gordon, then Batman has the Police keyword and team ability and that character has the [Batman Ally] team ability. UNIQUE MODIFIER- If Batman is adjacent to that character, they each modify attack +1.

Strike From the Shadows: When Batman occupies hindering terrain or an elevation that is higher than his target, modify his targets' defense -1 and the attack deals penetrating damage.

#101 Batman

Batman Doesn't Kill: When Batman hits a target with an attack and the result of the roll is doubles, after the attack resolves, he may immediately use Incapacitate at no cost to attack the same target.

#102 Catwoman

Nobody Corners the Cat: Leap/Climb. When Catwoman is adjacent to an opposing character at the beginning of your turn, before you give any other actions you may give Catwoman a MOVE as FREE.

One Second She's Invisible, the Next...: Charge, Stealth.

#103 Bane

I Have Vowed to Destroy You: At the beginning of the game, choose a team ability or keyword an opposing character has. Modify the attack value of Bane and adjacent friendly characters and the damage value of Bane by +1 when they attack opposing characters who can use the chosen team ability or has the chosen keyword.

Your Strength Will Be Tested: Super Strength. When Bane is holding an object and uses Flurry, he can use the object for both attacks. If he does, remove the object after resolutions.

-This figure has a silver ring on its base.

#104 The Joker

They Say They Brought the Clown's Body: Outwit, Shape Change.

#106 Sgt. Gordon

I Gotta Get Me One of These!: Sgt. Gordon can use any of the following powers and abilities if he begins his turn adjacent to a friendly character who can use them: Passenger: 1, Charge, [Flight], Leap/Climb, Running Shot, and [Swim].

Guns Blazing: RANGE: Make a range attack. After the range attack resolves, he may make a second range attack if he still has this power.

#201 Batman

On His Own: Batman's combat values can't be modified by other friendly characters.

On the Run: Charge, Leap/Climb. When he uses Charge, he can use Plasticity and he can move or be given the CLOSE at no cost in either order.

#202 Bruce Wayne

Alter Ego: **Batman:** POWER: This action deals no pushing damage. Replace this character with [DKR] #201 Batman on its orange starting line. Protected: Outwit.

#203 Catwoman

Cat Burglar: Flurry. When Catwoman is adjacent to a heavy or light object, she has, "FREE: Exchange this object with any other object on the map or held by another character. Roll a d6. **1-3:** remove the exchanged object from the game."

-The object that is removed is the one which was adjacent at the beginning of the action used to activate the power.

#204 Bane

I'll Bring This City Down: If Bane occupies printed hindering terrain he has, "DOUBLE POWER: Place a SPECIAL marker in the square he occupies; that square is clear terrain until the end of the game."

Rocket Launcher: Ranged Combat Expert with a range value of 8.

It Will Take More Than That: Mastermind, Toughness. Protected: Outwit.

#205 Rachel Dawes

Antidote Carrier: Rachel Dawes and friendly characters adjacent to her have "PROTECTED: Poison, Incapacitate."

#206 John Blake

Working Both Sides: Outwit, but can only choose team abilities.

#207 The Joker's Henchman #3

I Got Your Back: The Joker's Henchman #3 and adjacent friendly characters that have a team ability or keyword The Joker's Henchman #3 has modify defense +1 until the end of the turn for each action token they are marked with.

#208 The Joker's Henchman #4

I Got Enough C4 On Me To Blow This Place Wide Open: When an opposing character takes damage from The Joker's Henchman #4's attack, destroy an object or square of terrain in the same square or adjacent to the target if the damage was 3 or more.

The Clown's Got Good Grenades: Energy Explosion. When he does and hits, roll a d6. 6: the damage dealt is penetrating.

#209 The Joker

No, I Kill the Bus Driver: Energy Explosion. // At the beginning of your turn, if The Joker is adjacent to an opposing character with 2 action tokens, he may make a close attack targeting that character. This attack deals penetrating damage.

#210 Arkham Asylum Escapee

This Place is Mine! Get Out! Get Out!: When Arkham Asylum Escapee attacks an opposing character

occupying the same printed area of hindering terrain that he does, modify attack +2.

Chaos War

#002 Iron Man Drone

Minion: **Remote Command:** When a friendly character named Iron Man, Tony Stark, or Ultron is within 8 squares, Iron Man Drone can be given a MOVE as FREE, but modifies speed -2.

#003 Ultron Drone

Minion: **Ultron's Shell:** When a friendly character named Hank Pym or Ultron is within 8 squares, Ultron Drone can be given a MOVE as FREE, but modifies speed -2.

#004 Egghead

Foe of the Tall and the Small: Egghead deals penetrating damage to characters that don't have the [Starburst] damage symbol.

#006 Space Phantom

Dimensional Copy: Incapacitate. If he uses it and hits a character that's 100 points or less, choose a standard power on that character's dial. Space Phantom can use that power until he uses this special power again.

#007 Masque Duplicate

Bio-Duplicate: When a friendly character named Madame Masque or Masque would be KO'd by an opponent's attack, you may instead turn that character's dial to its last non-KO click and KO this figure. If you do, place that character in this square.

#008 Lava Man

Minion: **Molten Rebirth:** When a friendly character named Jinku is within 8 squares, Lava Man can use Regeneration and has Improved Movement: Hindering.

#009 Shadow Council Soldier

Minion: **We Keep the Council's Secrets:** When a friendly character named Max Fury is within 8 squares, modify damage +1.

#010 Donald Blake

Doctor, Not a Fighter: Donald Blake's combat values can't be modified.

Alter Ego: **Thor, God of Lightning:** POWER: This action deals no pushing damage. Replace this character with [CW] #038 Thor, [CW] #202 Thor, or [CW:FF] #002 Thor on its orange starting line. If you do, after resolutions, even if this power is lost, deal 1 damage to each adjacent opposing character. Protected: Outwit.

#011 Tony Stark

Alter Ego: **Iron Man, Shining Knight:** POWER: This action deals no pushing damage. Replace this character with [CW] #024 Iron Man, [CW] #201 Iron Man, or [CW:FF] #001 Iron Man on its orange starting line. After resolutions, even if this power is lost, you may move the replacement Iron Man up to 3 squares. Protected: Outwit.

#012 Dinah Soar

Her? Well, She Flies. And We Think It's a "Her": Passenger: 2, but only if they both have the Avengers keyword. Passengers: 3, but only if they all have the Great Lakes Avengers keyword.

#013 Vision

Through the Wall: Charge, Stealth. // DOUBLE
POWER: Improved Movement: Hindering, Elevated, Blocking, Characters. Charge at no cost.

#014 Hank Pym

Morph: **Hank Pym:** MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

Tinkerer Supreme: If Hank Pym occupies a square with a light or heavy object he has, "FREE: Choose a standard attack power. He can use the chosen power this turn."

#015 Ant-Man

Morph: **Hank Pym:** MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

Pym Particles, Shrink: Once per game, FREE: Choose a friendly character of 75 points or less with the Avengers keyword. That character has [Tiny] symbol as long as this Ant-Man is on the map.

Ant-Swarm: Poison. When he uses it, opposing characters that occupy hindering terrain are dealt 2 damage instead.

#016 Wasp

Morph: **Hank Pym:** MOVE/CLOSE: This action deals

no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

Bio Electric Blasts: Incapacitate. If he uses it and hits, deal the target 1 penetrating damage after resolutions.

Cybernetic Wasp Goggles: Wasp and friendly characters within 3 squares and line of fire that share a keyword with Wasp can use Exploit Weakness if their printed damage value is 2 or less.

#017 Madame Masque

Mysterious Motives: Outwit, but only if she has no action tokens. Perplex, but only if she has one action token. Enhancement, but only if she has two action tokens.

#018 Jinku

Lavaflow: Phasing/Teleport. After Jinku resolves a MOVE, you may place one Lava hindering terrain marker in any clear square he moved through.

Heat of the Earth's Core: At the beginning of your turn, deal 1 damage to each character occupying a square with a Lava hindering terrain marker.

#019 Max Fury

Everything That Nick Knows: Opposing characters can't use the [S.H.I.E.L.D.] team ability.

#022 Sharon Carter

Secret Avengers Coordinator: Sharon Carter and adjacent friendly characters with the Avengers keyword can use Stealth.

#023 Ms. Marvel

Radiant Burst: Energy Explosion with a range of 7 and two [targets].

#024 Iron Man

Tactical Targeting: When choosing targets for a range attack, Iron Man may choose both a character and an object, wall, or square of blocking terrain instead of a second character. If he does, he does not need to assign any damage to the object, wall or square of blocking terrain to destroy it.

Repulsor Rays: When Iron Man hits a character with a range attack, after resolutions, you may knock back that character an amount equal to the difference between Iron Man's range value and the number of squares to that character.

#025 Nitro

Explode and Reform: DOUBLE POWER: Make a close attack targeting each opposing character within 2 squares. Each character hit is dealt penetrating damage equal to 3 minus the number of squares it is from Nitro instead of normal damage.

Explosive Punch: Force Blast. // Force Blast as FREE to target any character(s) he hit with a close attack this turn.

#026 Ant-Man

OK, I'm a Voyeur, So What?: Once per turn, when an adjacent character moves due to its own action, you may place Ant-Man in a square adjacent to that character after resolutions.

Irredeemable Liar: Outwit, but only to choose an opposing character's Outwit or Perplex, or a special power that specifically allows the use of Outwit or Perplex.

#027 Genis-Vell

A Touch of Insanity: Perplex. When he uses it, instead of the normal effects, choose +2 or -2, and roll a d6 that can't be rerolled. Based on the result, modify the following value on the target character by the chosen amount:

- 1- Speed
- 2- Attack
- 3- Defense
- 4- Damage
- 5- Range
- 6- All combat values

#028 Wonder Man

Avengers Two: UNIQUE MODIFIER- When Wonder Man is adjacent to a friendly character named Beast, they both modify attack +1.

Jet Belt: Charge, [Wing] symbol.

#029 Wolverine

Traumatic Healing: At the beginning of your turn, if Wolverine took damage since your last turn, you may heal him 1 click. If he's on click #8, you may heal him 2 clicks instead.

The Best There Is: When making a close attack, you may have Wolverine's attack value become the attack value of his target +1.

#030 Wasp

Bio Electric Blasts: Incapacitate. If she uses it and hits, deal the target 1 penetrating damage after resolutions.

#031 Black Knight

Indestructible Ebony Blade: Blades/Claws/Fangs, Steal Energy. Protected: Outwit.

#032 Quicksilver

Sibling Duo: UNIQUE MODIFIER- When a friendly character named Scarlet Witch is adjacent to Quicksilver, they both modify attack +1.

Arrogant Assault: Flurry. He may also use it instead of the close attack during Hypersonic Speed. If he does, modify defense -1 until the end of your next turn for each hit.

#033 Victoria Hand

New Avengers Coordinator: Victoria Hand and adjacent friendly characters with the Avengers keyword modify attack +1 if they are on their first click.

Traitor, or Not?: If Victoria Hand began the game on your force, "POWER: She becomes friendly to an opponent's force. At the beginning of each of that opponent's turns, that player deals 1 unavoidable damage to another character friendly to Victoria Hand."

#034 Ares

Presence of the God of War: Adjacent friendly characters modify attack +1. Adjacent opposing characters modify attack -1.

Master of All Weapons: Close Combat Expert, Ranged Combat Expert. Whenever he uses one of these powers, opposing characters can't use that same power until your next turn. Protected: Outwit against characters of 100 points or less.

#035 Sentry

The Consuming Void Inside: After an action resolves during which Sentry took damage from an opposing character, you may replace him with [CW] #045 Void on the same click number.

#036 Tigra

You're Just Another Pretty Little Bird to Me: Charge, Flurry.

Kitten has Claws: Blades/Claws/Fangs, Minimum result is 2, Maximum result is 5.

#037 Spider-Woman

Pheromones: FREE: She may modify the attack of an adjacent friendly character +1 and she may modify the defense of an adjacent opposing character -1 until your next turn.

#038 Thor

Summon Asgardian Blizzard: Characters with the [Starburst] or [Tiny] symbol can't target characters 7 or more squares away. Modify all other characters' speed -2 if they begin an action within 6 squares of Thor.

#039 Hawkeye

My Criminal Past: Running Shot, Stealth.

Knockout Gas Arrow: Energy Explosion. When he uses it, after resolutions, give one action token to each character hit by the attack.

#040 Nick Fury

Older Than I Look: Leadership, Willpower.

The Man With the Plan: When a friendly character misses with one or more attacks, you may roll a d6 after resolutions. **6:** You may remove an action token from that character. Nick Fury can only remove one action token per turn this way.

#041 Baron Zemo

The Thunderbolts Gambit: When you build your force, characters with the Masters of Evil keyword or team ability also have the Thunderbolts keyword. If your force also includes the Thunderbolts Additional Team Ability you must assign it to them.

Megalomaniacal Genius: Leadership, Mastermind, and Outwit. He is considered 150 points when using Leadership or Mastermind if he's adjacent to a character with the Thunderbolts keyword.

#042 Loki

My Unwitting Pawns: Shape Change. When Loki rolls a 6 for Shape Change, friendly characters can't be targeted by range attacks this turn.

#043 Binary

Blinding Stellar Radiation: Penetrating/Psychic Blast. If she does and hits, the hit character can't make a range attack during its next turn.

White Hole Energy: Energy Shield/Deflection, Regeneration.

#044 Crystal

Tornado: POWER: Choose an unoccupied square of clear terrain within range and line of fire. Crystal can use Quake at no cost as if she occupied that square.

(Speed)Twin Elements: Firestorm: When Crystal uses the Tornado trait, also deal 1 penetrating damage to each hit character after resolutions.

(Attack)Twin Elements: Waterspout: When Crystal uses the Tornado trait, also give an action token to each hit character with zero action tokens after resolutions.

(Damage)Twin Elements: Sandstorm: When Crystal uses the Tornado trait, after resolutions, hit characters use Toughness instead of Invulnerability or Impervious for the rest of the turn.

#045 Void

He is the False One!: After an action resolves during which Void healed, you may replace him with [CW] #035 Sentry on the same click number.

The Void Always Finds You: Plasticity. // FREE: Place him adjacent to any character that caused Void (or a replaced Sentry) to take damage since your last turn, and then deal 1 damage to all adjacent opposing characters.

#046 The Unspoken

Life Underground: When The Unspoken occupies a square on the lowest elevation of the map, he can use Leadership and Stealth.

Slave Engine Degeneration: Opposing characters within 3 squares can use Battle Fury and can't be given POWER actions.

#047 Mr. Sinister

Create New Marauders: When you build your force, friendly characters have the Marauders keyword this game if they have the Brotherhood of Mutants or X-Men keyword or team ability.

Skinshifting: Shape Change.

Complete Cellular Regeneration: Regeneration, Toughness, and Willpower. If he has no action tokens, Mr. Sinister may use Regeneration as FREE but heals 1 click less.

I Can Rebuild You, Mutant: Perplex. When another friendly character with the Marauders keyword would be KO'd, you may roll a d6. **6:** instead place them within 6 squares of Mr. Sinister and turn them to their last non-KO click, then roll another d6. Heal that character of half the result.

#048 Taskmaster

Still Got Those Photographic Reflexes: FREE: Choose any standard power an opposing character within 8 squares and line of fire and with one or more action tokens can use. Taskmaster can use that power until the end of this turn.

You Hold No Surprises: Taskmaster's combat values can't be modified by opposing characters' powers or abilities.

Super-Villain Training: Enhancement, Leadership. When he succeeds on a roll for Leadership, adjacent friendly characters modify attack and range +1.

#049 Morgan Le Fay

My Alternate Avengers: Perplex, but only to target a character with the Avengers keyword. When she uses it, she may instead modify any value except damage by +2 or -2. An Avengers themed team may include Morgan Le Fay and is still a themed team.

Cold Steel is My Bane: When an opposing character hits Morgan Le Fay and rolls for Blades/Claws/Fangs, add 1 to that die roll.

Astral Form Fade: Toughness. At the beginning of your turn, choose either Combat Reflexes or Energy Shield/Deflection. Morgan Le Fay can use the chosen power until your next turn.

#050 Kang

Come Back After I'm Rested and Try Again: Probability Control during his own attack rolls.

Timeline Reset: Once per game, **POWER:** Remove action tokens from all friendly characters that are Kang's point value or less. Characters that already took a costed action this turn can't take another.

#051 Chaos King

Enslavement: When Chaos King KO's an opposing character, after resolutions he may use Mind Control at no cost targeting any number of other characters on the defeated character's force that total less points than the defeated character. These characters do not need to be

within range or line of fire.

#052 Lockjaw and Hairball

The Name Is... Hairball!: When Lockjaw and Hairball attacks, they may choose to knock back a hit character 2 squares after resolutions.

Don't Hit the Cat! Or the Dog, Really: Toughness, Super Senses. When they succeed on a roll for Super Senses, after resolutions, you may knock back the attacking character 2 squares. Protected: Outwit.

Leader of the Pet Avengers... Plus Cat: Leadership.

Qualifying Name OR Qualifying Real Name

Lockjaw -- Lockjaw

Hairball -- Niels

#053 Ant-Man and Wasp

Buzzing Right In Your Ear: When an adjacent opposing character attacks Ant-Man and Wasp and misses, deal the attacking character 1 unavoidable damage after resolutions. When a non-adjacent opposing character attacks Ant-Man and Wasp and misses, deal each opposing character adjacent to Ant-Man and Wasp 1 unavoidable damage after resolutions.

Qualifying Name OR Qualifying Real Name

Ant-Man -- Hank Pym

Wasp -- Janet Van Dyne

#054 Hawkeye and Mockingbird

The Sharpest: [Sharpshooter]. Opposing characters within 8 squares can't use [Sharpshooter].

Trick Arrows and Battle Staves: Energy Explosion, Incapacitate, and Smoke Cloud. They can use one of these powers at no cost instead of one of the attacks during Duo Attack.

Watch Each Other's Back: Combat Reflexes, Super Senses.

Qualifying Name OR Qualifying Real Name

Hawkeye -- Clint Barton

Mockingbird -- Bobbi Morse

#055 Vision and Scarlet Witch

Keeping the Family Safe: Phasing/Teleport, Running Shot. When using Running Shot, they may move through one character or one piece of blocking terrain. They may use Phasing/Teleport as FREE if an opposing character damaged them since your last turn.

Empowered Hex Bolts: Energy Explosion. When they do, the attack value of each hit character of 200 points or less becomes 9 if it was higher than 9, and cannot be modified or further replaced until your next turn.

Qualifying Name OR Qualifying Real Name

Vision -- Victor Shade

Scarlet Witch -- Wanda Maximoff

#056 Scarlet Witch and Wonder Man

Chaos Magic: FREE: Choose an opposing character within 8 squares and line of fire and roll a d6 that can't be rerolled. The chosen character can't use the following type of powers or abilities until your next turn based on the result.

- 1- Speed powers
- 2- Attack powers
- 3- Defense powers
- 4- Damage powers
- 5- Team abilities
- 6- Your choice of any of the above

Ionic Punch and Hex Bolts: Scarlet Witch and Wonder Man deal penetrating damage to characters 150 points or more.

Qualifying Name OR Qualifying Real Name

Scarlet Witch -- Wanda Maximoff

Wonder Man -- Simon Williams

#057 Sentry and Void

Emergent Evil: [Multiattack]. If Sentry and Void has no tokens, POWER: Replace it with either [CW] #035 Sentry or [CW] #045 Void on the same click number. When the replacement character would be KO'd, you may instead return this character to the map on click #10.

Asgard Must Fall!: Once per game, DOUBLE POWER: For the rest of the game, elevated terrain is considered grounded hindering terrain. Deal Sentry and Void and each character occupying elevated terrain 1 unavoidable damage.

#058 Dr. Doom and Kang

After Ultimate Power: POWER: Place Dr. Doom and Kang adjacent to the highest point opposing character on the map, then use [Duo Attack] at no cost targeting that character for each attack.

Inevitable Betrayal: When this click is revealed for the first time in a game, stop turning the dial and

choose Dr. Doom or Kang. For the rest of the game, even if this power is lost, this character now has [Fist] symbol, and if you chose Dr. Doom, this character can use Outwit, and if you chose Kang, this character can use Probability Control.

Qualifying Name OR Qualifying Real Name

Dr. Doom -- Victor Von Doom

Kang -- Nathaniel Richards

#059 Thor and Hercules

My Rival: When using [Duo Attack], if the first attack misses, modify Thor and Hercules' combat values by +1 for the second attack.

My Brother: Invulnerability. Modify defense +1 for each time they have been attacked this turn. Protected: Outwit.

Qualifying Name OR Qualifying Real Name

Thor -- Thor Odinson

Hercules -- Heracles

#060 Avengers Prime

Trio Attack: DOUBLE POWER: 3 CLOSE/RANGE at no cost each targeting a single character.

Iron Man in the Vanguard: Perplex, Ranged Combat Expert, and Running Shot.

Cap in the Lead: Energy Shield/Deflection, Incapacitate, and Leadership.

Thor at the Forefront: Charge, Close Combat Expert, and Energy Explosion.

Qualifying Name OR Qualifying Real Name

Thor -- Thor Odinson

Iron Man -- Tony Stark

Captain America -- Steve Rogers

#100 Vision

Control of the World's Computers: Phasing/Teleport. Once per turn, if the number 6 comes up on a die for an attack roll when an opposing character attacks Vision, you may force an opponent to reroll that die. When an opposing character with the Armor or Robot keyword attacks Vision, modify defense +2.

Ultra-Vision: Impervious. Protected: Outwit.

#101 Mr. Fantastic

Future Foundation: Friendly characters with the Fantastic Four team ability can't use that team ability. Instead, they can use the following team ability: [FUTURE FOUNDATION] TA: When a character using this team ability takes 2 or more damage from an opponent's attack, give the attacking character an action token after resolutions. If you can't, deal them 1 unavoidable damage.

World's Smartest Man... Even When There's More of Me: Outwit. Mr. Fantastic deals penetrating damage to characters that can use Outwit. Protected: Outwit.

#102 Invisible Woman

The Peacemaker: When she's adjacent to exactly one friendly character and one opposing character, Invisible Woman has, "FREE: Heal both characters 1 click."

-"The Peacemaker" may be used even if one or both of the characters are on their first clicks.

#173 Ant-Man

Morph: Hank Pym: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

#200 Giant-Man

Morph: Hank Pym (75 points): MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

"Medium" Size (75 Points): Giant-Man has [Shield] Symbol and [Giant] symbol instead of [Indomitable] and [Colossal].

Pym Particles, Grow: Once per game, FREE: Choose a friendly character of 75 points or less with the Avengers keyword. That character has [Giant] symbol as long as Giant-Man is on the map.

Swat: When given a CLOSE, Giant-Man may target all opposing characters within two squares and then divide the damage between them. Protected: Outwit against characters 100 points or less.

Avengers, Behind Me!: Defend, Toughness.

Building Shove: If Giant-Man is next to elevated terrain, he has "POWER: All characters occupying that level of elevated terrain within that same continuous border are dealt 1 penetrating damage and knocked

back 1 square."

#201 Iron Man

You're Under Arrest!: Incapacitate with three [targets].

Director Stark: Enhancement, Willpower.

#202 Thor

Art Thou Too Craven to Fight?: If Thor has no action tokens, he has, "FREE: Choose an opposing character within Thor's range and line of fire that is not adjacent to any other characters. During its next turn, that character must attack Thor -or- be given a MOVE."

I am No Mortal!: Toughness, Willpower.

#203 Captain America

The Suit: Toughness.

Shield Slash: When Captain America makes a range attack and the result of the attack roll is doubles, he deals penetrating damage. When Captain America makes a range attack and the attack roll is 10 or higher, give an action token to all hit characters after resolutions.

#204 Space Phantom

Dimension Swap: Outwit, but only to target characters within his range and line of fire without the Deity keyword. When he does, he can use the power chosen if it's a standard power until his next turn.

#205 Vision

Adjustable Matter Scan: Phasing/Teleport. Characters he targets with an attack can't use Shape Change or Super Senses for that attack.

Synthezoid Construct: Super Senses, Toughness.

#206 Masque

Heroic Sacrifice: When an adjacent friendly character would be dealt damage, you may KO Masque. If you do, that character doesn't take that damage.

#207 Ms. Marvel

Energy Redirection: If Ms. Marvel was targeted by a range attack since your last turn, she can use Exploit Weakness and Penetrating/Psychic Blast with a range value of 6.

#208 Ultron

Summon the Drones: If Ultron has no action tokens, she has, “FREE: Generate a [CW] #002 Iron Man Drone or [CW] #003 Ultron Drone from outside the game in your starting area on its 30 point line [MAX 4].”

110111 ERROR REBOOT: Regeneration, Super Senses. Protected: Outwit.

#209 Spider-Woman

More Than Human: Leap/Climb.

Double Agent: At the beginning of the game, choose either [HYDRA] or [S.H.I.E.L.D.]. Spider-Woman can use that team ability this game.

#210 Wonder Man

Barrel Over: When Wonder Man hits an opposing character with an attack, after resolutions, he may move 2 squares (breaking away automatically) and target a different opposing character with a close combat attack.

Chaos War Fast Forces

#001 Iron Man

Stand Together!: When turning the dial, if there is an adjacent friendly figure with the Avengers keyword and the same or higher point value and this click is revealed due to damage taken from an opponent’s attack, stop turning the dial.

Thermal Vision: Improved Targeting: Hindering.

#002 Thor

Stand Together!: When turning the dial, if there is an adjacent friendly figure with the Avengers keyword and the same or higher point value and this click is revealed due to damage taken from an opponent’s attack, stop turning the dial.

#003 Captain America

Stand Together!: When turning the dial, if there is an adjacent friendly figure with the Avengers keyword and the same or higher point value and this click is revealed due to damage taken from an opponent’s attack, stop turning the dial.

Avengers Assemble: Leadership. When he uses Leadership and rolls a 6, he may also remove an action token from another adjacent character with the Avengers keyword that’s 125 points or less.

#004 Wasp

Winsome Wasp: Wasp breaks away automatically.

#005 Mockingbird

October 12th: UNIQUE MODIFIER- When a friendly character named Hawkeye is adjacent to Mockingbird, they both modify attack +1.

#006 Scarlet Witch

Chaos Magic: Perplex, Probability Control.

Star Trek Away Team

#001a Captain James T. Kirk

Unwinnable Kobayashi Maru: If you control no other characters, during your turn he may use Outwit a number of times equal to the number of opposing characters on the map.

#001b Captain James T. Kirk

Unexpected Leader: Leadership. When he uses it, on a result of 3-4, he may give an action token to an opposing character within 3 squares and line of fire.

#002b Dr. Leonard McCoy

Tricorder: If Dr. Leonard McCoy has no action tokens, he has, “FREE: Choose a square within 6 squares and line of fire. Characters occupying that square can’t use Shape Change or Stealth.”

Melvaran Mud Flea Vaccine: FREE: Choose an adjacent character of 100 points or less. That character can use Shape Change until your next turn as long as he is adjacent to Dr. Leonard McCoy but only succeeds on a roll of 6.

#003a Spock

Vulcan Nerve Pinch: Exploit Weakness, Incapacitate.

The Refuge of Logic: Outwit, Probability Control. When he uses Probability Control during his own attack rolls, he may choose to reroll only one die.

#003b Spock

Emotions Unchecked: Charge, Flurry.

Vulcan Physiology: Toughness, Willpower.

#004a Lt. Nyota Uhura

Intercept Communications: At the beginning of the game, choose a team ability that an opposing character can use that isn't a Wild Card team ability or Uncopyable. Friendly characters can use that team ability this game in addition to their other team abilities as long as Lt. Nyota Uhura is on the map.

Phaser Settings: Incapacitate, Penetrating/Psychic Blast. When she uses Incapacitate, modify attack +1. When she uses Penetrating/Psychic Blast, modify damage +1.

#004b Lt. Nyota Uhura

It is A Relationship: UNIQUE MODIFIER- When Lt. Nyota Uhura and a character named Spock are adjacent to each other, they both modify defense +1.

Jam Encrypted Communications: Opposing characters within 8 squares can't use Additional Team Abilities.

#005a Montgomery Scott

Transwarp Beaming: POWER: Choose an adjacent friendly character that can use Phasing/Teleport and has the Federation keyword. This turn, that character can use Hypersonic Speed instead of Phasing/Teleport and modifies attack and speed +2.

Transporters Are My Thing: Phasing/Teleport, Passenger: 1.

#005b Montgomery Scott

Engineering Genius: Perplex. When he uses it to target a character with the Armor, Robot, or Vehicle keyword, he may modify any value by +2 or -2 except damage.

#006a Lt. Hikaru Sulu

Fencing Champion: When Lt. Hikaru Sulu attacks a character with a range value of 0, modify attack +2.

#006b Lt. Hikaru Sulu

Hide in Saturn's Magnetic Field: Smoke Cloud as FREE with a range of 8. When he does, he may only place markers in squares occupied by characters and they do not need to be placed adjacent to each other.

#007a Ensign Pavel Chekov

Transporter Lock: Friendly characters modify speed +3 when using Phasing/Teleport.

-This character's dial begins on the blue starting line.

#007b Ensign Pavel Chekov

Tricorder: If Ensign Pavel Chekov has no action tokens, he has, "FREE: Choose a square within 6 squares and line of fire. Characters occupying that square can't use Shape Change or Stealth."

-This character's dial begins on the yellow starting line.

2012 Exclusive Figures

#D-002 Martian Manhunter

Martian Physiology: Phasing/Teleport, Stealth.

-This character has the symbol indicating Super Strength on his character card.

#D-003 Dr. Fate

Agent of Order: Opposing characters within 6 squares can't be given actions to use special powers (including standard powers used only through those special powers).

D-004 Superman and Superman

Look, Up In the Sky: Once per turn, when a friendly character within 8 squares and line of fire is the target of an attack, before the attack roll is made Superman and Superman may be placed adjacent to the target and within line of fire of the attacker. Superman and Superman become the target of that attack.

Through the Sun: POWER: Move them up to 8 squares in a direct line, automatically breaking away. After resolutions, you may place an opposing character along that path into an adjacent square and may use [Duo Attack] at no cost targeting only that character.

Death of a Superman: Earthbound/Neutralized. Superman and Superman can't use the JSA team ability.

Qualifying Name OR Qualifying Real Name

Superman -- Clark Kent or Kal-El

Superman -- Clark Kent or Kal-L

#M-002 Apocalypse

Horsemen of Apocalypse: Characters using the Horsemen of Apocalypse Additional Team Ability modify their attack values regardless of how many characters can use it.

Mass Increase: POWER: This action deals no pushing damage. Replace this character with [GSX] #G03 on click #14 or [GSX #G07] on click #9. Protected: Outwit. The replacement Apocalypse can't be healed past the listed starting click. This character's point value is scored if that character is KO'd.

Manipulate Hundreds of Generations: Outwit, Perplex.

#M-003 Punisher

My Leadership Style is...Different: When another friendly character that's 200 points or less and within 5 squares and line of fire KO's an opposing character with an attack, after resolutions, remove an action token from the attacking character.

Infrared Goggles: Improved Targeting: Hindeirng.

#M-004 Venom

New Breed: Shape Change, Stealth.

Airdropped Into The Action: If Venom occupies your starting area, he has, "MOVE: [Flight]. Move up to 14 squares."

I Work Best Solo: If Venom is the only character on your force, modify his combat values by +1.

Comic-Con Promos

#001 Stan Lee

The Creator: Stan Lee has all keywords and team abilities that other figures on your current force have.

Cameo Appearance Only: POWER: Replace this character with any HeroClix figure with a point value of 30 - 60 points on the same click number as Stan Lee.

#002 Joss Whedon

Mutant Enemy: Joss Whedon modifies his combat values by +1 when attacking a character with the Mutant keyword.

Horrible Doctor: Support, but he may only target an opposing character. Neither character can be adjacent to any other characters. Instead of healing the target, the target is dealt penetrating damage.

#003 Morgan Spurlock

NECA/Wizkids Presents: The Greatest Figure Ever Sold: Modify attack +2 when attacking a figure worth \$3 or more. (Argue among yourselves over the value of

a specific figure.)

Super Size ME!: Invulnerability, [Giant].

#004 Harry Knowles

Film Critic Supreme: At the beginning of the game, choose an opposing character. Harry's controller and the controller of the chosen character must roll 2d6: If your roll is higher than your opponent's roll, the character has received a poor review and it modifies defense -1 this game.

Justice League New 52

#001 Superman

Gale-Force Breath: Force Blast. When he uses it, he may target an adjacent character and up to two characters that are adjacent to that character. After resolutions, give the targeted character(s) an action token if they have zero action tokens.

Helping People Is What I Do: Impervious. When a friendly character within 4 squares and line of fire takes damage from an opponent's attack, after resolutions, you may place Superman and that character in each other's squares. Protected: Outwit against characters less than 100 points.

#002 Batman

Drop in from the Roof: Leap/Climb.

Tempered and Trained: Toughness, Combat Reflexes.

#003 Wonder Woman

Lasso of Truth: POWER: Make a range attack with a range value of 4. Instead of normal damage, give a hit character an action token and until your next turn, that character can't use any speed or damage powers displayed on its dial.

#004 Green Lantern

Ineffective Against Yellow: Modify attack and damage -1 when attacking a character displaying a yellow power on their dial.

Green Constructs: Barrier, Incapacitate, and Telekinesis.

#005 Aquaman

Defending Mera: If Aquaman occupies water terrain, modify speed +2. If a friendly character named Mera has been KO'd this game, modify Aquaman's combat values by +1.

#006 Cyborg

Electronic Eye: Lines of fire drawn by Cyborg are not blocked by Stealth.

#007 Green Arrow

Best Shot in the Biz: When Green Arrow targets a single character within 5 squares with a range attack, modify attack +2.

Flurry...of Arrows: RANGE: Make a range attack targeting a single character. After the range attack resolves, he may make a second range attack against another character.

#008 Mera

Sorceress of the Deep: Mera may target opposing characters within 6 squares that occupy or are adjacent to water terrain with close attacks.

Aquakinesis: Telekinesis. If Mera uses Telekinesis to target an opposing character that currently occupies water terrain, modify attack +3.

#009 Firestorm

Merge: If this character is adjacent to [DC10] #010 Firestorm and neither have an action token, you may give this character a FREE to replace both characters with [DC10] #021 Fury. Fury begins on the same click as this character and can't use the Split ability this turn.

Disable your Weaponry: Probability Control, but only once per turn when he is attacked. When he does, if the rerolled attack is a critical hit, he may use Probability Control one more time.

#010 Firestorm

Merge: If this character is adjacent to [DC10] #009 Firestorm and neither have an action token, you may give this character a FREE to replace both characters with [DC10] #021 Fury. Fury begins on the same click as this character and can't use the Split ability this turn.

#011 Hawkman

Dive Bomb: Charge. When Hawkman uses Charge, modify attack and damage +1 if he makes an attack targeting a character at a lower elevation than the square in which Hawkman began his movement.

#012a Shade The Changing Man

Join Me In My Madness: Perplex, Shape Change.

#012b Shade The Changing Man

M-Vest: Energy Shield/Deflection, Toughness.

#013 Deadman

Ghost: Phasing/Teleport. He can't be carried or placed by Telekinesis. Damage dealt to Deadman by close attacks is reduced to 1.

#014 Zatanna

Raelc Dnim: FREE (if Zatanna has no action tokens)/POWER: Choose another friendly character within 4 squares and line of fire. That character has PROTECTED: Outwit, Perplex until your next turn.

#015 Mindwarp

Time Slide: Super Senses. Once per turn when Mindwarp has no action tokens, if he can draw line of fire to both the target of an attack and the attacker, the target may use Super Senses if it's a friendly character. If the target evades the attack by this use of Super Senses, place Mindwarp in a square adjacent to the target.

#016 Enchantress

Defeating the Justice League (250 points): Modify attack and damage +1 when attacking a character with the Justice League keyword.

Storm of Witches' Teeth: Poison, Quake. When she uses either one, all squares within 2 squares and line of fire are considered adjacent and damage dealt can't be reduced below 1.

A Force Not to Be Trifled With: Invulnerability, Willpower.

#017 The Flash

The Speedforce: Hypersonic Speed. When Flash uses it, he may choose to make up to 3 close attacks against different characters dealing 1 damage instead of normal damage. He may move between each attack, moving up to 'his speed value minus the numbers of squares moved this action.'

Yoo Hoo...Over Here: Super Senses. When The Flash evades an attack using Super Senses, you may immediately move him 1 square.

#018 Madame Xanadu

Fortune Telling: POWER: Choose an adjacent character. When that character misses with an attack this turn, after resolutions, you may remove one action token from that character.

#019 John Constantine

Riding the Synchronicity Highway: Wild Card.

Mystical Wards: Other characters can't use Probability Control.

Sheer Cunning: Outwit, Perplex.

#020 Deathstroke

Precisely-Timed Strike: Blades/Claws/Fangs. After any action resolves, if during that action an opposing character moved into a square adjacent to Deathstroke, roll a d6 and deal that character damage equal to the result.

#021 Fury

Split: If Fury has no action tokens, he has, "POWER: Replace this character with Firestorm #009 and Firestorm #010. Each replacement character is assigned an action token and can't be given an action this turn. They each begin a number of clicks from their starting line equal to this character's click number."

Release Energy: Pulse Wave, Poison.

Absorb Energy: Invulnerability. If this power is revealed after an action resolves in which he took damage from a range attack, heal Fury of 1 damage.

DC 10th Anniversary

#001 Batman

Battlefield Promotion: **Rise:** When Batman hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with DC10 #023 Batman on the same click number.

#002 Wonder Woman

Battlefield Promotion: **Rise:** When Wonder Woman hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** Replace this character with DC10 #022 Wonder Woman on the same click number.

#003 John Jones

Battlefield Promotion: **Martian Manhunter:** When John Jones hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with DC10 #019

Martian Manhunter a number of clicks from its blue starting line equal to the number of clicks this character is from its starting line. **10 or higher:** Replace this character on the same click number.

#004 Green Lantern

Construct: Green Lantern begins the game without the Construct. Green Lantern can use Barrier. When he does, attach the Construct to him after resolutions and then he may make a close attack targeting a character adjacent to a square with one of these Barrier markers in it. // While the Construct is attached, Green Lantern can use Energy Shield/Deflection and Close Combat Expert. When Green Lantern takes damage or uses Close Combat Expert, remove the Construct.

In Brightest Day: During your turn, hindering terrain within 6 squares of Green Lantern is considered clear terrain for line of fire purposes.

#005 Brainiac

Battlefield Promotion: **Brainiac:** When Brainiac hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #012 Brainiac a number of clicks from its blue starting line equal to the number of clicks this character is from its starting line. **10 or higher:** Replace this character on the same click number.

#006 Batgirl

Battlefield Promotion: **Oracle:** When Batgirl hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** Replace this character with [DC10] #017 Oracle on the same click number.

#007 Nightwing

Acrobat: Improved Movement: Hindering, Characters

A Leader on any Team: Wild Card. During your first turn, choose a friendly character's keyword; Nightwing has that keyword for the rest of the game. Leadership, but only removes action tokens from characters using a team ability that Nightwing can use.

#008 Catwoman

Battlefield Promotion: Catwoman: When Catwoman hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** Replace this character with [DC10] #015 Catwoman on the same click number.

#009 Blue Beetle

The Scarab: The first time in a game when Blue Beetle would take 3 or more damage from an attack, instead he does not take damage and is given an action token.

The Scarab Awakened: At the beginning of your turn, roll a d6. **5-6:** Until your next turn, modify attack +2, Blades/Claws/Fangs, and Battle Fury.

Dimensional Perception: Probability Control, but only for attack rolls where he is the attacker or a target of the attack.

#010 The Flash

Vibrate Through: Improved Movement: Hindering.

So Fast You Didn't See the Hits: Charge, Flurry. When The Flash uses Charge, he can use Exploit Weakness.

Mach 3 Punch: Damage dealt by Flash can't be reduced below 1.

#011 Green Lantern

Battlefield Promotion: Pass the Torch: When Green Lantern hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** replace this character with [DC10] #004 Green Lantern on the same click number.

#012 Brainiac

Impossible To Plan Against (350 points): UNIQUE – Action Total -1.

My Ship and I Are One: DOUBLE POWER: Place him in any square within his speed value. After resolutions, you may give Brainiac a CLOSE or RANGE at no cost.

I'll Show You Impervious: STOP. Impervious.

Master Manipulator: Perplex, but only to target friendly characters regardless of range or line of fire.

#013 Lex Luthor

Battlefield Promotion: Lex Luthor: When Lex Luthor hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #020 Lex Luthor a number of clicks from its blue starting line equal to the number of clicks this character is from its starting line. **10 or higher:** Replace this character on the same click number.

#014 Robin

Battlefield Promotion: Nightwing: When Robin hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #007 Nightwing on the same click number.

#015 Catwoman

Bad Luck When I Cross Your Path: Other characters within 6 squares of Catwoman assigned a relic or a resource can't use the effects of the relic or resource.

Burglar: Leap/Climb, Stealth.

#016 Blue Beetle

Battlefield Promotion: Pass the Torch: When Blue Beetle hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #009 Blue Beetle on the same click number.

#017 Oracle

My Eyes Are Everywhere: If Oracle is not adjacent to an opposing character and is either in her starting area or on elevated terrain, she can draw lines of fire and count range and squares from the square of any single friendly character that has the Batman Family, Birds of Prey or Justice League keyword.

The Mystery of the Oracle: POWER: Choose Outwit, Perplex, or Probability Control. She can use the chosen power until the beginning of her next turn.

#018 The Flash

Battlefield Promotion: Pass the Torch: When The Flash hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #010 Flash on the same click number.

#019 Martian Manhunter

Embracing My Heritage: Shape Change, but only when Martian Manhunter has no action tokens.

Martian Physiology: Stealth, Charge. When Martian Manhunter uses Charge, he has Improved Movement: Blocking.

I See the Attack in Your Mind: Super Senses.

#020 Lex Luthor

Part of My Personal Inventory (160 points): Once per game, **POWER:** Generate a special object whose name includes "Kryptonite" in an adjacent square.

Boom Tube Sneak Attack: Phasing/Teleport. When he uses it, after resolutions, if he moved half his speed value or less, he may be given a RANGE at no cost.

My Hatred Will Never Die, Alien!: Lex Luthor deals penetrating damage to characters that have the [Superman Ally] team ability or the Kryptonian keyword.

#021 Superman

Battlefield Promotion: Rise: When Superman hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [DC10] #024 Superman on the same click number.

#022 Wonder Woman

Empowered By Battle: When an opposing character within 4 squares rolls a 1 or 2 for a Super Senses roll, you may heal Wonder Woman 1 click.

Black Lasso: Incapacitate with a range value of 6. When she uses it, instead of giving a hit target an action token, you may place that character adjacent to Wonder Woman and then make a close attack targeting the placed character.

#023 Batman

Empowered by Deception: When an opposing character within 4 squares rolls a 1 or 2 for a Shape Change roll, you may heal Batman 1 click.

RISE: Stealth, Leap/Climb.

Rain of Black Rings: Pulse Wave with a range of 8. When he uses it, friendly characters that share a keyword with Batman reduce damage dealt to them to 0.

#024 Superman

Empowered By Despair: When an opposing character rolls a 1 or 2 for a Leadership roll, you may heal Superman 1 click.

You Fight Me as if I Live: Regeneration, Toughness. Protected: Outwit.

Marvel 10th Anniversary

#001 Captain America

Battlefield Promotion: Secret Invasion: Revealed: When Captain America hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #023 Captain America on the same click number.

#002 Hulk

Battlefield Promotion: Worldbreaker: When Hulk hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** Replace this character with [M10] #013 Worldbreaker a number of clicks from its blue starting line equal to the number of clicks this character is from its starting line. If the d6 roll was a 6 and Hulk has 6 or more Promotion Tokens, replace this character on the same click number.

#003 Thing

Lemme Grab Somethin': Super Strength. // When the Thing has no action tokens and is not holding an object, **MOVE:** Move up to his speed value. After resolutions, generate a standard light object that he is holding.

#004 Green Goblin

Battlefield Promotion: **Green Goblin:** When Green Goblin hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #018 Green Goblin on the same click number.

#005 Thor

God of Thunder (200 points): Willpower.

Master of the Storm: Opposing characters that are within 5 squares of Thor when he hits an opposing character with a range attack have [Boot] until your next turn.

#006 Marvel Girl

Battlefield Promotion: **Dark Phoenix:** When Marvel Girl hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. When Marvel Girl would be KO'd, You may roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** you may replace this character with [M10] #021 Dark Phoenix on its yellow starting line. **10 or higher:** the replaced character begins on its blue starting line. If you rolled a 6 and the result is 12 or higher, the replaced character begins on its green starting line.

#007 Storm

Battlefield Promotion: **Storm:** When Storm hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** you may replace this character with [M10] #020 Storm on the same click number.

#008 White Queen

Battlefield Promotion: **Emma Frost:** When White Queen hits one or more opposing characters, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. **8 or higher:** you may replace this character with [M10] #014 Emma Frost on the same click number.

#009 Iron Man

Adaptive Armor: When Iron Man would take damage from another character assigned a relic or resource, Iron Man does not take that damage and instead rolls a d6. **1-3:** deal Iron Man 1 unavoidable damage.

Protected: Pulse Wave.

Stark, Resilient: Outwit, [Sharpshooter].

The Futurist: Perplex, Pulse Wave.

#010 Weapon X

Battlefield Promotion: **Secret Invasion: Revealed:** When Weapon X hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #022 Wolverine on the same click number.

#011 The Thing

Battlefield Promotion: **Thing:** When The Thing hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #003 Thing on the same click number.

#012 Iron Man

Battlefield Promotion: **Iron Man:** When Iron Man hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #009 Iron Man on the same click number.

#013 Worldbreaker

Nothing Will Stop Me: Improved Movement: Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through.

He's Never Been This Angry...: Super Strength. If he hits with an attack using an object, deal 1 penetrating damage to the target after resolutions.

...Everything He Sees Makes Him Angrier: Charge, Plasticity. When Worldbreaker is hit by a range attack, after resolutions, you may place him in a square adjacent to the attacker.

You Think You're Smart Like Banner!: When Worldbreaker is targeted by an opponent's Outwit or Perplex, roll a d6 that can't be rerolled. **4-6:** That use of Outwit or Perplex has no effect.

#014 Emma Frost

I'm Immune to Your Clumsy Psychic Powers,

Darling: Battle Fury, Willpower. When she is the target of Penetrating/Psychic Blast, modify defense +2.

You Cannot Hide From Me: Penetrating/Psychic Blast, [Sharpshooter].

Secondary Mutation: When this power appears, stop turning the dial, and you may choose to click Emma Frost to click #8. Super Senses.

Team Advisor: Leadership, Outwit

-Emma Frost can't be healed past click #8.

#015 Magneto

Battlefield Promotion: Magneto: When Magneto hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #019 Magneto on the same click number.

#016 Thor

Battlefield Promotion: Thor: When Thor hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #005 Thor on the same click number.

#017 Spider-Man

Battlefield Promotion: Secret Invasion: Revealed: When Spider-Man hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** you may replace this character with [M10] #024 Spider-Man on the same click number.

#018 Green Goblin

I Will Kill the Arachnid: When a character named Spider-Man is on the map, modify attack +1 and defense -1.

Goblin's Tricks: Energy Explosion, Super Strength. When Green Goblin uses Energy Explosion, damage dealt is penetrating damage.

#019 Magneto

Magnetic Debris: Magneto begins the game without the Magnetic Debris. If the Magnetic Debris is attached, modify defense and damage +1 and when Magneto is hit by a close combat attack, the attacker is dealt 1 unavoidable damage after the attack is resolved. Magnetic Debris remains attached to Magneto until he takes damage from an opponent's attack.

Master of Magnetism: Pulse Wave, Quake. When he uses either and hits, after resolutions attach the Magnetic Debris.

#020 Storm

Royal Duo: UNIQUE MODIFIER- If a friendly character named Black Panther is adjacent to Storm, they both modify defense +1.

Windrider: Super Senses. When Storm has no action tokens: Energy Shield/Deflection, Force Blast as FREE.

#021 Dark Phoenix

The Darkness Within: Super Senses but only evades the attack on a result of 6. When Dark Phoenix KO's an opposing figure you may heal her 1 click.

Jean's Not Here Anymore: Pulse Wave, Telekinesis.

My Sacrifice Saves You All: When this click is revealed stop turning the dial. Dark Phoenix can't use Super Senses. When Dark Phoenix takes damage, heal all other friendly characters that share a keyword with Dark Phoenix 2 clicks.

#022 Wolverine

Skrull Loyalty: Other friendly characters with the Skrulls keyword can use the [X-Men] team ability.

Skrull Infiltrator: Charge, Stealth. When he uses Charge, Wolverine can use Improved Movement: Hindering.

Skrull Mutant Hybrid: Regeneration, Super Senses.

#023 Captain America

Skrull Loyalty: Other friendly characters with the Skrulls keyword can use the [Avengers] team ability.

Bringing the Fight to Them: Charge, Plasticity.

Leading the Invasion: Leadership, Shape Change. When he uses Leadership and the result is 6, you may also remove an action token from an adjacent friendly character with the Skrulls keyword.

#024 Spider-Man

Skrull Loyalty: Other friendly characters with the Skrulls keyword can use the [Spider-Man] team ability.

Skrull Imposter: Charge, Leap/Climb

Zipline: Incapacitate. When he uses it, after resolutions, you may place one hit character adjacent to Spider-Man or place Spider-Man adjacent to a hit character. If you do, Spider-Man may make a close attack against that character.

TabApp

#D-001 Superman

Strength From The Yellow Sun: Super Strength. When he uses an object in an attack and hits, damage dealt is reduced by 1 and, after resolutions, the target is dealt 1 unavoidable damage.

#D-002 Batman

Familiar Terrain: Improved Movement: Hindering

Hiding In The Shadows: When Batman is adjacent to a wall, blocking terrain, or a square of higher elevated terrain, the square he occupies is considered hindering terrain for line of fire purposes.

Earth's Greatest Fighter: Charge, Flurry.

#D-003 Wonder Woman

Amazonian Princess: Leadership. When she uses it and rolls a 6, you may also remove an action token from her or an adjacent character with the Amazon or Trinity keyword.

Indestructible Bracelets: Energy Shield/Deflection, Super Senses and Toughness.

#D-006 Bane

There Is No Escape: Improved Movement: Characters

Unstoppable Force: Charge, Flurry and Plasticity.

#M-001 Captain America

Leap Into Battle: Improved Movement: Hindering, Characters

Protected By The Vibranium Shield: Energy Shield/Deflection. At the beginning of your turn, choose one adjacent friendly character with a lower point value. That character can use Energy Shield/Deflection until the beginning of your next turn.

#M-002 Thor

The Mighty Avenger: Super Strength.

Mjolnir's Song: POWER: Halve speed value. Move, RANGE at no cost, then move up to 'your speed value minus the number of squares just moved.'

#M-003 Iron Man

Armor Self-Defense: Energy Shield/Deflection, Regeneration and Toughness.

#M-004 Wolverine

Hard To Take Down: Toughness.

Keep Comin' At Ya: Regeneration. When turning the dial, if this power is revealed due to damage taken from an opponent's attack, stop turning the dial.

#M-005 Cyclops

Concussive Blasts: Force Blast as FREE. KNOCKBACK during range attacks.

#M-006 Iceman

Frozen in Place: When a character takes damage from Iceman's attack and has no action tokens, place an action token on that character.

#M-007 Spider-Man

I Stick to Walls: Improved Movement: Elevated

I'm Sorry, Dude. I'm So Sorry!: Super Senses. When he uses it, on a result of 6, remove an action token from Spider-Man.

You Found My Weakness - Small Knives!:

Toughness. Opposing characters can't use Blades/Claws/Fangs when attacking Spider-Man.

#M-008 Spider-Man

Web-Slinging: Improved Movement: Elevated, Hindering

Webline Slingshot: Charge. When he uses Charge, you may modify speed +3. If you do, you must move him in a direct path.

OsCorp Bio Cables: Incapacitate with two targets.

#M-009 Lizard

Reptilian Metamorphosis: Blades/Claws/Fangs.

Up From The Sewers: Charge. **POWER:** Place him in or adjacent to any square of water terrain within 8 squares and he may make a close attack.

Humanity is WEAK!: Smoke Cloud. When he uses it, after resolutions, Lizard may use Mind Control at no cost and has a clear line of fire to any single opposing character occupying a hindering terrain marker he just placed.

Assassin's Creed: Brotherhood

#001 Ezio Auditore de Firenze

Blend: Mastermind. When he uses Mastermind, 1 of the damage dealt may instead be dealt as unavoidable damage to an adjacent opposing character that has not attacked him this turn.

-This figure has a silver ring on its base.

#002 Mario Auditore

Codex of Altair: Outwit -or- Perplex. When he uses Perplex, if he has two action tokens, he may modify an opposing character's combat value other than damage by -2.

#003 La Volpe

Foxfang: Poison. When he uses it, roll a d6. **4-6:** the damage dealt is penetrating damage.

Pickpocket: Incapacitate. When he uses it and hits with an attack roll that is doubles, you may place an action token on another opposing character adjacent to the target.

-This figure has a silver ring on its base.

#004 Bartolomeo d'Alviano

I Take Good Care of My Men: Leadership. When he succeeds, he may remove an additional action token from a friendly character of 125 points or less within 4 squares and line of fire.

#005 Cesare Borgia

Templar Grand Master: Mastermind. When he uses it, after resolutions, roll a d6. **5-6:** you may remove an action token from this character.

Schemes Within Schemes: Mind Control. He can use it as FREE, but only when he targets a character who

can use any of the following powers: Leadership, Outwit, Perplex, Poison, or Shape Change.

-This figure has a silver ring on its base.

#006 Octavian de Valois

Hostage and Ransom: Incapacitate. When he uses it, modify attack +3, but when he hits, the hit character's controller chooses any character on his force with 0 or 1 action tokens to receive the token.

Strike at the Rabble, Not Nobility: Mastermind. When he is the target of an attack and adjacent to another friendly character, Octavian de Valois may be placed in a different square adjacent to that friendly character if that friendly character could have been chosen as the target of the attack after this placement; that other friendly character becomes the target of the attack.

Assassin's Creed: Revelations

#001 Ezio

Vanish: Ezio can use Throw a Grenade as FREE using a Smoke grenade; when he does the grenade deals no damage.

Leap of Faith: Charge, Leap/Climb. When he uses Charge, he can use Improved Movement: Elevated. When he begins his turn on elevated terrain and makes a close attack targeting a character on a lower elevation, the damage dealt by the attack is penetrating damage.

Grenade: +1; Smoke

#002 Prince Ahmet

Blood Will End Bloodshed: Enhancement. // FREE: Choose an adjacent friendly character and roll a d6. **6:** the chosen character's range attacks deal penetrating damage this turn.

I Will Shatter Your Plans--and You Will Take the Blame: Mastermind, Outwit. When he uses Outwit, roll a d6. **4-6:** you may deal 1 damage to a different opposing character adjacent to the target.

-This figure has a silver ring on its base.

#003 Yusuf Tazim

Bomb Master: Yusuf Tazim can use any grenade type that can be used by a friendly character. Each time he or an adjacent friendly character makes an attack roll that hits and the result is doubles, add one grenade token to the grenade pool.

Grenade: +2; Frag; Flashbang

-This figure has a silver ring on its base.

#004 The Guardian

Defender: Defend. Each time an opposing character takes damage from his attack, modify defense +1 until your next turn.

#005 The Bombardier

Mace Slam: KNOCKBACK. **MOVE:** Move. After resolutions, he may be given a CLOSE at no cost but only to attack a character he knocked back the previous turn.

Grenade: +2; Frag; Thermite

#006 The Vanguard

Hatchet Strike: Once per turn, if The Vanguard makes an attack roll and hits with doubles, she may choose not to knock back the target and after resolutions may make another attack against the same target.

Batman

#001 Batman

Swingline: Improved Movement: Elevated, Hindering, Outdoor Blocking, Characters

Team Leader (200 points): At the beginning of the game, choose a keyword Batman has. All friendly characters with that keyword and a lower point value can use the [Batman Ally] team ability while Batman is on the map.

I Will Not Fail Gotham: When Batman is marked with one action token, modify attack +1.

#002 Bruce Wayne

Alter Ego: Batman: POWER: This action deals no pushing damage and replace this character with [DKR] #001, [BM] #001, or [BM] #053A on its orange starting line. Protected: Outwit.

CEO, Batman Incorporated: Leadership, Perplex, and Shape Change. When he uses Perplex, he can only

target friendly characters.

#003a Arkham Asylum Guard

On the Up and Up: [Police] team ability.

Lockdown: [Capture], but can only have one captive at any time.

#003b Arkham Asylum Guard

On the Take: [Underworld] team ability. Opposing characters that share a keyword with Arkham Asylum Guard have BREAKAWAY -2 when breaking away from him.

#004a The Joker Thug

Rolling with the Punchline: When The Joker Thug is chosen with Mastermind, reduce the damage dealt by 1.

#004b The Joker Thug

Got Yer Back, Boss: Adjacent friendly characters with a higher point value can use Toughness.

#005 Beast Boy

Morph: Beast Boy: MOVE: This action deals no pushing damage. After resolutions, replace him with any character with this trait but a different collector number on the same click number.

Grab My Fin!: When Beast Boy occupies water terrain and uses [Move and Attack], his attack value is not modified -2 for the attack.

The Flippers Aren't Just Cute, They're Quick!:

Super Senses. When he occupies water terrain, he can also use Energy Shield/Deflection.

#006a Hired Henchman

Minion: At the beginning of the game, Hired Henchman can be declared a minion of any friendly character with which he shares a keyword, who is considered the Boss until the end of the game. If Hired Henchman is within 8 squares of the Boss, Hired Henchman is a Wild Card but can only use the Boss's team abilities.

Lookin Good: When the Boss is within 6 squares, modify attack and defense +1.

Look What The Boss Gave Me: When Hired Henchman is adjacent to the Boss, he can use Penetrating/Psychic Blast.

#006b Hired Henchman

Minion: At the beginning of the game, Hired Henchman can be declared a minion of any friendly character with which he shares a keyword, who is considered the Boss until the end of the game. If Hired Henchman is within 8 squares of the Boss, Hired Henchman is a Wild Card but can only use the Boss's team abilities.

Lookin Good: When the Boss is within 6 squares, modify attack and defense +1.

Look What The Boss Gave Me: When Hired Henchman is adjacent to the Boss, he can use Penetrating/Psychic Blast.

#007a Catwoman

We Leave the Masks On: Stealth. When Catwoman is adjacent to a friendly character with the [Batman Ally] team symbol, she can use Plasticity and Shape Change.

Misdirection: Outwit. // FREE: Remove an action token from an adjacent opposing character; if she does, she may place an action token on any other opposing character within 6 squares and line of fire.

#007b Selina Kyle

Procurer of Fine Artifacts: Stealth. When she is adjacent to a character with a relic on their character card, she has, "FREE: Roll a d6 that can't be rerolled. If the result of that roll is one of the numbers required to assign that relic, place the relic on Selina Kyle's character card. Selina Kyle is not limited to rolling once per game for each relic."

#008 Nightwing

You Can't Take the Circus Out of the Boy: Charge, Flurry, and Leap/Climb.

Suit Taser: Incapacitate, Quake.

#009 Red Robin

I Know Bruce's Tricks: When Red Robin is within 8 squares of a character that has the [Batman Ally] team symbol, he can use Stealth.

My Wings Will Protect Me: Energy Shield/Deflection. When Red Robin is the target of a range attack, Toughness.

#010 Blackbat

Freedom of Movement: Improved Movement: Hindering, Elevated, Characters.

Shrouded in Shadow: If Blackbat damages an opposing character with an attack, immediately after resolutions, she may use Smoke Cloud at no cost.

One Against the Triads: Quake. When she uses it and rolls doubles, after resolutions, hit character(s) are given an action token.

#012 Grifter

Quickfire: RANGE: After resolutions, if this power is showing, he may make a second range attack.

#013 The Joker

You Are All Fodder: Mastermind, but can only choose characters that have a point value of 50 or less.

H.A.H.A.D.E.A.T.H.H.A.H.A.: Steal Energy.

Whenever The Joker heals using Steal Energy, if the attack roll was doubles, heal The Joker 2 clicks instead.

This is Where Your Soul Dies: Exploit Weakness, Probability Control.

#014 Harley Quinn

Can't Sit Still: Improved Movement: Hindering, Characters

#015 Nightrunner

Rooftops of Paris: Improved Movement: Elevated, Hindering, Characters

Dive Into Battle: If Nightrunner occupies elevated terrain at the beginning of your turn, modify speed and attack +1 until the end of the turn.

#016 Batgirl

Electro-Magna-Goooperangs: Energy Explosion with two [targets]. When she uses it, hit characters are given an action token.

In Contact With Proxy: Outwit, but only to target a character within 5 squares.

#018 Aaron Cash

Lead By Example: FREE: Modify the attack value of an adjacent friendly character by +1 until the end of the turn when it makes a close attack.

#019 Beast Boy

Morph: **Beast Boy:** MOVE: This action deals no pushing damage. After resolutions, replace him with any character with this trait but a different collector number on the same click number.

The Logan Express: Passenger: 3, but only if they all share a keyword with him.

#020 KGBeast

Prosthetic Weapon: Blades/Claws/Fangs. Maximum result is 4. When he uses it, if the result of the d6 roll is 1 or 2, the damage is penetrating damage.

Long Distance Sniper: If KGBeast occupies hindering terrain, he has a range of 8 and modifies attack +2 when making a range attack.

#021 Thunder

Shatter Stomp: Quake. When she uses it, after resolutions, she may destroy up to three adjacent squares of blocking terrain.

#022 Two-Face

Good or Evil? Flip a coin!: At the beginning of your turn, roll a d6. On a result of **1-3**: Battle Fury, [Batman Enemy] team ability, Charge, and Exploit Weakness until your next turn. **4-6**: [Batman Ally] team ability, Defend, Running Shot, and Support until your next turn.

#023a Sasha Bordeaux

Bodyguard: At the beginning of the game, choose another friendly character to be the Client. At the end of your turn, if Sasha Bordeaux is within 4 squares and line of fire of the Client, she may be placed adjacent to the Client.

Executive Protection: Defend, but only if the attacker is within line of fire. Modify defense +1 against close attacks.

#023b Black Queen

Field Training: Improved Movement: Hindering

OMActivated: At the beginning of the game, Black Queen may select a team ability an opposing character can use; that team ability is uncopiable. PROTECTED: Incapacitate, Mind Control. Modify defense +2 when she is the target of Penetrating/Psychic Blast.

Optimized Targeting Optics and Infrared Vision: Running Shot. Lines of fire drawn by Black Queen are not blocked by Stealth.

#024 Maul

Brute Strength: Super Strength. When he moves through a square occupied by or adjacent to a non-held object, he may choose to destroy the object.

Getting..Too...Big: Impervious, Regeneration.

Half-Titanthrope: [Giant] damage symbol, Close Combat Expert.

#025 Batgirl

Flying High Again: Leap/Climb.

I Still Have a Few Tricks in My Belt: Incapacitate, Smoke Cloud. When she uses Incapacitate and places a second action token on a hit character, the resulting pushing damage cannot be reduced.

#026 Roy Raymond, Jr.

I Have a Theory: Adjacent opposing characters modify defense -1.

Helluva Detective: Outwit. When he uses it, he may instead choose a team ability. When he does, all opposing characters that have the chosen team symbol can't use that team ability.

-Helluva Detective's additional effect counts as Outwit for any effects that prevent Outwit's use. Such as Protected: Outwit or PROTECTED: Outwit.

#027 Dick Grayson

Alter Ego: Nightwing/Renegade: POWER: This action deals no pushing damage. Replace this character with [BM] #008 Nightwing, or [BM] #101 Renegade on its orange starting line. Protected: Outwit.

Deadly Force is Not an Option: Incapacitate, but only when given a CLOSE. Immediately after resolving a use of Incapacitate, he may use it again at no cost.

#029 Godiva

Entangling Hair: Incapacitate. When she uses it, she can use Giant Reach: 2 and may target all opposing characters she can attack with a close combat attack.

#030 El Gaucho

Adios, Amigo!: Improved Movement: Characters

Throwing Knives: RANGE: Make a range attack with a range value of 4 and three [targets]. Each hit character is dealt 1 penetrating damage instead of normal damage.

#031 Alfred Pennyworth

Field Medic, Stage Training: Shape Change, Support. When he uses Support, he may treat friendly characters within 4 squares and line of fire as if they were adjacent and increases the clicks healed by +1 for each action token on the target.

#032 Big Barda

Boom Tube: Once per game, DOUBLE POWER: Phasing/Teleport at no cost with a speed value of 12. After resolutions, you may give Big Barda a CLOSE or RANGE at no cost.

I Will Stand My Ground: Modify defense +1 for each action token on Big Barda.

Mega-Rod & Mother Box: Penetrating/Psychic Blast, Quake.

#033 Bad Samaritan

Plans Within Plans: Mastermind, Super Senses.

Tactician: Outwit. When he uses it to choose a power on a target, the same power can't be used by any opposing characters adjacent to the target.

-Tactician's additional effect counts as Outwit for any effects that prevent Outwit's use. Such as Protected: Outwit or PROTECTED: Outwit.

#034 Poison Ivy

I Move Through the Green: Improved Movement: Hindering

I Like Powerful Men: Mind Control, Stealth. When she uses Mind Control, modify attack +1.

Poisonous Vines: Poison, Smoke Cloud. Immediately after she uses Smoke Cloud, choose one of the hindering terrain markers placed by the power and deal 1 damage to each character occupying or adjacent to it.

#035 Rocket Red

Battlesuit: Energy Explosion, Super Strength.

#036 Batwoman

Military Maneuvers: Improved Movement: Elevated, Hindering.

Twice-Named: Flurry. When she uses it, modify attack -1 if the second attack is made against a different target than the first.

#037a Hush

A Better Enemy: UNIQUE MODIFIER- When Hush uses the [Batman Enemy] team ability to replace his attack value, modify attack +1. Lines of fire drawn by Hush are not blocked by the [Batman Ally] team ability.

Face of Wayne: Mastermind, Shape Change.

The Surgeon Cuts: Exploit Weakness, Support.

#037b Bruce Wayne

Infiltrating the Batman Family: If no friendly characters on the map has the [Batman Ally] team ability, Bruce Wayne may use it.

I Will Strike Wayne Through Those Most Dear to Him: Lines of fire drawn by Bruce Wayne are not blocked by Stealth.

Brilliant Surgeon.....After Turning the Knife On Myself: Outwit, Shape Change and Support. When he uses Support, do not subtract 2 from the d6 roll.

#038 August General In Iron

As the Party Requires: Quake. When he uses it, choose a hit opposing character, damage dealt to the chosen character is penetrating damage.

#039 Hugo Strange

I Know You As Myself: Other characters within 4 squares can't use Outwit or Perplex.

Monster Men Serum: FREE: Choose an adjacent friendly character. The chosen character can use Charge, Quake, and Super Strength until the end of your turn. At the end of your turn, deal the chosen character 1 unavoidable damage.

#040 Halo

Red Aura: Energy Explosion. When she uses it, if the attack roll is doubles, hit characters are given an action token.

#041 Lucius Fox

Start at the Bottom: Opposing characters can't target Lucius Fox with an attack if it is the first costed action of the turn.

#042 Batwing

Aerial Maneuvers: Energy Shield/Deflection, Toughness.

#043 Warblade

Bio-Morphic Shield: Toughness. // If he has no action tokens, Barrier as FREE until your next turn, but only to place up to 2 terrain markers.

#044 Mr. Unknown

I Do the Physical Stuff: Leap/Climb. Modify attack +1 when he's adjacent to more than one opposing character.

Mr. Unknown is Dead--Long Live Batman!: FREE: Choose a friendly adjacent character. That character can use Steal Energy this turn and when it uses Steal Energy and heals, give Mr. Unknown an action token.

#045 Black Lightning

Chain Lightning: Energy Explosion, Incapacitate, and Penetrating/Psychic Blast. When he uses Incapacitate, he can use [Sharpshooter] and has 3 [targets].

#046 Geo-Force

Move With the Earth: Improved Movement: Characters

Earthshock: Geo-Force begins the game with the Earthen Fist attached. The Earthen Fist is considered a square of blocking terrain when placed on the map. When Geo-Force has no action tokens, you may attach the Earthen Fist to Geo-Force. "POWER: Place the Earthen Fist in an unoccupied square of clear terrain that is within 10 squares, line of fire, and is adjacent to an opposing character. Make a close attack targeting the adjacent opposing character. If you hit, the opposing character can't target characters friendly to Geo-Force until the Earthen Fist has been destroyed or reattached."

-The Earthen Fist is blocking terrain, but it is not a blocking terrain marker.

-When the Earthen Fist is destroyed, it is not removed from the game, so it may still be reattached.

#047 Doctor Phosphorus

Burning Touch: Poison.

Never Ending Chemical Reaction: Regeneration, Willpower.

#048 Mr. Freeze

Freezer Burn: When Mr. Freeze makes a range attack, modify attack +1 for each target character.

A Cold That Will Freeze Your Heart: Barrier and

Incapacitate. When he uses Barrier, modify range +3 and after resolutions, he may use Incapacitate at no cost targeting all opposing characters adjacent to the blocking terrain markers with a close attack.

Strategic Targeting: Ranged Combat Expert, but he may target multiple characters.

#049 Socialist Red Guardsman

Runaway Reactor: When Socialist Red Guardsman uses Energy Explosion, you may choose that damage dealt to the targets of the attack is penetrating damage. When he uses Pulse Wave you may choose to not halve his range value. If you do either, deal him 1 unavoidable damage after the attack resolves.

#050 Remac

Forced Reconfiguration: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. ReMac can't be given CLOSE or RANGE. At the beginning of your turn, if any opposing characters are within 3 squares and line of fire, ReMac must use Pulse Wave at no cost. If he does, after resolutions, he is dealt 1 unavoidable damage.

#051 Rex Mason

Chlorine Gas: Phasing/Teleport. When he uses it and moves 3 squares or less, he may use Pulse Wave at no cost. If he does, he deals 1 damage, no matter how many characters are targeted. Lines of fire are drawn from each square Rex Mason occupied or moved into during this action.

#052 Booster Gold

Skeets: [Duo] Symbol.

The Advantage of Time Travel: Probability Control. When he uses it for his own attack roll, he may use it again during that attack as long as the rerolled value is higher than the previous disregarded value.

#053a Batman

I Will Be Where I'm Needed: Improved Movement: Elevated, Hindering, Characters

Flock of Bats: FREE: Attach an adjacent friendly Flock of Bats to his base or remove an attached Flock of Bats and place it in an adjacent square. // When a Flock of Bats is attached, Batman can use its special power, but do not return the flock to your starting area after using it. If Batman is KO'd with a Flock of Bats attached, place any attached Flock of Bats in an adjacent square before removing him from the game.

#053b The Caped Crusader

My Surroundings Can Be Advantageous: Improved Movement: Elevated, Hindering, Characters

Allies In Darkness: The Caped Crusader may begin the game with a Flock of Bats attached to his base at no additional cost. While there is at least one Flock of Bats attached, The Caped Crusader can use Super Senses. You may give the attached Flock of Bats a MOVE to detach and move on the map. When The Caped Crusader has less than 3 Flock of Bats attached, a friendly Flock of Bats may end its move in the same square as him; if it does, attach that Flock of Bats to The Caped Crusader. If The Caped Crusader is KO'd with a Flock of Bats attached, place any attached Flock of Bats in an adjacent square before removing him from the game.

I Shall Become A Bat: FREE: Switch places with any friendly unattached Flock of Bats on the map, even if the Flock of Bats didn't start the game attached to The Caped Crusader.

The Bats Obey Me: POWER: Give up to 3 unattached Flocks of Bats a MOVE at no cost.

#054 Voodoo

Mind Lock: Mind Control. When she uses it, modify attack +2 and the target character is not required to be within range or line of fire if she previously hit it with Mind Control.

The Sight: When Voodoo and adjacent friendly characters attack opposing characters can't use Shape Change and Super Senses.

#055 The Insider

Teleport Mode: When The Insider has no tokens, once per turn, he may use Phasing/Teleport at no cost. If he does, he can't be given a costed action this turn.

#056 Batman

Dangerous But Determined: After an action resolves in which Batman KO's an opposing character, heal him

1 click.

#057 Omega Batman

Knight's Move: After an attack targeting Omega Batman resolves, if he has no action tokens you may place Omega Batman in any square adjacent to the attacker.

Gotcha: Probability Control, but only when Omega Batman is the only friendly character on the map.

Cardinal Configuration: When Omega Batman damages a character, you may deal damage equal to the number of action tokens on the target to an opposing character adjacent to the target.

Ultimate Condition: Outwit, Perplex. // DOUBLE POWER: Adjacent opposing characters can't use any powers or abilities displayed on their dial until your next turn.

#058 Batman

Using My Own Methods: When a friendly character is KO'd by an opposing character's attack, remove an action token from Batman.

Anything I Think Of: Barrier, Energy Explosion, Incapacitate, and Telekinesis.

#059 Batman

Greater Mobility: Improved Movement: Elevated, Hindering.

It Imparts Speed: Charge, Flurry.

#099A Flock of Bats (Black)

Small, But Annoying: Passenger: 0.

Shadow of the Bats: POWER: Until the beginning of your next turn, squares adjacent to this Flock of Bats are hindering terrain for line of fire purposes. When this power is used, at the beginning of your next turn, place this Flock of Bats in your starting area.

-While attached to another character, this character is still a character.

#099B Flock of Bats (Brown)

Small, But Annoying: Passenger: 0.

I Shall Become...: POWER: Until the beginning of your next turn, characters adjacent to this Flock of Bats who can use Stealth modify attack +1. When this power is used, at the beginning of your next turn, place this Flock of Bats in your starting area.

-While attached to another character, this character is still a character.

#099C Flock of Bats (Grey)

Small, But Annoying: Passenger: 0.

Cowardly and Superstitious: POWER: Until the beginning of your next turn, before any opposing character adjacent to it may be given a POWER, roll a d6. **1-3:** Place an action token on that character. If the character may still be given a costed action, it must continue to be given it. When this power is used, at the beginning of your next turn, place this Flock of Bats in your starting area.

-While attached to another character, this character is still a character.

#100 Nightwing and Batgirl

Agile and Acrobatic: Improved Movement: Elevated, Hindering, Outdoor Blocking, Characters

Double Trouble: When Nightwing and Batgirl use [Duo Attack], modify attack +1; also modify damage +1 if they have an action token.

Complementary Combat Skills: When Nightwing and Batgirl use [Duo Attack], they may use Flurry at no cost instead of each attack.

Stick to the Shadows, Batgirl!: When Nightwing and Batgirl end their costed action at a different elevation than where they started the turn, after resolutions, they may immediately use Smoke Cloud at no cost.

Watching Your Backside: Combat Reflexes, Super Senses.

Qualifying Name OR Qualifying Real Name

Nightwing -- Dick Grayson

Batgirl -- Barbara Gordon

#101 Renegade

Deathstroke's Dark Knight: Leadership. // FREE: Modify an adjacent friendly character's damage +1 until the end of the turn.

#102 Matches Malone

Infiltrator: Improved Movement: Hindering, Characters

Undercover Hero: Shape Change. Perplex, but only to modify opposing characters' combat values.

Alter Ego: **Batman:** POWER: This action deals no pushing damage. Replace this character with [BM] #001, or [BM] #053A on its orange starting line. Protected: Outwit.

#103 The Batman of Zur-En-Arrh

Spirit of Tlano: Super Strength, Toughness

Emergency Backup Personality: Probability Control. When he uses it, if the final attack result is a hit and is doubles, heal him 1 click.

The Bat-Radia Sees Through All Deception: Lines of fire drawn by The Batman of Zur-En-Arrh are not blocked by Stealth. Characters targeted by The Batman of Zur-En-Arrh can't use Mastermind, Shape Change, and Super Senses for that action.

#104 Azrael

Death From Above: Improved Movement: Elevated.

Alchemical Blades: Quake. When he uses it, hits more than one character and the attack roll is doubles, one hit character may be given an action token and another hit character may be dealt penetrating damage. The two must be different characters.

#201 Batman

Rescuer: Improved Movement: Elevated, Hindering.

Carry You To Safety: Batman can't make an attack during an action in which he carries a character.

#202a Bruce Wayne

Millions to Buy Anything or Anyone: Telekinesis but can't use it to make attacks with objects.

#202c Bruce Wayne

Hush In Disguise: Blades/Claws/Fangs, Poison, and has two targets.

#203 Hired Goon

I Work For You: When forces are revealed, one friendly character is selected as the Boss. Only one Boss may be selected per force and the Boss may not have this trait.

These Goons Are A Dime a Dozen: *OFF THE MAP ACTIVE* - When Hired Goon reaches a countdown click, stop turning the dial and remove Hired Goon from the map. // At the beginning of your turn, if Hired Goon is not on the map, turn the dial once to the right. When a non-countdown click is revealed return Hired Goon to the map in your starting area. When the Boss is KO'd, all countdown clicks become KO clicks. Victory points are awarded for this character when he is KO'd and each time the red line is crossed.

#204 Catwoman

Star Crossed Lovers: When Catwoman is adjacent to a character named Batman, both characters can use Support (but only to target each other).

Can't Help Myself: At the beginning of your turn, if Catwoman is adjacent to a relic or any character with a relic on its character card, remove that relic from the game.

#205 Nightwing

Familiar Terrain: Improved Movement: Hindering, Characters

Trained Acrobat: Combat Reflexes

#206 Red Robin

Black Ops: Running Shot, Stealth.

#207 The Joker

Harley's My Girl: If a friendly Harley Quinn took damage from an attack since your last turn, The Joker has, "FREE: Place The Joker adjacent to a character that damaged Harley Quinn and target that character with a close attack. After resolutions, Harley Quinn is dealt 1 unavoidable damage." // If Harley was KO'd during your opponent's last turn, The Joker's attack value becomes 12 until the end of your turn.

So Unpredictable: Probability Control but only during your turn.

#208 Harley Quinn

My Puddin': Poison, if a character named Joker or The Joker is on your force.

#209 Batgirl

Mysterious Ally (25 points): Batgirl has the Justice League keyword.

Reborn as Oracle: Earthbound/Neutralized, [Justice League] Team Ability.

Explosive Batarangs: Energy Explosion with two [Targets].

#210a Two-Face

Dual-Personality: **Harvey Dent:** [Batman Ally], [Police] team abilities. At the beginning of your turn, roll a d6. **4-6:** replace this character with [BM] #210b Two-Face on the current click number plus 6.

#210b Two-Face

Dual-Personality: **Two-Face:** [Batman Enemy], [Underworld] team abilities. At the beginning of your turn, roll a d6. **1-3:** replace this character with [BM] #210a Two-Face on the current click number minus 6.

#V001 Batmobile

Look Out! It's Batman!: Charge, Ram. When it uses the Ram ability, modify the attack value of up to three hit characters by -1 until the beginning of your next turn.

Bat-Tracer: Modify attack +1 for each time the targeted character has taken damage from an attack this turn.

Targeted EMP: Outwit, but can only target characters with the Armor, Robot or Vehicle keyword.

[PILOT ABILITIES]

Familiar Controls

Prerequisites: [Batman Ally] Team Symbol or Batman Family keyword.

When Batmobile replaces its combat values with the combat values of its pilot, modify any single replaced combat value by +1

Batcomputer Link

Prerequisites: Alfred Pennyworth, Batman, Red Robin, Robin, or Nightwing.

Batmobile can use any standard damage power displayed on its pilot's dial.

#V002 Batwing

Rooftop Scanners: Modify attack +1 when targeting characters that can use [Flight] or characters occupying elevated terrain.

[PILOT ABILITIES]

Airdrop

Prerequisites: [Batman Ally] team symbol or [Outsiders] team symbol

When Batwing carries, it can place carried characters in any square it moves through during that action.

Overwatch

Prerequisites: Alfred Pennyworth, Batman, Lady Blackhawk, Metamorpho, Nightwing or Red Robin

When an opposing character within 6 squares of the Batwing deals damage to it or any other friendly character, mark the opposing character with an Overwatch token if it isn't already marked. Until the end of your next turn, any friendly character attacking a character marked with an Overwatch token modifies attack +1.

#V003 Invisible Jet

Autopilot: **Difficult to Spot:** Modify defense -1 against range attacks for each opposing character adjacent to it.

Piloted: **Invisible:** Any character that is 5 or more squares from Invisible Jet can't draw a line of fire to it.

Taking Cover Beneath The Wings: Friendly characters adjacent to Invisible Jet can use Super Senses but only succeed on a roll of 6. When they use this Super Senses and roll a 1 or 2, after the attack resolves deal Invisible Jet 1 unavoidable damage.

[PILOT ABILITIES]

Purple Ray Rejuvenation

Prerequisites: Amazon keyword, [JSA] team symbol, or [JLA] team symbol

When Invisible Jet carries a character, after resolutions, one carried character who has no action tokens may immediately be given a costed action. If you do, give that character a second action token after resolutions.

Extended Dome

Prerequisites: Artemis, Donna Troy, Queen Hippolyta, Troia, Wonder Girl or Wonder Woman

After the resolution of a MOVE taken by Invisible Jet, it may immediately use Barrier at no cost to place 6 blocking terrain markers instead of 4. When it does, 2 of the blocking terrain markers must be adjacent to Invisible Jet but not to each other.

-You can't give a figure a **DOUBLE POWER** after using Purple Ray Rejuvenation.

#V004 GCPD Cruiser

Tactical Response: Perplex, but only to target adjacent characters.

[PILOT ABILITIES]

Clear the Streets

Prerequisites: Gotham City keyword or [Police] team symbol

Improved Movement: Characters. Once per turn, when GCPD Cruiser moves through a square occupied by an opposing character, immediately place that character in a square within 3 squares and line of fire of its current square and deal it 1 damage, then complete GCPD Cruiser's movement.

Cuffed to the Bumper

Prerequisites: Any character with "GCPD" or "Gordon" in its name.

Plasticity. Opposing characters can't use Improved Movement: Characters while moving through any squares adjacent to GCPD Cruiser.

#V005 Military Tank

Wallbreaker: Improved Movement: Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through.

Bringing in the Big Guns: Ram.

[PILOT ABILITIES]

Ranging In

Prerequisites: Soldier keyword

Adjacent friendly characters may modify range +1, +2, or +3; when a character modifies its range in this way after resolutions, roll a d6. If the result is equal to or less than the amount modified, deal Military Tank 1 unavoidable damage.

Let's Take This Tin Can for a Ride

Prerequisites: Sgt. Rock or "Easy Company" in name

Willpower. When Military Tank replaces its combat values with the combat values of its pilot, modify any single replaced combat value by +1.

-Military Tank's character card has a yellow experience level.

#V006 Haunted Tank

Unstoppable: Improved Movement: Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through.

Autopilot: **Piloted By General J.E.B. Stuart:** The Haunted Tank is not dealt the 1 unavoidable damage after resolving an action with an attack.

Piloted: **Nice Shot, Gus! Direct Hit!:** When the Haunted Tank uses Energy Explosion, damage dealt to the original target of the attack is penetrating damage. **CLANKETY-CLANKETY-CLANKETY!:** Running Shot, [Ram].

Stuka Patrol! Take Cover!: Friendly characters adjacent to Haunted Tank can use Toughness; when they are dealt damage, roll a d6 and on a result of 1 deal Haunted Tank 1 damage.

[PILOT ABILITIES]

General Stuart's Counsel

Prerequisites: Soldier keyword

Outwit. // **POWER:** Place a hindering terrain marker 6 or fewer squares from the Haunted Tank. All friendly characters occupying or adjacent to the marker modify attack +1. Remove the hindering terrain from the map at the beginning of your next turn.

"Jigsaw Tank" Mechanics

Prerequisites: Warrior keyword

Support, but it can only target characters with the Vehicle keyword. When it uses it, modify either the result of the 2d6 roll or the amount healed by +1 for each object adjacent to it. // **Regeneration,** when its printed damage value is 1.

#V007 The Bug

Hazardous Environment Support: MOVE: Move. After resolutions, if The Bug carried at least one friendly character, The Bug may use Support at no cost, modifying the result of the 2d6 roll by +1 for each character carried.

Keep It Together...: Immediately after the resolution of a MOVE action, you may heal one of The Bug's other dials 1 click.

Skywire: When the Bug would carry characters, characters occupying or adjacent to squares moved through by the Bug can also be carried, even if not adjacent to it at the beginning of its move.

[PILOT ABILITIES]

Beetle Built Some Nice Tricks into This Thing

Prerequisites: [JLA] team symbol or Scientist keyword

The Bug can use all powers and abilities indicated on the Hazardous Environment dial. When The Bug would take damage, you may click the Hazardous Environment dial instead. The Bug is only wrecked when its Piloted dial is knocked out.

I Know How to Keep this Baby Flying

Prerequisites: Blue Beetle or Booster Gold

The Bug can use all powers and abilities indicated on the Hazardous Environment dial and the Beetle dial. When The Bug would take damage, you may click either the Hazardous Environment dial or The Beetle

dial instead. The Bug is only wrecked when its Piloted dial is knocked out.

-If one of the pilot abilities is used to redirect unavoidable damage to a different dial, then if that dial is KOed, any remaining damage is not applied.

Batman Fast Forces

#001 Batman

Star Crossed Lovers: When Batman is adjacent to a character named Catwoman, both characters can use Combat Reflexes.

I Always Have a Plan: Leadership, Outwit.

#002 Damian Wayne

Begrudging Allies: When Damian Wayne is adjacent to a friendly character named Red Robin, Damian Wayne can use Outwit until your next turn. When Damian Wayne uses Outwit, friendly characters named Red Robin modify defense -1 until your next turn.

#003 Nightwing

Charismatic Leader: Leadership. When he does, all adjacent characters are considered a lower point value.

#004 Red Robin

I Figured Out Who Batman Was: Characters that Red Robin attacks can't use Shape Change.

#005 Alfred Pennyworth

Protected at the Manor: Support. When he uses it, after resolutions, modify his target's defense +1 until the beginning of your next turn.

-This character does not have a [Batman Ally] team symbol on the base.

The Hobbit

#001 Bilbo Baggins

The Lucky Number: Shape Change. Probability Control, but only when he is not the attacker or a target of the attack.

#002 Gandalf

I am Gandalf, and Gandalf Means Me!: During your first turn, you may choose 1 keyword another character on your force has. Gandalf has that keyword this game in addition to his other keywords.

Let's Have the Contract: Outwit, Perplex. If Gandalf uses Perplex to target another friendly character with whom he shares a keyword, he may instead modify any combat value by +2 or -2 except damage.

#004 Thorin Oakenshield

We Must Away 'ere Break of Day: Passenger: 1. Passenger: 2, but only if they both share a keyword with him. Thorin Oakenshield's speed value is not modified by using [Carry].

#005 Fimbul the Hunter

Stalking From Cover: Improved Movement: Hindering

On the Hunt: Charge, Stealth.

#006 Dwalin the Dwarf

Uhklat & Umraz: Flurry. When he uses it, modify attack +1 for the second attack if he targets a different character from the first attack.

#008 Grinnah the Goblin

Have Your Scent: At the beginning of the game, choose an opposing character. If Grinnah the Goblin ends a MOVE adjacent to the chosen character, he may make a close attack against the chosen character.

#011 Kili the Dwarf

Defend the King!: Defend. // UNIQUE MODIFIER- When a friendly character named Thorin Oakenshield is adjacent to Kili the Dwarf, that character modifies defense +1.

#014 Bofur the Dwarf

Dwarven Mattock: When Bofur the Dwarf makes an attack, if his attack total is at least 3 greater than his target's defense, you may choose that the attack has KNOCKBACK.

#015 Dori the Dwarf

Dori, Ori, and Nori: When Dori the Dwarf is adjacent to a friendly character that has no action tokens and is named Ori the Dwarf or Nori the Dwarf, he can use [Duo Attack]. When he does, modify damage +1 and the adjacent friendly character can't be given a costed action this turn.

#016 Ori the Dwarf

Ori, Nori, and Dori: Perplex. Ori the Dwarf can use Perplex a second time during your turn, but must be given a POWER to use it and may only target friendly characters named Dori the Dwarf or Nori the Dwarf.

#019 Gloin the Dwarf

Thorin & Company: When a friendly character named Thorin Oakenshield is within 8 squares, Gloin the Dwarf can use Charge and modifies attack +1.

#020 Radagast

Help from the Eagles: EPIC: Choose up to 1 friendly character per 200 points of the build total within line of fire. Those characters can use [Flight] this turn and may immediately be given a MOVE at no cost.

Wizard of the Earth: Toughness, Barrier.

#021 Saruman

Only I am Worthy: EPIC: Choose a relic on the map within line of fire. Choose up to 1 friendly character for every 200 points of the build total. Each chosen character may roll a d6 for the chosen relic and, if successful, the relic is placed on Saruman's character card and he may use the relic.

The Search, Hidden: Stealth. When Saruman is adjacent to blocking terrain or an object, he can use Phasing/Teleport and, if he moves 4 squares or less, after resolutions, he may make a range attack.

#022 Elrond

Vilya, the Ring of Air: When Elrond is the target of Outwit roll a d6. **5-6:** That use of Outwit has no effect.

Lord of Imladris: Leadership and when he uses it, increase the result by +1.

#023 Galadriel

Nenya, the Ring of Adamant: Mind Control with a range value of 8 and two [targets]. When she uses it, modify attack +3. When Galadriel is the target of a Mind Control attack modify defense +3.

#024 Bombur the Dwarf

Get Behind Me!: Defend. // UNIQUE MODIFIER- When a friendly character named Bifur the Dwarf, Bofur the Dwarf, or Bilbo Baggins is adjacent to Bombur the Dwarf, that character modifies defense +1.

#025 Nori the Dwarf

Nori, Dori, and Ori: Probability Control but only to target himself and friendly characters named Ori the Dwarf or Dori the Dwarf.

#026 Balin the Dwarf

Thorin & Company: When a friendly character named Thorin Oakenshield is within 8 squares, Balin the Dwarf can use Charge and modifies attack +1.

#027 Fili the Dwarf And Kili The Dwarf

Hammer, then Arrow: When Fili the Dwarf and Kili the Dwarf use [Duo Attack], they may use Quake at no cost instead of the first attack. Fili the Dwarf and Kili the Dwarf's damage value is not modified by [Duo Attack].

#028 Gandalf and Thorin Oakenshield

Goblin-Cleaver and Foe-Hammer Shining Cold: When Gandalf and Thorin Oakenshield make a close or range attack, instead of an attack roll, roll 2d6. If the result is not doubles the attack hits. Friendly characters can't use Probability Control when Gandalf and Thorin Oakenshield attack. Protected: Outwit.

One of Us Should Be in Charge: Other characters can't use Leadership. When Gandalf and Thorin Oakenshield use [Duo Attack], they may use either Penetrating/Psychic Blast -or- Close Combat Expert at no cost for the first attack.

#029 Bilbo Baggins

Burgling is the Art of Remaining Unseen: Stealth.

Alone...And In the Dark: If no friendly character is within 6 squares of Bilbo Baggins, modify his combat values by +1.

#100 Gollum

Deep Down By The Dark Water: [Dolphin].

Riddles to Escape: Toughness. When Gollum would be hit by an attack, roll 2d6 and add it to Gollum's attack value. If the result is greater than the attacker's attack result, Gollum evades the attack.

#201 Bilbo Baggins

Lucky, Lucky: Improved Movement: Hindering, Characters

Cut Loose the Dwarves: EPIC: For every 200 points of the build total, he may remove up to one action token from a different adjacent character, and modify that character's speed and attack -1 until the end of the turn.

#202 Gandalf

Narya, the Ring of Fire: Outwit as DOUBLE

POWER, even if he has used Outwit on this turn already. // Gandalf's combat values can not be modified by opposing characters.

#203 Thorin Oakenshield

Through Dungeon's Deep and Caverns Old: EPIC: Choose up to one adjacent friendly figure per 100 points of the build total with the Thorin & Company keyword. Chosen characters can use Willpower until your next turn and modify speed +1.

#205 Bolg

Rally the Orc Warband: EPIC: Friendly horde tokens within 8 squares with "Orc" or "Goblin" in their name modify attack +1 until your next turn.

#206 Warg

Bred to be Ridden: When Warg carries a character with the Dol Guldur keyword, his speed is not modified by the [Carry] ability.

#207 Great Warg

Pack Leader: When Great Warg carries a character with "Orc" in its name, his speed is not modified by the [Carry] ability. Friendly horde tokens whose name include "Warg" have Passenger: 1, but only to carry characters with "Orc" in its name.

#208 The Goblin King

Trapped By The Goblin King: EPIC: Action Total +1. Roll a d6 once for each 200 points of the build total. Each **3-4:** The Goblin King can use Perplex, but only to target another friendly character he has not targeted with Perplex this turn. Each **5-6:** Remove an action token from an adjacent friendly character that's less points or shares a keyword.

The Strongest of the Goblins: Energy Shield/Deflection. When The Goblin King is the target of Outwit roll a d6. **5-6:** That use of Outwit has no effect.

No Man's Land

#001 Lock-Up

Enjoys Others Pain: When a character takes damage from Lock-Up's attack, place a Riot token on its character card. When Lock-Up attacks a character that has one or more Riot tokens on its card, modify attack +1 for each Riot token.

Warden of Blackgate Prison: Plasticity. If a character fails a breakaway roll when adjacent to Lock-Up, after resolutions, deal that character 1 damage.

Excessive Restraint: Incapacitate. When he uses it and hits, after resolutions, deal the hit character 1 damage.

#002 Batgirl

NIMBLE: Improved Movement: Elevated, Hindering.

Gotham City's Protector: Charge, Flurry and Plasticity.

The Bat is a Symbol: Once per turn, Batgirl may use Force Blast or Incapacitate as FREE. When she does, target opposing characters do not take knock back damage or pushing damage from this use.

#003 Ultimate Clayface

Suction: When an opposing character hits Ultimate Clayface with a close attack, after the attack resolves, the opposing character rolls a d6. **1-3:** that character immediately ends its action.

Suffocate: Plasticity. When an adjacent character fails to break away from Clayface, it is given an additional action token.

Burning Touch: Poison. When he uses it, roll a d6 and compare:

1-2: no damage is dealt.

3-4: damage is dealt normally.

5-6: the damage dealt is penetrating.

#004 Poison Ivy

ONE WITH THE TREES: Improved Movement: Hindering

Plants Grow Wherever She Walks: After the resolution of a MOVE by Poison Ivy, place a Plant object in a square that she occupied or moved through that action. A Plant object is an Immobile object that can be destroyed if it is dealt 1 damage. Poison Ivy considers squares adjacent to or occupied by Plant objects as adjacent to her. Poison Ivy can draw lines of fire and count range and squares from the square of any single Plant object.

Control Over All Vegetation: POWER: Choose one of the following:

Accelerate Growth: Place a Plant object in a square of printed hindering terrain within 5 squares.

Sprout a Mighty Oak: Replace a Plant object with a

blocking terrain marker.

Reclaim the Land: Destroy a Plant object and a wall or square of blocking terrain adjacent to the Plant object.

Entanglements: Poison Ivy can use Incapacitate as FREE, to make a close attack targeting all opposing characters that are adjacent to a Plant object.

#005 Killer Croc

Death Roll: Blades/Claws/Fangs. When he uses it, he may roll 2d6 instead of a d6 and choose one die to be the damage dealt for the attack.

Predator of the Sewers: Charge, Plasticity. When Killer Croc occupies water terrain, lines of fire drawn to him are blocked.

Reptilian Regeneration: Toughness, Regeneration.

#006 The Joker and Harley Quinn

I'll Protect you Mistah J: Once per game, when The Joker and Harley Quinn would be KO'd, instead heal them to click 1. If you do, The Joker and Harley Quinn can use Earthbound/Neutralized and have [Fist] Attack symbol for the rest of the game.

Why Even Bother Chasing Me? I'm Just Going To Escape Again.: Stealth, Plasticity.

Diabolical Death Trap: POWER: Place a Deathtrap marker in a square occupied by an adjacent opposing character. When an opposing character occupying a square with a Deathtrap marker attempts to move, it must roll to break away even if it normally breaks away automatically. // At the beginning of your turn, The Joker and Harley Quinn may deal 1 penetrating damage to an opposing character occupying a square with a Deathtrap marker.

Unpredictable and Unstable: Perplex, but can only modify their own combat values. If The Joker and Harley Quinn have [Duo] Symbol, they can use Perplex in this way twice per turn.

Qualifying Name OR Qualifying Real Name

Joker

Harley Quinn -- Dr. Harleen Quinzel

Streets of Gotham

#001a GCPD Officer

Minion: Learning the Ropes: When a friendly character with the Police keyword and a higher point value is within 8 squares, modify GCPD Officer's attack +1. If that character is named Commissioner Gordon, modify his speed and damage +1 as well.

#001b GCPD Officer

Minion: Remember Your Basic Training: When a friendly character with the Police keyword and a higher point value is within 8 squares, GCPD Officer can use Leap/Climb and Willpower.

#002 Lady Blackhawk

Jet Jockey: *OFF THE MAP ACTIVE* - When Lady Blackhawk is the pilot of a vehicle with the [Wing] speed symbol, modify its speed +2 and its attack +1.

-Lady Blackhawk's character card has a red experience level.

#003 Black Canary

Hard To Pin Down: Improved Movement: Characters

Canary Cry: Incapacitate. When she uses it to make a close attack, modify attack +2 and target all adjacent opposing characters.

#004a GCPD Detective

On the Case: At the beginning of the game, choose a team ability or keyword an opposing character has. Outwit, but can only target characters with the chosen keyword or team ability.

#004b GCPD Detective

Internal Affairs: Perplex, but can only target characters that share a keyword with her and can't modify damage values.

#005a GCPD Sergeant

Cover Fire: Toughness. // UNIQUE MODIFIER- When GCPD Sergeant is adjacent to a friendly character with the [Police] team ability, modify both characters' defense +1.

Group Organizer: Leadership, Perplex. When he uses Leadership, all friendly characters with the [Police] team ability are considered to have a lower point value.

#006 Blue Beetle

Beetle's Bug: *OFF THE MAP ACTIVE*- When Blue

Beetle pilots a vehicle named The Bug, modify the vehicle's speed and attack +1.

BB Gun: KNOCKBACK during range attacks, but the target reduces knockback damage by 1. If result of the attack roll is doubles, double the number of squares the character is knocked back.

#007a False Facer

Gunsel: Probability Control, but may only reroll his own range attacks.

#007b False Facer

Minion: Thugs With Purpose: When a friendly character named Black Mask is within 8 squares False Facer can use Poison.

#008 Fire

Fast Friends: When Fire carries a character named Ice that has no action tokens, Ice may be given a costed action this turn.

Fiery Form: When Fire takes damage from a close attack, after resolutions, the attacker is dealt 1 unavoidable damage.

#009 Dove

Use Your Strength Against You: When Dove makes a close attack, replace her damage value with the printed damage value of her target.

Agile Defender: Defend, Super Senses.

#010a Black Glove Demon

Strike from the Shadows: When a friendly character misses an opposing character adjacent to Black Glove Demon, after resolutions, Black Glove Demon may make a close attack targeting the same opposing character.

#010b Black Glove Demon

We Are Legion, Unstoppable: At the end of your turn, you may place Black Glove Demon in an adjacent square.

#011 Dr. Hurt

The Hole in Things: Mind Control. When a friendly character adjacent to Dr. Hurt makes an attack roll that misses and the roll was doubles, remove an action token from a friendly character that is not the attacker.

The Ultimate Foe: Outwit, Shape Change, and Support.

-This figure has a silver ring on its base.

#012 Robin

Bat-Training: Improved Movement: Elevated, Hindering

Someday He Might Be a Better Batman Than Me: Perplex.

#013 Batman

I Have Missions for All of My Allies: Leadership, Perplex. When he uses Perplex, he can only target friendly characters that share the same team ability or keyword with him.

Jetsuit: Charge, [Flight].

#014 Huntress

Kneecapping Isn't Killing: Close Combat Expert. When Huntress hits a target with a range attack, modify the target's speed -2 until the beginning of your next turn.

#015a Renee Montoya

Partners: UNIQUE MODIFIER- When a friendly character named Harvey Bullock is adjacent to Renee Montoya, they both modify attack +1.

Alter Ego: **The Question:** POWER: This action deals no pushing damage. Replace her with a [SOG] #015b The Question on its orange starting line. Protected: Outwit.

Divide the Enforcers From the Bosses: Opposing characters within 6 squares can't use Leadership or [Carry].

-The background color of the collector number on the character card is green.

#015b The Question

Asking Questions: The Question does not have the [Police] team symbol. At the beginning of your turn, the Question may use Smoke Cloud at no cost, but can only place 1 hindering terrain marker.

-The background color of the collector number on the character card is green.

#016 Harvey Bullock

Lemme Show You How We Stakeout: Harvey Bullock and adjacent friendly characters with a keyword or team ability in common with him can use

Stealth.

I Want the Big Fish: Opposing characters within 6 squares and line of fire can't use Mastermind or Shape Change.

#017 Ice

Unlikely Couple: UNIQUE MODIFIER- When a friendly character named Guy Gardner is adjacent to Ice they both modify attack +1.

#018 Hawk

-There is a [JLA] team symbol on the card.

#019 Red Hood

Stick to the Shadows: Improved Movement: Hindering

Bullseye: When Red Hood makes a successful range attack and either die is [6], the damage dealt is penetrating damage.

Guns Blazing: When making a range attack, modify attack +1 for each target.

#020 Calendar Man

Odd Days...and Even: Stealth. When the game begins on a day with an even-numbered day of the month he has, "POWER: Halve the speed value and range value of a target opposing character until the beginning of your next turn."

When the game begins on a day with an odd-numbered day of the month he has, "POWER: Up to three adjacent friendly characters can use Phasing/Teleport until the beginning of your next turn."

Weekend Warriors: Energy Explosion. // When the game begins on Monday through Thursday, Calendar Man can use Outwit. When the game begins on Friday through Sunday: adjacent friendly characters modify attack +1.

Celebrating Holidays With a Bang: Probability Control. // POWER: Roll a d6. When the game begins during the winter or spring, **5-6:** give an action token to an opposing character within 10 squares and adjacent to or holding an object.

When the game begins during the summer or fall, **5-6:** deal 1 penetrating damage to an opposing character within 10 squares and adjacent to or holding an object.

#021 Killer Croc

CHOMP: Blades/Claws/Fangs, Super Strength. When he uses Blades/Claws/Fangs and the d6 result is 3 or less, damage from the attack is penetrating damage.

#022 Harvey Dent

Morph: **Horrific Transformation:** When Harvey Dent takes 2 or more damage from an attack, after resolutions, roll a d6. **4-6:** You may replace this character with [BM] #022 Two-Face on the same click number.

Cleaning Up the Streets: Defend, Toughness. When he uses Defend, adjacent characters with a point value less than 50 also modify defense +1.

#023 Scarecrow

Chiraptophobia: Improved Movement: Hindering, Characters

Fear Gas: At the end of your turn, Scarecrow may use Smoke Cloud at no cost. Adjacent friendly characters occupying a hindering token placed by Scarecrow's Smoke Cloud are considered to have a lower point value when Scarecrow uses Mastermind.

Maniaphobia: Incapacitate with three targets. When he uses it, instead of giving each hit target an action token, he may instead deal penetrating damage to the target(s) equal to the number of action tokens on each target.

#024 Mr. Zsasz

Counting Coup: Each time Mr. Zsasz damages an opposing character, place a Tally token on Mr. Zsasz's card. When he makes an attack, you may remove one Tally token to modify damage +1 -or- remove two Rally tokens to have damage dealt from the attack be penetrating.

#026 Commissioner Gordon

On Me, Officers!: Enhancement, Running Shot. Give a friendly character with the Police keyword a POWER to move up to half of their speed value. If you do and they end their move adjacent to Commissioner Gordon, after resolutions you may give that character a RANGE at no cost.

#027 Guy Gardner

I Carry This Team: UNIQUE MODIFIER- When Guy Gardner is adjacent to a character he shares a keyword with, modify Guy Gardner's damage +1 and the adjacent character's defense +1.

Two-Fisted Charge: Charge, Flurry. When he uses Flurry to attack the same character twice, damage dealt by the second attack is penetrating damage.

Busting Heads: Exploit Weakness, Battle Fury.

#028 Vixen

Tantu Totem: FREE: Vixen can use any one standard power currently displayed on the dial of any one character on the map with the Animal keyword until your next turn and as long as that character has the power. At the beginning of your next turn, roll a d6. **1:** deal Vixen 1 unavoidable damage.

#030 Black Mask

I Protect My Key Men: When Black Mask is adjacent to a friendly character that is chosen by Mastermind, you may give action tokens to that character. If you do, reduce the damage dealt by the attack by 1 for each action token given.

Handle This Myself: Close Combat Expert.

It's Time Criminals Walked in the Light: Outwit. Perplex, but only to target friendly characters.

#031 The Architect

Bringing Down Gotham: When The Architect is given a CLOSE Destroy Action, the targeted terrain is destroyed as well as an adjacent square of blocking terrain.

#032 Batman

Bat-Training: Improved Movement: Hindering, Elevated.

It's Necessary for the World to Be Afraid of Us: When Batman rolls doubles (except a critical miss) and misses, if the target has one action token, it is a hit instead of a miss.

#033 Superman

-Superman does not have a Trait symbol on his base.

#034 Wonder Woman

Lasso of Truth: Incapacitate with a range value of 6. When she uses it, hit characters can't have their combat values modified until your next turn.

Bullets and Bracelets: Toughness. Defend, if an adjacent friendly character is the target of a range attack.

#035 Void

Quantum Transporter: Passenger: 4. After Void resolves a MOVE, she may immediately use Support at no cost.

Precognition: Outwit, Probability Control and Super Senses. After resolutions of an action where she used any of these powers, roll a d6 that can't be rerolled. **1:** deal Void 1 unavoidable damage.

#036 Spartan Warrior Spirit

Android Soldier: Super Strength.

Tactical Systems: Leadership. Perplex, but can only modify his own combat values.

-This character's range is 5 .

#037 Emp

Immortal: Invulnerability, Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

High Lord: Outwit, Perplex. When he uses Perplex, he can only target opposing characters.

#038 David Cain

Shadowy Assassin: Improved Movement: Hindering.

Deadly Mentor: As you reveal your force, choose a friendly character with a lower point value. David Cain can use Enhancement, Leadership, and Perplex, but he can only affect the chosen character. // Shape Change, but only when he is adjacent to the chosen character.

#039 Lady Shiva

The Leopard Blow--A Warrior's Death: Flurry. When she does and the result of the attack roll is doubles, damage dealt by the attack is penetrating damage.

#040 Deathstroke

Know Your Terrain: Improved Movement: Hindering

Attack From Cover: Stealth. If he occupies hindering terrain, Charge, Running Shot.

#041 Black Canary

On the Run Together: When Black Canary is adjacent to a friendly figure with which she shares a keyword, modify attack and defense +1.

Spinning Kick: Charge, Flurry.

#042 Starling

JUST RUN THROUGH IT!: Improved Movement: Hindering.

I'll Drive Us Straight Through That Wall:

Passenger: 1. When Starling moves, she may move through one square of blocking terrain. If she does, after she completes her move, destroy the square of terrain.

#043 Katana

Sweeping Slash: Quake. When she uses it, roll a d6, subtract 2 (minimum 2) and hit characters are dealt the result instead of 2. This attack does not knock back characters.

#044 Starfire

Living Stellar Flame: Energy Explosion, when she uses it, damage dealt is penetrating.

#045 Arsenal

Just Put a Bow in My Hands: When Arsenal makes a range attack, he may modify attack +2 or he may modify both attack and damage +1.

Time Bomb Arrow: Incapacitate. When he uses it, choose a hit character. At the beginning of your next turn, roll a d6. **5-6:** deal that character 1 damage.

#047 Batman

Cowardly and Superstitious Lot: Improved Movement: Hindering, Characters.

I Bring The Darkness: When Batman moves through a square occupied by an opposing character during a MOVE, after resolutions, he may use Smoke Cloud at no cost but must place the first marker in the square occupied by the opposing character.

No One Rides It But Me: *OFF THE MAP ACTIVE-* When Batman becomes the pilot for [SOG] #V001 Batcycle, the vehicle may be given a costed action this turn.

Rolling Strike: Charge, Running Shot. When he uses Charge, after resolutions, he may be given a MOVE with his speed value halved at no cost.

#048 Robin

Snag and Drag: When Robin uses Incapacitate and hits, after resolutions, Robin automatically breaks away and may move 4 squares, then places the hit character in an adjacent square.

That's My Bike!: When Robin becomes the pilot for [SOG] #V002 Robincycle, the vehicle may be given a costed action on this turn.

Road of the Detective: The combat values of opposing characters adjacent to Robin can't be positively modified.

#049 GCPD Motor Officer

Special Training: When GCPD Motor Officer becomes the pilot for [SOG] #V003 GCPD Motorcycle, the vehicle may be given a costed action this turn.

APB: When GCPD Motor Officer makes a range attack, after resolutions, modify the target's defense -1 until the end of your turn.

#050 Batman

Ghosts of Batman: Once per game for all characters with this trait, choose an opposing character. When Batman attacks the chosen character, modify attack +1 for each other friendly character with this trait.

#051 Batman

Ghosts of Batman: Once per game for all characters with this trait, choose an opposing character. When Batman attacks the chosen character, modify attack +1 for each other friendly character with this trait.

Alpha Male: When Batman is adjacent to a friendly character with a shared keyword, that character can't be attacked if Batman can be attacked instead.

Venom Addict: Flurry. When he uses it, modify attack and damage +1 for the second attack if he attacks the same target as the first attack.

-Alpha Male is evaluated on a per character basis. A character who can target neither Batman nor the adjacent character may still make an attack which targets another character.

#052 Batman

Ghosts of Batman: Once per game for all characters with this trait, choose an opposing character. When Batman attacks the chosen character, modify attack +1

for each other friendly character with this trait.

Burn: Energy Explosion. When he uses it, damage dealt is penetrating.

Hostage Souls: Super Senses. Modify defense +1 when he is adjacent to an opposing character with an action token.

#100 Batman

I Made This City A Weapon: Outwit. // FREE: Choose an unheld object within 10 squares. Deal all opposing characters occupying or adjacent to the same square as the object 1 damage, then remove the object from the game.

#101 Hugo Strange

Post-Hypnotic Suggestion: Mind Control. When he uses it, modify attack +1 if the target is marked with an action token; if the target has an action token and is adjacent, instead modify attack +2.

#102 Dr. Thomas Wayne

Inspiration: Adjacent friendly characters can use Willpower.

#103 Batman and Nightwing

Grappel Guns and Acrobatics: Improved Movement: Hindering, Elevated, Characters.

Controlling the Flow of Combat: When using [Duo Attack], Batman and Nightwing may use Charge or Smoke Cloud at no cost instead of making the second attack.

Qualifying Name OR Qualifying Real Name

Batman -- Bruce Wayne

Nightwing -- Dick Grayson

#V001 Batcycle

Trailing Darkness: After the resolution of an action in which Batcycle moved, it can immediately use Smoke Cloud at no cost but the first hindering terrain marker must be placed in a square Batcycle moved through this turn.

[PILOT ABILITIES]

Familiar Controls

Prerequisites: [Batman Ally] team symbol or Batman Family keyword.

Stealth, Outwit

Helped Rebuild It

Prerequisites: Alfred Pennyworth, Batgirl, Batman, Batwoman, Bruce Wayne, Robin, or Nightwing
Modify attack and defense +1

#V002 Robincycle

[PILOT ABILITIES]

Batcomputer-Assisted Target Detection

Prerequisites: [Batman Ally] or [Teen Titans] team symbol

Enhancement. Perplex, but it can only modify its own attack and range.

Tear Gas Canisters

Prerequisites: Batgirl, Nightwing, Red Robin, or Robin
Incapacitate. When it uses Incapacitate, if the attack hits and the result of the attack roll is doubles, you may also place an action token on 1 opposing character adjacent to the target.

#V003 GCPD Motorcycle

[PILOT ABILITIES]

Stay On Target

Prerequisites: [Police] team symbol or Police keyword
Once per turn, when a friendly character adjacent to GCPD Motorcycle rolls an attack and misses but the attack roll is doubles (other than a critical miss), you may reroll the attack roll. After the attack resolves, deal GCPD Motorcycle 1 unavoidable damage.

Call For Backup

Prerequisites: Any character with "GCPD" or "Gordon" in its name.

POWER: Roll 2d6. Any number of friendly characters with the [Police] team ability may immediately be given MOVEs at no cost as long as 1) all moved characters end their move adjacent to GCPD Motorcycle, and 2) the combined total number of squares the characters move does not exceed the total rolled by GCPD Motorcycle.

Streets of Gotham: Fast Forces

#001 Oracle

Moving the Pieces into Place: POWER: Choose another friendly character that shares a keyword with Oracle and has no action tokens. That character is immediately given a MOVE at no cost with their speed value halved for this action.

#002 Lady Blackhawk

Aerie One: Passenger: 1. Passenger: 4 if all character have the Birds of Prey or Soldier keyword. When she

uses the [Carry] ability, she can use [Flight]. Lady Blackhawk can carry friendly characters that have the Birds of Prey keyword regardless of their attack and speed symbols and when she does, her speed value is not modified by the [Carry] ability.

#003 Huntress

In Contact with Oracle: When a friendly [SOG] #001 Oracle is on the map and Huntress is given a costed action, she may modify any one of her combat values by +1 until your next turn.

#004 Black Canary

In Contact with Oracle: When a friendly [SOG] #001 Oracle is on the map and Black Canary is given a costed action, she may modify any one of her combat values by +1 until your next turn.

#005 Hawk

Hawk and ...: If a friendly character named Dove is on the map when Hawk is given a costed action, modify his defense +1 until the beginning of your next turn. If Dove is within 8 squares and line of fire, Hawk may replace his defense with Dove's printed defense value.

#006 Dove

... and Dove: If a friendly character named Hawk is on the map when Dove is given a costed action, modify her attack +1 until the beginning of your next turn. If Hawk is within 8 squares and line of fire, Dove may replace her attack value with Hawk's printed attack value.

Combatant and Medic: Probability Control, Support

Star Trek: Tactics 2

#001 R.I.S. Vo

Agile Scout: When R.I.S. Vo makes a range attack, after resolutions, it may immediately be given a MOVE at no cost.

#002 I.K.S. Ning'tao

Disruptor Targeting Sensors: After the resolution of an attack, modify the attack of all friendly ships by +1 when attacking that target this turn.

#003 R.I.S. Praetus

Orbital Mines: Smoke Cloud as FREE. When it does, it may only place up to 2 hindering terrain markers, though they do not need to be adjacent to each other. When these hindering terrain markers are removed, you may deal 1 penetrating damage to each opposing character occupying or adjacent to one of these marker's square.

#004 5th Wing Patrol Ship 6

We Sacrifice All to the Founders: Pulse Wave. When it uses it, after the attack is resolved, deal it 1 unavoidable damage for each 2 characters that took damage from the attack.

We Follow Weyoun For As Long As He Lives:

Leadership. When it uses it, characters with the [Dominion] team symbol are considered to have a lower point value.

#005 R.I.S. Apnex

Experimental Espionage: Perplex. When it modifies the combat value of another friendly character, it may also modify the same combat value on itself by the same amount.

#006 Kraxon

Extend Shields!: Friendly characters within 2 squares modify defense +1 against range attacks.

#007 R.I.S. Pi

Tachyon Detection Grid: Characters targeted by R.I.S. Pi can't use Super Senses for that attack.

Tactical Scan Complete: Opposing characters within 3 squares and line of fire modify defense -1 when targeted by a range attack.

#008 Ni'Var

Their Tactics are Ill-Considered: When the Ni'Var makes a close attack and hits, any roll of doubles is considered a critical hit.

#009 Gor Portas

Energy Dissipator: Outwit, but only to choose Impervious, Invulnerability, or Toughness; when it does, the same power is chosen and affected by Outwit on all opposing characters within 5 squares of Gor Portas until your next turn.

#010 I.R.W. Jazkal

We Hide in The Enemy's Own Shadow: When I.R.W. Jazkal occupies hindering terrain, it can't be the

target of close attacks. When it does not occupy hindering terrain, it can't be the target of range attacks. I.R.W. Jazkal's defense value can't be modified and lines of fire drawn to I.R.W. Jazkal are not hindered by hindering terrain.

#011 U.S.S. Intrepid

Analytical Strike: Energy Explosion. When it uses it, after resolutions, it can use Outwit at no cost, but only to target the same original target.

#012 Krayton

What You Call Kidnap and Theft, I Call Salvage and Profit!: Incapacitate, Telekinesis.

#013 I.K.S. Koraga

Klingons Are Not Cowards!: When I.K.S. Koraga is hit by an attack and you choose not to roll a d6 for Super Senses, place a Valor token on its character card. When I.K.S. Koraga makes an attack, you may remove any number of Valor tokens from its character card and modify its attack or damage +1 for each token removed.

#014 I.R.W. Haakona

Iconian Virus: Perplex; when it uses Perplex to modify one of its own combat values by -1, you may also modify the same combat value of up to two opposing characters within 6 squares and line of fire by -2.

#015 Ti'Mur

Strategic Environmental Manipulation: Barrier. When it uses it, the blocking terrain markers placed do not need to be adjacent and all must be within line of fire.

#016 U.S.S. Defiant

Distraction Tactics: When U.S.S. Defiant hits a target with an attack and the result of the attack roll is doubles, you may place an action token on any other opposing character with no action tokens that shares a keyword with the target.

#017 R.I.S. Talvath

Keep Us in Position: Plasticity, Stealth

Transmitting Our Analysis...: Outwit. When it uses it, it may draw line of fire and count squares from the square of any friendly character that shares a keyword with it.

#018 Kornak

Enhanced Phasers: Energy Explosion. When it uses it, damage dealt to the original target of the attack is penetrating damage.

#019 Tal'Kir

We Are Shielded Appropriately For Our Mission: When the same attack targets both Tal'Kir and other character(s) friendly to it, it can use Invulnerability.

#020 I.K.S. B'Moth

A Klingon Does Not Disengage!: Opposing characters have BREAKAWAY -3 when attempting to break away from this character.

#021 Robinson

Sabotage Behind Enemy Lines: POWER: Choose an object within range. If the object is held, deal 2 penetrating damage to the character holding it. If it is not held, deal 1 damage to all opposing characters adjacent to or occupying the same square as the object. Remove the chosen object from the game.

#022 Reklar

Allies Lying in Wait: Other friendly characters within 6 squares but not adjacent to Reklar modify attack +1 when they occupy hindering terrain.

#023 2nd Division Cruiser 15

Torpedo Bursts: Each time 2nd Division Cruiser 15 hits with a range attack and the attack roll is doubles, after resolutions, it may immediately make a range attack targeting a character it has not yet attacked this turn.

Gul Duplicity: Leadership, Outwit.

#024 Heart of Stars

Prey Upon the Weak!: When an opposing character within 8 squares is healed, remove all action tokens from Heart of Stars.

I Want Trophies!: Flurry. When it uses it, if the second attack is against the same target as the first, damage from the second attack is penetrating damage.

#025 Rav Laerst

Defensive Penetration: When Rav Laerst destroys an object or blocking terrain, deal 1 penetrating damage to all opposing characters that were adjacent to the destroyed object or terrain.

#026 I.R.W. Khazara

I Will Not Be Outwitted by a Spy: Outwit, Shape Change.

#027 U.S.S. Enterprise

Inspiration: When a friendly character begins its turn adjacent to U.S.S. Enterprise, it can use Willpower until the end of the turn. If that character has the same team ability or keyword as U.S.S. Enterprise, also modify its speed +2 and its attack +1 until the end of the turn.

The Corbomite Manuever: Outwit, Probability Control.

#028 4th Division Battleship 2

Heavy Torpedoes: When 4th Division Battleship 2 makes a successful range attack and the attack roll is doubles, opposing characters adjacent to the target are knocked back 2 squares from the target's square.

#029 I.R.W. Valdore

We're Here to Help--But You'll Owe Me a Romulan Ale: Enhancement, Support. When it uses Support, it may reroll the 2d6 roll once.

#030 D'Kyr

Warp-Drop Manuever: Hypersonic Speed. When it uses it, after resolutions, if it ends its movement in a different square from the one it occupied for the attack, it may make a close attack against a target it has not previously attacked this turn.

#031 U.S.S. Enterprise-D

Saucer Separation: Hypersonic Speed. When it uses it and ends the action in a different square, after resolutions, place a bystander token as described on this card in the square it began the action in. Remove the bystander token at the beginning of your next turn. If the bystander is KO'd, deal U.S.S. Enterprise-D 1 unavoidable damage.

#100 Battleship Enterprise

Make Sure History Never Forgets the Name Enterprise!: When Battleship Enterprise has an action token, modify damage +1.

#101 U.S.S. Fearless

The Traveler: Improved Movement: Characters. If it begins to move while adjacent to an opposing character, after resolutions, roll a d6. *I:* Deal it 1 unavoidable damage.

#102 I.K.S. Drovana

Cloaked Mines: Smoke Cloud. When it uses it, after placing the hindering terrain markers, roll a d6 for each opposing character adjacent to one or more of the placed terrain markers. **5-6:** deal that character 1 damage.

#103 I.R.W. N'Ventnar

Fire While Their Guard's Down: When I.R.W. N'Ventnar attacks an opposing character, modify attack +1 for each action token on the target.

#104 4th Division Cruiser 1

In the Thick of Things: Modify attack +1 for each adjacent opposing character.

Amazing Spider-Man

#001a Spider-Man

Morph: Changing Frequencies: MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait or the Morph: Identity Crisis trait on the same click number. If an opposing character took damage during that action, you may instead deal Spider-Man 1 unavoidable damage and then replace him with a character with the Morph: Spider Armor trait on the same click number.

Doing the Things a Spider Can: Leap/Climb, Super Senses.

What Did You Expect A Stealth Suit To Be Able To Do?: Stealth. Any line of fire drawn to Spider-Man is blocked if he has no action tokens.

#001b Spider-Man

Morph: Changing Frequencies: MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait or the Morph: Identity Crisis trait on the same click number. If an opposing character took damage during that action, you may instead deal Spider-Man 1 unavoidable damage and then replace him with a character with the Morph: Spider Armor trait on the same click number.

Doing the Things a Spider Can: Leap/Climb, Super Senses.

Here's Web in Yer Eye!: When Spider-Man hits an opposing character, its range value becomes 0 and cannot be replaced or modified until your next turn.

#001c Spider-Man

Morph: Changing Frequencies: MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait or the Morph: Identity Crisis trait on the same click number. If an opposing character took damage during that action, you may instead deal Spider-Man 1 unavoidable damage and then replace him with a character with the Morph: Spider Armor trait on the same click number.

Doing the Things a Spider Can: Leap/Climb, Super Senses.

Anti-Metal Spider-Tracers: POWER: Choose a light or heavy object within range and line of fire, including a held object. Remove that object from the map.

#002 Shocker

Vibro Shock Gauntlets: Penetrating/Psychic Blast. When he uses it and targets only one character, a hit character is also given an action token.

#003 Dagger

Light Daggers: When Dagger hits a single character with a range attack, she may choose to deal 1 penetrating damage instead of normal damage. If she does, she may heal herself or an adjacent friendly character 1 click.

Light of Healing: Support. When she uses it, after resolutions heal an adjacent friendly character named Cloak 1 click.

#004 Blade

Supernatural Tracking: At the beginning of the game, choose an opposing character. That character can't automatically break away from Blade and, when it does roll to break away, only succeeds on a result of 6.

Blade isn't just a Name: Blades/Claws/Fangs. When he uses it, increase damage dealt by 1 for each of the following the target has or can use: Monster keyword, Mystical keyword, Steal Energy.

#005 Dr. Strange

Gather Them: Secret Defenders or Midnight Sons?: At the beginning of the game, choose one: Dr. Strange and adjacent friendly characters can use the [Defenders] team ability -or- Dr. Strange and adjacent friendly characters can use the [Mystics] team ability, but only to deal damage to adjacent opposing characters.

#006 Zuvembie

The Scent of Blood: If an opposing character has taken damage this turn, modify attack, speed, and damage +1.

Zombie Plague: When Zuvembie KO's an opposing character with an attack, you may generate a [ASM] #006 Zuvembie in the square it occupied.

#007 Johnny Blaze

The Blood of Innocents: If an opposing character KO's another friendly character and is within Johnny Blaze's line of fire after resolutions, you may remove all action tokens from Johnny Blaze and replace him with [ASM] #046 Ghost Rider on its orange starting line.

Alter Ego: **Ghost Rider:** POWER: This action deals no pushing damage. Replace this character with [ASM] #046 Ghost Rider on its orange starting line. Protected: Outwit.

Hellfire Shotgun: When Johnny Blaze makes a range attack against a single character, you may deal 4 minus the number of squares to the target instead of normal damage. If the target has two action tokens, this damage is penetrating damage.

#008 Doctor Druid

Call Me... Druid: Pulse Wave. When Dr. Druid is given a costed action, before the action you may place him in a square of hindering terrain within 6 squares and line of fire.

#009 Daimon Hellstrom

Exorcist Supreme: Daimon Hellstrom and adjacent friendly characters have PROTECTED: Mind Control.

#010 Frankenstein's Monster

Choke: When Frankenstein's Monster hits a single opposing character with a close attack, that character gains IMMOBILE until your next turn.

#011 Living Mummy

Shambling Along: At the beginning of your turn, Living Mummy may be placed into an adjacent square.

Orb of Ra: Mind Control with a range of 8 and two [targets]. When he uses it, modify attack +2.

#012 Vampire

Vampiric Hunger: Vampire begins the game on click #2. Steal Energy and may use it to heal beyond his

starting line, up to click #1.

The Scent of Blood: If an opposing character has taken damage this turn, modify attack, speed, and damage +1.

#013a Frank Drake

Vampire Hunter: Outwit. Once per turn, when he uses it to target a character with the Monster or Mystical keyword, he may use it again targeting the same character.

#013b Hannibal King

Form of Mist, Form of Wolf: Running Shot, Stealth. // At the beginning of your turn you may choose to modify attack or defense +1 -or- +2; if you do, then negatively modify the other combat value by the same amount until your next turn.

#014 Werewolf

Full Moon: At the beginning of your turn, roll a d6 once for all friendly characters with the Full Moon trait. **1-3:** Werewolf can use Shape Change. **4-6:** Click Werewolf to click #11 and click him to click #2 at the end of the turn or before he takes any damage, whichever comes first.

The Scent of Blood: If an opposing character has taken damage this turn, modify attack, speed, and damage +1.

#015 Werewolf By Night

Full Moon: At the beginning of your turn, roll a d6 once for all friendly characters with the Full Moon trait. **1-3:** Werewolf By Night can use Shape Change. **4-6:** Click Werewolf by Night to either click #9 or click #11 and click him to click #3 at the end of the turn or before he takes any damage, whichever comes first.

Curse of the Werewolf: When an opposing character takes damage from Werewolf By Night's attack, that character can use Battle Fury as long as Werewolf By Night is on the map.

#016 Dracula

Vampiric Hunger: Dracula begins the game on click #4. Steal Energy and may use it to heal beyond his starting line, up to click #1.

Hypnotize My Victims: Stealth. When an opposing character takes damage from Dracula's attack, mark that character with a Mesmerize token. // Mind Control with two [targets], but only to target characters with a Mesmerize token or characters with the Animal or Monster keyword.

Mistform: Regeneration as FREE. // FREE: Choose either Combat Reflexes or Energy Shield/Deflection. Dracula can use the chosen power until your next turn, even if this power is lost.

#017a Dr. Voodoo

Null of Legba's Staff: Penetrating/Psychic Blast. When he uses it and hits a character of 100 points or more, all damage dealt to that character this turn is penetrating damage.

The Regular Kind of Doctor Too: Perplex, Support.

#017b Brother Voodoo

My Spirit Brother has You: When Brother Voodoo has exactly one action token, he can use Mind Control as FREE. He and his target modify attack +1 this turn.

Fire and Smoke: Poison, Smoke Cloud. If there's an opposing character adjacent to him, he may use Smoke Cloud as FREE instead.

#018 Scarlet Spider

Ledge Dangle: Spill Your Guts or Take the Fall?: When Scarlet Spider occupies the rim of elevated terrain and hits an opposing character with a close attack, after resolutions, that character's controller chooses one: that character can't use any powers or abilities until your next turn -or- that character rolls a d6. **1-3:** deal that character 2 unavoidable damage. **4-6:** deal that character 1 unavoidable damage.

Houston's Protector: Charge, Flurry, and Improved Movement: Elevated, Hindering.

Spare Stealth Suit: Stealth.

#019 Vulture

I'm Not Just Your Taxi Service, Octavius: Passenger: 2 if they both have the Sinister Syndicate keyword or team ability.

Master Aerialist: Energy Shield/Deflection. Combat Reflexes but does not modify defense if the attacker can use Leap/Climb or [Flight].

#020 Rhino

Rhino Hide: Improved Movement: Hindering, Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through.

Head Down, Horn Up: Charge. When he uses it, he automatically breaks away and if he moves in a direct path and hits a character along that path, roll a d6. Positively modify Rhino's damage by half the result.

#021 Electro

Travel Through the Wires: POWER: Place Electro in the same square as any unheld object on the map.

Arc Lightning: POWER: Make a range attack against a single target using Electro's printed damage value. Each time he hits, after resolutions, he may then make a range attack against another single target as if he occupied the previously hit character's square, replacing his range value with his printed range value minus the number of hits he has made this turn with this power.

#022 Cloak

Dark Form: Passenger: 1. Cloak and adjacent characters named Dagger can use Stealth.

Exile to the Darkforce Dimension: Incapacitate. When he uses it, he may give a hit character two action tokens instead of one. If you do, deal Cloak 1 unavoidable damage after resolutions.

#023 Wong

Master and Servant: UNIQUE MODIFIER- When Wong is adjacent to a friendly character named Dr. Strange, modify Wong's attack +1 and Dr. Strange's defense +1.

Backup Spellcaster: If a friendly character with the Mystical keyword is within 4 squares and line of fire and can use Perplex or Probability Control you may give Wong a POWER to use that power until your next turn.

#024 Spider-Man

WALL-CRAWLING WONDER:

Morph: **Spider Armor:** MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait, the Morph: Identity Crisis trait, or the Morph: Changing Frequencies trait on the same click number.

Spider-Tracers: Incapacitate with a range value of 6. When he uses it and hits, mark the hit character. Lines of fire drawn to marked characters by friendly characters are blocked only by walls and indoor blocking terrain as long as Spider-Man is on the map.

The Agility of a Spider: Hypersonic Speed, but modifies speed -3 when he does.

#025 Manphibian

Creature From the Deep: If Manphibian begins the turn occupying water terrain, modify speed and attack +2 this turn.

#026 Mysterio

Ah, But Which One Am I?: The first copy of Mysterio on your force costs 70 points and begins the game on the click #1 that appears after two consecutive red KO clicks. Additional copies of this character on your force cost 15 points each and begin the game on the click #1 that appears after the orange KO. Mysterio is considered 70 points for all game effects except victory points.

Smoke and Mirrors: Incapacitate, Smoke Cloud. When he uses Smoke Cloud, after resolutions, you may place this character and any other [ASM] #026 Mysterio in each other's squares.

Holograms and Hallucinogens: Outwit, but only if no other friendly character named Mysterio has used Outwit this turn.

#027 Spider-Girl

Rescue the Injured: Passenger: 1, but only to carry a friendly character that's adjacent to an opposing character. When she does, after resolutions, heal the carried character 1 click if it's adjacent to no opposing characters.

#028 Morbius

Vampiric Hunger: Morbius begins the game on click #3. Steal Energy and may use it to heal beyond his starting line, up to click #1.

No Vampiric Weaknesses: PROTECTED: Exploit Weakness.

Antibody Serum Creator: Outwit. When he uses Outwit to choose a power that isn't a defense power, that same power is chosen on each other opposing character within 10 squares and line of fire.

#029 Demogoblin

Black Pumpkin Bombs of Fear: Energy Explosion. When he uses it, hit characters modify defense -1 until your next turn.

REPENT!: When Demogoblin hits an opposing character, after resolutions, that character's controller chooses one: give that character two action tokens -or- that character can't use defense powers until your next turn.

#030 Lizard

Regenerative Properties of Lizards: Regeneration, Toughness. If he took 2 or more damage since your last turn from a single attack, Regeneration as FREE.

Tail Whip: FREE: Modify attack -1. Make a close attack.

#031a Kraven The Hunter

Last Hunt: At the beginning of the game, choose an opposing character. Kraven the Hunter modifies attack +1 when targeting that character with an attack. When the chosen character is KO'd by Kraven the Hunter's attack, modify Kraven the Hunter's combat values by +1 and choose a standard power that character had on any click. Kraven the Hunter can use that power for the rest of the game.

Stalking His Prey: Leap/Climb, Stealth.

Jungle Potions: Combat Reflexes, Super Senses, and Toughness.

#031b Alyosha Kraven

Gulyadkin: As you place your force on the map, you may generate in your starting area a Gulyadkin the Lion bystander token as described on the back of this card. As long as a friendly Alyosha Kraven is on the map, Gulyadkin the Lion can be given one action as FREE.

Animal Influence: If Alyosha Kraven was given a costed action this turn, you may give Gulyadkin the Lion or another friendly character with the Animal keyword a MOVE as FREE.

#032 Moon Knight

Full Moon: At the beginning of your turn, roll a d6 once for all friendly characters with the Full Moon trait. **1-3:** Stealth. **4-6:** Modify Moon Knight's combat values by +1 until your next turn.

Listen to my Spider-Man, Wolverine, Echo, or Captain America?: FREE: Choose one to last until the beginning of your turn:

- ✓ Modify speed +1 and he can use Flurry.
- ✓ Modify attack +1 and he can use

Blades/Claws/Fangs.

- ✓ Modify defense +1 and he can use Willpower.
- ✓ Modify damage +1 and he can use Leadership.

#033 Man-Thing

T-Bolt's Chosen Transport: Phasing/Teleport.

Passenger: 1. Passenger: 2 if he carries two characters with the Mystical or Thunderbolts keyword. Man-Thing's speed value is not modified by the [Carry] ability.

Whatever Knows Fear...: Poison. When he uses it, instead of dealing normal damage, roll a d6 for each adjacent opposing character that can't be rerolled. **1-3:** deal that character 1 damage. **4-5:** deal that character 2 damage. **6:** deal that character 3 damage.

#034 Satana Hellstrom

Soul Collector: Steal Energy. If she's on click #1 when a character takes damage from her close attack, place an Excess Soul token on this card. FREE: Remove an Excess Soul token to modify her combat values by +1 until your next turn.

Soul Shrivel: Characters that are hit by Satana Hellstrom modify their combat values by -1 until your next turn.

#035 Jennifer Kale

Defender of the Nexus of Realities: At the beginning of the game, place a special Nexus terrain marker on the map, at least 5 squares away from any starting area. A character occupying that square can use Probability Control, even if Jennifer Kale isn't on the map. If Jennifer Kale occupies that square, she can use it in addition to her normal Probability Control.

Nexus Duo: UNIQUE MODIFIER- When a friendly character named Man-Thing is adjacent to Jennifer Kale, they both modify attack +1.

#036 Kaine

Alter Ego: **...But I've Become a Hero:** POWER: This action deals no pushing damage. Replace this character with [ASM] #018 Scarlet Spider on its orange starting line. Protected: Outwit.

The Strongest Parker: When Kaine would be hit by

an attack, roll a d6. **1-2:** Toughness. **3-4:** Invulnerability. **5-6:** Evade.

Spider Sense Precognition: Probability Control, but only during your turn.

#037 The Ancient One

You Are Now the Sorcerer Supreme: Enhancement. When Ancient One is KO'd, choose a friendly character with the Mystical keyword that's 150 points or less. That character modifies their combat values by +1 this game.

Mentor to Many Magicians: Leadership. When he uses it and succeeds, he may also remove an action token from an adjacent friendly character with the Mystical keyword that is 150 points or less.

The Original Sorcerer Supreme: Once during your opponent's turn, Ancient One may force that opponent to reroll any roll, disregarding the original roll.

-The Original Sorcerer Supreme can only be used on rolls that utilized d6.

#038 Carrion

Red Dust of Death: Poison. When he uses it, adjacent opposing characters less than 100 points are dealt 2 damage instead of 1, and adjacent opposing characters of 100 or more points are also given an action token.

Intangible: Toughness, Super Senses. When he uses Super Senses, he evades the attack on a result of [4-6].

Rotting Touch: Exploit Weakness. When he uses it and hits, until your next turn the hit character can't use defense powers except Super Senses.

#039 Spider-Man

Spider-Camouflage: Stealth. When it's not your turn, lines of fire can't be drawn to Spider-Man if he's adjacent to blocking terrain.

#040 Blackheart

Dark Thunder: Blackheart begins the game with one Red Gargoyle and one Blue Gargoyle attached. POWER: Remove a Gargoyle from Blackheart and place it in an adjacent square. The chosen Gargoyle becomes a bystander token as described on this card. When a Gargoyle would be KO'd, instead reattach it to Blackheart.

Soul Corrupt: CLOSE/RANGE: Modify damage -2. Make a close/range attack. If he hits a character, place a Corruptor token on this card. // FREE: Remove a Corruptor token and choose an opposing character. All damage dealt to that character this turn is penetrating.

Red Gargoyle Attack: Telekinesis, but only to place friendly characters named Blackheart or Blue Gargoyle regardless of their base size.

#041a Hobgoblin

I'm a Criminal Mastermind, not a Lunatic: Leadership, Mastermind.

Frame You as the Hobgoblin: Mind Control. When he is adjacent to an opposing character, Shape Change.

Randomized Finger Blasts: Hobgoblin has three [targets]. When he makes a range attack, his targets can't use Super Senses. If he targets more than one character with an attack, modify attack -1.

#041b Hobgoblin

Sonic Scream: Pulse Wave. When he uses Pulse Wave and has no action tokens, each hit character also receives an action token.

Lunatic Laugh: Incapacitate. When he uses it and hits an adjacent character, after resolutions, he may be given a CLOSE at no cost.

#042 Nightmare

My Nightmare - Or Yours?: If an opponent wins the roll to determine the first player and does not choose Nightmare's controller to be the first player, characters on that opponent's force modify attack -1 as long as Nightmare is on the map.

Feed on Your Fear and Despair: Once per turn, when an opposing character takes pushing damage, you may heal Nightmare 1 click.

Your Mind Betrays You: Penetrating/Psychic Blast. When he uses it, modify attack +1 for each action token on all target characters.

#043 Baron Mordo

The Forbidden Names Demand a Blood Sacrifice: FREE: Choose a standard power other than a defense power. Baron Mordo can use the chosen power until your next turn. If you do and no opposing character was hit by Baron Mordo, at the end of the turn deal Baron Mordo 1 unavoidable damage.

Ancient One's Best Pupil: Probability Control. If he has one action token, he can use Outwit -or- Perplex until your next turn.

#044 Colleen Wing and Misty Knight

Daughters of the Dragon: When you build your force, choose a 70 or 140 point cost. In addition, each time you reveal your force, choose the green (Colleen Wing) or yellow (Misty Knight) starting line. If you chose 70 point cost, this character has [Fist] symbol and is KO'd when the first red line is crossed. If you chose 140 point cost, this character is KO'd when the third red line is crossed. Protected: Pulse Wave.

Stark's Freeze Ray: Incapacitate, [Police] team ability, Range value of 5.

Heroes for Hire: Leadership. // POWER: Remove an action token from an adjacent friendly character with the Heroes for Hire keyword.

Qualifying Name OR Qualifying Real Name

Colleen Wing -- Colleen Wing
Misty Knight -- Misty Knight

#045 Terrax

Master of Rock and Stone: Friendly characters can use Improved Movement: Elevated.

Major Earthquake: POWER: Make a range attack targeting all characters occupying or adjacent to a square within his range and line of fire. A hit character occupying that square is dealt 4 damage, and each hit character adjacent to that square is dealt 3 damage.

Stone Gives Me Strength: Modify Terrax's damage by the number of squares of blocking terrain adjacent to him.

#046 Ghost Rider

Ride Up Walls: Improved Movement: Elevated, Hindering

Living Hellfire Chain: If Ghost Rider has two action tokens, he has, "FREE: Deal 1 penetrating damage to a single opposing character within 3 squares."

Penance Stare: Ghost Rider deals penetrating damage to opposing characters that have damaged a friendly character since your last turn.

#047 Man-Thing and Howard the Duck
Trapped in a World They Never Made: Perplex.

Save the Universe, and Everyone Still Ignores Me: Man-Thing and Howard the Duck can't be targeted by nonadjacent opposing characters.

Waaugh! No One Understands Us...: Man-Thing and Howard the Duck's combat values can't be modified by other characters.

Qualifying Name OR Qualifying Real Name

Man-Thing -- Ted Sallis

Howard the Duck -- Howard the Duck

#048 Madame Web

Cryptic Choices: As you reveal your force, roll a d6 that can't be rerolled.

1-Begin at the green starting line.

2-Begin at the red starting line.

3-Begin at the blue starting line.

4-Begin at the yellow starting line.

5-6 -Begin at the starting line of your choice.

Clairvoyance: Super Senses. Once per game,
POWER: Place Madame Web within 4 squares and line of fire of any friendly character.

Heed My Words: Before a friendly character within 4 squares and line of fire makes an attack roll, you may choose a number from 2-5. If the chosen number comes up on either die, increase the attack total by 1. If it comes up on both dice, increase the attack total by 3.

#049 Spider-Man 2099

Web-Cape: Improved Movement: Elevated, Hindering.

Manifest Destiny, 3099 and Beyond: If Spider-Man 2099 is 80 points, he is KO'd if he crosses the red KO line. If Spider-Man 2099 is 160 points, he is not KO'd when he crosses the red KO line.

Humanity's Ultimate: [Power Cosmic] team ability, Range value of 8.

Worthy to Wield Mjolnir: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#050 Hornet

Morph: Identity Crisis: MOVE/RANGE: After resolutions, you may replace this character with any

other character with this trait on the same click number. If an opposing character took damage during that action, you may instead deal Hornet 1 unavoidable damage and then replace him with a character with the Morph: Changing Frequencies trait on the same click number.

Sedative Stingers: If an opposing character's printed defense value is lower than Hornet's printed defense value after that character takes damage from Hornet's range attack, give that character an action token.

Cybernetic Carapace: Toughness, Super Senses.

Gadgets Defender: Perplex. Once per turn when he uses Perplex, roll a d6. **5-6:** he may use Perplex again.

#051 Ricochet

Wall to Wall...to Wall... to Wall...: Improved Movement: Elevated, Hindering

Morph: Identity Crisis: Identity Crisis:
MOVE/RANGE: After resolutions, you may replace this character with any other character with this trait on the same click number. If an opposing character took damage during that action, you may instead deal Hornet 1 unavoidable damage and then replace him with a character with the Morph: Changing Frequencies trait on the same click number.

Ricochet Discs: When Ricochet draws a line of fire for a range attack, you may choose an unoccupied square of clear terrain that is adjacent to blocking terrain within range and line of fire, and then draw your line of fire and count your range as if Ricochet occupied the chosen square.

Agile Acrobat: Combat Reflexes, Super Senses.

Smooth Talking Criminal: Outwit. Once per turn when he uses Outwit, roll a d6. **5-6:** he may use Outwit again.

#052 Dusk

Morph: Identity Crisis: MOVE/RANGE: After resolutions, you may replace this character with any other character with this trait on the same click number. If an opposing character took damage during that action, you may instead deal Hornet 1 unavoidable damage and then replace him with a character with the Morph: Changing Frequencies trait on the same click number.

Shadowmeld: When Dusk occupies a square of hindering terrain, FREE: place him in another square of hindering terrain within 6 squares and line of fire. After resolutions, a friendly character of equal or lesser points that was adjacent to Dusk before the action may be placed adjacent to Dusk but can't be given an action until your next turn.

Stealthy Stalker: Regeneration, Stealth and Super Senses.

#053 Prodigy

Morph: **Identity Crisis:** MOVE/RANGE: After resolutions, you may replace this character with any other character with this trait on the same click number. If an opposing character took damage during that action, you may instead deal Hornet 1 unavoidable damage and then replace him with a character with the Morph: Changing Frequencies trait on the same click number.

Glimmering Guardian: UNIQUE MODIFIER - Adjacent friendly characters of equal or less points than Prodigy modify defense +1.

Iron Idol: Invulnerability, Super Senses.

#054 Spider-Man

Morph: **Spider Armor:** MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait, the Morph: Identity Crisis trait, or the Morph: Changing Frequencies trait on the same click number.

Shiny Armor: Energy Shield/Deflection.

I Fight Best When I'm Outnumbered: If no friendly characters and at least 2 opposing characters are within 3 squares of Spider-Man, modify Spider-Man's combat values by +1.

#055 Spider-Man

Morph: **Spider Armor:** MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait, the Morph: Identity Crisis trait, or the Morph: Changing Frequencies trait on the same click number.

Magnetic Webbing: Incapacitate. When he uses it, hit characters that can use Impervious or Invulnerability use Toughness instead this turn.

Bulletproof Polymer: Energy Shield/Deflection,

Invulnerability.

#056 Iron Spider

Morph: **Spider Armor:** MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait, the Morph: Identity Crisis trait, or the Morph: Changing Frequencies trait on the same click number.

Gliding to the Rescue!: [Flight], Running Shot.

Three "Waldos": Once per turn, Flurry -or- Perplex, and can only use Perplex to target himself.

#057 Spider-Man

Morph: **Spider Armor:** MOVE/CLOSE: After resolutions, you may replace this character with any other character with this trait, the Morph: Identity Crisis trait, or the Morph: Changing Frequencies trait on the same click number.

Anti-Sinister Six: Spider-Man is not affected by Plasticity. Characters Spider-Man attacks can't use Shape Change. PROTECTED: Outwit, Penetrating/Psychic Blast, and Perplex. Spider-Man does not take damage from characters who were given an action to use Charge this turn. This trait only applies to characters less than Spider-Man's point value or with the Sinister Syndicate keyword or team ability.

#101 Franken-Castle

Where's My Synaptic-Glue Pills?: When Franken-Castle has two action tokens, modify defense -1.

Drill-Drone Gun: When Franken-Castle hits a character with a range attack, you may choose to deal no damage and instead mark that character. Even if this power can't be used or is lost, at the beginning of each of your turns deal 1 penetrating damage to each character marked in this way. Marked characters in this way may be given a DOUBLE POWER to remove the mark.

We Need a Tactician to Defend Monsters:

Enhancement, Leadership. If he uses Leadership to remove an action token from a character with the Monster keyword, he may also remove an action token from himself.

-Drill-Drone Gun may place multiple markers on a character. Each marker requires its own DOUBLE POWER for removal.

#102 The Zombie

Amulet of Damballah: At the beginning of the game, place an Amulet of Damballah Relic token in a clear square as close to the center of the map as possible. This object does not count towards your force and is described on the back of this card.

AMULET OF DAMBALLAH: *Relic: 3-6.*

If another character friendly to The Zombie has this token on its card, The Zombie may be given one action as FREE each turn. If a character opposing to The Zombie has this token on its card, it can use Mind Control, but only to target The Zombie.

#201 Spider-Man

Have No Fear, Spidey is Here!: Improved Movement: Elevated, Hindering, Characters

Morph: Identity Crisis: MOVE/RANGE: After resolutions, you may replace this character with any other character with this trait on the same click number. If an opposing character took damage during that action, you may instead deal Hornet 1 unavoidable damage and then replace him with a character with the Morph: Changing Frequencies trait on the same click number.

Web in the Eyes: When Spider-Man hits with a range attack, hit characters modify attack -3 until your next turn.

#202 Cloak

Runaways: Improved Movement: Elevated, Hindering, Blocking, Characters.

Through the Dark Dimension: Cloak may carry any number of adjacent friendly characters. After an action resolves in which Cloak carries more than one character, deal him damage equal to the number of characters he carried minus one.

Envelop in Darkness: Exploit Weakness. When he uses it, hit characters are given an action token.

#203 Dagger

Daggers of Light: RANGE: Dagger has [Sharpshooter] and hit characters are each dealt 1 penetrating damage instead of normal damage.

#204 Rhino

Rhino Charge: Charge and breaks away automatically when doing so. When he uses it, if he moves in a direct path, he can use Improved Movement: Hindering,

Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through, may only target a character along that path, and modifies damage +1 for each square moved.

#205 Electro

Short Circuit: Energy Explosion, Poison and Pulse Wave.

Dangerous to the Touch: When Electro is hit with a close attack, the attacker is dealt 1 penetrating damage after the attack resolves.

#206 Mysterio

Fool! That Was Just One of My Illusions: Super Senses but 4-6: Evade. When he uses Super Senses to evade an attack, you may place him in any square within 3 squares and line of fire.

Disorienting Illusions: Perplex. When he uses it, he may instead modify both the attack and defense of an opposing character by -1 each.

#208 Shocker

Vibration Suit: Toughness, breaks away automatically.

Directional Vibration: POWER: Draw a straight horizontal or vertical line of fire to any single square within Shocker's range and line of fire, using Improved Targeting: Characters. Make a range attack even if Shocker is adjacent to an opposing character. Every other character occupying a square along that line of fire or adjacent to that line of fire but still within his range becomes a target of this attack. Each hit character on the line is dealt 3 damage, each hit character adjacent to that line is dealt 1 damage.

#209 Scarlet Spider

Stealth Suit: Lines of fire for an attack can't be drawn to Scarlet Spider if he is adjacent to a wall or blocking terrain.

Mark of Kaine: When Scarlet Spider hits a character with a close attack, after resolutions, deal that character 1 penetrating damage.

#210 Spider-Girl

I'm Texting Everyone: FREE: Choose a character within range. This turn, all lines of fire drawn to that character are not hindered by hindering terrain.

Batman: Gotham City Strategy Game

#001 Batman

Knows the Terrain: Improved Movement: Hindering.

Utility Belt: At the beginning of the game, choose a standard attack or damage power that Batman does not have on his character card; Batman can use that power this game.

Always Prepared: Incapacitate. If he has no action tokens, he can use it as FREE.

#002 Joker

Craziest in the Room: Opposing characters within 4 can't use Perplex.

Joker Gas: At the beginning of your turn, place a Joker Gas token on each adjacent opposing character's character card. Each opposing character that begins your turn adjacent to The Joker is dealt damage equal to the number of Joker Gas tokens now on its character card.

#003 Two-Face

Harvey or Two-Face?: Opposing characters within 4 squares can't use Stealth.

Heads I Win, Tails You Lose: At the beginning of your turn roll a d6. **1-3:** Modify defense +2 until Two-Face makes an attack or until your next turn. **4-6:** Modify attack +2 until your next turn.

#004 Killer Croc

A Force To Be Reckoned With: Opposing characters within 4 squares can't use Willpower.

Claw, Claw, Bite: Flurry. When he uses it and one character takes damage from both close attacks, after resolutions, he may be given a CLOSE using Blades/Claws/Fangs against the same target at no cost.

#005 Penguin

Penguin Automa-Bombs: POWER: If there are no friendly Penguin Automa-bombs on the map, place one on the map in a square adjacent to The Penguin. The Penguin Automa-bomb is a bystander token as described on this card.

Criminal Mastermind: Opposing characters within 4 squares can't use Outwit.

Penguin Automa-Bomb:

Set to Blow: Penguin Automa-bomb's combat values can't be modified.

BOOM!!!!: Pulse Wave. When it uses it, it deals 2 damage instead of any other no matter how many targets are within range. After resolutions, deal Penguin Automa-Bomb 1 unavoidable damage.

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#D-005 Batman

Life's Crusader: Steal Energy, but when he would heal with it, instead heal all adjacent friendly characters 1 click and roll a d6. **5-6:** heal him 1 click.

LIVE!: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#D-006 Pandora

Always in the Background: Stealth. // POWER: Place Pandora in any square that has an opposing character within line of fire.

Open Pandora's Box: Probability Control twice per turn, but can not target the same character with it more than once per turn. Opposing characters must be given an action token when using Probability Control.

[D-T001 Trinity of Sin]: Phasing/Teleport, Probability Control.

#D-007 Phantom Stranger

Mystical Cloak: Phasing/Teleport, Shape Change.

Thirty Pieces of Silver: At the beginning of your turn, You may modify any of Phantom Stranger's combat values +1 until your next turn, but only if you modify another friendly character's same value -1 until your next turn.

Destined to Betray: Outwit twice per turn, but can't target the same character with it more than once per turn. When opposing characters use Outwit, they must be given a POWER instead of a FREE.

[D-T001 Trinity of Sin]: Outwit, Poison.

-This character has a silver ring on its base.

#D-008 Question

Scaling Rooftops: Improved Movement: Elevated, Hindering.

Past Lives: At the beginning of your turn, choose a standard power from Question's character card; he can use that power until your next turn. When you do, choose a power Question has on his dial and it is lost until your next turn.

They Hold the Answers: Perplex twice per turn, but can't target the same character with it more than once per turn. When opposing characters use Perplex, they must be given a POWER instead of a FREE.

[D-T001 Trinity of Sin]: Combat Reflexes, Perplex.

#D-009 Superman and Wonder Woman

Strength of Two Heroes: Super Strength. Superman and Wonder Woman may hold two objects at the same time if they are both standard objects, but may only use one object per attack. When Superman and Wonder Woman use [Duo Attack], instead of one attack, they may use Charge at no cost.

Man of Steel & Princess of Themyscira: Improved Movement: Blocking and immediately after movement resolves, destroys all blocking terrain moved through, Characters. // When Superman and Wonder Woman are targeted with Outwit, roll a d6. **6:** PROTECTED: Outwit this turn.

Wrapped Up & Knocked Out: Incapacitate. When they use it and hit, they may also deal their printed damage value divided among the successfully hit targets.

Faster Than a Speeding Bullet & Bulletproof

Bracelets: Energy Shield/Deflection, Super Senses, and Toughness.

Qualifying Name OR Qualifying Real Name

Superman -- Clark Kent

Wonder Woman -- Diana of Themyscira

#D-010 Bat-Mite

You're My Hero: FREE: Choose another friendly character. That character is Bat-Mite's Idol.

Let Me Help!: MOVE: After resolutions, roll a d6 that can't be rerolled. Place Bat-Mite's Idol in a square adjacent to Bat-Mite. **1-2:** an opponent may choose the square and deal Bat-Mite's Idol 1 unavoidable damage.

3-6: you choose the square and Bat-Mite's Idol may make a close or range attack but can't be given a costed action until your next turn.

Am I Bothering You?: Incapacitate. Characters that Bat-Mite targeted with this power last turn can't target Bat-Mite or Bat-Mite's Idol with an attack until your next turn.

Get Me Out of Here!: Super Senses. When he uses Super Senses to evade an attack, you may place him adjacent to his Idol or in any square within 6 squares and line of fire.

#D-011 Gentleman Ghost

Vengeful Ghosts: When Gentleman Ghost has no action tokens and no friendly Vengeful Ghost tokens are on the map, "FREE: place a Vengeful Ghost token on the map in an adjacent square." That token becomes a bystander token as described on the back of this card.

Invisible, Intangible: Phasing/Teleport, Stealth.

#D-T001 Trinity of Sin

Unearthly Travelers: Improved Movement: Hindering.

Destined to Walk Alone: Trinity of Sin may have as few as 2 characters on the base.

Damned Together: When all team members are attached, Trinity of Sin deals 2 penetrating damage instead of 1 when they use the Mystics team ability.

Onslaught of Energy: Trinity of Sin also has [Sharpshooter].

Pandora: Phasing/Teleport, Probability Control.

Phantom Stranger: Outwit, Poison.

Question: Combat Reflexes, Perplex.

Greatest Transgressors of Mankind: Choose a standard power that you did not choose during your last turn; until your next turn, opposing characters that are given an action to use that power are dealt 1 unavoidable damage after that action resolves.

#M-005 Mephisto

Sell Your Soul For Power: If he has no action tokens, Mephisto has “FREE. An opponent chooses any character (friendly or opposing). That character modifies its combat values by +1 until the end of your next turn but can’t attack Mephisto.” // At the beginning of your next turn, if that character was opposing, it becomes friendly to your force and may be given one action at no cost that turn. After that action resolves or the turn ends, it becomes friendly to its previous force.

I’ll Give You Time to Consider: Invulnerability, Regeneration, and Shape Change. Protected: Outwit.

#M-006 Old Man Logan

Healing Factor Might Not Be What It Used To Be: At the beginning of your turn, if Old Man Logan is on an odd-numbered click, heal him 1 click.

President Skull’s Trophy Room: Twice per game, you may give Old Man Logan a FREE and remove any relics assigned to him from the game. Place a relic of an equal or lower point value from outside the game on his character card.

No More Talking... No More Games...: Charge, Flurry, Stealth, and Willpower.

One Mile Down, Three Thousand To Go: Leap/Climb, Passenger: 1, Can’t make attacks.

You Gotta Be Kiddin’!: Toughness. Once per game when this click is revealed, stop turning the dial and Old Man Logan may immediately make a close attack using Blades/Claws/Fangs. If the attack deals less than 3 damage, deal Old Man Logan 1 unavoidable damage after resolutions.

#M-007 Death Mask

What’s Going on in This Panel?: Improved Movement: Hindering, Characters.

I’m Wade Wilson, Too: At the beginning of your turn, roll a d6 and add his current click number. If the result is 8 or more, heal him 1 click. If the result is 12 or more, instead heal him 2 clicks.

Did I Ever Tell You About the Time I Created That Great Diversion?: Charge, Stealth. If Death Mask is adjacent to an opposing character, then that character must target Death Mask when it makes a close attack. If Death Mask is within an opposing character’s range

and line of fire, then that character must target Death Mask when it makes a range attack.

Hey, Death Mask...CATCH!: RANGE: Make a range attack against a single character. All other characters adjacent to an original target also become targets. If he hits the original target, it is dealt damage normally and then roll a d6. Other hit characters are dealt damage equal to half of the result.

Operation: The Old Switcheroo: Combat Reflexes, Invulnerability. When turning the dial, if this click is revealed, stop turning the dial and Death Mask can’t be healed beyond this click.

#M-008 Obnoxio The Clown

Professional Mascot: Wild Card. Obnoxio the Clown does not count for or against a theme team.

Bag of Tricks: At the beginning of the game, click Obnoxio the Clown to click #1, roll 2d6 and click his dial that many times. When Obnoxio the Clown takes damage, place one Damage token on his character card for each click of damage taken. When Obnoxio the Clown has 7 Damage tokens on his character card, he is KO’d. Whenever Obnoxio the Clown would be healed or if you give an adjacent friendly character a POWER, remove a Damage token from Obnoxio the Clown’s character card, roll 2d6 and click his dial that many times.

#M-G01 Shuma-Gorath

Emerge Through Your Greatest Champion: At the beginning of the game, choose the highest point opposing character. At the beginning of your turn, if that character is not KO’d, heal Shuma-Gorath 1 click.

Dark God of the Cancerverse: Flurry, Plasticity. When this character is given an action that includes a close attack, it may target characters within 5 squares and line of fire.

Tentacle Attack: Incapacitate as FREE. When he does, he targets up to 5 characters within 5 squares and line of fire that have action tokens.

#WK-001 Holiday Elf

Checking the List: Improved Movement: Characters; Improved Targeting: Characters

Both Naughty AND Nice: At the beginning of your turn, roll a d6. **1-3:** Incapacitate, Support this turn. **4-6:** Penetrating/Psychic Blast this turn.

Mistletoe: At the beginning of your turn, choose an opposing character and another friendly character that are both within line of fire and are adjacent to each other. Until the beginning of your next turn, those characters can't attack or deal damage to each other.

Iron Man 3

#001 Iron Man Mk 7

Upgraded Armor (75 points): Modify speed and attack +1.

Aerial Assault: [Move and Attack].

Bringing the Party to You: Perplex. When Iron Man Mk 7 targets an opposing character with Perplex, he can also use Outwit until your next turn, but only to choose a power on the same character.

#002 Iron Man Mk 42

Top of the Line, American Made!: Opposing characters with the Armor or Robot keyword modify attack -1 when attacking Iron Man Mk 42.

Jarvis, Identify Hostiles: When Iron Man Mk 42 makes a range attack and misses by 1, after resolutions, he may make a range attack. If he does, the range attack can't be against an opposing character Iron Man Mk 42 has targeted this turn and attack is modified -2 for this attack.

Self-Repairing Armor: Invulnerability, Regeneration.

#003 Iron Patriot

Bodyguard: At the beginning of the game choose a friendly character with the Celebrity, Politician, or Ruler keyword. When that character is adjacent to Iron Patriot, it can use Super Senses but on a result of **3-4:** the damage from the attack is dealt to Iron Patriot instead.

Always on Duty: Combat Reflexes, Invulnerability.

#004 Mandarin

Terrorist Mastermind: When Mandarin occupies his starting area, opposing characters can't draw a line of fire to him.

Activate the Sleeper Cells: If Mandarin is in his starting area, he can draw lines of fire and count range and squares from the square of any single friendly character with the A.I.M. keyword that has not been given a costed action this turn.

Message of Terror: Leadership, Outwit and Perplex. If Mandarin occupies his starting area and a friendly character has been KO'd by the Extremis Explosion power this turn, when Mandarin uses Outwit or Perplex, he may target opposing characters anywhere on the map.

#005 Extremis Soldier

Jungle Training: Improved Movement: Hindering

Just Another Day...: Combat Reflexes.

#006 Tony Stark

Upgraded Armor: When Tony Stark hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **8 or higher:** You may replace this character with any character with this trait and a point value of 75 points or less the same number of clicks from its starting line.

It's About Legacy: Enhancement, Outwit.

#007 Pepper Potts

Extremis Injection Taking Hold: Invulnerability. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

Bio-Blasts: Range value of 6. Protected: Outwit.

#008 Aldrich Killian

Father of Extremis: Friendly characters using the Extremis Explosion power affect characters and terrain within 7 squares instead of 5.

A New World is Dawning: Opposing characters within 8 squares can't use Additional Team Abilities.

Extremis Treatment: Support. A character healed through this use of Support modifies attack and damage +1 until your next turn.

#009 Iron Man Mk 17

Uni-Beam: RANGE: Make a range attack targeting all characters within range and line of fire along a straight horizontal or vertical path. This line of fire is not blocked by characters. The range attack is made against all characters along the chosen path. Beginning with the closest character, deal damage equal to Iron Man Mk 17's damage value minus the number of characters previously hit, minimum 1.

#010 Iron Man Mk 15

Stealth Armor: Characters 5 or more squares away can't draw a line of fire to Iron Man Mk 15. Combat Reflexes, but only when he has one or more action tokens.

Sensory Deprivation Globe: When Iron Man Mk 15's attack total is at least 2 greater than his target's defense value, that character can't draw a line of fire beyond 2 squares until your next turn.

#011 Brandt

Just Another Day...: Combat Reflexes.

Cover Each Other: If a friendly character with the Soldier keyword within 4 squares occupies or is adjacent to a square of hindering or blocking terrain, all friendly characters with the Soldier keyword within 6 squares of Brandt modify defense +1.

Corporal Punishment: Probability Control, but can only affect attack rolls of friendly characters with the Soldier keyword. When she does and the attack misses all targets, deal the attacking character 1 unavoidable damage.

#012a Extremis Brute

Useful, to a Point: Energy Shield/Deflection, but only when Extremis Brute is within 8 squares and line of fire to a higher point friendly character with the A.I.M. keyword.

Extremis Explosion: When this click is revealed, stop turning the dial. // At the beginning of your turn deal Extremis Brute 1 unavoidable damage and deal 3 damage to each character and destroy each object, wall, and square of blocking terrain within 5 squares.

#012b Extremis Brute

Extremis Heat: Poison. Adjacent opposing characters that take no damage from this use of Poison put a Heat token on their character card. A character with 1 or more Heat tokens can't use Toughness. A character with 2 or more Heat tokens can't use Invulnerability. A character with 3 or more Heat tokens can't use Impervious. When an opposing character clears action tokens and is not adjacent to Extremis Brute, it may remove 1 Heat token from its character card.

#013 Iron Man Mk 35

Giant Claws: Giant Reach: 2.

#014 Iron Man Mk 40

Faster Than You Can Imagine: Improved Movement: Characters.

A Need For Speed: Opposing characters within 8 squares given a POWER to activate Running Shot or Hypersonic Speed are dealt 1 unavoidable damage after resolutions.

Sonic Boom: MOVE: Modify speed +3. Iron Man Mk 40 must move along a horizontal or vertical path until he can't move. All other characters occupying squares Iron Man Mk 40 moved through are dealt 1 damage and are given an action token. Characters in squares adjacent to the path are given an action token.

Trading Protection For Maneuverability: Toughness, Energy Shield/Deflection. When Iron Man Mk 40 has one action token, he can't be targeted with a close attack.

#015 Savin

Just Another Day...: Combat Reflexes.

Get to Cover!: When a friendly character within 8 squares with the Soldier keyword takes damage from an opposing character, that friendly character can use Stealth until your next turn.

#016 War Machine

Wanna Be the War Machine?: At the beginning of your turn choose one of the following that you did not choose last turn: Energy Explosion, Penetrating/Psychic Blast -or- Ranged Combat Expert. War Machine can use the chosen power until your next turn.

Advanced Targeting and Smart Ordnance: [Duo Attack]. When he uses it and the attack roll is doubles, damage dealt is penetrating damage.

Trajectory Tracking Software: Probability Control, but only for his own attack rolls during a range attack.

-This character has [Avengers Initiative] team symbol on its character card.

#017 Iron Man and Iron Patriot

I've Got Your Back. No, I've Got Your Back: Energy Shield/Deflection, Defend, [Sharpshooter].

This Lone Gunslinger Act is Unnecessary... You Don't Have To Do This Alone!: When Iron Man and Iron Patriot use [Duo Attack], each attack may use two targets instead of one target and one of their attacks may be a RANGE instead.

Qualifying Name OR Qualifying Real Name

Iron Man -- Tony Stark

Iron Patriot -- James Rhodes

#018 Iron Man and War Machine

Trying to One-Up Each Other: When Iron Man and War Machine use [Duo Attack], you may give them a RANGE instead of the second attack.

Watch Each Other's Backs: Energy Shield/Deflection, but only when Iron Man and War Machine do not have two tokens.

Qualifying Name OR Qualifying Real Name

Iron Man -- Tony Stark

War Machine -- James Rhodes

#101 Iron Man Mk 42

Repulsor-Powered Assault Engaged!: Running Shot. When he uses it, his speed value is not halved from Running Shot and he has one [target] for this action.

Extremis Targeting Systems: [Sharpshooter].

Bleeding Edge Armor Defense Systems: Super Senses, but only when targeted by a range attack. When Iron Man Mk 42 is successfully hit by an attack, reduce damage dealt by 3.

#102 Iron Patriot

In The Line of Fire: Defend, but only to replace the defense value of adjacent friendly characters with the Celebrity, Politician, or Ruler keyword.

Stark Auto-Repair Systems: Regeneration, Toughness.

#103 Killian

Hiding in Plain Sight: Stealth. Adjacent friendly characters can use [Sharpshooter] and Improved Targeting: Hindering.

Your Tech Is the Past, Extremis Is the Future: Incapacitate with a range value of 4, but can only target characters with the Armor keyword. Damage dealt to opposing characters with the Armor keyword by friendly characters can't be reduced below 1.

Brilliant Extremis Architect: Leadership, Perplex. Enhancement but only to modify the damage of a lower point character he shares a keyword with.

#104 Mandarin

Capable Figurehead: Leadership and Mind Control, but only when Mandarin is the highest point character on your force with the A.I.M. keyword.

Fraternity of Terror: Combat Reflexes. Mastermind, but only when he is adjacent to a friendly character with the A.I.M. Keyword.

Puppeteer or Puppet?: Perplex, Shape Change.

#105 Extremis Mercenary

Extremis Navigation: Improved Movement: Hindering.

Just Another Day...: Combat Reflexes.

Popping Smoke: When Extremis Mercenary has one action token he can use Smoke Cloud as FREE until your next turn.

Extremis Explosion: When this click is revealed stop turning the dial. At the beginning of your turn, deal Extremis Mercenary 1 unavoidable damage and deal 3 damage to each character and destroy each object, wall, and square of blocking terrain within 5 squares.

#106 Iron Man Mk 7

Still A Bit Of A Maverick: Wild Card. Passenger: 0.

Multi-Vector Defense Screens: Energy Shield/Deflection, Invulnerability.

TabApp Elite

#D-001 Superman

Strength From The Yellow Sun: Super Strength. When he uses an object in an attack and hits, damage dealt is reduced by 1 and, after resolutions, the target is dealt 1 unavoidable damage.

#D-002 Batman

Familiar Terrain: Improved Movement: Hindering

Hiding In The Shadows: When Batman is adjacent to a wall, blocking terrain, or a square of higher elevated terrain, the square he occupies is considered hindering terrain for line of fire purposes.

Earth's Greatest Fighter: Charge, Flurry.

Shock Tactics: Incapacitate. He may use it as if he has two [targets] -or- he may give a hit target up to two action tokens.

#D-003 Wonder Woman

Amazonian Princess: Other friendly characters with the Amazon keyword within 8 squares modify attack +1.

Indestructible Bracelets: Energy Shield/Deflection, Super Senses and Toughness.

#D-004 Superman

They Will Join You In The Sun: At the beginning of your turn, if Superman occupies clear, outdoor terrain and is on the highest elevation on the map, you may heal him 1 click.

No More Holding Back: Hypersonic Speed. When he uses it, he may deal penetrating damage when he makes a close attack. If he does, he can't move after the attack resolves.

Change The World: If this click is revealed as a result of taking damage from an attack, stop turning the dial. // Impervious, on a result of 6, you may also remove an action token from him. Can reduce penetrating damage. When he reduces 3 or more damage this way, deal him 1 unavoidable damage. Protected: Outwit.

Accomplish Wonders: If damage dealt by Superman is not reduced by any other effect, damage dealt is reduced by 1.

#D-0052 General Zod

Sacrifices Must Be Made: Mastermind, but only to choose friendly figures with the Kryptonian keyword.

Rebel Leader: Friendly characters with the Kryptonian keyword and a lower point value within 6 squares of General Zod can use the [Superman Enemy] team ability.

Teen Titans

#001 Robin

Bat-Training: Improved Movement: Hindering, Characters

Bat Tricks: At the beginning of your turn, choose:

Incapacitate this turn -or- Smoke Cloud as FREE this turn.

#002 Kid Flash

Faster Than Fast: Phasing/Teleport. When he uses it, after resolutions, he may make an attack with KNOCKBACK. Give a hit character an action token.

#003 Fairchild

My Clothes Always Rip & Then Everybody Stares: Shape Change but only on a 6.

#004 Psion

Sadistic Vivisection: When Psion hits a character with a close attack, place a Vivisection token on the hit character. At the beginning of your turn, all opposing characters with a Vivisection token are dealt 1 damage. At the end of your turn, if all characters named Psion have no tokens, remove all Vivisection tokens.

#005a Gordanian

Pack Hunters: At the beginning of the game, choose 1 opposing character for all characters with this trait. If Gordanian ends a MOVE adjacent to the chosen character, it may make a close attack. If the chosen character is KO'd from this character's attack, all characters named Gordanian modify attack and defense +1 for the rest of the game.

#005b Beast Boy

Morph: Beast Boy: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

Back to Something Natural!: OFF THE MAP

ACTIVE - When Beast Boy uses the Morph Trait, he may choose a combat value. After he is replaced, the chosen combat value is modified by +1 until he uses Morph again.

Infiltration: Passenger: 1, but only to carry characters with the Teen Titans keyword. Lines of fire to Beast Boy are blocked unless a friendly character has taken damage from an attack this turn.

#006 Arrowette

Piercing Shot: At the beginning of your turn, you may use Outwit at no cost, but only to choose defense powers. If she does, she may only target that opposing character this turn.

#007 Jinx

Alterations and Illusions: Barrier, Super Senses.

When she uses Super Senses to evade an attack, you may immediately place her up to three squares from the square she currently occupies.

#008 Wonder Girl

Growing Darkness: At the end of your turn, deal Wonder Girl 1 unavoidable damage if she is adjacent to an opposing character and did not make an attack this turn.

Wonder Girl's Lasso: Wonder Girl may begin the game with Wonder Girl's Lasso assigned to her by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Wonder Girl is KO'd.

Pull Them Closer: RANGE: Range value of 6. Make a range attack. If you hit, you may also place the opposing character adjacent to Wonder Girl. If you do, you may make a close attack targeting that opposing character.

#009 N.O.W.H.E.R.E. Soldier

Pile On: When N.O.W.H.E.R.E. Soldier makes a close attack, modify attack +1 for each other friendly character named N.O.W.H.E.R.E. Soldier adjacent to the target character.

Minion: **Centerhall's Leadership:** If a friendly character named Centerhall is within 8 squares, N.O.W.H.E.R.E. Soldier can use Willpower.

#010 Brother Blood Acolyte

Minion: **We Shed Our Flesh for Him:** If a friendly character named Brother Blood is within 8 squares, Brother Blood Acolyte can use Exploit Weakness and Willpower.

#011 Mammoth

To Protect My Sister: When Mammoth is adjacent to a friendly character named Shimmer, he can use Willpower and reduce penetrating damage dealt to him.

#012 Red Star

Pyrokinesis: If Red Star has no action tokens, he can use Smoke Cloud as FREE until your next turn. When these hindering terrain markers are removed at the beginning of your turn, you may deal 1 damage to one opposing character occupying or adjacent to a removed marker's square.

State Protector: Energy Shield/Deflection, Toughness.

#014 Osiris

Courage of Mehen: PROTECTED: Incapacitate, Mind Control.

Call the Lightning: Range value of 4. When he makes a range attack and hits, choose: increase damage dealt by 1 -or- after resolutions, heal Osiris 1 click.

#015 Aquaman

Atlantean Might: At the beginning of your turn, if Aquaman occupies water terrain, he has a range value of 7 and his attack value is not modified by [Move and Attack] this turn.

Relentless, Underestimated: Toughness. At the beginning of your turn, if Aquaman has 2 action tokens, heal him 1 click.

#016 Grymm

Raging Emotions: UNIQUE MODIFIER- If an opposing character has taken damage from an attack this turn, modify Grymm's attack and damage +1 until your next turn.

#017a Li'l Lobo

Unfraggin' Stoppable!: At the beginning of your turn, you may heal Li'l Lobo 1 click if he is adjacent to an opposing character.

#017b Slob

Not Really a Fighter: Improved Movement: Characters

Hiding and Stowing Away: Leap/Climb, Stealth.

Sacrifice: When this click is revealed, stop turning the dial. When another character with the Young Justice keyword would be KO'd, instead you may KO Slob and turn that character's dial to their last click.

#018 Red Robin

Wings: Improved Movement: Elevated, Hindering, Characters

Find a Weakness: Outwit but only to target characters that he has attacked this turn.

Protective Wings: Defend, Toughness. When an adjacent friendly character replaces its defense value with Red Robin's defense value, that character can use Toughness.

#019 Beast Boy

In the Blood: Shape Change. Probability Control, but only during your turn.

Octopus: DOUBLE POWER: Make four close attacks.

Animal of Any Size: At the beginning of your turn, Beast Boy may choose one: [Wing], [Dolphin], [Tiny], or [Giant]. Beast Boy has that combat symbol until your next turn.

#020 Fairchild

Strategist: When Fairchild uses Incapacitate or Mind Control, her range value is 6.

Scientist or Fighter: At the beginning of your turn, choose: Perplex -or- Close Combat Expert and Quake.

#021 Beast Boy

Morph: Beast Boy: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

Pounce From Above: Leap/Climb. When Beast Boy moves, if Beast Boy ends the movement at a lower elevation than where he began the action, after resolutions, he may be given a CLOSE at no cost.

#022 Nightwing

Flying Grayson: Improved Movement: Elevated, Hindering, Characters

Call If You Need Help, Bruce: [Batman Ally] team symbol, but only if another character on your force has the [Batman Ally] team symbol.

A Leader and a Detective: Leadership, Outwit. If an opposing character within 4 squares is given an action to use Perplex, Nightwing and adjacent friendly characters modify defense +1 until your next turn.

#023 Red Hood

Trained by The Batman: Improved Movement: Elevated, Hindering, Characters.

Non-Team Team: Leadership. When he uses it, he considers all friendly characters with the Outlaws keyword to be a lower point value.

#024 Lightning

Sibling Duo: UNIQUE MODIFIER- When a friendly character named Thunder is adjacent to Lightning, they both modify attack +1.

#025 Cyborg

Connected to Every Computer: FREE: Choose an object within range. Cyborg can draw lines of fire and count range and squares from that object until your next turn.

High Tech Armor: Energy Shield/Deflection, Invulnerability.

#026 Superboy

Kryptonian Strength: Super Strength.

Tactile TK: Force Blast. When he uses it, knocked back characters are dealt 2 damage after resolutions.

#027 Centerhall

Commanding Officer: Leadership. He succeeds on a roll of 4-6 if another character on your force has the N.O.W.H.E.R.E. Keyword.

#028 Empress

A Piece of the Anti-Life Equation: Mind Control with a range of 7. When she uses it, opposing characters can't use Probability Control for that action.

Hand-to-Hand Combatant: Combat Reflexes, Super Senses.

#029 Shimmer

Magic Gone Haywire: Once per action, when a friendly character takes damage from the [Mystics] team ability, the character using the [Mystics] team ability is also dealt 1 penetrating damage.

#030 Rose Wilson

Incredibly Agile: Improved Movement: Elevated, Hindering, Characters

Hidden Danger: If Rose Wilson has no action tokens, she can use Super Senses.

A Killer Among Killers: When Rose Wilson attacks an opposing character with a higher unmodified attack value, damage from the attack is penetrating damage.

#031 Leash

Piece of Me: At the beginning of the game, choose an opposing character. That character modifies defense -2 when Leash targets it with Capture.

Capture: [Capture]. When he uses it, he may target a single opposing character with a range attack instead of a close attack, but modifies attack -2.

Psionic Coils: Poison, Telekinesis.

#032 Dr. Light

No More Kids in Costumes, OK?: When Dr. Light is adjacent to an opposing character with the Teen Titans keyword, modify his attack and defense -1.

YOU...TOOK...MY...MIND!: Super Senses. If this click is revealed due to taking damage from an opponent's attack, stop turning the dial, remove all action tokens from Dr. Light and Dr. Light can't be targeted until next turn. Protected: Pulse Wave.

#033 Green Lantern

Anything I Can Imagine: Barrier. At the beginning of your turn, choose a standard attack or damage power that requires a POWER, CLOSE, or RANGE to activate. Green Lantern can use that power this turn.

Energy Bubble: Energy Shield/Deflection, Toughness.

#034 Grunge

Molecular Absorption: Toughness. When Grunge destroys an object or hits a character holding an object or assigned a relic with an attack, remove that object from the game. If the removed object was a heavy object, Grunge can instead use Invulnerability until your next turn. If the removed object is a special object or relic, he can instead use Impervious until your next turn.

#035 Terra

Wall of Stone: FREE: Place up to 2 blocking terrain markers within range; these markers remain on the map until destroyed or until Terra uses this ability again. When Terra is adjacent to one of these blocking terrain markers, she can use Toughness.

#037a Deathstroke

Trained Assassin: Improved Movement: Hindering, Characters

Counter Attack: Super Senses, Toughness. Each time Deathstroke evades an attack with Super Senses, modify his attack and damage +1 during your next turn if he targets the attacking character with an attack.

Leading by Fear: Leadership. When he succeeds, he can remove an action token normally -or- he can remove 2 action tokens from all adjacent friendly characters that share a keyword with him if he deals one of them 1 unavoidable damage.

#037b Ravager

Take the Job in Secret: Improved Movement: Hindering.

I Can Earn Their Trust: Ravager and adjacent friendly characters can't be placed by the game effects of opposing characters.

I Am My Father's Son: Combat Reflexes, Super Senses.

#038 Changeling

Morph: **Beast Boy:** MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number.

One Form to Another: Charge, Close Combat Expert. When he uses Charge, he can use Improved Movement: Characters.

#039 Kid Flash

Run Over Anything: Improved Movement: Hindering

Moving Too Fast: Hypersonic Speed. // DOUBLE POWER: This action deals no pushing damage. Place him adjacent to an opposing character; Kid Flash may make a close attack and may then be placed in any square within line of fire.

Always a Step Ahead: Probability Control but only when he is the target of an attack.

#040 Secret

Knockout Gas: Poison. If an opposing character would reduce damage dealt by her Poison, their speed value is halved until your next turn.

#041 Thunder

Sonic Wave: When Thunder makes a range attack, you may draw a straight horizontal or vertical line of fire to any single square within range and line of fire, with Improved Targeting: Characters. If you do, all characters occupying a square along that line of fire become targets of the attack. The hit character closest to Thunder is the only hit character.

#042 Indigo

Cybernetic Causality Loop: When Indigo has one action token, FREE: Choose an opposing character within 6 squares and line of fire. That character can't be given POWERS until the beginning of your next turn.

Embedded by Brainiac: When Indigo is adjacent to friendly characters with the Prime's Titans or Robot keyword, she and those characters can use the [Superman Enemy] team ability.

#043 Ridge

Toss Around: Leap/Climb. When Ridge is given a MOVE, after resolutions, he may use Quake at no cost.

#044 Gizmo

Get Away From Me!: Improved Movement: Characters

Tiny Tinkerer: [Flight]. // POWER: Generate a standard light object in an adjacent square.

Insane Engineer: FREE: Remove an adjacent standard object from the game. If that object was a light object, choose a standard attack power; if that object was a heavy object, choose a standard damage power. Friendly characters within 4 squares can use the chosen power this turn.

#045 Static

Trashcan Lids: Static starts the game with 3 Trashcan Lid tokens on his character card. Immediately after Static rolls a d6 for Super Senses, he may remove Trashcan Lid tokens from his card. For each token removed, increase the result of his d6 roll by 1. // POWER: Remove an adjacent heavy object from the game; if you do, place a Trashcan Lid token on his character card.

#046 Red Tornado

Unchecked Winds: When Red Tornado has no action tokens, opposing characters more than 6 squares away can't draw line of fire to him.

Destructive Cyclones: Telekinesis. When he uses it, lines of fire between Red Tornado, the target and the destination square are only blocked by walls and indoor blocking terrain.

#047a Starfire

True Love: UNIQUE MODIFIER- When Starfire is adjacent to a friendly character named Nightwing, modify Nightwing's defense +1.

Tamarin Princess: Energy Shield/Deflection, Invulnerability.

#047b Blackfire

I Should Be Queen!: Improved Movement: Characters

The Hated Sister: When Blackfire targets a character with the Teen Titans keyword, modify attack +2.

Intense Starbolts: When an opposing character takes damage from Blackfire's range attack, that character can't use [Carry] or [Flight] until the beginning of your next turn.

#048 Skitter

Skittering: Improved Movement: Elevated, Hindering, Characters

Webbing: Plasticity. Characters can't automatically break away from Skitter. Opposing characters adjacent to Skitter can't use Improved Movement: Characters.

Cocoon Healing: Regeneration. Protected: Outwit.

#049 Bunker

Psionic Constructs: Terrain markers placed by Bunker are not removed until they are destroyed or until Bunker uses a power that places that type of terrain marker on the map.

Purple Fists: Barrier, Incapacitate, and Quake.

Purple Constructs: Barrier, Toughness.

#050 The Flash

Up Walls, Around Crooks: Improved Movement: Elevated, Characters

Vibrating Offense: Charge, Flurry, and Phasing/Teleport. When Flash uses Charge, he can use Improved Movement: Hindering.

Just a Blur: Combat Reflexes, Shape Change.

#051 Brother Blood

Cult Leader: Mind Control.

To Scar Such Skin...: Exploit Weakness, Support.

#052 Psimon

Psychic Shields: Psimon and adjacent friendly characters have PROTECTED: Penetrating/Psychic Blast.

Ultimate Control: Mind Control. When he uses it, modify attack +2.

Sadistic Arrogance: Energy Shield/Deflection, Willpower.

#053 Omen

Omen's Womb: Mind Control. When she uses it, she does not need line of fire to her target(s).

The Worst of You: Perplex. When she uses it, she may only target an opposing character within range, she does not need line of fire to the target, and she may only modify combat values by -2.

#054 The Ray

Light Manipulation: When The Ray has 1 action token, The Ray and adjacent friendly characters that share a keyword with him can use Stealth.

#055 Warblade

You Won't Get Away: Improved Movement: Elevated, Hindering, Characters

Shifting Body: Plasticity, Shape Change. When he uses Shape Change, he only succeeds on a result of 6.

Always Around: Combat Reflexes, Regeneration.

Grinning Mask: Perplex. When he uses it, he may instead use it to modify an opposing character's defense value by -2.

#056 Harvest

N.O.W.H.E.R.E.'s Controller: Wild Card but may only use the team abilities of friendly characters with the N.O.W.H.E.R.E. keyword. Harvest may begin the game with Harvest's Staff assigned to him by paying its point cost. This object does not count toward your object total and is scored and removed from the game when Harvest is KO'd.

Offense or Defense: At the beginning of your turn, when Harvest does not have 2 action tokens, he may modify attack or defense +2 until your next turn.

Take You All Down: Pulse Wave. He may use it as a DOUBLE POWER instead, and if you do, hit targets are also given an action token.

Never Stay Down: Regeneration, Toughness.

Null Field: Outwit. When he does and chooses a power on an opposing character within 5 squares, that power is chosen on all opposing characters that share a keyword with the target character.

#057 Headcase

Altered Reality: When Headcase is adjacent to a

friendly character with the Prime's Titans keyword, opposing characters within 6 squares can only draw a line of fire to that adjacent character.

Telekinetic Pulse: Pulse Wave, Telekinesis. He can be given a DOUBLE POWER to use both at no cost in any order.

Waves of Power: Energy Shield/Deflection, Super Senses.

#058 Sun Girl

Fiery Explosion: When Sun Girl is adjacent to a friendly character with the Prime's Titans keyword, she can use Pulse Wave and friendly characters have PROTECTED: Pulse Wave when she uses it.

Burn You at Your Weakest: When Sun Girl attacks a character that is not on its starting click, modify attack and damage +1.

#059 Inertia

Speed Force Manipulation: When Inertia is adjacent to a friendly character with the Prime's Titans keyword, opposing characters within 8 squares halve their speed values. UNIQUE MODIFIER - When Inertia is adjacent to a character named Sun Girl, they both modify attack +1.

Sadistic Speedster: When an opposing character uses Hypersonic Speed, after resolutions, you may give Inertia an action token. If you do, deal that opposing character 1 unavoidable damage.

#060 Persuader

Frenzied Attack: When Persuader is adjacent to a friendly character with the Prime's Titans keyword, she has, "FREE: Roll a d6. **4-6:** if you give the adjacent character an action token, Persuader may make a close attack."

Sweeping Strikes: Improved Movement: Characters. When making a close attack, Persuader may target characters occupying squares within 2 squares and line of fire.

Atomic Axe: Blades/Claws/Fangs. When she uses it, the attack can't be evaded, and damage dealt is penetrating damage.

#061 Zookeeper

Scientific Experiment: When Zookeeper is adjacent to a friendly character with the Prime's Titans keyword, opposing characters with the Animal keyword modify their combat values by -1 and can't be healed.

Match You, Form For Form!: When an opposing character is replaced, give the replacement character(s) an action token.

Animal Hide and Sense: Super Senses, Toughness.

Animal of Any Size: At the beginning of your turn, choose one: [Dolphin], [Tiny] or [Giant]. Zookeeper now has that combat symbol until your next turn.

#062 Superboy Prime

Why Should You Live When My World Died?:

When an opposing character within 8 squares is healed, you may place Superboy Prime adjacent to that character. If you do, deal that character 1 unavoidable damage and remove an action token from Superboy Prime.

Reality Punch: Exploit Weakness, Probability Control. Superboy Prime's other powers have Protected: Outwit.

#064 Raven

The Darkest Magic: Phasing/Teleport. When Raven deals damage with the Mystics team ability, she deals 2 penetrating damage instead of 1.

I See Your Fears...: When Raven is attacked by a character with one or more action tokens, she can use Super Senses.

Daughter of Trigon: Barrier. When this click is revealed, stop turning the dial and roll a d6. **5-6:** turn Raven to click 7.

#065 Wonder Girl

Trying to Lead By Example: Leadership, but only if she has 1 or more action tokens.

Magic Bracelets: Invulnerability, Energy Shield/Deflection.

#066 Superman

Not From Around Here (240 points): When Superman has no action tokens, he has PROTECTED: Outwit.

Under a Yellow Sun: When an opposing character

targets Superman with a range attack, modify that character's damage -1.

#067 Batman

That Won't Work, You Know: Opposing characters within 6 squares can't reduce pushing damage.

Dark Knight: Combat Reflexes, Toughness.

Striking Fear: Outwit, Shape Change. Perplex, but only to modify other characters' combat values.

#068 Wonder Woman

Warrior Race: When Wonder Woman makes an attack, she can use Willpower this turn.

Charge of the Righteous: Charge. When she is given a POWER to use Charge, after resolutions, roll a d6. **5-6:** Remove an action token from a friendly character with a lower point cost within 4 squares.

Unbreakable Lasso: Incapacitate with a range value of 4. When she uses it and hits, after resolutions, she may use Perplex at no cost but only to modify a combat value of the hit character by -2.

#069 Cinder

Burn Through Anything: Phasing/Teleport. When she uses it, place a special terrain marker on any walls or squares of blocking terrain that she moved through; they are considered clear terrain.

Molten Lava: Poison. When she uses it, she may instead deal 1 penetrating damage to a single adjacent opposing character.

#070 Cheshire

Deadliest Poisons: Poison. When she uses it, characters that take damage from her Poison modify defense -1 until your next turn.

Toxic: POWER: Deal 1 penetrating damage to an adjacent opposing character.

#071 Tattooed Man

Sin Grafting: Blades/Claws/Fangs, Incapacitate, Quake, and Telekinesis.

Tattoos Come to Life: At the beginning of your turn, choose one: Close Combat Expert, Exploit Weakness, Perplex, or Shape Change. Tattooed Man can use the chosen power until your next turn.

#072 Burnout

Catch Fire: Energy Explosion; when he uses it, damage dealt to hit characters adjacent to an original target is increased by +1.

#073 Sarah Rainmaker

Uninhibited: Improved Movement: Characters

#074 Freefall

I Don't Know Why, But I Love Grunge: At the beginning of your turn, if a friendly character named Grunge took damage since your last turn, Freefall may be placed adjacent to Grunge. If you do, you may make a close attack targeting an opposing character that damaged Grunge last turn.

#075 Aqualad

At Home in the Water: When Aqualad occupies water terrain, he can use Super Senses. When Aqualad is given an action and occupies water terrain, modify speed +3.

#076 Wonder Girl

Ensnare the Nearest Enemy: Charge, Plasticity.

Magic Bracelets: Defend, Toughness and Willpower.

#077 Starfire

Warrior Princess: Energy Shield/Deflection, Toughness and Willpower.

#100 Ravager

No One Will Stop Me From Reaching My Target: Improved Movement: Characters

#201 Red Robin

Keeping Others Safe: If Red Robin began the turn adjacent to a friendly character, he can use Running Shot and Willpower if he does not use [Carry].

#202 Superboy

Dead or Alive, It Doesn't Matter to Me.: When Superboy hits with an attack and rolls doubles, choose one: hit characters are also given an action token -or- damage dealt is penetrating damage.

Unchecked TK: Poison, Pulse Wave, and Telekinesis.

#203 Wonder Girl

Headstrong: Charge. When she uses it, she can use Improved Movement: Characters, Blocking and after movement resolves, destroy all squares moved through.

Reactive Armor: When Wonder Girl has no action tokens, Impervious. When Wonder Girl has 1 action token, Invulnerability. When Wonder Girl has 2 action tokens, Toughness.

#204 Red Hood

Always in the Middle of Everything: Improved Movement: Elevated, Hindering

Miscommunication & Misdirection: FREE: Choose a character within 6 squares. That character can't use Outwit until your next turn. If that character has the [Batman Ally] or [Batman Enemy] team symbol, they can't use that team ability until your next turn.

#205 N.O.W.H.E.R.E. Soldier

Combined Firepower: POWER: Choose an adjacent friendly character. This turn, the chosen character modifies damage +1 while adjacent to this character and making a range attack.

#206 Brother Blood Acolyte

Minion: **For Blood:** If a friendly character named Brother Blood is within 8 squares, Brother Blood Acolyte can use Poison and Willpower. When Brother Blood Acolyte deals damage with Poison, you may choose that damage dealt is penetrating damage; if you do, deal Brother Blood Acolyte 1 unavoidable damage after resolutions.

#207 Solstice

No Promise This is Going to Work: POWER: Choose a square within her range that is on a direct path from her. All objects, walls, or squares of blocking terrain that would hinder or block the line of fire to that square are destroyed.

Darkness & Light: When Solstice has no action tokens, lines of fire can't be drawn to her when it is not your turn. If the line of fire for a range attack targeting Solstice crosses through hindering terrain, modify defense by an additional +1.

#208 Rose Wilson

A Killer Who Walks Free: Improved Movement: Elevated

Subject 8 Activated: Rose Wilson begins the game on her green starting line. Any adjacent character may be given a POWER to click Rose Wilson 6 clicks to the right.

Two Swords, Few Words: Charge, Flurry.

Relentless Defense: Combat Reflexes. When she is the target of a close attack, she can use Super Senses.

#209 Leash

Psionic Coils: Plasticity.

You're a Part of Me: Incapacitate, Telekinesis.

Transport Coils: CLOSE: Make a close attack that targets all adjacent opposing characters. If you hit any targets, you may place Leash in any square within his speed value and you may place one hit character adjacent instead of normal damage.

#210 Grymm

Anger, I Can Work With That: Mind Control. When he uses it, modify attack +2 and he may target opposing characters that can use Battle Fury.

Paralytic Toxin: Poison. When he uses it, you may give characters of 150 points or less an action token instead of being dealt damage.

Genetic Implant: Super Senses. When he evades an attack, deal the attacker 1 damage.

#G01 Trigon

Where Do You Think Your Power Comes From?: Each time an opposing character with the Mystical keyword or Mystics team ability targets Trigon with Probability Control, immediately modify his combat values by +1 until the beginning of your next turn.

Reality Warp: Penetrating/Psychic Blast with two targets. // At the beginning of your turn, Barrier at no cost, but only to place two blocking terrain markers, each within his range and line of fire, but they do not need to be adjacent to each other. When these terrain markers are removed at the beginning of your turn, deal 1 damage to opposing characters adjacent to those markers' squares.

Just When You Think He's Gone...: If this click is revealed by taking damage from an opponent's attack, stop turning the dial. Regeneration, Super Senses.

Demonic Disruption: Perplex, Probability Control.

#T01 New Teen Titans

Titans, Together Forever: When all team members are attached, New Teen Titans have PROTECTED: Mind Control, Penetrating/Psychic Blast.

Training Every Weekend at Titans Tower: Toughness, Combat Reflexes.

Not Sidekicks Anymore: At the beginning of your turn, choose one: Outwit, Perplex, or Probability Control. New Teen Titans can use that power this turn.

Changeling: Shape Change.

Cyborg: Protected: Probability Control.

Kid Flash: Hypersonic Speed and when they use it, modify speed +2.

Raven: When New Teen Titans are not adjacent to an opposing character, Regeneration.

Robin: Outwit. Only adjacent characters can target them with Outwit.

Starfire: Defend, [Flight].

Wonder Girl: Super Strength, [Flight].

We Go Where We're Needed: POWER: Place New Teen Titans adjacent to the highest point opposing character, then make a close attack.

#T02 Justice League

The Founding Members: When all team members are attached, Justice League has PROTECTED: Outwit.

Watchtower: At the beginning of the game, choose a team ability or keyword an opposing character has. Opposing characters with that team ability or keyword can't use Stealth.

Truth and Justice: Opposing characters within 4 squares can't have their combat values positively modified.

We Depend on Each Other: Defend, Super Senses, and Toughness.

Aquaman: When Justice League makes an attack, opposing characters can't use Shape Change or evade the attack.

Batman: Opposing characters within 5 squares of Justice League can't use Perplex.

Cyborg: [Sharpshooter]. Modify range +2.

The Flash: Opposing characters using Hypersonic Speed modify their attack and damage -1.

Green Lantern: Barrier, Telekinesis.

Superman: Damage dealt to Justice League is reduced by 1 in addition to any other effects.

Wonder Woman: Energy Shield/Deflection.

Saving the World: Justice League can use [Colossal Stamina].

#T03 Titans: Villains For Hire

The Contract: Titans: Villains for Hire can use [Sharpshooter]. At the beginning of the game choose an opposing character; that character is The Mark. If The Mark is KO'd by an attack made by a character with the Villains for Hire keyword victory points awarded for that character are doubled.

Striking from the Shadows: Running Shot, Stealth.

Always Return for the Kill: Toughness, Regeneration.

Cheshire: Poison. When they use it, damage dealt to The Mark is penetrating damage.

Cinder: Phasing/Teleport. Improved Targeting: Blocking,

Deathstroke: Outwit. When Titans: Villains for Hire attack The Mark, modify attack and damage +1.

Osiris: Charge. After Titans: Villains for Hire resolve a MOVE action, if they are adjacent to The Mark, you may give them a CLOSE as FREE.

Tattooed Man: Shape Change. When Titans: Villains for Hire are attacked by The Mark, they succeed for Shape Change on a result of 4-6.

#T04 Gen13

Burnout: Pulse Wave.

Fairchild: Super Strength.

Freefall: Force Blast, Telekinesis.

Grunge: [Move and Attack].

Sarah Rainmaker: Energy Explosion with three [targets].

Learning to Fight Back: If Gen13 was attacked last turn, their damage value cannot be replaced or modified this turn and any damage dealt by them is penetrating damage.

We're the Next Generation: Perplex twice per turn. When they do, they may only target themselves once per turn.

#T05 Teen Titans

Full Roster: When all characters are attached to Teen Titans, [Colossal Stamina].

We Created a Family: Energy Shield/Deflection, Super Senses, and Toughness.

Aqualad: Teen Titans can't have their combat values modified by opposing characters.

Kid Flash: Hypersonic Speed. When they use it, modify speed +2.

Robin: Outwit. Only adjacent characters can target them with Outwit.

Wonder Girl: [Flight], Shape Change.

Titans Together!: At the beginning of your turn, roll a d6. **5-6:** remove an action token from Teen Titans.

#T06 Outlaws

We Get Along Fine On Our Own: Outlaws may have as few as 2 team members attached. [Sharpshooter].

All Together Now!: At the beginning of your turn, choose Combat Reflexes -or- Super Senses. Outlaws can use the chosen power until your next turn when all members of this team dial are attached.

Arsenal: Energy Explosion, Energy Shield/Deflection and Incapacitate.

Red Hood: Combat Reflexes, Leap/Climb, and Stealth.

Starfire: Poison, Toughness. [Wing-Transporter].

Shoot First, Ask Questions Later: If Outlaws are given the first costed action of the turn, damage dealt is penetrating damage for that action. Outlaws can use Outwit but only as the last action of the turn.

Teen Titans Fast Forces

#001 Fairchild

Growth: Willpower. [Giant] symbol.

I Have a Few Tricks Up My Sleeve: Invulnerability. If this click is revealed by damage from an opponent's attack, stop turning the dial.

#002 Beast Boy

Shifting: FREE: Choose one: Blades/Claws/Fangs, Charge, Plasticity or Poison. Beast Boy can use the chosen power this turn.

#003 Terra

Earthquake: Quake. When she uses it, she targets all character adjacent to any single square within range and line of fire.

#004 Lightning

Hold Them There, Brother!: Penetrating/Psychic Blast. Modify attack and damage +1 when attacking a character with 2 action tokens.

#005 Thunder

Keeping You Safe, Sis: Willpower, when he is adjacent to a character named Lightning.

Concentrated Thunder: Energy Explosion. When he uses it, a hit target is also given an action token.

#006 Ridge

Well Trained, Thick Skinned: Combat Reflexes, Invulnerability.

Fear Itself

#001 Thule Society Priest

Relic Guardian: If a character attempts a relic roll while adjacent to a friendly character named "Thule Society Priest," increase the relic roll by +1 if not already increased by this effect. If a character attempts a relic roll while adjacent to an opposing character named "Thule Society Priest," decrease the relic roll by -1 if not already decreased by this effect.

#003 Monkey King

EAGLE FORM: [Wing] symbol.

#004 Prodigy

Flawed Leadership: Leadership as if he were 300 points, but only succeeds on a result of 6.

#005 Valkyrie

At the Side of the Slain: When a character is KO'd, after resolutions, you may place Valkyrie in a square that character occupied.

Fearless: Blades/Claws/Fangs, Flurry.

#006 Red She-hulk

Triggered Regeneration: After clearing tokens at the end of your turn, if Red She-Hulk has two action tokens, heal her 1 click.

Stronger than Jennifer: Super Strength. When using an object during an attack, increase the damage dealt by 1.

#007 Iron Fist

Master of K'un Lun: Improved Movement: Elevated, Hindering, Characters.

Immortal Weapon of Agamoto: Combat Reflexes, Super Senses.

The Iron Fist: Close Combat Expert. When he uses it and has no action tokens, if his attack total is at least 2 greater than his target's defense value, modify damage by an additional +1.

#008 Titania

Prove I'm the Strongest Woman (Or Man) There Is: Super Strength. Modify attack +2 when attacking a character that can use Super Strength.

#009 Sin

Searching for the Hammer: Sin may add 1 to the relic roll when she rolls for a relic with the [Fear Itself] set symbol.

I'm Going to Take Over the World Like Father Couldn't: Leadership, Outwit.

#010 Speedball

I Need to Keep Moving: Improved Movement: Hindering, Characters.

Kinetic Bounce: Speedball does not take knock back damage. When Speedball hits with or is hit by an attack, after resolutions, place an Acceleration token on this card and you may place him in any square within his speed value and line of fire.

Hit Twice As Hard As I Bounced: Modify speed by the number of Acceleration tokens on this card. Modify damage by +1 for every 2 Acceleration tokens on this card.

#011 Tyr

Shield...: If Tyr has no action tokens, modify defense +1.

Asgardian War God: Adjacent friendly characters with the Asgardian keyword modify damage +1 when they make close attacks.

Soul of the War God: Penetrating/Psychic Blast with a range value of 6.

#012 Heimdall

Detected by Heimdall: Opposing characters that move within 3 squares of Heimdall must end their movement, unless they began their movement within 3 squares of him.

The Rock of Asgard: Other friendly characters with the Asgardian keyword within line of fire modify defense +1.

#013 Tanarus

There is No Thor, Only Tanarus!: *SIDELINE ACTIVE-* If a friendly character named Thor of equal or higher points is not on its starting click, you may give that character a POWER and replace it with Tanarus the same number of clicks from his starting line.

Codgel, My Enchanted Weapon: Barrier, Penetrating/Psychic Blast.

#014 Raizo Kodo

Vampiric Hunger: Raizo Kodo begins the game on click #3. Steal Energy and when he uses it, he may heal past his starting line.

Samurai Duel: At the beginning of the game, you may choose an opposing character. If you do, as long as that character is on the map, Raizo Kodo modifies attack +2 when attacking the chosen character but -1 when attacking other characters.

Tactical Concentration: When Raizo Kodo is not adjacent to an opposing character, he can use Outwit until your next turn.

#015 Attuma

Atlantean Vision: Once per game, FREE: Place up to six Water markers on the map in squares of clear terrain and at least 6 squares from any opposing character. These squares are water terrain this game. // Super Senses when occupying water terrain.

Lord of the Murky Depths: Opposing characters within 6 squares and occupying water terrain can't be given POWERS.

#016 Black Widow

Mighty Stingers: Blades/Claws/Fangs, Incapacitate. When she uses Blades/Claws/Fangs, **4-6:** give a hit character an action token after resolutions.

Mighty Revert: Black Widow: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace her with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#017 Ms. Marvel

Mighty Axe: Super Strength. Blades/Claws/Fangs with CLOSE and RANGE. When she uses Blades/Claws/Fangs, on a result of **1-3:** deal a hit target 1 penetrating damage after resolutions.

Mighty Revert: Ms. Marvel: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace her with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#018 Iron Fist

Mighty Hammer and Chain: POWER: Choose an opposing character within range and line of fire, and roll a d6. If the d6 result is higher than the number of squares to that character, you may place that character in a square adjacent to Iron Fist. On any result, you may then make a close attack.

Mighty Revert: **Iron Fist:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#019 Hawkeye

Mighty Bow: Incapacitate with three [targets]. When he uses it, after resolutions, roll a d6. **4-6:** Each hit character is dealt damage equal to the number of action tokens they have.

Mighty Revert: **Hawkeye:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#020 Red She-hulk

I'm Keeping the Sword: When Red She-Hulk uses Mighty Revert, the replacement character can use Blades/Claws/Fangs for the rest of the game.

Mighty Big-@\$\$ Sword: Blades/Claws/Fangs. If she uses it, the attack does not generate knock back. On a result of 4-6, after resolutions, deal the same amount of damage to an opposing character adjacent to the target but not adjacent to Red She-Hulk.

Mighty Revert: **Red She-Hulk:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace her with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#021 Doctor Strange

Mighty Staff: Penetrating/Psychic Blast. Once per turn, when a friendly character within 6 squares rolls a single d6 during your turn and the result is 1-3, you may reroll that die.

Astral Projection: Energy Shield/Deflection, Super Senses.

Mighty Revert: **Doctor Strange:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#022 Nerkkod

Hammer of Nerkkod: Running Shot. When Nerkkod is KO'd, you may generate a [FI] #S105 Nerkkod's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Revert: **Attuma:** FREE: Replace Attuma with a figure named Attuma of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S105 Nerkkod's Hammer to that character and it can't be given an action this turn.

Undersea: When Nerkkod occupies water terrain, modify damage +1 and his range becomes 10.

#023 Mokka

Hammer of Mokka: Plasticity, Running Shot. When Mokka is KO'd, you may generate a [FI] #S102 Mokka's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Advanced Petrification: Opposing characters with a lower point value within 4 squares of Mokka can't be given costly actions if they already have one or more action tokens.

Revert: **Grey Gargoyle:** FREE: Replace him with a figure named Grey Gargoyle of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S102 Mokka's Hammer to that character and it can't be given an action this turn.

#024 Greithoth

Hammer of Greithoth: Running Shot. When Greithoth is KO'd, you may generate a [FI] #S104 Greithoth's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Extreme Absorption: When Greithoth hits a character that can use Impervious, Invincible, or Invulnerability, Greithoth may choose to use that power this game.

Revert: **Absorbing Man:** FREE: Replace him with a figure named Absorbing Man of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S104 Greithoth's Hammer to that character and it can't be given an action this turn.

#025 Skirn

No Other Man Touches Me: Improved Movement: Hindering, Characters.

Hammer of Skirn: Charge. When Skirn is KO'd, you may generate a [FI] #S103 Skirn's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Hammer Collision: If Skirn is adjacent to a friendly character with The Worthy keyword, she can use Pulse Wave with a range of 8. If that character is named Greithoth, her Pulse Wave deals 3 damage instead of 1 when targeting more than one character. Adjacent friendly characters with The Worthy keyword are not affected by this use of Pulse Wave.

Revert: **Titania:** FREE: Replace her with a figure named Titania of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S103 Skirn's Hammer to that character and it can't be given an action this turn.

#026 Kuurth

Plan 4: Unstoppable!: Improved Movement: Hindering, Blocking and immediately after movement resolves, destroy all blocking terrain moved through.

Hammer of Kuurth: Charge. When Kuurth is KO'd, you may generate a [FI] #S101 Kuurth's Hammer in an adjacent square and friendly characters increase their relic roll by +1 this game.

Revert: **Juggernaut:** FREE: Replace him with a figure named Juggernaut of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S101 Kuurth's Hammer to that character and it can't be given an action this turn.

Grab and Smash: Kuurth breaks away automatically. When Kuurth is given an action to use Charge, he has Passenger: 1 but only to carry an opposing character as if it were a friendly character. When he does, after resolutions, deal damage to the carried character equal to the total number of walls and squares of blocking terrain destroyed during that action, maximum 4.

#027 The Serpent

Summon the Worthy to Defend Me: POWER: Place up to two friendly characters with The Worthy keyword adjacent to him. Those characters can't be given an action this turn.

I Am Your All-Father, Now: Enhancement, Leadership. When he succeeds on a roll for Leadership, he may also remove an action token from any adjacent character with the Asgardian keyword.

#028 Dracula

Vampiric Hunger: Dracula begins the game on click #4. Steal Energy and when he uses it, he may heal past his starting line.

Vampiric Assault: Charge, Flurry and Stealth.

Blood Armor: Impervious, but succeeds on a result of 4-6. If an opposing character took damage from his attack since its last turn, Protected: Outwit.

#029 Colossus

How Did He Ever Stop?: Improved Movement: Hindering, Characters, Blocking and immediately after movement resolves, destroy all blocking terrain moved through

I Can't Even Stop Myself: Charge. When he is given an action to use Charge, if he has no action tokens and an opposing character takes damage from his attack, after resolutions he may use Charge at no cost.

#030 Spider-Man

I Can Keep This City Alive: Improved Movement: Characters

Mighty Talons: Flurry. If he uses it and hits the same target with both attacks, give the target an action token.

Mighty Revert: **Spider-Man:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#031 Wolverine

Mighty Spikes: Blades/Claws/Fangs, Poison. When he uses Poison, roll a d6 after resolutions. **4-6:** deal 1 penetrating damage to each adjacent opposing character.

Mighty Revert: **Wolverine:** When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // **FREE:** Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#032 Nul

Hammer of Nul: Running Shot. When Nul is KO'd, you may generate a [FI] #S106 Nul's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Revert: **Hulk:** **FREE:** Replace him with a figure named Hulk of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S106 Nul's Hammer to that character and it can't be given an action this turn.

Monstrous Breath: When Nul makes a range attack, modify damage -1. Nul's other powers have Protected: Outwit.

#033 Angrir

Hammer of Angrir: Charge, Steal Energy and Regeneration. When Angrir is KO'd, you may generate a [FI] #S107 Angrir's Hammer in an adjacent square and friendly characters increase their relic roll by 1 this game.

Revert: **Thing:** **FREE:** Replace him with a figure named Thing of equal or less points that's the same number of clicks from its starting line. You may generate and assign [FI] #S107 Angrir's Hammer to that character and it can't be given an action this turn.

Hammer Clobber: Close Combat Expert. When he uses it and hits, hit characters are knocked back 4 squares and you may generate a standard heavy object in the square they occupied.

#101 Loki

The Speed of the Hel-Wolf: Loki's attack value is not modified by [Move and Attack].

#102 Hela

Each Passing Empowers Me: Each time a character of 50 or more points is KO'd, after resolutions, heal Hela 1 click.

Your Soul Belongs In My Service: Mind Control. When she uses it and targets only one character, modify her attack value by +X where X is the target's click number.

Hel in Mephisto's Hell: If an opposing character within 4 squares would be given an action token, give that character two actions tokens instead.

#103 Thor

Odin's Armor, That Once Weathered the Serpent: Modify defense +1 for each 100 points of the attacker's point value.

The Odinsword, Whose True Name is Ragnarok: **DOUBLE POWER:** Make a close or range attack. If he hits, roll a d6 that can't be rerolled. Replace Thor's damage value with his printed damage value plus the result. Deal the result instead of normal damage. Once per game, Thor can use this power as a **POWER** instead.

#104 Odin

Sleipnir, My Eight-Legged Steed: Hypersonic Speed, but does not halve his range value when doing so.

The All-Father: At the beginning of your turn, choose a standard attack power. Odin and friendly characters 150 points or less can use that power this turn.

Empower Your Mortal Weapons: If Odin has one or more action tokens, modify the attack of other friendly characters that are 150 points or less by +1. If Odin has two action tokens, modify the damage of other friendly characters within 8 squares by +1.

#105 Cul Borson

I Will Deal With You Myself, Nephew: Charge, Exploit Weakness, and Flurry.

The Original All-Father: At the beginning of your turn, choose a standard attack power. Opposing characters 150 points or less can't use that power until your next turn.

Weaken Your Mortal Wills: If Cul Borson has one or more action tokens, modify the attack of opposing characters 150 points or less by -1. If Cul Burson has two action tokens, modify the damage of opposing characters within 8 squares and 150 points or less by -1.

#106 Nul

In Search of the Concordance Engine: Improved Movement: Blocking and immediately after movement resolves, destroy all blocking terrain moved through.

Relentless March Toward Wundagore: FREE: Move him up to 3 squares, breaking away automatically.

Break Everything: Poison, Super Strength. When he destroys a square of blocking terrain, deal 1 unavoidable damage to each opposing character adjacent to that square.

#107 The Serpent

General Rules:

The Serpent has three different dials, each with its own point value. You may play The Serpent with any of these dials or a combination of dials. When playing with a combination of dials, Serpent's point value is equal to the sum of each individual dial. Each dial is played in sequence, from the highest point value to the lowest.

The Fear Dial

- ✓ The Fear dial begins at 1. At the beginning of your first turn, roll a d6 and click the Fear dial to the right half of the result.
- ✓ When an opposing character takes damage from The Serpent, turn the Fear dial once to the right.
- ✓ Once per turn, if The Serpent takes damage from an opponent's attack, roll a d6. **1-3:** turn the Fear dial once to the left.
- ✓ The Fear dial may never be clicked below 1 or above 12.
- ✓ The Fear dial does not change when The Serpent takes damage and begins a new dial.
- ✓ The Serpent has traits and special powers that refer to "Fear". This refers to the current value of the Fear dial.
- ✓ Each dial of The Serpent uses the Fear Dial in a different way. See the Fear Dial Chart for more information.

Raze the Buildings, Cover the Oceans: (600 Points)

At the beginning of the game, choose one contiguous area of elevated terrain, if any. That terrain is now

elevation level 2 and all other elevated terrain is grounded hindering terrain instead.

Emergent Menace: (500 Points) Quake. Once during your turn, he can use it as FREE.

Fear Clouds Your Mind: (500 Points) Mind Control. When he uses it he may target up to 4 characters within line of fire if their printed defense values are equal to or less than Fear +10. When he uses Mind Control, if an opposing character takes damage from an attack during that action, after resolutions, remove an action token from The Serpent.

Lightning Breath: (600 Points) POWER: Draw a direct line of fire to any single square within The Serpent's range and line of fire, with Improved Targeting: Characters. Make a range attack. All characters occupying a square along that line of fire or a square adjacent to that line of fire become targets. Each hit character is dealt 3 damage instead of normal damage.

The Thing That You Fear Most: (200 Points) If The Serpent hits an opposing character and the attack roll is less than Fear, all damage dealt to the target this turn is penetrating damage.

Draw in My Power: (600 Points) When this power is first revealed, put a number of tokens on this card equal to Fear. As a FREE, remove any number of tokens and modify any one of The Serpent's combat values by that amount until your next turn. Protected: Outwit.

Fear Your Losses: (500 Points) Whenever an opposing character attacks The Serpent and the attack total misses by 2 or more, turn the Fear dial once to the right.

#200 Skadi

Skadi's Hammer: Charge, Exploit Weakness. When Skadi is KO'd or replaced, you may generate a [FI] #S201 Skadi's Hammer in this square and friendly characters increase their roll to pick it up by 2 this game.

Revert: **Sin:** FREE: Replace her with a figure named Sin of equal or less points that's the same number of clicks from its starting line. That character can't be given an action this turn.

-There is a yellow starting line to the left of click #3.

#201 Captain America

Death? of a Hero: When Captain America is KO'd, choose a friendly character of 100 points or less. That character modifies speed and attack +1. If that character is named Captain America or Steve Rogers, modify all of its combat values by +1 instead.

Inspiring Defender: UNIQUE MODIFIER- Friendly adjacent characters modify defense +1. If they are less points than Captain America, they may be within 3 squares instead of adjacent.

Save the Civilians: Support. When he uses it targeting a character of less points, that character's defense value becomes 0 for that action.

#300 Iron Man

Hammer Hunter: When Iron Man hits a character with a Relic or Resource assigned to them, they can't use that Relic or Resource until Iron Man takes damage from an attack.

Mighty Armor: Impervious, but reduces the damage to zero on a result of 4-6. When Iron Man is targeted with Penetrating/Psychic Blast, damage dealt to him is not penetrating damage. Protected: Outwit.

Mighty Revert: Iron Man: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // FREE: Replace him with a figure with the same name and less points that's the same number of clicks from its starting line. That character can't be given an action this turn and modifies attack and damage +1 for the rest of the game. Protected: Pulse Wave.

#301 Splitlip

I'll Forge Your Weapon, You : Friendly characters can use FREE instead of POWER to make a relic roll and increase their roll by 1 if not already increased by this effect.

#B002 Skadi's Warbot

Blitzkrieg: Other characters with the word "Warbot" in their name modify speed and attack +1.

#B003 Damaged Warbot

Malfunction Override: At the beginning of your turn, you may roll a d6. **4-6:** modify Damaged Warbot's combat values by +1 until your next turn.

Iron Maiden

#001 Iron Maiden

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

The Original: When Iron Maiden is given the first costed action during your turn, modify attack +1 this turn.

#002 Phantom of the Opera

A Voice That Can Shatter Glass: Pulse Wave. When he uses it, after resolutions, each hit character of 75 points or less is given an action token.

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

A Face That Can Shatter Minds: Outwit, but may only target an opposing character within 5 squares. A character that has a power chosen by his Outwit can't be given a costed action if it has 1 action token.

#003 Killers

Killers Indeed: When an opposing character is KO'd, remove an action token from Killers.

Murder in the Morgue: Blades/Claws/Fangs, Steal Energy.

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

#004 Piece of Mind

Flight of Icarus: Piece of Mind begins the game with 3 Chain tokens on this card. When Piece of Mind has no tokens and is given a costed action, remove a Chain token from this card. When there are no Chain tokens on this card, Piece of Mind has the [Wing symbol], a range value of 6, and modifies speed and attack +1.

#005 The Trooper

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

To Tame a Land: Once per game, when The Trooper has one action token and occupies an opponent's starting area, give The Trooper a POWER. Place up to 150 points of opposing character(s) into any one starting area.

#006 Powerslave

Power-Slaving: Mind Control. When he uses Mind Control and hits, place a Slave Token on his character card. Modify attack +1 for each Slave Token on his character card.

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

#007 Live After Death

Revelations: Once per game when Live After Death would be KO'd, instead turn him to click #6, remove all action tokens from him, and deal 1 damage to all adjacent characters.

Dead Eddie: Regeneration, Toughness. When he uses Regeneration, he heals a minimum of 1 click.

#008 Somewhere in Time

Temporal Targeting: Improved Targeting: Characters, May make range attacks against any opposing character he can draw a line of fire to, even when he is adjacent to opposing characters.

#009 The Final Frontier

Spaceborn Devourer: CLOSE/RANGE: Make a close/range attack. After resolutions, heal The Final Frontier a number of clicks equal to the damage clicked.

The Talisman Fork: When The Final Frontier attacks a character with one or more action tokens that isn't on their first click, The Final Frontier deals penetrating damage.

Man of Steel

#002 Kryptonian Scientist

Minion: **Proud Race:** Willpower, but only when a friendly character with the Kryptonian keyword and a higher point value is within 8 squares.

Brainstorming for Weaponry: Penetrating/Psychic Blast, but only when a friendly character with the Scientist keyword and a higher point value is within 8 squares.

#003 General Zod

Earth's Yellow Sun: If General Zod is 125 points, he is KO'd when he crosses the red KO line. If General Zod is 225 points, he is not KO'd when he crosses the red KO line; instead, stop turning the dial and he has [Wing] and [Indomitable]. Protected: Pulse Wave.

All My Training, All His Power: Quake, Super Strength. When he uses either, if an opposing character was knocked back, after resolutions, you may place him next to a figure that was knocked back and make a close attack.

Fanatical Followers: Mastermind. When he uses it, he may choose any friendly character with a lower point value, within 3 squares and line of fire. If he does, place that character adjacent to General Zod.

Battlefield Commander: Leadership. When he succeeds, he may instead modify the attack and damage +1 of a character he would remove a token from.

#004 Kryptonian Rebel

The Regime Must Fall: When Kryptonian Rebel targets a character with the Kryptonian keyword and a higher point value with an attack, he can use Willpower and modifies attack +1 this turn.

#005 Jor-El

Cunning Scientist: Outwit. He may be given a POWER to activate it and if he does, he may instead choose a team ability.

#006 Kryptonian Warrior

Battle Armor: Energy Shield/Deflection, Toughness.

#007 Lois Lane

Nosy Reporter: Outwit. Improved Targeting: Characters, but only when she uses Outwit.

#008 Soldier

Strength in Numbers: After Soldier resolves a MOVE action and is adjacent to a friendly character named Soldier, he may be given a CLOSE/RANGE at no cost.

#009 Clark Kent

Traveling the World: Leap/Climb. When given a MOVE, modify speed +3.

Helping From a Distance: If Clark Kent has not KO'd an opposing character, he can use Stealth; if he has, he can't use Stealth.

Determined to Get Answers: Toughness, Willpower.

#010 Nam-Ek

Out of My Way!: Improved Movement: Blocking and immediately after movement resolves, destroy all blocking terrain moved through.

Strongest Kryptonian: Super Strength. When Nam-Ek is given a MOVE, you may generate and have him hold a standard heavy object.

Destroy for General Zod: When Nam-Ek attacks a character with the [Superman Ally] team symbol or the Kryptonian keyword, modify attack +1.

#011 Jax-Ur

Deadly Weapons: POWER: Choose an adjacent friendly character, and roll a d6. **1-4:** damage dealt by the chosen character can't be reduced below 1 this turn. **5-6:** damage dealt by that character is penetrating damage this turn.

#012 Lara Lor-Van

To Save My Son: When a friendly character named Superman would be KO'd, you may instead turn him to his last click and KO Lara Lor-Van instead.

#013 Colonel Hardy

Planning Ahead: Friendly characters with a lower point value and the Soldier keyword within 8 squares can use Willpower. // POWER: Adjacent characters named Superman can use Willpower this turn.

#014 Faora

Vision Powers: Lines of fire drawn by Faora are not blocked by Stealth.

#015 Kelex

Jor-El's Servant: Adjacent friendly characters named Jor-El can use Mastermind, but only to choose Kelex.

Battle Mode: Close Combat Expert. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#016 General Zod

Conqueror: When General Zod attacks a single opposing character and hits, if that character has 1 action token, give that character a second action token.

#100 Superman

The Man of Steel: Invulnerability.

A Superman For Any Situation: Wild Card, but may only copy the team abilities of friendly characters he shares a keyword with.

Powered By Earth's Yellow Sun: Charge. When he uses it, he can use Improved Movement: Characters, Blocking and immediately after movement resolves,

destroy all blocking terrain moved through.

Solar Regeneration: Regeneration. When he occupies a square of outdoor terrain, you may add the elevation level to the result of the d6 roll.

#101 Superman

An Inspiration: Friendly characters with a lower point value that begin or end an action adjacent to Superman can use Willpower for that action.

I'm Here to Help: Defend, Probability Control, but only to replace the defense values and reroll the rolls of characters that are not on their starting click.

#102 Jor-El

Lab Explosion: Pulse Wave. When he uses it, he deals 2 damage no matter how many characters have a line of fire drawn to them. After resolutions, deal Jor-El 1 unavoidable damage.

Advanced Technology: Energy Shield/Deflection, Invulnerability.

I See a New Path for Us: Outwit, Probability Control.

#103 Kryptonian Warrior

For Krypton: Modify attack and damage +1 when attacking a character with the Trio of Doom keyword or [Superman Enemy] team symbol.

Minion: **Fighting Spirit:** Willpower, but only when a friendly character with a higher point value and the Warrior keyword is within 8 squares.

#104 Nam-Ek

Enraged: Battle Fury, Close Combat Expert.

#105 Faora

Espionage: Stealth. Super Senses, but only when targeted by a range attack.

#106 General Zod

Military Strategist: Leadership, Perplex. When he uses Perplex, he may instead target each friendly character within line of fire he shares a keyword with.

Fellowship of the Ring

EPIC- Once per turn for all friendly characters, an Epic ability can be activated with an Epic Action. This is still a costed action and applies action tokens normally.

#001 Frodo Baggins

Hide! Over Here!: EPIC: Until the beginning of your next turn, up to 2 friendly characters per 100 points of the game's build total who occupy the same area of hindering terrain as him or are adjacent to him can use Stealth until your next turn.

Mithril Shirt: 4-6: Invulnerability until the end of the turn.

#002 Elven Warrior

Against the Armies of Mordor: Charge, Flurry.

#003 Uruk-Hai Archer

Aim For the Eyes!: DOUBLE POWER: [Sharpshooter]. Modify damage +1 this turn. Make a range attack.

#004 Samwise Gamgee

Wielder of the Starglass: Willpower. When he has no action tokens, he can use Pulse Wave with a range of 6.

#005 Moria Orc Archer

Mines of Moria Wall-Crawler: Improved Movement: Elevated, Hindering.

Drums in the Deep...They Are Coming!: Passenger: 1, but only to carry other characters named Moria Orc Archer. For each adjacent character with "Goblin" or "Orc" in its name, you may modify Moria Orc Archer's attack or range +1.

#006 Merry

Rallying New Allies: EPIC: Choose up to one adjacent horde token per 200 points of the game's build total. Until your next turn, chosen horde tokens with the [FoTR] symbol are considered to MAX be while adjacent to Merry.

Orc-draughts and Ent-draughts: KNOCKBACK during close attacks. When Merry makes a close attack, modify damage +1.

#007 Pippin

The Closer We Are to Danger, the Further We Are From Harm!: EPIC: Choose up to 1 friendly character

per 100 points of the game's build total. Until your next turn, chosen characters modify defense +1 for each opposing character adjacent to them.

Strider's Gift: Exploit Weakness, Flurry.

Speaking Treeish: Leadership, but only to remove action tokens. When he does, any character with a point value of 100 or less is considered to have a lower point value than Pippin.

#008 Orc Warrior

Frenzied Attack: Probability Control, but only for his own attack rolls. When he uses it, if the target character is hit, deal 1 penetrating damage instead of normal damage.

#009 Gimli

Blow the Horn: EPIC: Modify by +1 the same combat value of up to 1 friendly character per 100 points of the game's build total.

I Would Stay Still, If I Were You: When an opposing character takes damage from a close attack by Gimli, after resolutions, he may immediately use Incapacitate at no cost against the same target.

#010 Boromir

Held by the Horn: EPIC: Place up to 1 action token per 200 points of the game's build total on any opposing characters within 10 squares and line of fire.

Shield-Master: Combat Reflexes, Toughness. Boromir may make a close attack as FREE targeting an opposing character who missed him with a close attack since your last turn.

#011 Gandalf the Grey

I Release You From the Spell: EPIC: Until your next turn, all friendly characters have PROTECTED: Mind Control, and using Outwit requires a POWER instead of FREE when targeting Gandalf the Grey or friendly characters adjacent to him.

Look to My Coming: Plasticity. When a friendly character is KO'd, after it is removed from the map you may immediately place Gandalf the Grey in a square the character had occupied.

Glamdring and Lightning: Blades/Claws/Fangs, Penetrating/Psychic Blast. When he uses Blades/Claws/Fangs, the minimum is his damage value.

You Did Not Kill Me, You Will Not Kill Him:

Regeneration. When he uses it and heals, you may also heal up to 3 adjacent friendly characters 1 click each.

#012 Bilbo Baggins

There and Back Again: EPIC: Until your next turn, up to 1 friendly character per 100 points of the game's build total may each use Charge or Running Shot, but must end their move closer to your starting area than where they began.

My Old Ring: Stealth, Super Senses.

#013 Elven Archer

Marksmen: Improved Targeting: Characters named Elven Archer.

Leithio i Philinn!: Enhancement. When he uses it, you may instead modify range +1.

#014 Elrond

Veteran Commander: EPIC: Outwit once per 100 points of the game's build total, but only to target opposing characters adjacent to characters friendly to Elrond and can not target an opposing character more than once with Outwit this turn.

Lead by Example: Modify the attack of all friendly characters adjacent to Elrond by +1 for each action token assigned to him.

#016 Arwen

Ride On, Asfaloth!: Improved Movement: Hindering

I Call On the Loudwater!: EPIC: Smoke Cloud at no cost regardless of range and line of fire, but the first token must be placed in any square on the edge of the map and she may place 1 additional hindering terrain marker per 100 points of the build total. After resolutions, deal 1 penetrating damage to each opposing character occupying a square into which a marker was just placed.

What's This? A Ranger Caught Off His Guard?:

When you build your force, Arwen has the Fellowship keyword if your force also includes a character named Aragorn.

I'm the Faster Rider: Plasticity, Passenger: 1.

#017 Moria Orc Warrior

Relentless March: Improved Movement: Elevated, Hindering.

From the Hungry Darkness: Charge, Stealth.

#018 Legolas Greenleaf

Wood Elf: Improved Movement: Elevated.

Go For the Weak Points in Their Armor!: EPIC:

Choose up to 1 opposing character per 200 points of the game's build total. Until your next turn, when a chosen character is dealt damage by a close attack, roll a d6. **2-6:** the damage dealt can't be reduced below 1.

Whirlwind of Blades: When Legolas Greenleaf or an adjacent friendly character KO's an opposing character with a close attack, after resolutions, Legolas may immediately use Charge at no cost.

Thinning the Ranks: Once per turn, when an opposing character takes damage from a close attack made by Legolas Greenleaf, you may place an action token on the target after the attack resolves.

#019 Ringwraith

Poisoned Darts: Poison. // Ringwraith may make a range attack as FREE targeting all characters that damaged a friendly character with the Nazgul keyword last turn. When he does, he deals 2 damage instead of normal damage.

#020 Orc Archer

Blacken the Sky: Improved Targeting: Hindering, Elevated, but only when he is adjacent to a friendly character he shares a keyword with and that has a range of 5 or more.

#021 Celeborn

Sanctuary: EPIC: He and all friendly characters within 3 squares can use Stealth until your next turn.

Farsight: Perplex, Probability Control.

#022 Galadriel

Look Into My Mirror: EPIC: Choose up to one friendly character per 200 points of the game's build total. Until your next turn, chosen characters that occupy hindering terrain can use Probability Control.

Fairest of All Beings: Super Senses. When she evades an attack, after resolutions, give the attacker an action token.

Even the Smallest Person Can Change the Course of the Future: DOUBLE POWER: All combat values of the friendly character with the lowest point value and a point value of 100 or less are modified by +1 until your next turn.

#023 Lurtz

Spare Only the Halflings!: Charge, Flurry. When he uses Flurry, he can't target the same character with both attacks.

#024 Aragorn

Merciful Victory: EPIC: Until your next turn, when any friendly character rolls a critical hit, it does not increase damage dealt. Instead any roll of doubles that hits heals the attacker 1 click.

The Luckiest, the Canniest, and the Most Reckless Man I Ever Knew: Probability Control, but only to reroll his own attack rolls. Perplex, but only to modify his own combat values. Flurry.

#025 Isildur

He Will Be Avenged!: Charge. // When a friendly character 6 or fewer squares from Isildur is KO'd by an opposing character's attack, after resolutions, you may place Isildur in a square that friendly character occupied.

#026 Gil-Galad

The Last High King: Leadership. When he uses it, increase the result of his d6 roll by +2.

Aeglos: Incapacitate. When he uses it, the attack also deals damage equal to his damage value divided among hit targets.

#027 Elrond

You Shall Be the Fellowship: EPIC: Choose a keyword and combat value (other than damage). Until your next turn, modify that combat value by +1 on all friendly characters who have the chosen keyword.

Incorruptible Advisor: Outwit. Elrond and adjacent friendly characters have PROTECTED: Mind Control, Opposing Perplex.

Come Back to the Light: Support. When he uses it and a target character is healed, also remove all action tokens from that character.

#028 Saruman

If I Go, He Dies: EPIC: Choose up to 1 opposing

character per 200 points of the game's build total that's marked with an action token and roll a d6 that can't be rerolled. **4-6:** deal each of the chosen characters 1 penetrating damage.

The Power of Isengard: Mind Control with a range of 10. Improved Targeting: Elevated, Blocking but only when using Mind Control.

Palantir: Outwit, Probability Control.

#029 Bilbo Baggins

Plenty of Excitement and Reasonable Reward:

EPIC: Until your next turn, any friendly character with an attack total at least 3 greater than the target's defense value modifies damage +1 for each action token assigned to Bilbo Baggins.

Into the Misty Mountains: Leap/Climb, Stealth.

#030 Elendil

Let Them Feel Your Blades: EPIC: Until the beginning of your next turn, any friendly character who is knocked back may, after resolutions, immediately make a close attack against the opposing character who caused them to be knocked back regardless of adjacency.

Loyal Followers: Any friendly character adjacent to Elendil may modify defense +1 for each action token Elendil is marked with.

High King: Leadership, Outwit. When he uses Leadership and succeeds, instead of removing an action token from a friendly character you may place an action token on an opposing character with a lower point value within 6 squares that has no action tokens.

#031 Witch-King of Angmar

Shatter the Gates: EPIC: Remove one of the following from the map: 1) all blocking terrain markers, 2) all hindering terrain markers, 3) all light objects, 4) all heavy objects.

Black Breath: Poison. When the Witch King of Angmar is dealt damage from an attack and that damage is reduced, after the attack resolves, roll a d6. **5-6:** deal the attacker 1 penetrating damage.

#101 Ringwraith

Ride of Sleepless Malice: Improved Movement: Hindering.

Nazgul: When Ringwraith uses [Split] or any character uses [Merge], characters with the Nazgul keyword are considered to have the name Ringwraith.

Black Hooves, Iron Gauntlets: Opposing characters can't use the [Carry] ability or be carried while adjacent to Ringwraith or friendly characters with the Nazgul keyword within 4 squares.

Qualifying Name

Ringwraith

Black Courser or Dark Steed

#102 Ringwraith

They Will Never Stop: Improved Movement: This character can move through squares adjacent to or occupied by opposing characters without stopping.

Nazgul: When Ringwraith uses [Split] or any character uses [Merge], characters with the Nazgul keyword are considered to have the name Ringwraith.

Surround the Unwary: When Ringwraith and another friendly character with the Nazgul keyword are both adjacent to the same opposing character but not adjacent to each other, both may modify attack +1 when attacking the target.

Qualifying Name

Ringwraith

Black Courser or Dark Steed

#B101a Dark Steed

Bred for the Dark Lord: Dark Steed enters play as B101a. When Dark Steed takes damage, instead of KO'ing Dark Steed flip it to B101b.

#B102 Black Courser

Ride of Sleepless Malice: Improved Movement: Hindering, Water

Pacific Rim

#001 Gipsy Danger

Whip-Slash Mode Chain Sword:

Blades/Claws/Fangs. When it uses

Blades/Claws/Fangs, instead of rolling a d6, roll 2d6 and subtract 4.

#002 Striker Eureka

Record-Breaker: Impervious, but reduces damage to 0 on a result of 4-6.

Six-Shooter Attack: RANGE: Make up to 2 range attacks.

#003 Chernob Alpha

Two-Fisted Fury: Flurry. When it uses it, after resolutions, it may use Quake at no cost.

Alpha Armor: Impervious but when the result of its d6 roll is a 3-6, it reduces damage dealt by 3 instead.

#004 Crimson Typhoon

Three-Armed Assault: Giant Reach: 3.

Trinity Punch: CLOSE: Make up to 3 close attacks using its printed values.

Riptide Red: Quake, but deal 3 damage no matter how many characters are targeted.

#005 Coyote Tango

Kaiju Counterstrike: When Coyote Tango targets an opposing character that dealt it damage since your last turn, modify attack +1.

#006 Knifehead

Relentless Kaiju: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Monstrous Toxic Creature From The Deep: Poison. When it occupies water terrain, modify attack and damage +1.

Bone Knife Headblade Slash and Slice: MOVE: Use its printed speed and damage values for this action. Move Knifehead along a direct path and after movement resolves, make a close attack that targets all opposing characters that were moved through. Each hit character is dealt damage equal to Knifehead's damage value.

#007 Slattern

Relentless Kaiju: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Monstrous Toxic Creature From The Deep: Poison. When it occupies water terrain, modify attack and damage +1.

Biggest, Baddest Monster To Ever Walk The Earth (600 points): Once per game, when Slattern would be KO'd, instead, heal it to its starting line, roll a d6 that can't be rerolled, and subtract 1. Deal it the result as unavoidable damage. For the rest of the game, modify Slattern's attack and damage +1. Protected: Pulse Wave.

Triple Tailwhip: CLOSE: KNOCKBACK. Make a close attack targeting all adjacent characters. Each hit character is dealt Slattern's printed damage value.

Unstoppable: Invulnerability. Takes a maximum of 1 damage (at once).

#008 Raiju

Relentless Kaiju: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Monstrous Toxic Creature From The Deep: Poison. When it occupies water terrain, modify attack and damage +1.

Thunder Beast: Pulse Wave with a range of 8. When it uses it, it deals damage equal to half its printed damage value to each hit character no matter how many characters are within range.

Maximum Toxicity: When Raiju uses Poison, damage dealt is penetrating damage.

#009 Scunner

Relentless Kaiju: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Monstrous Toxic Creature From The Deep: Poison. When it occupies water terrain, modify attack and damage +1.

Gnashing, Thrashing Nightmare: Charge, but doesn't halve its speed value.

Chomper Stomper: Blades/Claws/Fangs, Quake. When it rolls a d6 for Blades/Claws/Fangs, its printed damage value is the minimum result.

#010 Leatherback

Relentless Kaiju: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Monstrous Toxic Creature From The Deep: Poison. When it occupies water terrain, modify its attack and damage +1.

Shrugs Off Missiles: Invulnerability. Leatherback does not take damage from range attacks.

#B101 Fighter Jet

-This character has a printed range value of 6.

Bioshock

#001 Founder Soldier

Knock 'Em Back, Knock 'Em Down!: When Founder Soldier hits an opposing character and the attack roll is doubles, after resolutions, he may make a close/range attack.

#002 Machine Gun Turret

Let's Move It Into Position: Any friendly character adjacent to Machine Gun Turret has Passenger: 1, but only to carry Machine Gun Turret. PROTECTED: Mind Control, Mastermind.

Sentry: Each time an opposing character within 6 squares makes an attack and hits, place one Alert token on Machine Gun Turret's character card (Maximum 4). When Machine Gun Turret makes an attack, you may remove any number of Alert tokens. For each Alert token you remove, modify attack or damage +1.

#003 Boy of Silence

Silent Steps: Improved Movement: Hindering.

Waiting for the Noise: Charge, Quake, and Stealth.

-Boy of Silence's dial has a special power appearing in the speed slot of clicks 1-3.

#004 Daisy Fitzroy

Rocket Strike: Outwit, but only if she has not and does not make a range attack this turn. // When Daisy Fitzroy destroys an object or square of blocking terrain, all adjacent objects and squares of blocking terrain are also destroyed.

Barnstormer RPG: RANGE: Modify damage +1. Make a range attack.

-Daisy Fitzroy's dial has a special power appearing in the damage slot of clicks 1-4.

#005 Commandant

Vox Can't Hide in Cover Full of Holes!:

Commandant and adjacent friendly characters have Improved Targeting: Hindering.

We'll Wipe Out These Ruffians Together!: When Commandant makes an attack roll, if either of the dice rolled is a 6, after resolutions, an adjacent friendly character that shares a keyword with Commandant may make a range attack against the same target.

-Commandant's dial has a special power appearing in the attack slot of clicks 1, 4, and 5.

#006 Rocket Turret

Let's Move It Into Position: Any friendly character adjacent to Rocket Turret has Passenger: 1, but only to carry Rocket Turret. // PROTECTED: Mind Control, Mastermind.

Sentry: Each time an opposing character within 6 squares makes an attack and hits, place one Alert token on Rocket Turret's character card (Maximum 4). When Rocket Turret makes an attack, you may remove any number of Alert tokens. For each Alert token you remove, modify attack or damage +1.

Hale Rockets: Energy Explosion. When it uses it, damage dealt to the original target of the attack is penetrating damage.

#007 Shock Jockey

Throwing Sparks: When Shock Jockey hits an opposing character with an attack, opposing characters adjacent to the target are given an action token.

Salt the Earth: Barrier with a range of 7. At the end of your turn, choose 1 blocking terrain marker placed by Shock Jockey and deal 1 damage to each opposing character adjacent to the marker.

#008 Vox Handyman

Strike Together, Strike Stronger!: Charge, Super Strength. When he hits with a close attack and the attack roll is 10 or more, after resolutions, an adjacent friendly character may make a close attack against the same target.

#009 Siren

Inspiring Song: Support. When she uses it and the character is healed, after resolutions, the targeted character may immediately use Charge or Running Shot at no cost.

#010 Vox Populi

Hidden Gunpowder Bomb: Pulse Wave, but draws line of fire and counts range from an unheld object within range and line of fire. When he does, after resolutions, remove that object from the game.

#011 Booker and Liz

Shaping Destiny: Opposing characters within range can't use Probability Control. Opposing characters within range who use Outwit or Perplex must be given a POWER instead of FREE.

Murder of Crows: Energy Explosion, Smoke Cloud. When they use Smoke Cloud, after placing hindering terrain markers, deal 1 unavoidable damage to up to 3 opposing characters occupying these markers.

Qualifying Name

Booker Dewitt

Elizabeth

#012 Zachary Hale Comstock

Hero of Wounded Knee: Leadership, Outwit. When he uses Leadership and rolls a [6], standard powers of friendly characters within 4 squares can't be chosen by Outwit until your next turn.

#013 Slate

We Honor Our Fallen: Poison. Each time a friendly character is KO'd, Slate may immediately be placed in a square that character occupied when they were removed from the game.

Our Power is a Sacred Honor: Barrier. When he uses it, after resolutions, he may use Pulse Wave at no cost and draw lines of fire and count range from the same square as one of the placed markers.

#014 Motorized Patriot

Relentless: Running Shot, but only when Motorized Patriot has no action tokens.

#101 Booker Dewitt

Bucking Bronco: Telekinesis, but only to attack with or place objects.

Ralston Repeater: RANGE: Make a range attack. If he rolls doubles (other than a critical miss), after resolutions, he may make a range attack.

#102 Elizabeth

Pieces of Another World: Barrier. When she uses it, each time she places a terrain marker she may place a hindering terrain marker instead of a blocking terrain marker.

Ready To Open The Tear!: Telekinesis. When she uses it and places an opposing character, that character is given an action token.

#103 Automated Stallion

Carrying Cargo To Market: Passenger: 3.

Ride in Armored Comfort: FREE: Choose an adjacent friendly character. That character can use Toughness until your next turn.

#104 Daisy Fitzroy

I Hear Your Voice: When an adjacent friendly character attacks a character with a higher point value than its own, modify their attack +1.

Revolutionary Leader: Leadership, Outwit.

#106 Handyman

Thrown into Action: Super Strength. When he has no action tokens, he can use Telekinesis as FREE, but only to place an adjacent friendly character.

Clearing the Decks: Charge, Leap/Climb. When he uses Charge, after resolutions, he may use Force Blast at no cost.

Wolverine and the X-Men

#001 Wolverine

Track and Kill: At the beginning of the game, choose an opposing character. At the beginning of your turn, if that character is within 6 squares of Wolverine, choose one: that character can't use Shape Change or Stealth this turn -or- modify Wolverine's speed +2 this turn.

Healing Factor: At the beginning of your turn, you may heal Wolverine 1 click.

#003 Shadowcat

Don't Worry, Professor...: Improved Movement: Elevated, Hindering, Blocking

#004 Mirage

Brightwind: Charge, [Wing].

Fearful Illusions: Shape Change. When she uses it and

the result is 3-4, modify defense +1 for that attack.

#006 Toad

Leaping Lackey: Leap/Climb, Plasticity. Give a Friendly character with a higher point value within 8 squares have, "POWER: Move Toad up to his speed value."

The Stranger's Machines: FREE: roll a d6 that can't be rerolled. **4-6:** Toad can choose a standard attack power. He can use the chosen power this turn and his range value becomes the result until your next turn.

#007 Shi'ar Soldier

Minion: Under Direct Orders: When a friendly character with a higher point value and the Shi'ar keyword is within 8 squares, modify attack value by +1. If that character has the Imperial Guard keyword, Shi'ar Soldier can use the Police team ability. If that character is named Lilandra, Shi'ar Soldier can use the S.H.I.E.L.D. team ability.

#008 Dazzler

Rebel Duo: UNIQUE MODIFIER- When Dazzler is adjacent to a character named Longshot, they both modify attack +1.

Charge of the Light Brigade: When Dazzler has no action tokens, she can use Running Shot. When Dazzler has one or more action tokens, she has, "FREE: Characters within 4 squares can't use Stealth until your next turn."

#009 Longshot

Luckiest 'Man' Alive: All of Longshot's hits are critical hits. If Longshot rolls double sixes, the attack can't be evaded, damage dealt is increased by an additional 1 and damage dealt can't be reduced below 3.

#010 Shatterstar

X Portal: Once per game, POWER: Place Shatterstar and an adjacent friendly character of a lower point value in any adjacent squares on the map. That character can't be given a costed action this turn.

Two Twin-Blades: Blades/Claws/Fangs, Flurry.

#011b Deathlok

Computer: No Killing Protocol: The first time each game an opposing character would be KO'd by Deathlok's attack, instead turn them to their last non-KO click.

Computer: Sniper Stance: Running Shot. If Deathlok occupies the same square in which he began the turn, modify range +3 and attack +1.

Computer: Full Assault: Ranged Combat Expert as RANGE.

#012 Strong Guy

Temporary Kinetic Absorption: When Strong Guy takes damage from an attack, he can use Battle Fury, Giant Reach: 2, and positively modify his combat values by the amount of damage clicked until the end of your next turn.

#013 Multiple Man

Multiple Multiple Men: The first copy of Multiple Man on your force costs 75 points and begins the game on the click #1 that appears after a [Red] KO click. Additional copies of this character on your force cost 25 points each and begin the game on the click #1 that appears after an [Orange] KO click.

Dupe Absorption: FREE: KO an adjacent friendly character named Multiple Man. Heal Multiple Man 1 click and you may switch the places of any number of friendly characters named Multiple Man.

Dupe Creation: If Multiple Man has this power after taking damage, you may place a number of [WXM] #013 Multiple Man on their starting lines equal to the damage taken into adjacent squares. All must be placed on click #1 that follows an [Orange] KO click.

Detections and Misdirections: Perplex, if no other friendly [WXM] #013 Multiple Man has used Perplex this turn. // Modify Multiple Man's attack +1 for each other character named Multiple Man adjacent to his target.

-Multiple Man's dial has a special power appearing in the attack slot of clicks 3-4. He does not have Telekinesis.

#014 Rictor

Reunited Duo: UNIQUE MODIFIER- When Rictor is adjacent to a friendly character named Shatterstar, they both modify attack +1.

Seismic Shock: Quake. When he uses it, he may instead use it to target each opposing character along a direct line of fire within his range. If he does, he has Improved Targeting: Characters for this action.

#015 Cyber

Hallucinogenic Claws: Blades/Claws/Fangs, maximum 4. Characters hit with his Blades/Claws/Fangs modify their attack -2 until your next turn.

Adamantium Skin: Invulnerability. Takes a maximum of 2 damage (at once).

#016 Cyclops

Summers Brothers: Cyclops does not take damage from characters named Havok, unless it's dealt by a close attack. Protected: Pulse Wave.

Concussive Blast: Force Blast, Sidestep.

A Better Leader Than You Are: Leadership. When Cyclops hits an opposing character, that character loses all keywords and can't use Leadership or team abilities until your next turn.

#018 Sunspot

Secondary Mutation: [Wing], Range value of 6.

#019 Starbolt

Plasma Generation: Penetrating/Psychic Blast, Pulse Wave.

#020 White King

As Long As My Head Survives: When White King's first KO click is revealed, instead of being KO'd, keep turning the dial as normal for the damage taken (up to click #12). White King is removed from the map. At the beginning of each of your turns, until White King is returned to the map, heal him 1 click. When click #6 is revealed, place him into your starting area. If all other friendly characters are KO'd or no longer on the map while White King is not on the map, he is KO'd.

The Reavers Are Mine To Command... And So Are You: Leadership. When he succeeds he may also remove an action token from an adjacent friendly character with the Hellfire Club or Reavers keyword.

#021 Flatman

I'll Just Slip Under This Door: Flatman can move through walls.

Stretch Attack: Giant Reach: 2.

The Smartest Man... In This Closet, At Least:

Outwit, but only to target characters of 100 points or less.

#022 Korvus

Blade of the Phoenix: Blades/Claws/Fangs. When he uses it, instead of rolling a d6, the first time he uses this power the result is 5. Each subsequent time he uses this power, the result is one less. After he uses a result of 2, the next result is 5 again.

#023a Deathbird

Wandering Duo: UNIQUE MODIFIER- When Deathbird is adjacent to a friendly character named Bishop, they both modify attack +1.

The Second Horseman: War: Modify attack +1 until the end of the turn for each opposing character who took damage from an attack this turn.

#023b Cerise

Red Solid Light Constructs: At the beginning of your turn, choose one: Blades/Claws/Fangs, Empower, -or- Energy Shield/Deflection. Cerise can use the chosen power until she chooses again.

#024 Havok

Summers Brothers: Havok does not take damage from characters named Cyclops, unless it's dealt by a close attack. Protected: Pulse Wave.

Destined Duo: UNIQUE MODIFIER- When Havok is adjacent to a character named Polaris, they both modify attack +1.

Plasma Discharge: When Havok makes a range attack targeting an opposing character and has a direct line of fire, he may also attack all other characters occupying squares adjacent to the squares the line of fire passes through. The target is dealt damage normally, and each other hit character is dealt 1 penetrating damage.

#025 Polaris

Destined Duo: UNIQUE MODIFIER- When Polaris is adjacent to a character named Havok, they both modify defense +1.

Magnetic Crush: When Polaris uses Telekinesis and places an opposing character, after resolutions, she deals damage to that character equal to her damage value minus 1.

#026 Layla Miller

Soulless Resurrection: Once per friendly character, when an adjacent friendly character 150 points or less would be KO'd, you may give Layla Miller an action token. If you do, that character is not KO'd, and instead

heal that character to any click and remove all action tokens from it. At the end of your next turn, even if this power is lost, KO that character.

I Know Stuff: Outwit, Probability Control. When she uses Probability Control on an attack roll, you may choose "hit" or "miss." If the final result of the attack (on all targets) matches your choice, you may remove an action token from Layla Miller or an adjacent friendly character with the X-Factor keyword.

#027 Husk

Skin Form Healing: Shape Change. When she uses it and succeeds, after resolutions, heal her 1 click.

Peel Away Layers: At the beginning of your turn, roll a d6. Based on the result, Husk can use the following until your next turn. Protected: Outwit against a character of a lower point value:

1-2: Invulnerability

3-4: Invincible

5-6: Impervious.

#028 Kid Omega

High Power, Limited Scope: When using Mind Control, Kid Omega may target up to three opposing characters if all are within 3 squares of him. When using Telekinesis, Kid Omega may target and place up to three friendly characters if all are within 3 squares of him. When he does, his line of fire is not blocked by those friendly characters.

Phoenix Host: [Wing], [Power Cosmic] symbol, and the Phoenix Force keyword.

#029 Sauron

Vampiric Drain: Sauron begins the game on click #3. Steal Energy with close or range attacks and when he does, he may heal past his starting line. If Sauron heals from an attack targeting a character with the Brotherhood of Mutants or X-Men keyword or team symbol, modify his defense +1 until your next turn.

#030 Lady Deathstrike

Stalking My Prey: Improved Movement: Hindering

Finger Slash: Blades/Claws/Fangs. // CLOSE: Make a close attack that targets every adjacent opposing character. If she hits, she must use Blades/Claws/Fangs, divides the damage dealt among the hit targets, and then increases the damage dealt to each hit target by 1.

#031 Gambit

Always a Way In: Improved Movement: Hindering.

The Best Thief in the Big Easy: At the beginning of the game, after objects are placed, you may replace any object 5 points or less with a standard light object from outside the game.

Bio-Kinetic Charging: KNOCKBACK during close attacks. When he throws an object, modify attack +2 and increase the damage dealt by 2.

Sneak Thief: Leap/Climb. When your opponent has more than one action remaining in his Action Total, Gambit can use Stealth.

#032 Bishop

Timeslide: Once per game, DOUBLE POWER: Phasing/Teleport at no cost. Probability Control until your next turn, and after resolutions, you may make a close/range attack.

Energy Redirection: Energy Explosion. // If Bishop healed from his Energy Absorption power since your last turn, he has three [targets] and modifies his combat values by +1.

Energy Absorption: When Bishop would take damage from an opponent's range attack, roll a d6 instead. **1-3:** he takes 1 damage. **4-5:** he heals 1 click. **6:** he heals 2 clicks.

#033 Forge

Intuitive Mechanic: FREE: Heal an adjacent character with the Armor or Robot keyword or an adjacent vehicle 1 click.

Neutralizer Gun: When Forge hits an opposing character with a range attack, before damage is dealt, choose a power that character can use. That character can't use that power or any combat or team abilities until your next turn.

Device Crafting: Once per game, if Forge occupies the same square as an object, POWER: Remove that object from the game. For the rest of the game, Forge can use Perplex even if this power is countered or lost.

#034 Magik

Teleportation Discs: Phasing/Teleport, Passenger: 1. Passenger: 2, if both have the New Mutants keyword, regardless of their combat symbols.

Travel Through Limbo: FREE: Double her speed value. At the end of the turn, deal 1 unavoidable damage to her or one of the characters she carried this turn.

Soulsword: Blades/Claws/Fangs, Exploit Weakness. When she makes a close attack, she has PROTECTED: Mystics.

#035 Black King

Kinetic Energy Absorption: When Black King takes damage from an opponent's attack, remove up to that many action tokens from him.

#036 Smasher

Exospex Download: FREE: Choose a standard power you didn't choose last turn. Until your next turn, Smasher can use the chosen power but can't use any other powers.

#037a Magneto

Magnetic Force Barrier: Opposing characters within range modify their range and speed -1 for each action token assigned to Magneto.

Magnetic Repulsion: Force Blast. He may use it as FREE to target an opposing character within 4 squares and line of fire.

Capture Cape Citadel Missile Base: If Magneto occupies an opponent's starting area, "POWER: Choose a square on the map. For each character occupying that square or an adjacent square, roll a d6 that can't be rerolled. **4-6:** deal that character 3 damage."

#037b Magneto

Carry the Remains of the Mutant Race: Passenger: 6. Adjacent characters that share a keyword with Magneto can use the [X-Men] team ability.

Fortress X: Barrier, Defend and Invulnerability. When he uses Barrier, he may place up to 8 blocking terrain markers, and friendly characters adjacent to any of these blocking terrain markers can use Toughness. Protected: Outwit against characters 150 points or less.

Look Down Upon the Human Rabble: If Magneto occupies the highest elevation on the map, modify attack and damage +1 when targeting a character on a lower elevation.

#038 Legion

Hidden Personalities: FREE: Choose a standard power, then roll a d6 that can't be rerolled. He acquires a "Personality Quirk" from the table below, and uses that and the standard power until your next turn.

1: "Cowardly" Modify attack -2.

2: "Confused" Modify speed and defense -1.

3: "Grounded" Earthbound/Neutralized.

4: "Enraged" Battle Fury.

5: "Compassionate" Immediately heal all adjacent characters 1 click.

6: "Savant" Legion modifies his combat values by +1. Choose another standard power and he can also use that power.

Endgame, the Counter: [Mystics] team ability.

#039 Big Bertha

Bear Hug: Charge, Plasticity.

Layers of Extra Fat: When Big Bertha is dealt damage, roll a d6. **1-4:** Takes a maximum of 1 damage (at once). **5-6:** Takes no damage.

#040 Hope Summers

Omega-Level Mutant: FREE: Hope Summers can use the powers displayed on the current click of one chosen adjacent character until your next turn.

Mutant Jump Start: Empower, Enhancement. Adjacent friendly characters with the X-Men keyword modify attack +1.

-Omega-Level Mutant: The powers Hope can use are determined at the time the FREE is given. If the dial changes, she keeps the pre-change powers. The chosen adjacent character's name is considered to be Hope Summers for the purpose of Hope Summers copying Special Powers from that character. For Example: "Scarlet Witch can use Perplex and Probability Control" becomes "Hope Summers can use Perplex and Probability Control."

#041 Spiral

Dimensional Portal: DOUBLE POWER: Remove all of her Gateway markers from the map and place 2 Gateway markers on the map. Place one in an adjacent square and the other may be placed in any square on the map. Starting with your next turn, give a friendly character occupying the square of a Gateway marker a FREE and place it in the square of the other Gateway marker.

Six-Armed Menace: Blades/Claws/Fangs, Flurry. When she uses Blades/Claws/Fangs, she may reroll the d6 roll once per turn.

#042 Fantomex

Rooftop Runner: Improved Movement: Elevated, Hindering

E.V.A.: When Fantomex has one action token and no friendly character named E.V.A. is on your force, he has, "FREE: Generate a E.V.A. bystander as described on the back of this card."

Master Thief and Misdirection: Running Shot, Shape Change and Stealth.

#043 Shadow King

Demon of the Astral Plane: PROTECTED: Outwit, Opposing Perplex unless that character can use Mind Control.

Xavier's Equal... No, Superior: Mind Control with a range value of 10. Hit targets do not halve their speed value.

Pure Psionic Being: Takes a maximum of 1 damage (at once) from adjacent characters. When Shadow King is dealt damage, after resolutions, roll a d6. **3-6:** heal him 1 click.

#044 Silver Samurai

Teleport Ring: Phasing/Teleport. Once per game, he can use it as FREE.

Empowered Sword: Blades/Claws/Fangs. When he uses it and the result of the d6 is 1-3, damage from that attack is penetrating damage.

Samurai Training: Combat Reflexes, Toughness.

#045 Phoenix

Psionic Purging: Outwit, Shape Change. When she uses Outwit, she may instead choose a power and all opposing characters within range and line of fire.

#046 Warlock

Self or Self Friends?: Perplex. If he uses it to target a friendly character with the New Mutants keyword, modify any combat value except damage by +2.

Dune Buggy: Once per game, “FREE: For the rest of the game, Warlock has [Vehicle] symbol and becomes an autopiloted vehicle with Passenger: 4, modify speed +3, and he can use [Ram].”

Any Shape For Any Occasion: At the beginning of your turn, choose a standard attack power. Warlock can use that power this turn.

#047a Jubilee

Adopted Duo: UNIQUE MODIFIER- When Jubilee is adjacent to a friendly character named Wolverine, they both modify attack +1.

Fireworks Show: Energy Explosion. When she uses it, each hit character must also either: be given an action token -or- modifies their attack -2 until the end of their next turn.

#047b Jubilee

Vampiric Hunger: Jubilee begins the game on click #5. Steal Energy and when she uses it, she may heal past her starting line, up to click #1.

#048 Warstar

Antigrav Device: Improved Movement: Hindering, Characters.

Telepathic Link: Warstar begins the game with B’Nee attached. When B’Nee is attached, Warstar has PROTECTED: Outwit and he can't use Battle Fury.

B’Nee Free!: FREE, or whenever Warstar takes damage from an attack: remove B’Nee and place him in an adjacent square. He becomes a bystander token as described on the back of this card.

#049 Black Queen

Vampiric Drain: Black Queen begins the game on click #4. Steal Energy with close or ranged combat attacks and when she uses it, she may heal past her starting line.

Psychic Vampire: Stealth, Mind Control. When she uses Mind Control and hits, after resolutions, heal her 1 click. She may use this to heal past her starting line.

Spend My Life Energy: FREE: Until your next turn modify all her combat values by +1 -or- a chosen combat value by +2. At the end of this turn, deal her 1 unavoidable damage.

#050 Mojo

X-Babies: When an opposing character targets Mojo with an attack and misses, modify that character’s damage -2 until after they next hit an opposing character with an attack and that attack resolves.

Everyone, Places on the Set: FREE: Choose an opposing character within range and line of fire. That character can’t move adjacent to Mojo or into either the row or column Mojo occupies until your next turn. Protected: Pulse Wave.

Smile! You’re on Camera: Other characters with the Celebrity keyword modify attack +1. Opposing characters that aren’t within Mojo’s range and line of fire modify attack -1.

#051 X-Man

I Don’t Really Belong in This World: Wild Card. He may copy the team ability of an opposing character instead of a friendly character.

TK Prodigy: Telekinesis with all instances of “6 squares” replaced by “12 squares.” When he uses it to place an opposing character and hits, if you place the character adjacent to blocking terrain (including walls), deal that character 2 penetrating damage after resolutions.

Telekinetic Fury: At the beginning of your turn, you may knock back all opposing characters within range 1 square.

Psionic Shields: Barrier, Energy Shield/Deflection. When this power is revealed, after resolutions, X-Man may immediately use Barrier at no cost.

#052 Lilandra

Defend Me, Shi’ar Warriors!: Other friendly characters with the Shi’ar keyword and within 8 squares modify attack +1. Other friendly characters with the Imperial Guard keyword and within 8 squares modify damage +1.

Help Me, Charles Xavier: FREE: Choose a friendly character not within 6 squares. That character can use Sidestep this turn. If that character has the Shi’ar or X-Men keyword, you may give Lilandra a POWER instead and then place that character adjacent to her.

True Majestrix of the Imperium: Enhancement, Leadership. When she uses Leadership and succeeds, she may also remove an action token from an adjacent friendly character with the Shi'ar keyword.

#053 Professor X and Magneto

The Origin of the Split: During your first turn and for the rest of the game, other friendly characters that have either the Brotherhood of Mutants or X-Men keyword or team symbol also have the Brotherhood of Mutants and X-Men keywords and team symbols.

You're a Mutant, Too?: Mind Control, Penetrating/Psychic Blast. Once per turn, when they hit with either one, after resolutions, they may use the other at no cost.

Leaders of Two Movements: Leadership. When they use it and succeed, they may instead remove an action token from each of two adjacent characters that share a keyword with them. Until your next turn, one of those characters modifies its attack +1 and defense -1, and the other character modifies its attack -1 and defense +1.

Qualifying Name OR Qualifying Real Name

Professor X -- Charles Xavier

Magneto -- Erik Lehnsherr

#054 M

Not Tired... Just Tired of You (200 points): Willpower.

Why, Yes, I Have a Healing Factor: At the beginning of your turn, you may roll a d6. **3-6:** heal M 1 click.

Healing Factor Overdrive: Invulnerability, Regeneration.

Genius Intellect, Too: Outwit, Perplex.

#055 Mikhail Rasputin

Dimensional Portals: FREE: Roll a d6. Replace his speed value with the result plus his printed speed value. If the result is 5-6, he can use Improved Movement: Elevated, Hindering, Blocking this turn.

Reality Twist: Pulse Wave. When he uses it, after resolutions, for each hit opposing character, he may place a hindering terrain marker in that character's square or he may place a blocking terrain marker adjacent to that character.

Madness of a Far Flung World: If this power is displayed after an action resolves in which Mikhail Rasputin took damage from an opponent's attack, roll a d6. **1:** deal 1 unavoidable damage to a friendly character. **5-6:** deal 1 unavoidable damage to an opposing character.

#056 Exodus

TK Levitation: When other friendly characters within line of fire are given a MOVE, they can use [Flight].

Psychic Domination: Penetrating/Psychic Blast, Telekinesis. If he hits an opposing character with one of them, he may use the other at no cost after resolutions.

Crushing Force Fields: Energy Shield/Deflection, Toughness. When an adjacent opposing character hits Exodus with an attack, deal that character 1 unavoidable damage after resolutions.

Magneto's Acolyte: Leadership. Friendly characters named Magneto can use Leadership.

#057 Cyclops

Siege Courageous (295 points): Once per game, DOUBLE POWER: Place Cyclops and any other friendly characters with the Phoenix Force keyword anywhere on the map, then end your turn.

Phoenix Five: Friendly characters with the Phoenix Force keyword can use Leadership as if they were 400 points. When this character is KO'd, choose a combat value not yet chosen this game for this trait. Modify that value by +1 on all friendly characters with the Phoenix Force keyword for the rest of the game.

We're Beloved, They're Mistrusted: Adjacent friendly characters with the X-Men keyword modify attack +1. Opposing characters with the Avengers keyword modify attack -1.

Phoenix Force Blast: When Cyclops targets a character with a range attack, all opposing characters within 2 squares of the original target also become targets. You may divide Cyclops' damage among all hit characters and you may knock back any hit characters 2 squares.

#058 Namor

Siege Courageous (295 points): Once per game, DOUBLE POWER: Place Namor and any other friendly characters with the Phoenix Force keyword anywhere on the map, then end your turn.

Phoenix Five: Opposing characters targeted by friendly characters with the Phoenix Force keyword subtract 1 from their d6 roll when using Impervious, Shape Change or Super Senses. When this character is KO'd, choose a combat value not yet chosen this game for this trait. Modify that value by +1 on all friendly characters with the Phoenix Force keyword for the rest of the game.

Fire/Water: Namor deals penetrating damage to characters occupying water terrain that can't use either [Flight] or [Swim].

Drown Wakanda: All squares at Namor's level of elevation or lower, in rows from the edge of the map that your starting area is closest to, through the row Namor occupies, are water terrain, in addition to any other terrain.

#059 Colossus

Siege Courageous (295 points): Once per game, DOUBLE POWER: Place Colossus and any other friendly characters with the Phoenix Force keyword anywhere on the map, then end your turn.

Phoenix Five: When a friendly character with the Phoenix Force keyword would take damage, you may instead deal 2 of that damage to one other friendly character with the Phoenix Force keyword as unavoidable damage. When this character is KO'd, choose a combat value not yet chosen this game for this trait. Modify that value by +1 on all friendly characters with the Phoenix Force keyword for the rest of the game.

Shed the Mantle of Juggernaut: Charge, Running Shot and Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Phoenix Effect: When Colossus hits a character with a close attack and that character isn't knocked back, after resolutions, deal 1 penetrating damage to that character and each other character along that direct line of fire. This line of fire is not blocked by characters.

#060 Emma Frost

Siege Courageous (295 points): Once per game, DOUBLE POWER: Place Emma Frost and any other friendly characters with the Phoenix Force keyword anywhere on the map, then end your turn.

Phoenix Five: Friendly characters with the Phoenix Force have PROTECTED: Incapacitate, Mind Control, or opposing Telekinesis. When this character is KO'd, choose a combat value not yet chosen this game for this trait. Modify that value by +1 on all friendly characters with the Phoenix Force keyword for the rest of the game.

Bow Before Me: Mind Control. When she uses it, after resolutions, each hit target must choose: deal that hit character 1 unavoidable damage -or- heal Emma Frost 1 click.

Telekinesis Unleashed: Telekinesis. She can use it normally or as FREE. If she uses it normally to target an opposing character and hits, after resolutions, deal that character 3 damage.

#061 Magik

Siege Courageous (295 points): Once per game, DOUBLE POWER: Place Magik and any other friendly characters with the Phoenix Force keyword anywhere on the map, then end your turn.

Phoenix Five: Other friendly characters with the Phoenix Force keyword can use the [Mystics] team ability. When this character is KO'd, choose a combat value not yet chosen this game for this trait. Modify that value by +1 on all friendly characters with the Phoenix Force keyword for the rest of the game.

Limbo On Earth: Barrier, Invulnerability. She can use Barrier as FREE but when she does, she may only place 2 squares of blocking terrain.

The Hell Worms Will Eat Well Tonight: Probability Control. // When Magik attacks an opposing character, all untargeted opposing characters within range and adjacent to a square of blocking terrain become targets. Deal 1 penetrating damage to hit non-original target characters.

#062 Beast

Oh, My Stars, and Garters: Improved Movement: Elevated, Hindering, Characters.

Flying Furball: Combat Reflexes, Super Senses and Toughness.

Brains or Brute Force?: At the beginning of your turn, choose Close Combat Expert -or- Outwit. Beast can use the chosen power until your next turn.

#063 Psylocke

Hidden Thoughts, Scott?: Stealth. Mind Control, when she uses it, she has a range of 8 and two [targets].

#064 Rogue

I'll Just Borrow This, Sugah: At the beginning of the game, choose a standard power another friendly character can use on its starting click. This game, Rogue can use that power and, when she does, she has the printed range value of that friendly character.

#065 Storm

Lightning Attenuation: When Storm makes a range attack, her damage value is replaced with 9 minus the number of squares to the closest target character, maximum 4.

#066 Iceman

Ice Slide: Improved Movement: Hindering

Glacial Wall: Barrier. When he uses it, after resolutions, make a close attack targeting each opposing character adjacent to a marker just placed regardless of adjacency. Each hit character is given an action token and is dealt 1 damage for each action token it now has, instead of normal damage.

#067 Archangel

Team Bonding: If Archangel carried a friendly character this turn, either he or that friendly character may use the X-Men team ability as FREE.

#068 Captain Britain

Britannia, My Home: If Captain Britain is fewer squares from his starting area than any opposing character's starting area, modify his combat values by +1.

Merlyn's Chosen Leader: Leadership. When he uses it and removes an action token from a friendly character that shares a keyword with him, that character can use Willpower this turn.

#069 Meggan

Empathic Metamorph: Shape Change. When she uses it and succeeds, choose one to use until the end of your

next turn: Impervious and Super Senses; Battle Fury and Blades/Claws/Fangs; or Penetrating/Psychic Blast with a range value of 5.

#070 Nightcrawler

A Flash of Brimstone: Improved Movement: Elevated, Hindering

Heroic Rescue: Passenger: 1. Passenger: 2, but only if they each share a keyword with him.

Teleporting Is Not As Easy As It Looks: Once per turn, Nightcrawler may move through a wall or square of blocking terrain. If he does, after resolutions, deal him unavoidable damage equal to the number of characters he carried this turn.

Not Where You Think I Am: Energy Shield/Deflection, Super Senses.

#071 Cannonball

Hold On, We'll Go Through It: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

Blast Shield Extension: Toughness. If Cannonball has less than 2 action tokens, Cannonball and adjacent friendly characters can use Energy Shield/Deflection.

Ignition: When Cannonball moves at least 3 squares in a direct line due to his own action, he can use Impervious and modifies damage +1 until your next turn.

#072 Wolfsbane

I'll Hunt Ye Down!: Charge, Flurry.

Lupine Form: Super Senses, Toughness.

#073 Magma

Energized Form: Poison, Quake. Magma deals penetrating damage when using them.

Absorb the Flame: Magma and adjacent friendly characters can reduce 1 penetrating damage dealt to them each turn.

#074 Gladiator

Defend the Empire: Defend. If he's adjacent to a friendly character with the Shi'ar keyword, modify defense +1.

#075 Manta

Blinding Light Flash: Once per game, FREE: Each opposing character within 8 squares and line of fire modifies its attack -1 until your next turn. If the opposing character is 150 points or less, also give it an action token.

#076 Hussar

Stun or Scour?: FREE: Choose one until your next turn: Modify attack +2, Incapacitate -or- modify damage +2.

#077 White Queen

A Step in the Wrong Direction: POWER: All opposing characters within 6 squares may each be moved 1 square in any order you choose. These characters automatically breakaway.

#078 Quicksilver

Prove Myself the Fastest: Hypersonic Speed. When he uses it, his speed value becomes the highest printed speed value on the map plus 1.

#079 Scarlet Witch

Hex Bolts: When Scarlet Witch hits or knocks back an opposing character, roll a d6 and based on the result, modify the following combat value on the opposing character by -2 until your next turn:

1-2: Speed

3-4: Attack

5-6: Defense

#080 Lockheed

Distraction: When you build your force, Lockheed may be attached to [WXM] #T003 Excalibur as a team member but can't be selected for Solo Adventure. When attached, the team character can use Energy Explosion as if it had one [target].

My Human: When an adjacent friendly character named Kitty Pryde or Shadowcat is chosen as the target of an attack, roll a d6. **5-6:** modify her defense +2 until your next turn.

-Lockheed has Energy Explosion, not Pulse Wave.

#101 Colossus and Kitty Pryde

Run!: Charge. If they have exactly one action token, they can use it as FREE.

Don't Let Go Of My Hand: Super Senses, Toughness.

Intangible Confusion: Modify the attack of adjacent

opposing characters by -1.

#102 Nightcrawler

Shark to the Stomach: Precision Strike. If Nightcrawler hits an opposing character with a critical hit, choose a power that character can use. For the rest of the game, that character can't use that power.

#201 Wolverine

Hard To Get Rid Of: Regeneration, Toughness.

Snikt! Snikt!: Blades/Claws/Fangs. Once per action, if the result of his d6 roll is lower than his printed damage value, instead of dealing damage, he may make another close attack against the same character.

Healing Factor: At the beginning of your turn, Regeneration at no cost.

#202 Colossus

My Dear Katya: Adjacent friendly characters named Kitty Pryde or Shadowcat modify defense +1.

Get Behind Me: Defend, Invincible.

#203 Havok

Many Teams...: Wild Card, but can only use team abilities of friendly characters that share a keyword with him.

Energy Containment Suit: Energy Shield/Deflection, Toughness.

Ambient Energy Conversion: If Havok was the target of a range attack since your last turn, modify attack and damage +1.

#204 Shadowcat

Intangibility: Phasing/Teleport, Stealth.

Disruption: Incapacitate. When Shadowcat is given a MOVE, after resolutions, she may use Incapacitate at no cost to make a close attack. If she does, she targets all opposing characters occupying a square she moved through that have the Armor, Robot or Vehicle keywords.

#205 Multiple Man

You Shouldn't Have Hit Me: Super Senses. When he uses it and takes damage, after resolutions you may place a character named Multiple Man, Madrox or Jamie Madrox of the same or lower point value on the map adjacent to him and on the same click number.

Pile On!: When Multiple Man is adjacent to one or more friendly characters named Madrox, Jamie Madrox or Multiple Man, they can all use Plasticity.

#206 Shi'ar Guard

Minion: In The Name Of The Queen: When Shi'ar Guard is within 8 squares of a higher point character with the Shi'ar keyword, Shi'ar Guard can use Willpower and modifies defense +1.

#207 Toad

The Terrible Toad King: Leap/Climb, Sidestep.

#208 Cyber

Adamantium–Enhanced: Regeneration, Super Strength. When he uses Regeneration, heal 1 less click. If he would not heal from Regeneration, he heals 1 click instead.

Psionic Tracking: When an opposing character takes damage from Cyber's attack, place a Psionic Tracking token on its character card if it does not have one already. Modify attack +2 when targeting a character with a Psionic Tracking token.

Hallucinogenic Toxin–Laced Adamantium Claws: Blades/Claws/Fangs. If the result of his d6 roll is lower than his printed damage value, instead of dealing damage, he may use Mind Control at no cost targeting the hit character.

#209 Jean Grey

Team Transport: Running Shot. When she uses it, her speed value is not modified by [Carry], and she has Passenger: 3 if they all share a keyword with her.

#210 Lady Deathstrike

A Samurai's Training: Improved Movement: Elevated, Hinderer, Characters.

Adamantium And Cybernetic Enhancements: Blades/Claws/Fangs. PROTECTED: Incapacitate, Mind Control.

Slice...And Then Dice: Flurry. When she uses it, before making the second attack, she may use Sidestep at no cost.

Cutting With Force Exertion: When Lady Deathstrike uses Blades/Claws/Fangs, if the result of her d6 roll is lower than her printed damage value, hit characters are dealt 1 penetrating damage after resolutions.

#301 Spider-man

Don't Get In My Way: Improved Movement: Elevated, Hinderer, Characters.

Saving People Every Day: Sidestep, Passenger: 1.

Reach Out and Grab a Bad Guy: Incapacitate, but only as RANGE. When he does, after resolutions, you may place the hit target adjacent to Spider-Man and make a close attack.

Unhittable Me!: Super Senses, but succeeds on 4-6. If he successfully evades an attack, you may place him in an adjacent square.

#302 Iceman

Ice Slide: Improved Movement: Characters

Thermal Vision And An Icy Grip: Plasticity, Sidestep. Lines of fire drawn by Iceman are not blocked by Stealth. When Iceman uses [Move and Attack], attack is modified by -1 instead of -2.

Ice Storm: Pulse Wave. After resolutions, all hit characters receive an action token. If you activate Pulse with with a DOUBLE POWER, after resolutions, all hit characters receive up to two action tokens.

Cryokinesis: Regeneration, Toughness.

#303 Firestar

Microwave Emission Heat: Poison. All damage dealt by Firestar is penetrating damage.

Set Ablaze: When Firestar hits with a range attack, place 2 Fire tokens on the hit character's character card. At the beginning of your turn, you may deal 1 damage to and then remove 1 Fire token from each character with a Fire token on its character card. An opposing character may be given a POWER to remove a Fire token from its character card.

#304 Ms. Lion

Boundless Enthusiasm: When you build your force, Ms. Lion may be attached to [WXM] #T300 Spider-Man and His Amazing Friends as a team member but can't be selected for Solo Adventure. When attached, modify speed +2.

Doggy Bite: Blades/Claws/Fangs but subtracts 3 from the d6 result, minimum result 1.

#T001 X-Men: Blue Strike Force

More a Family Than a Team: POWER: This turn, modify the attack of friendly characters with the X-Men keyword by +1 when attacking a character without the X-Men keyword.

X-Cutioner's Song: FREE: Remove a character from the team base, and remove it from the game. Unless your next attack roll with this team is a critical miss, the result becomes 11 and can't be rerolled.

Non-Petey Cannonball: When you use Solo Adventure to remove Wolverine from the team base, you may place him in any non-adjacent square within 8 squares and line of fire. Wolverine may be given one additional action as FREE this turn.

[Beast]: Combat Reflexes.

[Cyclops]: Precision Strike, [Sharpshooter].

[Gambit]: POWER: Remove an object from the map in a square they occupy or are adjacent to. If you do, they may immediately be given a RANGE at no cost.

[Jubilee]: Modify defense +1 against range attacks.

[Psylocke]: Mind Control.

[Rogue]: Steal Energy.

[Wolverine]: Regeneration.

The X-Men Have Faced Losses Before: When another character that began the game on this team base is KO'd by an opponent's attack, you may roll a d6 that can't be rerolled. **5-6:** take an extra turn after this one.

#T002 X-Men: Gold Strike Force

Wind and TK: Improved Movement: Hindering.

Psychic Transference: Once per game, when an opposing character would be KO'd by X-Men: Gold Strike Force's attack, instead you may turn that character to their last non-KO click, heal it 4 clicks, and add it to your force. If you do, at the beginning of each of your turns deal 1 unavoidable damage to that character.

X-Cutioner's Song: FREE: Remove a character from the team base, and remove it from the game. Unless your next attack roll with this team is a critical miss, the result becomes 11 and can't be rerolled.

[Archangel]: Sidestep, modify speed +3.

[Bishop]: Steal Energy.

[Colossus]: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

[Iceman]: Incapacitate, Plasticity.

[Jean Grey]: X-Men: Gold Strike Force can draw lines of fire and count range and squares from the squares of characters that began the game on their base.

[Storm]: Energy Explosion, [Flight], three [targets].

The X-Men Have Overcome Worse Odds Than

This: When X-Men: Gold Strike Force rolls a critical miss, after resolutions, heal them 1 click and remove all action tokens from them and any one character that began the game on this team base.

#T003 Excalibur

Cross-Time Caper: Phasing/Teleport. // When another character uses Probability Control, the dice are rerolled twice, and then you choose the result from between the two rolls.

Widget! Stop Doing That!: Once per turn, when you make an attack roll, if the result is lower than the click number of a target of the attack, modify that target's combat values by -1 until your next turn.

Still Crazy After All These Years: Perplex but only to target themselves. When you use it and choose a combat value, roll a d6. **1:** modify the value by -1 instead. **4-6:** modify the value by +2 instead.

[Captain Britain]: If an action token would be given to Excalibur, instead no action tokens are given. When Excalibur takes damage, after resolutions, roll a d6 and turn the asset dial that many times to the left.

[Meggan]: Shape Change.

[Nightcrawler]: Combat Reflexes.

[Phoenix]: PROTECTED: Outwit. Modify damage +1.

[Shadowcat]: Super Senses.

The Sword is Drawn: Blades/Claws/Fangs with both CLOSE and RANGE.

-Click 14 of the asset dial should have: Shadowcat Head, [Team Base] Symbol instead of any other symbols.

#T004 New Mutants

We're the Next X-Men: Improved Movement: Hindering

Embarrass the Hellions: When New Mutants KO an opposing character with an attack, give each other opposing character an action token.

Self-Sacrifice For My Friends: When a character that began the game attached to New Mutants would be KO'd, you may remove a character from this team base and remove it from the game. Turn the damaged character to its last non-KO click and heal it 2 clicks instead.

[Cannonball]: Improved Movement: Blocking and after movement resolves, immediately destroy all blocking terrain moved through.

[Magik]: Probability Control.

[Magma]: Poison.

[Mirage]: Stealth. Smoke Cloud as FREE.

[Sunspot]: Energy Explosion.

[Warlock]: Perplex.

[Wolfsbane]: Blades/Claws/Fangs.

#T005 Shi'ar Imperial Guard

Interplanetary Jump: Once per game, POWER: Place them anywhere on the map that's not in a starting area. You may place them on squares where walls would normally prevent them being placed, and then destroy all walls along the edges of squares Shi'ar Imperial Guard occupies.

Drilled Coordination: Modify attack +1 for each opposing character hit by Shi'ar Imperial Guard earlier this turn.

[Gladiator]: Flurry.

[Hussar]: If an opposing character takes 3 or more damage from Shi'ar Imperial Guard's attack, after resolutions, give that character an action token.

[Manta]: Opposing characters with [Wing] or [Wing-Transporter] have [Boot] instead.

[Oracle]: Probability Control a second time when it isn't your turn.

[Smasher]: Shi'ar Imperial Guard can use the standard attack powers of adjacent opposing characters.

[Starbolt]: Energy Explosion, three [targets].

[Warstar]: At the beginning of your turn, Shi'ar Imperial Guard may use Solo Adventure at no cost and may then use A Team Reunited at no cost.

[Destroy the Phoenix]: Modify damage +1 when attacking a character with a printed damage of 4 or more.

#T006 Hellfire Club: Inner Circle

Queens: Mind Control with three [targets]. If they hit a character with [Team Base] symbol, they may select a team member attached to the target. The next time that team base uses Solo Adventure, that team member must be the one removed from the team base.

Kings: Reduce damage dealt by 1 in addition to other reductions.

Black: When Hellfire Club: Inner Circle takes damage and this power is then revealed, positively modify their combat values by the amount of damage taken until the end of your next turn.

White: Leadership. When a friendly character of 30 or more points is KO'd by an opponent's attack, Hellfire Club: Inner Circle can use Perplex, Outwit, and Probability Control during your next turn.

[Black King]: Adjacent opposing characters can't reduce pushing damage.

[Black Queen]: When Hellfire Club: Inner Circle or any character on a Solo Adventure from them KO's an opposing character, heal Hellfire Club: Inner Circle and all characters on a Solo Adventure from them 2 clicks.

[White King]: If an action token would be given to Hellfire Club: Inner Circle, instead no action tokens are given. When Hellfire Club: Inner Circle takes damage, after resolutions, roll a d6 and turn the asset dial that many times clockwise.

[White Queen]: PROTECTED: Mind Control, Penetrating/Psychic Blast, opposing Perplex.

Behind the Scenes: Mastermind, Stealth.

#T007 Brotherhood Of Mutants

Lackey/Master: When a team member other than Magneto on a Solo Adventure is adjacent to Brotherhood of Mutants, it can use Willpower.

Father/Daughter: Penetrating/Psychic Blast, Pulse Wave. Once per turn, you may force an opponent to reroll a roll for Impervious, Shape Change, or Super Senses.

Brother/Sister: Perplex. If they were given a MOVE this turn, they can use Perplex a second time.

[Magneto]: Invulnerability.

[Quicksilver]: Combat Reflexes.

[Scarlet Witch]: Super Senses.

[Toad]: POWER: Place them anywhere on the map so that they occupy at least one square within 6 squares of their current position.

Evil Mutants: If an opposing character with the X-Men keyword or team symbol is on the map, modify Brotherhood of Mutants's combat values by +1.

#T300 Spider-Man And His Amazing Friends

Other Team Commitments: Spider-Man and His Amazing Friends may have as few as 2 characters on the base. At the beginning of the game, if there are no other Team Abilities on your force to copy, you may choose one copyable Marvel Team Ability. Spider-Man and His Amazing Friends can use that team ability this game instead of being a wild card.

Full Roster: When all 4 characters are attached to the base, Spider-Man and His Amazing Friends may be given up to 2 POWER when using [Working Together].

Hit ‘em High, Hit ‘em Low!: Close Combat Expert, Ranged Combat Expert.

Three Heads Are Better Than One: Outwit -or- Perplex.

[Firestar]: Poison, Pulse Wave.

[Iceman]: Incapacitate, Plasticity.

[Spider-Man]: Flurry, Super Senses.

Fire, Ice and Webbing: RANGE: Make up to two range attacks.

Kick-Ass 2

#001 Dave Lizewski

The First Real-Life Super!: Improved Movement: Hindering, Outdoor Blocking.

Justice Forever: UNIQUE MODIFIER- When Dave Lizewski is adjacent to a friendly character with the Justice Forever keyword, modify defense +1.

Battlefield Promotion: Time to Get Serious: When Dave Lizewski hits one or more opposing characters, after resolutions, place a Promotion Token on his character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on his character card. **9 or higher:** You may replace this character with [KA2] #011 Dave Lizewski on the same click number.

Ready to Go Pro: UNIQUE MODIFIER- When Dave Lizewski is within 6 squares of a friendly character named Hit-Girl, modify his attack and damage +1.

#002 Hit-Girl

Get to Cover, Idiot!: Improved Movement: Hindering

Hit and Run For Cover: Stealth, [Move and Attack].

Opportunistic Combatant: When Hit-Girl makes an attack targeting a single opposing character, if her attack total is 1 less than her target's defense value, after resolutions, she may immediately make another attack targeting a different character.

#003 Red-Mist

Alter Ego: **The Mother@#\$*er:** POWER: This action deals no pushing damage. Replace this character with [KA2] #004 Chris D'Amico on its orange starting line. Protected: Outwit.

Mist Mobile: FREE: Until your next turn, he has [Vehicle] and becomes an autopiloted vehicle with Passenger: 1 and he can use [Ram].

Get Me the Stuff I Need, I Can Do This!: Shape Change. Probability Control, but must give an action token to a friendly character when he does.

#004 Chris D'Amico

Deal With This for Me!: Improved Movement: Characters.

Raising an Army from Twitter: Outwit, Leadership.

#005 Miranda Swedlow

For My Sister!: When Miranda Swedlow generates knock back, effects that prevent knock back can't be used.

#006 Dr. Gravity

It's Just a Bat Wrapped in Foil: When Dr. Gravity hits a character with a close attack, this turn he has, "Force Blast as FREE, but only to target a character he did not attack this turn."

#009 Battle Guy

Having the Right Story: Perplex, but only to target other friendly characters.

#010 Mother Russia

Bring It On: When Mother Russia successfully hits a piloted vehicle with a range attack, deal 1 unavoidable damage to the pilot and the pilot is ejected.

Time to Stretch My Legs: [Duo Attack], but only to make range attacks.

Little Girl: Mother Russia does not take damage dealt by Blades/Claws/Fangs unless the result of the d6 roll is 5-6.

#011 Dave Lizewski

On the Streets, the First: Any opposing character that is 4 or more squares from Dave Lizewski can't draw a line of fire to him.

An Inspiration: Enhancement, Leadership.

#101 Dave Lizewski

I'm Actually Getting Pretty Good At This.: If Dave Lizewski doesn't have 2 action tokens, Combat Reflexes.

On Patrol: Charge. Once per turn, if Dave Lizewski is not adjacent to an opposing character, he may move 2 squares.

I Was the First: Leadership.

#102 Hit-Girl

Rooftop Superhero!: Improved Movement: Elevated, Characters.

Uses Her Size to Her Advantage: Super Senses, but only if adjacent to an opposing character.

Twin Swords: Blades/Claws/Fangs, Flurry. When she uses Flurry, she must be given a POWER instead of a CLOSE.

#103 Chris D'Amico

Chauffeured Everywhere: Improved Movement: Hindering.

I Can Just Pay Someone to Fight My Battles: Mastermind. When he uses it, you may give him an action token and he can choose a friendly character regardless of their point value.

#105 Battle Guy

That Kid Can Move: Flurry, Leap/Climb.

Let Me Join!: Shape Change. Adjacent friendly characters can use Close Combat Expert.

#106 Mother Russia

50,000 a Week, Plus Expenses: At the beginning of the game, choose a friendly character. That character's defense is modified +1 when it is adjacent to Mother Russia.

Close Range Hail of Bullets: When Mother Russia makes a range attack and her target is within 3 squares, you may modify damage -1. If you do damage dealt

from that attack is penetrating damage.

#200 Colonel Stars and Stripes

Eisenhower: Colonel Stars and Stripes may begin the game with Eisenhower attached at no cost. While Eisenhower is attached, Colonel Stars and Stripes can use [Duo Attack]. // **POWER:** Place Eisenhower in an adjacent square. When you do, Eisenhower can't be given a costed action this turn. // If Eisenhower is attached when Colonel Stars and Stripes is KO'd, place Eisenhower in the square Colonel Stars and Stripes occupied.

Respect the Mask: Leadership, Shape Change.

#201 Eisenhower

Sic em!: When a friendly character named "Colonel Stars and Stripes" is within 4 squares, Eisenhower may be given a MOVE as FREE.

The Lone Ranger

#002 Tonto

Familiar Terrain: Improved Movement: Hindering

Batman Classic TV

#001 Batman

BIFF! BANG! POW!: When Batman makes a close attack, all attack rolls of double 3, 4, 5, or 6 are critical hits.

A BATMAN TOOL FOR EVERY OCCASION:

When Batman is targeted by an attack, choose a color of a standard power the attacker can use. Batman can use the defense power of the chosen color until your next turn.

DISCOVER YOUR FIENDISH PLOT-AND FOIL IT: Outwit, Perplex.

#002 Bruce Wayne

THE COMMISSIONER CALLED, LET'S GO!:

When another friendly character is given a MOVE, after resolutions, you may give Bruce Wayne a MOVE at no cost.

ALTER EGO: TO THE BATMAN POLE!: When Bruce Wayne has no action tokens, he has, "FREE: Replace this character with [BCTV] #001 Batman on his orange starting line."

SOMETIMES, IT SEEMS LIKE I'M A PROFESSIONAL HOSTAGE FOR RANSOM:

When an opposing character not on its starting click would deal damage to Bruce Wayne with an attack, you may choose he does not take that damage. If you do, the attacker immediately heals that many clicks.

#003 Robin

YOU MAY CAPTURE ME, BUT I ALWAYS ESCAPE!: Improved Movement: Characters

BIFF! BANG! POW!: When Robin makes a close attack, all attack rolls of double 3, 4, 5, or 6 are critical hits.

HOLY _____, BATMAN!: FREE: UNIQUE MODIFIER- Choose an opposing character within 6 squares and line of fire. Choose: POWER, CLOSE, or RANGE. If the chosen character is given that type of action during its next turn, that character immediately modifies its combat values by -1 for that turn and you may remove an action token from Robin.

#004 Dick Grayson

DICK, FOLLOW ME...: When a friendly character named Batman or Bruce Wayne is given a MOVE, after resolutions, you may give Dick Grayson a MOVE at no cost.

ALTER EGO: TO THE BATMAN POLE!: When Dick Grayson has no action tokens, he has, "FREE: Replace this character with [BCTV] #003 Robin on his orange starting line."

#005 Catwoman

GIANT MAGNIFYING GLASSES: [Elaborate Deathtrap]. The Bonus is equal to the number of different colored powers showing on her and the target's dials.

TINKERBELL THE TIGER: EEE-YOW!: When Catwoman resolves a CLOSE, place an EEE-YOW! token on this card. If no friendly Tinkerbelle the Tiger token is on the map, Catwoman has, "POWER: Remove an EEE-YOW! token and generate a Tinkerbelle the Tiger bystander."

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. Catwoman rolls a d6 and adds her Bonus (maximum Bonus 8). If Catwoman is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character may use its defense powers.

#006 Shame

SOLO SHOWDOWN AT HIGH NOON: [Elaborate Deathtrap]. The Bonus is equal to the number of characters on the map.

TANK ESCAPE FROM JAIL: Running Shot. When he uses it, until your next turn he can use Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through, Invulnerability, and modify damage +1. Then, at the end of the turn, roll a d6. **1-3:** deal Shame 1 unavoidable damage.

PISTOL WHIP: BAM!: When Shame resolves a RANGE, place a BAM! token on this card. // FREE: Remove a BAM! Token. Make a close attack.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. Shame rolls a d6 and adds his Bonus (maximum Bonus 8). If Shame is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#007 Egghead

ELECTRO-THOUGHT VACUUM: [Elaborate Deathtrap]. The Bonus is equal to the total number of distinct keywords opposing characters on the map have.

EGGCELLENT ATTEMPT, BATMAN:

CRRAACK!: When Egghead resolves a MOVE, place a CRRAACK! token on this card. // FREE: Remove a CRRAACK! Token. When you do, Egghead can use use Probability Control until your next turn.

THE SMARTEST VILLAIN IN GOTHAM CITY:

Outwit, Perplex. When he uses either, he can't target characters that can use Outwit or Perplex.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. Egghead rolls a d6 and adds his Bonus (maximum Bonus 8). If Egghead is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#008 The Riddler

GIANT FANS WILL SPIN YOU TO DEATH:

[Elaborate Deathtrap]. The Bonus is equal to the last digit of the target character's point value. If the last digit is 0, the Bonus is equal to 4.

RIDDLE ME THIS: FREE: Choose a KO'd character and secretly turn its dial to any click other than #1 and tell your opponent the click number. Your opponent must guess the color of a power showing on that click. Reveal that dial on that click number. If there is a power and your opponent didn't guess correctly, modify The Riddler's combat values by +1 this turn and return that dial to a KO click.

WHAT KIND OF PEOPLE ARE ALWAYS IN A HURRY?:

Super Senses and adds 1 to his result for each character that moved this turn.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. The Riddler

rolls a d6 and adds his Bonus (maximum Bonus 8). If The Riddler is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

-When using RIDDLE ME THIS, your opponent cannot reference the dials on the back of any cards before guessing.

#009 Catwoman

YARN-CUTTING MACHINE: [Elaborate Deathtrap]. When a character on this card uses the [Escape Deathtrap] ability, roll a d6. The Bonus is equal to 9 minus the result.

HIDING IN THE LADIES' DRESSING ROOM,

CLOSE YOUR EYES: RAKKK!: When Catwoman resolves a MOVE, place a RAKKK! token on this card. FREE: Remove a RAKKK! token. If you do, Catwoman can use Perplex until your next turn but may only use it to modify an attack value by -2.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. Catwoman rolls a d6 and adds her Bonus (maximum Bonus 8). If Catwoman is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#010 Mr. Freeze

HUMAN FROSTY FREEZIES: [Elaborate Deathtrap]. The Bonus is equal to the total number of action tokens on all opposing characters.

NO ORDINARY GUNS, PLEASE: Mr. Freeze and other friendly characters within 4 squares can use Incapacitate and have a minimum range value of 4. All characters within 4 squares can't make range attacks unless they use Incapacitate. Protected: Pulse Wave, Outwit.

FREEZING CHILL: FWOOSH!: When Mr, Freeze uses Incapacitate and hits, after resolutions place a FWOOSH! Token on this card. When he uses Incapacitate and hits, hit characters are also dealt damage equal to the number of FWOOSH! tokens on this card.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. Mr. Freeze rolls a d6 and adds his Bonus (maximum Bonus 8). If Mr. Freeze is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#011 The Mad Hatter

SUPER FAST HARDENING PLASTER: [Elaborate Deathtrap]. The Bonus is equal to the highest click number showing among opposing characters.

INSTANT MESMERIZING DEVICE: ZZZZT!: When The Mad Hatter resolves a MOVE, place a ZZZZT! token on this card. FREE: Remove a ZZZZT! Token. If you do, Mad Hatter can use Mind Control this turn. You may choose to remove 2 tokens to use it as FREE instead.

MY HATS MAKE ME SUPERIOR: When compared from a common surface; if the highest point of The Mad Hatter's sculpt is above the highest point of the sculpt of any character he targets with an attack, modify Mad Hatter's attack +3.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. The Mad Hatter rolls a d6 and adds his Bonus (maximum Bonus 8). If The Mad Hatter is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal

this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

-When using MY HATS MAKE ME SUPERIOR, the sculpt must be the original sculpt on the figure. No alterations can have been made to the sculpt. If they have, Mad Hatter cannot use that power.

#012 The Penguin

ICE BLOCK OVER ACID PIT: [Elaborate Deathtrap]. The Bonus is equal to double the printed damage value of the character using the [Escape Deathtrap] ability.

MULTIPLE UMBRELLA ATTACK:

ZZZZZWAP!: When The Penguin resolves a RANGE, place a ZZZZZWAP! token on this card. // FREE: Remove a ZZZZZWAP! Token. If you do, choose a standard attack power. The Penguin can use that power this turn.

INSTANT HENCHMEN - JUST ADD WATER!:

POWER: Generate a Dehydrated Henchmen bystander. If The Penguin occupies water terrain, generate two Dehydrated Henchmen bystanders instead.

ELABORATE DEATHTRAP: POWER: Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: OFF THE MAP ACTIVE - At the beginning of your turn, roll 2d6. The Penguin rolls a d6 and adds his Bonus (maximum Bonus 8). If The Penguin is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#013 The Bookworm

THE BELL TOLLS FOR THEE: [Elaborate Deathtrap]. The Bonus is equal to the number of the current hour in the 12-hour system.

I'M NEVER FAR FROM MY BOOKCASE OF SECRETS: The Bookcase begins the game attached to The Bookworm at no cost. **POWER:** Place The Bookcase anywhere on the map. // **POWER:** Place The Bookworm in The Bookcase's square, and then attach The Bookcase to his base.

YOU KNOW EVERY PLOT, BUT CAN'T WRITE YOUR OWN: Outwit, but only to choose a power that another character on your force can also use.

ELABORATE DEATHTRAP: **POWER:** Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: *OFF THE MAP ACTIVE* - At the beginning of your turn, roll 2d6. The Bookworm rolls a d6 and adds his Bonus (maximum Bonus 8). If The Bookworm is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#014 King Tut

THEBAN PEBBLE TORTURE: [Elaborate Death Trap]. When a character on this card uses the [Escape Deathtrap] ability, roll 4d6. The Bonus is equal to half the result.

GOTHAM CITY IS THE NEW THEBES: At the beginning of your first turn, place a Sphinx marker in a square of clear terrain. It is hindering terrain and remains on the map even if this power is lost. While King Tut is within 6 squares of that marker, modify his combat values by +1.

ELABORATE DEATHTRAP: **POWER:** Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: *OFF THE MAP ACTIVE* - At the beginning of your turn, roll 2d6. King Tut rolls a d6 and adds his Bonus (maximum Bonus 8). If King Tut is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5)

and when dealt this damage, this character can use its defense powers.

#015 The Joker

ZODIAC METEORITE: [Elaborate Deathtrap]. The Bonus is equal to the number of the current month -or- the defense value of the character using the [Escape Deathtrap] ability minus 12, whichever is higher.

JOY BUZZER: ZAP!!!: When The Joker resolves a MOVE, place a ZAP!!! token on this card. Before The Joker makes a close attack, you may remove one ZAP!!! token to modify damage +1 and have the attack deal penetrating damage.

PLUNDER BY REMOTE CONTROL: **FREE:** Choose an unheld object within 8 squares. For this turn, that object becomes a friendly bystander token as described on the back of this card. When KO'd or at the end of your turn, it becomes an object again and is placed in the square it last occupied.

ELABORATE DEATHTRAP: **POWER:** Make a close attack. Once per game, instead of normal damage, immediately place a hit character on this character's card. A character on this card can use the [Escape Deathtrap] ability.

ESCAPE DEATHTRAP: *OFF THE MAP ACTIVE* - At the beginning of your turn, roll 2d6. The Joker rolls a d6 and adds his Bonus (maximum Bonus 8). If The Joker is friendly, not on the map, or if your result is higher, place this character in your starting area or adjacent to a friendly character. Otherwise, deal this character damage equal to the difference (maximum 5) and when dealt this damage, this character can use its defense powers.

#016 The Dynamic Duo

DON'T BE ALARMED, WE'RE HERE ON OFFICIAL BUSINESS: Improved Movement: Elevated.

BATMAN VEHICLES-BATCYCLE, BATCOPTER, BATBOAT: At the beginning of your turn, if the Dynamic Duo occupies your starting area, you may choose [Transporter], [Dolphin-Transporter], or [Wing-Transporter]. If you do, The Dynamic Duo have that combat symbol until they take damage. Each may be chosen only once per game.

BIFF! BANG! POW!: When The Dynamic Duo makes a close attack, all attack rolls of double 3, 4, 5, or 6 are critical hits.

CHAOTIC FISTFIGHT: Energy Shield/Deflection. When the Dynamic Duo misses with a close attack, after resolutions, roll a d6 for each other adjacent opposing character in any order you choose. On the first result of 5-6, The Dynamic Duo may use [Duo Attack] at no cost, but only to target that character.

THE BIGGER THEY ARE, ROBIN...: Super Senses. When the Dynamic Duo is targeted by an attack, positively modify defense by the attacker's printed damage value. Protected: Outwit, Pulse Wave.

#V001 Batmobile

(AUTOPILOT ONLY) VOICE CONTROLLED BATMOBILE RELAY UNIT: When a friendly character named Batman is on the map and has no action tokens, Batmobile is not dealt unavoidable damage from being given an action that included an attack.

CALLING POLICE CHIEF O'HARA: POWER: Give any other friendly characters with the Police keyword a MOVE at no cost with their speed value halved.

PILOT ABILITIES

[MOBILE TRACKING SCOPE]

Prerequisites: Batman Family keyword.

When Batmobile replaces its combat values with the combat values of its pilot, modify any one replaced combat value by +1.

[BATCOMPUTER]

Prerequisites: Batman or Robin.

At the beginning of your turn, roll a d6. **3-6:** Batmobile can use Outwit until your next turn.

Thor: The Dark World

#001 Thor

Asgardian Armor: Once per game, when Thor would be dealt damage, you may instead give him an action token. If you do, Thor does not take that damage.

Mighty Mjolnir: POWER: KNOCKBACK. Make a range attack. Knock back from this attack is not stopped by walls or squares of blocking terrain. Instead, destroy that terrain and knock back damage from this attack equals 1 damage plus 1 for each wall

or square of blocking terrain the character moved through.

#002 Einherjar

Shield Wall: UNIQUE MODIFIER- When Einherjar is adjacent to a friendly character named Einherjar, they both modify defense +1.

#003a Dark Elf Soldier

Driven: When Dark Elf Soldier would be dealt pushing damage, roll a d6. **4-6:** Reduce that pushing damage to 0.

Micro Black Hole Burst: Incapacitate. When he uses it, all opposing character adjacent to an original target also become targets. In addition to the normal effects, all hit characters halve their speed values until your next turn.

#003b Dark Elf Soldier

Harrows Rider: Dark Elf Soldier has [Wing] and can use [Ram]. When he uses [Ram], his movement may be made up of 2 direct lines.

#004 Malekith

The Aether and I Are One: Characters hit by an attack from Malekith can't use defense powers until their next turn.

Last Stand: Super Senses, Toughness.

#005 Sif

Mistress of the Blade: Blades/Claws/Fangs. // When an adjacent friendly character with the Asgardian and Warrior keywords uses Blades/Claws/Fangs, the minimum result of that character's d6 roll is its printed damage.

My Lord...My Love: Invulnerability. When Sif is adjacent to a friendly character named Thor, he can use Shape Change, but only succeeds on a result of 6.

None So Sharp As Asgardian Steel: When Sif makes a close attack, she may target all adjacent opposing characters. If she does, the damage dealt by the attack can be divided in any way among the successfully hit targets, provided that all damage dealt is divided among them.

#006 Tyr

War-Bringer: At the beginning of your turn, all friendly characters within 6 squares, which are 100 points or less and have both the Asgardian and Warrior keywords can use Sidestep, and modify damage +1 this turn.

None Can Stand Against Me: Quake. When he uses it, he deals 3 damage no matter how many characters are targeted.

Battle Is Where I Belong: Invulnerability. When Tyr is targeted with a close attack, modify defense +1 for each adjacent opposing character.

#008 Kurse

Single-Minded Power: Improved Movement: Hindering, Characters.

Focused Hatred: Battle Fury.

Algrim Reborn: If Kurse enters play through the Battlefield Promotion ability, he is KO'd if he crosses the red KO line. // When a countdown click is showing, Kurse can't be moved, placed, targeted, or damaged. At the end of your turn, turn this dial once to the right. If all friendly characters are KO'd, all countdown clicks become KO clicks. Protected: Pulse Wave.

#009 Algrim

Battlefield Promotion: Reborn as Kurse: When Algrim would take 3 or more damage from an attack, you may replace him with [TDW] #008 Kurse on his orange starting line. When Algrim would be KO'd, roll a d6 and add the amount of damage he has just clicked. On a result of 7 or more, replace him with [TDW] #008 Kurse on his orange starting line instead.

#010 Heimdall

Far Sight: Super Senses.

Activate the Bifrost: Telekinesis. // If an opposing character moved or was placed adjacent to Heimdall since your last turn, Heimdall can use Telekinesis as FREE, but only to place that opposing character.

I See All Things: Perplex, Probability Control both with a range value of 8. When he uses either, he can use Improved Targeting: Hindering, Characters.

#011 Fandral

Warriors Three: Friendly characters with the Warriors Three keyword marked with one action token can use

Sidestep.

Just a Feint!: Blades/Claws/Fangs. Once per turn, if he uses it and the hit target takes less than 2 damage, after resolutions, another friendly character may immediately make a close attack targeting the same character.

#013 Loki

Imprisoned By Greed...: As long as Loki is on a countdown click, he can't be moved, placed, targeted, assigned an action, or damaged. At the beginning of your turn, you may turn his dial once to the right. If Loki is on a countdown click and no friendly characters are on the map, click Loki to click #4.

...Freed By Grief: When this power is first revealed, you may place Loki adjacent to an opposing character that has hit a character that is both friendly to Loki and 30 points or more. When you do, Loki may use Pulse Wave at no cost.

After All, I Am the God Of Lies: Probability Control, Shape Change. When Loki uses Shape Change and the result is 6, deal the attacker 1 unavoidable damage after resolutions.

#014 Malekith

Lord of the Dark Elves: Leadership. When he uses it and the result is 6, you may choose to not remove an action token and instead modify an adjacent friendly character's combat values by +1 until the beginning of your next turn.

Aether-Enhanced Power: Penetrating/ Psychic Blast, Pulse Wave.

Illusions and Deception: Perplex, Shape Change. When he uses Shape Change and succeeds, place a Deceived token on the attacker's character card. // Mind Control as FREE but only to target any number of characters marked with Deceived tokens. Remove all Deceived tokens from characters hit by this use of Mind Control.

#015 Duhg

A Motley Army from All Nine Realms: When building your force, if Duhg is the highest-point character, other characters that share a keyword with him also have the Duhg's Army keyword.

Gathering the Marauders: Invulnerability, Mastermind.

#016 Hogun

The Warriors Three: Friendly characters with the Warriors Three keyword can use Empower, but only to affect characters with the Warriors Three keyword.

Master of All Weaponry: KNOCKBACK during close attacks. When he makes a close attack while holding an object, roll a d6. **1-3:** he can use Precision Strike. **4-6:** the object is not removed after the attack and Hogun continues to hold it.

Battlefield Medicine: Regeneration, Support.

#017 Volstagg

The Warriors Three: Friendly characters with the Warriors Three keyword can use Mastermind. When they do, they may only choose other characters with the Warriors Three keyword.

One Last Feast with Friends: Once per game, DOUBLE POWER: This action deals no pushing damage. Heal all adjacent friendly characters a number of clicks equal to 2 minus the number of action tokens they have. When Volstagg next clears action tokens, heal him to click #4. Other friendly characters with the Warriors Three keyword are considered adjacent during this action.

The True Lion of Asgard: Defend, Invulnerability.

#018 Thor

Strongest of the Asgardians: Super Strength. // CLOSE: Make a close attack. If it hits, you may roll a d6. If the result is greater than the damage clicked, replace this character with [TDW] #001 Thor on the same click number +1.

Godly Stamina: Thor begins the game with two Stamina tokens on his card. When Thor would take pushing damage, you may instead remove a Stamina token and reduce the pushing damage to 0.

Mighty Swing: Precision Strike, Quake.

#019 Thor

You Dare Attack the Son of Odin?!: Improved Movement: Characters.

Defender of the Nine Realms: Super Strength. Adjacent friendly characters can use Toughness. Once per turn, Defend.

Asgardian Fury: Charge, Flurry.

Call Down the Lightning: RANGE: Improved Targeting: Characters. Choose any one square within range and line of fire. Make a range attack. All character occupying the chosen square and each square adjacent to it become targets of this attack. A hit character occupying the chosen square is dealt Thor's printed damage. Other hit characters are dealt Thor's printed damage -1.

#020 Odin

Huginn and Muninn: Improved Targeting: Hindering.

Gungnir (350 Points): Once per game, DOUBLE POWER: Make a range attack targeting the highest-point opposing character regardless of range or line of fire. For this attack, Odin's combat values cannot be replaced or modified, the attack can't be evaded and the attack roll can't be rerolled by friendly characters. After resolutions, deal Odin 1 unavoidable damage.

#101 Thor

Whosoever Holds This Hammer...: Charge. When he uses Charge, if he moves in a direct line, he can use Improved Movement: Characters and, after resolutions, each character occupying a square that Thor moved through is dealt 1 damage, assigned an action token, and you may place it in a square adjacent to their current square.

God of Thunder: Energy Explosion. // When he is given a RANGE that deals normal damage, you may choose that his damage can't be replaced or modified and, if you do, all hit characters are also given an action token.

#102 Malekith

Aversion to Iron: When Malekith is dealt damage and the attacker rolled a d6 for Blades/Claws/Fangs for the attack, damage dealt can't be reduced below 1.

Away From Me, Asgardian: Force Blast, Sidestep.

The Deceiver: Mastermind, Shape Change, and Super Senses.

#103 Sif

Strike From All Angles: Improved Movement: Characters.

#104 Loki

Illusory Duplicates: Shape Change, Toughness. When he uses Shape Change and succeeds, Loki may be placed in a square of hindering terrain within 3 squares and line of fire. If the attack was a close attack, the attacker's action resolves immediately.

#105 Dark Elf Scout

Power of the Aether: Opposing characters hit by Dark Elf Scout's range attack can't use [Flight] until your next turn.

Minion: **Asgardian Reconnaissance:** Enhancement, but only if a friendly character named Malekith is within 8 squares.

#106 Kurse

Unbreakable Armor: Kurse's defense powers have Protected: Outwit.

The Wild Hunt: During your first turn, choose an opposing character. // Charge. When he uses Charge, he may instead not halve his speed value from Charge, but may then only make close attacks against the chosen opposing character during that action.

Star Trek Tactics 3

#001 Einstein

Dispatching Support Engineers: Support, but can only heal a maximum 2 clicks. When it uses Support and rolls doubles, it may also remove an action token from a character that is healed.

#002 Scout 608

Your Systems Have Been Infiltrated: Perplex, but may only target opposing characters. If the target character is marked with Assimilation tokens, it may modify the chosen combat value by an additional -1.

#003 Interceptor Five

Pinpoint Accuracy: Any successful range attack roll of doubles by Interceptor Five deals penetrating damage.

#004 P.W.B. Aj'rmr

Unseen Strike: Super Senses. If P.W.B. Aj'rmr occupies hindering terrain, it evades attacks on a result of 4-6 instead.

Their Secrets Are Our Weapons: Once per game, choose a keyword an opposing character has. // Outwit and Perplex, but only to target opposing characters

with the chosen keyword.

#005 U.S.S. Raven

Multi-Adaptive Shielding: Once per game, FREE: Choose a keyword an opposing character has. // When U.S.S. Raven is attacked by a character with the chosen keyword, it can use Super Senses and evades attacks on a result of 4-6 instead.

Gathering Intelligence: Perplex, Probability Control. When it uses either power, it may only target opposing characters.

#006 I.K.S. Toral

Master Manipulators: Once per game, choose a keyword an opposing character has. // Mind Control, when it uses it modify attack +1, but can only target characters with the chosen keyword.

Power for the Taking: Leadership, Outwit.

#007 Sakharov

Planting Hull Mines: Incapacitate. When it uses it and hits, roll a d6. **6:** deal 1 damage to the target.

#008 Akorem

Positron Burst: Incapacitate as FREE, but can only target opposing characters that have taken damage this turn. When it does, you may not give your force any more actions this turn.

#009 Nistrim Raider

Sensor Mask: Super Senses. After it evades an attack, it can't be the target of a range attack until your next turn.

#010 U.S.S. Hathaway

Underestimating Ensign Crusher: When U.S.S. Hathaway has exactly one action token, it can use Probability Control. // Outwit, but only to choose Improved and Keyphrase abilities.

Limited Warp: Running Shot. Hypersonic Speed, but it must be given a DOUBLE POWER instead of a POWER.

#012 Enterprise

Temporal Cold War: At the beginning of your turn, choose one of the following options to last until the end of the turn: 1) Daniels' Database: Probability Control; 2) Quantum Beacons: Range attacks made by Enterprise and up to one adjacent friendly character can't be evaded.

Lt. Reed, Target Their Weapons System: When Enterprise makes a successful attack roll and the result is doubles, the target's range value becomes 0 and cannot be replaced or modified until your next turn.

#013 Halik Raider

You Must Trust the One Who Helps You: Support. Telekinesis as FREE, but only to place a friendly character into a square adjacent to Halik Raider.

#014 Assimilated Vessel 80279

Assimilated Boarding Tactics: Blades/Claws/Fangs. When it uses it, after the d6 is rolled you may choose to instead deal penetrating damage equal to the number of Assimilation tokens on the target.

#015 Ratosha

Warp-Drop Assault: Phasing/Teleport, Running Shot. When it uses Running Shot, it can use Improved Movement: Blocking, Characters.

#016 U.S.S. Stargazer

The Picard Maneuver: Super Senses. When it evades an attack, after resolutions, you may give the attacker an action token and place U.S.S Stargazer up to four squares away as long as it is within line of fire of the attacker.

No Profit In Revenge: When U.S.S Stargazer is KO'd it becomes a heavy object and friendly characters named Enterprise-D can use Super Strength for the rest of the game.

Bringing Light Into Darkness: Enhancement, Support.

#017 Columbia

Always Have A Plan B: Probability Control, but may only reroll its own close attacks.

#018 Bioship Alpha

Biomatter Defenses: Shape Change. PROTECTED: Incapacitate. Characters using the [Borg] team ability do not place Assimilation tokens on Bioship Alpha.

Fluidic Space: Phasing/Teleport, Running Shot.

#019 Assimilated Vessel 77139

Assimilating Technology: Poison, Steal Energy. When it uses Poison, deal 1 additional damage to any characters marked with an Assimilation token.

#020 Sphere 4270

Target Confirmed: When an opposing character is marked with an Assimilation token and adjacent to Sphere 4270, other friendly characters targeting that character modify their attack +1.

Remodulate Primary Weapons: Penetrating/Psychic Blast. When it uses it, increase damage dealt to each hit target with an Assimilation token by +1.

#021 I.R.W. Avatar of Tomed

From Their Ashes I Will Make Fire: Opposing characters within 4 squares and marked with an Assimilation token can't be healed.

#022 Relora-Sankur

Not Our True Target: When Relora-Sankur makes a range attack and misses, it may immediately make a range attack targeting a different character.

#023 Soong

I Am No Longer Part of the Collective: When Soong is the only character on your force with the Borg keyword, modify attack +1. When it is the only character on your force that has not been KO'd, modify damage +1.

You Are Not Worthy Of Assimilation: When Soong makes a range attack, you may remove an Assimilation token from the target. If you do, the damage dealt by the attack to the target is penetrating damage.

#024 Assimilation Target Prime

Scavenged Borg Technology: When Assimilation Target Prime uses the [Borg] team ability, it may place the Assimilation token on itself instead. When Assimilation Target Prime is hit with an attack, you may remove Assimilation tokens from it and modify the attacker's damage by -1 for each removed Assimilation token.

Fighting on the Run: When Assimilation Target Prime makes a range attack, after resolutions, you may move it up to three squares.

#025 Bioship Beta

Biomatter Defenses: Shape Change. PROTECTED: Incapacitate. Characters using the [Borg] team ability do not place Assimilation tokens on Bioship Beta.

Energy-Focusing Ship: FREE: Choose attack or damage. Modify the chosen combat value by +1 for each adjacent friendly character.

Defensive Escort: Invulnerability, Mastermind.

#026 Sphere 3095

Creating Temporal Vortex: Probability Control. Probability Control a second time when it is not your turn, but only when a character marked with an Assimilation token makes an attack.

#027 Queen Vessel Prime

Ruthless Efficiency: When Queen Vessel Prime hits with an attack, damage dealt is penetrating damage.

All Is In Service To The Collective: Invulnerability, Mastermind. When it uses Mastermind, friendly characters with the Borg keyword within 4 squares and line of fire are considered adjacent.

The Queen: Leadership, Outwit. When it uses Leadership, it may reroll that roll once.

#028 Tactical Cube 138

Assimilation Underway: [Multiattack], but one of the actions it takes must include an attack that targets a character marked with an Assimilation token.

Assimilation Target Shields Draining: When Tactical Cube 138 hits with an attack, damage dealt is penetrating.

#100 Tactical Cube 5651

Assimilation Underway: [Multiattack], but one of the actions it takes must include an attack that targets a character marked with an Assimilation token.

Regenerative Plating: Toughness.

Approach and Assimilate Target Lifeforms: Running Shot, Mind Control.

Terrain Extraction Complete: Penetrating/Psychic Blast. When it destroys a square of blocking terrain, you may continue to destroy squares of terrain at no cost provided each square is adjacent to the previously destroyed square.

#101 U.S.S. Enterprise-D

Planting a Command in the Collective: "Sleep": When an opposing character within 8 squares of U.S.S. Enterprise-D places an Assimilation token, after resolutions, roll a d6. **4-6:** Give that opposing character an action token.

You Will Only Defeat Him By Letting Him Go:

Once per game, choose a keyword an opposing character has. // When targeting opposing characters with that keyword, modify attack +1 and, if the chosen keyword is Borg, roll a d6 when an attack hits. **5-6:** damage dealt by the attack is penetrating damage.

#102 Ogla-Razik

Proton Beam: When Ogla-Razik makes a range attack targeting a character marked with an action token, modify damage +1.

#103 Scout 255

Full Analysis Complete: Probability Control, but only to reroll an attack roll made in an attack targeting a character marked with an Assimilation token. // Modify damage +1 when targeting a character with an Assimilation token.

#104 Assimilator 84

You Will Be Assimilated- Or Destroyed: Mind Control, Phasing/Teleport. When it uses Mind Control, after resolutions, deal each hit target 1 penetrating damage for each Assimilation token on it.

Your Defenses Are Irrelevant: Outwit, but can only choose defense powers.

The Hobbit: Journey to the Lonely Mountain

#001 Bilbo

Oh? What's This?! When Bilbo rolls for a relic, he may increase his result by +1.

Have You Smelled Them?: Super Senses. Adjacent friendly figures that share a keyword with Bilbo can use Super Senses, but only succeed on a 6.

#002 Gandalf

True Courage: Outwit, Probability Control.

#003 Gollum

Well, If He Loses Precious, We Eats It!: Plasticity, Super Senses. Before rolling a d6 for Super Senses, choose a number between 1-4. If the result is the chosen number, Gollum evades the attack and the attacker is dealt one unavoidable damage.

We Knows Safe Paths. Safe Paths In The Dark:

During your first turn, FREE: Place Gollum in any square that is not within line of fire of any opposing character.

#004 Azog

Seeking the Most Worthy Opponent: Improved Movement: Characters.

Mighty Mount: Characters named Great Warg cannot have their combat values replaced or modified this turn if it carries Azog during this turn.

Sword and Claw: Flurry -or- Sidestep.

#005 The Great Goblin

The Goblin King: When The Great Goblin would be dealt damage, you may instead deal 1 unavoidable damage to an adjacent friendly character with a shared keyword and a lower point value.

The Two Towers

EPIC- *Once per turn for all friendly characters, an Epic ability can be activated with an Epic Action. This is still a costed action and applies action tokens normally.*

#001 Aragorn

Trained as a Ranger: Improved Movement: Hindering

Tracking Friends: EPIC: Choose up to one adjacent friendly character for each 200 points of the game's build total. Place Aragorn adjacent to any friendly character within 10 squares and then place the chosen friendly characters adjacent to Aragorn.

Leader of Men: Leadership. Adjacent friendly characters can use Willpower. Perplex, but only to modify the attack values of adjacent friendly characters.

#002 Galadhrim Elven Soldier

Hold the Line: Energy Shield/Deflection. When Galadhrim Elven Soldier is targeted with a close attack and he is adjacent to a friendly character with a shared keyword, modify his defense +1.

#003 Hunter Orc

Cull the Weak, Sate the Strong: When Hunter Orc attacks an opposing character that is marked with one or more action tokens, modify attack +1.

#004 Grima Wormtongue

Leechcraft: EPIC: Choose up to 1 opposing character per 100 points of the game's build total. Until the beginning of your next turn, chosen characters can't be

healed.

Poison Words: Mind Control. When he uses it, modify attack +2. After resolutions, deal hit targets 1 penetrating damage.

Sow Discontent: When an opposing figure rolls for Leadership, subtract 1 from the result, minimum 1. On a result of 1, that player removes an action from their Action Total this turn if not already removed by this effect.

#006 Smeagol

Good Smeagol Always Helps!: EPIC: Choose a keyword an opposing character has. Smeagol can use Outwit once for each 200 points of the game's build total, but can only target characters with the chosen keyword.

Morph: Gollum: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace this character with [T2T] #007 Gollum on the same click number.

Sworn to Serve the Master of the Precious: Perplex. When he uses it, he may instead modify the same combat value of all characters within range and line of fire with the Ringbearer keyword by +1.

#007 Gollum

Soft and Quick as Shadows: EPIC: Gollum and up to 1 character per 100 points of the game's build total can use Stealth until the beginning of your next turn.

Morph: Smeagol: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace this character with [T2T] #006 Smeagol on the same click number.

Liar, Thief, Murderer!: Poison. When he uses it, characters with the Ringbearer or Fellowship keyword are dealt 2 damage instead of 1.

#008 Ithilien Ranger

Warning Shot: When Ithilien Ranger successfully hits multiple targets with a range attack and chooses to deal 0 damage to a target, he may place an action token on the target instead.

#009 Rohan Soldier

Skilled Rider: A character using the [Carry] ability may carry Rohan Soldier in addition to any other characters being carried.

Charging Lance: Charge. When he uses it, modify attack +1.

#010 Easterling

Tight Ranks: When Easterling is adjacent to a friendly character with a shared keyword, modify her attack +1. When she is adjacent to at least two friendly characters with a single shared keyword and attacks, any roll of doubles that hits is a critical hit.

Phalanx: Combat Reflexes. When she is the target of a range attack, she can use Toughness.

#011 Uruk-Hai Berserker

Berserker Fury: Any successful attack roll made by Uruk-Hai Berserker where the result is doubles is a critical hit.

#012 Legolas Greenleaf

Elf Eyes: EPIC: Running Shot as FREE. Place a Spotter token on any hit targets. When a character marked with a Spotter token is the target of a range attack, modify its defense -1 for each 300 points of the game's build total.

Deadly Archer: When Legolas Greenleaf targets more than one character with a range attack, modify attack and damage +1.

Finishing Shot: When Legolas Greenleaf makes a range attack, increase the damage dealt to characters marked with an action token by +1.

#013 Samwise Gamgee

We Need a Few Good Taters: Support. When he uses it, after resolutions, he may use it again at no cost, but can only target a different character that is marked with one action token.

#014 Mauhur

I Smell Man-Flesh: UNIQUE MODIFIER- Friendly characters modify attack +1 when they attack a character occupying hindering terrain.

#015 Lugdush

Orc-Blade: Blades/Claws/Fangs. When he uses it, on a result of 4-6, after resolutions, you may deal 1 damage to a different opposing character adjacent to Lugdush.

#016 Grishnakh

Do You Give Good Sport?: At the beginning of your turn, you may choose a number from 1 to 6 and roll

2d6. If the chosen number comes up on either die, Grishnakh can use Charge this turn, and if it comes up on both dice Grishnakh can also use Exploit Weakness this turn.

#017 Faramir

Familiar Terrain: Improved Movement: Hindering

Ambush!: Once per game, EPIC: All friendly characters occupying hindering terrain modify attack +1 this turn. When you do, Faramir may make a close or range attack.

Ranger of Ithilien: Running Shot, Stealth.

#018 Hama

I'm Afraid I Have to Take Your Weapons: Once per game, EPIC- Until your next turn, attacks that would deal penetrating damage deal regular damage instead.

I Carry the Orders of the King: Outwit, but only to target characters with a point value of 75 or less.

#019 Gamling

Royal Guardsman: During your first turn, choose a friendly character with a point value greater than Gamling. That character can use Mastermind, but may only use it to choose Gamling.

Preparing the People for Battle: Perplex, but only to target friendly characters with a point value of 75 points or less.

#020 Eowyn

Simbelmyne: Once per turn, when a friendly character is KO'd, you may place a hindering terrain marker in the square it occupied before being removed from the map.

Providing Comfort: Support. When she uses it, you may treat any roll of doubles (other than a critical miss) as a result higher than the target's defense value, but when you do she can heal a maximum of 2 clicks.

#021 Eomer

Rider of Rohan: Passenger: 1.

Marshall of the Horse-Lords: Eomer and adjacent friendly characters modify attack +1 when making a close attack. If that character has moved this turn, modify damage +1 for this attack as well.

#022 Gimli

Stand and Fight!: EPIC: Gimli and up to one adjacent friendly character per 200 points of the game's build total can use Combat Reflexes and Close Combat Expert until your next turn, and Gimli can use Close Combat Expert as FREE this turn.

We Dwarves Are Natural Sprinters: Charge. He may activate it with DOUBLE POWER and if he does, he does not halve his speed value from Charge.

#023 Ugluk

Get a Fire Going!: When Ugluk is adjacent to a friendly character, he can use Smoke Cloud as FREE, but may only place up to two tokens and no token may be placed in a square occupied by a character.

#024 Sharku

In the Bloody Fray: When an opposing character within 3 squares is KO'd, modify attack +1 until your next turn.

#025 Haldir

Elven Archery: Once per game, EPIC: Choose up to 1 friendly character per 200 points of the game's build total. During your turn, you may give each chosen character a POWER. When you do, each character given one may make 2 range attacks. If Haldir is a chosen character, his POWER may be given as FREE.

Target Their Armor's Weak Points!: Damage dealt by range attacks made by adjacent friendly characters can't be reduced to less than 1.

#026 Theoden

Make for Refuge: Once per game, EPIC: Place Theoden and up to 1 friendly character per 150 points of the game's build total in your starting area.

Exiled by the King: Force Blast. He can use it as if he occupied any square within 6 squares and line of fire.

#027 Gandalf the White

Look To My Coming: EPIC: Roll a d6 for each 200 points of the game's build total. Other friendly characters within 4 squares may be healed of the total result, dividing the total among them, but only if they are given an action token.

I Come Back at the Turn of the Tide: When Gandalf the White has no action tokens, he can use Perplex until your next turn, but only to target other characters. When Gandalf the White has one action token, he can

use Probability Control.

Would You Part an Old Man from His Walking

Stick?: Energy Explosion. When he hits a character adjacent to an original target, damage dealt to all characters hit by the attack is penetrating damage.

#028a Warg Rider

Sure-Footed Beast: Improved Movement: Elevated, Hindering, Characters.

Isengard: When Warg Rider uses [Split] or any character uses [Merge], characters with the Isengard keyword are considered to have the name Isengard.

Trusted Steed: When Warg Rider uses [Split], a bystander token named "Warg" is considered to be on the same click as Warg Rider and can't be given an action to use [Merge].

Fang and Spear: Charge, Flurry. When he uses Flurry in the same turn as Charge the two attacks must be against different targets.

#029a Rider of Rohan

Rohirrim: When Rider of Rohan uses [Split] or any character uses [Merge], characters with the Rohirrim keyword are considered to have the name Rohirrim.

Trusted Steed: When Rider of Rohan uses [Split], a bystander token named "Rohirrim Steed" is considered to be on the same click as Rider of Rohan and can't be given an action to use [Merge].

Ride Out to Meet the Enemy: If no other friendly character is adjacent to a target attacked by Rider of Rohan, modify attack +1.

Vanguard: [Move and Attack], even when adjacent to an opposing character. When he uses [Move and Attack], modify speed -2 instead of attack.

#030a Eomer and Steed

Lead by Example: EPIC: Choose up to 1 friendly character for each 200 points of the game's build total. When a chosen character uses Charge this turn modify their speed -2 instead of halving their speed from Charge. If Eomer and Steed is one of the chosen characters, they can use Charge as FREE this turn.

Trusted Steed: When Eomir and Steed use [Split], a bystander token named "Steed" is considered to be on the same click as Eomer and Steed can't be given an action to use [Merge].

Open Field Tactics: Perplex, but only to modify the speed or attack of friendly characters.

#031a Legolas and Gimli

A Red Sun Rises: EPIC: Choose up to 1 friendly character per 200 points of the game's build total. Chosen characters modify attack +1 this turn for each KO'd friendly character with a point value of 30 points or more.

Trusted Steed: When Legolas and Gimli use [Split], a bystander token named "Arod" is considered to be on the same click as Legolas and Gimli and can't be given an action to use [Merge].

Stand and Fight: When Legolas and Gimli use [Duo Attack], the second attack deals penetrating damage.

Something Is Out There: Characters attacked by Legolas and Gimli can't use Shape Change or Super Senses during that attack.

#032a Aragorn and Brego

Let's Hope Our Luck Lasts the Night: EPIC: Until the beginning of your next turn, modify +1 the defense value of up to 1 character per 150 points of the game's build total that shares a keyword with them.

Trusted Steed: When Aragorn and Brego use [Split], a bystander token named "Brego" is considered to be on the same click as Aragorn and Brego and can't be given an action to use [Merge].

The Ranger Speaks as One of Their Own: During your first turn, choose a keyword. // Mind Control, Perplex, but only to target characters with which they share a keyword or that have the chosen keyword.

Seen Enough of War: When adjacent to more than one opposing character, modify attack and defense +1.

#033a King Theoden and Steed

Forth Eorlingas: EPIC: Until the beginning of your next turn, up to one character per 200 points of the game's build and all friendly characters in your starting area can use Charge and Running Shot.

Trusted Steed: When King Theoden and Steed use

[Split], a bystander token named "Steed" is considered to be on the same click as King Theoden and Steed and can't be given an action to use [Merge].

They Will Break Like Water On Rock: Quake. When he uses it, the damage dealt to one opposing character hit by the attack is penetrating damage.

#034a Gandalf and Shadowfax

Turning of the Tide: EPIC: Outwit at no cost. After using it, they can use it again at no cost 1 time for each 200 points of the game's build total.

Trusted Steed: When Gandalf and Shadowfax use [Split], a bystander token named "Shadowfax" is considered to be on the same click as Gandalf and Shadowfax and can't be given an action to use [Merge].

Lord of the Maeras: Hypersonic Speed instead of [Move and Attack].

Beacon of Hope: Pulse Wave. When they use it, if the result of the attack roll is doubles, hit characters are also given an action token.

White Wizard: Outwit, Perplex, and Probability Control.

#035 Boromir

Our Land Will Not Fall Into Enemy Hands!: EPIC: Until the beginning of your next turn, modify the damage of all friendly characters by +1 when attacking an opposing character within 6 squares of your starting area.

Reclaimed for Gondor: POWER: Remove any Flag Markers from the map and place a Flag Marker in Boromir's square. Friendly characters adjacent to a Flag Marker modify attack +1.

#036 Frodo and Gollum

Secret Ways: When Frodo and Gollum occupy hindering terrain, they have, "EPIC: They and up to 1 friendly character per 150 points of the game's build total occupying hindering terrain can be placed in different squares of hindering terrain within 8 squares."

This Creature Is Bound to Me- And I To Him: When Frodo and Gollum use [Split], heal one replacement character 1 click after it is placed on the map.

Stinging Words, Stinging Sword: Exploit Weakness, Poison.

#101 Theodred

Defend the Borderlands: EPIC: Choose either the row or column of squares Theodred occupies on the map; modify the defense of all friendly characters in the chosen squares by +1 until your next turn.

No Need to Fight a Defeated Foe: Outwit, but the target can't be attacked while a power can't be used as a result of this effect.

Prince of the Rohirrim: Modify the attack and damage of Theodred and adjacent friendly characters by +1 when they attack an opposing character that has not been previously attacked this turn.

#102 Sharku and Warg

Trusted Steed: When Sharku and Warg use [Split], a bystander token named "Warg" is considered to be on the same click as Sharku and Warg can't be given an action to use [Merge].

He...Took A Little Tumble: Plasticity. When they hit with a close attack, after resolutions, they may use Force Blast at no cost against the same target, but if the result of the d6 is 6, deal Sharku and Warg 1 unavoidable damage.

Mage Knight Resurrection

EPIC- *Once per turn for all friendly characters, an Epic ability can be activated with an Epic Action. This is still a costed action and applies action tokens normally.*

#001 Moonborn Dunewolf

Born of Desert Darkness: Stealth. Flurry, but only when occupying hindering terrain.

#002 Dwarven Axeshield

Axeshield: Toughness. Once per turn, when he or his adjacent Leader takes damage from a range attack, roll a d6. **5-6:** deal 1 damage to the attacker.

#003 Skeleton Skullwalker

Bones That Must Rise: MOVE: Move up to its speed value. After resolutions, place a hindering terrain marker in its square. This marker remains on the map until Skeleton Skullwalker no longer occupies the square. Skeleton Skullwalker treats the marker as clear terrain for movement purposes.

#004 Xandressan Windsman

We Serve the Wind: Flurry, Force Blast. When he uses Force Blast, subtract 3 from the result of the d6 roll, minimum result 1.

#005 Altem Sentinel

I Undertake a Duty to Defend the Guild: When a character fails to break away from Altem Sentinel, after resolutions, deal that character 1 damage.

#006 Goblin Pillager

Sneaky, Sneaky!: Improved Movement: This character can move through squares adjacent to or occupied by opposing characters without stopping.

Plunder: Super Strength. When he moves, he may pick up objects held by adjacent opposing characters. Goblin Pillager may pick up an object when he is holding one. If he does, choose one of the two objects and remove it from the game.

#007 Zombie Shambler

Unslowed by Death: Improved Movement: Hindering.

Mage Drain: When an opposing character takes damage from Zombie Shambler's attack, roll a d6. **5-6:** Outwit, but only to target that character.

Withering Touch: Adjacent opposing character modify defense -1.

#008 Gassalite Swordbrother

Slip Between Swords: Improved Movement: Characters.

Dance of the Blade: Flurry. When he uses it, he may use Sidestep at no cost immediately before making the second attack.

#009 Wolfkin Raider

I Accept Your Challenge!: When a friendly character within 4 squares and line of fire takes damage from a close attack, after resolutions, you may place Wolfkin Raider in a square adjacent to the attacker or the target.

You Are Weak!: Toughness, Willpower.

#010 Shyft Ravager

Six-Limbed Scramble: Improved Movement: Elevated.

Born of Sea and Swamp: When it is not your turn, if Shyft Ravager occupies water terrain, lines of fire drawn to it are hindered.

We Bring the Darkness With Us: Poison, Smoke Cloud.

#011 Bonebreaker Shaman

Hear Their Bones Grind: When an opposing character takes damage from Bonebreaker Shaman's attack and the result of the attack roll is doubles, the target can't move until your next turn.

Mend the Tribe: Perplex, Support.

#012 Norowas

Through the Storm: Improved Movement: Hindering.

Whispers in the Treetops: Leap/Climb, Stealth.

Inspiring Negotiator: Leadership, Perplex. When he uses Perplex, he may only target a character that he removed an action token from this turn, but he may modify a combat value by +2.

#013 Arythea

Domineer Ritual: EPIC: For each character on your force that takes damage before your next turn place a Ritual token on her card. At the beginning of your next turn, deal damage equal to the number of Ritual tokens on her card to a target opposing character, maximum 1 damage per 200 points of the game's build total.

Blood Polarization: Incapacitate. When she uses it, after resolutions, roll a d6. **5-6:** a hit target is dealt damage equal to the number of action tokens on it.

#014 Goldyx

Magestone Resonance: EPIC: Choose up to 1 object per 200 points of the game build total. For each object, roll a d6. **3-6:** deal 1 penetrating damage to up to 2 opposing characters holding or adjacent to the chosen objects or occupying a chosen object's square.

Freeze and Flame: Energy Explosion with 1 [target]. When he uses it, after resolutions, he may use Incapacitate at no cost.

Healing Potion: At the beginning of your turn, heal an adjacent friendly character 1 click.

#015 Tovak

Man Can Kill Monster: EPIC: Until your next turn,

modify the damage of all friendly characters by +1 when they attack a character with a greater point value.

A Miss Is Not the Final Strike: When Tovak makes a close attack and misses, he may immediately use Sidestep at no cost.

Wielding an Ancient Blade: Close Combat Expert.

When he uses it and the attack roll is doubles, damage dealt is penetrating damage.

#016 Skyguard Captain

My Spear Will Lead the Way: Charge, Flurry.

My Blade Will Pierce Our Foes: Blades/Claws/Fangs.

When he uses it, the attack does not generate knock back. On a result of 4-6, after resolutions, deal the same amount of damage to an opposing character adjacent to the target but not adjacent to Skyguard Captain.

#017 Orc Harrower

Cruel Strength: Super Strength. When he attacks with a light object, the damage dealt is penetrating damage.

Bloody Harvest: Blades/Claws/Fangs. When he uses it and the result of the d6 is 1-2, damage dealt by the attack is penetrating damage.

#018 Technoshocker

Mechanized Stability: Improved Targeting: Hindering

Shocker Overcharge: DOUBLE POWER: Roll a d6. RANGE at no cost. If you hit, deal the result of the d6 as damage instead of normal damage.

#019 Solonavi Domineer

We Are All Pawns of the Pact: Mind Control. When he uses it, the hit target modifies either attack -or- damage +1 until actions resolve. // Mind Control as FREE and, if he does, instead modify attack -1.

#020 Wolfhawk

Wolf's Taunt: EPIC: Incapacitate at no cost once for each 150 points of the game's build total, with a range value of 8.

Beastbond: At the beginning of your turn, choose one standard power or Keyphrase ability a character on the map with the Animal, Monster, or Mystical keyword has. Wolfhawk can use the chosen power or Keyphrase ability until your next turn.

On My Own: Perplex. When she is not adjacent to a friendly character and uses Perplex, she may modify an opposing character's combat value by -2.

#021 General Volkare

Raze the City Gates: EPIC: Choose either the row or column of the map he occupies. Destroy up to 1 square of hindering or blocking terrain (or token representing that terrain) for each 100 points of the game's build total in the chosen area, and deal every opposing character occupying hindering terrain in the chosen area 1 damage.

The Bloody Banner: Once per turn, when General Volkare KO's an opposing character, you may place a Banner token in the square occupied by the KO'ed character. When a Banner token is placed, remove all other Banner tokens from the map. // At the beginning of your turn, up to 2 friendly characters occupying or adjacent to a Banner token may be healed 1 click. A Banner token may be destroyed as if it were a square of blocking terrain.

The Legion Is Under My Command: Leadership, Mind Control, and Outwit. When he uses Mind Control, if the result of a successful attack roll is doubles, deal the targeted character 1 penetrating damage after it becomes an opposing character again.

#022 Khan Bonespike

Blood Roar: EPIC: Choose up to 1 opposing character marked with an action token for each 200 points of the game's build total. Deal each of the chosen characters 1 damage.

Khan's Rampage: Charge. Once per turn, when an adjacent opposing character is KO'd, after resolutions, Khan Bonespike can use Charge at no cost. When he does, he can use Exploit Weakness.

We Will Spike the Weak!: Quake. When he uses it and hits a target character marked with one action token, place a second action token on the target.

#023 Exarch Balion

I Am the Will of Atlantis: Mastermind. Mind Control, but only to target characters marked with an action token.

The Power Flows Through Me: Penetrating/Psychic Blast. When Exarch Balion is not marked with two action tokens, up to 2 friendly characters adjacent to him can use Poison.

Obey, and Be Rewarded: Empower, Enhancement and Outwit.

#024 Lord Varatrix

Echoes of the Past: EPIC: Perplex, targeting up to 1 character per 150 points of the game's build total regardless of range or line of fire. After all Perplexes have resolved, make a close/range attack.

We Never Stopped Walking the Land: When Lord Varatrix is marked with 2 action tokens, he may be given a MOVE as FREE.

Stolen Power: Outwit. When he uses it to choose a power a character can currently use, roll a d6. **5-6:** he can use the chosen power until the end of your next turn.

#025 Raydan Marz

Ghostfire: Improved Targeting: Friendly Characters.

I Have Returned!: EPIC: Until your next turn, no die may be rerolled, and no attack can be evaded.

Avatar of the Prophet: Empower, Enhancement, Outwit, Perplex, and Probability Control. At the end of your turn, roll a d6 for each of these powers he used. **1-2:** do not clear action tokens from him this turn.

Mana Chain: Penetrating/Psychic Blast. Each time Raydan Marz hits with a range attack and the attack roll is doubles, he may be given a RANGE at no cost counting range and line of fire from a square occupied by the hit target.

#101 Za'rax'as

Flurry of Blades: Flurry, Force Blast, and Leap/Climb. When he uses Flurry to attack the same target twice, damage dealt by the second attack is penetrating damage.

#102 Cavalier Freeblade

It Makes for a Good Story: When any other character on the map rolls a critical hit or a critical miss, you may remove all action tokens from Cavalier Freeblade.

Let Me Show You a Few Tricks...: Battle Fury, Empower.

#103 Growlfang

Pain Waits In the Shadows: Stealth.

Attack the Helpless: Exploit Weakness. When he uses it, modify damage +1 for each action token on the target.

#104 General Marz

Now Is the Time to Strike!: EPIC: Until your next turn, when a friendly character makes an attack, modify attack +1 for each adjacent opposing character marked with one or more action tokens.

Slashshot: When General Marz hits with a range attack, after resolutions, he may be given a CLOSE at no cost, but can't attack the same target.

A Plan to Put the Empire Right: Leadership, Outwit. He can roll for Leadership twice per turn.

#105 Harrowblade

Power of the Magestone Powder: EPIC: Choose up to 1 character per 200 points of the game's build total. Chosen characters can use Super Strength until the end of your next turn and can pick up objects held by adjacent opposing characters.

Sword of the Khans: Immediately after Harrowblade KO's an opposing character he may use Sidestep at no cost and make a close attack.

#106 Quavon

Summon the Lost World: EPIC: Choose either Barrier or Smoke Cloud. Until your next turn, Quavon and up to 1 friendly character for each 200 points of the game's build total can use the chosen power and Quavon may use the chosen power as FREE.

Seeking the Mage-King's Throne: Super Senses, Toughness. When he uses Super Senses and succeeds, you may place him within 6 squares and line of fire.

These Books Contain Many Secrets: Outwit, Perplex. When he uses Perplex to modify the combat value of an opposing character by -1, he may modify the same combat value on himself or an adjacent friendly character by +1.

The Hobbit: The Desolation of Smaug

EPIC- Once per turn for all friendly characters, an Epic ability can be activated with an Epic Action. This is still a costed action and applies action tokens normally.

#001 Bilbo Baggins

Careful, Careful Steps: Improved Movement: Hindering.

Lucky Burglar: When Bilbo Baggins targets a character assigned a relic or resource, modify attack +2. If he hits, that character can't use the effects of that relic or resource until they have no action tokens.

#003 Mirkwood Jailer

Hold You Here As Long As We Have To: If an opposing character is adjacent to both Mirkwood Jailer and a printed square of blocking or hindering terrain, that character can't break away automatically and gets BREAKAWAY -1.

#004 Mirkwood Sentry

Night Watch: When a friendly character named Thranduil is within 8 squares, opposing characters within 5 squares of Mirkwood Sentry can't use Stealth.

#005 Lake-town Archer

Line Up and Fire Together: When Lake-town Archer is adjacent to two or more friendly characters with the word "Lake-town" in their name, Lake-town Archer can use Improved Targeting: Hindering, Opposing Characters, This character can make range attacks while adjacent to opposing characters (May target adjacent or non-adjacent opposing characters).

#006 Lake-town Sentry

Chain of Command: When a friendly character named "Master of Lake-town" is within 8 squares, Lake-town Sentry can use Charge and Leadership. When he uses Leadership, he may only remove action tokens from characters named Lake-town Sentry regardless of their point cost.

#007 Hunter Orc

Battlefield Promotion: **Mount Up!:** When Hunter Orc hits an opposing character, put a Mount token on this card. After resolutions, you may roll a d6, adding 1 for each Mount token on this card. On a result of 8 or more, remove all Mount tokens from this card and replace him with [DoS] #107 Hunter Orc on the same click number.

Find Them, Hunt Them Down: When a friendly character named Azog is within 8 squares, Hunter Orc can use Willpower and modifies attack +1.

#008 Azog

Out of the Way, Dwarf!:

Battlefield Promotion: **Mount Up!:** When Azog hits an opposing character, put a Mount token on this card.

After resolutions, you may roll a d6, adding 1 for each Mount token on this card. On a result of 9 or more, remove all Mount tokens from this card and replace him with [DoS] #108 Azog on the same click number.

Wading Through the Battlefield: Flurry, Sidestep.

Azog can use Sidestep at no cost between attacks when using Flurry.

#009 Bard the Bowman

Uncanny Aim: When Bard the Bowman makes a range attack against a single character, the target can't use defense powers during the attack.

#010 Thorin Oakenshield

And Stay Down!: Blades/Claws/Fangs. When he uses it, the minimum result of the d6 roll is his printed damage value. When an opposing character would be KO'd from Thorin Oakenshield's attack, any other game effects that would trigger as a result of that KO do not.

#011a Beorn

Morph: **Beorn:** MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace this character with [DoS] #011b Beorn on the same click number.

A Friend to the Woods: Perplex, but only to target friendly characters. When he uses it and targets a character with the Animal keyword, he may modify two different combat values by +1 or -1 each.

#011b Beorn

Morph: **Beorn:** MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace this character with [DoS] #011a Beorn on the same click number.

#012 Tauriel

Silent... and Deadly: Improved Movement: Hindering

Capable Warrior: When Tauriel's force isn't a themed team, she is a Wild Card.

#013 Thranduil

What Brought You Into the Forest At All?: When Thranduil occupies hindering terrain, he has "EPIC: Choose one friendly character with the Mirkwood

keyword for every 100 points of the build total. Chosen characters can use Plasticity until your next turn.

Opposing characters can't use Improved Targeting: Hindering to target the chosen characters until your next turn.

King of the Woodland Realm: Leadership, but only to remove action tokens from characters that he shares a keyword with.

Elven Army: Mastermind, Super Senses.

#014 Gandalf the Grey

A Wizard Goes Where He Wants: Improved Movement: Characters.

Dawn Take You All: EPIC: Make a range attack targeting up to 1 opposing character within range and line of fire for each 200 points of the built total. Hit characters are given an action token instead of normal damage. All targeted character can't be given POWER until your next turn.

Where Is A Wizard When You Need One?: Stealth, [Wing].

Fight, You Fools!: Empower, Exploit Weakness.

#015 Alfrid

I Serve the Lake-town...In My Own Fashion: Alfrid can't be the target of an attack unless the attacking character is 100 or more points -or- Alfrid is the only friendly character.

#016 Legolas Greenleaf

At Home in the Woods: Improved Targeting: Hindering.

#017 Thorin Oakenshield

We Must Retake Moria!: When Thorin Oakenshield attacks an opposing character with the Dol Guldur or Monster keyword, modify attack and damage +1.

#018 Master of Lake-town

Greed is Good: Leadership. When he uses it and succeeds, also place a Greed token on this card. At the beginning of your turn, you may remove a Greed token from this card. If you do, Action Total +1.

Master of Esgaroth: Mind Control. When he uses it as a CLOSE, he may target all adjacent opposing characters that share a keyword with him.

Master “Money Bags”: Outwit, Perplex.

#019 The Necromancer of Dol Guldur

Dark Spectre of Dol Guldur: EPIC: Choose one character for each 300 points of the build total. Until your next turn, chosen characters can only be given MOVE actions.

Servant of Morgoth: Steal Energy, but only when adjacent to a friendly character with the Nazgul keyword.

The True Lord of the Rings: Pulse Wave with a range of 12. When he uses it, you may also give any hit character with the Ringbearer keyword an action token.

#020 Bilbo Baggins and Gandalf the Grey

Perhaps Because He Gives Me Courage: When Bilbo Baggins and Gandalf the Grey KOs an opposing character, after resolutions, don't give them an action token for this action and modify defense +1 until your next turn.

The World Is Out There: At the beginning of your turn, choose an Improved Movement symbol. Bilbo Baggins and Gandalf the Grey can use Sidestep and Improved Movement with the chosen symbol until your next turn. They may use Sidestep at no cost before the second attack while using [Duo Attack].

You Promise I Will Come Back?: Defend, Probability Control.

#101 Bilbo Baggins

A Ring In My Pocket...: Improved Movement: Characters

A Took As Well As a Baggins: Wild Card.

To Steal the Arkenstone: When Bilbo Baggins is assigned a relic, modify his combat values by +1.

Burglar-Baggins: When Bilbo Baggins is adjacent to a character assigned a relic, he has “POWER: Make a relic roll for that relic as if it were in his square and may increase the result by +1.” If he succeeds the relic is now assigned to him instead.

#102 Thorin Oakenshield

To Win Our Harps and Gold From Him: While an opposing character is assigned a resource, modify attack and defense +1.

Far Over Misty Mountains Grim: Charge. Adjacent friendly characters modify speed +2 when they are given a costed action.

#103 Bard the Bowman

Master Archer of the Dale: When Bard the Bowman targets a single character with a range attack, choose: modify attack +2 -or- damage dealt from this attack is penetrating damage.

#104 Legolas Greenleaf

Elven Marksman: Improved Targeting: Hindering, Characters.

Unparalleled Archer: Energy Explosion, Precision Strike.

#105 Tauriel

At Home In the Trees: Improved Movement: Hindering.

Strong Arm of the Forest: Stealth. When Tauriel occupies hindering terrain, she can use Charge.

#106 Gandalf the Grey

Summon the Eagles: EPIC: For every 100 points of the build total, up to one friendly character has [Wing] this turn.

Second of the Istari: Leadership, but only when part of a theme team. Otherwise, Probability Control.

Master of Fire In All Its Forms: Pulse Wave, Telekinesis.

#107 Hunter Orc

Orc: When Hunter Orc uses [Split] or any character uses [Merge], characters with the Orc keyword are considered to have the name Orc.

Trusted Steed: When Hunter Orc uses [Split], a bystander token named "Warg" is considered to be on the same click as Hunter Orc and can't be given an action to use [Merge].

#108 Azog

Trusted Steed: When Azog uses [Split], a bystander token named "Warg" is considered to be on the same click as Azog and can't be given an action to use [Merge].

Hunt Them Down!: Adjacent friendly characters whose name includes "Warg" modify speed +2.

Arkham Origins

#001 Batman

"Look out, he's up there!": Improved Movement: Hindering.

Origins of the Dark Knight: Incapacitate. If he has KO'd an opposing character this game, when he uses Incapacitate, he may also deal his printed damage value, divided any way you choose among the hit targets.

Remote Batarang: When Batman makes a range attack, he may draw lines of fire from any one square within range and line of fire, but the target must be within range of Batman.

Explosive Gel: FREE: Destroy an adjacent wall or square of Blocking terrain.

#002 Black Mask Thug

Minion: **False Facer:** Shape Change, but only when a friendly character named Black Mask is within 8 squares.

#003 Electrocutoner

Hired Assassin: During your first turn, choose an opposing character. If Electrocutoner KO's that character, you score an additional 50 victory points.

Electric Shock Gloves: Quake. When he uses it, hit characters are also given an action token and are not knocked back.

#004 The Penguin Thug

Minion: **I've Got Info for You, Boss:** When a friendly character named The Penguin is within 8 squares, The Penguin Thug can use Perplex, but only to negatively modify combat values of opposing characters.

#005 Robin

Flying Grayson: Improved Movement: Hindering, Can move through squares adjacent to or occupied by opposing characters without stopping.

Bo Staff: Incapacitate. When he uses it to make a close attack and hits, after resolutions, he may use Incapacitate at no cost targeting the same character.

#006 The Joker Thug

Minion: **Joker Says I'm Expendable:** Poison, but only when a friendly character named The Joker is within 8 squares. When he uses it, The Joker Thug is dealt 1

unavoidable damage.

#007 Anarky

Hand-Made and Hand-Delivered: Improved Targeting: Elevated, Hindering.

Firebomb: Energy Explosion. When Anarky hits with a range attack, after resolutions he may use Smoke Cloud at no cost, but only to place hindering terrain markers in the target's square and squares adjacent to the target.

#008 Bane Thug

Minion: **Soldiers of Fortune:** Willpower, but only when a friendly character named Bane is within 8 squares.

#009 The Joker

You Couldn't Catch a Cold!: Improved Movement: Characters.

Origins of a Madman: Poison. If The Joker has KO'd an opposing character this game, when he uses Poison, damage dealt is penetrating damage.

Joker Gas: Smoke Cloud. When he uses Poison, The Joker may treat all opposing figures which ended the previous turn adjacent to one of his hindering terrain markers as adjacent.

I'll Test Your Code: FREE: Choose an opposing character within range and line of fire. Until your next turn, if that opposing character makes an attack, it may only target The Joker.

#010 Barbara Gordon

Origins of Oracle: Perplex. If Barbara Gordon has KO'd an opposing character this game, when she uses Perplex, she may count squares and draw lines of fire from any friendly character's square.

Budding Detective: When Barbara Gordon is adjacent to a friendly character, she can use Outwit until your next turn.

#011 Captain Jim Gordon

Origins of the Commissioner: [Capture]. The first time he releases a captive, choose a friendly character with a lower point value. That character can use [Capture] as long as Captain Jim Gordon is on the map.

Round Them Up: Adjacent friendly characters that share a keyword with Captain Jim Gordon can use Sidestep.

#012 E. Nigma

Origins of the Riddler: Outwit. If he has KO'd an opposing character this game, when he uses Outwit, after resolutions he may also use Perplex at no cost, but only to target the same character.

I Love a Good Riddle: Probability Control. When he uses it and it isn't your turn, if the final attack roll is a miss, give the attacker an action token.

#013 The Penguin

Information Broker: Leadership, Outwit. He may activate Outwit with a POWER instead of FREE. If he does, he can count squares and draw lines of fire from the square of a friendly character that shares a keyword with him.

#014 Copperhead

Serpentine Stalker: Improved Movement: Hindering, Characters.

Hired Assassin: During your first turn, choose an opposing character. If Copperhead KO's that character, you score an additional 50 victory points.

Hallucinogenic Poisons: Poison. // POWER: Choose an adjacent opposing character. Deal that character 1 penetrating damage and give it a Poison token if it doesn't already have one. Even if this power is lost, characters with a Poison token modify attack and damage -1 and have, "POWER: Remove the Poison token from this character."

#015 Black Mask

Vast Fortune: POWER: All adjacent friendly characters that have the Assassin keyword or share a keyword with him may immediately be given a MOVE at no cost.

Determined to Break You: Toughness, Willpower.

#016 Deadshot

Up Close, At Range, No Difference: Improved Targeting: Hindering.

Hired Assassin: During your first turn, choose an opposing character. If Deadshot KO's that character, you score an additional 50 victory points.

I Never Miss: If Deadshot targets a single opposing character with a range attack, he can use Probability Control for that attack.

#017 Firefly

Thermal-Graphic-Vision: Improved Targeting: Hindering.

Hired Assassin: During your first turn, choose an opposing character. If Firefly KO's that character, you score an additional 50 victory points.

Watch it Burn: When Firefly hits an opposing character, give that character a Burn token. Characters with a Burn token can't use Stealth. // At the beginning of your next turn, remove the Burn token, deal that character 1 damage, and place a hindering terrain marker in a square that character occupies.

#018 Shiva

At Home in Battle: Improved Movement: Hindering, Characters

Hired Assassin: During your first turn, choose an opposing character. If Shiva KO's that character, you score an additional 50 victory points.

From the Shadows: Stealth. // At the beginning of your turn, if Shiva occupies hindering terrain, she can use Charge and Exploit Weakness until your next turn.

#019 Killer Croc

Hired Assassin: During your first turn, choose an opposing character. If Killer Croc KO's that character, you score an additional 50 victory points.

Up From the Sewers: Charge, Sidestep but only when Killer Croc occupies water terrain.

#020 Deathstroke

Nowhere to Run, Nowhere to Hide: Improved Movement: Hindering, Outdoor Blocking, Characters. Improved Targeting: Hindering.

Hired Assassin: During your first turn, choose an opposing character. If Deathstroke KO's that character, you score an additional 50 victory points.

Remote Claw: Incapacitate. When he uses it, he may also deal his printed damage value, divided any way you choose among the hit targets.

Super Soldier Serum: Regeneration, Toughness. When he uses Regeneration, heal 1 more click.

#021 Bane

Hired Assassin: During your first turn, choose an opposing character. If Bane KO's that character, you score an additional 50 victory points.

TN1 Serum: When this click is revealed while taking damage, stop turning the dial, roll a d6, and subtract 3 (minimum 1). Positively modify Bane's combat values by the result as long as this power is displayed. // Invulnerability. Protected: Outwit.

RPG: Energy Explosion, Ranged Combat Expert, and Improved Targeting: Hindering, Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain, with a range value of 8.

Invincible Iron Man

#001a Iron Man

Thermal Imaging Array: , Improved Targeting: Hindering, Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

Hyperjet Boots (300 Points): [Move and Attack].

#001b Silver Centurion

Pulse Bolt Torpedo: Once per game, POWER: Place a Torpedo special terrain marker on the map in an adjacent square. // When the Torpedo is on the map, you may give Silver Centurion a FREE, place an Acceleration token on this card and then move the Torpedo equal to the number of Acceleration tokens on this card as if it were a character with [Wing] and Improved Movement: Characters. // At the beginning or end of your turn, if the marker's square is occupied by an opposing character, you must remove the marker from the map and make a close attack against that character with an attack value of 11 and a damage value equal to the number of Acceleration tokens on this card, maximum 7. After resolutions, remove all Acceleration tokens from this card.

Heat, Acid, and Radiation-Shielded: PROTECTED: Penetrating/Psychic Blast, Poison, and Pulse Wave.

-None of Silver Centurion's powers can be used when

making the attack with the Torpedo. No powers can affect the attack roll of the Torpedo either (ie, Probability Control). A critical hit will increase damage dealt by +1.

#002 Rescue

Pepper to the... You Know: Passenger 3, regardless of their combat symbols if each isn't on their starting click.

Magnetic Force Blast: Incapacitate, Telekinesis.

I'm Not Letting You Turn Me Into a Weapon: Perplex but can't modify damage.

#003 Freak

No, I Can't Hurt You, My Friend: Opposing characters modify attack -2 and damage -1 when attacking Freak if they are named Iron Man, Tony Stark, or have the same name as a character friendly to Freak.

#004 Maggia Goon

Protection Racket: When targeted with an attack, Maggia Goon may use the printed defense value of the character targeting him.

#005 Hammer Industries Drone

Heat-Seeking Missiles: Improved Targeting: Hindering.

This Isn't a Rescue - It's An Ambush: When Hammer Industries Drone carries a character with the Hammer Industries keyword and a lower point value, modify the defense of both characters by +1 until your next turn.

#006 Dreadnought

Donate Parts: POWER: Heal an adjacent friendly character with the Robot keyword 2 clicks, and then deal 1 unavoidable damage to Dreadnought.

#007 Brothers Grimm

My Twin: If there is exactly one other friendly Brothers Grimm on the map, modify attack +1. If that character is adjacent, modify all of this character's combat values by +1 instead and you may give both Brothers Grimm a FREE to be placed in each others' squares.

#008 Justin Hammer

I Know All the Players: Characters with the Armor, Hammer Industries, or Robot keyword may be targeted by Justin Hammer's Outwit or Perplex if they are within 10 squares, regardless of range or line of fire.

It's All Above Board and Legal: Mastermind. He can use it to choose characters of 150 points or less if they are within 3 squares and have the Armor, Hammer Industries, or Robot keyword.

#009 Crossbones

I Shot Captain America - You're Next: Once per turn, when Crossbones hits with a range attack, after the attack resolves he may use Sidestep at no cost and modifies attack and damage +1 this turn. If he uses Sidestep, after resolutions, he may make another range attack against a different opposing character.

#010 Puck

Cartwheel: Charge. // When Puck moves in a direct path, after his movement ends, if an opposing character occupies the next adjacent square in that path, that character is knocked back 2 squares and Puck may then be placed adjacent to that character.

#011 Guardian

Alphans, Unite!: UNIQUE MODIFIER- When your force includes 2 or more characters with the Alpha Flight keyword, those characters modify attack +1. // Passenger: 2 if at least one of them has the Alpha Flight keyword.

#012 Aurora

Blinding Flash: When Aurora hits with a range attack, a hit character modifies attack -2 until your next turn.

#013 Northstar

Twin Connection: When Northstar is adjacent to a friendly character named Aurora, they both modify attack +1 and can use Pulse Wave with a range of 8. During this use of Pulse Wave, friendly characters named Northstar or Aurora have PROTECTED: Pulse Wave.

#014 Bulldozer

You Got the Guts to Deal with Me?: Improved Movement: Blocking. Immediately after movement resolves, destroy all Blocking terrain moved through.

Masters of Evil (145 Points): [Masters of Evil] team ability.

Head Down, Head First: At the end of your turn, choose a side of the square Bulldozer occupies. Lines of fire drawn to Bulldozer that pass through that side of the square are blocked until your next turn.

#015 Tony Stark

Argonauts: Mind Control, Stealth. When he uses Mind Control, he can only target a single character with the Armor or Robot keyword, but may target friendly characters.

Extremis Takes Over: When this click is revealed due to taking damage from an opponent's attack, stop turning the dial.

Extremis Healing Factor: Regeneration, Toughness. // At the beginning of your turn, if Tony Stark hasn't taken damage since your last turn, heal him 1 click. Protected: Outwit.

#016 Pepper Potts

I Had To Rebuild You, Pepper: When Pepper Potts would be KO'd by an opponent's attack, you may give an adjacent friendly character named Iron Man or Tony Stark an action token. If you do, replace this character with [IIM] #002 Rescue or [IIM] #202 Rescue on its orange starting line.

Alter Ego: **Rescue:** POWER: This action deals no pushing damage. Replace this character with [IIM] #002 Rescue or [IIM] #202 Rescue on its orange starting line. Protected: Outwit.

Let Me Help You Clear Your Head, Tony: Adjacent characters named Iron Man or Tony Stark have PROTECTED: Mind Control, Penetrating/Psychic Blast from characters that are 150 points or less.

#017 Happy Hogan

I'm Sorry My Enervator Caused This, Happy: When Happy Hogan is healed 1 or more clicks, if he's adjacent to a character named Tony Stark, you may replace him with [IIM] #003 Freak on its orange starting line.

Alter Ego: **Freak:** POWER: This action deals no pushing damage. Replace this character with [IIM] #003 Freak on its orange starting line. Protected: Outwit.

Stark Chauffeur: Characters named Iron Man or Tony Stark modify speed and range +1 when they are within 8 squares of Happy Hogan. // *OFF THE MAP*
ACTIVE- When Happy Hogan is the pilot of a vehicle, modify the vehicle's defense +1.

#018 Snowbird

Animal Form: FREE: Choose one: Blades/Claws/Fangs, Flurry, Stealth, or Willpower. Snowbird can use that power and Battle Fury until your next turn.

Post-Cognition Flash: Probability Control, but only during an opponent's turn.

#019b Sasquatch

Arrive in Your Reality: Once per game, Hypersonic Speed.

View from the Panoptichron: Probability Control. When she uses it during your turn, she may target a character anywhere on the map.

#020 Detroit Steel

Targeting Solution: Improved Targeting: Hindering, Opposing characters.

Built Hammer Tough: UNIQUE MODIFIER- Friendly characters named Hammer Industries Drone modify range +1.

Chaingun...for America!: Energy Explosion, Precision Strike.

#021 Sasha Hammer

Villainous Lineage: UNIQUE MODIFIER- When a friendly character named Crimson Cowl, Mandarin, or Justin Hammer is adjacent to Sasha Hammer, they each modify attack +1.

Steal a Dead Man's Armor: When a character with a different name, the Armor or Robot keyword, and 150 points or less would be KO'd, you may roll a d6. **5-6:** Replace Sasha Hammer with that character, on a click number that's the same number of clicks from its starting line as her click number. That character is now a friendly character and Sasha Hammer is KO'd.

#022 Scarecrow

Murder of Crows: If there are no friendly Murder of Crows tokens on the map, Scarecrow has, "POWER: Generate a Murder of Crows bystander in an adjacent square."

Taking the Shiny: When Murder of Crows hits with an attack, any relic assigned to the hit character is placed in this character's square.

#023 Unicorn

Uni-Horn: KNOCKBACK.

#024 Centurius

Directed Mutations: Friendly characters have PROTECTED: Opposing Perplex.

Evolutionizer: Perplex. When he uses it, he may instead modify an attack value by +2.

#025 Controller

Slave Discs: When an opposing character takes damage from Controller's close attack, mark that character with a Slave Disc token. Controller modifies his combat values by +1 and has an additional [target] for each opposing character on the map with a Slave Disc token.

I am... the Controller!: Mind Control. He can use it as FREE and when he does, can only target opposing characters marked with a Slave Disc token.

#026 Blizzard

Ice Shard Storm: Pulse Wave. When he uses it, hit opposing characters 75 points of less gain Immobile until your next turn. You may also give an action token to one hit character that is 150 points or less.

Snow Flurries: Barrier, Energy Shield/ Deflection. When he uses Barrier, you may also place a hindering terrain marker in the square he occupies.

#027 Piledriver

Masters of Evil (125 Points): [Masters of Evil] team ability.

Fist Slam: Quake. When he uses it, if he's holding an object, he deals 3 damage instead of 2 when targeting more than one character and, after resolutions, remove that object from the game.

#028 Death's Head

Be Getting Out of My Way, Yes?: Improved Targeting: Characters.

Side Job: Each time Death's Head hits with an attack, after resolutions, you may deal 1 unavoidable damage to another friendly character within 3 squares. If you do, Death's Head may be given one action at no cost but can't attack any character he already attacked this turn.

Faked My Own Death: Invulnerability, Regeneration.

Many Ways to Kill You, Yes?: At the beginning of your turn, you may choose Close Combat Expert -or- Ranged Combat Expert. Death's Head can use the chosen power this turn.

#029a War Machine

Variable Threat Adaptation: At the beginning of the game, choose a standard power. When an opposing character attacking War Machine can use the chosen power, modify its attack and damage -1 for that attack.

#029b War Machine

Retaliatory Strike: Each time War Machine is targeted with an attack, put a Retaliation token on this card. // FREE: Remove 2 Retaliation tokens. Make a range attack against a single target.

Alpha Strike: DOUBLE POWER: Give War Machine 2 different actions at no cost.

#030 Mandarin

Rings of the Mandarin: While building your force, Mandarin may be assigned one or two different relics with [IIM] Symbol by paying their point costs. If he does, your force may not contain a resource or other objects. Each time Mandarin takes damage from an opponent's attack, place a Ring token on his character card. // POWER: Remove a Ring token from his character card, and you may assign a relic to him with [IIM] Symbol if that relic is not already on your force.

Lethal Karate Blow: When Mandarin makes a close attack and hits, if he rolls a 10 or higher, modify damage +2.

#031 Crimson Cowl

Crimson Cloak: Plasticity, Passenger: 1.

Twenty-Five Masters of Evil: Leadership as if she has a point value of 150. When she uses it and succeeds, she may also remove an action token from another adjacent character.

#032 Juggernaut

Unstoppable: Improved Movement: Hinderling, Characters, Blocking, Immediately after movement resolves, destroy all Blocking terrain moved through.

#033 Absorbing Man

Mystical Absorption: When Absorbing Man is adjacent to a character with a relic assigned to them, he has, "FREE: Absorbing Man can use the current effects of one of those relics until your next turn."

Material Absorption: Toughness. Absorbing Man may use a standard defense power an adjacent character can use, instead of Toughness.

#034 Melter

Shoots Through Anything: Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

Molten Armor: If Melter targets a character with the Armor, Robot, or Vehicle keyword, modify attack and damage +1. If he hits, he can use Outwit until your next turn, but only to target the hit character.

#035 Dreadknight

Lance Skewer: Blades/Claws/Fangs. // CLOSE: He may target any opposing character within range and line of fire. He must roll a d6 for Blades/Claws/Fangs.

Revert: **Hawkeye:** FREE: Replace Dreadknight with a character named Hawkeye of equal or less points that's 2 less clicks from its starting line. That character can't be given an action this turn.

#036 Ghost

Corporate Saboteur and Spy: When an opposing character takes damage from Ghost's attack, mark it with an Infiltration token. Characters with Infiltration tokens have no keywords until Ghost takes damage from their attack.

Invisible or Intangible, Not Both: At the beginning of your turn, choose one to last until your next turn: characters 3 or more squares away can't draw a line of fire to Ghost -or- Ghost can use Phasing/Teleport.

#037 Iron Monger 2.0

Rewire You For Explosives: When a friendly character is KO'd by an opponent's attack, you may deal 1 penetrating damage to each opposing character adjacent to that character.

You're an Imitator, Not an Innovator: If an opposing character within range and line of fire can use Outwit or Perplex, Iron Monger 2.0 can use that power until your next turn. Protected: Outwit.

#038 Iron Man

Personal Cloaking Device: When it's not your turn, lines of fire can't be drawn to Iron Man if he occupies hindering terrain or is adjacent to blocking terrain.

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Man would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with a character from [IIM] #051 through [IIM] #056 or [IIM] #201 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Secret Identity, For Now: Shape Change. When he uses it and the result is 1, he can't use Shape Change again this game, but can use Willpower instead.

#039 Thunderball

Masters of Evil (137 Points): [Masters of Evil] team ability.

Swinging Ball and Chain: Quake. When he uses it, he also targets all opposing characters within range and line of fire.

People Underestimate Me: Outwit, but only if no other character on your force can use Outwit.

#040 Shaman

"No Flight" Spell: Once per game, FREE: Until Shaman is KO'd, other characters with [Wing] or [Wing-Transporter] have [Boot] instead.

Medicine Bag of the Void: POWER: Generate a standard light object in an adjacent square. This game, friendly characters have KNOCKBACK when using this object in a close attack.

Glacial Wall: Barrier, Energy Shield/ Deflection. When he uses Barrier, the blocking terrain markers can't be destroyed by characters marked with one or

more action tokens.

#041a King Hyperion

Genocidal Rage: POWER: Make a close/range attack targeting a single friendly character with a point value of 15 or more. If he KO's that character with this attack, after resolutions, heal him 1 click, remove all action tokens from him, modify his combat values by +1 until your next turn and he may immediately be given a POWER at no cost to activate this power again.

#041b Hyperion

Super Hearing and X-Ray Vision: Improved Targeting: Hindering, Elevated, Characters, Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain, if he targets a character with an action token.

#042 Iron Doom

Unquestionable Mastermind: Leadership, Mastermind, and Super Senses. Other characters with a lower point value can't use either Leadership or Mastermind.

Lord of the World: Outwit, Perplex. // FREE: Roll a d6 that can't be rerolled. On a result of 4-6, when he uses Outwit, he may choose a power and opposing character anywhere on the map.

#043 Iron Man and War Machine

Light 'em Up: Improved Targeting: Hindering.

Reactor Full-Power: When Iron Man and War Machine have two action tokens at the beginning of your turn, you may give them one costed action as FREE this turn. If you do, they don't clear this turn and they can't use this trait during your next turn.

Cover Me! No, You Cover Me!: After Iron Man and War Machine resolve a MOVE, they may use [Duo Attack] at no cost.

#044 Absorbing Man and Titania

Out of Our Way!: Improved Movement: Hindering, Characters.

Wreckage: When Absorbing Man and Titania KO an opposing character, roll a d6. **3-6:** Generate a standard light object in the square that character occupied. **5-6:** Generate a standard heavy object instead.

Strongest Couple There Is: Plasticity, Super Strength. They may pick up and hold up to 2 standard objects at the same time. They may choose to use 1 or 2 objects during a Close Object Action.

Rubble Makers: FREE: Generate a standard object.

Grapple and Absorb: Blades/Claws/Fangs, Close Combat Expert. When they use [Duo Attack], they may use one of these powers during the first attack and the other during the second.

#045 Sin and Crossbones

Chaos...: When an opposing character would be given an action token, you may instead assign that action token to a character adjacent and friendly to the first character if it has less than 2 action tokens. If an opposing character would be given 2 action tokens, you may instead assign those action tokens to a character adjacent and friendly to the first if it does not have any action tokens.

...and Mayhem: If no friendly character has been attacked since your last turn, Sin and Crossbones may make a close -or- range attack as FREE during your turn.

Assassination Team: If Sin and Crossbones have no action tokens and they occupy hindering terrain, they can use Ranged Combat Expert and Improved Targeting: Hindering. If they use either, they deal penetrating damage and can't use Stealth until your next turn.

#046 Grey Gargoyle

Gradual Petrification: When an adjacent opposing character would clear action tokens, that character only clears one action token instead of two.

Stone Swipe: Incapacitate. When he uses Incapacitate, he may give up to two action tokens to a hit target.

Stone Shatter: Grey Gargoyle deals penetrating damage to characters with two action tokens.

#047 Titanium Man

Heat-Seeking Munitions: Improved Targeting: Hindering, Characters.

Titanic Strength: Super Strength. When Titanium Man uses an object during an attack, modify damage an additional +1 and give a hit character an action token.

Electrical Arc: When Titanium Man draws a direct line of fire to an opposing character for a range attack, opposing characters occupying a square along that line of fire between him and the target character also become targets. Divide damage among all hit characters normally, then increase the damage dealt to each hit character by +1.

#048 Count Nefaria

Ionic Energy Recharge: Once per game, FREE: Until your next turn, Count Nefaria takes no damage from opposing attacks unless it is a critical hit.

Rapid Attack: Charge, Flurry.

Ionic Disruption: Invulnerability. He reduces damage dealt to him by close attacks by 3 instead of 2 unless it is a critical hit.

Potential Unleashed: Willpower. His other powers have PROTECTED: Outwit.

#049 Iron Monger

Corporate Takeover: Wild Card, but only to copy the team ability of an opposing character. When Iron Monger is copying a team ability, opposing characters can't use that team ability.

Psychological Warfare: Perplex, but only to modify an opposing character's defense -2.

Use Your Greatest Weakness Against You: Exploit Weakness, Penetrating/ Psychic Blast. When he uses either to target a character named Iron Man or Tony Stark, modify damage +1.

#050 Wrecker

Masters of Evil (155 Points): [Masters of Evil] team ability.

I Got the Power First, Ya Know: UNIQUE MODIFIER- Adjacent friendly characters with the Wrecking Crew keyword modify attack +1.

Wrecking Crew, At Your Service: At the beginning of your turn, you may destroy one wall or square of blocking terrain adjacent to any friendly character with the Wrecking Crew keyword. If you do, generate a standard heavy object in the same square as a placed debris marker.

Enchanted Crowbar: Super Strength. When he's not holding an object and makes a close attack, modify damage +1.

#051 Iron Pharaoh

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Golden Falcon, Soaring: When Iron Pharaoh is first placed on the map, place a Falcon special terrain marker in an adjacent square. Iron Pharaoh can draw lines of fire and count range (up to 3 squares) from the Falcon marker using Improved Targeting: Hindering, Elevated, Outdoor Blocking, Characters. // FREE: Move this marker up to 3 squares.

Pharaoh's Slave: Mind Control, but only to target characters with a lower point value. When he uses it, after resolutions, deal 1 unavoidable damage to the character he hit with Mind Control.

#052 Iron Viking

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Viking would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with [IIM] #051 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Long Axe: Blades/Claws/Fangs, Giant Reach: 2. Instead of rolling a d6 for Blades/Claws/Fangs, he deals damage equal to half of his attack roll.

#053 Iron Paladin

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Paladin would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with [IIM] #051 or [IIM] #052 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Sword of Faith: Opposing characters can't use defense powers when they are the target of Iron Paladin's close attack.

Spiked Shield: [Mystics] team ability.

#054 Iron Slayer

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Slayer would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with [IIM] #051 through [IIM] #053 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Supernatural Hunter: Modify attack and damage +1 when attacking a character with the Animal or Mystical keyword or that can use Blades/Claws/Fangs or Steal Energy.

#055 Iron Engine

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Engine would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with [IIM] #051 through [IIM] #054 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Grounded Lightning Rod: Iron Engine does not take any damage, if it is penetrating damage dealt by nonadjacent characters.

Water Cannons: When Iron Engine hits a character with a range attack, knock back each hit character a number of squares equal to half of Iron Engine's attack roll and place a special marker in each square these characters now occupy. This marker is water terrain and characters hit this way can't make a range attack during their next turn.

#056 Iron Soldier

Scout Ahead: Improved Movement: Hindering.

Summon Ancestral Spirit: Iron Man: When Iron Soldier would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with [IIM] #051 through [IIM] #055 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Fight the Future: Modify attack and damage +1 when attacking a character that shares a keyword with him.

Vickers Machine Gun: When Iron Soldier hits with a range attack, after resolutions, you may make another range attack against the same target.

Chemical Warfare: Smoke Cloud. If an opposing character begins its turn occupying one of these terrain markers, it must break away. If an opposing character ends its turn occupying a square containing one of these terrain markers, deal it 2 damage. Characters with the Armor or Robot keyword are unaffected by these terrain markers.

#101 Iron Man

Mode: Chameleon: Improved Movement: Characters. Improved Targeting: Hindering.

Stealth Suit: Stealth.

Chaff Pouches: Iron Man begins the game with 2 Chaff tokens on this card. When Iron Man would be hit by an attack, you may remove a Chaff token from this card to use Super Senses, once per attack.

Radar-Shielded: Toughness. Modify defense by the number of action tokens on him.

#102 Bethany Cabe

Stark Bodyguard: Defend. UNIQUE MODIFIER- When Bethany Cabe is adjacent to a character with the Stark Industries keyword or named Iron Man or Tony Stark, they all modify defense +1.

#103 Absorbing Man

Absorbs Anything: When Absorbing Man is hit with an object or given a POWER when adjacent to a heavy or light object, place that object on his character card and remove any other objects that are on it. When Absorbing Man has a light object on his character card, modify attack and damage +1. When Absorbing Man has a heavy object on his character card, modify attack and damage +2.

Uru Metal: When Absorbing Man is dealt damage or healed, roll a d6. Absorbing Man is not dealt the damage dealt or healed unless it is the same as the result of the d6. Protected: Outwit, Pulse Wave.

#201 Iron Man

Solar-Charged Steel Mesh: At the beginning of your turn, if Iron Man has two action tokens, he may heal 1

click.

Summon Ancestral Spirit: Iron Man: Once per game for all characters with this trait, when Iron Man would be KO'd, roll 2d6 that can't be rerolled. If the result on either die is 5 or 6, you may replace this character with a character from [IIM] #051 through [IIM] #056 on its starting line. If you do, deal that character unavoidable damage equal to six minus the result of the other die.

Helmet Heads-Up Display: Energy Shield/Deflection, Super Senses. When it is not your turn, he can use Probability Control.

-Helmet Heads-Up Display is a Defense Special Power, not a Damage Special Power.

#202 Rescue

I Prefer To Help People, Tony: Support, Toughness. When Rescue is given a CLOSE/RANGE Destroy Action, her damage value is 3.

#203 Hammer Industries Drone

Targeting Computer: Improved Targeting: Hindering.

#204 Dreadnought

Flamethrower and Electric Charge: Poison, Energy Explosion with two [targets].

#205 Justin Hammer

Working the System: Outwit, Perplex.

#207 Puck

Exceptional Training: Improved Movement: Hindering.

#209 Aurora

Family Ties: When a friendly character named Northstar is within range and line of fire Aurora has, "FREE: Modify speed, attack, and damage +1 this turn." If Northstar was damaged by an attack since your last turn, instead modify attack +2.

Still Faster Than You: [Move and Attack].

#210 Northstar

Family Ties: When a friendly character named Aurora is within range and line of fire, Northstar has, "FREE: Modify Northstar's speed, attack, and damage +1 this turn." If Aurora was damaged by an attack since your last turn, instead modify attack +2.

First Into the Fight: Flurry, Sidestep.

AvX

#001 Captain America

Combat Training: Improved Movement: Hindering, Characters.

Avengers, Assemble!: Leadership. When he uses it and the result is 6, you may place a friendly character with the Avengers keyword, a lower point value, and within 4 squares adjacent to him, but only if you remove the action token from that character.

Super Soldier & Shield: At the beginning of your turn, choose Combat Reflexes -or- Energy Shield/Deflection. Captain America can use that power until the beginning of your next turn.

Take Down: Incapacitate with two [targets]. When he uses it and hits 2 characters, he may give one hit character 2 action tokens instead of giving each of them one. If that character can't be given the second action token, deal it 1 penetrating damage instead.

#002 Iron Man

Enhanced Repulsors: KNOCKBACK.

Inventing on the Fly: Outwit -or- Perplex.

#003 Thor

Call the Storm & Tear Open the Sky: Super Strength. When Thor targets and hits more than 1 opposing character with an attack, targets of the attack are dealt penetrating damage.

#004 Spider-Man

Webs Get Me Anywhere: Improved Movement: Elevated, Hindering, Outdoor Blocking, Characters.

Whatever a Spider Can: When Spider-Man is the target of a range attack, he can use Super Senses, but evades the attack on a result of 4-6.

Strength and Speed of a Spider: Incapacitate, [Move and Attack]. When he uses [Move and Attack], modify attack -1 instead of -2.

#005 Wolverine

Best There Is...: Improved Movement: Hindering.

#006 Scarlet Witch

No More Mutants: Once per game, DOUBLE POWER: Choose a team ability. Any other character that can use that team ability must roll a d6 that can't

be rerolled. **1-5:** That character can't use the chosen team ability for the rest of the game.

Mystical Wards: Energy Shield/Deflection. When Scarlet Witch is hit with an attack, the roll must be rerolled. This new roll can't be rerolled.

Casting Spells: Perplex, Probability Control, and Support.

#007 Black Panther

MOVE THROUGH THE JUNGLE: Improved Movement: Hindering, Characters.

YOU DON'T GET TO GIVE UP: Once during your turn, another friendly character within 4 squares that shares a keyword with Black Panther can use Willpower.

KING OF WAKANDA: Empower, Leadership, and Outwit. When he uses Leadership and the result is 6, he may also remove an action token from himself.

#008 Professor X

HEADMASTER: Improved Targeting: Hindering.

YOU THINK YOU KNOW ME: Shape Change, but only when Professor X does not have 2 action tokens.

I CAN'T LET YOU DO THIS: Mind Control. Opposing characters within range must be given DOUBLE POWER instead of POWER.

ONLY WHEN I HAVE TO: Mastermind. When he uses it, he may choose 2 adjacent friendly characters if they each share a keyword with him. Damage dealt must be divided between them.

I LOVE ALL OF YOU: Empower, Enhancement, and Leadership. When he uses Leadership and succeeds, he may remove up to one action token from each adjacent friendly character with the X-Men keyword.

#009 Cyclops

I Can Still See the Dream: Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking Terrain. Immediately after the attack resolves, destroy that piece Blocking terrain. Can make range attacks when adjacent to an opposing character (May target adjacent or non-adjacent opposing characters).

Ongoing Optic Blasts: Force Blast, Running Shot. When he uses Running Shot, after resolutions, he may use Force Blast at no cost.

Let's Put the World Back On Track: Leadership, Outwit.

#010 Emma Frost

Scott Can Handle It: PROTECTED: Outwit. // Sidestep, but only when a friendly character with the X-Men keyword is more than 4 squares away.

It's Her Decision: Outwit, Range value of 7.

Diamond Form: Exploit Weakness, Impervious, and Shape Change.

#011 Namor

Boiling Rage: Improved Movement: Characters.

Imperius Rex!: When Namor is hit with an attack or given a second action token, put a Rage token on his card. Before Namor rolls for an attack, you may remove a Rage token from his card. If you do, that attack deals penetrating damage.

Entrenched Recovery: Toughness. When Namor occupies water terrain, he can use Regeneration and, when it's not your turn, opposing characters can't draw a line of fire to him.

#012 Colossus

Mantle of the Juggernaut: Improved Movement: Hindering, Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

I Believe in The X-Men: Charge, Plasticity. When he has two action tokens, adjacent friendly characters that can use the X-Men team ability can use that team ability as FREE.

Steel-Skinned X-Man: Defend, Impervious.

#013 Magik

Teleportation Discs: POWER: Choose an adjacent character. Place Magik in any square within range, place the chosen character in an adjacent square, and roll a d6. **1-4:** The chosen character can't be given a costed action until your next turn.

I've Beaten Belasco: Magik deals penetrating damage to characters with the Mystical keyword.

#014 Magneto

Are You Sure About This, Scott?: Energy Shield/Deflection, Telekinesis. // During the beginning of your turn, if Magneto has two action tokens, he may use Telekinesis at no cost, but only to place friendly characters.

Magnetic Field: Force Blast. When he has no action tokens, he may use it as FREE.

#015 Danger

ISLAND DEFENSE SYSTEMS: When Danger has one action token, she can draw lines of fire and count squares for range from any square occupied by a friendly character with the Robot or Vehicle keyword.

WARDEN OF UTOPIA: [Capture], but can not have more than 1 captive.

#016 Hope Summers

POWER MIMIC: FREE: Choose a standard power displayed on the dial of any character within 4 squares. Hope Summers can use that power until your next turn with a range value of 6.

JET PACK: Charge, [Flight].

#101 Cable

SAVE HOPE: UNIQUE MODIFIER- Adjacent friendly characters named Hope Summers modify defense +1.

COMING AFTER ALL OF YOU: Modify attack and damage +1 when attacking a character with the Avengers keyword or team symbol.

TIMESLIDE: Phasing/Teleport, Shape Change.

THERE'S ALWAYS "PLAN B": [Duo Attack]. When he uses it, during the second attack, he can use Precision Strike.

#102 Lei-Kung the Thunderer

YEARS OF TRAINING: Improved Movement: Hindering.

TEACHER & PUPIL: At the beginning of your turn, you may choose a friendly character within 3 squares, with the Martial Artist keyword, and with a lower point value. The chosen character may modify either attack -or- defense +1 until your next turn.

STRIKES LIKE LIGHTNING: Charge, Flurry, and Plasticity.

CRASHES LIKE THUNDER: Quake. When he uses it, hit characters are also given an action token.

#103 White Phoenix Hope

REVERT: HOPE SUMMERS: FREE: Replace this character with [AvX] #016 Hope Summers on the same click number -2. The replacement character can't be given an action this turn.

REBIRTH: Support. When she does, choose: Her attack value becomes 12 -or- do not subtract 2 from the result of the d6 roll to heal.

#104 Phoenixbuster Iron Man

HERE GOES NUTHIN': Phoenixbuster Iron Man's attacks deal penetrating damage if the target character is assigned a relic or a resource or has any of the following: [Giant] damage symbol, [Colossal] damage symbol, [Power Cosmic] team symbol, the Cosmic or Phoenix Force keyword, or the word Phoenix in its name as a separate word.

G001 Dark Phoenix Cyclops

NOWHERE TO HIDE: Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking Terrain. Immediately after the attack resolves, destroy that piece Blocking terrain.

POWER OF THE PHOENIX: [Multiattack]. When he uses it and makes 2 attacks, the second attack deals penetrating damage.

DRIVEN TO CHANGE THE WORLD: When Dark Phoenix Cyclops KO's another character with an attack, after resolutions, remove an action token from him.

WAVES OF DESTRUCTION: Energy Explosion, Pulse Wave. When he uses Pulse Wave and there is more than one character targeted, he deals damage equal to 7 minus his click number, minimum 2.

LAST VESTIGE OF POWER: When this click is revealed, stop turning the dial. Dark Phoenix Cyclops can't use [Multiattack] and if he has already taken damage this turn, can't be dealt damage again.

T001 Avengers

SHIELDING: Energy Shield/Deflection,

Invulnerability.

COMBINED MIGHT: Empower, Enhancement.

AVX #001 Captain America: Combat Reflexes, Defend.

AVX #002 Iron Man: Perplex. When they use it and Black Panther is also attached, you may modify an opposing character's combat value by -2 instead.

AVX #003 Thor: Energy Explosion.

AVX #004 Spider-Man: Super Senses.

AVX #005 Wolverine: Blades/Claws/Fangs, Regeneration.

AVX #006 Scarlet Witch: Probability Control.

AVX #007 Black Panther: Outwit. When they use it and Iron Man is also attached, you may choose a team ability instead.

AVX #008 Professor X: When this team character uses Solo Adventure to place Professor X on the map, he may immediately use Mind Control at no cost.

AVX #016 Hope Summers: FREE: Choose the asset ability of any character that could be attached to the team base but isn't. This team character can use that asset ability until your next turn.

DP #015/202 Daredevil: Lines of fire drawn by this character are not blocked by opposing characters' Stealth.

DP #019a/201 Deadpool: Opposing characters can't use the [Avengers] or [X-Men] team abilities.

DP #033 Red Hulk: Poison. When this character uses it, damage dealt from it may be penetrating damage. If damage dealt from Poison is penetrating, at the end of your turn you must roll the d6 and turn the asset dial that many times clockwise.

T002 X-Men

NOW, WHEN YOU NEED SOMETHING: Characters with one action token attacking X-Men modify attack -1.

ENDANGERED SPECIES: [Colossal Stamina], but only if 5 team members are attached.

YOU CANNOT HURT US: Super Senses, Toughness.

X-MEN NEVER GIVE UP: Outwit. Regeneration, but only when X-Men is adjacent to an opposing character.

AVX #008 Professor X: When this team character uses Solo Adventure to place Professor X on the map, he may immediately use Mind Control at no cost.

AVX #009 Cyclops: Leadership. When they use it and the result is a 6, also remove an action token from them.

AVX #010 Emma Frost: PROTECTED: Mind Control, Penetrating/Psychic Blast.

AVX #011 Namor: Close Combat Expert, [Flight].

AVX #012 Colossus: Charge. When they use it, if Magik is also attached, they can use Improved Movement: Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

AVX #013 Magik: Phasing/Teleport. If Colossus is also attached, Energy Shield/Deflection.

AVX #014 Magneto: POWER: Telekinesis twice at no cost.

AVX #015 Danger: The combat values of this team character can't be negatively modified by opposing characters.

AVX #016 Hope Summers: FREE: Choose the asset ability of any character that could be attached to the team base but isn't. This team character can use that asset ability until your next turn.

DP #019a/201 Deadpool: Opposing characters can't use the [Avengers] or [X-Men] team abilities.

DP #052 Cable: Leadership, Phasing/Teleport, and Sidestep.

DOTA 2

#101 Tidehunter

RAVAGE: DOUBLE POWER: Incapacitate at no cost to make a close attack targeting all opposing characters within 4 squares on the same elevation level as Tidehunter. Hit characters can't reduce pushing damage during this action.

GUSH: Penetrating/Psychic Blast, [Sharpshooter], both with a range of 4.

#102 Witch Doctor

DEATH WARD: RANGE: Make a range attack targeting a single opposing character. If the attack hits, instead of normal damage, he may make another range attack against the same target. He can trigger this ability until he misses. Each additional attack can't be evaded, but modify the target's defense +1 for each attack. After resolutions, deal damage to the target equal to Witch Doctor's damage value +1 for each additional attack that hit. If any successful attack roll was doubles during this action, that attack generates knock back.

VOODOO RESTORATION: Regeneration. When he uses it, all adjacent friendly characters are healed as

many clicks as Witch Doctor is healed.

MALEDICT: Outwit, but only to choose defense powers. After resolutions roll a d6. **4-6:** deal the targeted character 1 damage.

#103 Faceless Void

CHRONO SPHERE: Once per game, EPIC: All opposing characters within 4 squares are given up to 2 action tokens. Placement of these action tokens does not deal pushing damage. After resolutions, remove all action tokens from Faceless Void.

TIME LOCK: When Faceless Void hits an opposing character with an attack, roll a d6. **6:** Give that character an action token.

#104 Razor

EYE OF THE STORM: EPIC: Make a range attack targeting the opposing character on the highest click number within range. For this attack, modify Razor's attack and damage value by +1 for each action token assigned to the target.

PLASMA FIELD: Pulse Wave. When he uses it, friendly characters have PROTECTED: Pulse Wave for this action.

UNSTABLE CURRENT: [Mystics] team ability.

#105 Lich

CHAIN FROST: RANGE: Make a range attack with 4 [targets]. After resolutions, he may make another range attack targeting up to 3 opposing characters that were not hit by the first attack but are within 3 squares and line of fire of a hit target. All hit characters from these attacks are dealt 1 penetrating damage and are given an action token instead of normal damage.

ICE ARMOR: POWER: Choose a friendly character within 3 squares and line of fire. Until the beginning of your next turn, the chosen character can use Toughness and any opposing character that attacks the chosen character with a close attack is given an action token after resolutions.

Yu-Gi-Oh! HeroClix: Series One

#002 Berserk Gorilla

Improved Movement: Elevated, Hindering, Characters.

#005 Firewing Pegasus

BURNING TRAIL: When Firewing Pegasus moves due to its own action, after resolutions, it may use Smoke Cloud at no cost. When it does, it can only place terrain markers in squares it moved through.

#007 Hiro's Shadow Scout

Improved Targeting: Hindering, Opposing Characters

#009 Kamakiriman

BUG EYES: Super Senses, Toughness.

#010 Kinetic Soldier

WARRIORS ARE WEAK: When Kinetic Soldier targets a character that can use Blades/Claws/Fangs or Charge with an attack, modify attack and damage +1.

#011 Mother Grizzly

MOTHERLY PROTECTION: Mother Grizzly and adjacent friendly characters can use Toughness.

#012 Neko Mane King

NUISANCE: When Neko Mane King takes damage from an attack, after resolutions, characters on the attacker's force can't be given actions until that player's next turn.

NO ESCAPE: Phasing/Teleport, Plasticity.

#015 The Forgiving Maiden

SELFLESSNESS: Adjacent friendly characters can use Regeneration. When they use it in this way, choose a number 1-6 as the minimum result for the d6 roll. After resolutions deal The Forgiving Maiden that much unavoidable damage.

#018 Asura Priest

MULTIPLE ARMS: DOUBLE POWER: Make up to four close attacks, but can't target the same character with more than two attacks.

DAGGERS OF DEMISE: Once per game, RANGE: Make a range attack, even if adjacent to an opposing character. Every opposing character within 6 squares and line of fire becomes a target of this attack. For each hit character, roll a d6 and deal that character that much damage instead of normal damage.

#020 Blade Knight

I STAND ALONE: If Blade Knight is the only friendly character on the map: modify his combat values by +1 and if he can use Toughness, he can use Invulnerability instead.

#021 Breaker the Magical Warrior

COUNTER SPELL: Breaker the Magical Warrior begins the game with a Spell token on this card. While the Spell token is on this card, he can use Super Senses. // POWER: Remove the Spell token to deal 2 penetrating damage to an opposing character within 6 squares and line of fire. // FREE: Remove the Spell token to deal 1 penetrating damage to an opposing character within 6 squares and line of fire.

#022 Cannon Soldier

CANNON FIRE: Telekinesis, but only to place adjacent friendly characters. When it does, its line of fire isn't blocked by the placed character and, after resolutions, it may make a range attack. All opposing characters adjacent to the placed character become a target of this attack. Hit characters are each dealt 2 damage instead of normal damage.

#023 Sangan

FIENDISH SUPPORT: When Sangan would be KO'd, remove all action tokens from up to 3 adjacent friendly characters whose combined point value is 150 or less.

#024 Dragon Piper

Improved Targeting: Hindering.

DRAGONIC CONTROL: Mind Control. When it uses it, characters it targets that have a printed damage value of 3 or more modify their defense -3 this turn.

#029 La Jinn the Mystical Genie of the Lamp

HIDING IN THE LAMP: Each time La Jinn the Mystical Genie of the Lamp is hit by an attack, after that attack resolves, modify defense +2 until your next turn.

#030 Mechanicalchaser

WHIRLWIND OF WEAPONS: Charge, Flurry.

#031 Morphing Jar

TACTICAL MOVEMENT: Once per game, when Morphing Jar is hit with an attack, after resolutions, starting with you, each player chooses a friendly character and places it into an opponent's starting area until all characters have been placed.

WHAT DOESN'T IT SEE?: Perplex, Probability Control.

#032 Alligator's Sword Dragon

FUSION: *SIDELINE ACTIVE*- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, you may replace these characters with Alligator's Sword Dragon. When Alligator's Sword Dragon enters the game in this way, it starts the same number of clicks from its starting line as the character that hit and modifies its combat values by +1 this game.

*Alligator's Sword
Baby Dragon*

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: SWORDS OF REVEALING LIGHT:

Give the set character a POWER. Until your next turn, friendly characters can't be targeted by attacks. At the beginning of your next turn, remove the spell.

[TRAP]: CRUSH CARD VIRUS: When the set character is KO'd, after resolutions, you may activate this trap. Deal 1 unavoidable damage to each opposing character of 150 or more points within 6 squares of the square the set character last occupied. Remove the trap.

#033 Baby Dragon

FIRE SPLASH: Energy Explosion, Penetrating/Psychic Blast.

#034 Castle of Dark Illusions

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: CHANGE OF HEART: FREE: The set character can use Mind Control this turn. When it does, modify attack +2 and, after resolutions, remove the spell.

[TRAP]: TRAP HOLE: When an opposing character moves through a square within 4 squares of the set

character, after resolutions, you may activate this trap. Give that character 1 action token -or- deal them 1 unavoidable damage if they already have 2 action tokens, then remove the trap.

EMBRACE THE DARKNESS: Stealth. Smoke Cloud as FREE but, when it does, hindering terrain markers must be placed within 1 square.

AN ARMY WITHIN: Passenger: 3. // Passenger: 1, but can carry regardless of the character's combat symbols.

#035 Catapult Turtle

LAUNCH CATAPULT: Telekinesis, but only to place adjacent friendly characters with a lower point value. When it uses it, after resolutions, that character may make a close/range attack.

#036 Suijin

TIDAL SHIELD: Once per turn, if Suijin is adjacent to a friendly character that's the only target of an attack, you may give Suijin an action token. If you do, Suijin becomes the target of that attack.

WATER DEFENSE: At the beginning of your turn, choose any number of adjacent friendly characters. Until your next turn, chosen characters negatively modify their attack and positively modify their defense by the number of action tokens on them.

#037 Flame Swordsman

SALAMANDRA FLAMESTRIKE: Charge, Sidestep.

FLAMING SWORD OF BATTLE:

Blades/Claws/Fangs, Poison. When he uses Blades/Claws/Fangs and rolls a 5-6, after resolutions, all damage dealt to the hit character is increased by 1 until your next turn.

#038 Gaia the Fierce Knight

SPIRAL SHAVER: When Gaia the Fierce Knight uses [Move and Attack], he may use Flurry instead of making a close attack.

#039 Kazejin

DEFENSIVE FORMATION: Once per game, when Kazejin or an adjacent friendly character is dealt damage from an attack, you may give Kazejin an action token. If you do, that character does not take any damage from the attack.

SQUALL BARRICADE: Adjacent friendly characters can use Super Senses, but only succeed on a result of 6.

#040 Curse of Dragon

BONE WINGS: Steal Energy. When it uses it and heals, choose Combat Reflexes -or- Energy Shield/Deflection. Curse of Dragon and adjacent friendly characters can use the chosen power until your next turn.

#041 Sanga of the Thunder

LIGHTNING SHIELD: When Sanga of the Thunder or an adjacent friendly character takes damage from a close attack, the attacker is dealt 1 unavoidable damage after resolutions.

THUNDER STRIKE ATTACK: Pulse Wave. When it uses it and targets more than one character, it deals 2 damage instead of 1.

#042 Thousand Dragon

FUSION: *SIDELINE ACTIVE*- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions you may replace these characters with Gate Guardian. When Gate Guardian enters the game in this way, it starts the same number of clicks from his starting line as the character that hit and modifies its combat values by +1 this game.

Baby Dragon
Time Wizard

INFERNO FLAME BREATH: RANGE: Improved Targeting: Character. Choose a square within range and line of fire along a direct line of fire. Make a range attack that targets all opposing characters occupying squares along that line of fire. Hit characters are each dealt 3 damage instead of normal damage.

#043 Relinquished

RITUAL: *SIDELINE ACTIVE*- When Relinquished is on your sideline and at least 45 points of friendly characters have been KO'd, you may give a friendly character with the "Maximillion Pegasus" or Dark keyword a FREE. When you do, KO that character and place Relinquished on his starting click in a square that character occupied.

HYPNOTIC ATTRACTION: Steal Energy. // When Relinquished hits an opposing character, give that character an Absorption token if it doesn't already have one. **UNIQUE MODIFIER-** Characters with an Absorption token modify their combat values by -1. //

Modify Relinquished's combat values by +1 for every 2 Absorption tokens on opposing characters on the map.

#044 Mystical Elf

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: GRACEFUL DICE: POWER: Probability Control, but only for its own attack rolls. When the set character misses with an attack, remove the spell.

[TRAP]: SKULL DICE: When the set character would be KO'd, you may activate this trap. Deal 1 unavoidable damage to each opposing character of 150 or more points within 6 squares. Remove the trap.

MYSTICAL HEALING: At the beginning of your turn, you may roll a d6 that can't be rerolled. **4-6:** heal an adjacent character 1 click.

ELVEN MAGIC: Probability Control, Support.

#045 Kuriboh

EXPLOSIVE BODY: When Kuriboh is KO'd, all adjacent characters are dealt 2 penetrating damage.

SMALL CLAWS: Blades/Claws/Fangs. Maximum result is 4. When he uses it and the result is 5, also give the target an action token. When he uses it and the result is 6, also give the target up to two action tokens.

#046 Time Wizard

TIME MAGIC: At the beginning of your turn, you may roll 2d6 that can't be rerolled. **7 or higher:** all opposing characters modify defense -2. **6 or lower:** All friendly characters modify defense -2. Either effect lasts until your next turn.

#047 Harpie Lady

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: MONSTER REBORN: POWER: Heal 2 clicks divided as you choose among the set character and adjacent friendly characters, then remove the spell.

[TRAP]: MIRROR FORCE: When the set character takes damage from an opponent's attack and is not KO'd, after resolutions, you may activate this trap. Deal unavoidable damage to the attacking character equal to half the damage clicked. Remove the trap.

CYBER SLASH: Charge, Flurry.

ACCURATE CLAWS: Blades/Claws/Fangs, Precision Strike.

AGILE COMBATANT: Combat Reflexes, Super Senses.

#048 Summoned Skull

LIGHTNING STRIKE: Energy Explosion. When it is adjacent to or occupying water terrain, it may target any character adjacent to or occupying water terrain with a range attack regardless of range and line of fire.

#049 Injection Fairy Lady

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: SHRINK: FREE: Perplex until your next turn, but only to modify a character's attack value by -2. At the beginning of your next turn, remove the spell.

[TRAP]: CALL OF THE HAUNTED: When the set character would be KO'd, instead roll a d6 that can't be rerolled. **1-4:** the character is KO'd normally. **5:** Place it in your starting area on its last non-KO click. **6:** Place it in any starting area on its last non-KO click, then heal it 1 click. Remove the trap.

SUPER SERUM: FREE: Modify combat values by +2. When you do, at the beginning of your next turn, deal her 2 unavoidable damage.

FORCED INJECTION: POWER: Deal 1 penetrating damage to an adjacent opposing character. That

character modifies its combat values by +1 until your next turn.

#050 Gaia the Dragon Champion

FUSION: SIDELINE ACTIVE- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, you may replace these characters with Gaia the Dragon Champion. When Gaia the Dragon Champion enters the game in this way, it starts the same number of clicks from his starting line as the character that hit and modifies his combat values by +1 this game.

Gaia the Fierce Knight
Curse of Dragon

DOUBLE DRAGON LANCE: Charge, Flurry. When Gaia the Dragon Champion uses [Move and Attack], he may use Flurry instead of a close attack.

DESTROY THE FLOTATION RING!: When Gaia the Dragon Champion hits a character with [Wing] symbol or [Wing-Transporter] symbol, that character has [Boot] symbol for the rest of the game.

#051 Thousand-Eyes Restrict

Improved Targeting: Hindering, Characters.

FUSION: SIDELINE ACTIVE- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, you may replace these characters with Thousand-Eyes restrict from your sideline. Thousand-Eyes Restrict enters the game in this way, it starts the same number of clicks from his starting line as the character that hit and modifies his combat values by +1 this game.

Thousand-Eyes Idol
Relinquished

ABSORPTION FORCE: When Thousand-Eyes Restrict hits an opposing character, give that character an Absorption token if it doesn't already have one.

UNIQUE MODIFIER- Characters with an Absorption token modify their combat values by -1. // Modify Thousand-Eyes Restrict's combat values by +1 for every Absorption token on opposing characters on the map.

#052 Gate Guardian

FUSION: *SIDELINE ACTIVE*- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, you may replace these characters with Gate Guardian. When Gate Guardian enters the game in this way, it starts the same number of clicks from his starting line as the character that hit and modifies its combat values by +1 this game.

Suijin

Kazejin

Sanga of the Thunder

KAZEJIN: Running Shot. When Gate Guardian hits with a range attack the target is knocked back and is given an action token.

SANGA OF THE THUNDER: Pulse Wave. When it uses it and targets more than one character, it deals 3 damage instead of 1.

SUIJIN: Other friendly characters within 4 squares can't be attacked by non-adjacent characters.

#053 Blue-Eyes White Dragon

WHITE LIGHTNING: Penetrating/Psychic Blast, Pulse Wave. When it uses either, hit characters are given an action token. Any characters that can't be given an action token are dealt 1 penetrating damage after resolutions.

#054 Red-Eyes B. Dragon

INFERNO FIRE BLAST: Energy Explosion, Penetrating/Psychic Blast. When it uses either, after resolutions, hit characters are knocked back equal to the damage clicked.

SHARP CLAWS: When Red-Eyes B. Dragon is targeted with an attack by an opposing character of 150 points or less, after the attack resolves, modify Red-Eyes B. Dragon's combat values by +1 until the end of your next turn.

#055 Dark Magician

MYSTIC BOX: DOUBLE POWER: Choose a target character within range and line of fire. Place Dark Magician and the target character in each other's square and deal the target character one unavoidable damage.

DARK MAGIC ATTACK: FREE: Choose two standard attack powers. Dark Magician can use those powers until the end of the turn.

MAGICAL MANIPULATION: FREE: Roll a d6 that can't be rerolled. Dark Magician can use the power listed below until your next turn.

1-2: Probability Control

3-4: Outwit

5-6: Perplex

#105 Hitotsu-Me Giant

TRAP/SPELL: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

[SPELL]: RING OF MAGNETISM: POWER: Modify defense -2. When an opposing character targets a friendly character that is not the Set character with an attack, modify the attacker's attack -2. These modifiers last until the spell is removed. // When the Set character takes damage, remove this spell.

[TRAP]: SPELLBINDING CIRCLE: When an opposing character with a higher point value hits the Set character with an attack, you may activate this trap. The attack is evaded and this trap is placed on the attacking character's card. // A character with this trap on its card modifies its damage -1. A character with this trap on its card has, "POWER: Remove this trap from the game."

#107 Celtic Guardian

Improved Movement: Characters.

LIGHTNING FAST: Each time an opposing character moves due to its own action, after resolutions, you may move Celtic Guardian 1 square.

SILVERBLADE SLASH: Blades/Claws/Fangs. *UNIQUE MODIFIER*- When he uses it, hit characters modify their combat values by -1 until your next turn.

Superman and the Legion of Super-Heroes

#001 Cosmic Boy

MAGNOBALL CHAMPION: POWER: Telekinesis twice at no cost. // When Cosmic Boy has two action tokens, he can use Telekinesis as FREE.

ELECTED LEADER: Leadership.

#002 Saturn Girl

STRONGEST MIND: Mind Control. If Saturn Girl has no action tokens, she can use it as FREE. When she uses Mind Control, modify attack +1 for each action token on her target.

#003 Lightning Lad

ARC LIGHTNING: POWER: Make a range attack against a single target using his printed damage value. Each time he hits, after resolutions, he may then make a range attack against another single target as if he occupied the previously hit character's square, replacing his range value with his printed range value minus the number of hits he has made this turn with this power and also using his printed damage value.

#004 Science Police Officer

TACTICAL DEPLOYMENT: When an opposing character within 8 squares is given a FREE, if that character has been given a costed action this turn, after resolutions, deal that character 1 unavoidable damage.

#005 Daxamite

X-RAY VISION: Improved Targeting: Hindering

UNDER DARKSEID'S CONTROL: When a friendly character named Darkseid is on the map, modify attack +1 and defense -1.

#006 Triplicate Girl

SPLITTING BODIES: When Triplicate Girl is adjacent to 2 or more friendly characters named Triplicate Girl and makes an attack roll, she may roll 3 dice and remove one, using the result from the other two. // When Triplicate Girl is adjacent to 2 or more friendly characters named Triplicate Girl and an opposing character targets her with an attack, roll a d6 and decrease the opponent's attack total by the result.

#007 Shrinking Violet

MORPH: SHRINKING VIOLET: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace her with any character with this trait on the same click number.

SIZE CHANGE ATTACK: Close Combat Expert. When she uses it, after resolutions, she has [Starburst] Damage Symbol until your next turn.

#008 Phantom Girl

INTANGIBILITY AND DISRUPTION:

Phasing/Teleport. When she uses Phasing/Teleport and moves through any squares occupied by characters holding an object, she may remove any of those objects from the game. When she uses Phasing/Teleport and moves through characters assigned any relics or resources, those characters can't use those relics or resources until your next turn.

PHASING ATTACK: Incapacitate. When she is given a MOVE, after resolutions, she may be given a CLOSE at no cost, targeting any one opposing character occupying a square she moved through regardless of adjacency.

#009 Blight

BLIGHTED: Mind Control, Phasing/Teleport. When it uses Mind Control, modify attack +1 for each adjacent friendly character with the Blight keyword.

#010 Polar Boy

UNAFFECTED BY HEAT: When Polar Boy or an adjacent friendly character is targeted by a range attack, the attacker can't use Energy Explosion.

BLINDING SNOW: Incapacitate. When he uses it, and hits a character with no action tokens, give that character 2 action tokens instead.

#011 Sensor Girl

REALITY SENSE: Improved Targeting: Hindering, Characters.

ILLUSIONS SEEM REAL: Perplex, but only to modify an opposing character's attack or defense.

NOT WHERE YOU THINK: Probability Control, Shape Change.

#014 Daemonite

JUMP INTO A NEW BODY: Regeneration. At the beginning of your turn, Daemonite may use Regeneration at no cost, but heal 1 less click.

DAEMONITE BIOLOGY: Shape Change. When Daemonite makes a successful Shape Change roll, it may use a standard attack power displayed on the dial of the character who originally targeted Daemonite until the end of your turn, even if that power is lost.

#015 Timber Wolf

ANIMAL INSTINCTS: Improved Movement: Characters.

SHOOTING CLAWS: Range value of 6. // When he hits with an attack, you may roll a d6. If you do, Timber Wolf deals the result instead of normal damage for that attack.

HEALING FACTOR: Regeneration. If Timber Wolf has been given a CLOSE this turn, Timber Wolf may use Regeneration as FREE.

#016 Giganta

SHE KEEPS GETTING BIGGER!: Giant Reach: X, where X is equal to her click number minus 1.

#017a Cheetah

NEVER CORNER A CAT: Improved Movement: Hindering.

HATRED FOR MY PREY: Once per game, FREE: Choose an opposing character. As long as that character is on the map, Cheetah modifies her combat values except range by +1. If that character is named Wonder Woman, Cheetah can use Exploit Weakness.

#017b Cheetah

CATLIKE REFLEXES: Improved Movement: Hindering, Characters.

WE'VE DANCED THIS DANCE BEFORE:

Combat Reflexes. If Cheetah has no action tokens, she can use Exploit Weakness.

POUNCE MY PREY: Leap/Climb. When Cheetah resolves a MOVE, you may give her a CLOSE at no cost.

PRESSING MY ADVANTAGE: Outwit, but only to target characters that have two action tokens

#018 Ultra-Boy

ULTRA VISION: Improved Targeting: Hindering, Once per range attack, this character can draw a line of fire through on piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

ONE...: At the beginning of your turn, choose one to last until you choose for this power again. Running Shot -or- Charge.

...POWER: At the beginning of your turn, choose one to last until you choose for this power again. Penetrating Psychic Blast -or- Energy Explosion -or- Super Strength.

...AT A TIME: At the beginning of your turn, choose one to last until you choose for this power again. Impervious -or- Energy Shield/Deflection and Super Senses.

#019 Amethyst

GEMWORLD PORTAL: Once per game, when Amethyst hits an opposing character, after resolutions, you may choose that neither character can make a range attack and she and that character can only target each other with close attacks until one of them is KO'd.

#020 Blok

FOR MY LOVE: When Blok is adjacent to a friendly character named White Witch or Black Witch, that character can use Mastermind, but only to choose Blok.

OUT OF THE WAY: Charge, Quake. When he uses Charge, he can use Improved Movement: Characters, Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

ENERGY ABSORPTION: Invulnerability. When Blok is targeted by a range attack, he can use Impervious instead.

#021 Wildfire

FOR DAWNSTAR: If a friendly character named Dawnstar has taken damage from an attack since your last turn, modify Wildfire's attack and damage +1 when he targets a character that hit Dawnstar since your last turn.

THIS BATTLE ENDS HERE!: Penetrating/Psychic Blast, Pulse Wave. // **DOUBLE POWER:** Pulse Wave at no cost. He deals his printed damage value instead of any other damage no matter how many characters are targeted.

ENERGY REFORMING: When this click is revealed, stop turning the dial. Impervious, Regeneration. When he uses Regeneration, he heals 1 more -or- he can use it as FREE and heals 1 less.

#022 Gates

TELEPORT DISKS: Phasing/Teleport. Passenger: 4, regardless of their speed symbols. If all carried characters share a keyword with him, don't modify his speed from the [Carry] ability.

INSTANTANEOUS SHIFT: Super Senses, but succeeds on a result of 4-6.

#023 Mr. Majestic

MAJESTIC SEES ALL: Improved Targeting: Hindering.

MOLECULAR SIGHT: Characters Mr. Majestic attacks can't use Shape Change. When Mr. Majestic uses [Move and Attack], modify attack -1 instead of -2.

#024 Lex Luthor

SMARTER THAN ALL OF YOU COMBINED: PROTECTED: Outwit. Adjacent friendly characters with a lower point value have [Superman Enemy] team ability symbol.

IF YOU WANT A JOB DONE RIGHT: [Wing], Invulnerability, and Running Shot.

#025 Mano

ANTI-MATTER TOUCH: Poison. When he uses it, he may deal damage to only 1 opposing character. If he does, that damage is penetrating damage.

DISINTEGRATE WALLS: FREE: Destroy an adjacent wall or square of blocking terrain.

#026 Mister Miracle

YOU CAN'T KEEP ME HERE: Improved Movement: Elevated, Blocking, Characters.

GREATEST ESCAPE ARTIST OF THREE

WORLDS: When Mister Miracle would be hit by an attack, if you give him an action token he evades the attack instead.

FREETHINKER OF APOKOLIPS: Outwit, Shape Change. Empower, but only to modify the damage value of a friendly character named Big Barda.

#027 Kalibak

DEFEATING YOU WILL PROVE MY WORTH TO FATHER: Once per game, DOUBLE POWER: Place him adjacent to an opposing character with a higher point value and make a close attack targeting that character.

I AM THE ONE TRUE SON OF DARKSEID: If a character named Darkseid or Orion is on the map, modify attack +1 and defense -1.

#028 Lightray

RADIANT BURST: When Lightray would be KO'd, before removing him from the game, make a range attack with an attack value of 10 that can't be rerolled. All characters within 5 squares become targets of this attack. Each hit character is dealt 3 penetrating damage instead of normal damage. Then KO Lightray.

INFECTIOUS OPTIMISM: Perplex, but only to target friendly characters.

#029 Tharok

CYBORG LEADER: Leadership.

ARM CONFIGURATIONS: Blades/Claws/Fangs, Energy Explosion, and Penetrating/Psychic Blast.

#030 Dawnstar

INTERSTELLAR TRACKING: At the beginning of your turn, choose an opposing character within 10 squares. Lines of fire drawn to that character this turn are only blocked by blocking terrain.

#031 Chameleon Girl

DURLAN PHYSIOLOGY: Shape Change, Stealth. // At the beginning of your turn, choose one from [Boot] symbol, [Wing] symbol, or [Dolphin symbol] -and- also choose one from [Tiny symbol], [Starburst] damage symbol, [Giant] symbol. Chameleon Girl has the chosen symbols until you choose again.

DIFFERENT CREATURES: At the beginning of your turn, choose one: Incapacitate and Poison -or- Combat Reflexes and Exploit Weakness -or- Flurry and Sidestep.

#032 Colossal Boy

SIZE CHANGE: At the beginning of your turn, choose from [Starburst] damage symbol, [Giant] symbol or [Colossal] symbol. He has the chosen symbol until your next turn. When he has [Colossal] symbol, he can use Impervious when targeted by range attacks.

YOU HARMED YERA: If a friendly character named Chameleon Girl has taken damage since your last turn, Colossal Boy can use Battle Fury, Charge, and Improved Movement: Hindering, Characters, Blocking and immediately after move resolves, destroy all Blocking terrain moved through. When he uses Charge in this way, he can use it as FREE, doesn't halve his speed value from it, and can only target opposing characters that hit Chameleon Girl last turn.

#033 Stargirl

TEACHER AND STUDENT: When Stargirl is 110 points, adjacent friendly characters with a shared keyword and a lower point value modify attack +1. // When Stargirl is 75 points and is adjacent to a friendly character with a shared keyword and a higher point value, modify her attack +1.

COSMIC BELT OR COSMIC ROD: At the beginning of your turn, roll a d6 and Stargirl can use the indicated effects until your next turn. **1-2:** Range value of 4, two [Targets], Combat Reflexes, Incapacitate, and [Sharpshooter]. **3-4:** Energy Shield/Deflection, Ranged Combat Expert. **5-6:** Choose either result.

STUNNING BLOW: Incapacitate. When she uses it, after resolutions, deal her printed damage divided any way you choose among the hit characters.

STAR PUPIL: FREE: Choose a standard attack or damage power that can be used by an adjacent friendly character with a higher point value and a shared keyword. Stargirl can use the chosen power until your next turn.

#034 Starman

POP CULTURE COLLECTOR: After objects have been placed, you may place any 2 objects in each other's squares. Starman increases his relic rolls by +1.

STAR ROD AND JUJITSU: Energy Shield/Deflection, Super Senses. When he is targeted with a close attack and either evades it or it misses, after resolutions, give the attacker an action token.

#035 Shadow Lass

ABSOLUTE DARKNESS: Smoke Cloud. Friendly characters that only occupy squares with these markers can't have lines of fire drawn to them, and opposing characters that only occupy squares with these markers can't draw lines of fire.

#036 Glorith

FROM SORCERER'S WORLD: Super Senses. Glorith can copy a second team ability, if a character with the Mystical keyword can use it.

TEMPORAL SHIELDING: Barrier. If Glorith is adjacent to a blocking terrain marker she placed, she can use Toughness.

TIME MANIPULATION: Perplex, Probability Control.

#037a The Riddler

RIDDLE ME THIS, BATMAN!: The Riddler can use Perplex regardless of range and line of fire, but only to target opposing characters.

#037b Edward Nigma

PHOTOGRAPHIC MEMORY: Improved Targeting: Hindering, but only when drawing lines of fire to characters who didn't move during their last turn.

HIDDEN CLUES: Mind Control, Shape Change. When he uses Mind Control, after resolutions, hit characters are given up to 2 action tokens that don't deal pushing damage.

I KNOW YOUR SECRET, MR. WAYNE: Opposing characters within line of fire can't use Shape Change, Alter Ego, or Morph powers or abilities.

#038 Black Manta

TECHNOLOGY AND PATIENCE: Passenger: 1. Lines of fire drawn to Black Manta by opposing characters are blocked if they cross water terrain.

#039 Bizarro

HYPERSONIC SPEED: Improved Movement: Characters.

ME AM NOT BIZARRO!: Bizarro costs 25 points for each Orrazib token you place on his card, Maximum: 6. When Bizarro takes damage, remove one Orrazib token from his card. When Bizarro is healed through the use of Support, add one Orrazib token to his card (Maximum: the initial amount). When there are no Orrazib tokens on this card, KO Bizarro. // At the beginning of your turn, roll a d6 and click Bizarro that many times. Protected: Pulse Wave.

#040 Emerald Empress

EMERALD EYE OF EKRON: At the beginning of the game, place an Emerald Eye of Ekron relic token in Emerald Empress's square. This object doesn't count towards your force and is described on the back of this card. Emerald Empress automatically succeeds when rolling for the Emerald Eye of Ekron. When Emerald Empress is assigned the Emerald Eye of Ekron and has two action tokens, she can use her speed powers as FREE.

#041 Universo

HYPNOSIS: Mind Control with 3 [targets]. When he uses it, positively modify his attack by the number of targets. After resolutions, heal Universo 1 click for each character with the Legion of Super Heroes keyword he hit with Mind Control.

I'VE LEARNED A FEW THINGS: Incapacitate. When he uses it, after resolutions, Smoke Cloud at no cost.

MASTER OF MISDIRECTION: Energy Shield/Deflection, Super Senses.

#042 Helspont

HIGH LORD OF ALL DAEMONITES: Leadership. When he uses it, treat all characters named Daemonite within 5 squares as if they were adjacent.

IMMORTAL POWER: Shape Change. When Helspont makes a successful Shape Change roll, immediately heal him 1 click.

I INFILTRATED YOU LONG AGO: DOUBLE POWER: Choose an opposing character of a lower point value. Place Helspont and the chosen character in each other's squares. After resolutions, Helspont may make a close or range attack.

SMARTER THAN LORD EMP: Outwit, Perplex. When he uses either, if he targets a character with the WildC.A.T.s keyword, he can use that power a second time this turn.

#043 Orion

PING! PING! PING!: At the beginning of your turn, if Orion has any action tokens, you may heal him 1 click.

WE ARE AT WAR: When Orion targets a character with the Apokalips keyword, modify attack by +1. When he targets a character named Darkseid, modify

damage +1 and that character can't use defense powers.

ASTRO-HARNESS: Phasing/Teleport, Running Shot, and [Flight].

DOG OF WAR: Exploit Weakness, Flurry.

#044 Darkseid

OMEGA EFFECT: Improved Targeting: Hindering, Outdoor Blocking, Characters, May make range attacks while adjacent to an opposing character (May target adjacent or non-adjacent opposing characters).

FOR DARKSEID!: Friendly characters with the Apokolips keyword and not named Darkseid modify attack and damage +1 when they have one action token.

LORD OF APOKOLIPS: When Darkseid is dealt penetrating damage, it can be reduced. //

PROTECTED: Outwit, but only if Darkseid didn't use Outwit during your last turn.

BOOM TUBE TECHNOLOGY: If Darkseid has no action tokens, Running Shot, Improved Movement: Characters. // If he has one action token, Phasing/Teleport. When he uses it, after resolutions, he may make a range attack.

BOW BEFORE DARKSEID: Outwit, Leadership. When he uses Leadership, he may remove 2 action tokens from an adjacent friendly character instead of 1. If he does, that character is dealt 1 unavoidable damage at the end of the turn.

#045 Computo

TAPPED INTO EVERY COMPUTER ON EARTH: FREE: Choose an opposing character within 8 squares. The chosen character must be holding an object, be within 1 square of an object, or be assigned a relic or resource. Place an ID token on the chosen character's card. When Computo uses Outwit or Perplex, he may target characters with an ID token anywhere on the map.

LARGE ROBOTIC ARMS: Flurry, Precision Strike, and Quake.

PROGRAMMED TO HELP: [Legion of Super Heroes] team ability. When Computo is dealt damage, he does not take that damage and is dealt 1 unavoidable damage instead. Protected: Outwit, Pulse Wave.

#046 Superboy

THE INSPIRATION OF THE 31ST CENTURY:

Leadership, Super Strength. Friendly adjacent characters with a lower point value can use Willpower.

PUNCH YOU BEFORE YOU SEE IT COMING:

Force Blast, Hypersonic Speed. When he uses Hypersonic Speed, he can only make close attacks.

#047a White Witch

MAGICKS RESISTANCE: PROTECTED: [Mystics] team ability.

BATTLEFIELD PROMOTION: AUFERO

MAGUS INFUSCO!: When White Witch damages one or more opposing characters with the Mystical keyword or assigned a resource, after resolutions, place a Promotion Token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion Token on her character card. On a result of 7 or higher, replace this character with [SLOSH] #047b on the same click number.

MYSTICAL ENERGY: During your turn choose one to have: "POWER: Each opposing character's combat values can't be modified until your next turn" -or- "FREE: Each opposing character can't be given more than one FREE until your next turn."

SHIELDING MAGICKS: Barrier, Energy Shield/Deflection and Super Senses.

#047b Black Witch

SORCERER'S WORLD: After objects are placed, Black Witch may exchange any standard objects that are 5 or more squares from her starting area with distinct relics from outside the game totaling no more than 20 points.

FOR US, MY LOVE: Defend. Friendly characters named Blok modify defense +1.

DARK MAGICKS: Steal Energy. When Black Witch attacks an opposing character with the Mystical keyword, she can use Steal Energy with range attacks.

#048 Tellus

LINK TELEPATHICALLY: Friendly characters with the Legion of Superheroes keyword within 4 squares can draw lines of fire and count range and squares from the square of any one friendly character within 4 squares of Tellus.

TELEKINETIC SHIELD: Energy Shield/Deflection, Super Senses, and Toughness.

#049 Solomon Grundy

SOLOMON GRUNDY WANT PANTS, TOO!:

Improved Movement: Hindering.

IMMORTAL PLANT ELEMENT: At the beginning of your turn, if Solomon Grundy occupies printed hindering or water terrain you may heal him 1 click.

THE END OF SOLOMON GRUNDY: At the beginning of the game, place 3 Resurrection tokens on Solomon Grundy's card. Solomon Grundy places 1 Resurrection token on his character card each time he hits an opposing character. When Solomon Grundy would be KO'd and has at least one Resurrection token on his card, instead click him to click #9, heal him 1 click for each Resurrection token on his card and remove all Resurrection tokens from his card. Protected: Pulse Wave.

GENTLE MIND OR RAGING BEAST?: At the beginning of the game and when Solomon Grundy would be KO'd, choose one to last until he chooses again: Outwit -or- Battle Fury and modify damage +1.

NEVER REALLY THE END: Regeneration.

#050 Toyman

I LOVE MY TOYS!: Characters with the [Teddy Bear] icon are Toys. Toyman may begin the game with 1 Toy attached to his base at no additional cost. // Modify defense +1 for each Toy attached. Toyman can have up to 2 Toys attached.

POWER BOOST: Perplex. He may activate it with a POWER to modify the same combat value except damage on all friendly Toys on the map.

#051 Takion

CONDUIT OF THE SOURCE: Once per game, "FREE: Choose: Perplex -or- Probability Control. Opposing characters can't target Takion with the chosen power this game."

FASTER THAN THOUGHT: Hypersonic Speed, Pulse Wave. When he uses Hypersonic Speed he may use Pulse Wave instead of a range attack.

MANIPULATING ENERGY: Probability Control. When Takion is hit with a range attack, he may immediately place a blocking terrain marker in an adjacent square. That marker remains on the map until destroyed or your next turn, even if this power is lost.

#052 Highfather

THE PACT: At the beginning of the game, you may announce a Pact. If you do, the highest point character on your force and the highest point character on your opponent's force (that is 300 points or less) can't target opposing characters with an attack until one of them has taken damage from an attack, they are the only 2 characters on the map, or your opponent only has one character on the map. Protected: Pulse Wave.

GENESIS REBORN: POWER: Replace Highfather with [SLOSH] #051 Takion on the same click number.

IZAYA, THE CREATOR: Leadership, Probability Control, and Support. When he uses Support, the target's combat values are modified by +1 until the end of your next turn.

#053 Big Barda and Mr. Miracle

WE'VE LEARNED TO SURVIVE: If Big Barda and Mister Miracle have taken damage from a close attack, modify defense +1 when they are targeted with a close attack this turn. If Big Barda and Mister Miracle have taken damage from a range attack, modify defense +1 when they are targeted with a range attack this turn.

POWER COUPLE: If Big Barda and Mister Miracle are on the map through the [Merge] ability, they have, "FREE: Choose any trait ability that the original characters could use. They can use that trait this turn, and the trait can't be chosen more than once per game."

YOU'LL NEVER SLOW ME DOWN:

Invulnerability, Super Senses.

HIS PEACE AND HER RAGE: Close Combat Expert, Probability Control. Shape Change, but only if Big Barda and Mister Miracle didn't attack a character last turn.

#054 Persuader

ATOMIC AXE: Blades/Claws/Fangs, Combat Reflexes. When he rolls a d6 for Blades/Claws/Fangs and the result is 3 or less, he deals penetrating damage.

CUT THROUGH ANYTHING: Precision Strike, Quake.

#055 Validus

MONSTROUS BODY: PROTECTED:

Penetrating/Psychic Blast. // Super Strength. // At the beginning of your turn, roll a d6. **4-6:** Validus may immediately use Pulse Wave at no cost. When he does, he deals 2 damage no matter how many characters are targeted and friendly characters have "PROTECTED: Pulse Wave."

BRAIN BOLTS: Penetrating/Psychic Blast. When an opposing character with an action token takes damage from Validus's attack, after resolutions, give that character an action token.

#056 Mordru

MORPH: CHANGE SIZE: POWER or when he takes damage from an opponent's attack: You may replace Mordru with [SLOSH] #101 Mordru on the same click number.

MYSTICAL RELICS: When Mordru makes a relic roll, increase the result by 2. // Once per game, "DOUBLE POWER: Generate a relic of 15 points or less in his square".

LIMILESS MAGIC: FREE: Choose a standard attack power. Mordru can use that power until the beginning of your next turn.

MOLECULAR MAGIC: Invincible. If Mordru has two action tokens, he has, "FREE: Generate a standard light object in his square."

LORD OF CHAOS: Probability Control. Opposing characters within range and line of fire can't use Probability Control or the [Mystics] team ability.

#057 Lydea Mallor

THE GROWING DARKNESS: At the beginning of the game for all friendly characters with this trait, you may remove one attached game element from an opponent's resource and, if it is a relic, assign it to a character with this trait. // At the beginning of your turn, roll 2d6 for all friendly characters with this trait. If the result is lower than the sum total of all of these characters' click numbers, modify all opposing characters' combat values by -1 until your next turn.

WRAPPED IN SHADOW: Smoke Cloud, Stealth. Once per turn, when Lydea Mallor occupies hindering terrain and is given a costed action, either before the action begins or after resolutions, you may place Lydea Mallor in any square of hindering terrain within 5 squares and line of fire.

SPACE WARP: When this click is revealed, stop turning the dial. Phasing/Teleport. When she uses it, after resolutions, she may immediately use Regeneration at no cost.

#058 Kalibak

NOTHING STANDS IN MY WAY: Improved Movement: Hindering, Characters.

THE GROWING DARKNESS: At the beginning of the game for all friendly characters with this trait, you may remove one attached game element from an opponent's resource and, if it is a relic, assign it to a character with this trait. // At the beginning of your turn, roll 2d6 for all friendly characters with this trait. If the result is lower than the sum total of all of these characters' click numbers, modify all opposing characters' combat values by -1 until your next turn.

SPACE WARP: When this click is revealed, stop turning the dial. Phasing/Teleport. When he uses it, after resolutions, he may immediately use Regeneration at no cost.

#059 Guardian

THE GROWING DARKNESS: At the beginning of the game for all friendly characters with this trait, you may remove one attached game element from an opponent's resource and, if it is a relic, assign it to a character with this trait. // At the beginning of your turn, roll 2d6 for all friendly characters with this trait. If the result is lower than the sum total of all of these characters' click numbers, modify all opposing characters' combat values by -1 until your next turn.

POWER MANIPULATION: Penetrating/Psychic Blast, Telekinesis.

SPACE WARP: When this click is revealed, stop turning the dial. Phasing/Teleport. When he uses it, after resolutions, he may immediately use Regeneration at no cost.

#060 Orion

THE GROWING DARKNESS: At the beginning of the game for all friendly characters with this trait, you

may remove one attached game element from an opponent's resource and, if it is a relic, assign it to a character with this trait. // At the beginning of your turn, roll 2d6 for all friendly characters with this trait. If the result is lower than the sum total of all of these characters' click numbers, modify all opposing characters' combat values by -1 until your next turn.

SPACE WARP: When this click is revealed, stop turning the dial. Phasing/Teleport. When he uses it, after resolutions, he may immediately use Regeneration at no cost.

#061 Superman

THE GROWING DARKNESS: At the beginning of the game for all friendly characters with this trait, you may remove one attached game element from an opponent's resource and, if it is a relic, assign it to a character with this trait. // At the beginning of your turn, roll 2d6 for all friendly characters with this trait. If the result is lower than the sum total of all of these characters' click numbers, modify all opposing characters' combat values by -1 until your next turn.

KRYPTONIAN HERITAGE: Super Strength.

FREEZE!: Incapacitate. When he uses it, after resolutions, he may make a close attack.

SPACE WARP: When this click is revealed, stop turning the dial. Phasing/Teleport. When he uses it, after resolutions, he may immediately use Regeneration at no cost.

#099a Airplane

MOBILE TOYS: When you build your force, Airplane has all keywords a friendly character named Toyman has. // **FREE:** Attach Airplane to an adjacent friendly [SLOSH] #050 Toyman. // **OFF THE MAP ACTIVE:** When attached, you may give Airplane a MOVE to detach and move on the map. When on the map, you may give Airplane a MOVE as FREE if it is within and remains within 3 squares of [SLOSH] #050 Toyman. Passenger: 0.

BUZZING BLITZKRIEG: *OFF THE MAP ACTIVE:* **UNIQUE MODIFIER-** When Airplane is attached to Toyman, opposing characters targeting Toyman with an attack modify attack -1 for each Airplane attached.

MOUNTED MACHINE GUN: Energy Explosion. When Airplane is within 3 squares of a friendly character named Toyman, modify attack +1. When Airplane is KO'd, roll a d6. **I-2:** give friendly characters named Toyman an action token.

#099b Race Car

MOBILE TOYS: When you build your force, Race Car has all keywords a friendly character named Toyman has. // FREE: Attach Race Car to an adjacent friendly [SLOSH] #050 Toyman. // *OFF THE MAP ACTIVE:* When attached, you may give Race Car a MOVE to detach and move on the map. When on the map, you may give Race Car a MOVE as FREE if it is within and remains within 3 squares of [SLOSH] #050 Toyman.

THEY DOUBLE AS ROLLER SKATES: *OFF THE MAP ACTIVE:* UNIQUE MODIFIER- Toyman can use Improved Movement: Characters when Race Car is attached and modifies his speed +1 for each attached Race Car.

THIS THING IS FAST!: [Move and Attack]. If Race Car is within 3 squares of a friendly character named Toyman, it can use Hypersonic Speed instead. When Race Car is KO'd, roll a d6. **I-2:** give friendly characters named Toyman an action token.

#099c Cymbal-Banging Monkey

MOBILE TOYS: When you build your force, Cymbal-Banging Monkey has all keywords a friendly character named Toyman has. // FREE: Attach Cymbal-Banging Monkey to an adjacent friendly [SLOSH] #050 Toyman. // *OFF THE MAP ACTIVE:* When attached, you may give Cymbal-Banging Monkey a MOVE to detach and move on the map. When on the map, you may give Cymbal-Banging Monkey a MOVE as FREE if it is within and remains within 3 squares of [SLOSH] #050 Toyman.

DISTRACTION: *OFF THE MAP ACTIVE:* Toyman can use Super Senses when Cymbal-Banging Monkey is attached, but only succeeds on a result of 6. Add 1 to your result for each attached Cymbal-Banging Monkey if not already increased by this effect.

THUNDERCLAP: If Cymbal-Banging Monkey ends a MOVE adjacent to an opposing character, Cymbal-Banging Monkey may use Quake at no cost. When Cymbal-Banging Monkey is KO'd, roll a d6. **I-2:** give friendly characters named Toyman an action token.

#099d Teddy Bear

MOBILE TOYS: When you build your force, Teddy Bear has all keywords a friendly character named Toyman has. // FREE: Attach Teddy Bear to an adjacent friendly [SLOSH] #050 Toyman. // *OFF THE MAP ACTIVE:* When attached, you may give Teddy Bear a MOVE to detach and move on the map. When on the map, you may give Teddy Bear a MOVE as FREE if it is within and remains within 3 squares of [SLOSH] #050 Toyman.

EXTRA STUFFING: *OFF THE MAP ACTIVE:* Damage dealt to Toyman is reduced by 1 for each attached Teddy Bear if not already reduced by this effect.

HIDDEN EXPLOSIVES: MOVE: after resolutions, if Teddy Bear is adjacent to an opposing character, Teddy Bear may use Pulse Wave at no cost with a range of 6. After resolutions, Teddy Bear is KO'd. // When Teddy Bear is KO'd, roll a d6. **I-2:** give friendly characters named Toyman an action token.

#099e Superman Action Figure

MOBILE TOYS: When you build your force, Superman Action Figure has all keywords a friendly character named Toyman has. // FREE: Attach Superman Action Figure to an adjacent friendly [SLOSH] #050 Toyman. // *OFF THE MAP ACTIVE:* When attached, you may give Superman Action Figure a MOVE to detach and move on the map. When on the map, you may give Superman Action Figure a MOVE as FREE if it is within and remains within 3 squares of [SLOSH] #050 Toyman.

DISTRACTION: *OFF THE MAP ACTIVE:* UNIQUE MODIFIER- Toyman has [Wing] symbol when Superman Action Figure is attached. Toyman modifies his damage +1 if two Superman Action Figures are attached.

YOU INSPIRE ME!: When Superman Action Figure is not attached, he can use Leadership. When he does, he may only remove action tokens from characters with the [Toy-Bear] symbol. When Superman Action Figure is KO'd, roll a d6. **I-2:** give friendly characters named Toyman an action token.

#101 Mordru

MYSTICAL SENSES: Improved Targeting: Hindering.

MORPH: CHANGE SIZE: POWER or when he takes damage from an opponent's attack: you may replace him with [SLoSH] #056 Mordru on the same click number.

TAPHEPHOBIA: Sidestep, but only when adjacent to 2 or more squares of blocking and/or hindering terrain.

DRAIN YOU OF POWER: Pulse Wave. When he uses Pulse Wave and hits, heal him 1 click. Mordru's other powers have Protected: Outwit.

MYSTICAL SHIELDING: Barrier, Energy Shield/Deflection, and Toughness.

#102 Mon-EI

POWER RING: Barrier, Energy Explosion, Energy Shield/Deflection, and Penetrating/Psychic Blast.

LAST OF THE GREEN LANTERN CORPS: KNOCKBACK. When an opposing character is knocked back from his attack, after resolutions, he may use Barrier at no cost until your next turn, but only place up to 2 blocking terrain markers.

#103 Shrinking Violet

MORPH: SHRINKING VIOLET: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace her with any character with this trait on the same click number.

#201 Cosmic Boy

WELCOME TO THE LEGION: When you build your force, choose one character of 50 points or less. That character gains the Legion of Super Heroes keyword and [Wing] symbol this game. If your force includes other characters with this trait, you may increase the point value of your chosen character by 50 points if this character doesn't use this trait.

MAGNETIC SHIELD: When Cosmic Boy occupies hindering terrain, he and adjacent friendly characters can use Toughness.

LONG LIVE THE LEGION!: Perplex and Leadership. When he uses Leadership, on a result of 6 he may also remove a token from any adjacent friendly character with the Legion of Super Heroes keyword.

#202 Saturn Girl

WELCOME TO THE LEGION: When you build your force, choose one character of 50 points or less. That character gains the Legion of Super Heroes

keyword and [Wing] symbol this game. If your force includes other characters with this trait, you may increase the point value of your chosen character by 50 points if this character doesn't use this trait.

I CAN CLOUD YOUR MINDS: When this power is revealed, and at the beginning of your turn, choose Combat Reflexes -or- Energy Shield/Deflection. Saturn Girl can use that power until your next turn.

#203 Lightning Lad

WELCOME TO THE LEGION: When you build your force, choose one character of 50 points or less. That character gains the Legion of Super Heroes keyword and [Wing] symbol this game. If your force includes other characters with this trait, you may increase the point value of your chosen character by 50 points if this character doesn't use this trait.

WINATHIAN: When Lightning Lad is adjacent to a friendly character named Lightning Lass or Lightning Lord, modify attack and damage +1.

#204 Ultra-Boy

FLASH VISION: Energy Explosion and Penetrating/Psychic Blast with a range value of 6.

#205 Amethyst

MYSTICAL WARDS: PROTECTED: [Mystics] team ability. // When a character is given an action to activate a power and attacks Amethyst, she can use Shape Change.

CRYSTAL SHIELD: Energy Shield/Deflection, Toughness.

#206 Triplicate Girl

TRIPLICATE GIRL AND DUO DAMSEL: After placing characters in your starting area, generate two Triplicate Girl bystanders. They replace their combat values with Triplicate Girl's current printed combat values and they can use any powers that Triplicate Girl can use. When one of them is KO'd, Triplicate Girl can use Willpower for the rest of the game. When Triplicate Girl would be KO'd, KO a friendly bystander token named Triplicate Girl instead, if there is one, and heal Triplicate Girl to click #7. Protected: Pulse Wave.

FIGHTING AS ONE: Empower, but only to affect characters named Triplicate Girl.

#207 Shrinking Violet

MORPH: SHRINKING VIOLET: MOVE/CLOSE:
This action deals no pushing damage. After resolutions, replace her with any character with this trait on the same click number.

SHRINKING DOWN...: At the beginning of your turn, you may choose that Shrinking Violet has [Tiny] symbol until your next turn. If you do, modify her speed -3 until your next turn.

#208 Phantom Girl

DISRUPT ELECTRONICS: Phasing/Teleport. If during a MOVE Phantom Girl moves through a square occupied by an opposing character with the Robot or Vehicle keyword, immediately deal that character 1 penetrating damage. If that character is a vehicle with a Pilot, after resolutions, eject the Pilot.

#209 Science Police Officer

COMPUTER-ASSISTED REACTION SYSTEM:
Outwit, but can't use it to choose defense powers.

#210 Daxamite

VISION POWERS: Improved Targeting: Hindering

VULNERABLE TO LEAD: If Daxamite is hit with a standard object and takes damage, he can't use any powers on his dial until your next turn.

Fast Forces: The Legion of Doom

#001 Lex Luthor

THE BEST TECHNOLOGY: Stealth. Opposing characters using the [Superman Ally] team ability can't use Improved Targeting: Hindering when drawing a line of fire to a character within 4 squares of Lex Luthor.

SMARTEST MAN ALIVE: Leadership, Outwit, and Perplex. When using Leadership and Mastermind, he is considered to be 200 points.

#002 Bizarro

GREEN KRYPTONITE ENHANCEMENT: When a friendly character named Lex Luthor is within 4 squares and line of fire, modify attack and defense +1.

BIZARRO HELP YOU!: Super Strength. When he uses an object in an attack, light objects modify damage +3 instead of +1.

#003 Cheetah

CATLIKE REFLEXES: Super Senses. When she evades an attack, you may place her adjacent to the attacker.

#004 Black Manta

MARINE MARAUDER: At the beginning of the game, you may place Black Manta in any water terrain within 8 squares of your starting area. When Black Manta occupies water terrain, modify speed and defense +2.

CONCUSSIVE EYE BEAMS: KNOCKBACK during range attacks.

PROTECTION OF THE DEPTHS: Regeneration. When he uses it and occupies water terrain, if the d6 result is 1 or 2, after resolutions, he can use it again at no cost.

#005 Solomon Grundy

BORN FROM THE SWAMP: Improved Movement: Hindering.

BORN ON A MONDAY: *OFF THE MAP ACTIVE*-When Solomon Grundy is KO'd, remove him from the map and place him on his character card. While on his card, at the beginning of your turn, you may heal Solomon Grundy 1 click. If you do and he is on click #1-6, you may place him in any starting area or square of hindering terrain. Opponents receive victory points each time Solomon Grundy is KO'd.

CURSE OF SLAUGHTER SWAMP: When Solomon Grundy is dealt damage, roll a d6. Reduce damage by up to half the result. Can reduce penetrating damage.

NEVER DYING: At the beginning of your turn, you may heal Solomon Grundy 1 click.

#006 Giganta

TALLER THAN EVERYONE: Improved Movement: Characters.

GIANT RAMPAGE: Charge, Flurry, and Sidestep.

THUNDEROUS STOMP: When Giganta moves 3 squares or less, after resolutions, she may use Quake at no cost.

Captain America – The Winter Soldier

#001 Captain America

YOU AREN'T THE MISSION: Improved Movement: Characters.

ESPIONAGE: FIGHT ON OUR TERMS: If Captain America is part of a themed team, opponents do not increase the result of the roll to establish the first player.

I'M PRETTY GOOD WITH THE SHIELD: When Captain America makes a range attack and hits, after resolutions, he may make a second range attack. When he does, he draws lines of fire and counts range from the hit character's square and deals 2 damage instead of normal damage.

#002 S.H.I.E.L.D. Soldier

MINION: COMBINED FIREPOWER: When a friendly character with the S.H.I.E.L.D. keyword and a higher point value is within 8 squares, S.H.I.E.L.D. Soldier has “POWER: Choose one: Empower or Enhancement. S.H.I.E.L.D. Soldier can use the chosen power this turn.”

#003 Black Widow

ESPIONAGE: DOUBLE AGENT: When Black Widow is part of a themed team and uses Themed Team Probability Control, you may reduce the number of times your opponent can use Themed Team Probability Control, instead of you. When she uses Themed Team Probability Control, she is not given an action token.

SPYCRAFT: Outwit, Running Shot, and Stealth.

WIDOW'S STING: Incapacitate. When she uses it, after resolutions, hit characters are also dealt 1 penetrating damage.

#004 Batroc

... **THE LEAPER:** Leap/Climb, Sidestep.

SAVATE TRAINING: Charge, Flurry.

#005 S.H.I.E.L.D. Agent

TAKE A BULLET IN THE LINE OF DUTY: When a friendly character with the S.H.I.E.L.D. keyword and a higher point value is within 8 squares, that character can use Mastermind, but only to choose friendly characters with the name S.H.I.E.L.D. Agent.

#006 Falcon

AERIAL COMBAT SPECIALIST: Falcon's attack value is not modified by the [Move and Attack] ability.

TACTICAL FLIGHT HARNESS: Energy Shield/Deflection, Toughness.

GOT YOUR 6!: FREE Choose one: Empower, Enhancement, or Sidestep. Falcon and adjacent friendly characters named Captain America can use the chosen power until your next turn.

#007 S.H.I.E.L.D. Commander

FIELD TRAINING: Empower, Enhancement, but only when adjacent to a friendly character with the S.H.I.E.L.D. keyword.

#008 Winter Soldier

SNIPER'S NEST: Once per game, POWER: place three Sniper's Nest terrain markers on the map, and place Winter Soldier in one of these squares. // When he occupies one of these markers, he can use Ranged Combat Expert, lines of fire can't be drawn to him, and he may not be given actions except POWER to use Ranged Combat Expert. Once per turn, you may place Winter Soldier in the square of a different one of his Sniper's Nest markers. // When an opposing character becomes adjacent to one of these markers, roll a d6 that can't be rerolled. **1-2:** place Winter Soldier in the square of a different one of his Sniper's Nest markers. **3-6:** remove the marker and, if Winter Soldier occupies that square, place him in another of his Sniper's Nest markers if there is one on the map.

I HAVE MY ORDERS: At the beginning of your turn, roll a d6. **5-6:** remove an action token from Winter Soldier.

#009 Steve Rogers

NO MORE TIME FOR DISGUISES: POWER: This action deals no pushing damage. Replace this character with [CA:TWS] #001 Captain America on its orange starting line. When you do, the replaced character may immediately make a close/range attack. Protected: Outwit.

NOT JUST A SOLDIER: Outwit, Shape Change.

#011 Maria Hill

PLAYING BOTH SIDES: Outwit. When she uses it, she may be given a POWER instead of a FREE to count range and draw lines of fire from an opposing character.

#012 Captain America

THE SHIELD IS MORE THAN JUST A SYMBOL:

At the beginning of your turn, if Captain America has no action tokens, place a Shield Token on this card (Maximum: 1). // When Captain America has a Shield Token on this card, he can use Energy Shield/Deflection, Running Shot and has a range value of 6. After Captain America makes a range attack, remove the Shield Token unless the attack was a hit and the attack roll was doubles.

THE STAR-SPANGLED MAN WITH THE PLAN: Leadership, Perplex.

#013 Agent 13

ESPIONAGE: SENT TO SPY: If Agent 13 is part of a themed team, during your first turn, choose a keyword. Each opposing character with that keyword can't be given more than one FREE per turn.

LET YOUR GUARD DOWN: Adjacent opposing characters can't use defense powers.

#014 Agent Sitwell

ON THE MOVE: Adjacent friendly characters can use Sidestep.

WHATEVER MY TEAM NEEDS: Perplex. Agent Sitwell may be given a POWER instead of a FREE to use Perplex, and when he does, he targets all adjacent friendly characters that share a keyword with him to modify the same combat value except damage by +1.

#015 Nick Fury

ESPIONAGE: PUTTING THE PIECES IN

PLACE: If Nick Fury is part of a themed team, at the beginning of the game, you may place your opponent's objects.

L.M.D.: Combat Reflexes. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

COMMANDING OFFICER: Leadership.

#016 Winter Soldier

A CONFLICTED MIND: Adjacent characters have, "POWER: modify Winter Soldier's attack or damage +1 or -1. This modifier lasts until this trait is used again or there are no other friendly characters on the map."

I'D BETTER HANG ON TO THIS: Outwit, but only

to choose attack and damage powers displayed on the dial of adjacent characters. When he does, he doesn't need line of fire and can use the chosen power until his next turn.

#017 Captain America and Black Widow

WE DON'T HAVE TIME FOR YOU: Improved Movement: Characters.

ESPIONAGE & TACTICS: Stealth.

SHIELD & STING: When Captain America and Black Widow use [Duo Attack], they may use Incapacitate at no cost instead of one of the attacks.

WORKING TOGETHER: When Captain America and Black Widow use [Duo Attack], they may target more than one character with a range combat attack and do not modify their damage from [Duo Attack].

#018 Captain America and Bucky

FIGHT EVIL WHEREVER IT HIDES: Improved Targeting: Hindering, Characters.

I'VE GOT YOUR BACK: Energy Shield/Deflection, Super Senses, and Toughness.

HIT THEM HARD & SOFTEN THEM UP: When Captain America and Bucky use [Duo Attack], they may use Penetrating/Psychic Blast at no cost instead of one of their attacks.

INSPIRING PRESENCE: Leadership. Friendly characters within 8 squares that share a keyword with Captain America and Bucky can use Willpower.

#101 Captain America

STEALTH SUIT: If Captain America does not make an attack during your turn, he can use Stealth until your next turn. When Captain America has no action tokens, he can use Improved Movement: Hindering.

ALWAYS GET BACK UP: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

MILITARY TRAINING: Combat Reflexes, Toughness.

#102 Black Widow

SUPER SPY: Stealth.

SOVIET CHAIR FIGHTING: When Black Widow makes a close attack, she can use Willpower this turn.

RED IN MY LEDGER: Ranged Combat Expert, Super Senses. When she uses Super Senses, she only succeeds on a result of a 6.

#103 Falcon

ON YOUR 6, CAP: UNIQUE MODIFIER- When Falcon is adjacent to a friendly character named Captain America, they both modify defense +1.

AERIAL MANEUVERS: Sidestep, Charge.

EYES IN THE SKY: Energy Shield/Deflection. Super Senses, but only against range attacks.

#104 Batroc

TRACEUR: Improved Movement: Characters.

SAVATE, PARKOUR: Close Combat Expert, Leap/Climb. He can activate Close Combat Expert with a CLOSE instead of a POWER.

FOUETTE. CHASSE. REVERS.: Charge, Sidestep.

#105 Winter Soldier

DEVOTED TO THE CAUSE: PROTECTED: Mind Control.

KEEP COMING BACK: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

MASTER MARKSMAN: Ranged Combat Expert. When he uses it, he can use Improved Targeting: Hindering, Characters.

#106 S.H.I.E.L.D. Agent

NOTHING TO SEE HERE: POWER: Remove an adjacent debris marker; if a debris marker is removed that indicates a wall or area of terrain that was destroyed, it is no longer destroyed.

H001 S.H.I.E.L.D. Support

M=4

HORDE: FIELD MEDIC: Support. When it uses it, the minimum clicks healed is (S).

-This character should have a range value of 4.

H002 S.H.I.E.L.D. Trooper

M=6

HORDE: TRAINED TOGETHER: When (M), Running Shot.

-This character should have a range value of 4.

H003 Batroc's Brigade

M= 4

HORDE: A PIRATES RESOLVE: When (M), if Batroc's Brigade occupies water terrain, Sidestep.

H004 KGB Agent

M= 4

HORDE: EXPENDABLE RESOURCES: Probability Control, but only for friendly characters' attacks. When he does, you may remove 1 KGB Agent from this stack and increase the final attack total by 1.

H005 Mercenary

M= 6

HORDE: WELL TRAINED STRIKE TEAM: When (M), Sidestep.

H006 KGB Spy

M= 4

HORDE: EXPOSE YOUR SECRETS: When (M), opposing characters adjacent to KGB Spy can't use Stealth.

Deadpool

#001 Agent X

SEEING WHAT CAN'T BE SEEN: Improved Targeting: Hindering.

VOICES IN MY HEAD: PROTECTED: Mind Control.

I GOT LIKE, HALF OF DEADPOOL'S HEALING FACTOR, TOPS: Regeneration. Regeneration as FREE, but only if he has no action tokens.

#002 Headpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Headpool, replacing any currently attached. Headpool can use the associated effects.

ZOMBIE VIRUS THAT DESTROYED A

UNIVERSE: When Headpool damages a character that doesn't have the Z-Virus keyword, give that character a Virus token (Maximum: 5). // **FREE:** Choose a character with a Virus token; modify its speed and range -1 for each Virus token on it until your next turn.

HAIL MARY, BOSS!: Adjacent friendly characters can use Telekinesis, but only to make a range attack as if Headpool were a light object. If they do, instead of being destroyed, place Headpool adjacent to the target character.

IMMORTAL ZOMBIE HEAD THAT EVERYONE WANTS: **PROTECTED:** Poison. Takes a maximum of 1 damage at once. Cannot use reducers. **Protected:** Outwit, Pulse Wave.

#003 Dogpool

MERC WITH A MOUTH: **FREE:** Attach a Word Balloon to Dogpool, replacing any currently attached. Dogpool can use the associated effects.

"BARK" WHAT'D YA FIND BOY? TIMMY IN THE WELL AGAIN?: Perplex, but only to negatively modify a defense value. When he uses Perplex, he can use Improved Targeting: Hindering and targeted characters can't use Stealth this turn.

#004 Secret Empire Agent

MINION: NUMERICAL ORDER: When a friendly character with the Secret Empire keyword and "Number" in their name is within 8 squares, Secret Empire Agent has, "POWER: Choose Outwit, Perplex, or Probability Control. Secret Empire Agent can use the chosen power until your next turn."

#005 U.L.T.I.M.A.T.U.M. Soldier

WE MUST BE STRONG TO CHANGE THEIR IGNORANT MINDS: Toughness, Willpower, but only when a friendly character named Flag-Smasher is within 8 squares.

DESTROY ALL NATIONAL SYMBOLS!:

Opposing characters of 150 or less within 3 squares can't use team abilities if those squares are within line of fire.

#006 Hand Ninja

RETURN FROM DEATH: When Hand Ninja would be KO'd while adjacent to a friendly character with The Hand keyword, roll a d6. **5-6:** Hand Ninja isn't KO'd

and after resolutions, is placed in your starting area on click #2 instead.

THERE'S ALWAYS MORE NINJAS: When Hand Ninja is adjacent to at least one friendly character with the Hand keyword, Hand Ninja can make a close attack as **FREE**.

#007a Weapon X Scientist

CAPTURE SUBJECTS: Telekinesis but only to place opposing characters or characters with the Weapon X keyword.

WE CAN ALWAYS FIND YOU: Outwit. When he uses it, he can target characters that can use Battle Fury or have the Weapon X keyword regardless of range or line of fire.

#007b The Professor

SECRET MASTERMIND: When adjacent to a friendly character, The Professor can't be targeted by opposing characters.

MASTERMIND OF THE WEAPON X

PROGRAM: Empower. Outwit with a range value of 8. When he does and chooses a power on the dial of a character with a range value of 0, he may immediately use Mind Control at no cost targeting that character with a range attack regardless of range.

#009 Misty Knight

BIONIC ARM: Close Combat Expert.

HEROES FOR HIRE DISPATCHER: Leadership. When she uses it and succeeds, friendly characters that share a keyword with her and began the turn adjacent to her can use Sidestep this turn.

#010 Humbug

I CAN COMMAND INSECTS WITH MY MIND! WELL, IF WE'RE ALREADY FRIENDS...: **FREE:** Choose an opposing character occupying hindering terrain within 6 squares, and roll a d6. **4-6:** Choose one: deal 1 penetrating damage to that character -or- choose a power on that character's dial and it can't use it until your next turn.

#011 Silver Sable

WILD PACK, ASSEMBLE!: Adjacent friendly characters that share a keyword with Silver Sable can use the team ability she is copying.

LEADER OF THE WILD PACK: Leadership, Outwit. When she uses Leadership, for each other friendly character that can use Leadership, increase the result of her d6 roll by 1.

#012 Weapon X

DETACHABLE ROCKET HANDS: When there are no Rocket Hand bystanders on the map, he has, "POWER: Generate up to 2 Rocket Hand bystanders as described on this card on the map within 5 squares and line of fire. For each of these tokens on the map, Weapon X modifies attack -1."

LIQUID METAL WEAPONS: Blades/Claws/Fangs, Energy Explosion, and Penetrating/Psychic Blast. If he uses one or more of these, at the end of the turn deal him 1 unavoidable damage if he didn't hit any opposing characters this turn

#013 Anaconda

CHOKER THE LIFE OUT OF YA: When a character fails to break away from Anaconda, after resolutions, deal them 1 penetrating damage.

CONSTRICTING LIMBS: Plasticity. Opposing characters within 3 squares and line of fire treat Anaconda as adjacent for movement purposes.

#014 Hammerhead

MY UNBREAKABLE SKULL: Improved Movement: Blocking. Immediately after movement resolves, destroy all Blocking terrain moved through.

SO - SHOOT OUR WAY IN, OR SHOULD I TAKE OUT THE WALL?: Charge, Running Shot.

I ONLY HIRE THE VERY BEST HIT-MEN... THAT KINGPIN DOESN'T: Enhancement. If an adjacent friendly character can use any of the following: Precision Strike, [Sharpshooter], or Improved Targeting: Hindering, it can use all of them.

#015 Daredevil

ROOFTOP ACROBAT: Improved Movement: Elevated, Hindering, Characters. Improved Targeting: Hindering.

ALLY OF HEROES: At the beginning of the game, choose Enhancement or Empower. Daredevil can use that power this game. A Heroes for Hire themed team may include Daredevil and is still a theme team.

RADAR SENSES: Super Senses.

#016 Animus

ANIMUS/VAMP: When Animus heals or takes damage, after resolutions, you may replace her with [DP] #017 Vamp on the same click number. That character can use Shape Change until your next turn, even if this ability is lost.

MENTAL BRUTE: Penetrating/Psychic Blast, Super Strength, and Telekinesis.

#017 Vamp

VAMP/ANIMUS: When Vamp heals or takes damage, after resolutions, you may replace her with [DP] #016 Animus on the same click number. That character can use Shape Change until your next turn, even if this ability is lost.

ABSORBO-BELT: FREE: Choose a character within 5 squares. Until your next turn, Vamp can use the standard powers displayed on that character's dial as long as they are within 5 squares.

#018 Blind Al

YOU HAVE TO STAY IN THE DEADHUT: At the end of your turn, if Blind Al is not in a starting area, deal her 1 damage.

OLD-BOOBY-TRAP: When Blind Al occupies a starting area, she has, "POWER: Deal 1 penetrating damage to a character in that starting area and place that character adjacent to but outside of that starting area."

DEADPOOL LISTENS TO ME... SOMETIMES: Perplex to target a character that hasn't already been targeted by Perplex this turn. She can use it to target a character in your starting area, or to target a character with "Deadpool" in its name anywhere on the map.

#019a Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Deadpool, replacing any currently attached. Deadpool can use the associated effects.

I'VE BEEN KICKED OFF BETTER TEAMS THAN THIS, BUT YOU SEEM TO BE

RECRUITING!: During your first turn, you may choose to have Deadpool lose all keywords. If you do, he may choose a copyable team ability an opposing character has, and he may use it this game.

RIDICULOUS REGENERATION: When Deadpool would be dealt damage from an attack, roll a d6 instead. **1:** he takes that damage plus 1. **2-3:** he takes the normal amount of damage. **4-5:** he takes 1 damage. **6:** he heals 1 click. Protected: Outwit, Pulse Wave.

#019b Evil Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Evil Deadpool, replacing any currently attached. He can use the associated effects.

BACKWARDS ARM - FOR BETTER

SHOOTING!: When Evil Deadpool makes a close attack, after resolutions, he may make a range attack targeting a character within range and in a direct line of fire opposite from the close attack. For this attack, he can use Improved Targeting: May make a range attack while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

WEIRD REGENERATION FROM LEFTOVER

PARTS: Regeneration. When he uses it, you may choose an opponent to roll another d6. When you do, if the opponent's roll is higher than your d6 roll, add the two results together and subtract 2. Evil Deadpool is healed of clicks equal to this amount instead. Each time Evil Deadpool would heal past his starting click in this way, modify his combat values by +1 for the rest of the game, even if this power is lost.

#020 Weasel

I THOUGHT I FIXED THAT!: FREE: Choose a friendly character within 4 squares and line of fire, or a friendly character with "Deadpool" in its name anywhere on the map. This turn, each time the chosen character makes an attack roll for a range attack and misses by 1, you may reroll that attack roll unless it's a critical miss.

TECH-GURU TO THE UNDERWORLD:

Enhancement, and once per turn when he does, also modify the attacking character's attack and range +1.

#022 Kidpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Kidpool, replacing any currently attached. Kidpool can use the associated effects.

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WORDS": Blades/Claws/Fangs, Flurry, and Precision Strike. When he uses Flurry and hits, his second attack must target a different character.

#023 Black Cat

KEEPING UP WITH THE SPIDER: Improved Movement: Elevated, Hindering.

#024 Number One

IDENTITY THAT WOULD SHOCK THE

NATION: Shape Change. When he uses it and fails, positively modify his defense value by half of the result until the attack resolves.

YOU WON'T HAVE ME TO KICK AROUND

ANYMORE: DOUBLE POWER: Pulse Wave at no cost. UNIQUE MODIFIER- Hit opposing characters modify their combat values by -1 for the rest of the game, even when this power is lost.

LEADERS MUST BE CONTROVERSIAL:

Leadership, Outwit and Perplex.

#025 Flag-Smasher

WE SHALL BE ONE PEOPLE, AND I SHALL

LEAD: Leadership. When he uses it and succeeds, choose a copyable Marvel Team ability. Friendly characters with a lower point value can use that ability until your next turn.

THE NATIONS OF THE WORLD SHALL

CRUMBLE, AND BE ONE: UNIQUE MODIFIER- Opposing characters that have or can use a team ability modify attack and defense -1.

#026 Agent Zero

ANTI-HEALING FACTOR: Poison. If an adjacent opposing character would be healed, instead they are dealt 1 unavoidable damage.

KINETIC ABSORPTION: Toughness. Takes a maximum of 2 damage at once.

KINETIC BLASTS: Force Blast. When Agent Zero has no action tokens, he can use it as FREE.

#027 Domino

NIGHT-VISION LENSES: Improved Movement: Hindering. Improved Targeting: Hindering.

INFILTRATION ASSASSINATION: Running Shot, Stealth. // When Domino has no action tokens she has, "FREE: Negatively modify speed by any amount and positively modify range by the same amount."

#028 Siryn

FATHER, UNCLE, AND ?: UNIQUE MODIFIER- When Siryn is adjacent to a friendly character named Banshee, Black Tom Cassidy, or Deadpool, modify Siryn's and those adjacent characters' attack +1.

HYPNOTIC NOTES: Pulse Wave. When she uses it and hits, choose any one hit character. After resolutions, Siryn may use Mind Control targeting that character at no cost regardless of line of fire or force.

MY OWN BRANCH OF X-FACTOR: Leadership. When she uses it and succeeds, she and a character she removed an action token from can use Outwit until your next turn.

#030 Paladin

INFRARED LENSES: Improved Targeting: Hindering.

I'M ALWAYS FOR HIRE: A friendly character that has a copyable team ability has, "POWER: Paladin can use this character's team ability until this ability is used again." When Paladin isn't on his starting click, opposing characters have, "POWER: Paladin can use this character's team ability until this ability is used again." but, if they do, Paladin is healed 1 click.

#031 Elektra

I REMAIN UNHINDERED: Improved Movement: Hindering.

RESURRECTION CEREMONY: Once per game when Elektra would be KO'd, you may give any number of other friendly characters with The Hand keyword an action token. If you do, place her in her starting area on click #8 and then heal her a number of clicks equal to the number of action tokens given.

THE ENVY OF ALL ASSASSINS: Charge, Flurry and Stealth.

THE MASTER OF ALL ASSASSINS: Blades/Claws/Fangs, Incapacitate and Precision Strike.

THE DEADLIEST OF ALL ASSASSINS: Close Combat Expert, Exploit Weakness and Ranged Combat Expert.

#032 Punisher

THE GUILTY MUST BE PUNISHED: Once for all characters with this trait, each time an opposing character hits a friendly character, put a Guilty token

on the attacker's card. When Punisher attacks a character, modify attack +1 for each Guilty token on its card, and modify damage +1 for every 2 tokens on its card.

FRAG GRENADE: Energy Explosion. When he uses it and has only one original target, damage dealt is penetrating damage.

CONCENTRATED FIRE: Ranged Combat Expert as RANGE.

#033 Red Hulk

I'LL ASSASSINATE CYCLOPS, IF YOU WON'T: Running Shot, Improved Targeting: Hindering, and has a range value of 6.

SOLDIER ON: Leadership. When he uses it and succeeds, each friendly character that shares a keyword with him and is a lower point value can use Willpower this turn.

#034 Venom

INFILTRATE & NEUTRALIZE: Plasticity, Running Shot, and Stealth.

RUN & GRAB & WEB: When Venom hits a single opposing character, after resolutions, roll a d6 that can't be rerolled. **4-6:** that character can't make an attack during its next turn.

LET THE MONSTER LOOSE: When Venom attacks an opposing character, that character can use Super Senses. Once per game, "FREE: For the rest of the game, when he can use this power, he can use Battle Fury and modifies all his combat values by +2."

#035 Mercy

ONLY THOSE I WANT TO CAN SEE ME: Phasing/Teleport, Stealth.

MERCY IS HELPING THE DYING ALONG

THEIR PATH: When an opposing character within 3 squares and line of fire would take damage, increase the damage dealt by 1 if this effect hasn't been applied to that character this turn.

#036 Bullseye

WORLD'S GREATEST MARKSMAN: Improved Targeting: Hindering, Characters, May make a range attack while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

#037 Lady Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Lady Deadpool, replacing any currently attached. Lady Deadpool can use the associated effects.

BOTTOMLESS INTERDIMENSIONAL

SACHEL: FREE: Choose a combat symbol, and roll a d6 twice that can't be rerolled. Lady Deadpool can use the standard power indicated by the color for that combat symbol until you use this power again. **1-3, 1:** Red. **1-3, 2:** Orange. **1-3, 3:** Yellow. **1-3, 4:** Light Green. **1-3, 5:** Green. **1-3, 6:** Light Blue. **4-6, 1:** Blue. **4-6, 2:** Purple. **4-6, 3:** Pink. **4-6, 4:** Brown. **4-6, 5:** Black. **4-6, 6:** Grey.

#038 Copycat

INFILTRATE MY ENEMIES: Before placing characters in your starting area, you may choose an opposing character that is 100 points or less not named Copycat. Copycat becomes friendly to that character's force and that character becomes friendly to your force. Any game effects assigned to each of them is now assigned to the other. When Copycat fails a roll for Shape Change, uses Regeneration, or is knocked out, after resolutions, this effect ends and any game effects assigned to each of them is now assigned to the other.

METAMORPH: Shape Change. // FREE: Choose a standard power an adjacent friendly character or the character she exchanged with can use. Copycat can use that power until your next turn.

-Placement: Copycat physically begins the game in the starting area of the opposing player and is placed by that player just like any other character on their force. The chosen figure begins the game in the choosing player's starting area just like any other character on their force.

-Scoring: Copycat and the chosen character become members of the opposing force for scoring purposes. This means that when Copycat is KO'd while **INFILTRATE MY ENEMIES** is still in effect, the player opposing Copycat would score her Victory Points. Similarly, when the chosen figure is KO'd while **INFILTRATE MY ENEMIES** is still in effect, the player opposing the chosen figure will score its Victory Points.

-Effect Ends: **INFILTRATE MY ENEMIES** ends in a number of ways, all of which are stipulated in the power. The effect **DOES NOT** end if the chosen figure is knocked out.

#039 Constrictor

TWO COILS: When Constrictor targets two characters with a range attack, he may deal his printed damage value to both hit targets instead of normal damage.

VIBRANIUM COILS: When Constrictor hits an opposing character, choose: the hit character modifies attack -3 when making a range attack until your next turn -or- give the hit character an action token.

#040 Doctor Bong

HIT MY HEAD FOR A BONG OF DOOM: Pulse Wave with a range of 12. When he uses it, increase damage dealt by 1 to hit characters with 2 action tokens.

DEADPOOL'S PSYCHIATRIST: Outwit, Perplex, but may only target the same character and the same combat type with both powers. Once per turn, before he uses either, the target character may choose a combat type and Doctor Bong can't choose powers or modify combat values of the chosen types.

#041 G.W. Bridge

SIX PACK RECRUITING: When you build your force, if G.W. Bridge and exactly four other characters share a keyword, you may choose one friendly character with a point value of 150 points or less to gain the shared keyword this game.

'NAM, A MERC, S.H.I.E.L.D. - DONE IT ALL:

FREE: Choose Close Combat Expert or Ranged Combat Expert. G.W. Bridge can use the chosen power this turn.

FIELD TACTICIAN: Outwit. When he uses it, he may use it to target any number of characters within range and line of fire that can use the same team ability.

#042 Grasshopper

AH, BUT I'M THE SECRET BROTHER OF THE SECRET CRUSH OF THE FIRST GRASSHOPPER!:

If no other friendly characters have been KO'd when Grasshopper is KO'd, after resolutions, you may place him on the map in your starting area on click #1.

MAXIMUM JUMP!: **DOUBLE POWER:** Remove Grasshopper from the map. At the beginning of your next turn, place him anywhere on the map.

#043 Black Talon

POWER OF THE LIVING LOA: When Black Talon uses Mind Control, you may place an opposing KO'd character in an adjacent square on its starting click, and that character becomes the target. After resolutions, that character is removed from the game.

CONTROL OF THE MINDLESS UNDEAD: Mind Control with a range value of 8. When he uses it, he may target friendly characters. If all of his targets are friendly, a lower point value, and have the Monster keyword, he can use it with 3 [targets].

-Black Talon's Trait "Power of the Living Loa" can't target characters that are on the map or on character cards.

-When Black Talon's "Power of the Living Loa" removes a character from the game, it may not be targeted again by Black Talon through the use of this trait.

-No points will be scored for a character removed from the game through the "Power of the Living Loa".

#044 Black Tom Cassidy

SEEKING DEADPOOL'S HEALING FACTOR: Improved Movement: Hindering.

SIBLING IMMUNITY: Black Tom Cassidy does not take damage dealt by characters named Banshee unless it's dealt by a close attack. Protected: Pulse Wave.

PARTNERS IN CRIME: If Black Tom Cassidy has no action tokens and a friendly character named Juggernaut within 3 squares would be assigned an action token, you may assign it to Black Tom Cassidy instead.

AT HOME IN THE WOODS: Stealth. When he occupies hindering terrain, modify attack and defense +1.

SHILLELAGH HEAT: Force Blast. When he uses it, after resolutions, deal half the result of the d6 roll as penetrating damage.

#045 Genesis

MR. TOLLIVER - EMPLOYER OF VILLAINS: Enhancement, Stealth. When an adjacent friendly character KO's an opposing character with an attack, after resolutions, remove one action token from that friendly character and all action tokens from Genesis.

YOU'LL BECOME APOCALYPSE'S GREATEST HORSEMAN!: FREE: UNIQUE MODIFIER- Choose another friendly character within range and line of fire. Until your next turn, that character has the Horsemen of Apocalypse keyword and modifies all of its combat values +1.

#046 Shroud

SEE THROUGH DARKNESS: Improved Targeting: Hindering.

ENVELOP IN DARKFORCE: Smoke Cloud. // FREE: Place 1 hindering terrain marker in his own or an adjacent square. Remove that marker at the beginning of your next turn.

BOMBARANGS: Energy Explosion, Precision Strike.

#047a Shang-Chi

MY JOURNEY NEVER ENDS: Improved Movement: Elevated, Outdoor Blocking.

COUNTER-BLOCK: Each time an opposing character targets and misses Shang-Chi with an attack, put a Counter token on this card. // FREE: Remove all Counter tokens and make that many close attacks. Each close attack deals 2 damage instead of normal damage. // At the end of your turn, remove all Counter tokens.

THE GREATEST MARTIAL ARTIST OF OUR TIME: Close Combat Expert, Precision Strike.

#047b Cat

REPLACED IT WITH A BROKEN FORGERY:

When an opposing character assigned a relic or resource makes an attack, after resolutions, that player rolls a d6 that can't be rerolled. **1-2:** that player chooses one: remove the assigned relic from the game -or- remove an item attached to that resource from that game.

COOLEST CAT IN THE WHOLE DARN WORLD: Charge, Flurry, and Stealth.

EQUAL OF SHANG-CHI AND IRON FIST: Close Combat Expert as a CLOSE.

#048 Blink

BLINK AND YOU'LL MISS ME: When Blink has no action tokens she has, "POWER: Place Blink into any square within 8 squares and make a close attack. If she hits, after resolutions, you may return her to the square she occupied when the action began."

GROUP TELEPORT: Flurry, Phasing/Teleport, Passenger: 1. // She doesn't modify speed from using the [Carry] ability. // Passenger: 3, but only to carry characters that share a keyword with her regardless of their speed symbols.

BLINK, OR BLOCK: Combat Reflexes, Super Senses.

#049 Deadpool and Bob

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Deadpool and Bob, replacing any currently attached. Deadpool and Bob can use the associated effects.

WELL, I AM HOLDING YOU AT GUNPOINT: Improved Movement: Characters. Improved Targeting: Hindering.

HIDING IS MY SUPER POWER: Stealth. Shape Change, but only if they are adjacent to a friendly character of 50 points or more.

RIDICULOUS REGENERATION: When Deadpool and Bob would be dealt damage from an attack, roll a d6 instead. *1:* they take that damage plus 1. *2-3:* they take the normal amount of damage. *4-5:* they take 1 damage. *6:* they heal 1 click. Protected: Pulse Wave, Outwit.

YOU'RE LIKE MY GOOD LUCK CHARM, BUT I DECIDED NOT TO JUST BRING YOUR FOOT: Probability Control twice each turn, but only to target themselves or an adjacent opposing character.

#050 Wolverine and X-23

IT'S CALLED X-FORCE: Improved Movement: Hindering.

SNEAK AND KILL: Sidestep, Stealth. // Unhindered lines of fire drawn to Wolverine and X-23 during an opponent's turn are blocked unless Wolverine and X-23 have 2 action tokens or are adjacent to an opposing character not on its starting click.

SLICE AND DICE: Blades/Claws/Fangs, Flurry.

When using Blades/Claws/Fangs, their minimum result is 3. If they hit a character twice during a turn, after resolutions, they may use Incapacitate at no cost, but only to target that character.

DOUBLE HEALING FACTOR: FREE: Roll a d6. *2-5:* heal 1 click. *6:* heal 2 clicks.

#051 Banshee

ECHOLOCATION: Improved Targeting: Elevated, Hindering.

SIBLING IMMUNITY: Banshee does not take damage dealt by characters named Black Tom Cassidy unless it's dealt by a close attack. Protected: Pulse Wave.

IT'S GOING TO GET A LITTLE LOUD: Opposing characters within 6 squares can't use Super Senses. Opposing characters within 6 squares can't use Impervious, Invincible, or Invulnerability but can use Toughness instead. When Banshee hits a character that can't use a power due to this trait, increase damage dealt to that character by 1.

SONIC SCREAM: Pulse Wave. // He may activate it with a DOUBLE POWER. If he does, he can use Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after that attack resolves, destroy that piece of Blocking terrain.

#052 Cable

BODYSLIDE: Running Shot, Improved Movement: Elevated, Hindering, Blocking.

TECHNOPATH: Opposing characters within Cable's range and line of fire modify attack -2 when making a range attack.

TELEPATHIC FUTURE LEADER: Leadership, Outwit, and Probability Control. Protected: Outwit.

#053a Speed Demon

OUT OF THE WAY!: Improved Movement: Hindering, Characters.

SPEED CYCLONE UPLIFT: When Speed Demon moves, after resolutions, choose an opposing character and roll a d6. If the result is less than the number of distinct squares that Speed Demon moved into or through that are adjacent to that character during the move, you may place that character within line of fire of its square and up to the result away in squares. When you do, deal that character half of the result in damage.

TWO-FER: Hypersonic Speed. When he uses it, he may make a second attack at no cost. He may move up to 'his speed value minus the number of squares moved this action' after this attack.

WELLSPRING OF POWER: Perplex. When he uses it, if he targets himself or a character that shares a keyword with him, modify a combat value other than damage +2.

#053b Whizzer

PHASE THROUGH BUILDINGS: Improved Movement: Elevated, Water, Blocking, Characters.

THE WORLD AT 500 MPH: Hypersonic Speed. When he uses it, he may make a second attack at no cost. He may move up to 'his speed value minus the number of squares moved this action' after this attack.

FRICTION SHIELD: Combat Reflexes, Super Senses.

BODY BLUR: Stealth, if he used Hypersonic Speed during your last turn.

#054 Arnim Zola

YOU CLONED WHO?!?: FREE: Generate a Gwen Stacy Clone bystander as described on this card. If there is already one on the map, this is a POWER instead. If there are 2 or more ones, this is a DOUBLE POWER instead.

CLONE MASTER: Mind Control. He can use it to target friendly character(s) if they share a name with another character on the map.

TRANSFER CONSCIOUSNESS: When this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // Regeneration. When he uses it, if he rolls a 5-6, after resolutions, you may also place him in any square within 12 squares. Protected: Pulse Wave.

#055 Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Deadpool, replacing any currently attached. Deadpool can use the associated effects.

RIDICULOUS REGENERATION: When Deadpool would be dealt damage from an attack, roll a d6 instead. **1:** he takes that damage plus 1. **2-3:** he takes the normal amount of damage. **4-5:** he takes 1 damage. **6:** he heals 1 click. Protected: Pulse Wave, Outwit.

#056 T-Ray

IMBUED BLADE: Characters that have taken damage from T-Ray's close attack can't be healed and damage dealt to them can't be reduced below 1 this game.

DEADPOOL'S ARCHNEMESIS: Phasing/Teleport. When he uses it, you may instead place him adjacent to any opposing character with "Deadpool" in its name. After resolutions, T-Ray may be given a CLOSE at no cost.

HIEROGLYPHIC SCRAPS OF PAPER: Super Strength. // FREE: Choose a standard attack power. T-Ray can use that power until your next turn.

#057 Tiamat

CHAMPION AND STEED: Once per turn, when an opposing character has taken damage from his attack, give Tiamat any action at no cost. If you do, after resolutions, remove an action token from Tiamat.

#058a Typhoid Mary

I'M JUST MARY WALKER, SOAP OPERA ACTRESS/ BLOODY MARY, PSYCHOTIC

BUTCHER: Each time a new click is revealed due to damage taken from an opponents attack, roll a d6. **6:** stop turning the dial, and Typhoid Mary takes no further damage this turn. **4-5:** you may replace her with [DP] #058b Bloody Mary on the same click number and then deal her the remaining damage minus 1.

PYROKINETIC: Energy Explosion with 2 [targets]. When she uses it, non-original hit targets are dealt penetrating damage.

#058b Bloody Mary

I'M JUST MARY WALKER, SOAP OPERA ACTRESS/ TYPHOID MARY, SEDUCTIVE

ASSASIN: Each time a new click is revealed due to damage taken from an opponents attack, roll a d6. **6:** stop turning the dial, and Typhoid Mary takes no further damage this turn. **4-5:** you may replace her with [DP] #058a Bloody Mary on the same click number and then deal her the remaining damage minus 1.

TELEKINETIC KNIVES: Blades/Claws/Fangs, Flurry. When she uses Flurry, the second close attack may attack a character within 4 squares and line of fire. Protected: Outwit.

#059 Kingpin

EVERYONE WORKS FOR ME: Mastermind. When he uses it, once per turn, he may use it to choose any friendly character, regardless of point value and adjacency.

EYES EVERYWHERE: Outwit. When he uses it, he can count range and draw a line of fire from any friendly character within 8 range.

I ONLY HIRE THE VERY BEST HIT-MEN:

Enhancement. If an adjacent friendly character can use at least one of: Precision Strike, Ranged Combat Expert, [Sharpshooter], or Improved Targeting: Hindering, it can use all of them.

#060 Superior Spider-Man

WEB SWINGING: Improved Movement: Elevated, Hindering.

A MORE RUTHLESS SPIDER-MAN: Damage dealt by Superior Spider-Man can't be reduced below 1.

SPIDER-BOTS: FREE: Roll a d6. If the result is higher than the total number of friendly Spider-Bots currently on the map and attached, you may generate a Spider-Bot on the map up to that many squares away. // **POWER:** Attach an adjacent friendly Spider-Bot if less than two are attached.

SAVAGE BEATING: Charge, Flurry.

RIDDING MYSELF OF THE WEAKLING

PARKER: FREE: Roll a d6. **3-6: UNIQUE MODIFIER-** For the rest of the game modify attack and damage +1 and damage dealt by him can't be reduced below 2.

#061 Kingpin

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Kingpin damages an opposing character, place a Food token on this card, (Maximum 5). When Kingpin would be KO'd by an opponent's attack, turn him to his first KO click, remove all tokens named "Food" from this card, heal it that many clicks.

ZOMBIE INFECTION: When Kingpin damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

CLONE DEAR VANESA FOR FOOD: At the beginning of the game, place a Vanessa token on this card. As long as that token is on this card, Kingpin has, "POWER: Place a Food token on this card or the card of a single adjacent friendly character with the Z-Virus keyword, (Maximum 5)." // When Kingpin would be KO'd and before activating Zombie Hunger, remove the Vanessa token to place up to 3 Food tokens on this card, (Maximum 5).

LEADER OF THE UNDEAD ARMY: Leadership, Outwit. When he uses Leadership, he may treat any friendly character with a token named "Food" as adjacent and a lower point value. When he uses Outwit, he may count range and draw a line of fire from any friendly character with a token named "Food".

#062 Rhino

STENCH OF DECAY: Improved Movement: Hindering, Characters.

ZOMBIE HUNGER: When Rhino damages an opposing character, place a Food token on this card, (Maximum 5). When Rhino would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Rhino damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

ROTTING RHINO MEAT: Poison. When he uses it, the damage dealt is penetrating.

SHORE UP WHAT'S LEFT OF MY SKIN:

Impervious, but only if Rhino has no action tokens.
Invulnerability, but only if he has 1 action token.
Toughness, but only if he has 2 action tokens.

#063 Green Goblin

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Green Goblin damages an opposing character, place a Food token on this card (Maximum 5). When Green Goblin would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, heal it that many clicks.

ZOMBIE INFECTION: When Green Goblin damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

THROW YOU FROM THE GLIDER: When Green Goblin uses the [Carry] ability, he may carry an opposing character as if it were friendly. If he does, after resolutions, Green Goblin may make a close attack targeting that character.

GOBLIN GLIDER: Energy Shield/Deflection, Toughness.

#064 Electro

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Electro damages an opposing character, place a Food token on this card, (Maximum 5). When Electro would be KO'd by an opponent's attack, turn it to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Electro damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

LIGHTNING ROD OF THE DAMNED: Energy Explosion. When he uses it, he does not need a line of fire to one target within range if that character has a token named "Virus".

#065 Doctor Octopus

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Doctor Octopus damages an opposing character, place a Food token on this card, (Maximum 5). When Doctor Octopus would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Doctor Octopus damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

ROBOTIC ARMS DON'T DECAY - THEY JUST FALL OFF: Perplex, but only to modify two distinct combat values of his by +2 each.

SUPERIOR UNDEAD INTELLECT: Outwit. He may use it to target a character with a token named "Virus" anywhere on the map.

#066 Venom

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Venom damages an opposing character, place a Food token on this card, (Maximum 5). When Venom would be KO'd by an opponent's attack, turn it to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Venom damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

DON'T RUN AWAY, TASTY!: Charge, Plasticity. Each time a character fails to break away from Venom, give that character a Virus token.

RAVENOUS HUNGER: Blades/Claws/Fangs. Steal Energy.

#067 Sabretooth

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Sabretooth damages an opposing character, place a Food token on this card, (Maximum 5). When Sabretooth would be KO'd by an opponent's attack, turn it to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Sabretooth damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

THE GOOD MEAT'S DEEPER: Charge, Exploit Weakness.

#068 Juggernaut

STENCH OF DECAY: Improved Movement: Hindering, Characters, Blocking. Immediately after movement resolves, destroy all Blocking terrain moved through.

ZOMBIE HUNGER: When Juggernaut damages an opposing character, place a Food token on this card, (Maximum 5). When Juggernaut would be KO'd by an opponent's attack, turn it to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Juggernaut damages an opposing character, give that character a Virus token, (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn it to its first KO click, remove all tokens named "Virus," and heal it that many clicks.

EATING WITH BOTH HANDS: Charge, Flurry.

JUST BONES IN AN UNBREAKABLE SHELL: Invincible. When Juggernaut is targeted by Outwit, roll a d6. **3-6:** That use of Outwit has no effect.

#099a Spider-Bot (Mark 1)

MARK ONE: *OFF THE MAP ACTIVE*- When Spider-Bot is attached to a friendly character named Superior

Spider-Man, when that character uses Super Senses, increase the result of the d6 roll by 1.

PLAN EPSILON TWO: BLINDING LIGHT:

Friendly characters named Superior Spider-Man have, "POWER: Each unattached character named Spider-Bot can use Incapacitate this turn."

SPIDER-BOT SWARM: Modify attack +1 for each other friendly character within 3 squares named Spider-Bot.

#099b Spider-Bot (Mark 2)

MARK TWO: *OFF THE MAP ACTIVE*- When Spider-Bot is attached to a friendly character named Superior Spider-Man, the range value when using that character's Outwit or Perplex is doubled.

PLAN THETA ONE: FACIAL RECOGNITION: If Spider-Bot is adjacent to an opposing character, friendly character named Superior Spider-Man have, "POWER: Place this character in Spider-Bot (Mark 2)'s square and either place Spider-Bot in an adjacent square or, if there are less than two already attached, you may attach Spider-Bot to that Superior Spider-Man."

PLAN EPSILON FIVE: POWER DAMPENER: If three or more characters named Spider-Bot are adjacent to an opposing character, Spider-Bot can use Outwit targeting that character if no other powers are chosen by Outwit on that character.

#101 Deadpool

MERC WITH A MOUTH: FREE: Attach a word balloon to Deadpool, replacing any currently attached. Deadpool can use the associated affects.

I'M ACTUALLY AN X-MAN?!?!: Deadpool can't use the X-Men team ability to heal other characters. When another character uses it to heal Deadpool, he heals 2 clicks.

HEALING WHILE YOU'RE MISSING ME: When an opposing character targets Deadpool with an attack and misses, deal that character 1 damage and heal Deadpool 1 click.

#102 Bill, Agent of A.I.M.

MY HIGH-ENERGY FINDER THING: POWER: Choose the highest-point opposing character. Until your next turn, that character can be targeted with a range attack by one friendly character adjacent to Bill, Agent of A.I.M. and line of fire for that attack can't be blocked.

I'M NOT ACTUALLY A QUALIFIED BLIMP PILOT, IT TURNS OUT: Passenger: 8. When Bill, Agent of A.I.M. carries a character, after resolutions, roll a d6. **3-6:** deal him and the carried characters 1 damage.

#103 Wolverine, Agent of Hydra

I GO WHERE I WANNA GO: Improved Movement: Hindering.

MY KIND OF HYDRA: When friendly characters use the [Hydra] team ability, they can also affect close attacks and don't need line of fire to the target.

SHE MAKES ME INVISIBLE: Charge, Stealth. When he uses Charge he does not halve his speed value from it and he can use Improved Movement: Characters.

HYDRA BRAINWASHING TECHNIQUES: Mind Control with a range value of 6. When he uses it, a hit target gains the HYDRA keyword and all friendly characters adjacent to the target can use the [Hydra] team ability for this action.

#104 Cosmic X-23

UNI-POWER: Improved Targeting: Hindering, Outdoor Blocking, Characters.

COSMIC HEALING FACTOR: FREE: roll a d6 that can't be rerolled. **4-5:** heal Cosmic X-23 1 click. **6:** heal X-23 2 clicks.

ENERGY CLAWS: Blades/Claws/Fangs. Add half of her target's damage value to the result of d6 roll.

#201 Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Deadpool, replacing any currently attached. Deadpool can use the associated effects.

I LIKE MY TRAIT IN WEB OF SPIDER-MAN BETTER: At the beginning of your turn, roll a d6. **1-3:** heal Deadpool 1 click. **4-6:** remove an action token from either Deadpool or an adjacent friendly character

that shares a keyword with Deadpool and has a lower point value.

#202 Daredevil

THE MAN WITHOUT FEAR: Improved Movement: Elevated, Hindering.

BILLY CLUB THROW: Incapacitate with two [Targets]. When he uses it, hit characters are also dealt 1 damage.

ECHOLOCATION: Daredevil's line of fire is not blocked by Stealth. Super Senses. When he uses Super Senses and the attacking character is within range, Daredevil succeeds on a result of a 4-6.

#203 Black Cat

PROBABILITY FIELD MANIPULATION: Once per turn, if one of the die in friendly character's attack roll is 1, you may reroll that die. Once per turn, if one of the die in an opposing character's attack roll is a 1, you may make your opponent reroll that die. In either case, the attacker must be within 6 squares and line of fire.

MASTER BURGLAR: Leap/Climb, Stealth.

#205 U.L.T.I.M.A.T.U.M. Major

POWER IN THE PEOPLE'S HANDS, NOT THE STATE: Leadership, but he can only remove action tokens from characters with a shared keyword.

#206 Snakeroot Clan Ninja

DISAPPEAR INTO SMOKE: At the end of your turn, when Snakeroot Clan Ninja occupies hindering terrain, you may place him in any square of hindering terrain within 3 squares and line of fire.

YOUR MEMORIES ARE MY POWER: Once per game, when Snakeroot Clan Ninja KO's an opposing character of a higher point value, you may choose any standard power on that character's card. Snakeroot Clan Ninja can use that power for the rest of the game.

#207 Adamantium Specialist

ADAMANTIUM FUSING PROCESS: Once per game after your first turn, if Adamantium Specialist occupies your starting area, he has, "DOUBLE POWER: Deal 1 unavoidable damage to an adjacent friendly character and give that character action tokens until it has 2 action tokens. That character can use Invulnerability this game, but can't be healed above its current click."

#208 Silver Sable

PREPARED FOR EVERY SITUATION: Once per game, choose one: Close Combat Expert -or- Ranged Combat Expert. Silver Sable can use the chosen power this game.

JET-WING: Energy Shield/Deflection, Running Shot, and [Flight].

#209 Domino

LUCK IS KIND OF MY SPECIALTY: When Domino is attacked and the attack roll is 4 or less, it is a Critical Miss. When Domino attacks and the attack roll is 10 or more, it is a Critical Hit.

#210 Hammerhead

ADAMANTIUM SKULL: Improved Movement: Blocking, immediately after movement resolves, destroy all blocking terrain moved through.

ADAMANTIUM BODY: Toughness.

Fast Forces: Deadpool

#001 Deadpool

MERC WITH A MOUTH: FREE: Attach a Word Balloon to Deadpool, replacing any currently attached. Deadpool can use the associated effects.

ALWAYS A VOLUNTEER, WADE: If Deadpool is further from your starting area than all other friendly characters, he can use Sidestep and Stealth.

YOU WANT MY AUTOGRAPH?: Deadpool is a Wild Card, but can only copy opposing teams abilities.

#002 Elektra

YOU SPOKE OF AN OFFER?: Improved Movement: Hindering.

WORLD'S GREATEST ASSASSIN: Close Combat Expert, Stealth. When she uses Close Combat Expert, she may instead modify attack or damage +2 and modify the other combat value +1.

#003 Punisher

TIME AND PATIENCE: Improved Targeting: Hindering, Characters, May make a range attack when adjacent to opposing characters (May target adjacent or non-adjacent opposing characters).

#004 Red Hulk

BLACK OPS, OFF THE BOOKS: Leadership. Red Hulk and friendly adjacent characters that have the

Thunderbolts keyword can use Stealth.

#005 Venom

QUARTERBACK TO BLACK OPS: Improved Movement: Hindering, Characters.

YES, SIR!: Sidestep, but only when a friendly character with a higher point value is adjacent to him.

INFILTRATION AND MUNITIONS: Ranged Combat Expert, Shape Change.

X-Men - Days of Future Past

#001 Sentinel

MUTANT HUNTER: When Sentinel targets a character with the Brotherhood of Mutants or X-Men team symbol or keywords, modify attack and damage +1 for that attack.

ACTIVATE INHIBITOR COLLAR: Pulse Wave. When it uses it, after resolutions, hit characters are also given an action token.

#002 Ariel

VISIONS OF THE PAST: Battlefield Promotion: When Ariel hits one or more opposing characters, after resolutions, place a Promotion token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion token on her character card. **6 or higher:** you may remove all Promotion tokens and replace this character with [DOFP] #020 Sprite on the same click number.

I BRING DARK TIDINGS FROM THE FUTURE:

Super Senses. If Ariel was placed on the map through the Battlefield Promotion ability, she can use Probability Control.

#003 Colossus

UNSTOPPABLE!: Super Strength. At the beginning of your turn, Sidestep at no cost.

MUTANT POWERHOUSE: Close Combat Expert. Colossus' other powers have Protected: Outwit.

#004 Avalanche

EARTHEN TIDAL WAVE: Quake. When he uses it, he targets all opposing characters within 3 squares. Damage dealt to each hit character is instead equal to 5 minus the number of squares that character is from Avalanche.

#005 Angel

A TEAM PLAYER SINCE THE BEGINNING:

Adjacent friendly characters with the [Defenders] or [X-Men] team symbol can use both the Defenders and X-Men team abilities.

WINGED WARRIOR: Charge. When he uses it, he can use Improved Movement: Characters and modifies speed +2.

#006 Pyro

FLAME CONSTRUCTS: When Pyro has no action tokens and there isn't a Flame Construct bystander on the map, he has, "FREE: Generate one Flame Construct bystander as described on this card."

#007 Franklin Richards

MARRIED DUO: UNIQUE MODIFIER- When Franklin Richards is adjacent to a friendly character named Rachel Summers, they both modify defense +1.

SENTINEL SURVIVOR: Empower, Enhancement and Support. // When Franklin Richards has less than 2 action tokens, adjacent friendly characters have, "PROTECTED: Outwit" and their combat values can't be modified by opposing characters.

#008 Senator Robert Kelly

MUTANT REGISTRATION ACT: Once for all friendly characters with this trait, during your first turn, choose a keyword an opposing character has. As long as Senator Robert Kelly is on the map, opposing characters with the chosen keyword can't reduce pushing damage and can't use Outwit or Perplex if they have 2 action tokens. If Senator Robert Kelly is KO'd by an opposing character with the chosen keyword, all friendly characters with the chosen keyword are healed 1 click.

#009 Nightcrawler

TELEPORTER: Combat Reflexes, Energy Shield/Deflection.

BURST OF FLAME AND STENCH OF

BRIMSTONE: Phasing/Teleport. When he uses it, he has Passenger: 1. If he moves 6 squares or less, after resolutions, he may make a close attack.

EVERYWHERE AT ONCE: Once per attack, if Nightcrawler is attacked, he can use Probability Control. Protected: Outwit, Pulse Wave.

#010 Rachel Summers

MARRIED DUO: UNIQUE MODIFIER- When Rachel Summers is adjacent to a friendly character named Franklin Richards, they both modify attack +1.

#011 Destiny

IMPOSSIBLE TO PLAN AGAINST THE

FUTURE: When an opposing character within 8 squares uses Outwit, Perplex, or Probability Control after resolutions, deal that character 1 damage if it has not already taken damage from this effect this turn.

CROSSBOW: Precision Strike, Ranged Combat Expert with a range value of 5.

YOU CANNOT FOOL THE FUTURE: Probability Control with a range value of 8 and doesn't need line of fire to the attacker if she has line of fire to a target of the attack.

#012 Storm

I HAVE BEEN FIGHTING SENTINELS FOR

THIRTY YEARS: When an opposing character with the Armor or Robot keyword takes damage from Storm's attack, after resolutions, give that character an action token.

WEATHER WITCH: Energy Explosion, Force Blast.

#013 Wolverine

HEALING FACTOR: Regeneration. When he has two action tokens, he can use it as FREE.

BERSERKER BARRAGE!: Blades/Claws/Fangs, Charge, and Flurry.

#014 Colossus

I WILL FINISH WHAT I BEGAN: Plasticity.

#015 Blob

IMMOVABLE: Blob can't be placed by Telekinesis, carried or knocked back.

IRRESISTIBLE FORCE: If an opposing character moves due to its own action and ends within 2 squares and line of fire, after resolutions, you may place that character adjacent to both Blob and the square in which it ended its move.

#016 Moira MacTaggart

FIGHTING FOR MUTANT EQUALITY:

Characters can't use [Capture].

I'M A DOCTOR!: Support. When she uses it, her attack value becomes 11.

#017 Magneto

YOU GO WHERE I CANNOT FOLLOW:

POWER: Choose a friendly character within 8 squares and line of fire. Deal Magneto 2 unavoidable damage and modify the chosen character's combat values by +1 for the rest of the game.

SO MUCH DEPENDS ON YOU, CHILD: Perplex. When he uses it and targets a character with a shared keyword, you may roll a d6. **5-6:** Instead modify the target's chosen combat value by +2 or -2.

#018 Mystique

SHAPE SHIFTER: Shape Change. When she uses it and the result is 6, opposing characters can't attack her this turn.

LEADER OF THE BROTHERHOOD: Mastermind, Toughness. When she uses Mastermind, if she chooses a friendly character with a higher point value that shares a keyword with her, that character reduces 1 of the damage dealt after all other reducers. They can reduce that 1 damage even if it is penetrating.

MAGNETO TAUGHT ME WELL: Leadership, Perplex.

#019 Wolverine

YOU'RE GONNA NEED HELP, BUB: Modify attack and defense +1 for each adjacent opposing character.

HEALING FACTOR AIN'T WHAT IT USED TO BE: At the beginning of your turn, heal Wolverine 1 click.

CANADIAN RESISTANCE ARMY: When Wolverine is adjacent to an opposing character, he has **PROTECTED:** Outwit, Pulse Wave. When he is adjacent to more than one opposing character, lines of fire drawn from opposing characters to Wolverine are blocked.

#020 Sprite

INTANGIBILITY: Improved Movement: Hindering, Blocking, Characters.

SENT FROM THE FUTURE TO SAVE THE

WORLD: Battlefield Promotion: When Sprite hits one or more opposing characters, after resolutions, place a Promotion token on her character card. You may then roll a d6 that can't be rerolled and add 1 for each Promotion token on her character card. **6 or higher:** you may remove all Promotion tokens and replace this character with [DOFP] #002 Ariel on the same click number.

I'VE SEEN A FUTURE CLOUDED IN DEATH: Super Senses. If Sprite was placed on the map through the Battlefield Promotion ability, she can use Outwit and Perplex.

#021 Storm

NOT AS GOOD AS CYCLOPS, BUT...: Leadership. When she uses it, on a result of 6 she may remove an action token from two characters if both characters have the X-Men keyword.

HIGH WINDS: Energy Shield/Deflection. When she is targeted with a range attack, she can use Super Senses.

#022 Professor X

I CAN SENSE SOMEONE OVER THERE: Improved Targeting: Hindering, Elevated, Blocking, Characters.

TO ME, MY X-MEN: **POWER:** Choose a friendly character that isn't within range. Place the chosen character adjacent to Professor X and that character can't be given an action until your next turn.

MY CAUSE IS RIGHTEOUS AND I WILL NOT BE DENIED: **PROTECTED:** Outwit, Pulse Wave.

PSYCHIC ENTITY: Leadership, Outwit, and Perplex. Professor X's combat values can't be modified.

#023 Sentinel Alpha 3

SENTINEL SQUAD LEADER: Friendly characters with "Sentinel" in their name, the Robot keyword, and a lower point value can use [Capture].

ATTACK PROTOCOL GAMMA: **FREE:** Choose one: Energy Explosion, Force Blast, or Pulse Wave. Sentinel Alpha 3 can use the chosen power until your next turn.

ANTI-MUTANT PROGRAMMING: Outwit.
Protected: Outwit. Each time Sentinel Alpha 3 uses Outwit to choose Outwit or a power that allows Outwit to be used, it can use Outwit again this turn.

#024 Nimrod

ASSAULT FROM THE FUTURE: [Multiattack]. // Once per game, **DOUBLE POWER:** Place him in any square, and he may make a close or range attack.

PHOTON PROPULSION: Phasing/Teleport, Running Shot.

RAPID REFORMATION: Invulnerability, Regeneration. If Nimrod has 2 action tokens, he can use Regeneration as FREE.

FUTURE KNOWLEDGE OF THE MUTANT MENACE: PROTECTED: Outwit. // Outwit. He can use it twice on your turn targeting 2 different opposing characters if they each have the Brotherhood of Mutants or X-Men team symbol or keyword.

#G001 Alpha Class Sentinel (Attack Mode)

PROGRAMMED TO HUNT: Alpha Class Sentinel (Attack Mode) can't be healed. // At the beginning of your turn, roll a d6 and turn [DOFP] #G002 Alpha Class Sentinel (Attack Program Dial) to the blue click number matching the result. Alpha Class Sentinel (Attack Mode) can use the powers indicated and when a standard power on that dial has a black border, instead, Alpha Class Sentinel (Attack Mode) modifies attack +1 when targeting a character that can use that power.

ENTER RECOVERY MODE: When Alpha Class Sentinel (Attack Mode) has 2 action tokens, it has, "FREE: Replace Alpha Class Sentinel (Attack Mode) with [DOFP] #G002 Alpha Class Sentinel (Defense Mode) on the same click number and as if it began on the same starting line. When you do, roll a d6 and turn this dial to the blue click number matching the result."

SECONDARY THREAT ANALYSIS: When Alpha Class Sentinel (Attack Mode) has two action tokens, it can use Incapacitate as FREE.

INERTIAL RETALIATION FIELD: When Alpha Class Sentinel (Attack Mode) takes damage from an attack, after resolutions, deal the attacker penetrating damage equal to half of the damage taken.

THREAT ENGAGEMENT PACKAGE:
[Multiattack].

#G002 Alpha Class Sentinel (Defense Mode)

PERFECTED DEFENSE: If Alpha Class Sentinel (Defense Mode) makes an attack, after resolutions, deal it 1 unavoidable damage. // At the beginning of your turn, roll a d6 and turn the [DOFP] #G001 Alpha Class Sentinel (Defense Program Dial) to the blue click number matching the result. Alpha Class Sentinel (Defense Mode) can use the powers indicated and when a standard power on that dial has a black border, instead, opposing characters can't use that power to target Alpha Class Sentinel (Defense Mode).

MUTANT DETECTED: When Alpha Class Sentinel (Defense Mode) has no action tokens it has, "FREE: Replace Alpha Class Sentinel (Defense Mode) with [DOFP] #G001 Alpha Class Sentinel (Attack Mode) on the same click number and as if it began on the same starting line. When you do, roll a d6 and turn this dial to the blue click number matching the result."

STEALTH FIELD: When Alpha Class Sentinel (Defense Mode) is adjacent to a square of blocking terrain, lines of fire drawn to it are blocked.

INHIBITOR FIELD: Opposing characters within 6 squares can't be given POWERS.

SENTINEL SHIELD: Mastermind. When it uses it, it may choose friendly characters with the Robot keyword that are within 4 squares.

SUMMON REINFORCEMENTS: When Alpha Class Sentinel (Defense Mode) has 1 or more action tokens it has, "POWER: Generate a [DOFP] #001 Sentinel on its orange starting line."

#H001 Sentinel (Hunter)

M= 4

HORDE: BIOMECHANIC TENDRILS: Plasticity, but only when (S). [Capture], but only when (M).

#H002

Sentinel Sentry

M= 6

HORDE: When (S), Barrier as FREE, but only to place half of (S) blocking terrain markers.

#H003 Human Protestor

M= 8

HORDE: MUTIE!: Characters within [(S)/2] squares with the Brotherhood of Mutants or X-Men keyword or team symbol can't reduce pushing damage.

#H004

Mutant Protestor

M= 8

HORDE: GENE NATION: Friendly characters with the Brotherhood of Mutants or X-Men team ability or keyword can use Mastermind, but only to choose this character.

Return of the King

#001 Pippin

I SEE HIM!: Probability Control. When he uses it, after resolutions, roll a d6 that can't be rerolled. **1-2:** deal Pippin 1 unavoidable damage.

#002 Soldier of the Dead

INCORPOREAL: Improved Movement: Hindering, Blocking, Characters.

NONE BUT THE KING OF GONDOR: When you build your force, if a character named Aragorn or a character with both the Man and Ruler keywords is on your force, Soldier of the Dead has the Man keyword this game.

GHOSTLY MARCH: Sidestep, Stealth. Passenger: 1 but only to carry characters he shares a keyword with.

#003 Mordor Orc

MINION: SIEGE TROOP: When a friendly character named Gothmog is within 8 squares, Mordor Orc can use Charge and modifies attack +1.

#004 Gondorian Soldier

ARMY OF THE FREE PEOPLE: At the beginning of your first turn for all friendly characters with this trait, you may choose attack or defense. All friendly characters with this trait modify the chosen value +1 this game.

FLANK: Adjacent friendly characters named Gondorian Soldier can use Precision Strike.

#005 Haradrim

ELEVATED ARCHER: Improved Targeting: Characters.

MEN OF HARAD: When Haradrim is adjacent to a friendly character named Mumakil or targeting a character on a lower elevation, Haradrim deals penetrating damage when making a range attack.

#006 Orc Commander

THERE'S KNIFE-WORK THAT NEEDS DOING!:

Adjacent friendly characters with the Forces of Sauron keyword and a lower point value modify defense +1.

#007 Shagrat

WARDEN OF CIRITH UNGOL: [Capture], but only to capture characters with a lower point value.

#008 Madril

RANGER: Toughness.

FAITHFUL ALLY AND ADVISOR: Barrier, Defend.

When Madril is adjacent to a friendly character and KO's an opposing character, after resolutions, Madril may use Barrier at no cost.

#009 Faramir

FIGHTING AT THE GATES: Improved Movement: Hindering.

HE'S STILL ALIVE!: Once per game when Faramir would be dealt damage, you may give him an action token. If you do, Faramir takes no damage instead.

RANGER PRINCE: Charge, Empower, and Stealth.

#010 Mumakil Mahud

MUMAKIL WAR-TOWER: Other friendly characters with Mumakil in their name within 8 squares can use Quake and Passenger: 1, and don't modify speed from the [Carry] ability.

MUMAKIL COMMANDER: Other friendly characters with Mumakil in their name within 8 squares can use Empower and modify attack +1.

#011 Gothmog

STEADY UNDER FIRE: Energy Shield/Deflection.

GROND, HAMMER OF THE UNDERWORLD:

When an opposing character takes damage from Gothmog's or an adjacent friendly character's attack, place a Grond token on this card. When there are three or more Grond tokens on this card, friendly characters with the Orc keyword within 4 squares can use Improved Movement: Outdoor Blocking.

KILL ALL IN YOUR PATH: Friendly characters that begin the turn adjacent to Gothmog modify attack +1 this turn.

#012 Samwise Gamgee

THE LIGHT OF EARENDIL: Opposing characters within 5 squares can't use Shape Change or Stealth.

FOR THE SHIRE!: Charge, Flurry.

#013 Denethor

PALANTIR OF MINAS TIRITH: At the beginning of your turn, you may roll a d6 that can't be rerolled. **4-6:** choose one: Outwit, Perplex, or Probability Control. Denethor can use the chosen power until he is able to choose another one.

RULING STEWARD OF GONDOR: Mastermind, Super Senses. Protected: Outwit.

FLEE! SAVE YOURSELVES!: At the beginning of your turn, you may choose any friendly characters with a lower point value within 8 squares. Chosen characters modify defense +3, but can only be given MOVE actions until the end of your turn.

#014 King of the Dead

INCORPOREAL: Improved Movement: Hindering, Blocking, Characters.

THE DEAD DO NOT SUFFER THE LIVING!:

EPIC: Give up to 1 friendly character for every 200 points of the build total with the Oathbreaker keyword and within line of fire a MOVE/CLOSE at no cost.

NONE BUT THE KING OF GONDOR: When you build your force, if a character named Aragorn or a character with both the Man and Ruler keywords is on your force, King of the Dead has the Man keyword this game.

#015 Gandalf the White

THE BOARD IS SET, THE PIECES ARE

MOVING: If Gandalf the White is 65 points, he is KO'd if he crosses the red KO line. If Gandalf the White is 195 points, he can use the [Mystics] team ability and isn't KO'd when he crosses the red KO line. Protected: Pulse Wave.

THE WHITE WIZARD: FREE: Choose one standard damage power from his character card for each action token he is assigned. Chosen powers can be used until your next turn.

#016 Aragorn

THE MOUNTAIN PASS: Improved Movement: Hindering.

THE FLAME OF THE WEST: EPIC: Choose up to 1 friendly character with a lower point value or with a shared keyword for each 200 points of the build total. Place those characters adjacent to Aragorn.

PUT ASIDE THE RANGER...: FREE: Choose one: Blades/Claws/Fangs, Flurry, Ranged Combat Expert (with a range value of 7), or Super Senses. Aragorn can use the chosen power until he uses this ability again.

WE HAVE TIME: Charge, Stealth.

...BECOME THE MAN: Leadership. When he uses it, if he doesn't succeed, he can use Shape Change until he uses Leadership again.

2014 Exclusives

#D-012 Batman

VAMPIRIC HUNGER: Batman begins the game on click #4. When Batman KO's an opposing character, heal him 2 clicks. When he does, he may heal beyond his starting line.

WHO WILL DARE FACE ME NOW?: FREE:

Choose up to 2 opposing characters within line of fire. Those characters modify attack -1 when targeting Batman with an attack until your next turn.

I AM ONE WITH THE NIGHT: Shape Change.

When he is chosen as the target of a range attack and uses Shape Change, he succeeds on a result of 4-6. Protected: Outwit.

#D-013 Worlds' Finest

WORLDS' FINEST: This character begins on its green starting line, has [Wing] symbol, [Duo] symbol, [Batman Ally] symbol, [Superman Ally] symbol, and is not KO'd when it crosses a red line. Protected: Pulse Wave.

DAUGHTER OF THE BATMAN: Running Shot.

Improved Movement: Elevated, Hindering, Characters.

Qualifying Name - Qualifying Real Name

Power Girl -- Kara Zor-El

Huntress -- Helena Wayne

#D-014 Jonah Hex

BEST YOU BE SURE: Precision Strike.

MOVE IT, DOC!: Once per game, “FREE: Generate an Amadeus Arkham bystander as described on this card.”

BULLETS DON'T LIE: Running Shot, Sidestep.

FACE FULL OF VIOLENCE: Perplex, Shape Change. When Jonah Hex uses Perplex, he can only target opposing characters.

#D-015 Amazo

PROGRAMMED TO DEFEAT ANY ARMY: FREE:

Choose a standard power, Keyphrase ability, or team ability an adjacent opposing character or one within range and line of fire has. Amazo can use that power or ability and, if he can use 3 powers or abilities in this way, he must stop using one before choosing a new one.

LIFE SENSORS: Super Senses.

#D-017 Resurrection Man

TEKTITE INFUSION: When a countdown click appears, stop clicking the dial, place a Body marker in Resurrection Man's square, and place him on his card. If Resurrection Man is on his card when all other friendly characters are not on the map, he is KO'd. // At the beginning of the turn, if he is on his card, turn his dial once clockwise. // When a non-countdown click is revealed, remove the Body token and place Resurrection Man in that square or the nearest unoccupied square. When Resurrection Man is placed on the map at the beginning of this game or through this trait, he has standard combat symbols, and rolls his d20 four times. For each combat symbol rolled, Resurrection Man may choose a symbol of that type and he has that combat symbol. For each power color rolled, including a special power, he may choose a combat type for each and use the power of that type, but may only choose each combat type once. Chosen powers and abilities can be used until he reaches a countdown click.

POWER OF FLIGHT: Sidestep, [Wing].

UNCONTROLLED LIGHTNING:

Penetrating/Psychic Blast, [Sharpshooter].

UNKILLABLE? TRY UNBREAKABLE!:

Impervious, [Indomitable].

INCREASED POWER LEVELS!: Close Combat Expert, [Giant].

[C]When rolling for the effects of **TEKTITE INFUSION**, the d20 must be rolled the four times, before powers or abilities are chosen.

[C]The [Team Base] and [Vehicle] symbols can't be chosen for the effects of **TEKTITE INFUSION**.

[C]When rolling the d20 and a result of [Improved] appears, you may choose either [Movement] or [Targeting], but may only choose one specific effect to use such as: Hindering, Water, Elevated, Blocking, Characters, This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through, This character can move through squares adjacent to or occupied by opposing characters without stopping. (Still needs to break away.), Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain., This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.).

#D-018 John Lynch

WORKING IN THE SHADOWS: Improved Movement: Hindering.

DOUBLE AGENT: At the beginning of the game, choose one: [Police] -or- [Underworld] team ability. This game, friendly characters with the Gen13 or Team 7 keywords can use the chosen team ability.

FIELD LEADER: John Lynch may be attached to the Gen13 Team Base instead of Grunge. *OFF THE MAP ACTIVE* - While John Lynch is attached, if Gen13 could use Grunge's Asset power, it uses John Lynch's power instead.

SECRET SPYMASTER: Friendly characters can use Mastermind, but only to choose higher point friendly characters with the Gen13 or Spy keywords.

DECADES OF TRADECRAFT: Leadership, Outwit and Stealth.

TT T004 GEN13: Opposing characters within 4 squares and line of fire can't use Outwit.

#D-019 Sarah Rainmaker

PSIONICALLY CONTROLLED WATER: Barrier as FREE, but only when she is occupying Water Terrain. When she does she may place the Blocking terrain markers in water terrain.

SHEETS OF RAIN: Willpower. Sarah Rainmaker and adjacent friendly characters can't be targeted by opposing characters 5 or more squares away.

TT T004 GEN13: Running Shot.

#D-020 Cheshire

TRIPLE-JOINTED ACROBAT: Improved Movement: Elevated, Hindering.

EXPERIMENTATION AND IMMUNITY: Poison, Stealth. **PROTECTED:** Poison.

FLURRY OF POISONOUS FINGERNAILS: Charge. When she uses it, she can use Improved Movement: Characters and doesn't halve her speed value from it. After resolutions, deal 1 damage to each character occupying a square she moved through.

PARALYZING POISON: When Cheshire damages an opposing character that character modifies speed and attack -2 until your next turn.

TT T003 TITANS: VILLAINS FOR HIRE: When Cheshire uses [Solo Adventure] you may instead place Cheshire adjacent to The Mark. Cheshire may then make a close attack against The Mark.

#D-021 Black Canary

LIGHT ON MY FEET: Improved Movement: Hindering.

AQUAMAN'S GOT HIS OWN PROBLEMS: Black Canary may be attached to [T002] Justice League team base instead of Aquaman. *OFF THE MAP ACTIVE* - While Black Canary is attached, if Justice League could use Aquaman's asset power, it can use Black Canary's asset power instead.

CRY OF THE CANARY: Precision Strike. When she uses it and hits, after resolutions, give the hit target an action token. If they can not be given an action token, deal them 1 penetrating damage.

SONIC SHOCK: Force Blast. When she uses it, if you roll a 4-5 deal the target 1 penetrating damage. If you

roll a 6, deal the target 2 penetrating damage.

TT T002 JUSTICE LEAGUE: Precision Strike.

#D-022 Wonder Woman

DAUGHTER OF OLYMPUS: Super Strength.

ARES'S PUPIL: Charge, Sidestep.

THE NEW GOD OF WAR: Combat Reflexes. When turning the dial and this power is revealed, stop turning the dial. // Once per game you may roll a d6 and heal Wonder Woman of half the result. If you do, Wonder Woman can use Battle Fury. Protected: Outwit, Pulse Wave.

TT T002 JUSTICE LEAGUE: Combat Reflexes.

#D-023 Wonder Girl

PROTEGE OF DIANA OF THEMYSKIRA: Charge, Flurry.

LASSO OF PERSUASION: When Wonder Girl hits an opposing character with 2 action tokens, after resolutions, she may use Mind Control at no cost targeting that character.

TT T001 NEW TEEN TITANS: Support, [Flight].

#M-009 Wolverine

VAMPIRIC HEALING FACTOR: Wolverine begins the game on click #4. // Steal Energy, Stealth. When he uses Steal Energy, he may use it to heal beyond his starting line.

LORD OF THE X-VAMPIRES: Other friendly characters with the X-Men keyword or team symbol can use Steal Energy.

FEEDING FRENZY: If a friendly character used Steal Energy to heal this turn, Wolverine has, "FREE: Modify the attack of all friendly characters +1 and their defense -1 until your next turn."

CONTROL THE DESTINY OF THE X-MEN:

Perplex but only to target friendly characters with the X-Men keyword or team symbol. When he does, he may modify any combat value except damage by +2.

#M-014 Whiplash

ENERGY WHIPS: When Whiplash makes a close attack, he may use Improved Targeting: Hindering and target characters within 3 squares and line of fire.

STARK! YOU KILLED MY FATHER, MY FRIENDS!: Flurry, Sidestep.

WHIP BULLETS BACK AT YOU: Energy Shield/Deflection. If a range attack targeting Whiplash misses by 3 or more, after resolutions, deal the attacker 1 damage.

#M-015 Doop

I DESTROY REPUTATIONS AND TOPPLE NATIONS: Once per game, "DOUBLE POWER: Remove a resource or relic assigned to an opposing character within 6 squares and assign it to another opposing character within 6 squares."

DOOP LAND: Doop's combat values can't be modified by other characters. When Doop would be dealt damage from an attack, he is not dealt that damage and is dealt 1 unavoidable damage instead. Protected: Pulse Wave.

#M-016 Hulk and Red She-Hulk

YOU'RE SCARED OF IT, BUT I LOVE IT: Improved Movement: Elevated, Hindering, Characters.

AS LONG AS I CAN BREAK @#%#%: When Hulk and Red She-Hulk use [Duo Attack], they can use Close Combat Expert or Quake at no cost instead of one of the attacks.

SMARTER THAN YOU EXPECT: Opposing characters with a lower point value must be given a POWER instead of FREE to target Hulk and Red She-Hulk with Outwit.

WE'RE NOT FALLING FOR THAT!: Sidestep, Super Strength.

GAMMA-IRRADIATED DUO: Regeneration, Toughness.

I HAVEN'T TRIED OUT MY TOYS YET: Energy Explosion, Penetrating/Psychic Blast with a range value of 6.

Qualifying Name - Qualifying Real Name

Hulk -- Bruce Banner

Red She-Hulk -- Betty Ross

#M-017 Doctor Nemesis

COMPLETE DISDAIN FOR OTHERS: Improved Movement: Characters. Improved Targeting: Hindering.

WHO INVENTED A RANKING OF THE SMARTEST PEOPLE?:

If one of Doctor Nemesis's powers would be chosen by Outwit, choose a standard damage power that he currently can't use. Doctor Nemesis can use that power while his power is chosen by Outwit.

I'D RATHER WORK BEHIND THE SCENES:

Sidestep, Stealth, and Improved Movement: Hindering.

HORRIBLE DOCTOR: Perplex, Support. If Doctor Nemesis uses Perplex to target an opposing character, he can use Outwit until your next turn, but only to target that same character.

#M-018 Impossible Man

I'M A JOINER: Wild Card, and can also copy team abilities from opposing characters as if they were friendly. Opposing characters can not use Themed Team Probability Control.

EVERYTHING GOES HAYWIRE: FREE: Choose an opposing character within range. Roll his d20 and if a power of the indicated color or a Keyphrase ability of the indicated icon can be used by the chosen character, then until your next turn, that character can't use powers, Keyphrase and team abilities on its dial, and that character has Earthbound/Neutralized. Protected: Outwit.

#M-019 Angel

SAME GUY, DIFFERENT APPROACH: Angel may be attached to the X-Men: Gold Strike Force Team Base instead of Archangel. *OFF THE MAP ACTIVE* - While Angel is attached, if X-Men: Gold Strike Force could use Archangel's asset power, it may use Angel's asset power instead.

AERIAL RECON AND ASSAULT: Close Combat Expert. Opposing characters within 4 squares of Angel can't use Stealth.

WXM T002 X-MEN: GOLD STRIKE FORCE:

Energy Shield/Deflection.

#M-020 Psylocke

NINJA: Improved Movement: Hindering.

A WELL PLACED BLADE: Blades/Claws/Fangs. If her attack roll is 10 or higher and she uses Blade/Claws/Fangs, that damage is penetrating.

TELEPATHIC ILLUSIONS: Shape Change. If the character targeting her can't use Mind Control or Outwit or Perplex, she succeeds on a roll of 4-6.

WXM T001 X-MEN: BLUE STRIKE FORCE:

Characters on a Solo Adventure from this team character can use Shape Change.

#M-021 Rogue

SOUTHERN HOSPITALITY: Charge, Sidestep.

TAKE WHO YOU ARE: When Rogue hits an opposing character, choose attack or defense. After resolutions, you may choose to replace her current value with the hit character's printed combat value of the chosen type and she can use the hit character's power of the chosen type. This effect lasts until she chooses to replace her combat value again.

WXM T001 X-MEN: BLUE STRIKE FORCE:

When a character goes on a Solo Adventure from this team character, choose a standard power the team character can use. Rogue can use that power as long as this asset is displayed.

#M-022 Pete Wisdom

I'M IN CHARGE NOW, LOVE: Pete Wisdom may be attached to the [WXM] T003 Excalibur Team Base instead of Captain Britain. *OFF THE MAP ACTIVE* - While Pete Wisdom is attached, if Excalibur could use Captain Britain's asset power, it may use Pete Wisdom's asset power instead.

HOT KNIVES: Penetrating/Psychic Blast. When he uses it and hits an adjacent character, increase the damage dealt to that character by 1.

WXM T003 EXCALIBUR: When targeted by an attack, this team character may replace its Defense Value with the printed Defense Value of the attacker.

#M-023 Captain Britain

ENHANCED SENSES: When Captain Britain attacks an opposing character, that character decreases their Shape Change and Super Senses rolls by 1.

WITH CONFIDENCE COMES POWER: Super Strength, Willpower. **PROTECTED:** Outwit against characters of a lower point value.

WXM T003 EXCALIBUR: Whenever Captain Britain uses [Solo Adventure], all friendly characters on Solo Adventure can use Sidestep this turn. This asset ability can be used even if Captain Britain was removed with Solo Adventure and is on the map.

#M-024 Cannonball

EXPLOSIVE IMPACT: Improved Movement: Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

BLAST FIELD: Cannonball and adjacent friendly characters can use Energy Shield/Deflection. Invulnerability until your next turn, but only if Cannonball moved 4 or more squares this turn.

FULL SPEED: Hypersonic Speed. When Cannonball uses it, **KNOCKBACK**, but characters are knocked back equal to half of his speed value instead of any other knock back.

DESTRUCTIVE TAKEOFF: If there are no friendly characters adjacent to Cannonball, deal 1 penetrating damage to all adjacent opposing characters when Cannonball begins a move due to his own action.

WXM T004 NEW MUTANTS: When this team character moves due to its own action, it can use Invincible instead of the power in its defense slot until the beginning of your next turn.

#WK-002 Krampus

NAUGHTY CHILDREN ARE MY HOLIDAY

FEAST: [Capture]. If the target is a higher point value, he must activate it with a **DOUBLE POWER**. When Krampus releases a captured character in his starting area, also heal Krampus to his starting line.

YOU NEED TO BE PUNISHED: When Krampus uses [Capture], modify attack +1 for each action token on the target character.

A FIGMENT OF YOUR IMAGINATION?: Super Senses, but only when Krampus doesn't have a captive.

THIS IS YOUR WARNING: Perplex but only to modify attack -2.

War of Light

#001 Orange Lantern Construct

MINION: ORANGE CONSTRUCT: Sidestep, but only if a character with the Orange Lantern Corps keyword that's 75 points or more was given a costed action this turn.

GREED: Barrier, Plasticity.

#002 Red Lantern Recruit

MINION: RED LANTERN CORPS: When a friendly character with the Red Lantern Corps keyword that's 75 points or more is within 8 squares, modify attack +1.

RAGE: Poison, and deals penetrating damage when using it.

#003 Sinestro Corps Recruit

MINION: SINESTRO CORPS: When a friendly character with the Sinestro Corps keyword that's 75 points or more is within 8 squares, modify damage +1.

FEAR: Perplex, but only to negatively modify combat values.

#004 Indigo Tribe Recruit

MINION: INDIGO TRIBE: When a friendly character with the Indigo Tribe keyword that's 75 points or more is within 8 squares, modify defense +1.

COMPASSION: When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, if that character hasn't been healed this turn, you may place Indigo Tribe Recruit adjacent to that character and heal that character 1 click.

#005 Green Lantern Recruit

MINION: GREEN LANTERN CORPS: When a friendly character with the Green Lantern Corps keyword that's 75 points or more is within 8 squares, attack +1.

WILL: Willpower. When an opposing character targets Green Lantern Recruit with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

#006 Star Sapphire Recruit

MINION: STAR SAPPHIRES: When a friendly character with the Star Sapphire keyword that's 75 points or more is within 8 squares, modify attack +1.

LOVE: Shape Change, [Mystics].

#007 Blue Lantern Recruit

MINION: BLUE LANTERN CORPS: When a friendly character with the Blue Lantern Corps keyword that's 75 points or more is within 8 squares, modify defense +1.

HOPE: Perplex, but only to positively modify combat values.

#008 Black Lantern Reanimate

BLACK REANIMATE: When a friendly character with the Black Lantern Corps KO's an opposing character with an attack, you may generate a [WOL] #008 Black Lantern Reanimate on click #2 in its square.

DEATH: Steal Energy. When an opposing character is KO'd, heal Black Lantern Reanimate 1 click.

#009 Controller Construct

MINION: ORANGE CONSTRUCT: Sidestep, but only if a character with the Orange Lantern Corps keyword that's 75 points or more was given a costed action this turn.

GREED: Barrier, Plasticity.

#010 Controller

UNLEASH THE SUN-EATER: Whenever an opposing character takes damage from Controller's attack, add 1 token to your force's Sun-Eater pool. // **POWER:** Remove 8 tokens from your force's Sun Eater pool, and deal 4 penetrating damage to a character within range.

GEH-JEDOLLAH, THE MIRACLE MACHINE:

Perplex, Probability Control, and Willpower.

#011a Hal Jordan (Orange Lantern)

GREED: Barrier, Plasticity.

WILLFUL GREED: Hal Jordan and adjacent friendly characters with the Orange Lantern Corps keyword can use Willpower.

#011b Hal Jordan (Blue Lantern)

HOPE: Perplex, but only to positively modify combat values.

WILLFUL HOPE: Hal Jordan and adjacent friendly characters with the Blue Lantern Corps keyword can use Willpower.

#012a Hal Jordan (Red Lantern)

RAGE: Poison and deals penetrating damage when using it.

WILLFUL RAGE: Hal Jordan and adjacent friendly characters with the Red Lantern Corps keyword can use Willpower.

#012b Hal Jordan (Black Lantern)

DEATH: Steal Energy. When an opposing character is KO'd, heal Hal Jordan 1 click.

WILLFUL DEATH: Hal Jordan and adjacent friendly characters with the Black Lantern Corps keyword can use Willpower.

#013a Romat-Ru

FEAR: Perplex, but only to negatively modify combat values.

#013b Tomar Tu

CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

FINAL STAND AGAINST HAL JORDAN:

POWER: Choose an opposing character within 6 squares and line of fire. Until your next turn, that character can't target any friendly character with an attack.

WILL: LOST LANTERN: Willpower. // When no friendly character is within 3 squares except those with the Lost Lanterns keyword, Tomar Tu can use Outwit until your next turn.

#014 Rankorr

RAGE: Poison and deals penetrating damage when using it.

CONTROLLED RAGE: FREE: Choose one: Battle Fury and Blades/Claws/Fangs this turn, -or- Precision Strike this turn.

#015 Arisia

WILL: LOST LANTERN: Willpower. // When no friendly character is within 3 squares except those with the Lost Lanterns keyword, Arisia can use Outwit until your next turn.

#016 Soranik Natu

TANGLED LIVES: UNIQUE MODIFIER- Opposing characters named Sinestro modify their combat values by -1. When Soranik Natu is adjacent to a character named Kyle Rayner, they both modify attack +1.

WILL: Willpower. When an opposing character targets Soranik Natu with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

BATTLEFIELD MEDIC: Telekinesis, Support. When she uses Telekinesis and places a friendly character next to her, after resolutions, she can use Support at no cost, but only to target that character.

#017 Boodikka

WILL: LOST LANTERN: Willpower. // When no friendly character is within 3 squares except those with the Lost Lanterns keyword, Boodikka can use Outwit until your next turn.

#018 Munk

COMPASSION: When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, if that character hasn't been healed this turn, you may place Munk adjacent to that character and heal that character 1 click.

INDIGO-2: Close Combat Expert, Leadership. When he uses Leadership and succeeds, adjacent friendly characters can use Close Combat Expert this turn.

#019 Bedovian

DID THAT ROCK JUST BLINK?: When it isn't your turn and no other characters are within 2 squares of Bedovian, lines of fire to him are blocked.

FEAR: Perplex, but only to negatively modify combat values.

#020a Laira (Red Lantern)

THEY MURDERED KE'HAAN AND HIS

FAMILY!: If any opposing character has the Sinestro Corps keyword, modify combat values by +1, Battle Fury.

RAGE: Poison and deals penetrating damage when using it.

#020b **Laira (Green Lantern)**

CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a **FREE** instead.

WILL: LOST LANTERN MARTIAL ARTIST:

Combat Reflexes, Willpower. // When no friendly figure is within 3 squares except those with the Lost Lanterns keyword, Laira can use Outwit until your next turn.

#021 **Lyssa Drak**

BOOK OF PARALLAX/BOOK OF THE BLACK: Probability Control regardless of range and line of fire, but only to target opposing characters and only when they attack a character with a keyword she has.

FEAR: SHARP AS A KNIFE: Perplex, but only to negatively modify combat values. When she does, friendly characters targeting that character with an attack this turn can use Precision Strike.

#022 **Katma Tui**

REUNITED BY THE MOSIAC: When Katma Tui is adjacent to a friendly character named John Stewart, they can both use Support, but only to target each other.

WILL: Willpower. // When an opposing character targets Katma Tui with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

#023 **Mongul**

THRALL OF THE BLACK MERCY: When a character with a Black Mercy token would have one or more action tokens removed, remove the Black Mercy token instead. // **FREE:** Make a close/range attack targeting an opposing character with a Black Mercy token regardless of range or line of fire, if he hasn't already attacked that character this turn.

BLACK MERCY'S BITE: Incapacitate. When he uses it, hit characters are also given a Black Mercy token if they don't have one already.

FEAR: HOPELESS: Perplex, but only to negatively modify combat values. When he does, also modify the

target's attack -1 until your next turn.

#024 **Saarek**

WILL: Willpower. // When an opposing character targets Saarek with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

LEARN FROM THE DEAD: Outwit. When he uses it, Saarek and adjacent friendly characters modify the combat value that is the same type as the chosen power by +1 until your next turn.

#025 **The Weaponer of Qward**

OUT OF MY WAY, SCUM: Charge, Running Shot. When he uses either, his speed value isn't halved from that power.

WEAPON RECONFIGURE: At the beginning of your turn, you may choose a standard attack power. The Weaponer of Qward can use that power until you choose again.

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opposing character, stop turning the dial. Protected: Pulse Wave.

#026 **Sodam Yat**

X-RAY VISION: Improved Targeting: Hindering.

DESTINED FOR POWER: If Sodam Yat is 125 points, he is KO'd when he crosses the red KO line. If Sodam Yat is 250 points, he isn't KO'd when he crosses the red KO line. Protected: Pulse Wave.

WIELDER OF ION: When this click is revealed due to damage taken, stop turning the dial. Impervious, Quintessence. Sodam Yat can't be healed. Protected: Pulse Wave.

WILL: Willpower. // When an opposing character targets Sodam Yat with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

#027 **Graf Toren**

WILL: LOST LANTERN: Willpower. // When no friendly character is within 3 squares except those with the Lost Lanterns keyword, Graf Toren can use Outwit until your next turn.

WEBBED CONSTRUCTS: When Graf Toren makes a range attack, after resolutions, place one Web marker adjacent to each target that took damage from this attack. Opposing characters can't make range attacks while adjacent to these markers and must roll to break away. These markers are only removed when there are no opposing characters adjacent to them, even if this power is lost.

#028 Kilowog

WILL: DRILL SERGEANT: Combat Reflexes, Willpower. // When an opposing character targets Kilowog with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

C'MON, POOZERS!: Perplex, but may only target other characters with the Green Lantern Corps keyword.

#029 Brother Hymn

HOPE: Perplex, but only to positively modify combat values.

STAND TOGETHER: Enhancement. Adjacent friendly characters modify range +1.

HEALING BLUE ENERGY: Support. // When an adjacent friendly character misses with an attack roll, Brother Hymn can use Support as FREE this turn, but only to target that character.

#030a Guy Gardner (Star Sapphires)

STAR-CROSSED DUO: UNIQUE MODIFIER- When a friendly character named Ice is adjacent to Guy Gardner, they both modify defense +1.

LOVE: IT'S ALWAYS COMPLICATED: Shape Change, [Mystics]. When he uses the [Mystics] team ability, characters with a special power showing on their dial are dealt 2 penetrating damage instead.

#030b Guy Gardner (Red Lantern)

FURY UNLEASHED: Charge, Flurry, and Sidestep.

RAGE: Poison and deals penetrating damage when using it.

#031a Kyle Rayner (Blue Lantern)

HOPE: GREEN LANTERN'S MIGHT: Perplex, but only to positively modify combat values. If the targeted character has the Green Lantern Corps keyword, modify the combat value by +2 instead of +1.

HEALING BLUE ENERGY: Support. When an adjacent friendly character misses with an attack roll, Kyle Rayner can use Support as FREE this turn, but only to target that character.

#031b Kyle Rayner (White Lantern)

UNITY OF THE SPECTRUM: When you build your force, if another character has a keyword with "Lantern" in the name, Indigo Tribe, Sinestro Corps, or Star Sapphires then Kyle Rayner also has that keyword.

MENTORED BY EACH CORPS: When a friendly character within range and line of fire is given an action to activate a standard power, Kyle Rayner can use that standard power until your next turn.

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

#032 Miri Riam

LOVE: INTENSIFY: Shape Change, [Mystics]. The first time she uses Shape Change each turn, increase the d6 roll result by 1 for every 100 points of the attacker's point value.

#033 Sister Sercy

HOPE: Perplex, but only to positively modify combat values.

INSPIRATION: At the beginning of your turn, you may choose Empower -or- Enhancement. Sister Sercy can use that power this turn.

HEALING BLUE ENERGY: Support. When an adjacent friendly character misses with an attack roll, Sister Sercy can use Support as FREE this turn, but only to target that character.

#034 Aquaman

SUMMON THE UNDEAD SHARKS: Once per game, "POWER: Generate up to 4 Undead Shark bystanders as described on this card, each adjacent to different opposing characters within range. Action Total +2 this turn."

DEATH: A WATERY GRAVE: Steal Energy. When an opposing character is KO'd, heal Aquaman 1 click and all clear squares within 1 square of that character are water terrain.

#034bt Undead Shark

BEACHED: At the end of your turn, KO this character if it doesn't occupy water terrain.

#035a Sayd (Orange Lantern)

LARFLEEZE HAS NOTICED YOU, I'M AFRAID:

When Sayd hits an opposing character, after resolutions, you may give that character a MOVE at no cost, using Improved Movement: Characters.

GREED: BEHOLDEN TO LARFLEEZE: Barrier, Plasticity. // When an opposing character attempts to break away from Sayd and the result is 1 or 2, after resolutions, give that character an action token.

#035b Sayd (Blue Lantern)

TEACHING THE BELIEVERS: Empower, Enhancement. Adjacent friendly characters modify attack +1.

TEACHING THE UNBELIEVERS: Incapacitate, Precision Strike. When she uses Incapacitate, after resolutions, deal each hit character 1 damage.

HOPE: Perplex, but only to positively modify combat values.

#036 Bleez

FOCUSED SEDUCTRESS: At the beginning of the game, choose an opposing character. // Mind Control, but only to target that character. If she is adjacent to that character, this use of Mind Control is a FREE instead.

RAGE: SELF-CONTROL RITUAL: Poison, and deals penetrating damage when using it. // At the end of your turn, if no opposing character took damage from Bleez this turn, modify her defense +1 until your next turn.

#037 Karu-Sil

THE PACK IS MY FAMILY: Karu-Sil begins the game with The Pack attached. When The Pack is attached, Karu-Sil can use Super Senses. When Karu-Sil is KO'd, remove The Pack from the map. When The Pack is KO'd re-attach it to Karu-Sil.

RELEASE THE PACK: When The Pack is attached, Karu-Sil has, "POWER: Place The Pack in an adjacent square as a bystander described on this card."

FEAR: MORTIFIED PREY: Perplex, but only to negatively modify combat values. When she does, also

modify the target's speed -3.

#037bt The Pack

THREE BEASTS MADE OF FEAR:

Blades/Claws/Fangs. // CLOSE: Make up to three close attacks. If you use Blades/Claws/Fangs during this action, decrease the d6 roll by 2.

#038 Dex-Starr

ADORABLE FIEND: Shape Change, Super Senses.

RAGE: NIMBLE AND FIERCE: Sidestep. Poison, and deals penetrating damage when using it.

BLOOD IN YOUR EYES: Battle Fury, Blades/Claws/Fangs. When he uses Blades/Claws/Fangs, give the hit character a Blinded token. This token stays as long as Dex-Starr is on the map. When a character with a Blinded token makes an attack, roll a d6 for each possible target, including friendly characters. The character with the lowest result (reroll ties) becomes the target of the attack. Characters targeted by this attack can't use Shape Change.

#039 Kryb

KIDNAP: When Kryb isn't within range and line of fire of any opposing characters, she has "MOVE: Move up to her speed value. After resolutions, she may place one opposing character into an adjacent square if that character has a point value of 100 points or less and occupies a square she moved through this turn. She may then make a close attack targeting that character."

FEAR: CAPTIVATE: Perplex, but only to negatively modify combat values. When she uses it, if her target has zero action tokens and is 100 points or less, give it an action token.

#040 Salaak

WILL: SECOND IN COMMAND: Willpower. Leadership as if he were 300 points. When an opposing character targets Salaak with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

THE GUARDIANS WISH FOR THIS: Perplex.

#041 Parallax (Hal Jordan)

THE DEATH OF COAST CITY: After an action resolves during which a square of blocking terrain was destroyed, remove an action token from Parallax or an adjacent friendly character that shares a keyword with him.

FEAR: THAT ALL YOUR POWER CAN'T BRING IT BACK: Perplex, but only to negatively modify combat values. When a character with a combat value modified by this power misses with an attack roll, after resolutions, deal it 1 penetrating damage.

#042a John Stewart (Black Lantern)

IN MY SIGHTS: Improved Targeting: Hindering.

DEATH: COMES FOR MOGO: Steal Energy, but with range attacks instead of close attacks. When an opposing character is KO'd, heal John Stewart 1 click. If that character was KO'd by John Stewart and is a higher point value, after resolutions, remove all action tokens from John Stewart.

SNIPER OF DEATH: Precision Strike, Ranged Combat Expert. If the target of his attack isn't adjacent to any other opposing character, damage dealt can't be reduced below 2.

#042b John Stewart (Indigo Tribe)

COMPASSION: A QUICK END: When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, if that character hasn't been healed this turn, you may place John Stewart adjacent to that character and heal that character 1 click.

#043 Hannu

THE RING IS A CRUTCH: Once per game, FREE: Hannu has a range value of 6 for the rest of the game. // Until you do, modify attack +1.

WILL: LOST LANTERN: Willpower. // When no friendly character is within 3 squares except those with the Lost Lanterns keyword, Hannu can use Outwit until your next turn.

#044 Fatality

LOVE ANOTHER AS YOU WOULD YOURSELF: Charge, Mind Control.

LOVE: FOR A WORLD DESTROYED: Shape Change, [Mystics]. When she uses the [Mystics] team ability, if the opposing character is fewer squares from Fatality's starting area than its own, deal that character 2 penetrating damage instead.

#045 Brother Warth

HOPE: IN THE FACE OF EVIL: Perplex but only to positively modify combat values. When he uses it, the targeted character modifies defense +1 against close

attacks.

NOBLE ASSISTANCE: Close Combat Expert, Empower. Adjacent friendly characters modify attack +1.

#046a Abin Sur (Black Lantern)

YOU ARE NOT A WORTHY SUCCESSOR, JORDAN: Opposing characters that didn't begin the game on the map modify their combat values by -2 when targeting or being targeted by Abin Sur during an attack.

I NEVER DESTROYED THE CORPS IN MY

ARROGANCE: Toughness. If an opposing character has attacked Abin Sur and missed, he can use Invulnerability instead. If an opposing character has attacked Abin Sur and rolled a critical miss, he can use Impervious instead.

#046b Abin Sur (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

INSIDIOUS PROPHECY: Each time an opposing character would use Probability Control to reroll an attack roll targeting Abin Sur, immediately modify Abin Sur's defense -1 until the attack resolves.

#047 Ganthet

WITH PAIN, HOPE: Incapacitate. When he uses it, after resolutions, hit characters are each dealt his printed damage value and, until your next turn, each hit character positively modifies its defense by the number of action tokens on it.

HOPE: SPREADING: Perplex, but only to positively modify combat values. When he uses it, he may positively modify the same combat value on all friendly characters within his range and line of fire.

#048 Firestorm

YOU BE MY NEW NERD BRAIN: If Firestorm has KO'd an opposing character of 75 points, he can use Outwit for the rest of the game.

THIS IS GONNA BE SO BOSS: Running Shot, Stealth.

DEATH: EMPOWERING: Steal Energy with close and range attacks. When an opposing character is KO'd, heal Firestorm 1 click. If Firestorm has healed either way this turn, he can use Perplex and Probability Control until your next turn.

#049 First Lantern

RISE OF THE THIRD ARMY: Characters on the map with a keyword with "Lantern" in the name, or Indigo Tribe, Sinestro Corps, or Star Sapphires don't have those keywords.

MIND GAMES: When an opposing character hits First Lantern with an attack total exactly equal to his defense value, First Lantern can use Mastermind to choose to any character within range and line of fire, excluding the attacker.

PSYCHIC INCURSION: Energy Explosion, Penetrating/Psychic Blast.

DISCOVERED THE EMOTIONAL SPECTRUM FIRST: At the beginning of your turn, choose a color other than white. Until your next turn, any opposing character within range and line of fire can't use powers of that color.

#050a Spectre (Red Lantern)

HATRED FILLS MY SOUL: Friendly figures within 4 squares can use Blade/Claws/Fangs. When they do and roll a 5 or 6, deal them 1 unavoidable damage after resolutions.

RAGE: SOUL IGNITING: Poison, and deals penetrating damage when using it. // At the beginning of the game and whenever Spectre KO's an opposing character of 25 or more points, put a Soul Reap token on this card. When he uses Poison, opposing figures within X squares and line of fire are considered adjacent, where X is the number of Soul Reap tokens on this card.

HOLY AURA OF RAGE: At the beginning of your turn choose: Spectre can use Battle Fury this turn or he can't. If he can, until your next turn he can't be targeted by non-adjacent opposing characters.

#050b Spectre (Black Lantern)

DEATH: SOUL COLLECTING: Steal Energy with close or ranged combat attacks. When an opposing character is KO'd, heal Spectre of 1 damage and if Spectre KO'd it with an attack, choose a standard power from that character's card. Spectre can use that

power for the rest of the game.

THE CONSEQUENCE OF LIVING IS DEATH: Pulse Wave. When he uses it and targets more than one character, damage dealt to characters not on their starting click is increased by 1.

#051 Krona

COLLECTOR OF ENTITIES: Each time, including the beginning of the game, another friendly character is equipped with a character using the Entity Possession trait, roll 2d6 and modify Krona's indicated combat value by +2 for the rest of the game, based on the result: **2-3:** Attack **4-5:** Range **6-8:** Speed **9-10:** Defense **11-12:** Damage.

LIFE: MINE TO TOY WITH: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial and each opposing character modifies attack -2 until your next turn. Protected: Pulse Wave.

OBSERVER OF THE ORIGIN OF THE UNIVERSE: Probability Control. Once each turn, either before a roll of a character within range and line of fire is rerolled, or after Krona's use of Probability Control, you may declare that the roll can't be rerolled.

#052 Hal Jordan and Sinestro

WILL: BEST OF THE BEST: Willpower. // When an opposing character targets Hal Jordan and Sinestro with Outwit or Perplex, roll a d6. **3-6:** That use of Outwit or Perplex has no effect.

THIS IS MY PERSONAL SPACE - BACK OFF!: Running Shot. When they use it, they can use [Duo Attack] instead of a RANGE, but the second attack can't target the same character as the first attack.

ONLY LIMITED BY YOUR IMAGINATION: At the beginning of your turn, Hal Jordan and Sinestro may choose a standard attack power they didn't choose during their last turn and use that power until your next turn.

#053 Swamp Thing

EARTH ELEMENTAL: Improved Movement: Elevated, Hindering, Outdoor Blocking, Characters.

RESTORE THE GREEN: MOVE: Move up to your speed value. After resolutions, you may place hindering terrain markers in any clear squares he moved through and he may make a close attack targeting one opposing character occupying a hindering terrain marker Swamp Thing just placed regardless of adjacency. These markers remain for the rest of the game.

FOUR ELEMENTS JOINED: Once during your turn, you may choose one: Air, Earth, Fire, or Water. Swamp Thing can use the associated power until you choose again.

Air – Telekinesis

Earth – Barrier

Fire - Energy Explosion

Water - Shape Change

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

RESURRECT THE FALLEN: When a friendly character within range and occupying hindering terrain would be KO'd, roll a d6. **5:** instead turn them to their last non-KO click, heal them 1 click, and they are now assigned 1 action token. **6:** instead turn them to their last non-KO click, heal them 2 clicks, and remove all action tokens they are assigned.

#054 Morro

CRYPTKEEPER OF THE CORPS: When another friendly character with the Green Lantern Corps keyword is KO'd, turn it to any click and then place it on this card. Morro can use any standard powers on that click.

WILL: RELENTLESS: Willpower. // When an opposing character targets Morro with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect. // When an opposing character within 6 squares takes pushing damage, heal Morro 1 click.

#055 Parallax (Kyle Rayner)

WHAT ARE YOU TRULY AFRAID OF?: If an opponent wins the roll to determine the first player and does not choose Parallax's controller to be the first player, characters on that opponent's force modify their attack value by -1 as long as Parallax is on the map.

IN THE GRIP OF FEAR: Charge, Plasticity.

FEAR: DESPAIR: Perplex, but only to negatively

modify combat values. When he uses it, negatively modify the same combat value on all other opposing characters within range and line of fire.

#056 Sinestro (Indigo Tribe)

SEEK FORGIVENESS FOR YOUR SINS: When a friendly character takes damage from an attack, after resolutions, give the attacking character an action token.

COMPASSION: REDEMPTION: When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, if that character hasn't been healed this turn, you may place Sinestro adjacent to that character and heal that character 1 click. That character can't be attacked again this turn even if this power is lost.

#057a Superboy Prime (Sinestro Corps)

X-RAY VISION: Improved Targeting: Hindering

DON'T YOU GET IT? I'M STRONGER THAN YOU!: When Superboy Prime is dealt penetrating damage from a character of 150 points or less, it can be reduced.

RUN, COWARDS!: KNOCKBACK. Opposing characters that take damage from his attacks are given an action token.

FEAR SUBMISSION: Superboy Prime can use Perplex, but only to negatively modify combat values. When he does, negatively modify the chosen combat value by an additional amount equal to the number of action tokens on the target.

#057b Superboy Prime (Red Lantern)

RAGE OF A PETULANT CHILD: Poison and deals penetrating damage while using it. Superboy Prime's other powers have Protected: Outwit. Opposing characters can't modify his combat values.

DAYBREAK: Regeneration, Toughness. When he occupies Outdoor terrain and uses Regeneration, don't halve the d6 roll.

#058 Galius Zed (Black Lantern)

DEATH: ENCOMPASSING: Steal Energy. When an opposing character is KO'd, heal Galius Zed 1 click. Galius Zed begins the game on click #3 and can use this trait to heal past its starting click.

DESPAIR OF THE GREEN LANTERNS: When an opposing character rolls for Leadership, Shape Change, or Super Senses, and the result is 1-4, modify Galius Zed's combat values by +1 until the end of your next turn. If that character has the Green Lantern Corps keyword, modify that character's combat values by -1 until your next turn.

#059a Zilius Zox

CONSTRUCTING BITE: Blades/Claws/Fangs, Plasticity. When he rolls a d6 for Blades/Claws/Fangs, put a number of Bite tokens on this card equal to his printed damage value minus the result of the d6 roll (minimum 0). // **FREE:** Remove two Bite tokens to make a close attack.

RAGE: Poison and deals penetrating damage when using it.

ATTACKS ROLL OFF ME: Shape Change, Toughness.

#059b Galius Zed (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost.// **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a **FREE** instead.

VOLUNTEER TO BE FIRST INTO BATTLE:

Sidestep. If Galius Zed is the friendly character farthest from your starting area, modify speed and attack +1. // **KNOCKBACK** during close attacks.

WILL: Willpower. // When an opposing character targets Galius Zed with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

[E]This character is a Prime character and has a Green ring on its base.

#060 Black Hand

ENTITY POSSESSION: When Black Hand is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Black Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial

higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

OBLIVION OF DEATH: When a friendly character with the Black Lantern Corps keyword is healed because an opposing character is KO'd, increase the healing by 1.

DEATH: Steal Energy. When an opposing character is KO'd, heal Black Hand 1 click.

DESPAIR OF THE BLACKEST NIGHT: When an opposing character misses an attack, choose an opposing character within 10 squares and line of fire. Modify that character's defense -1 until the end of your next turn.

#061 Entity

ENTITY POSSESSION: When Entity is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the White Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

FLOW OF LIFE: At the beginning of your turn, you may heal one adjacent character without the Black Lantern Corps keyword 1 click.

COSMIC LIFE: Regeneration, [Quintessence] team ability. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

#062 Ion

ENTITY POSSESSION: When Ion is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Green Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose up to 2 different powers on the equipped dial and up to 2 different combat values on the equipped dial higher than this character's same printed combat value. This character can use those powers and modifies those combat values by +1 until your next turn or clicked.

FORCE OF WILL: Friendly characters can use Willpower. If they can already do so, positively modify their defense by the number of action tokens on them.

COSMIC WILL: [Quintessence] team ability. When an opposing character targets Ion with Perplex, roll a d6. **4-6:** That Perplex has no effect.

#063 Ophidian

ENTITY POSSESSION: When Ophidian is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Orange Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

COSMIC GREED: Barrier, Plasticity, and [Quintessence] team ability.

DESIRE OF GREED: Outwit. When it does and chooses a power displayed on that character's dial, it can use the chosen power until your next turn.

#064 Proselyte

ENTITY POSSESSION: When Proselyte is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Indigo Tribe keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

CHANNEL THE LIGHT OF THE OTHER

CORPS: FREE: Choose a color that isn't brown, black, grey or pink. Proselyte can use a standard power of the chosen color until your next turn.

COSMIC COMPASSION: When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, if that figure hasn't been healed this turn, you may place Proselyte adjacent to that figure and heal that character 1 click.

HEART OF COMPASSION: Friendly characters that can use Support may do so even if an opposing figure is adjacent to the friendly figure or the target. When they do increase the result of the 2d6 roll by +2 and don't subtract 2 from the d6 roll.

#065 Parallax

ENTITY POSSESSION: When Parallax is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Sinestro Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

GRIP OF FEAR: Opposing characters can't reduce pushing damage.

COSMIC FEAR: Perplex, but only to negatively modify combat values. [Quintessence] team ability.

#066 Butcher

ENTITY POSSESSION: When Butcher is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Red Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

COSMIC RAGE: Poison, and deals penetrating damage when using it. [Quintessence] team ability.

BLADES OF THE BUTCHER: Blades/Claws/Fangs. When he does, add 2 to the result.

HEAT OF RAGE: Once per turn, a friendly character may reroll the d6 roll for Blades/Claws/Fangs.

#067 Adara

ENTITY POSSESSION: When Adara is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Blue Lantern Corps keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

SURGE OF HOPE: Friendly characters who can use Empower or Enhancement instead affect other friendly characters within 3 squares and line of fire.

COSMIC HOPE: Perplex, but only to positively modify combat values. [Quintessence] team ability.

#068 Predator

ENTITY POSSESSION: When Predator is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: This character has the Star Sapphires keyword. At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked.

COSMIC LOVE: Shape Change, [Quintessence] and [Mystics] team ability.

POWER OF LOVE: All characters within range can use Mind Control.

#099 Despotellis

VIRUS: Despotellis does not require opponents to break away. Despotellis does not block line of fire and cannot have its combat values positively modified.

THE SICKNESS IS ALREADY INSIDE YOU:

When an adjacent opposing character is moved or placed, after resolutions, you may place Despotellis adjacent to that character. When an adjacent opposing character is KO'd, after resolutions, you may place Despotellis adjacent to another opposing character.

PANDEMIC OF FEAR: Poison. When he uses it, he may instead deal each adjacent opposing character penetrating damage equal to the number of action tokens on that character. Protected: Outwit.

#101 Sinestro (Sinestro Corps)

FEAR: MASTER: Perplex, but only to negatively modify combat values. When he uses it, he modifies all combat values on the target by -1, or all by -2 if the target has two action tokens.

YOUR FEAR BETRAYS YOU: Sidestep. // **POWER:** Place Sinestro adjacent to an opposing character with 2 action tokens.

I SMELL YOUR FEAR: When Sinestro attacks a character that has a combat value modified below its printed value, he deals penetrating damage.

#102 Hal Jordan (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

POWER RING MASTERY: If he has no action tokens, he can use Telekinesis as a FREE.

WILL: LIMITLESS RESERVE: Willpower. **PROTECTED:** Opposing Perplex. // When a second action token is placed on Hal Jordan, roll a d6. **3-6:** heal Hal Jordan 1 click.

#103 Rond Vidar

CONSTRUCT: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

TIME CUBE: Once per game when Rond Vidar is hit with an attack, you may place him or the attacker in their respective starting area.

UNDERCOVER GREEN LANTERN: Shape Change, Stealth.

WILL: Willpower. When an opposing character targets Rond Vidar with Outwit or Perplex, roll a d6. **4-6:** That Outwit or Perplex has no effect.

#104 Guy Gardner (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

I'M NOT YOUR MULE, FUZZY BLUE ELF!

During your first turn, Passenger: 8, regardless of their combat symbols.

GET IN YOUR FACE: Charge. // **MOVE:** Move. If Guy Gardner ends his move adjacent to an opposing character, the MOVE is a FREE instead and he has Battle Fury until that character is KO'd.

WILL: Willpower. // When an opposing character targets Guy Gardner with Outwit or Perplex, roll a d6. **4-6:** That Outwit or Perplex has no effect.

#105 John Stewart (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

SNIPER FIRE: Improved Targeting: Hindering, Characters.

MILITARY TRAINING: Ranged Combat Expert. He may use it as a RANGE instead of a POWER.

#106 Jade

LIGHT OF THE STARHEART: Improved Targeting: Hindering.

CONSTRUCT: When building your force, you may

attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

MY FAMILY LEGACY: When Jade targets a character in hindering terrain with an attack, modify attack +1 and the target can't use Stealth this turn.

WILL: Willpower. // When an opposing character targets Jade with Outwit or Perplex, roll a d6. **4-6:** That use of Outwit or Perplex has no effect.

#107 Kyle Rayner (Green Lantern)

CONSTRUCT: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

I CAN BE EVERYWHERE I NEED TO BE: [Duo Attack]. When he uses it, before making each attack, you may place him in a legal square up to half his speed value away.

ION: When this click is revealed due to an opponent's attack, stop turning the dial. // Impervious, [Quintessence] team ability. Protected: Pulse Wave.

#108 Simon Baz

CONSTRUCTS: When building your force, you may attach a construct (Lantern) to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. If this character has no action tokens and the new construct is a lower point value than the original construct, this is a FREE instead.

RETURN FROM THE REALM OF THE DEAD:

Once per game, when Simon Baz would be KO'd, turn him to click 4 instead.

WILL: COURAGE: Willpower. // Opposing characters that can use Exploit Weakness or Penetrating/Psychic Blast roll a d6 before attempting to draw a line of fire to Simon Baz. **4-6:** They can't draw a line of fire to him.

#109 Larfleeze

CONSTRUCT ABSORPTION: Opposing characters that can use Barrier or have a [Lantern] Symbol or [Ring] Symbol attached to them or on their card modify their combat values by -1.

GREED: BARRICADING: Barrier, Plasticity. When Larfleeze uses Barrier, after resolutions, he may use Quake at no cost. When he does, he can target all opposing characters adjacent to blocking terrain markers placed by friendly characters with the Orange Lantern Corps keyword.

SUMMON THE ORANGE LANTERN CORPS:

FREE: Generate a [WOL] #H001 Orange Lantern Absorbed. // **POWER:** Generate a [WOL] #001 Orange Lantern Construct. If there are more than 3 total friendly characters, including tokens within stacks, with either name on the map, Larfleeze can't use this power.

#110 Arkillo

BRAWLER: Charge, Flurry.

WHIP THEM INTO SHAPE, LITERALLY: Once per turn per character, friendly characters with the Sinestro Corps keyword and two action tokens may be given an action as FREE. If you do, after resolutions, deal that character 1 unavoidable damage.

FEAR: SPREADING: Perplex, but only to negatively modify combat values. When a friendly character with the Sinestro Corps keyword uses Perplex, modify its range +3.

#111 Saint Walker

HOPE PULLS US THROUGH THE WORST OF TIMES: Probability Control. // Once per turn, when a friendly character with the Blue Lantern Corps keyword uses Probability Control and the reroll is a critical miss or critical hit, you may have that roll be rerolled again.

HOPE: RISING: Perplex, but only to positively modify combat values. When a friendly character with the Blue Lantern Corps keyword uses Perplex, modify its range +3.

#112 Atrocitus

RAGE: BUILDING: Poison and deals penetrating damage when using it. // Friendly characters with the Red Lantern Corps keyword that use Poison can use it to deal 2 damage instead of 1 if they are adjacent to

two opposing characters or fewer.

BLOOD PROPHECY: Each time Atrocitus damages an opposing character, place a Prophecy token on this card. During an attack, Atrocitus may remove a Prophecy token to use Probability Control. He may use Probability Control this way up to 3 times per turn.

#113 Indigo-1

COMPASSION: DEFENDING: Friendly characters with the Indigo Tribe keyword can use Defend and Support. When a non-adjacent friendly character within 6 squares takes 3 or more damage, after resolutions, you may place Indigo-1 adjacent to that character if that character hasn't been healed this turn and heal that character 1 click.

#114 Star Sapphire

LOVE: THE GRANDEST EMOTION: Shape Change, [Mystics] team ability. When a friendly character with the Star Sapphires keyword uses the [Mystics] team ability, after resolutions, give the attacker an action token.

#115 Nekron

GENERAL RULES: Nekron has four different dials, each with their own name, numbered [WOL] #115a-#115d. Three dials are attached to the 3x6 base. The dial for [WOL] #115d is found on the removable Nekron Colossal figure, and can be played at one of two starting lines.

Pick which dials of Nekron you are going to play. You may play any number of dials, but each dial may only be played once per game and you must indicate the order in which you will play the dials at the beginning of the game. [WOL] #115d may only be played once on either the red starting line (600 pts.) or the blue starting line (300 pts.), and must always be the last dial played.

When playing [WOL] #115d, remove the Colossal Base from the map, detach Nekron from it, and place him in any squares it had occupied.

POWER LEVELS RISING RULES: At the beginning of the game, the Power Levels Rising dial begins on the 0% click. When an opposing character misses with an attack by 4 or more -or- is KO'd, turn the Power Level Rising dial once clockwise. When a friendly character of 50 or more points is KO'd, turn the Power Level Rising dial once counterclockwise. Nekron can use the powers indicated on the dial. The Power Levels Rising dial can't turn below 0% or above 100%.

(#115A) DEATH IS EVERYWHERE: Improved Movement: Blocking. Improved Targeting: Hindering, Blocking.

(#115A) DESPAIR OF THE BLACKEST NIGHT: When an opposing character is KO'd, after resolutions, turn that character to any click, add that character to your force in the square they last occupied, and remove all action tokens from them. Modify that characters combat values by +1 this game. Remove that character from the game when it takes any damage or misses with an attack.

(#115A) PURITY OF DARKNESS: Nekron can't be targeted by opposing characters more than 5 squares away.

(#115B) THE UNQUIET GRAVE: When an opposing character is KO'd, you may place a Grave hindering terrain marker in that square. After resolutions, you may generate a [WOL] #H002 Black Lantern Risen on each unoccupied Grave marker. You may generate a [WOL] #008 Black Lantern Reanimate instead, if you deal a friendly character 1 unavoidable damage.

(#115B) DEATH AS THE ULTIMATE OPPONENT: When Nekron takes damage from an opposing character, that character is dealt an equal amount of penetrating damage.

(#115B) CHILL OF DEATH: Opposing characters within 3 squares of any Grave marker modify their combat values by -1.

(#115B) THE CONQUERING DEAD: Friendly characters with the Black Lantern Corps keyword can use Stealth and take a maximum of 2 damage (at once).

(#115C) MY LINK TO THIS EARTHLY REALM: During your first turn using this dial, choose another character. If that character is friendly, modify its combat values by +1. If that character is opposing,

modify its combat values by -1. When the chosen character is not on the map, Nekron can't use [Quintessence].

(#115C) SOUL SCYTHER: Force Blast. Nekron may use it as a FREE. When he uses it, he may knock back every adjacent opposing character the number of squares equal to the d6 result. If he uses it as a POWER, after resolutions, deal each knocked back character penetrating damage equal to the number of action tokens they are each assigned.

(#115C) YOUR RETURN FROM DEATH EMPOWERS ME: Toughness. All characters can use Regeneration. When an opposing character uses Regeneration and heals, heal Nekron an equal amount and you may turn the Power Levels Rising dial once clockwise.

(#115D) ALL POWER IS WITHIN MY GRASP: FREE: Choose one of the special powers on another of Nekron's dials. Nekron can use that special power until you choose again.

(#115D) REAPING SCYTHER: Blades/Claws/Fangs. If he uses it and the result is 1-3, after resolutions, you may also deal 1 penetrating damage to each character without the Black Lantern Corps keyword.

(#115D) OBLIVION IS YOUR REWARD: Adjacent opposing characters can't use powers.

A: [Multiattack].

B: [Multiattack]. Friendly characters can use Improved Movement: Hindering and Improved Targeting: Hindering.

C: Friendly characters have PROTECTED: Outwit, Opposing Perplex, Opposing Probability Control.

D: FREE: Choose a power or team ability that a character on the map can use. All friendly characters can use that power or team ability until your next turn.

E: During your turn, when an opposing character with a point value of 50 or more is KO'd by a friendly character with the Black Lantern Corps keyword, roll a d6 that can't be rerolled. **4-6:** Take an extra turn after this one.

#B001 Cowgirl

HAL'S COMRADE: Perplex, but only to modify the speed or attack of vehicles.

#B002 Rocket Man

HAL'S WINGMAN: Perplex, but only to modify the defense or damage of vehicles.

#B003 Thomas Kalmaku

MECHANIC OF FERRIS AIR: POWER: Heal an adjacent vehicle 1 click.

#H001 Orange Lantern Absorbed

Improved Movement: Characters

M= 3

MINIONS, HOLD HIM: Plasticity. When [M], adjacent opposing characters can only attack characters named Orange Lantern Absorbed.

#H002 Black Lantern Risen

M= 4

HORDE: NEW FLESH TO SERVE NEKRON:

When Black Lantern Risen KO's an opposing character, generate a [WOL] #H002 Black Lantern Risen in that character's square and Black Lantern Risen can use Empower this turn.

#H003 Yellow Lantern Initiate

M= 3

HORDE: WAVE OF FEAR: Pulse Wave. Unless it is [M], characters with no action tokens have PROTECTED: Pulse Wave for this action.

#H004 Green Lantern Initiate

M= 3

HORDE: CORPS BACKUP: When [M], Running Shot and has 2 [Targets].

#H005 Daxamite

M= 5

HORDE: BATHED IN SUNLIGHT: When Daxamite occupies and is only adjacent to clear squares of outdoor terrain and is stacked, he has [Wing], a range value of 4, and positively modifies his combat values by half of [S].

#H006 Manhunter Alpha

M= 4

HORDE: SUMMON TO SECTOR 666: POWER: You may place any number of friendly characters named Manhunter Alpha with no action tokens in this square, forming a stack.

H007 Zamaron Trainee

M= 3

HORDE: CORPS BACKUP: When [M], Zamaron Trainee has 2 [Targets].

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#001 Star-Lord

OXYGEN FILTRATION MASK: PROTECTED: Poison.

ESPIONAGE BATTLE SUIT: Stealth, Running Shot.

SHORT-DURATION FLIGHT: Leap/Climb. When he uses it, if he moves half his speed value or less, after resolutions, he may make a range attack.

#002 Gamora

DEADLIEST WOMAN IN THE GALAXY:

Improved Movement: Hindering, Characters.

SIBLING RIVALRY: When Gamora attacks an opposing character named Nebula, modify attack and damage +1. Opposing characters named Nebula can't use Shape Change.

WORKING BOTH SIDES: When a hindered line of fire is drawn to Gamora, she modifies defense +2 instead of +1.

#003 Nova Corpsman

SHARE THROUGH THE WORLDMIND:

UNIQUE MODIFIER- Friendly characters with the Nova Corps keyword and occupying hindering terrain modify attack and range +1.

#004 Nova Corps Officer

SHARE THROUGH THE WORLDMIND: Friendly characters with the Nova Corps keyword can use Improved Targeting: Friendly Characters.

PULL BACK!: Nova Corps Officer and adjacent friendly characters not on their first click and of a lower point value can use Improved Movement: Hindering.

#005 Rocket Raccoon

TACTICAL GENIUS: Perplex, but only to modify attack and defense. When he uses Perplex, he can target both a friendly and an opposing character and modify the same combat value for each.

CROWD CONTROL: Energy Explosion, Precision Strike.

EVASIVE: When Rocket Raccoon is targeted with an attack, roll a d6 and subtract 3 (minimum 1). Positively modify his defense by the result.

#006 Sakaaran Soldier

UPON MY DEATH: DESTRUCTION: When Sakaaran Soldier is KO'd, before removing him from the map and even if he is adjacent to an opposing character, make a range attack with an attack value of 9 that can't be rerolled. All opposing characters within 4 squares become targets of this attack. Each hit character is dealt 1 penetrating damage. Then remove him from the map.

MINION: FOR THE BROTHERHOOD: When a friendly character named Sakaaran Commander is within 5 squares, Sakaaran Soldier can use Running Shot.

#007 Sakaaran Commander

LEAD FROM DARKNESS: Leadership, Stealth. When using Leadership, Sakaaran Commander may only remove action tokens from characters he shares a keyword with.

FOG OF WAR: Force Blast, Smoke Cloud.

#008 Ronan the Accuser

LIVE KREE OR DIE!: UNIQUE MODIFIER- Other friendly characters within 4 squares with the Kree keyword modify attack and defense +1.

YOU STAND ACCUSED!: At the beginning of the game, choose an opposing character with a point value of 100 points or more. When that character is within Ronan the Accuser's line of fire, it can't use standard defense powers.

COSMI-ROD: Force Blast, Penetrating/Psychic Blast, and Quake.

#009 Groot

MAKING AN ENTRANCE: Improved Movement: Blocking. Immediately after movement resolves, destroy all Blocking terrain moved through.

I... AM...: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Groot has [Tiny] Symbol, can't be targeted by range attacks, and is considered

smaller than all other characters. If Groot occupies water terrain or your starting area, he has, "DOUBLE POWER: heal him 3 clicks." Protected: Pulse Wave.

VERY INTELLIGENT PLANT LIFE: Outwit, Plasticity. Opposing characters within 2 squares and line of fire must roll to break away from Groot.

#010 Nebula

SIBLING RIVALRY: When Nebula attacks a character named Gamora, modify attack and damage +1. Opposing characters named Gamora can't use Combat Reflexes.

#011 Irani Rael

ORGANIZATIONAL CONTROL: If Irani Rael is in your starting area and not adjacent to an opposing character, she can draw lines of fire and count range and squares from the square of any one friendly character with the Nova Corps Keyword.

SHARE THROUGH THE WORLDMIND: Friendly characters with the Nova Corps keyword can't be knocked back and modify defense +1.

#012 Yondu

HIGHER GROUND: Energy Shield/Deflection.

ONE. LITTLE. WHISTLE.: When making a range attack against a single target, modify attack +2.

#013 Drax the Destroyer

SIMPLE MAN, SIMPLE PURPOSE: At the beginning of the game, choose an opposing character. Modify attack +1 when targeting that character with a close attack.

I AM THE DESTROYER: Charge, Precision Strike.

THERE WAS NOBODY IN IT I WANTED TO

SEE: When this click is revealed while taking damage from an attack, roll a d6. **5-6:** Stop turning the dial. // Regeneration and, if he has one or more action tokens, he can use it as a FREE.

MACHINE-LIKE PRECISION: Close Combat Expert, Combat Reflexes.

#014 Rhomann Dey

PASSING THE TORCH: When Rhomann Dey is KO'd, choose a friendly character. For the rest of the game, that character can use Toughness, has a minimum range of 6, and has the Nova Corps keyword.

#015 Korath the Pursuer

PURSUER TEMPLATES: At the beginning of the game, choose an opposing character. If that character moved and made an attack since your last turn, Korath the Pursuer has, "FREE: Place him in a square adjacent to that character."

AUGMENTED CYBERNETICS: POWER: Place an adjacent standard object on this card. // Modify attack and defense +1 for each of these objects on his card. When this power is lost, any objects on his card are removed from the game. Protected: Outwit, Pulse Wave.

SUBDUE THE TARGET: Energy Explosion, Force Blast and Incapacitate.

016 The Collector

I MUST have IT: At the beginning of the game, after characters have been placed, 1 Collectible token per 100 points of the game's build total is placed on the map. Each Collectible must be at least 3 squares away from each other and any starting area. An opponent places half of the Collectibles and you place the remainder. When a character occupies a square with a Collectible, it has, "POWER: Roll a d6, 4-6: place the Collectible on its card." If that character is KO'd, place each Collectible into a distinct adjacent square. When all friendly Collectibles are on friendly characters' cards and those characters occupy your starting area, the Collector has, "DOUBLE POWER: KO all opposing characters."

YOU ARE ONE OF A KIND: When The Collector attacks a character that is Unique or Prime, modify attack +1 for each 100 points or fraction thereof of the target's point value.

#017 Star-Lord

SCREAM RIGHT BACK IN HIS FACE: When Star-Lord is KO'd due to an opposing character's attack, deal that character 2 unavoidable damage.

ALL-OUT: Running Shot. // Once per game when he uses it, modify his combat values by +2. If you do, after resolutions, deal him 1 unavoidable damage.

BURST FIRE: When you make a range attack that deals damage, you may choose to deal Star-Lord's printed damage value to hit targets instead of normal damage.

#018 Rocket Raccoon

ROCKET SKATES: Improved Movement: Elevated, Hinderling.

HOW ABOUT "ROCKET RACCOON AND HIS HUMAN HANGERS-ON"?: Adjacent friendly characters with the Guardians of the Galaxy or Ravagers keyword modify attack +1.

SMARTEST MAMMAL IN THE D'AST GALAXY: Enhancement, Outwit.

#101 Star-Lord

CAN'T KEEP THIS UP, BUT I DON'T NEED TO: Improved Movement: Elevated, Hinderling.

HADRON ENFORCER: Once per game, FREE: Choose an unoccupied square of clear terrain within range and line of fire. When you do, Star-Lord can use Pulse Wave this turn as if he occupied that square.

INSPIRING COMMANDER: Empower, Enhancement.

LEADING THE ATTACK: Friendly characters adjacent to Star-Lord that share a keyword with him can be given a costed action even if they have 2 action tokens. When they do, after resolutions, deal that character 1 unavoidable damage and don't remove tokens from that character at the end of your turn even if this power is lost.

#102 Rocket Raccoon

INDISCRIMINATE? NO, INCOMPARABLE: Improved Targeting: Hinderling, Characters.

TWO BIG GUNS: POWER: Make up to 2 range attacks.

#103 Gamora

DEADLIEST WOMAN IN THE WHOLE GALAXY: FREE: Choose an opposing character. // When Gamora attacks the chosen character, modify attack and damage +1. Gamora can't choose again until the chosen character has been KO'd.

ALWAYS GET MY TARGET: Plasticity, Sidestep.

NERVE STRIKE: Close Combat Expert. When she uses it, if Gamora hits an opposing character, modify one of that character's combat values by -1 until your next turn.

#104 Drax the Destroyer

HADRON ENFORCER: Once per game, FREE: Choose an unoccupied square of clear terrain within range and line of fire. When you do, Drax the Destroyer can use Pulse Wave this turn as if he occupied that square.

#105 Groot

PHOSPHORESCENT FLOWERS: Lines of fire drawn to opposing characters within 6 squares of Groot are not hindered by hindering terrain.

WOODEN COCOON: Defend, Invulnerability. Adjacent friendly characters can use Toughness.

#106 Ronan

YOU CANNOT EVADE ME: Improved Targeting: Hindering, Characters.

I WILL NOT BE DENIED: PROTECTED: Outwit.

ARMORED ROBE: Energy Shield/Deflection, Impervious.

RESERVES OF POWER: At the beginning of your turn, Regeneration at no cost.

Justice League Strategy Game

#001 Superman

PROTECT THE INNOCENT: When another friendly character takes damage from an opponent's attack, place a Protection token on Superman's card. // FREE: Remove any number of Protection tokens from his card, and modify damage +1 until your next turn for each two tokens removed.

FASTER THAN A SPEEDING BULLET, MORE POWERFUL THAN A LOCOMOTIVE: Charge. When using Charge, if he moves along a direct line, he does not halve his speed value due to it and he can use Improved Movement: Blocking. Immediately after movement resolves, destroy all Blocking terrain moved through.

BIG BLUE BOY SCOUT: Invincible. // Once per attack, when a friendly character within 6 squares and line of fire would be hit by a range attack, you may place Superman adjacent to that character so that he blocks the line of fire from the attacker. If you do, modify Superman's defense +2 for this attack, and he becomes the target, even if it would be illegal.

[TT] #T002 JUSTICE LEAGUE: Damage dealt to this team character is reduced by 1 in addition to any other effects.

#002 Batman

USE THE TERRAIN TO MY ADVANTAGE: Improved Movement: Elevated, Hindering.

STUDY THE ENEMY: When Batman is hit by an attack or misses an attack, place a Strategy token on his character card. // FREE: Remove any number of Strategy tokens from his card, and modify attack +1 until your next turn for each token removed.

UTILITY BELT: Energy Explosion, Sidestep, Smoke Cloud, Regeneration, and Improved Targeting: Hindering. When he uses Sidestep, he can use Improved Movement: Characters.

[TT] #T002 JUSTICE LEAGUE: Opposing characters within 5 squares can't use Perplex.

#003 Wonder Woman

OUTMATCH THE OPPONENT: When Wonder Woman hits an opposing character, place a Thwart token on her character card. When Wonder Woman is targeted with an attack, you may remove any number of Thwart tokens from her card, and modify defense +1 until your next turn for each token removed.

BRACELET DEFLECTION: Super Strength. Super Senses, but only against range attacks.

LASSO OF TRUTH: Incapacitate with a range value of 4.

WARRIOR PRINCESS: Combat Reflexes, Invulnerability, and Willpower.

[TT] #T002 JUSTICE LEAGUE: Energy Shield/Deflection.

#004 Cyborg

PREDICTIVE TARGETING SOFTWARE: Improved Targeting: Hindering.

TRACK COMMUNICATIONS: When an opposing character within range is given a FREE, place a Tracking token on Cyborg's character card. // FREE: Remove any number of Tracking tokens from his card, and modify range +1 until your next turn for each token removed.

[TT] **#T002 JUSTICE LEAGUE:** [Sharpshooter], modify range +2.

#005 Darkseid

BOOM TUBE INVASION: When there are no other friendly characters named Parademon on the map, Darkseid has, "DOUBLE POWER: For every 100 points of the game's build total, generate a [JLSG] #B001 Parademon bystander."

LORD OF APOKOLIPS: Mastermind, but can only choose characters with the Apokolips keyword or with "Parademon" in their name.

BOOM TUBE ESCAPE: POWER: Place Darkseid and any number of adjacent friendly characters in your starting area.

OMEGA BEAMS: DOUBLE POWER: Make a range attack targeting a single opposing character. For this attack, he can use Precision Strike and Improved Targeting: Hindering, Elevated, Characters, Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain, This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters), damage dealt from this attack is penetrating damage.

#B001 Parademon

MINION: HOLD THEM DOWN: When a friendly character named Darkseid makes an attack, adjacent opposing targets modify defense -1. For all characters with this power, when Darkseid misses with an attack, after resolutions, deal 1 unavoidable damage to a friendly Parademon adjacent to the target.

Guardians of the Galaxy

#001 Gamora

COSMIC ASSASSINATION: DOUBLE POWER: Exploit Weakness at no cost. Modify damage +1 for each 100 points of her target's point value.

#002 Drax the Destroyer

PURSUE THANOS TO THE ENDS OF THE UNIVERSE: POWER: Place him adjacent to an opposing character either named Thanos or with the Black Order keyword. // Damage dealt to characters name Thanos by Drax the Destroyer is penetrating damage.

FORCE FIELD DISMANTLER: When moving, Drax the Destroyer can move through blocking terrain markers placed by the Barrier power, and removes them from the game when he moves through them. Adjacent opposing characters can't use Energy Shield/Deflection.

#003 Mantis

PLANT-WALKING: Improved Movement: Hindering

THIS ONE NUDGED YOU TO JOIN: Mind Control with a range of 7. When she uses it, she may target an adjacent friendly character with the Guardians of the Galaxy keyword even if that character has Battle Fury. Characters hit by Mantis through Mind Control modify attack +1.

PRECOG PRIEST OF PAMA: Close Combat Expert, Probability Control.

#004 Starhawk

GIVER OF LIGHT: Improved Targeting: Hindering

OCCUPY THE SAME PHYSICAL SPACE: After an action resolves in which Starhawk took damage from an opposing character, you may replace him with [GOTG] #024 Aleta on the same click number.

I'VE LIVED ALL THIS BEFORE: Once per game, roll a d6 that can't be rerolled, minimum result 2. Place that many Past Lives tokens on this card. // FREE: Remove a Past Lives token from his card. Outwit and Probability Control until your next turn.

#005 Major Victory

CONTAINMENT SUIT BREACH: Toughness. When Major Victory is dealt penetrating damage, roll a d6. **2-4:** increase damage dealt to him by 1. **1:** increase the damage dealt to him by 2.

CARRYING ON CAP'S LEGACY: Leadership, Perplex and Telekinesis. When he uses Telekinesis, after resolutions, he may use it a second time at no cost, but only to place a friendly character with the Guardians of the Galaxy keyword.

#006a Chitauri

MINION: CENTRALIZED TARGETING: When a friendly character with the Chitauri keyword and a higher point value is within 8 squares, Chitauri can use [Sharpshooter] and modifies range +2.

#006b Chitauri Warleader

HOVERCRAFT: [Wing-Transporter] Symbol.

COMAND PRESENCE: Leadership, Perplex. It can only target friendly characters when using Perplex, and may use it twice if it used Leadership to remove an action token from a character with the Chitauri keyword this turn.

#007a Kree Private

MINION: NEW ORDERS: If a friendly character with the Kree keyword and higher point value is within 8 squares, Kree Private can use Sidestep. If there are at least two such characters, Kree Private can also use Incapacitate. If there are at least three such characters, Kree Private also modifies his combat values by +1.

#007b Captain Marvel

UNI-BEAM: Energy Explosion, Incapacitate, and Penetrating/Psychic Blast. When Captain Marvel hits with a range attack, hit targets can't make attacks during their next turn.

DEFEND HUMANITY FROM MY PEOPLE:

Defend, Super Senses. Adjacent friendly characters without the Kree keyword modify defense +1. Protected: Outwit.

#008a Raptor

SECRET GUARDIANS OF THE SHI'AR

EMPIRE: Sidestep, Stealth.

#008b Darkhawk

BODY SWITCH IN NULL SPACE: FREE: Modify defense -2. Shape Change, but can't use any other powers or abilities until your next turn. At the beginning of your next turn, heal him to click #2.

GRAPPLING HOOK: When Darkhawk hits with a range attack, after resolutions, you may place the hit character in any square adjacent to Darkhawk.

#009a Spaceknight

GALACTIC RADAR: Improved Targeting: Hindering.

#009b Ikon

NEUTRALIZER LANCE: Penetrating/Psychic Blast. When Ikon hits an opposing character, after resolutions and until your next turn, that character can't use any powers or team abilities except for defense powers.

KEEPING UP WITH THE COMPETITION: Each

time another friendly character with the Annihilators keyword or a printed damage of 4 hits one or more opposing characters, after resolutions, Ikon may make a close or range attack if she hasn't hit a character with an attack this turn.

#010a Dire Wraith

MYSTICAL SHAPESHIFTERS: Shape Change. Once per turn, if the result is 1, you may reroll it.

MEMORY LEECH: Precision Strike. When Dire Wraith KO's an opposing character, place that character on this card on any click. Dire Wraith can use any standard powers that character has on that click.

MINION: AT THE COMMAND OF OUR QUEEN:

If a friendly character named Dire Wraith Queen is within 8 squares, Dire Wraith can use Sidestep.

#010b Dire Wraith Queen

MYSTICAL SHAPESHIFTER QUDIRE WRAITH

QUEENEEN: Shape Change. Once per turn, if the result is 1-2, you may reroll it.

SHARED MEMORY LEECH: Penetrating/Psychic Blast. When Dire Wraith Queen KO's an opposing character, place that character on this card on any click. Dire Wraith Queen and friendly characters named Dire Wraith can use any standard powers that character has on that click.

VOLX'S MANIPULATIONS: Perplex, Probability Control.

#011a Spartoi Elite

DEFEND THE TWO EMPIRES - SHI'AR AND

SPARTOI: Defend. UNIQUE MODIFIER- When he uses Defend, adjacent characters with the Shi'ar or Spartoi keyword also modify defense +1.

DIVERT RESOURCES: Perplex, but only to target other characters that either occupy hindering terrain or share a keyword with him.

#011b Jason of Sparta

GRAND ALLIANCE: When you build your force, friendly characters with the Spartoi keyword also have the Shi'ar keyword.

MY EARLY ADVENTURES WITH SHIP: Charge, [Wing] symbol. Passenger: 3, if they each share a keyword with him. // Once per game, FREE: he and characters he carried this turn can't be targeted by opposing characters until your next turn.

RULER OF THE SPARTOI EMPIRE: Leadership, Outwit. When he uses Leadership and succeeds, he may also remove an action token from any friendly character that shares a keyword with him within 3 squares.

#012a Rigellian Colonizer

COLONIZE AND TERRAFORM ATMOSPHERE: Once per game, if Rigellian Colonizer occupies an opponent's starting area and no opposing characters do, Rigellian Colonizer has, "DOUBLE POWER: For the rest of the game, at the beginning of each of your turns, roll a separate d6 that can't be rerolled for each character without the Rigellian or Robot keyword. **6:** deal that character 1 penetrating damage." A character can't have this roll made more than once per turn, though the rolls must be made even if this ability is lost.

DENSITY INCREASE: Toughness. // At the beginning of your turn, if Rigellian Colonizer has no action tokens, you may modify defense +2 and she can use Invulnerability instead until your next turn. If you do, Rigellian Colonizer can't make an attack this turn.

#012b Tana Nile

COLONIZE AND TERRAFORM LANDSCAPE: Once per game, when Tana Nile occupies an opponent's starting area but no opposing characters do, she has "POWER: Remove any number of debris tokens from the map, destroy any number of walls or squares of blocking terrain, and for the rest of the game, friendly characters can use Improved Movement: Elevated, Hindering. Opposing characters can't use Improved Movement: Hindering, Elevated, Blocking, Water even if this ability is lost."

DENSITY INCREASE: Toughness. // At the beginning of your turn, if Tara Nile has no action tokens, you may modify defense +2 and she can use Invulnerability instead until your next turn. If you do, Tana Nile can't make an attack this turn.

IMAGE INDUCER: Outwit, Shape Change.

#013a Recorder

OBSERVER AND REPORT: Outwit, but only to

target adjacent characters. // When a friendly character within line of fire is hit by an attack, after resolutions, you may place Recorder adjacent to the attacker.

#013b Recorder #451

ENGINEERED YOU FROM BIRTH: At the beginning of the game, choose another friendly character with the Scientist keyword. Modify that character's speed and range +1 for the rest of the game. If that character is also named Iron Man or Tony Stark, modify all of that character's combat values except damage by +1 instead.

ARMOR OVERRIDE: Stealth, Mind Control. When he targets a character with the Armor, Robot, or Vehicle keyword with an attack, modify attack +3.

GODKILLER: POWER: Deal Recorder #451 1 unavoidable damage. For the rest of the game, the character chosen for his trait has [Colossal] symbol, [Power Cosmic] team symbol, can use Impervious and modifies all of its combat values by +1.

#014a Badoon

MINION: GENERATOR-ENHANCED: Friendly characters with the Badoon keyword within 4 squares can use Stealth. Energy Explosion, but only if a friendly character named "Brother Royal" is within 8 squares.

#014b Brother Royal

TWIN LEADERS OF AN EMPIRE: If there is exactly one other friendly Brother Royal on the map, modify Brother Royal's combat values by +1 and he can use Shape Change and Stealth.

STRATEGY OF CONQUEST: FREE: Choose: Outwit -or- Perplex. Brother Royal can use the chosen power this turn even if he has already done so. Each time an opposing character is KO'd by a friendly character's attack, he can use this power again.

#015 Triton

INHUMANITY: Perplex. When he uses it, he can't modify damage values and can only target character with the Inhumans keyword within 3 squares.

#016 Nebula

CYBERNETIC EYE: Improved Targeting: Hindering.

CYBERNETIC BODY: Toughness, Willpower, and has [Sharpshooter] symbol.

STEAL YOUR TRANSPORT: Opposing characters can't use the [Carry] ability. If there is an opposing character that has the Passenger: X keyphrase or symbol, Nebula modifies her speed +3 and has Passenger: 1.

#017a Kree Lieutenant

KREE STRATEGY - OVERWHELM: UNIQUE MODIFIER- Adjacent friendly characters with the Kree keyword modify attack +1.

#017b Kree General

KREE STRATEGY - DIVIDE: UNIQUE MODIFIER- Each opposing character that isn't adjacent to another opposing character modifies defense -1.

LEADER OF THE KREE EFFORT: Energy Explosion, Leadership.

STRATEGIC MANEUVER: Outwit. // **POWER:** Place Kree General in any square within 6 squares to which no opposing character has a clear line of fire.

#018 Alpha Primitive

MINION: SERVANT CLASS: Once per turn, if a friendly character with the Inhumans keyword and a higher point value is within 4 squares, you may move Alpha Primitive up to 4 squares.

LIMITED INTELLIGENCE: When Alpha Primitive is targeted by Outwit, all the powers on its dial are chosen. When Alpha Primitive is targeted by Mind Control, modify defense -2. Friendly characters not named Alpha Primitive can use Mind Control, but only to target Alpha Primitive. When they do, Alpha Primitive is dealt 1 unavoidable damage after resolutions, unless the attacking character is named Maximus.

#019a Captain Marvel

LIVING UP TO CAPTAIN MARVEL'S LEGACY: Once per game when Captain Marvel would be KO'd, instead roll a d6 that can't be rerolled. **1-3:** turn her to click #7 and modify her combat values by -1 this game. **4-5:** turn her to click #6. **6:** turn her to click #5 and modify her combat values by +1 this game.

TRAINED PILOT: Energy Shield/Deflection.

SEVENTH SENSE: Outwit, Probability Control.

#019b Dr. Minerva

IDEAL GENETIC MATE: When Dr. Minerva is adjacent to a friendly character named Captain Atlas or Captain Marvel, modify all of their combat values by +1.

EXPERIMENT ON YOU TO IMPROVE OUR SPECIES:

Once per game before an adjacent opposing character with one or two action tokens takes damage from Dr. Minerva's attack, you may choose a standard power that character can use. Until the end of the game, friendly characters with the Kree keyword can use that power.

PSYCHE-MAGNETRON EXPOSURE:

Perplex. When she uses it to target a character with the Kree keyword, she may instead modify any combat value except damage by +2.

#020 Ronan the Accuser

TEMPORARY ALLIANCE, SEALED BY

MARRIAGE: When you build your force, friendly characters with the Kree keyword also have the Inhumans keyword.

INVISIBILITY CLOAK:

Sidestep. Ronan the Accuser can't be targeted by non-adjacent opposing characters unless he made an attack during your last turn.

#021 Korath the Pursuer

PURSUER TEMPLATE: At the beginning of the game, choose an opposing character. If that character has one or more action tokens, Korath the Pursuer has, "FREE: Move up to 3 squares."

BETA BATONS:

Energy Explosion, Ranged Combat Expert. When he uses Ranged Combat Expert, he may activate Energy Explosion.

DETECTING NON-KREE BRAIN PATTERNS:

Outwit. If no opposing character has the Kree keyword, he can use it a second time.

#023 Yondu

KEEN EYES: Improved Targeting: Can make a range attack targeting an adjacent character. (May target adjacent or non-adjacent opposing characters.)

YAKA ARROWS: POWER: Make a range attack targeting a single opposing character regardless of line of fire.

#024 Aleta

OCCUPY THE SAME PHYSICAL SPACE: After an action resolves during which Aleta took damage from an opposing character, you may replace her with [GOTG] #004 Starhawk on the same click number.

SOLID LIGHT SHIELD: Energy Shield/Deflection, Toughness. Adjacent friendly characters can use Energy Shield/Deflection.

#025 Ebony Maw

WORDS, WORDS, WORDS: Whenever an opposing character uses Outwit, Perplex or Probability Control, place a Whisper token on this card. // **FREE:** Remove a Whisper token to use either Outwit, Perplex or Probability Control until your next turn if he can't already. He may be given this **FREE** up to three times each turn.

CULL OBSIDIAN: When Ebony Maw is KO'd by an opposing character's attack, deal damage to that character equal to the last amount of damage dealt to Ebony Maw. This damage can't be reduced below 1.

TWIST YOU INTO BETRAYAL: Whenever Ebony Maw is targeted with an attack from an opposing character, you may choose an adjacent opposing character to become the target of that attack, even if it would be illegal.

#026 Crystal

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

#027 Gorgon

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

BULL RUSH: Charge. When he uses it and moves in a direct line, modify attack +1 for every 2 squares he moved through.

QUAKE STOMP: Quake. When he does, opposing characters within 3 squares are considered adjacent.

#028 Karnak

ALWAYS SEE THE WEAK SPOT: Damage dealt by Karnak is penetrating damage.

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the

Inhumans keyword within 3 squares.

#029 Moondragon

PSYCHIC INTRUSION: Penetrating/Psychic Blast. When she uses it, after resolutions, she may use Mind Control to target a hit character at no cost.

#030 Star-Lord

MARKSMAN: Improved Targeting: Hindering.

GUARD THE WHOLE GALAXY: Friendly characters with the Guardians of the Galaxy keyword may replace their defense with the highest printed defense among friendly characters with that keyword.

TACTICAL MANEUVER: Outwit. When he uses it, he can count range and draw lines of fire from any friendly character that shares a keyword with him

#031 Nova

BLACK NOVA HELMET: Running Shot, Stealth.

I WONDER HOW MUCH POWER I CAN

GENERATE: Pulse Wave. When he uses it and he would deal 1 damage, you may choose to deal 2 damage instead. If you do, after resolutions, deal Nova 1 unavoidable damage.

#032 Starfox

PERFECT SEDUCTION: Mind Control with a range value of 10. When he uses it, before the attack, you may choose 1, 2 or 3, lower than his target's click number. Positively modify his and his target's attack by the chosen amount. After resolutions, heal the character hit by Starfox by the amount chosen.

I PSIONICALLY STIMULATE YOUR BRAIN: At the end of your turn, you may roll a d6 that can't be rerolled for each other friendly character within 3 squares. **6:** heal that character 1 click.

#033 Angela

HUNT THE HELLISH TO THE ENDS OF THE EARTH: When an opposing character targets Angela, after resolutions, you may place a Prey token on that character's card. // **POWER:** Place Angela adjacent to an opposing character with a Prey token on its card, then make a close attack targeting that character.

#034 Collector

YOU'LL MAKE A FINE ADDITION: When Collector hits a lower point character with a close attack and his attack total is at least 3 higher than his target's defense, you may place the hit character on this card. Collector considers that character Collected as long as it is on this card.

I WON'T LET YOU ESCAPE: At the end of your turn, place an Exhibit token on each Collected character's card, and roll 2d6 that can't be rerolled. Each Collected character rolls 2d6 and subtracts the number of Exhibit tokens on its card from the result. If a Collected character's result is equal or higher than yours, that character's controller may place it within 6 squares of Collector with an action token and remove all Exhibit tokens from its card. // Opposing characters have, "POWER: Remove an Exhibit token from a friendly character, even if that character is off the map." When the game ends, or there are no opposing characters on the map, all Collected characters are KO'd.

LET ME SHOW YOU THE TRUE FORM OF MY POWER: Shape Change. // Each time Collector is hit, after resolutions, modify his combat values by +1 until the end of your next turn, even if this power is lost.

#035 Killraven

ENCODED WITH ALL HUMAN KNOWLEDGE AND CULTURE: Outwit and Improved Targeting: Characters. When he uses Outwit, he may instead target all opposing characters within 3 squares and line of fire and choose one power for each.

#036 Black Bolt

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

SONIC ANNIHILATION: Pulse Wave. Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain. When he uses Pulse Wave, each hit character is knocked back 3 squares.

#037 Lockjaw

COSMIC TELEPORT: Improved Movement: Elevated, Hinder, Blocking, This character can move through squares adjacent to or occupied by opposing characters without stopping. (Still needs to breakaway).

TRANSPORT THE ROYAL FAMILY: Passenger: 1. Passenger: 3, but only to carry characters that share a keyword with him regardless of their speed symbols.

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

#038 Maximus

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

ALPHA PRIMITIVE: Twice per game, POWER: Generate a [GOTG] #018 Alpha Primitive.

MENTAL OVERRIDE: Mind Control. When he uses it, positively modify attack by 4 minus the number of squares to the target. If he hits, positively modify his target's attack the same amount.

PUTTING THE "MAD" IN MAD SCIENTIST:

Outwit. When he uses it, roll a d6 that can't be rerolled. **1:** he can't use this power until your next turn. **5-6:** he may immediately use Outwit again at no cost. Protected: Outwit.

#039 Medusa

INHUMANITY: Perplex, but can't modify damage values and can only target a character with the Inhumans keyword within 3 squares.

DEADLY LOCKS: Charge, Plasticity. // At the beginning of your turn, you may deal 1 penetrating damage to a single adjacent opposing character with 1 or more actions tokens.

#040 Martyr

COSMIC AWARENESS: Improved Targeting: Hinder.

SHADOW AGENT OF OBLIVION: Hypersonic Speed, Stealth.

MARTYR TO OBLIVION: FREE: Deal Martyr 1 unavoidable damage. Choose one: heal all adjacent friendly characters 1 click -or- heal one adjacent friendly character 2 clicks.

#041 Deathurge

EBONY WEAPONS OF OBLIVION:

Blades/Claws/Fangs and deals penetrating damage while using it. When Deathurge rolls a d6 for Blades/Claws/Fangs, the maximum result is the click number of his target. Protected: Outwit.

ABSTRACT ENTITY: Shape Change, Super Senses.

LIFE NOT SEEM WORTH IT?: Poison. If an adjacent opposing character is on a click number higher than its printed damage value, this damage is penetrating.

#042 Gorr the God Butcher

THE DREAM OF A GODLESS AGE: Modify attack +2 when targeting a character with the Deity keyword with an attack. Gorr the God Butcher deals penetrating damage to characters with the Deity keyword.

ALL-BLACK THE NECROSWORD: Barrier, Blades/Claws/Fangs, and Smoke Cloud. When he rolls a 1-3 for Blades/Claws/Fangs, after resolutions, he can use both Barrier and Smoke Cloud at no cost.

GODBOMB: DOUBLE POWER: Pulse Wave at no cost. When he uses it, positively modify range by the number of opposing characters on the map. He deals damage equal to the number of opposing characters on the map, maximum 4, instead of any other damage.

#043 Sphinx

CAUGHT IN A TIME LOOP: FREE: Place a Time Loop special marker in his square if none placed by him are on the map. // At the beginning of your turn, you may place him in the square with his Time Loop special marker, then remove it.

ABSORB XANDAR: Outwit, Perplex, [Power Cosmic] Team Ability, and has the [Colossal] symbol.

CHRONAL DUPLICATE: Probability Control, Shape Change.

#044 Shriek

I'M NOT THE KIND OF WOMAN WHO SITS AROUND BAKING PIES: Improved Movement: Characters.

A TWISTED MOTHER: Adjacent friendly characters with the Maximum Carnage keyword modify attack and defense +1. If Shriek took damage from an attack since your last turn, one friendly character with the

Maximum Carnage keyword can use Charge as FREE, but while using it can only attack a character that damaged Shriek since your last turn

A DOUBLE BLAST FROM HER PSYCHIC

SHOTGUN: When Shriek hits a single character with a range attack that deals damage, modify that character's combat values by -1 until your next turn.

CARNAGE IS THE BATTERY, AND I'M THE

RADIO!: Characters within range that do not have the Maximum Carnage keyword can use Battle Fury. // Mind Control, and when Shriek uses it she can target any opposing characters within range regardless of line of fire or Battle Fury.

#045 I.S.A.A.C.

TELEPORT ON TITAN: Phasing/Teleport, Passenger: 1, and Stealth. // **POWER:** Place I.S.A.A.C. in any square closer to your starting area than any other starting area.

EVERYTHING THAT HAPPENS ON TITAN IS

KNOWN: Outwit. When I.S.A.A.C. uses it, he can use Improved Targeting: Elevated, Hindering, Blocking.

#046 Black Dwarf

CULL OBSIDIAN: When Black Dwarf is KO'd by an opposing character's attack, deal damage to that character equal to the last amount of damage dealt to Black Dwarf. This damage can't be reduced below 1.

I SHALL NEVER FAIL YOU AGAIN: Charge, Flurry.

SEISMIC SLAM: Quake, Super Strength. When he uses Quake, choose up to 2 hit characters to be dealt 3 damage instead of 2 and knocked back 3 squares.

#047a Thanos

CHOOSE - THE GAUNTLET OR THE TRIBUTE:

At the beginning of your first turn, each opponent chooses one: Deal 1 damage to each character on their force of 100 points or less -or- choose a character on their force of 101 points or more and deal that character 3 damage. Opponents can't choose an option for which they have no characters.

A BLOODY PATH TO FIND MY SON: At the

beginning of your first turn, choose an opposing character. Thanos' attacks deal 1 additional damage to that character this game. When that character is KO'd, choose another opposing character.

BEYOND YOUR MORTAL CONCERNS: Thanos can't be assigned a relic or resource.

THE BLACK ORDER OBEYS: Leadership. When he uses it and succeeds, he may remove the action token from any character with the Black Order keyword anywhere on the map.

#047b Thanosi

[300 PTS] BUILT TO TEST MY FOES:

AVENGERS: Opposing characters within range can't use team abilities and lose their keywords. At the beginning of the game, you may choose that Thanosi can use one of his other traits this game instead of this one.

[200 PTS] BUILT TO TEST MY FOES: THOR:

Opposing characters within range can't reduce pushing damage. At the beginning of the game, you may choose that Thanosi can use **Build to Test My Foes: Ka-Zar** this game instead.

[100 PTS] BUILT TO TEST MY FOES: KA-ZAR:

Opposing characters within range can't use Improved Movement: Hindering, Water, Blocking, Elevated.

#048 Supergiant

CULL THE OBSIDIAN: When Supergiant is KO'd by an opposing character's attack, deal damage to that character equal to the last amount of damage dealt to Supergiant. This damage can't be reduced below 1.

MENTAL POSSESSION: Mind Control. When she uses it, modify attack +1. // At the beginning of your turn, she may use Mind Control at no cost to target a character she hit with Mind Control during your last turn.

OMNIPATH: Penetrating/Psychic Blast. When she does, she may target any number of characters.

MENTAL PARASITE: Outwit. When she uses it, the target character modifies its combat values by -1 until your next turn.

#049 Corvus Glaive

CULL OBSIDIAN: When Corvus Glaive is KO'd by an opposing character's attack, deal damage to that character equal to the last amount of damage dealt to Corvus Glaive. This damage can't be reduced below 1.

CLOAK OF SHADOWS: Charge, Plasticity.

AS I HOLD MY BLADE, I CANNOT DIE:

Blades/Claws/Fangs and increases his d6 roll by 1. When he uses it and hits an opposing character, before dealing damage you may heal him a number of clicks up to the result, but decrease the damage dealt by the same amount.

THANOS' PRIME LIEUTENANT: Outwit. When he uses it, choose an adjacent friendly character with the Black Order keyword. That character can use Outwit until your next turn.

#050 Proxima Midnight

THREE TRACERS OF BLACK LIGHT: Proxima Midnight begins the game with 3 Tracer tokens on this card. Proxima Midnight has a range value equal to the number of Tracer tokens on this card times 3, and has a number of Targets equal to the number of Tracer tokens on this card.

THE SPEAR OF PROXIMA MIDNIGHT: When Proxima Midnight hits with a range attack, remove a Tracer token from this card and place it on a hit character's card if it doesn't already have one. At the beginning of your turn, roll a d6 for each of her Tracer tokens on other character's cards. **3-6:** deal 1 penetrating damage to the character with that Tracer token on its card. // When a character with her Tracer token on its card is KO'd, place the Tracer token on Proxima Midnight's card.

CULL OBSIDIAN: When Proxima Midnight is KO'd by an opposing character's attack, deal damage to that character equal to the last amount of damage dealt to Proxima Midnight. This damage can't be reduced below 1.

#051 Groot

REGROW FROM A RESCUED SPRIG: Each time Groot would be KO'd, if he's adjacent to a friendly character that shares a keyword with him, instead turn him to click #9.

#052 Rocket Raccoon

SPACE COMBAT EXPERT: Improved Targeting: Elevated. May make a range attack when adjacent to an opposing character. (May target adjacent or non-adjacent opposing characters)

GROOT'S MY BUD: UNIQUE MODIFIER- When Rocket Raccoon is adjacent to a friendly character named Groot, they both modify attack +1.

TACTICAL GENIUS SUPREME, THAT'S ME: Once per turn, when Rocket Raccoon is within range and line of fire of a character for which a roll is made, you may reroll the roll.

#053 Annihilus

COSMIC CONTROL ROD: When placing characters at the beginning of the game, if your force includes the Cosmic Control Rod, it may be assigned to Annihilus.

THE LIVING DEATH THAT WALKS: Outwit. Other characters can't use the [Power Cosmic] team ability.

#054 Tyrant

GALACTUS IMBUED ME WITH...HUNGER: Adjacent opposing characters can't use relics or resources. When Tyrant is adjacent to an opposing character assigned a relic or resource, modify his combat values by +1.

GALACTUS' FIRST CREATION: When Tyrant is dealt damage, roll a d6. **1-3:** Invincible. **4-6:** he takes no damage.

#055 Iron Man

TARGETING COMPUTER: Improved Targeting: Hindering, Characters.

MODULAR THRUSTERS: Running Shot. // **DOUBLE POWER:** Modify speed and range +2. Hypersonic Speed at no cost.

FORCE FIELD: Energy Shield/Deflection, Toughness.

P.E.P.P.E.R. OVERRIDE: Outwit. If Iron Man began his turn with two action tokens, he can make a range attack as FREE this turn.

#056 Sleepwalker

WARP GAZE: Improved Targeting: Hindering.

WHEN RICK WAKES, I RETURN TO THE MINDSCAPE: Friendly characters within 3 squares have PROTECTED: Mind Control. // At the beginning of your turn, roll a d6. **1:** place Sleepwalker in your starting area and heal him 2 clicks.

CONTACT WITH THE GROUND

STRENGTHENS ME: At the beginning of your turn, choose: Earthbound/Neutralized and Invulnerability

-or- choose Toughness. Sleepwalker can use the chosen power(s) until your next turn.

WARP BEAMS: When an opposing character within range and line of fire is adjacent to a printed square of blocking terrain or occupies printed hindering terrain, Sleepwalker can use Barrier and Smoke Cloud as FREE until your next turn.

#057 Beyonder

LIFE AND DEATH AND REBIRTH IS A CYCLE: When building your force, Beyonder costs 100 points for every 4 Corporeal Form tokens you place on his card. At the beginning of the game, roll a d6 and click Beyonder to that click number. Whenever Beyonder takes damage, remove a Corporeal Form token from this card for each click of damage taken. When there are no Corporeal Form tokens on this card, KO Beyonder. Whenever Beyonder is healed, place one Corporeal Form token on this card for each damage healed, but no more than he originally began the game with. Protected: Pulse Wave.

TEACH ME WHAT I DON'T KNOW: Beyonder can't be assigned a relic or resource. // FREE: Choose a standard power that any other character can use. Beyonder can use that power until your next turn.

GODLY POWER (500 PTS.): [Colossal Stamina].

TAKING HUMAN FORM (100 OR 200 PTS.): Modify Beyonder's combat values by -1. Protected: Pulse Wave.

#058 Mentor

I MUST TRY AND KILL MY SON: Characters named Thanos, Thanosi or with the Black Order keyword modify defense -1 and can't use traits or team abilities.

DEFEND TITAN: If it isn't your turn and Mentor is fewer squares from your starting area than all opponents' starting areas, lines of fire drawn to Mentor are blocked.

EMPOWER YOU TO OPPOSE MY SON: Perplex, but only to target other characters. When he uses it, he may instead modify any combat value except damage by +2.

FATHER OF TITAN: Enhancement, Leadership, and Outwit.

#059a Doctor Spectrum

POWER PRISM: When targeting a single character with an attack, positively modify Doctor Spectrum's attack by the number of differently-colored standard powers on his target's dial.

ROKK: If there's no friendly character named Rokk on the map, Doctor Spectrum has, "POWER: Generate a Rokk bystander as described on this card." Each time Rokk is KO'd by an opposing character, 10 victory points are awarded to the active player. Protected: Pulse Wave.

ENERGY CONSTRUCTS: Barrier. // FREE: Choose a standard attack power. Doctor Spectrum can use that power this turn.

#059b Doctor Spectrum

POWER PRISM: When targeting a single character with an attack, positively modify Doctor Spectrum's attack by the number of different-colored standard powers on the dial of his target(s).

TOUGHENED ENERGY CONSTRUCTS: Barrier, Toughness. FREE: Choose a standard attack power, and he can use that power this turn.

PACIFIST VOW: If an opposing character would be KO'd by Doctor Spectrum and there's another friendly character on the map, instead heal the opposing character to its last non-KO click and give it an action token that deals no pushing damage.

#060 Thane

INHUMAN HEALER: Support. He can use it even if he or the target are adjacent to an opposing character. // Once per game, Thane can use Pulse Wave as FREE. When you do, he can't use Support for the rest of the game.

RIGHT HAND: LIVING DEATH: Incapacitate. When he uses it, he gives a hit target two action tokens if it has no action tokens. A hit target can't be given FREES during its next turn.

LEFT HAND: BLACK OBLITERATION: Penetrating/Psychic Blast. When he uses it, increase damage dealt to a hit character by 1 for each action token that character is assigned.

#061 Skrull

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Skrull damages an opposing character, place a Food token on this card (Maximum 5). When Skrull would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Skrull damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named Virus and heal it that many clicks.

POINTED TOWARDS THE FOOD: Each time an opposing character takes damage during your turn, after resolutions, you may move Skrull 1 square and he deals penetrating damage this turn.

#062 Super Skrull

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Super Skrull damages an opposing character, place a Food token on this card (Maximum 5). When Super Skrull would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Super Skrull damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

IT'S HARD TO EMULATE FOUR POWERS

WITH HALF MY LIMBS: FREE: Choose up to one each of standard speed, attack, defense, and damage powers. Super Skrull can use the chosen powers until your next turn. For each power chosen this way, place a Power token on his card. At the end of your turn, roll a d6 that can't be rerolled, and subtract 1 for each Power token on his card and remove all Power tokens from his card. *1 or less:* deal Super Skrull 1 unavoidable damage.

#063 Mole Man

STENCH OF DECAY: Improved Movement: Hindering, Characters.

ZOMBIE HUNGER: When Mole Man damages an opposing character, place a Food token on this card (Maximum 5). When Mole Man would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Mole Man damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

TUNNELING: Phasing/Teleport, Stealth, and Passenger: 1. When he uses Phasing/Teleport, after resolutions, you may place a hindering terrain marker in his square.

MONSTERS, DIG YOUR WAY UNDER!: POWER: Each friendly character with the Monster keyword can use Sidestep this turn and may move through walls when they do.

#064 Morbius

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Morbius damages an opposing character, place a Food token on this card (Maximum 5). When Morbius would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Morbius damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

SOME KIND OF CRAZY VAMPIRE-ZOMBIE HYBRID THING: Morbius begins the game on click #5. // Steal Energy and can use it to heal beyond his starting line, up to click #1.

#065 Gladiator

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Gladiator damages an opposing character, place a Food token on this card

(Maximum 5). When Gladiator would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Gladiator damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

I'M CONFIDENT THAT I'M HUNGRY: When Gladiator misses with an attack, put a Falling Apart token on this card (Maximum 4). When Gladiator hits with an attack, remove all Falling Apart tokens from this card. When a Falling Apart token is placed on this card, modify a combat value by -1 that is not already modified by this effect.

#066 Red Skull

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Red Skull damages an opposing character, place a Food token on this card (Maximum 5). When Red Skull would be KO'd by an opponent's attack, turn to its first KO click, remove all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Red Skull damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

COLONEL AMERICA'S BRAINS WERE SO DELICIOUS...: When Red Skull uses Zombie Infection to add an opposing character to your force, Red Skull can use any standard powers that character displays on its dial while it is on the map.

THE UBER-SCHEUSAL RACE: Leadership as if he were 300 points. If he removes a token from a friendly character with the Hydra or Z-Virus keyword, modify that character's combat values by +1 until your next turn.

#067 Magneto

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Magneto damages an opposing character, place a Food token on this card (Maximum 5). When Magneto would be KO'd by an opponent's attack, turn to its first KO click, remove all all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Magneto damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

ATTRACTION TO MEAT: POWER: Telekinesis twice at no cost. When he uses it to place an opposing character, deal it 1 penetrating damage.

MAGNETIC FIELD PROPPING ME UP: Energy Shield/Deflection, Toughness. When a character targets Magneto with a range attack, modify its damage -1.

#068 Dr. Doom

STENCH OF DECAY: Improved Movement: Characters.

ZOMBIE HUNGER: When Dr. Doom damages an opposing character, place a Food token on this card (Maximum 5). When Dr. Doom would be KO'd by an opponent's attack, turn to its first KO click, remove all all tokens named "Food" from this card, and heal it that many clicks.

ZOMBIE INFECTION: When Dr. Doom damages an opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, you may add it to your force, turn to its first KO click, remove all tokens named "Virus" and heal it that many clicks.

BARRICADED IN MY CASTLE OF TRAPS: Barrier. When blocking terrain is destroyed by an opposing character, after resolutions, deal that character 1 penetrating damage for each destroyed square or wall.

#101 Captain Atlas

KREE STRATEGY - EMPOWER AGENTS: FREE: Choose a friendly character with the Kree keyword. Friendly characters with the Kree keyword adjacent to the chosen character can use Empower this turn, but only to affect the chosen character.

STOLEN NEGA-BANDS: Energy Explosion, Pulse Wave, and the [Power Cosmic] team ability.

#102 Talon

REPLACEMENT HOST BODY: FREE: Place an adjacent friendly character on this card if there are no characters on this card. // At the beginning of your turn, roll a d6 that can't be rerolled. **5-6:** heal that character 1 click. When Talon is KO'd return that character to the map in the square Talon last occupied. Protected: Pulse Wave.

GET OTHERS TO DO THE DIRTY WORK: Mind Control and may use it to target a single friendly character. When he uses Mind Control, the hit target can use Precision Strike, and if his hit target is friendly it is given an action token after resolutions.

#103 Recorder #211

FROM THE WATCHER'S HOME, I RECORD

EARTH: When Recorder #211 uses Outwit, he doesn't need line of fire and he can replace his range value with his printed attack value.

ANALYZER: Outwit. When he uses it, you may choose a generic keyword and either Speed, Attack, or Defense. The power in the chosen slot on each opposing character with that generic keyword is chosen by this use of Outwit.

#104 Colonel Yon-Rogg

KREE STRATEGY - INFILTRATE: Colonel Yon-Rogg and adjacent friendly characters with the Kree keyword can use Stealth.

CAPTAIN MARVEL'S NEMESIS - ALL OF

THEM: Opposing characters named Captain Marvel modify their combat values by -1 and can't target Colonel Yon-Rogg with range attacks.

PSYCHE-MAGNETRON EXPLOSION: Perplex.

When Colonel Yon-Rogg is KO'd, you may choose a character within 4 squares of the square Colonel Yon-Rogg last occupied and roll a d6 that can't be rerolled. **1:** deal that character 1 penetrating damage. **4-5:** modify that character's combat values by +1 for the rest of the game. **6:** modify that character's combat values by +2 for the rest of the game.

#201 Gamora

NOTHING WILL STOP ME: Improved Movement: Hinder, Characters.

TIME GEM: Super Senses. Probability Control, but only when she is attacked.

#202 Drax the Destroyer

POWER GEM: Once per game, FREE: choose one: Close Combat Expert -or- Ranged Combat Expert. Drax the Destroyer can use the chosen power this game.

#203 Chitauri

MINION: INFILTRATION: When a character with a higher point value and the Chitauri keyword is within 8 squares, Chitauri can use Perplex until your next turn, but only to target opposing characters and can't modify damage values.

#204 Spaceknight

FOR GALADOR: Charge, Force Blast, and Running Shot.

ANALYZER: If Spaceknight is adjacent to one or more friendly characters with the Spaceknight keyword, it has, "FREE: Outwit until your next turn. Adjacent friendly characters with the Spaceknight keyword can't use Outwit until your next turn. Spaceknight can choose a team ability instead of a power, but if you do, no other friendly character can use that team ability this turn."

#205 Badoon Hunter

HUNTING PARTY: Once per game, choose a keyword for all friendly characters with this trait. If Badoon Hunter ends a MOVE adjacent to an opposing character with the chosen keyword, after resolutions, it may make a close attack.

FRAG VEST: Pulse Wave. When it uses it, do not halve its range value, modify attack +2, and after resolutions, deal Badoon Hunter 1 unavoidable damage.

#206 Kree Major

CROWD CONTROL OFFICER: Incapacitate and when he uses it, opposing characters adjacent to the target are also targets of this attack.

#207 Captain Marvel

PICKING MY BATTLE PLAN: Charge, Running Shot. // FREE: Choose Energy Explosion -or- Super Strength. Captain Marvel can use the chosen power until you choose again.

ENHANCED KREE PHYSIOLOGY: Energy

Shield/Deflection, Super Senses, and Toughness.

#208 Ronan the Accuser

KREE PRIDE AND ARROGANCE: FREE: Modify speed and range +2 and defense -1 until your next turn.

SUPREME LEADER: At the beginning of your turn, roll a d6 that can't be rerolled and halve the result. Ronan the Accuser can choose up to that many characters with the Kree keyword within range and line of fire. Those characters can use Willpower this turn.

#209 Star-Lord

ELEMENT GUN: Energy Explosion, Force Blast.

TACTICAL GENIUS: Outwit. He may activate it with a POWER and if he does, after choosing a character he can choose the same power on all opposing characters that share a keyword with the original target.

#210 Nova

STILL LEARNING: Hypersonic Speed but only to make close attacks. When he uses it, if he moves in a direct line before the attack, modify damage +1 for the attack for each 2 squares he's moved through so far and can only continue to move in that direct path after the attack.

#T001 Zombies

HORDE OF HUNGRY ZOMBIES: When Zombies damage an adjacent opposing character, place a Food token on this card (Maximum 5). // FREE: Move any number of tokens named "Food" from this card to the card of a character that began the game on this team base.

HORDE OF INFECTED ZOMBIES: When Zombies damage an adjacent opposing character, give that character a Virus token (Maximum 5). When an opposing character is KO'd by this character, find the slot on the base equal to the number of tokens named "Virus" it had. If there is a character in that slot, you may use [Solo Adventure] at no cost to place that character, but Zombies may still use that character's asset ability as long as that slot remains empty.

ZOMBIE MIASMA: When an opposing character within 3 squares hits this character, after resolutions, roll a d6. **6:** deal the attacker 2 unavoidable damage. **5:** deal the attacker 1 unavoidable damage. **4:** give the attacker an action token. **1:** deal this character 1 unavoidable damage.

CANNIBALIZE: Once per turn, when Zombies are hit by an attack, you may remove a character from this base. If you do, that attack misses, even if it is a Critical Hit. You may use this ability to have less than 3 characters on this base, minimum 1. Protected: Outwit.

DP #061 Kingpin: Mastermind, but only to choose a character that began the game on this team base.

DP #062 Rhino: Modify defense +1 against range attacks.

DP #063 Green Goblin: This team character and characters that began the game on this team base can use the [Sinister Syndicate] team ability.

DP #064 Electro: Energy Explosion and has one additional [target].

DP #065 Doctor Octopus: This team character and characters that began the game on this team base can use the [Masters of Evil] team ability

DP #066 Venom: Plasticity.

DP #067 Sabretooth: Opposing characters can't be healed by Regeneration or Support.

DP #068 Juggernaut: Improved Movement: Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

GotG #061 Skrull: This team character and characters that began the game on this team base can use the [Skrull] team ability.

GotG #062 Super Skrull: FREE: Choose Barrier, Flurry, Outwit, or Poison. This team character can use the chosen power until your next turn. When this team character uses the chosen power, after resolutions, deal it 1 unavoidable damage.

GotG #063 Mole Man: When this team character uses Solo Adventure, up to 3 characters may be removed and placed on the map. When this team character uses A Team Reunited, up to 3 characters may be returned to the base.

GotG #064 Morbius: Steal Energy.

GotG #065 Gladiator: Super Strength and has [Wing].

GotG #066 Red Skull: This team character and characters that began the game on this team base can use the [Hydra] team ability.

GotG #067 Magneto: Leadership. If it uses it and succeeds, it may instead remove an action token from itself, or a character that began the game on this team base even if not adjacent.

GotG #068 Dr. Doom: This team character and characters that began the game on this team base can use the [Minions of Doom] team ability.

Fast Forces: The Inhumans

#001 Black Bolt

INHUMAN ROYAL FAMILY: When Black Bolt carries a character with the Inhumans keyword, he doesn't modify his speed from the [Carry] ability.

MASTER BLOW: Battle Fury, Close Combat Expert.

#002 Medusa

LIKE A NEST OF SERPENTS: Plasticity.

GRAB AND SQUEEZE: Incapacitate. When she uses it, if she targets a single character and hits, after resolutions, she may use Incapacitate twice more at no cost, but can only target that character and modifies attack -1.

#003 Crystal

ELEMENTAL CONTROL: Barrier, Smoke Cloud. When she uses either, she can use Improved Targeting: Characters.

AIR: Sidestep. When Crystal uses Barrier or Smoke Cloud, she may place 2 additional terrain markers.

FIRE: Telekinesis. When she uses Smoke Cloud, at the beginning of your next turn, deal 1 penetrating damage to opposing characters that were occupying squares with one of these terrain markers, or adjacent to three or more of these terrain markers.

EARTH: Toughness. When she uses Barrier, after resolutions, she may make a close attack. When she does, she may target any one opposing character adjacent to a terrain marker she just placed.

WATER: Enhancement. When she uses Barrier or Smoke Cloud, after resolutions, she may use Incapacitate as a close attack at no cost. When she does, she may target any one opposing character occupying or adjacent to a terrain marker she just placed.

#004 Karnak

ROYAL MILITIA TRAINING: Charge, Flurry.

#006 Lockjaw

TELEPORTING DOG: Passenger: 1. Before Lockjaw moves, choose: he has Passenger: 2 -or- he can carry a character regardless of its combat symbols. Either choice lasts until the action resolves.

The Hobbit: The Battle of the Five Armies

#001 Bilbo Baggins

NOT ALL WHO WANDER ARE LOST: Improved Movement: Hindering.

GIVE ME THE PRECIOUS!: At the beginning of your turn, if Bilbo Baggins is within 4 squares of an Object, or an opposing character holding an Object or assigned a Relic or Resource, roll a d6. **3-6:** Click Bilbo Baggins to click #11. // At the end of your turn or before he takes any damage, click Bilbo Baggins to click #2.

I'M A BURGLAR, RIGHT?: Stealth, but only when Bilbo Baggins does not have two action tokens.

GONE MAD: Flurry. When he uses it, if he targets the same character with both attacks, that character can't use Defense powers for the second attack.

#002 Gundabad Orc

TAKE THEM ALL!: Poison and Willpower, but only when a higher-point character with the Orc keyword is within 6 squares.

#003 Azog

HUNT UNTIL THE END OF TIME: Improved Movement: Characters.

SUMMON THE ARMIES: EPIC: If no other characters placed by this ability are on the map, place a character that costs 50 points or less from your sideline with a shared keyword adjacent to Azog on its starting line. When Azog clears action tokens, remove this character from the map.

THE PALE ORC OF DOL GULDUR: Charge, Sidestep. // If Azog has two action tokens, he may be given a CLOSE as FREE. If you do, after resolutions, deal Azog 1 unavoidable damage and do not clear his tokens this turn.

#004 Mirkwood Guard

ARROWS DIVE LIKE FALCONS: Improved Targeting: Outdoor Blocking.

REINFORCE THE GATES: Printed blocking terrain adjacent to Mirkwood Guard can't be destroyed by range attacks.

#005 Legolas Greenleaf

BORN OF MIRKWOOD: Improved Movement: Characters.

ORCRIST: Legolas Greenleaf may begin the game with [HBT] #S101 Orcist assigned to him by paying its cost. This object does not count toward your object total and is scored and removed from the game when Legolas Greenleaf is KO'd.

#006 Iron Hill Dwarf

RENDER AID WHEN CALLED: Friendly characters increase their Relic rolls by +1 if not already increased by this effect.

#007 Thorin Oakenshield

NONE SHALL STAND BETWEEN ME AND MY KINGDOM: Improved Movement: Characters.

KING UNDER THE MOUNTAIN: EPIC: Friendly characters with the Thorin & Company or Dwarf keywords can use Improved Movement: Elevated, Hindering, and Blocking, Immediately after movement resolves, destroy all Blocking Terrain moved through, until the end of this turn.

SON OF THRAIN AND KING OF DURIN'S

FOLK: Leadership. When he uses it and rolls a 6, you may also remove an action token from a friendly character with a lower point value -and- a shared keyword within 6 squares.

TRUE HEIR TO THE ARKENSTONE: When Thorin Oakenshield attempts a Relic roll you may roll 2 dice and keep the higher result.

#008 Great Eagle

A FRIEND TO THOSE IN NEED: When building your force, Great Eagle does not count against a themed team. When Great Eagle is part of a themed team it has Passenger: 4.

AERIAL COMBATANT: Energy Shield/Deflection, Super Senses.

#009 Bolg

I'VE FOUND THEM: If Bolg is adjacent to one or more opposing characters he has, "EPIC: Place a friendly character on your force with a higher point value and a shared keyword adjacent to Bolg. That character can't be given a costed action this turn."

AZOG'S HUNTER: Leap/Climb, Willpower. Sidestep, but only if an opposing character is within 5 squares and line of fire.

#010 Thranduil

BORN OF MIRKWOOD: Improved Movement: Characters.

SEAL OFF THE CITY!: EPIC: Barrier at no cost. During this use of Barrier, he may draw lines of fire and count range and squares from the square of any one friendly character with the Mirkwood keyword anywhere on the map. Increase the number of Barrier terrain markers placed by 1 per 200 points or fraction thereof the build total.

THE FOREST YIELDS MANY WONDERS: +1 to all Relic rolls. When Thranduil is given an action to pick up a Relic, if he is successful you may assign that Relic to a friendly character instead of himself.

FAVOR OF A KING: Defend, Super Senses.

#011 Tauriel

BORN OF MIRKWOOD: Improved Movement: Hindering. Improved Targeting: Characters.

CONFLICTED HEART: UNIQUE MODIFIER- When Tauriel is adjacent to a friendly character named Legolas Greenleaf, that character modifies attack +1. When Tauriel is adjacent to a friendly character named Kili the Dwarf, that character modifies damage +1.

DAUGHTER OF THE FORESTS: Super Senses, Willpower.

#012 Bard the Bowman

DRAGONSLAYER: When Bard the Bowman makes a range attack against a character that can use the [Great Size] ability, modify attack +2 and that attack deals penetrating damage.

A MAN AND HIS BARGE: Passenger: 1. If Bard the Bowman begins movement in water terrain do not modify his speed while using the [Carry] ability.

FLURRY OF ARROWS: RANGE: Make a range attack. After resolutions, he may make another range attack.

The Flash

#001a The Flash

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed tokens on this card.

THE FIRST SPEEDSTER: When The Flash's speed value would be modified, instead replace his speed value with the sum of his printed speed value and all current modifiers.

FIGHTING FOR WHAT'S RIGHT: FREE: Remove a Speed token from his card. When you do, Flurry this turn.

#001b Rival

TOO FAST TO CARE: Improved Movement: Characters.

SPEED FORCE: When Rival moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Rival's speed value by the number of Speed tokens on this card.

UNSTABLE FORMULA: When Rival would be given a Speed token roll a d6. **1:** Don't add a token. **2-5:** add a token normally. **6:** add two tokens.

BECOMING ETHEREAL: Energy Shield/Deflection, Hypersonic Speed, but only if there is at least 1 Speed token on this card. // Impervious and deals penetrating damage, but only if there are at least 3 Speed tokens on this card. // Mind Control as FREE with a range value equal to the number of Speed tokens on this card, but only if there are at least 5 Speed tokens on this card.

#002 Max Mercury

SPEED FORCE: When Max Mercury moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Max Mercury's speed value by the number of Speed tokens on this card.

A TRIP THROUGH THE SPEED FORCE: At the beginning of your turn, you may remove any number of Speed tokens from this card to heal Max Mercury that many clicks.

SPEED MENTOR: Leadership as if he is 150 points, but only to remove an action token from a friendly character that can use Hypersonic Speed or has the Speedster keyword. If Max Mercury has no action tokens, increase his roll for Leadership by the number of his Speed tokens.

#003 Jesse Quick

SPEED FORCE: When Jesse Quick moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Jesse Quick's speed value by the number of Speed tokens on this card.

LIBERTY BELLE: Toughness, if there is at least 1 Speed token on this card. // Super Strength if there are at least 3 Speed tokens on this card. // Perplex, if there are at least 5 Speed tokens on this card.

SPEED BOOST: FREE: Choose an adjacent friendly character. Until your next turn, that character positively modifies its speed value by the number of Speed tokens on Jesse Quick's card.

004 XS

SPEED FORCE: When XS moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify XS's speed value by the number of Speed tokens on this card.

CROSS DIMENSIONS: Sidestep, if there is at least 1 Speed token on this card. // Improved Movement: Characters, if there are at least 3 Speed tokens on this card. // Improved Movement: Blocking, if there are at least 5 Speed tokens on this card.

LAST-SECOND SAVE: Hypersonic Speed. // XS can carry characters regardless of their speed symbols if they share a keyword with her. XS doesn't modify her speed value from the [Carry] ability. Friendly characters occupying or adjacent to squares moved through by XS can also be carried, even if not adjacent to her at the beginning of the move.

#005 A.R.G.U.S. Agent

CLEANING UP AFTER THE BATTLE: Stealth. // **POWER:** Remove up to 4 terrain or special markers within 4 squares from the map.

-This character has a printed 6 range value.

#007 S.T.A.R. Labs Technician

SPECIALISTS IN EVERYTHING: POWER: Choose an adjacent friendly character and either Precision Strike -or- Toughness. That character can use the chosen power until your next turn.

#008 Gorilla City Soldier

TREETOP WARRIORS: Improved Movement: Elevated.

MINION: FOR GORILLA CITY: When a friendly character with the Gorilla City keyword and a higher point value is within 8 squares, Gorilla City Soldier can use Sidestep. When a friendly character named Grodd or Gorilla Grodd is within 8 squares, Gorilla City Soldier can use Battle Fury and Willpower.

#009 Mob Rule

MOB RULE: The first copy of Mob Rule on your force costs 40 points and begins the game on the click #1 that appears after a (red) KO click. Additional copies of this character on your force cost 30 points each and begin the game on the click #1 that appears after a (orange) KO click.

ONE-MAN ARMY: Enhancement, Shape Change.

#010 Samuroid

BUSHIDO "CODE": Modify attack +1 for each adjacent opposing character.

#011 Chillblaine

CAPTAIN COLD'S RIG: Plasticity, Sidestep.

GLIDER FOUND A NEW PATSY: When turning the dial, if this click is revealed due to damage taken from an opponent's attack or from healing, stop turning the dial. Protected: Pulse Wave, Outwit.

#012 Captain Boomerang

THROW IT AWAY, IT COMES RIGHT BACK: When Captain Boomerang misses all targets with a range attack, after resolutions, he may make another range attack.

#013 Trickster

EXPLODING PELLETS: Energy Explosion, Smoke Cloud. // When Trickster hits an opposing character, after resolutions, Trickster can use Smoke Cloud at no cost.

#014 Girder

TEAR DOWN THE WALLS: Improved Movement: Ignores Blocking, immediately after movement resolves, destroy all Blocking terrain moved through. // When Girder destroys blocking terrain, if he isn't holding an object, you may generate a standard light object that he begins holding.

#015 Rag Doll

CONTORTIONIST AND OPPORTUNIST: Characters that move through a square adjacent to Rag Doll and then a square not adjacent to him are dealt 1 unavoidable damage after resolutions.

#016 Doctor

HUMANITY'S MY TRIBE TO PROTECT: Characters can't use Mind Control as a FREE or to target characters friendly to themselves. Characters using Mind Control are dealt 1 unavoidable damage after resolutions.

ALL MAGIC IS CHANGE: Perplex, Probability Control and modify range +3.

#017 Swift

READING THE AIR CURRENTS: When an opposing character with [Wing] or [Wing-Transporter] symbol uses the [Carry] ability or hits with an attack, place an Air token on this card. // FREE: Remove an Air token to give Swift a MOVE at no cost.

BARREL ROLL OR WINGOVER?: FREE: Choose Combat Reflexes -or- Energy Shield/Deflection. She can use the chosen power until she chooses again.

#018 Steve Trevor

APPOINTED BY POTUS: Empower, Leadership. When he uses Leadership and succeeds, he may also remove an action token from an adjacent friendly character with a shared keyword and a lower point value.

#019a The Flash

LEAVING FOOTPRINTS ON THE SIDES OF BUILDINGS: Improved Movement: Elevated.

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed tokens on this card.

FASTER THAN THOUGHT: Super Senses. Once

per turn, you may remove a Speed token from this card to reroll one of his Super Senses rolls.

FLASH FACT: Empower, if there are at least 2 Speed tokens on this card. // Enhancement, if there are at least 3 Speed tokens on this card. // Probability Control, if there are at least 4 Speed tokens on this card.

#019b Bizarro Flash

SPEED FORCE: When Bizarro Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Bizarro Flash's speed value by the number of Speed tokens on this card.

SLOW FORCE: At the end of your turn, if Bizarro Flash missed all of his attacks this turn, place a Speed Force token on this card.

SLOW DOWWWWWWWWN: FREE: Remove a Speed token from this card. Other characters within 8 squares can't use Hypersonic Speed until your next turn.

PICKING UP THE PACE: Flurry, Close Combat Expert. // Remove a Speed token from this card and you may activate Close Combat Expert with a close attack this turn.

#020 Mirror Master

MIRRORED DUPLICATES: The first copy of Mirror Master on your force costs 80 points and begins the game on the click #1 that appears after a (red) KO click. Additional copies of this character on your force cost 30 points each and begin the game on the click #1 that appears after the (orange) KO click. Mirror Master is considered 80 points for all game effects except victory points.

MIRROR DUPLICATES: POWER: You may place this character and any other friendly [FL] #020 Mirror Master in each other's squares. // All friendly characters named Mirror Master can use Sidestep and Passenger: 1.

HALL OF MIRRORS: Shape Change. Perplex, but only if no other friendly character named Mirror Master has used Perplex this turn.

#021 Pied Piper

MELODY ON THE BREEZE: Improved Movement: Elevated, Hindering.

HYPNOTIC TONES: Pulse Wave. When he uses it, hit characters modify their damage -1 (minimum 1) until your next turn and he can immediately use Mind Control at no cost to make a close attack. All hit opposing characters of Pulse Wave become targets of this close attack.

#022 Trickster

OIL SLICK GUN: When Trickster is attacked by an adjacent character, you may give him an action token. If you do, he evades the attack and, after resolutions, knock back the attacking character up to 4 squares.

EXPLODING DUMMY: Shape Change. When he uses it and succeeds, deal the attacker 2 damage.

#023 Captain Boomerang

HIDING BEHIND A TREE WON'T HELP YA: Improved Targeting: Hindering.

EXPLODING BOOMERANGS: Energy Explosion, Precision Strike.

#024 The Top

ALWAYS WHIRLING: Sidestep. When he uses Sidestep, he can use Improved Movement: Characters.

ALWAYS SPINNING: Flurry. If both attacks target the same character and at least one hits, after resolutions, give that character an action token.

#025 Golden Glider

ICE SKATE UPHILL: Improved Movement: Elevated.

PARTNERS OR SIBLINGS IN CRIME: UNIQUE MODIFIER- When Golden Glider is adjacent to a character named The Top or Captain Cold or Chillblaine, they all modify attack +1.

FROZEN TRAIL: When Golden Glider moves, after resolutions, place up to 6 hindering terrain markers in squares she moved through. When a character occupying or adjacent to one of these markers attempts to move, it must attempt to break away as if the marker was a standard character that can use Plasticity and is friendly to Golden Glider.

#026 Rainbow Raider

RAINBOW BRIDGE: Improved Movement: Elevated.

MY FAVORITE COLOR (TO DRAIN) THIS

WEEK: POWER: Choose Red, Orange, Yellow, Green, Light Blue, Blue, or Purple. **UNIQUE MODIFIER-** Opposing characters displaying a power of that color on their dial modify their combat values by -1 until he chooses again.

#027 Reverse-Flash

SPEED FORCE: When Reverse-Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Reverse-Flash's speed value by the number of Speed tokens on this card.

ANYTHING TO CHANGE THE PAST: Remove a Speed token from this card. If you do, Reverse-Flash can use Probability Control until your next turn.

SMALL-TIME THUG: Wild Card. Reverse-Flash is considered a lower point value than any friendly character using Leadership or Mastermind.

SPEED FORCE ACCIDENT: When this click is revealed, stop turning the dial. Reverse-Flash can't be healed past this click. Protected: Outwit, Pulse Wave.

#028 Tarpit

OOZING AROUND YOU: Improved Movement: Hindering, Characters.

TRAPPED IN TAR: When an opposing character targets Tar Pit with a close attack, after that attack resolves, roll a d6. Place Living Tar tokens on the attacker's card equal to half of the result. Once, for all characters with this trait, characters modify their attack - 1 for each Living Tar token on their card. Characters with Living Tar tokens on their card have, "POWER: Remove all Living Tar tokens from this card."

LIVING ASPHALT: Plasticity. When Tar Pit is given a MOVE, place Tar markers into the squares that Tar Pit has moved through. Other characters that enter a square with a Tar marker must immediately end their movement. // At the beginning of your turn, remove all Tar markers placed by this character.

BURNING HOT: Poison, Super Strength.

#029 Fiddler

IT'LL GET IN YOUR BONES: Improved Targeting: Elevated, Characters.

LET THE RHYTHM MOVE YOU: Mind Control, Sidestep.

SONIC FORCE BUBBLE: Defend. Adjacent friendly characters with a lower point value modify defense +1.

#030 Thorn

PATH OF VENGEANCE: Charge, Flurry, and Stealth.

MULTIPLE PERSONALITIES: Shape Change but succeeds on a result of 4-6. When she uses it and succeeds, heal her 1 click and she can't be targeted with an attack this turn.

#031 Turtle

SLOWNESS AS A WAY OF LIFE: Plasticity. When another character moves at least 5 squares, after resolutions, give them an action token. If you can't, deal them 1 penetrating damage.

SLOWEST MAN ON EARTH: Perplex, but only to modify speed -3.

#032 Jenny Quantum

QUANTUM LOCKED: Characters can't modify any combat value by more than 2. Each force can't use Probability Control more than once each turn.

#033 Jack Hawksmoor

NAVIGATING THE URBAN JUNGLE: Improved Movement: Elevated.

THE CITY REJECTS YOU: Stealth. // At the beginning of your turn, if it's your 3rd turn or later, deal 1 penetrating damage to each other character occupying any player's starting area.

ABSORBED INTO BUILDINGS: Before Jack Hawksmoor is given a costed action, if he occupies a square of terrain next to a square of a different elevation, you may place him in any square within 6 squares that is next to a square of a different elevation.

BUILDINGS GET UP! UP!: Toughness. // FREE: Place up to 2 blocking terrain markers within 6 squares. These markers remain on the map until destroyed or until he uses this power again.

#034 Amanda Waller

SPECIAL RECRUIT: During force construction, choose a character with the Arkham Asylum, Injustice League, Rogues, Secret Society of Super Villains, or

Society keyword. That character has the Suicide Squad keyword this game.

YOU'RE ALL EXPENDABLE: Mastermind as if she were 150 points, but she can only choose an adjacent friendly character with a shared keyword.

BEHAVIOR COLLARS: Outwit. // Friendly characters with a shared keyword and within 6 squares and line of fire have, "POWER: Outwit until your next turn."

#035 Impulse

SPEED FORCE: When Impulse moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Impulse's speed value by the number of Speed tokens on this card.

LET ME JOIN YOUR TEAM!: Wild Card but only to copy team abilities from friendly characters with a shared keyword.

DON'T WORRY, I GOT THIS!: Flurry, Phasing/Teleport, Sidestep, and Passenger: 1. When Impulse resolves a MOVE in which he moved 6 squares or less, you may remove a Speed token from this card to give him a CLOSE at no cost.

UNPREDICTABLE SPEEDSTER: At the beginning of your turn or each time you remove a Speed token, you may roll a d6 that can't be rerolled. He can use the following power until your next turn:

1-2: Outwit

3-4: Perplex

5-6: Probability Control

#036 Tornado Twins

SPEED FORCE: When the Tornado Twins move at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Tornado Twin's speed value by the number of Speed tokens on this card.

HUMAN TORNADO: If there are no friendly characters named Tornado on the map, "FREE: Remove a Speed Token from this card and generate a Tornado bystander as described on this card." When you do, Tornado Twins have [Fist] attack symbol as long as that character is on the map.

THE MANY DEATHS OF DON AND DAWN

ALLEN: The first time each game this click is revealed, stop turning the dial and roll a d6 that can't be rerolled except as noted below. **I:** Tornado Twins are KO'd. **2-3:** deal Tornado Twins 1 unavoidable damage. // You may remove a Speed token from this card to reroll this roll. Tornado Twins can't be healed. Protected: Outwit, Pulse Wave.

MOM WANTED US TO KEEP PRACTICING: If there are at least 4 Speed tokens on this card, modify all combat values and those of a friendly Tornado token by +1.

#037a The Flash

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed tokens on this card.

VIBRATE THROUGH WALLS: If there are at least 2 Speed tokens on this card, he can use Improved Movement: Hindering and modify defense +1. // If there are at least 3 Speed tokens on this card, he can use Flurry and Improved Movement: Elevated. // If there are at least 4 Speed tokens on this card, he can use Improved Movement: Blocking, immediately after movement resolves, destroy all Blocking terrain moved through and deals 1 damage to all other characters adjacent to a square of blocking terrain he moved through.

HEART OF THE FLASHES: FREE: Remove a Speed token from this card. Until your next turn, friendly characters modify speed +2 and opposing characters modify speed -2.

#037b Dark Flash

SPEED FORCE: When Dark Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Dark Flash's speed value by the number of Speed tokens on this card.

A MORE RUTHLESS FLASH: If there are at least 2 Speed tokens on this card, he deals penetrating damage. // If there are at least 4 Speed tokens on this card, he can use Improved Movement: Elevated, Hindering, Blocking, immediately after movement resolves, destroy all Blocking Terrain moved through, and May move through squares adjacent to or occupied by

opposing characters without stopping, but still needs to break away normally.

I'VE LEARNED HOW TO HEAL MYSELF, BUT I LEAVE THE SCARS: Remove a Speed token from this card. When you do, Dark Flash can use Regeneration as a FREE this turn.

#038 Captain Cold

FROZEN FIELD: At the beginning of your turn, you may generate an Ice Block special terrain marker within range and line of fire. When a character occupying or adjacent to one of these markers attempts to move, it must attempt to break away as if the marker was a standard character that can use Plasticity and is friendly to Captain Cold.

ABSOLUTE ZERO: Precision Strike. When he hits with an attack, after resolutions you may generate an Ice Block terrain marker in that square.

I LEAD THE ROGUES, AS MUCH AS ANYONE DOES: Leadership. When he uses it, he can only remove tokens from characters with the Rogues keyword.

#039 Dr. Alchemy

TRANSMUTE ELEMENTS: Barrier with a range value of 8 to place up to 10 markers. At least half of them must be hindering or water terrain markers instead of blocking. Any of these terrain markers may be placed in squares of hindering or water terrain.

CHANGE YOUR WEAPONS TO CHALK: Outwit. When he uses it and chooses an attack power, the targeted character can't make a range attack until your next turn.

#040 Weather Wizard

POWERS LIKE THE SEASONS: At the beginning of your turn, roll a d6 that can't be rerolled. Weather Wizard can use the power indicated by the result on the back of this card.

1 - Spring Storms: KNOCKBACK during range attacks. If the target occupies outdoor terrain, damage dealt is increased by the elevation occupied by the target.

2 - Summer Lightning: Improved Targeting: Elevated, Hindering, Outdoor Blocking, Characters.

3 - Autumn Winds: Quake as if he occupied a single square of outdoor terrain within range. Characters with [Starburst] damage symbol or [Tiny] damage symbol can't use effects that prevent knock back during this attack.

4 - Winter Chill: Smoke Cloud. When he uses it, after resolutions, he may use Incapacitate at no cost, targeting all opposing characters occupying one or more of these markers with a close attack.

5-6 - Weather Wizard may choose any single result.

#041 Heat Wave

YOU TRYING TO HIDE BEHIND ASHES?:

Improved Targeting: Hindering.

WALL OF FLAME: Barrier, Willpower. When Heat Wave makes an attack and misses, he may immediately use Barrier at no cost but must place one of the blocking terrain markers adjacent to an opposing character that he missed. When these blocking terrain markers are destroyed or removed from the map at the beginning of your next turn, any opposing characters adjacent to one or more of these squares are dealt 1 damage.

#042 Fallout

RADIATION POISONING: Once per action, when an opposing character moves into a square adjacent to Fallout, that character is immediately dealt 1 damage.

RADIATION POWERED: Poison. When he uses it, he deals penetrating damage to opposing characters 150 points or less.

POWERING IRON HEIGHTS: POWER: UNIQUE MODIFIER- All friendly characters adjacent to blocking terrain modify damage +1 until your next turn.

#043 Murmur

ABNORMAL BLOOD: PROTECTED: Poison.

LONG-LIMBED KILLER: Charge, Plasticity.

HE HATES VOICES - ALL OF THEM: When adjacent to an opposing character that can use Outwit, Perplex, or Probability Control, Murmur can use Flurry and modifies attack +2.

#044 Savitar

SPEED FORCE: When Savitar moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Savitar's speed value by the number of Speed tokens on this card.

DRAIN YOUR SPEED: FREE: Place one token named "Speed" from an opposing character's card onto this card.

THE LORD OF MOTION: Opposing characters negatively modify their speed values by the number of Speed tokens on this card.

THE SPEED FORCE MAKES ME INVINCIBLE:

If Savitar has at least 5 Speed tokens on this card, at the beginning of your turn, you may heal him 1 click. // When Savitar would take damage from an attack, you may remove 3 Speed tokens. If you do, he does not take any damage.

#045 Etrigan the Demon

GONE, GONE, FORM OF MAN...: When Etrigan the Demon has a (red) click number, he has, "POWER: Turn Etrigan to his (blue) click number with the same value." // When Etrigan the Demon has a (blue) click number, he has, "FREE: Turn Etrigan to his (red) click #1." You can only use one of these effects during your turn.

MYSTIC ARTS HATH I LEARNED: Energy Shield/Deflection, Outwit, and Toughness.

THE MIGHTY FEARED ME: Exploit Weakness, Probability Control.

#046 Harley Quinn

DON'T YOU WANT TO REV UP YOUR HARLEY?: Improved Movement: Hindering, Characters.

MY PUDDIN': Once per game, choose a friendly character with a higher point value. The chosen character is Harley Quinn's Puddin'. Harley Quinn can use Perlex and Probability Control, but only to target her Puddin'. When her Puddin' is KO'd, modify all of Harley Quinn's combat values by +1.

SNEAK, SNEAK, SNEAK: Sidestep, but only when Harley Quinn has no action tokens.

NAUGHTY, NAUGHTY: Poison. When she uses it, if she is adjacent to only one opposing character, the damage dealt is penetrating damage.

I'M NOT EVEN A REAL BLONDE!: Combat Reflexes, Super Senses.

#047 Zoom

CARVING A PATH THROUGH KEYSTONE AND CENTRAL CITY: Improved Movement: Elevated, Hindering.

A HUMAN BLUR: Shape Change.

TRAGEDY WILL MAKE YOU BETTER: When he attacks an opposing character with the lowest point value on that character's force, modify attack and damage +1. // When he attacks an opposing character with the highest point value on that character's force, Precision Strike.

I'M IN ALL THE TIMELINES

SIMULTANEOUSLY: At the beginning of your turn, remove all Timeline tokens from this card, roll a d6, and place a number of Timeline tokens on this card equal to half the result. // Remove a Timeline token from Zoom's card to immediately use Probability Control, even if he has done so already this turn.

#048 Apollo

EYE OF THE STORM: Improved Targeting: Hindering.

I SEE WHAT YOU'RE DOING: Telekinesis can't be used to place opposing characters in squares within Apollo's range and line of fire.

COMMITTED DUO: Willpower, but only when a friendly character named Midnighter is within 8 squares.

JUST NEED TO RECHARGE: Toughness. // At the beginning of your turn, if Apollo occupies a square of

outdoor terrain on the highest elevation on the map, he may use Regeneration at no cost.

A GOD ON A FAR PEDESTAL: Apollo's other powers have "Protected: Outwit." // Super Senses, but only if no opposing characters are adjacent to him.

#049 Midnighter

MOVING THROUGH THE NIGHT: Improved Movement: Hindering.

I KNOW WHAT YOU'LL DO: When an opposing character uses Close Combat Expert, they can only use it to modify one value by +1.

WE'VE FOUGHT THIS FIGHT IN MY HEAD

ALREADY: UNIQUE MODIFIER- When Midnighter targets an opposing character with a close attack, until your next turn modify that character's defense -1 and the defense value can't otherwise be modified for this action.

CYBERNETIC IMPLANTS: Charge, Flurry and Toughness. Stealth, but only when Midnighter doesn't have 2 action tokens.

GO FOR THE SOFT SPOTS: Exploit Weakness, Outwit. If he uses Outwit to target an adjacent character, Midnighter can use Plasticity and opposing characters can't use Improved Movement: Characters while adjacent to him until your next turn.

#050 The Flash

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed Tokens on this card.

HE NEVER GETS TIRED, HE NEVER STOPS

MOVING: The Flash's Speed powers have "Protected: Outwit."

PATROLLING BOTH CITIES AT ONCE:

Hypersonic Speed. When he uses it, you may remove a Speed token from this card. If you do, he may make a second close attack or use Outwit at no cost during that action. He may then move up to his speed value minus the number of squares moved this action.

WHO WOULD DARE BE A CRIMINAL IN THIS CITY?: FREE: Remove a Speed token from this card. CLOSE at no cost. // Flash may be given this action up to three times per turn. The Flash's maximum damage value this turn is whatever his damage value is the first time he's given the action.

HE'S JUST A BLUR: Super Senses, but succeeds on a roll of 3-6. This roll can't be rerolled.

-For PATROLLING BOTH CITIES AT ONCE, you may use Outwit before making your first close attack but after the first move, after the first attack, or after the second move. You may also make the second attack before making the second move.

#051 Elongated Man
STRETCHING MY LEGS A BIT...: Improved Movement: Elevated, Hindering.

GINGOLD SODA: Plasticity. Opposing characters within 2 squares and line of fire treat Elongated Man as adjacent for movement purposes.

CLOSING IN ON A SUSPECT: Barrier, Combat Reflexes, and Willpower.

MY NOSE IS TWITCHING: Outwit with a range value of 8 and Improved Targeting: Elevated, Hindering, Characters.

#052 Captain Thunder
LAST STRIPED TIGER OF KHANDAQ: At the beginning of the game, generate a Tawny bystander as described on this card. // When Captain Thunder has two action tokens, he has, "FREE: Place a friendly character within 8 squares and line of fire named Tawny adjacent to him."

YOU WOULDN'T HURT A BUNCHA ORPHANS?: Shape Change, Super Senses. When this power is revealed due to taking damage from an opponent's attack, stop turning the dial and remove all action tokens from Captain Thunder. Protected: Pulse Wave.

SHAZAM!: Pulse Wave with a range of 6. When he uses it and targets more than one character, he deals 2 damage instead of any other. After resolutions, you may choose to deal Captain Thunder 1 unavoidable damage.

#053a Professor Zoom

SPEED FORCE: When Professor Zoom moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Professor Zoom's speed value by the number of Speed tokens on this card.

RETURN OF BARRY ALLEN: Shape Change, Willpower, but only if there are at least 2 Speed tokens on this card. // Blades/Claws/Fangs with a close attack, Sidestep if there at least 3 Speed tokens on this card. // Deals penetrating damage with attacks if there are at least 4 Speed tokens on this card.

RETURN FROM THE FUTURE: If Professor Zoom has 10 Speed tokens or more on this card, you may remove them all to take one extra turn after this one.

ALTER YOUR TIMELINE: Combat Reflexes. // Once per attack, when Professor Zoom takes damage from an attack and this click is revealed, you may remove a Speed token from this card and deal Professor Zoom's printed damage value to the attacking character. If you remove 2 Speed tokens instead, this damage is penetrating damage.

#053b Zoom (Black Lantern)

SPEED FORCE: When Zoom moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Zoom's speed value by the number of Speed Tokens on this card.

A NEW BLACK FLASH: Remove a Speed token from this card and choose either Exploit Weakness -or- Flurry. If you do, Zoom can use Blades/Claws/Fangs and the chosen power at no cost instead of making a close attack while using Hypersonic Speed this turn.

YOU FIGHT ME AS IF I LIVE: Regeneration, Toughness. When he uses Regeneration, increase the result of the d6 roll by half the number of Speed Tokens on this card. Maximum 6.

DEATH: WILL MAKE YOU BETTER: Steal Energy. When an opposing character is KO'd, heal Zoom 1 click and place a Speed token on this card.

#054 Abra Kadabra

PUPPET TRANSFORMATION: When an opposing character targets Abra Kadabra with an attack and misses, that character has [Tiny] damage symbol and modifies its attack and damage -1. This effect lasts until that character begins and ends the same turn with no action tokens.

SELLING THE SOULS OF OTHERS: FREE: Deal 1 unavoidable damage to another friendly character that shares a keyword with Abra Kadabra within range and line of fire. When you do, choose any one standard power and Abra Kadabra can use that power until your next turn.

MASTER MAGICIAN: Perplex, Shape Change.

#055 Cobalt Blue

SPEED STEALER: FREE: Choose any number of target opposing characters within 8 squares and line of fire. Until your next turn those characters modify speed -3 and Cobalt Blue modifies speed +1 for each character targeted this way and his attack +1 for every two targeted this way.

A TERRIBLE SWIFT SWORD: Exploit Weakness. Adjacent opposing characters can't use Shape Change or Super Senses.

A FLAME THAT CHILLS, NOT BURNS: When Cobalt Blue makes a close attack against a single target, after resolutions, roll a d6. **4-6:** Give the target an action token.

#056 Gorilla Grodd

THROUGH THE TREETOPS: Improved Movement: Elevated, Hinderling.

PROVE I'M THE STRONGEST MIND: When Gorilla Grodd would be targeted by Mind Control, Outwit, Penetrating/Psychic Blast, or Perplex, both you and that character's player must roll a d6 that can't be rerolled. If your result is higher, Gorilla Grodd can't be targeted by that power this turn.

ANIMAL FURY: Charge, Flurry.

MASTER THE MIND, DESTROY THE MIND: Mind Control, Penetrating/Psychic Blast. When he uses Mind Control and hits all targets, after resolutions, he may use Penetrating/Psychic Blast at no cost.

#057 Magenta

SENSE THE IRON IN YOUR BLOOD: Improved Targeting: Characters.

ATTRACT OR REPEL: FREE: Choose a character with [Starburst] damage symbol or [Tiny] damage symbol within 3 squares and line of fire. Place that character into a square adjacent to the one they currently occupy.

RIDING THE MAGNETIC FIELDS: Telekinesis. // **MOVE:** Move Magenta up to her speed value. After resolutions, she may use Telekinesis at no cost.

MAGNETIC BARRIERS: Barrier, Toughness. When she uses Barrier, after resolutions, you may choose one opposing character with [Fist] attack symbol -and- [Starburst] damage symbol within 2 squares of a blocking terrain marker that she just placed and place that character adjacent to the marker. When a character adjacent to one of these markers attempts to move, it must attempt to break away as if the marker was a standard character friendly to Magenta and they can't use Improved Movement: Characters.

#058 Deathstroke

TAKE THEIR VESSEL!: Leap/Climb, Stealth. // When Deathstroke hits a character that can use Passenger: X, after resolutions, he may use Mind Control targeting that character at no cost.

STEAL MORE THAN YOUR GOLD: At the beginning of your turn, you may choose a standard damage power on the dial of an opposing character within 6 squares. Deathstroke can use that power and the opposing character can't use it until your next turn.

#059 Shade

SHADOW-WALK: Improved Movement: Hinderling. Improved Targeting: Hinderling.

POWER OF THE DARKLANDS: Smoke Cloud, Stealth. If he has 2 action tokens, he can use Smoke Cloud as FREE.

SHADOW DEMONS: Before removing Shade's hinderling terrain markers from the map, deal 1 damage to each opposing character within range occupying one of those markers. If that character is also adjacent to 2 or more of Shade's hinderling terrain markers, the damage dealt is penetrating.

HERO? VILLIAN? WHAT'S THE

DIFFERENCE?: Perplex. When he uses it, he may immediately choose a friendly character of 50 points or more and modify that character's combat values by -1 until your next turn, and then use it a second time.

#060 Engineer

9 PINTS OF LIQUID MACHINERY FOR BLOOD:

FREE: Choose a standard speed, attack, and damage power. She can use those powers until her next turn.

TOXIC ENVIRONMENT CLEANSE: If an opposing character would use Poison to deal penetrating damage or more than 1 damage, they deal 1 damage instead.

#061 Jenny Sparks

ELECTRICAL CORTEX SHORT CIRCUIT: When Jenny Sparks hits an opposing character, that character can't use special powers from now until your next turn.

MASSIVE ELECTRICAL ARC: Penetrating/Psychic Blast, Improved Targeting: Characters, and has 3 [Targets]. When she uses Penetrating/Psychic Blast, increase the damage dealt to each hit character by the number of characters adjacent to it.

IF YOU DIE, I'LL JUST DIG YOU UP AND PUT YOU TO WORK AGAIN: Leadership. When she uses it and the result is 6, remove all action tokens from all adjacent friendly characters with the Authority keyword.

#062 Pandora

FASTER THAN THOUGHT AND A THOUSAND YEARS PRACTICE: Improved Targeting: Hindering, Characters.

BOUND BY SIN: For each other friendly character with the Trinity of Sin or Warrior keyword modify Pandora's range +1 and increase the number of [Targets] she has by 1.

OPENING THE EVILS: Poison. When she uses it, characters are instead dealt damage equal to 1 plus the number of action tokens they are assigned.

PURGING MY SINS: Perplex. When she has two action tokens and uses it to target an opposing character, after resolutions, remove an action token from her.

#063 Phantom Stranger

BOUND BY SIN: Phasing/Teleport. Passenger: 1, but his speed is not modified by it. He may carry one additional character for each other friendly character with the Mystical or Trinity of Sin keyword.

MYSTICAL MANIPULATOR: Mind Control, [Mystics] team ability. He may use Mind Control as a **FREE** to target a single opposing character with two action tokens.

I WALKED WITH THE LAMB: Defend, Invulnerability, and Mastermind. When Phantom Stranger chooses a character with Mastermind, you may decrease damage dealt to that character by any amount. If you do, deal Phantom Stranger the amount decreased as unavoidable damage.

PURGING MY SINS: Probability Control. When he has 2 action tokens and uses it during an opponent's turn, immediately remove an action token from him.

#064 The Question

THROUGH THE AGES: Improved Movement: Hindering.

BOUND BY SIN: Toughness, Wild Card. The Question may copy an uncopyable team ability but only from a character with the Detective or Trinity of Sin keyword.

WHAT OF MY SINS?: Charge, Shape Change and Stealth.

BINARY GAS: Poison, Precision Strike. When he uses Poison or makes an attack, after resolutions, he may use Smoke Cloud at no cost, but only to place hindering terrain tokens in a square he occupies or is adjacent to.

PURGING MY SINS: Outwit. When he uses it, remove an action token from him if he has 2 action tokens.

#201 The Flash

FASTEST MAN ON EARTH-2: Improved Movement: Water.

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed tokens on this card.

BLESSINGS OF MERCURY: Sidestep. When he uses it, he moves up to X squares, where X is equal to 2 plus the number of Speed tokens on this card.

MOVING TOO FAST: Hypersonic Speed. When he hits an opposing character, it generates knock back and the character is knocked back 2 squares for every click of damage it takes.

NOW I'VE GOT IT!: Quake. The Flash may use it instead of a close attack.

#202 The Flash

AIN'T NOTHING GONNA BREAK MY STRIDE: Improved Movement: Hindering.

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify The Flash's speed value by the number of Speed tokens on this card.

SWIFTER THAN THE RAPIDITY OF

THOUGHT: If The Flash has at least 1 Speed token on this card, his combat values can't be modified by opposing characters. // If he has at least 3 Speed tokens on this card, he has PROTECTED: Outwit.

RUNNING LAPS AROUND THE WORLD:

Hypersonic Speed. // Remove a Speed token from this card. If you do, once this turn, The Flash may consider squares on edges of the map to be adjacent to each other for movement purposes, as long as they are in the same row or column.

FASTER THAN...WELL, PRETTY MUCH

ANYTHING: Willpower. Positively modify defense by the number of Speed tokens on this card.

#203 Max Mercury

SPEED FORCE: When Max Mercury moves at least one square and hits one or more adjacent characters in a single action, after resolutions, you may place a Speed token on this card. Positively modify Max Mercury's speed value by the number of Speed tokens on this card.

WHIP WHIRLWIND: FREE: Remove 1 Speed token from this card. Max Mercury can use Quake and his attack value becomes equal to his speed value until he removes another Speed token.

WINDRUNNER: FREE: Remove 1 Speed token from

this card. Max Mercury can use Toughness and his defense value becomes equal to his speed value plus 7 until he removes another Speed token.

QUICKSILVER: FREE: Remove 2 Speed tokens from this card. Max Mercury can use Outwit and doubles his speed value until he removes another Speed Token.

#204 Central City Police Captain

LAW ENFORCEMENT CONSULTANT: When building your force, all characters with the Police keyword also have the Central City keyword.

POLICE INFORMANT: When Central City Police Captain is adjacent to a friendly character with the Central City keyword, Central City Police Captain can use Outwit but only as a POWER.

POLICE TACTICAL PLAN: Leadership, but only to remove an action token from an adjacent character with the Police keyword regardless of point value.

#205 A.R.G.U.S. Researcher

GREEN ROOM; DIMENSIONAL TESSERACTS:

POWER: This turn, A.R.G.U.S. Researcher can use Improved Targeting: Elevated, Blocking and friendly characters' range values are a minimum of 8 when using Outwit, Perplex, or Probability Control.

#206 Captain Boomerang

LIFE & DEATH & BEYOND: If Captain Boomerang is 115 points, he begins the game on his green starting line. If Captain Boomerang is 55 points, he begins on either his green or red starting line and is KO'd normally or if he crosses a red KO line. Protected: Pulse Wave.

DEATH: RETURN TO ME: Steal Energy with close or range attacks. When an opposing character is KO'd, heal Captain Boomerang 1 click and remove an action token from him.

#207 Golden Glider

INTANGIBLE: Phasing/Teleport.

INDUCED HEART ATTACK: Poison. // At the beginning of your turn, choose an adjacent opposing character. All damage dealt to that character this turn is penetrating.

#208 Rag Doll

YOUR FAMILIES ARE MY HOSTAGES: When Rag Doll is KO'd by an opponent's attack, that character modifies attack -2 for the rest of the game.

CULT LEADER: Exploit Weakness, Leadership, and Outwit.

#209 Gorilla City Commander

SCALING WALLS WITH EASE: Improved Movement: Elevated, Hindering.

KNOCK THEM DOWN: When an adjacent opposing character takes 2 or more damage from Gorilla City Commander's attack and that attack didn't generate knockback, the target is knocked back 2 squares and then given an action token.

#210 Mob Rule

GROWING OUR RANKS: When this character takes damage from an opponent's attack, after resolutions, roll a d6. **5-6:** you may generate a [FL] #210 Mob Rule on click #3 -or- [FL] #009 Mob Rule on the click #1 that appears after the (orange) KO.

Fast Forces: Rogues

#001 Captain Cold

SUBZERO TEMPERATURE: UNIQUE MODIFIER- Characters using Charge or Hypersonic Speed modify attack and damage -1 when making a close attack against Captain Cold or a friendly character adjacent to Captain Cold.

ICE BRIDGE: Barrier, Energy Shield/Deflection. When he uses Barrier, he may place an Ice Ladder marker in any square instead of a blocking terrain marker. Ice Ladder markers are clear terrain and are considered a ladder between that square and any adjacent squares of a different elevation. Ice Ladder markers are removed from the map at the beginning of your next turn.

#003 Mirror Master

TRAVELING THROUGH THE MIRROR

DIMENSION: Passenger: 1. Passenger: 5 regardless of their speed symbols if they share a keyword with him. // If Mirror Master begins his move adjacent to a square of blocking terrain or a wall, his speed value isn't modified by the [Carry] ability.

MIRROR IMAGE: Super Senses. When he does while adjacent to blocking terrain, he succeeds on a

result of 4-6.

#004 Weather Wizard

STORM CLOUDS BREWING: POWER: Roll a d6 that can't be rerolled except from this power. **1:** Reroll the d6 and add 1 to the result. **2-3:** Deal 1 damage to each adjacent opposing character. **4-5:** Deal 2 damage to all opposing characters within 2 squares. **6 (or more):** Deal 3 damage to all opposing characters within 3 squares.

#005 Heat Wave

BURN EVERYTHING DOWN: Sidestep. // POWER: Change up to 3 squares of hindering terrain within range and line of fire to clear terrain for the rest of the game.

#006 Pied Piper

RATS: POWER: Generate two Rat bystanders as described on this card. // If no friendly Rat bystander tokens are on the map, this is a FREE instead.

#006bt Rat

RAT SWARM: Exploit Weakness, but only when adjacent to a friendly character named Rat or Pied Piper.

Yu-Gi-Oh! HeroClix: Series Two

#001 4-Starred Ladybug of Doom

WRATH OF THE LADYBUG: Modify attack and damage +1 when targeting a character of 100 points or less with an attack.

#002 Balloon Lizard

EXPANDING BODY: When Balloon Lizard is targeted by an attack, place a Balloon token on this card. When Balloon Lizard is KO'd deal damage to each adjacent character equal to the number of Balloon tokens on this card.

#003 Boar Soldier

BOAR RUSH: Charge. // **DOUBLE POWER:** Charge at no cost and don't halve speed value.

#004 Cobraman Sakuzy

VENOMOUS SPIT: RANGE: Make a range attack. Hit characters place a Venom token on their card instead of normal damage. // At the beginning of your turn, opposing characters with any Venom tokens are dealt 1 penetrating damage if they haven't already been dealt damage by this effect this turn. A character with a Venom token has, "POWER: remove all Venom tokens from this character's card."

#005 Dark Assailant

EBON SWORD: Blades/Claws/Fangs. When it uses it and the result of the d6 is 1, deal it 1 unavoidable damage after resolutions. If the result of the d6 roll is 6, give the target of the attack an action token after resolutions.

#006 Fiber Jar

RESTART: When Fiber Jar is KO'd, heal all characters 1 click.

#008 Thorn Princess

THORNY CONTROL: Mind Control, Plasticity. When Thorn Princess uses Mind Control, she can use Improved Targeting: Hindering.

#009 Electric Lizard

ELECTRIC SKIN: When Electric Lizard takes damage from a close attack, after resolutions, the attacker is dealt 1 unavoidable damage.

#010 Forest Wolf

THE BELLY OF THE WOLF: When Forest Wolf KO's an opposing character, place that character on Forest Wolf's card. When Forest Wolf is KO'd during an opponent's turn, place the highest point character on its card into the square Forest Wolf occupied. That character is added to your opponent's force on its last non-KO click, and is then healed 1 click.

#012 Little Red Riding Hood

SUMMON THE HUNTSMAN: When Little Red Riding Hood is KO'd by an opposing character, all friendly characters that share a keyword with Little Red Riding Hood modify attack +1 for the rest of the game.

PROTECT ME!: Mastermind, but only to choose characters of 75 points or less. If that character is named Forest Hunter, he doesn't have to be adjacent.

#013 Forest Hunter

HUNTING THE WOLF: When Forest Hunter targets a character of 100 points or more with the Animal or

Warrior keyword, modify attack +1.

#014 Alpha the Magnet Warrior

MAGNET WARRIORS THREE: When 3 friendly characters with the Magnet Warrior keyword and different names are on the map, damage dealt to Alpha the Magnet Warrior is reduced by 1 in addition to any other effects.

SHIELD BASH: Incapacitate. When it uses it, after resolutions, it may use Incapacitate again at no cost, but only to target the same character.

METALLIC BODY: Combat Reflexes, Toughness.

#015 Beta the Magnet Warrior

MAGNET WARRIORS THREE: When 3 friendly characters with the Magnet Warrior keyword and different names are on the map, damage dealt to Beta the Magnet Warrior is reduced by 1 in addition to any other effects.

MAGNETIC PULL: Range value of 6. When it makes a range attack and hits, after resolutions, place the hit character in a square adjacent to Beta the Magnet Warrior and then it may make a close attack but only to target that character.

#016 Gamma the Magnet Warrior

MAGNET WARRIORS THREE: When 3 friendly characters with the Magnet Warrior keyword and different names are on the map, damage dealt to Gamma the Magnet Warrior is reduced by 1 in addition to any other effects.

METAL FISTS: Quake, Precision Strike.

#017 Magician of Black Chaos

RITUAL: SIDELINE ACTIVE- When Magician of Black Chaos is on your sideline and at least 90 points of friendly characters have been KO'd, any friendly character with the "Yugi Muto" or Dark keyword has, "FREE: KO this character and place Magician of Black Chaos on its starting click in a square this character occupied." A player may only use the Ritual ability once per game.

CHAOS SCEPTER BLAST: Energy Explosion, Penetrating/Psychic Blast. When it uses either, place a Chaos token on hit characters' cards (Maximum 1). When a character with a Chaos token makes an attack roll, you may remove the Chaos token to have that roll rerolled.

#018 Dark Magician Girl

SPELL/TRAP: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

SPELL: MYSTICAL SPACE TYPHOON: POWER: Choose an adjacent opposing character. Remove any tokens or set traps/spells from that character's card, that character drops any held objects or assigned Relics, and that character can't use any Resource assigned to it. When that character hits an opposing character with a close attack, remove the spell.

TRAP: MIRROR WALL: When the set character takes damage from an opponent's attack and isn't KO'd, after resolutions you may activate this trap. Choose an opposing character that dealt damage to this character this turn. The set character's combat values are replaced with all of the chosen character's combat values and may use any standard power the chosen character can use. When the set character is healed or takes damage, remove the trap.

ARCANE ALLIANCE: FREE: Choose a friendly character with the Mystical keyword within 8 squares. Choose up to 2 standard powers showing on that character's dial. Dark Magician Girl can use the chosen powers until your next turn.

#019 Blue-Eyes Ultimate Dragon

FUSION: SIDELINE ACTIVE- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, it may replace these characters with Blue-Eyes Ultimate Dragon from your sideline. When Blue-Eyes Ultimate Dragon enters the game in this way, it starts the same number of clicks from its starting line as the character given the action and modifies its combat values by +1 this game.

-Blue-Eyes White Dragon
-Blue-Eyes White Dragon
-Blue-Eyes White Dragon

NEUTRON BLAST ATTACK: Energy Explosion. When it uses it, all untargeted characters within 3 squares and line of fire of one or more hit targets become targets of this attack.

#020 Valkyrion The Magna Warrior

FUSION: SIDELINE ACTIVE- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, it may replace these characters with Valkyrion the Magna Warrior from your sideline. When Valkyrion the Magna Warrior enters the game in this way, it starts the same number of clicks from its starting line as the character given the action and modifies its combat values by +1 this game.
-Alpha the Magnet Warrior
-Beta the Magnet Warrior
-Gamma the Magnet Warrior

MAGNETIC WARRIORS: If Valkyrion the Magna Warrior is on the map as a result of using the Fusion ability, penetrating damage dealt to it can be reduced.

MAGNET SWORD: Precision Strike. When Valkyrion the Magna Warrior hits with a close attack, after resolutions, it may use Pulse Wave with a range of 6 at no cost.

#100 Jinzo

TRAP NEGATION: Facedown traps on set opposing characters can't be activated.

CYBER ENERGY SHOCK: Pulse Wave. When he uses it, after resolutions, hit characters with no action tokens are given an action token.

TITANIUM ARMOR: Energy Shield/Deflection, Invulnerability.

Yu-Gi-Oh! HeroClix: Battle of the Millennium

#001 Blue-Eyes White Dragon

WHITE LIGHTNING: Energy Explosion. // FREE: Modify damage by up to -3 and positively modify range by the same amount until end of turn. These modifiers are only active when attacking a single opposing characters.

#002 Harpie Lady

HASTY HARPIE: Charge, Flurry, and Sidestep.

KEEN CLAWS: Blades/Claws/Fangs. Once per turn, she may reroll her d6 roll for Blades/Claws/Fangs.

#003 Kuriboh

PROTECTOR: When an opposing character within 6 squares and line of fire makes an attack against another friendly character, modify its attack -2.

OVERWHELMING CUTENESS: Super Senses. Opposing characters targeting Kuriboh with an attack modify their attack -1 for each action token on Kuriboh.

#004 Red-Eyes B. Dragon

INFERNO FIRE BLAST: RANGE: Choose a square within range and line of fire. All other characters within 2 squares of the chosen square become targets. Make a range attack. All hit characters are dealt 2 penetrating damage instead of normal damage.

#005 Dark Magician Girl

MYSTICAL ALLY: At the beginning of the game, if Dark Magician Girl is part of a Mystical themed team, choose a combat value other than damage. Dark Magician Girl modifies the chosen combat value by +1 this game. If a character named Dark Magician is on her force, she can choose her damage value.

ARCANE STAFF: Incapacitate. When she uses it and hits, you may deal her 1 unavoidable damage and, if you do, deal 1 unavoidable damage to each hit target.

MAGICAL MAYHEM: FREE: Choose a standard power that an adjacent friendly character with the Mystical keyword can use. If you do, Dark Magician Girl can use that power and Probability Control until your next turn.

#006 Blue-Eyes Ultimate Dragon

Improved Targeting: Hindering.

FUSION: *SIDELINE ACTIVE*- When a listed character is adjacent to all other listed characters and hits an opposing character, after resolutions, it may replace these characters with Blue-Eyes Ultimate Dragon from your sideline. When Blue-Eyes Ultimate Dragon enters the game in this way, it starts the same number of clicks from its starting line as the character given the action and modifies its combat values by +1 this game.
-Blue-Eyes White Dragon
-Blue-Eyes White Dragon
-Blue-Eyes White Dragon

NEUTRON BLAST LINE: RANGE: Choose the row or column that Blue-Eyes Ultimate Dragon occupies. All other characters occupying squares within range in the chosen row or column become targets. Make a

range attack. Each hit character is dealt 3 damage instead of normal damage.

#007 Slifer the Sky Dragon

LEGENDARY STRENGTH: When Slifer the Sky Dragon targets an opposing character that has no action tokens with an attack, after resolutions, give that character an action token.

DIVINE: Willpower. **PROTECTED:** Outwit.

THUNDERFORCE ATTACK: If Slifer the Sky Dragon makes a range attack that targets a single character and hits, after resolutions, it may make another range attack targeting a different character within 5 squares of the first character, regardless of range or line of fire.

LIGHTNING BLAST: When an opposing character is given an action that moves or places it from outside of 3 squares to within 3 squares of Slifer the Sky Dragon, modify that character's combat values by -1 until your next turn. Protected: Outwit, Pulse Wave.

#B003 Intimidating Soul

INTIMIDATING GLARE: Mind Control.

#B004 Pillaging Soul

STRONG AND SHARP: Blades/Claws/Fangs, Super Strength.

#B005 Vengeful Soul

VENGEFUL TRAIL: Charge, Running Shot.

Justice League Trinity War

#001 Black Lightning

SPARKS FLYING: Improved Targeting: Hindering.

LIGHTNING FIELD: Energy Shield/Deflection, Poison. When Black Lightning is hit by a close attack, after resolutions, deal the attacker 1 damage.

#002 Catwoman

CURIOSITY AND THE CAT: Improved Movement: Elevated, Hindering.

CAN'T BE TRUSTED: Adjacent opposing characters can't use team abilities.

#003a Doctor Light

PIERCE THE DARKNESS: Improved Targeting: Hindering.

#003b Doctor Light

SHINING THROUGH THE CRACKS: Improved Movement: Blocking.

BOUNCING AROUND THE WORLD AT LIGHT

SPEED: At the beginning of your turn, you may roll a d6. If you do, replace Doctor Light's speed value with the result plus his printed speed value until your next turn.

REFORMING MYSELF: Energy Shield/Deflection. If he has been given a MOVE this turn, he can use Regeneration as FREE this turn.

#004 Katana

WHITTLE DOWN THE STRONGEST FOE: When Katana targets an opposing character with the highest point value on its force with an attack, modify attack and damage +1.

MY HUSBAND'S KISS: Precision Strike, Steal Energy.

#006 Vibe

VIBRATION: Quake.

INTERRUPT VIBRATIONAL ANOMALIES:

Opposing characters within range must be given a DOUBLE POWER instead of a POWER or MOVE to activate Charge, Hypersonic Speed, Phasing/Teleport, or Running Shot.

#007 Atlantean

THE DOMAIN OF ATLANTIS: When Atlantean occupies water terrain, modify combat values by +1.

#008 The Trench

CANNIBAK RACE: When an adjacent friendly character with [Dolphin symbol] or [Dolphin-Transporter] symbol is KO'd, you may heal The Trench 2 clicks.

UNDERSEA PREDATORS: Charge. Hypersonic Speed, but only if it began its turn occupying water terrain.

#009 D.E.O. Agent

SAFETY IN NUMBERS: When D.E.O. Agent is adjacent to a friendly character with the Police keyword or team ability, both characters can use Stealth.

#010 Blackgate Guard

LOCKDOWN: FREE: Choose an opposing character within range and line of fire. Until your next turn, that character can't automatically break away and has BREAKAWAY -2.

#011 Blackgate Inmate

JAILBREAK: POWER: Choose a friendly character within 4 squares and line of fire. That character can use Sidestep this turn.

#012 Parademon

MINION: SHOCK TROOPS OF APOKOLIPS: [Colossal Stamina], but only when a friendly character with the Apokolips keyword and a higher point value is within 8 squares.

#013 Atomica

TWISTED COUPLE: UNIQUE MODIFIER- When a friendly character named Johnny Quick is adjacent to Atomica, they both modify attack +1.

HIDDEN LOYALTIES: Shape Change. When she uses it and the attacker has a shared keyword, increase her Shape Change result by +2.

#014 Sea King

TRAVEL TO PRIME EARTH: At the beginning of your first turn, you may place up to 6 water terrain markers in any squares at least 5 squares from any player's starting area. These markers remain until the end of the game.

#015 Copperhead

VENOMOUS BITE: Flurry, Incapacitate. When he uses Flurry and hits the same character with both attacks, after resolutions, give that character an action token.

#016 Signalman

SYMBOLS AND SIGNS CONTROL OUR LIVES: At the beginning of the game, choose a combat symbol other than [Boot] symbol, [Fist] symbol, [Shield] symbol, or [Starburst] symbol. When an opposing character with the chosen symbol is targeted by Mind Control, modify that character's defense -1 or, if Signalman is the attacker, -2.

#017 Bizarro

SUBJECT B-ZERO: Super Strength. Adjacent friendly characters named Lex Luthor can use Mastermind but only to choose this character, regardless of point value.

#018 Aquaman

SEE THROUGH THE DEEP DARK: Improved Targeting: Hindering.

TRIDENT OF NEPTUNE, RELIC OF ATLANTIS:

At the beginning of your turn, choose one: Enhancement, Leadership -or- Energy Explosion -or- Penetrating/Psychic Blast. Aquaman can use the chosen power(s) until you choose again.

SUBTLE TELEPATHIC PUSH: Outwit -or- Perplex. When he uses either, he may target characters with the [Dolphin] or [Dolphin-Transporter] symbol anywhere on the map.

#019 Cyborg

HYDRAULICS ARE GO!: Running Shot. Improved Movement: Elevated, Hindering.

WHITE NOISE: Penetrating/Psychic Blast. When he uses it, after resolutions, give an action token to hit characters with no action tokens.

#020 Firestorm

CH₂=C(CH₃)CH=CH₂: When Firestorm would take damage from another character assigned a resource, Firestorm does not take that damage and instead rolls a d6. **1-3:** deal Firestorm 1 unavoidable damage. Protected: Pulse Wave.

HYDROGEN? THAT ONE'S EASY: Energy Explosion, Precision Strike.

#021 Green Arrow

WATCH AND LEARN: Adjacent friendly characters with the Justice League of America keyword can use [Sharpshooter].

ONE-IN-A-MILLION SHOT: Once per game, **POWER:** At the beginning of your next turn he can use Ranged Combat Expert at no cost to target any character occupying outdoor terrain on the map.

SHARP EYES AND SHARP ARROWS:

Enhancement, Ranged Combat Expert.

#022 Stargirl

INSPIRATIONAL ALLY: When a second action token would be given to an adjacent friendly character, roll a d6. If that character has the Justice League of America keyword, add 2 to the result. **6 or higher:** that character can use Willpower this turn.

#023 Madame Xanadu

IT'S IN THE CARDS: When an opposing character targets Madame Xanadu or an adjacent friendly character with the Justice League Dark keyword with an attack, you may choose a number between 1 and 6. After resolutions, those characters heal 1 click for each die in the final attack roll showing the chosen number.

#024 I, Vampire

RISE OF THE VAMPIRES AND BEYOND: If I, Vampire is 75 points, he is KO'd if he crosses the red KO line. If I, Vampire is 170 points, he isn't KO'd when he crosses the red KO line. Protected: Pulse Wave.

#025 Ultraman

I CAN SEE EVERYTHING: Improved Targeting: Hindering.

HIDING FROM THE SUN: When Ultraman occupies hindering terrain, he has PROTECTED: Outwit.

#026 Owlman

USED TO WADING THROUGH REFUSE: Improved Movement: Hindering.

TRAINING AND TECHNIQUE: Combat Reflexes, Toughness, and Willpower.

SMARTER THAN YOU KNOW: Outwit. Opposing characters within 6 squares can't use Outwit to target a character with a higher point value than themselves.

#027 Superwoman

YOU'LL BETRAY EACH OTHER: UNIQUE MODIFIER- Opposing characters within 6 squares that are adjacent to and share a keyword with each other modify defense -1.

#028 Mera

AQUATIC EXTENSION: Mera's range is equal to 1 plus the number of squares of water terrain she occupies or is adjacent to.

A DAY WITHOUT WATER: When an opposing character within 3 squares is given a costed action, after resolutions, place a Thirst token on that character's card. Characters with any Thirst tokens on their card modify their combat values by -1. When a character clears action tokens, remove one Thirst token from its card.

#029 Ocean Master

TIDAL WAVE: Once per game, DOUBLE POWER: Choose an edge of the map your starting area is adjacent to. Roll 2d6 and double the result. Any squares within the result number of squares away from the chosen edge are water terrain in addition to any other types this game.

ELECTROCUTE: Penetrating/Psychic Blast. When he does, Ocean Master may target any number of opposing characters within range that are occupying water terrain.

#030 Scarecrow

I SEE YOU HIDING: Improved Targeting: Hindering.

FEAR RULES YOU NOW: Incapacitate, Mind Control, and Poison. When he uses Incapacitate to place a second action token on a character, modify that character's attack -1 until your next turn, and after resolutions, he may use Mind Control at no cost targeting each of those characters.

#031a The Outsider

A DIFFERENT KIND OF BUTLER: When a friendly character uses Probability Control and an action token would be assigned as a result, you may deal The Outsider 1 unavoidable damage instead.

DIMENSIONAL PORTAL: POWER: Place up to 2 friendly characters that share a keyword with The Outsider into squares adjacent to him, then use Smoke Cloud at no cost. Characters placed this way can't be given costed actions until your next turn.

#031b The Outsider

THE OUTSIDER IS OUT: Improved Movement: Hindering.

SINKHOLE: At the beginning of the game, you may choose to lower all elevated terrain by 1 level, to a minimum of 1. // Quake. When The Outsider has 2 action tokens, he can use it as FREE.

INDIAN EMPIRE OF CRIME: When The Outsider attacks an opposing character, it can't use Shape Change or Mastermind. PROTECTED: Outwit against non-adjacent characters.

I'M NOT ONE OF YOU AND I DON'T BELONG HERE: Sidestep, but only when he is adjacent to an opposing character, and automatically breaks away when doing so.

#032 Dr. Sivana

MAGIC AVOIDANCE: Friendly characters with the Secret Society of Super Villains keyword have PROTECTED: [Mystics] team ability.

EYE SEE YOUR MAGIC: Outwit. You may activate Outwit with a POWER. If you do, this use of Outwit chooses the same power on all opposing characters within 8 squares of Dr. Sivana that share a keyword with the target.

#033 Lex Luthor

RIGHT UNDER THEIR NOSES: Lex Luthor begins the game with a Subterfuge token on his card. When Lex Luthor has a Subterfuge token on his card, opposing characters can only target him if they began the turn adjacent to him. When Lex Luthor targets an opposing character with an attack, remove all Subterfuge tokens from his card.

BACK UNDERGROUND: When this click is revealed, add a Subterfuge token to Lex Luthor's card.

THE SYNDICATE IS BAD FOR BUSINESS:

Leadership, Outwit. When he uses Leadership and succeeds, he may instead remove the action token from a friendly character with the Injustice League keyword within 3 squares.

#034 Element Woman

ELEMENTAL ARTISTE: At the beginning of your turn, choose one: Earth, Fire, or Ice. Element Woman can use the associated powers until your next turn.

Earth- Barrier, Impervious.

Fire- Energy Explosion, Penetrating/Psychic Blast.

Ice- Incapacitate, Perplex.

#035 Vixen

ON THE PROWL: Improved Movement: Hindering.

CONNECTION TO THE RED: At the beginning of your turn, you may choose one of [Boot] symbol, [Wing] symbol, or [Dolphin] symbol, -and- one of [Tiny] symbol, [Starburst] symbol, [Giant] symbol. Vixen has the chosen symbols until you choose again.

ANIMAL SPIRITS: At the beginning of your turn, you may choose: Blades/Claws/Fangs, Close Combat Expert, Flurry, Poison or Sidestep. Vixen can use the chosen power until you choose again. If Vixen is part of a Justice League of America themed team, she may choose 2 powers instead.

#036 Green Lantern

WILLPOWER THROUGH MY GUN: Improved Targeting: Hindering, Opposing Characters, May make a ranged combat attack while adjacent to an opposing character (may target an adjacent or non-adjacent opposing character).

PROTECTING MY NEW FRIENDS: Barrier, Combat Reflexes. When he uses Barrier, he may place one additional blocking terrain marker adjacent to each friendly character within range and with the Justice League of America keyword. These additional markers don't need to be adjacent to other markers.

#037a Shazam!

PURE OF HEART: Defend.

SHAZAM!: Flurry, Sidestep, and [Quintessence] team ability.

A GIFT FROM THE WIZARD FOR MY

FRIENDS: FREE: Choose any adjacent friendly characters and deal Shazam! 1 unavoidable damage. Modify the combat values of chosen characters by +1 until your next turn, even if this power is lost.

#037b Freddy Freeman

CALL THE LIGHTNING: Pulse Wave with a range of 9. When he uses it, after resolutions, heal him 1 click for each hit opposing character.

#038 Hawkman

I OWN THE SKY: Charge and don't halve his speed value when using it. If he uses it and hits, he can use Sidestep this turn.

NO MATTER THE ODDS, THEY WILL FALL

BEFORE ME: Quake. // If Hawkman is part of a Justice League of America themed team, he has, "MOVE: Move up to your speed value. Quake at no cost."

#039 Deadman

POSSESS THE LOCALS: When a countdown click appears, stop clicking the dial, place a Spirit marker in Deadman's square, and place him on this card. // *OFF THE MAP ACTIVE* - At the beginning of your turn, if Deadman is on this card, click his dial once clockwise. When you do and a countdown click is no longer showing, immediately place him within 4 squares of the Spirit marker, remove that marker, and Deadman can't be given a costed action this turn. If Deadman is on his card and no friendly characters are on the map,

he is KO'd.

WHOSE BODY AM I IN?: Phasing/Teleport, Shape Change. When an adjacent friendly character with the Justice League Dark keyword makes an attack, opposing characters can't use Shape Change.

THIS GUY HAS A GUN!: Range of 6, [Sharpshooter]. Protected: Outwit.

#040 Frankenstein

NECRONAUTS: When Frankenstein or a friendly character KO an opposing character with a point value of 50 or more with an attack, all friendly characters with the Justice League Dark keyword can be given a MOVE as a FREE this turn.

ARCHANGEL'S SWORD: Blades/Claws/Fangs. When he does and the result is a 4-6, hit characters can't be healed this game.

#041 Deathstorm

QUARK VISION: Improved Targeting: Elevated, Hindering.

ABSORB YOUR ENERGIES: Energy Shield/Deflection, Toughness. If this click is revealed as a result of taking damage from a range attack, after resolutions, roll a d6 and heal him a number of clicks equal to the result.

HUMAN EXPERIMENTATION: Perplex. When he uses it, if he targets a character 75 points or less, he may modify a combat value other than damage by +2 or -2.

#042 The Grid

JUSTICE LEAGUE DATA HOARD: Opposing characters with the Justice League or Justice League of America keyword can't use Outwit, Perplex, or Probability Control to target The Grid or adjacent characters friendly to him.

HAVE A NICE DAY!: Opposing characters within 6 squares can't reduce pushing damage.

TAKING OVER CYBORG'S FRAME: Outwit, Shape Change. When a character with a power chosen by The Grid's Outwit targets him with an attack, his Shape Change succeeds on a result of 3-6.

#043 Johnny Quick

DON'T MOVE? THAT'S ALL I DO!: Improved Movement: Hindering, Characters.

SPEED FORCE: When Johnny Quick moves at least one square and hits one or more adjacent characters in a single action, you may place a Speed token on this card after resolutions. Positively modify Johnny Quick's speed value by the number of Speed tokens on this card.

A DIFFERENT CONNECTION TO SPEED: FREE: Remove a Speed token. Perplex until your next turn, but only to target an opposing character. That character can't use speed powers until your next turn.

WHAT A RUSH!: When Johnny Quick has no action tokens, he has, "FREE: Choose 1 or 2. Positively modify his combat values by the amount chosen until your next turn. At the end of your turn, deal him unavoidable damage equal to the amount chosen."

#044 Power Ring

THE RING IS KILLING ME: When Power Ring is given a costed action other than a MOVE, after resolutions, roll a d6. **I-2:** Deal him 1 unavoidable damage.

WE'RE GOING SOMEWHERE?: Phasing/Teleport. Passenger: 3, but only to carry characters that share a keyword with him regardless of their speed symbols.

POWER OF VOLTHOOM'S RING: Perplex. Opposing characters within 6 squares can't use Perplex to target characters with a point value higher than their own.

#045 Killer Frost

ICE SKATING: Improved Movement: Water.

FEASTING ON YOUR FIRE: Steal Energy with close or range attacks. Opposing characters using Steal Energy do not heal when a friendly character with the Secret Society of Super Villians keyword adjacent to Killer Frost takes damage from their attack.

ICE BARRICADE: Barrier, Energy Shield/Deflection.

COLD SNAP: When Killer Frost is hit by an attack, after resolutions, give the attacker an action token. If you can't, deal the attacker 1 unavoidable damage.

#046 Blue Devil

DEMON HUNTER: Adjacent friendly characters and friendly characters with the Justice League Dark keyword have PROTECTED: [Mystics] team ability.

SUPERNATURAL EXORCISM: When Blue Devil damages a character, if a special power is revealed that stops that dial from turning, after resolutions, deal that character 2 unavoidable damage.

HELLFIRE: Energy Explosion, Penetrating/Psychic Blast.

#047 Shaggy Man

REGENERATE FROM ANY WOUND: At the beginning of your turn, you may heal Shaggy Man 1 click.

RESTORE LOST LIMBS: Regeneration. When he uses it, don't halve the result.

#048 Vandal Savage

SEEMINGLY IMMORTAL: At the end of your turn, after clearing tokens, if Vandal Savage has two action tokens, heal him 1 click.

I WAS ALEXANDER, GENGHIS, VLAD...: Leadership. When he uses it and succeeds, friendly characters modify attack +1 until your next turn.

TRAINED IN EVERY STYLE OF FIGHTING: Close Combat Expert. When he uses it, he can use Probability Control during that action.

TACTICIAN THAT WON A THOUSAND WARS: Outwit, Perplex. Both with a range value of 8 and Improved Targeting: Characters.

#049 Sinestro

DEATH TO THE GUARDIANS: Pulse Wave. // Opposing characters that can use the [Quintessence] team ability, instead can't use it and modify their combat values by -1.

FEAR THE SINESTRO CORP: Perplex, but only to negatively modify combat values. Until your next turn, a character targeted by this Perplex can't target Sinestro unless the targeted character or Sinestro are the only characters on their force on the map.

#050 Superman

A NEW KIND OF JUSTICE LEAGUE: Adjacent friendly characters with a lower point value and the Justice League keyword can use the [Superman Ally] team ability. Friendly characters named Batman or Wonder Woman don't have to be adjacent or a lower point value.

FREEZE BREATH: Incapacitate. When he uses it, if he uses it as a CLOSE, he may target all adjacent opposing characters. If he uses it as a RANGE and hits the target, all untargeted characters that are adjacent to a hit target become targets.

TRUE INVULNERABILITY COMES FROM WITHIN: Impervious. // At the beginning of your turn, if Superman was damaged by an opposing character's attack since your last turn, heal him 1 click.

INSPIRING HERO: Leadership. When he uses it and succeeds, friendly characters modify attack and defense +1 until your next turn.

#051 Batman

GRAPPLING HOOK: Improved Movement: Elevated.

A NEW KIND OF JUSTICE LEAGUE: Adjacent friendly characters with a lower point value and the Justice League keyword can use the [Batman Ally] team ability. Friendly characters named Superman or Wonder Woman don't have to be adjacent or a lower point value.

UTILITY BELT: FREE: Choose a standard attack or damage power. Batman can use that power until your next turn.

WORLD'S GREATEST DETECTIVE AND STRATEGIST: Outwit, Perplex. Probability Control, but only when he has no action tokens.

#052 Wonder Woman

A NEW KIND OF JUSTICE LEAGUE: Adjacent friendly characters with a lower point value and the Justice League keyword can use Support. Friendly characters named Batman or Superman don't have to be adjacent or a lower point value.

LASSO OF TRUTH: Adjacent opposing characters that have been hit by Wonder Woman since the beginning of your last turn can't use Outwit, Perplex, or Probability Control.

STRONGEST WOMAN IN THE WORLD: Super Strength. If Wonder Woman isn't holding an object and is adjacent to a square of blocking terrain, she has, "FREE: Destroy that square of blocking terrain. If you do, generate a standard heavy object in that square."

DEFLECTED BULLETS: When Wonder Woman is targeted by a range attack that misses, after resolutions, give the attacker an action token. If you can't, deal the attacker 1 unavoidable damage.

#053a John Constantine

WE OPERATE FROM THE SHADOWS, ALRIGHT?: Stealth. Adjacent friendly characters with the Justice League Dark keyword can use Stealth.

ULTIMATE CON MAN: Once per turn, choose Outwit -or- Perplex and John Constantine can use that power until your next turn. When he uses the chosen power to target an opposing character, that character can't use the chosen power until your next turn. Protected: Outwit.

I MAKE MY OWN LUCK: Probability Control, but can use it twice each turn.

#053b Nick Necro

SEARCH THE ENTIRE GLOBE: Improved Targeting: Hindering, Characters.

I THOUGHT WE WERE FRIENDS: Stealth. // At the beginning of the game, you may choose an opposing character and that character can't target Nick Necro unless Nick Necro or that character is the only character on its force on the map.

MYSTICAL ARTIFACTS ARE DRAWN TO ME: When this click is revealed due to damage taken from an opposing character's attack, if the attacking character has a relic or resource attachment assigned to them, stop turning the dial. That opponent chooses one: deal the attacker 3 unavoidable damage -or- heal Nick Necro 1 click and remove from the game up to one relic or resource attachment assigned to the attacker.

TAUGHT YOU EVERYTHING YOU KNOW: Outwit. // **POWER:** Choose a character within range and line of fire. That character can't use combat or team abilities and its combat values can't be greater than its printed values until your next turn.

#054 Martian Manhunter

PASS THROUGH YOU: Improved Movement: Characters.

MARTIAN TELEPATHY: Opposing forces have Action Total -1 if not already decreased by any other effect.

THERE ARE MANY WAYS TO HIDE IN PLAIN SIGHT: Phasing/Teleport, Shape Change, and Stealth

#055 Tim Hunter

EXPELLED UNNATURAL MAGIC: Tim Hunter and adjacent friendly characters with the Justice League Dark keyword have **PROTECTED:** opposing Probability Control.

DESTINED TO BE THE WORLD'S GREATEST MAGICIAN: Energy Shield/Deflection, Probability Control, Pulse Wave, Super Senses, and Willpower.

EVERYONE'S ANNOYINGLY CONCERNED FOR MY WELFARE: Before any attack roll, Tim Hunter may replace his defense value with the printed defense value of any adjacent friendly character with the Mystical keyword.

MENTORED BY THE TRENCHCOAT BRIGADE: **FREE:** Choose an adjacent friendly character with the Mystical keyword and one or more action tokens. Tim Hunter can use the powers displayed on the dial of the chosen character until the beginning of your next turn.

#056 Zatanna

ANANYM: When you place your characters at the start of the game, you may turn Zantanna to click 6. If you do, this game turn her dial counter-clockwise when she is damaged and clockwise when she is healed and she can't heal past click 6. Protected: Pulse Wave.

GNIGNITS SKCIGAM: Penetrating/Psychic Blast, Precision Strike.

PLEH MEHT: **FREE:** Choose one of the following : Barrier, Perplex -or- Enhancement, Probability Control. Zatana can use the chosen powers until your next turn.

#057 The Outsider

PANDORA'S BOX: When building your force, JLTW #R101 Pandora's Box costs 12 points less.

PREPARE THE WAY: POWER: Place The Outsider and a friendly character in each other's squares. Unless that friendly character shares a keyword with The Outsider, it couldn't have been given any actions this turn and also can't be give any actions this turn.

HIDDEN IN OUR MIDST: Mastermind. When he does, friendly characters within 6 squares that are not within ay opposing character's line of fire are considered adjacent and a lower point value.

#058 Black Adam

YOU WILL PAY: If Black Adam is the only character on your force that has not been KO'd, modify attack +1. If Black Adam is the only character on your force that has not been KO'd and your force is a named themed team, instead modify all of Black Adam's combat values by +1.

BY MAGIC EMPOWERED: Super Strength. **PROTECTED:** Outwit unless the targeting character has the Mystical keyword.

JUSTICE WITHOUT MERCY: Charge, Flurry. When Black Adam uses Charge he doesn't halve his speed value and, if he isn't carrying a character or holding an object, he can use Improved Movement: Blocking terrain, immediately after movement resolves, destroy all Blocking terrain moved through.

THE THUNDER OF THE GODS: Quake but he deals his printed damage value to hit targets instead of 2.

#059 Despero

HIDDEN FROM YOUR PUNY MINDS: Improved Movement: Characters.

PSYCHIC JUGGERNAUT: **PROTECTED:** Incapacitate, Mind Control, Outwit, and Penetrating/Psychic Blast against characters of a lower point value.

PSYCHIC TRANSFERENCE: Steal Energy with close or range attacks. When he uses it, increase the amount healed by 1 for each of the following the target can use: Incapacitate, Mind Control, Outwit, or Penetrating/Psychic Blast.

MIND HUNTER: Despero may modify either attack -or- damage +1 when targeting an opposing character that can use Incapacitate, Mind Control, Outwit, or Penetrating/Psychic Blast.

#060 Blight

BLACKMARE CURSE: When Blight is dealt penetrating damage, it can be reduced. // Once per turn, an opposing character has, "FREE: Deal this character 1 unavoidable damage. When this character damages Blight, Blight can't reduce penetrating damage."

THIS EVIL DIDN'T CHOOSE ME, I CHOSE IT!:

Once per turn when a KO click on this dial is revealed, instead of being KO'd, heal Blight a number of clicks equal to any damage remaining to be taken. If there is no more damage, KO this character. Protected: Pulse Wave.

#061 Mazahs!

YOUR DEATH BRINGS ME POWER: When Mazahs! KO's an opposing character, choose a standard power on that character's card. Mazahs! can use that power for the rest of the game.

THE DARK LIGHTNING: Pulse Wave. When he uses it, after resolutions, each opposing character hit by the attack must choose a power displayed on its dial. That character can't use any other powers on its dial until your next turn.

#062 Envy

NOTHING CAN KEEP ME AWAY: Improved Movement: Characters.

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S101 Envy relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

LOOK INTO THE MIRROR: Envy can't be targeted by range attacks.

FEED FROM YOUR ENVY: Perplex. When Envy uses it to target another character, modify the same combat value on Envy by +1 until your next turn.

#063 Sloth

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S102 Sloth relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

FREED FROM YOUR SLOTH: After an action given to an opposing character within 4 squares resolves, the character given the action can't be given

further actions this turn.

YOU LEARN A LOT RESTING: Opposing characters within 2 squares can use Earthbound/Neutralized. Sloth's damage value can't be modified.

#064 Pride

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S103 Pride relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

FEED FROM YOUR PRIDE: When an opposing character rolls a critical hit, put a Pride token on this card. // FREE: Remove a Pride token. Her next attack is a critical hit and can't be rerolled.

FOLLOW ME!: Defend, Leadership, Toughness, and [Colossal Stamina].

#065 Greed

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S104 Greed relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

MORE THAN ONE NEEDS: When you build your force, you may assign a relic of 8 points or less to Greed by paying its cost. This object doesn't count towards your force.

FEED FROM YOUR GREED: Mind Control. When he uses it, if the hit character ends that action adjacent to Greed, after resolutions, give the hit character up to 2 action tokens.

ALL MINE: Perplex, but only to modify his own combat values.

#066 Lust

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S105 Lust relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

FEED FROM YOUR LUST: Opposing characters can't make range attacks if they are adjacent to another character. Protected: Pulse Wave.

GRASPING TENDRILS: Charge, Plasticity. Adjacent opposing characters modify their combat values by -1. If they have 2 action tokens, instead they modify them by -2.

#067 Wrath

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S106 Wrath relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

SPREADING WRATH: When an opposing character makes an attack, after resolutions, give them a Wrath token. Character with Wrath tokens can use Battle Fury. When a character with a Wrath token clears action tokens, remove all Wrath tokens from it.

LET ME AT THEM!: Charge. Giant Reach: 2, but only when Wrath has one or more action tokens. Sidestep, but only when he has two action tokens.

FREED FROM YOUR WRATH: Battle Fury. Modify damage +1 for each other character within 5 squares that can use Battle Fury.

#068 Gluttony

SINFUL INFLUENCE: When you build your force, you may assign the [JLTW] #S107 Gluttony relic to a friendly character without the Seven Deadly Sins keyword by paying its cost. This object doesn't count towards your force.

FEED FROM YOUR GLUTTONY: Steal Energy. Opposing characters within 5 squares can't be healed.

MOUNTAINS OF FLAB: Gluttony can't be carried. Takes a maximum of 1 damage at once. Protected: Outwit, Pulse Wave.

AURA OF ROT AND DECAY: Exploit Weakness. When Gluttony hits an opposing character, remove any relic and resource attachments assigned to it from the game. Relics and resource attachments can't be assigned to that character this game.

#069 White Rabbit

CHASED BUT NEVER CAUGHT: Improved Movement: Characters.

BIO FISSION: At the beginning of the game, generate a [JLTW] Jaina Hudson adjacent to White Rabbit in your starting area. If White Rabbit would be KO'd

while this Jaina Hudson is on the map, instead place White Rabbit in your starting area on click #3 and your opponent scores 35 victory points.

CATCH ME IF YOU CAN: Leap/Climb, Sidestep. // **DOUBLE POWER:** Place her in any square on the map that is not within line of fire of any opposing character.

#069bt Jaina Hudson

IN CONTACT WITH MY OTHER SELF: POWER: heal an adjacent character named White Rabbit 2 clicks.

#100 Roy Harper

PICK THE RIGHT FISH IN THE BARREL: Improved Targeting: Characters.

E.M.P.: When Roy Harper hits a character, after resolutions, choose one hit character. Roy Harper can use Outwit targeting that character.

#201 Aquaman

RULER OF ATLANTIS: If an opponent wins the roll to determine the first player and doesn't choose a map with at least 12 printed squares of water terrain, characters on that opponent's force modify speed -1.

FROM THE DEPTHS: When Aquaman is part of an Atlantis themed team, he has, "FREE: Place 2 water terrain markers, one in his own square and the other in an adjacent square. Remove both markers at the beginning of your next turn, even if this is lost."

ATLANTIS RISES: Empower, Leadership.

#202 Mera

BEWARE OF THE RISING TIDES: Improved Targeting: Elevated.

SAFETY FROM THE LAND DWELLERS: Energy Shield/Deflection. // When Mera is part of an Atlantis themed team and occupies water terrain, she can use Barrier as a FREE, but only to place 2 squares of blocking terrain.

#203 Atlantean

TIDAL WAVE: Charge. When Atlantean is part of an Atlantis themed team and hits with a close attack, you may choose that it generates knock back if it doesn't already. This knock back can't be prevented.

#204 The Trench

SCHOOLING: Sidestep. Passenger: 1, but only to carry characters with both the Atlantis -and- Monster keywords.

#205 D.E.O. Agent

MOVE & CONTAIN: Plasticity, Sidestep.

METAHUMAN POWER DAMPENING: Adjacent opposing characters can't have their combat values positively modified. If D.E.O. Agent is part of a D.E.O. themed team, adjacent opposing characters can't use team abilities.

#206 Parademon

APOKOLIPS RISING: When Parademon uses the [Carry] ability, it may carry a character with the Apokolips keyword regardless of their speed symbol.

#207 Black Orchid

SHAPE SHIFTERS & CON ARTISTS: If Black Orchid is part of a Justice League Dark theme team, the first time each game that a friendly character not named Black Orchid would be dealt damage by an attack, you may instead chose to deal that damage to Black Orchid. If you do, place Black Orchid and the friendly character in each other's squares.

#208 Green Arrow

LONGBOW HUNTER: Improved Targeting: Hindering, Characters.

AN ARROW FOR EVERY SITUATION: Green Arrow begins the game with 6 Arrow tokens on this card. //FREE: Remove one Arrow token from this card. Choose one of these powers or abilities to use until his next turn: Energy Explosion, Incapacitate, Penetrating/Psychic Blast, Smoke Cloud, Improved Targeting: Elevated, or Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

TAKE THE SHOT AND FADE AWAY: Running Shot, Stealth. When he uses Running Shot after resolutions, he may use Sidestep at no cost.

#209 Firestorm

ONE THING INTO ANOTHER: FREE: Choose an unoccupied square of clear, hindering, or water terrain within line of fire. Place a blocking terrain marker in that square. That blocking terrain marker remains on

the map until you use this ability again.

TOO MANY VARIABLES: Outwit -or- Perplex.

#210 Lex Luthor

DOING WHAT NEEDS TO BE DONE: POWER: KO an adjacent friendly character of at least 50 points. As long as Lex Luthor is on the map, friendly characters can use Willpower.

THIS IS A JOB FOR LEX LUTHOR: Mastermind. He may use it to choose a friendly character named "Bizarro" within 3 squares regardless of point cost.

Fast Forces: The Crime Syndicate

#001 Ultraman

ULTRA-VISION: Improved Targeting: Hindering.

SYNDICATE RULES!: When Ultraman is part of a Crime Syndicate themed team, you may add one use of Themed Team Probability Control to your pool each time an opposing character uses Themed Team Probability Control.

RULER OF HIS EARTH: Impervious, Mastermind. When the result for Impervious is 4, reduce damage by 3 instead of 2.

SECRET KRYPTONITE RECHARGE: When this click is revealed due to taking damage from an attack, stop turning the dial. // FREE: Destroy an unheld object within 4 squares. If you do, Regeneration at no cost.

#002 Owlman

I OWN THE NIGHT: Improved Movement: Elevated, Hindering. Improved Targeting: Hindering.

ALL MY FATHER'S MEN BELONG TO ME:

Stealth. When building your force, friendly characters with the Gotham City or Police keyword also have the Gotham City Underworld keyword.

INTO THE SHADOWS: Charge. Before being given a costed action, you may place Owlman in a square of hindering terrain within 4 squares and line of fire.

ALL CRIME PROFITS ME IN THE END:

Mastermind, Toughness. When he uses Mastermind, friendly characters within 4 squares and with the Gotham City Underworld keyword are considered adjacent.

SECRETLY, *I* RUN THE WORLD: Empower, Enhancement, and Outwit.

#003 Superwoman

CHOOSE YOUR LOYALTY: ULTRAMAN OR OWLMAN?: At the beginning of the game, choose Ultraman or Owlman. If you choose Ultraman, Superwoman and friendly characters named Ultraman can use Super Strength. // **UNIQUE MODIFIER-** If you choose Owlman, Superwoman can use Combat Reflexes and friendly characters named Owlman modify defense +1.

LASSO OF INHIBITIONS RELEASED: When Superwoman hits a character with a close attack, place an Unfettered Inhibitions token on that character's card (Maximum 1). Characters with an Unfettered Inhibitions token on their card can't reduce pushing damage and can't be targeted by a friendly character's Perplex. A character with an Unfettered Inhibition token on its card has, "DOUBLE POWER: Remove this character's Unfettered Inhibition token."

#004 Power Ring

BULLY AND COWARD COMBINED... LOVELY: When Power Ring attacks a figure with a lower point value, modify attack and damage +1. // When Power Ring attacks a character with a higher point value, modify attack and damage -1.

ATTACK FROM A POSITION OF SAFETY: Running Shot, Stealth.

THE WILL OF VOLTHOOM: Energy Explosion. When Power Ring hits more than one target with a range attack but chooses to deal all damage to one character, give other hit targets an action token.

#005 Johnny Quick

UP AND OVER, 'ROUND AND 'ROUND: Improved Movement: Elevated.

MAINLINING THE JUICE: Hypersonic Speed, but only when Johnny Quick has no action tokens. Charge, but only when he has 1 action token. Sidestep, but only when he has 2 action tokens.

THE JUICE IS LOOSE: Super Senses, Willpower. When Johnny Quick is given a second action token, after resolutions, you may roll a d6 that can't be rerolled. **1:** deal him 1 unavoidable damage. **5-6:** remove an action token from him.

#006 Deathstorm

MATTER SEPARATION: DOUBLE POWER: Remove one assigned relic or resource attachment from an opposing character with range and line of fire and place it in that character's square. The placed game effect follows all game rules as if it were a relic.

DESTROYING CENTRAL CITY: Energy Explosion, Precision Strike.

OWLMAN ISN'T THE ONLY SMART GUY IN THE CSA: Perplex. When Deathstorm doesn't have 2 action tokens, he has, "FREE: Remove up to 4 hindering or blocking terrain markers within range and line of fire."

#007 Atomica

TRAITOR TO ALL BUT MY HOMIES: When Atomica isn't part of a Crime Syndicate themed team, each time you use Themed Team Probability Control each opponent adds one use of Themed Team Probability Control to their pool if they have a named themed team and haven't already added one this turn from this effect.

Avengers: Age of Ultron

#001 Iron Man

AVENGERS ASSEMBLE!: When Iron Man hits one or more characters with an attack, after resolutions, the opposing player chooses: You generate a [AAOU] #002 Iron Legion in your starting area -or- all friendly characters modify defense +1 until your next turn.

THE HOUSE PARTY PROTOCOL, SIR?: If there are less than 4 friendly undefeated characters named Iron Legion, Iron Man has, "POWER: Generate a [AAOU] #002 Iron Legion in your starting area."

THE CLEAN SLATE PROTOCOL: FREE: Choose a friendly character named Iron Legion with one or less action tokens. If an opposing character is within 3 squares of the chosen character, after resolutions, the chosen character may immediately use Pulse Wave at no cost to deal 2 damage no matter how many characters are targeted. After resolutions, KO the chosen figure.

#002 Iron Legion

AVAILABLE BACKUP: When Iron Legion is placed in your starting area from outside the game, roll a d6. **1-3:** click it to its blue starting line. **4-6:** click it to its yellow starting line.

#003 Captain America

REBOUNDING SHIELD: Improved Targeting: Characters, May make a range attack while adjacent to an opposing character (may target an adjacent or non-adjacent opposing character).

AVENGERS ASSEMBLE!: When Captain America hits one or more characters with an attack, after resolutions, the opposing player chooses: Captain America may modify the damage of a friendly character by +1 this turn -or- all opposing characters modify attack -1 until your next turn.

HIS ENEMIES FEAR HIM: Leadership. When he uses it and succeeds, he may also either place an action token on a higher point opposing character within range -or- he may place an action token on each lower point opposing character within range. Placing this action token doesn't deal pushing damage.

#004 Test Subject

THEY WORK FOR US, EVEN IF THEY DON'T KNOW IT: A themed team may include Test Subject and is still a themed team if it also includes a character named Baron Strucker, Red Skull, or Nick Fury.

THESE EXPERIMENTS ARE YIELDING...

INTERESTING... RESULTS: When Test Subject is first placed on the map, roll a d6 and click the character to the indicated starting line:

1-2: red

3-4: blue

5-6: yellow

#005 Thor

AVENGERS ASSEMBLE!: When Thor hits one or more characters with an attack, after resolutions, the opposing player chooses: Opposing characters modify damage -1 until your next turn -or- opposing characters can't make range attacks until your next turn.

MJOLNIR TO CARRY ME: Energy Shield/Deflection, but only when Thor has one or more action tokens.

#006 Hydra Soldier

MINION: HAIL HYDRA: When a friendly character with the HYDRA keyword and a higher point value is within 8 squares, Hydra Soldier can use Charge. When that character uses Leadership and succeeds, remove an action token from all characters named Hydra Soldier within that character's range and line of fire unless one has already been removed this turn from that character

from this effect.

007 Ultron Sentry

HIDDEN PROGRAMMING: Once per game, when a friendly character named Ultron Sentry is KO'd by an opposing character, you may roll a d6 that can't be rerolled. Increase the result by 1 for each character named Ultron Mk 1 or Ultron Prime that began the game on your force. Based on the result, generate in your starting area: **3-4:** [AAOU] #007 Ultron Sentry on its starting line. **5:** [AAOU] #012 Ultron Mk 1 on its yellow starting line. **6:** [AAOU] #012 Ultron Mk 1 on its blue starting line.

COMBINED EFFORTS: Modify attack +1 for each adjacent friendly character named Ultron Sentry. Modify damage +1 for each 2 adjacent friendly characters named Ultron Sentry.

CONSISTENT PROGRAMMING: When using the [Passenger], Ultron Sentry may carry any number of adjacent friendly characters named Ultron Sentry regardless of their combat symbols.

THERE'S NO END IN SIGHT!: Once per turn, for all characters with this power, **DOUBLE POWER:** Generate a [AAOU] #007 Ultron Sentry on click #3.

#008 Hulk

AVENGERS ASSEMBLE!: When Hulk hits one or more characters with an attack, after resolutions, the opposing player chooses: Deal one target 1 unavoidable damage and give it an action token -or- put an Anger token on this card.

FUELED BY ANGER: [Colossal Stamina]. When he has two action tokens and is given a costed action, you may remove any number of Anger tokens from this card and roll a d6 that can't be rerolled, increasing the result by 1 for each token removed. **5-6:** Hulk isn't dealt unavoidable damage from [Colossal Stamina] for this action.

ENORMOUS GREEN MONSTER: Battle Fury. Each time Hulk takes damage from an opponent's attack or one of his powers is chosen by Outwit, put an Anger token on this card.

HIS ANGER SUSTAINS HIM: When this click is revealed due to taking damage, stop turning the dial and remove all actions tokens from Hulk. Protected: Pulse Wave.

HE ONLY LEAVES RUBBLE: Invincible, Regeneration. When he uses Regeneration, you may remove any number of Anger tokens from this card. If you do, you may increase the result by 1 for each token removed.

#009 Hawkeye

AVENGERS ASSEMBLE!: When Hawkeye hits one or more characters with an attack, the opposing player chooses: Hit characters are each dealt 1 unavoidable damage after resolutions -or- Hawkeye isn't given an action token for this action.

VANTAGE POINT: When making a range attack, modify attack +1 for each target of the attack. When he hits 3 characters, he may give one hit character an action token if he doesn't assign that character any damage.

ROOFTOP MANEUVER: Sidestep, Stealth. When he uses Sidestep, he can use Improved Movement: Elevated.

#010 Scarlet Witch

UNCAGING THE BEAST: When Scarlet Witch has two action tokens, she has, “FREE: Choose a friendly character within range and line of fire. Modify the chosen character's combat values by +1 until the end of the turn, and, at the end of the turn, deal Scarlet Witch 1 unavoidable damage and don't clear her action tokens. If the chosen character's name is Hulk, you may modify the chosen character's combat values by +2 instead.”

#012 Ultron Mk 1

HIDDEN PROGRAMMING: Once per game, when a friendly character named Ultron Mk 1 is KO'd by an opposing character, you may roll a d6 that can't be rerolled. Increase the result by 1 for each character named Ultron Mk 1 or Ultron Prime that began the game on your force. Based on the result, generate in your starting area: **4-5:** [AAOU] #012 Ultron Mk 1 on its yellow starting line. **6:** either [AAOU] #012 Ultron Mk 1 or [AAOU] #018 Ultron Prime on its blue starting line.

TARGETING COMPUTER ADJUSTMENT: When Ultron Mk 1 makes an attack and misses, place a Tracking token on the target's card. // Modify attack +1 for each Tracking token on its target's card. When Ultron Mk 1 makes an attack and hits, remove all Tracking tokens from the target's card.

STRENGTH IN NUMBERS: Modify damage +1 for each adjacent friendly character with Ultron in its name.

#013 Black Widow

AVENGERS ASSEMBLE!: When Black Widow hits one or more characters with an attack, after resolutions, the opposing player chooses: Opposing characters can't attack Black Widow until your next turn -or- opposing characters can't reduce pushing damage until your next turn.

WIDOW'S STING: When Black Widow hits with a range attack, after resolutions, roll a d6. **4-6:** Black Widow may use Incapacitate twice at no cost, but only to target a hit character.

#014 Quicksilver

IT'S CALLED MOMENTUM: Force Blast, Hypersonic Speed.

FEEL THAT?: Flurry, Force Blast.

FAST ENOUGH TO TRY AGAIN: Probability Control, but only to reroll his own rolls.

#015 Nick Fury

I STILL BELIEVE IN HEROES: If Nick Fury is part of an Avengers themed team and has the lowest point value on your starting force, he can use Leadership and Outwit this game. When he uses Leadership, he is considered 300 points.

I RECOGNIZE THE COUNCIL HAS MADE A

DECISION...: When an opponent makes a choice from an Avengers Assemble! trait, you may roll a d6. **5-6:** change the effect to the other option.

#016 Baron Strucker

THEIR SACRIFICE ENSURES OUR FUTURE: When a friendly character with the Test Subject keyword is KO'd put an Evolution token on Baron Strucker's card. Modify Baron Strucker's combat values +1 for every two Evolution tokens on his card.

WE LEARN SO MUCH FROM THEM...: If there are less than 4 friendly characters with the Test Subject keyword on the map, Baron Strucker has, “POWER: Generate a friendly [AAOU] #004 Test Subject within 6 squares.”

#017 Hulkbuster

AVENGERS ASSEMBLE!: Once per turn, when Hulkbuster hits one or more characters with a close attack, after resolutions, the opposing player chooses: Modify Hulkbuster's defense +2 until your next turn -or- Hulkbuster may make a close attack against a hit target, modifying attack -2 for the attack.

DESIGNED TO PUT YOU DOWN, BRUCE: At the beginning of the game for all characters with this trait, choose an opposing character with [Giant] symbol, [Colossal] symbol, [Team Fist] symbol, or [Vehicle] symbol. That character can't reduce pushing damage or have its combat values positively modified.

KNOCKOUT PUNCH: When making a close attack, you may modify Hulkbuster's printed attack up to -3. If you do, positively modify Hulkbuster's printed damage up to the same amount. If you do, both combat values can't be replaced or otherwise modified.

SHE IS BUILT TO FIGHT THE BIG ONES:

Invincible. When Hulkbuster is hit by an attack from a character with the [Giant] symbol, [Colossal] symbol, [Team Fist] symbol, or [Vehicle] symbol, modify that's character's damage -1 for the attack.

#018 Ultron Prime

HIDDEN PROGRAMMING: Once per game, when Ultron Prime would be KO'd, roll a d6 that can't be rerolled. **5-6:** Place this character in your starting area on its blue starting line.

FODDER FOR THE MACHINE: Mastermind. When he uses it, he may choose friendly characters within 4 squares and with the Robot keyword.

#101 Iron Man

THE HOUSE PARTY PROTOCOL: Once per game, **DOUBLE POWER:** This action doesn't deal pushing damage. Generate a [AAOU] #002 Iron Legion on its red starting line. That character is removed from the game once it takes damage and your opponent scores no points when it is removed.

SOMETIMES YOU HAVE TO RUN BEFORE

YOU CAN WALK: Running Shot. When he uses it, his speed value isn't halved from this power.

#102 Captain America

SHIELD TOSS: When Captain America makes a close attack, he may target any character within 6 squares and line of fire.

HEART OF THE AVENGERS: Leadership. When he uses it, you may choose to place an action token on him. If you do and he succeeds, he may remove an action token from all friendly characters with the Avengers keyword within 6 squares. When you do, he can't be given a costed action this turn.

#103 Thor

THE MIGHT OF MJOLNIR: KNOCKBACK.

BRINGING THE HAMMER DOWN: Charge, Quake. When he uses Charge, you may choose to not halve his speed value from it, but if you do, he can only activate Quake with the CLOSE.

#104 Hulk

ENORMOUS GREEN RAGE MONSTER: Battle Fury, Super Strength. When Hulk is the target of an attack, place a Rage token on this card. // **FREE:** Choose a combat value and remove any number of Rage tokens. Modify the chosen combat value by +1 for each token removed until your next turn. If the chosen combat value is damage, instead modify it by +1 for every 2 tokens removed.

HULK SMASH!: Charge. When he uses it, his speed value isn't halved from the use of this power.

RAGING OUT!: Impervious. Improved Movement: Blocking terrain, immediately after movement resolves, destroy all Blocking terrain moved through. // After rolling for Impervious, remove a Rage token for each click of damage that Hulk would take. If Hulk takes more damage than the number of Rage tokens on this card, he is KO'd. Protected: Outwit, Pulse Wave.

YOU'RE MAKING HULK ANGRY!: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial and roll a d6 that can't be rerolled. **1-2:** turn the dial to click number 11. **3-4:** stay on this click. **5-6:** choose one.

#105 Black Widow

YOU'RE NOT GOING TO STOP ME: Improved Movement: Characters

JUST LIKE BUDAPEST ALL OVER AGAIN:

Charge. **UNIQUE MODIFIER-** When Black Widow is adjacent to a friendly character named Hawkeye, they both modify defense +1.

ESCRIMA STICKS AND WIDOW STINGS:

Incapacitate, Quake.

THE DEADLY WIDOW: Close Combat Expert. When she has no action tokens, she may either activate it as a CLOSE -or- she may modify attack an additional +1 when using it.

#106 Hawkeye

THEY'RE ALL EASY SHOTS: Improved Targeting: Characters.

YOU AND I REMEMBER BUDAPEST VERY

DIFFERENTLY: Running Shot. **UNIQUE MODIFIER-** When Hawkeye is adjacent to a friendly character named Black Widow, they both modify attack +1.

EXPLOSIVE ARROWS: Energy Explosion. Improved Targeting: Once per range attack, this character may draw a line of fire through a piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

THE DEADLY HAWK: Ranged Combat Expert. When he has no action tokens, he may either activate it as a RANGE -or- he may modify attack an additional +1 when using it.

Yu-Gi-Oh! HeroClix: Series Three

#003 Revival Jam

REGENERATIVE BODY: *OFF THE MAP ACTIVE-* When Revival Jam is KO'd, turn it to click #5 and place a special marker in the square it occupied. This square can't be occupied as long as the special marker is in the square. At the beginning of each turn, if Revival Jam is removed from the map this way, heal Revival Jam 1 click. When Click #1 is revealed, remove the special terrain marker and place Revival Jam in that square. Victory points are only awarded the first time Revival Jam is KO'd.

AMORPHOUS BODY: Shape Change and succeeds on a result of 4-6.

#004 Spirit of the Harp

SOOTHING MUSIC: **POWER:** Choose a friendly character within 4 squares and line of fire. Spirit of the Harp and that character can use Willpower this turn.

#006 Witch of the Black Forest

THE THIRD EYE: When Witch of the Black Forest is KO'd by an opponent's attack, remove one action token from up to 3 adjacent friendly characters whose total

point value is 300 or less.

#007 Man-Eater Bug

GIANT MANDIBLES: When Man-Eater Bug is KO'd by an adjacent opposing character, roll a d6. **4-6:** deal the attacker 3 penetrating damage.

#009 Aqua Madoor

MASTER OF WATER: Barrier. When it uses it, after resolutions, Aqua Madoor may use Incapacitate at no cost to make a close attack targeting one opposing character adjacent to a blocking terrain marker it just placed regardless of range or line of fire.

#010 Cyber Jar

SELF DESTRUCT: When Cyber Jar is KO'd by an opponent's attack, deal all characters within 7 squares 1 penetrating damage.

#013 Magician of Faith

SPELL RETURN: When Magician of Faith is damaged by an opponent's attack but not KO'd, after resolutions, you may add a spell from your KO area to your Trap/Spell pool.

MYSTICAL BLAST: Penetrating/Psychic Blast.

When it uses it and the hit character has exactly one action token, give that character an action token.

#014 X-Head Cannon

DOUBLE-BARRELED CANNON: Energy Explosion. // **DOUBLE POWER:** You may be given up to 2 RANGE at no cost.

#015 Y-Dragon Head

FIRE STRIKE: **MOVE:** Move up to your speed value it in a direct line. Opposing characters occupying one or more squares Y-Dragon Head moved through are each dealt 1 damage.

#016 Z-Metal Tank

COVER FIRE: Adjacent friendly characters modify defense and damage +1.

#017 XY-Dragon Cannon

FUSION: When a listed character is adjacent to all other listed characters and hits an opposing character, it may use the Merge ability at no cost to replace these characters with XY-Dragon Cannon. When this character enters the game in this way, modify its combat values by +1.

-X-Head Cannon

-Y-Dragon Head

DRAGON BREATH: Energy Explosion, Poison, and Precision Strike.

#018 Buster Blader

SPELL/TRAP: When this character is KO'd or when building your force by paying the purple point cost, add this dial face down to your Trap/Spell pool. // *OFF THE MAP ACTIVE* - Friendly Yu-Gi-Oh! characters have, "POWER: Take this dial from your Trap/Spell pool and choose [Spell Symbol] -or- [Trap Symbol]. Then, place this dial face down on this character's card. This character may use the effects of that Trap/Spell."

SPELL: HORN OF THE UNICORN: POWER: Modify attack +1. // When the set character is KO'd, return this dial to your Trap/Spell pool.

TRAP: TORRENTIAL TRIBUTE: The set character must not be on its starting click to set this Trap. When the set character is KO'd, you may activate this trap. All opposing characters within 6 squares are given an action token, then remove the trap.

DRAGON SWORD: Blade/Claws/Fangs. When he attacks a character with Dragon in its name and uses it, he may roll 2d6 instead of 1 and deal either one of the results.

AGILE AND DURABLE: Combat Reflexes, Invincible.

#019 XYZ-Dragon Cannon

FUSION: When a listed character is adjacent to all other listed characters and hits an opposing character, it may use the Merge ability at no cost to replace these characters with XYZ-Dragon Cannon regardless of the number of action tokens assigned to any of them. When this character enters the game in this way, modify its combat values by +1.

-X-Head Cannon
-Y-Dragon Head
-Z-Metal Tank

#020 B. Skull Dragon

FUSION: When a listed character is adjacent to all other listed characters and hits an opposing character, it may use the Merge ability at no cost to replace these characters with B. Skull Dragon regardless of the number of action tokens assigned to any of them. When this character enters the game in this way, modify its combat values by +1.

-Red-Eyes B. Dragon
-Summoned Skull

AVOIDING THE LABYRINTH: Once per game, FREE: Choose a friendly character that has not been given an action this turn. Place B. Skull Dragon and the selected character in each other's square.

MOLTEN FIREBALLS: Energy Explosion. When B. Skull Dragon hits an opposing character with a range attack, place a Burning token on that character's card (Maximum 1). Even if this power is lost, when a character with a Burning token begins a turn, deal that character 1 penetrating damage. Characters with Burning tokens have, "POWER to remove a Burning token from this card."

#100 Exodia the Forbidden One

BREAKING THE BONDS: Exodia the Forbidden One begins the game with 5 Broken Bond tokens on its card. While any Broken Bond tokens are on its card, Exodia the Forbidden One can't be targeted, moved, placed, attacked, or damaged. // At the beginning of your turn, roll a d6 that can't be re-rolled. **2-4:** Remove a Broken Bond token from this card. **5-6:** Remove up to two Broken Bond tokens from this card. // Exodia can't be assigned relics or resources.

THE BONDS ARE BROKEN!: Sidestep but moves up to 3 squares instead of 2.

OBLITERATE: DOUBLE POWER: Choose a square within range and line of fire. Pulse Wave at no cost as if Exodia the Forbidden One occupied that square. If Exodia the Forbidden One targets more than one character in this way, it deals 3 damage instead of any other.

THE MOST POWERFUL MONSTER: Takes a maximum of 1 damage (at once). Protected: Pulse Wave, Outwit.

Avengers Assemble

#001 Black Widow

ACROBATIC AND UNHINDERED: Improved Movement: Hinderling.

DOUBLE AGENT: Shape Change, Stealth. When she uses Shape Change and succeeds, Black Widow can't be targeted by opposing characters this turn.

WIDOW'S BITE: Poison.

#002 Hawkeye

DEADEYE: Improved Targeting: Hinderling.

LIKE FISH IN A BARREL: If Hawkeye targets a single character when making a range attack, modify attack +1.

TRICK SHOOTING: POWER: Place an Aim token on this card. // At the beginning of your turn, if he has 1 or more Aim tokens on this card you may remove them and choose one effect that Hawkeye can use this turn: Improved Targeting: Elevated, Improved Targeting: Outdoor Blocking, -or- a minimum range value of 14.

#004 Son of the Serpent

INCITE HATRED: POWER: Choose a color other than white that hasn't been chosen this turn for this effect. This turn, when another character named Son of the Serpent makes an attack, modify his attack and damage +1 for each power of the chosen color the target is showing on their dial.

#005 Scarlet Spider

RED TEAM, MOVE OUT: Improved Movement: Elevated, Hindering.

RED TEAM: Sidestep, but only if he is adjacent to a friendly character named Scarlet Spider.

YOU HAVE ANOTHER CLONE?: Regeneration. When he uses it and the result is 1, you may choose to place him into your starting area on his starting click.

MICHAEL, VAN, PATRICK: Shape Change. He succeeds on a result of 4-6 if another friendly character named Scarlet Spider is on the map.

#006 Hazmat

THE SUIT IS FOR YOUR PROTECTION, NOT MINE: When Hazmat takes damage from an attack, after resolutions, deal 1 penetrating damage to all adjacent opposing characters.

TOXICITY: Poison and deals penetrating damage when using it.

#007 Mettle

AS LONG AS IT'S NOT YOU: Friendly characters named Hazmat with line of fire can use Mastermind, but only to choose Mettle regardless of point value or adjacency. When Hazmat uses Mastermind in this way, after resolutions, you may place Mettle adjacent to her if he isn't already.

#008 Reptil

THE EVOLUTIONARY PATH OF THE AMULET: Shape Change. Once per game when he would be KO'd, you may instead turn the dial to click #5 or #9 even if this ability is lost.

WINGSPAN: Sidestep, [Wing-Transporter] symbol.

#009 Turbo

THIS ARMOR IS AWESOME: Energy Shield/Deflection. When Turbo makes a close attack and hits, after resolutions, she may use Force Blast at no cost targeting a single hit character.

#010 Echo

PHOTOGRAPHIC REFLEXES: Combat Reflexes. **FREE:** Choose a character with one or more action tokens within 6 squares and line of fire. Choose a standard attack or damage power that character can use. Echo can use that power until your next turn.

#012 Hellcat

TO LIMBO AND BACK: Improved Movement: Elevated.

DEMON SIGHT: Adjacent opposing characters can't use Shape Change.

#013a Triathlon

FASTER THAN YOU EXPECTED?: Charge, Flurry.

#013b 3-D Man

GOGGLES OF THE FIRST 3-D MAN: Improved Targeting: Hindering, Characters.

SEE A PERSON'S TRUE FORM AND INTENT:

Opposing characters within 6 squares and line of fire can't use Shape Change or Stealth. Friendly characters within line of fire may modify their defense +2 when targeted by Mind Control.

THREE TIMES PEAK HUMAN: Perplex, but only to target himself. He can use it up to 3 times per turn, but can't modify his damage value more than once. // At the end of your turn, if he has used Perplex, roll a d6. **1:** Deal him 1 unavoidable damage.

#014 Justice

TELEKINETIC BLAST: Force Blast. When he uses it, if the knock back is prevented, deal the target 1 penetrating damage and place it into a square adjacent to the one it occupies.

#015 Living Lightning

FLASH-FRY YOUR CIRCUITS: Energy Explosion. When Living Lightning hits an opposing character with the Armor or Robot keyword, increase the damage dealt to that character by 2.

YOU WOULDN'T LIKE THE RIDE: Passenger: 0.

#017 Falcon

MASTER AERIALIST: When Falcon has no action tokens, Falcon may be given a MOVE as a FREE. He has Passenger: 0 during that MOVE. When he does, he can use Close Combat Expert this turn.

VETERAN COMBATANT: FREE: Choose one: Combat Reflexes -or- Energy Shield/Deflection. Falcon can use the chosen power until he chooses again. // Super Senses, but only when targeted by a range attack.

#018 Kate Bishop

YOU STOPPED WEARING THE MASK?: Enhancement. Shape Change, but only if she is adjacent to a friendly character.

#019 Cammi

THERMAL GOGGLES: Improved Targeting: Hindering.

RESURRECT IN MY TOWN, WILL YA?: A themed team may include Cammi and is still a themed team if it includes a character named Drax or Drax the Destroyer. Adjacent friendly characters named Drax or Drax the Destroyer can use Regeneration. Cammi can use Perplex, but only to target herself or a character named Drax or Drax the Destroyer.

ANTI-PERSONNEL MINES: FREE: Place a Mine marker in an adjacent unoccupied clear square (MAX 2). Even if this power is lost, when an opposing character moves through one or more squares containing Cammi's Mine markers, after resolutions, remove those markers from the map and deal that character 3 damage.

#020 Juston Seyfert

REBUILT FROM THE GROUND UP: When building your force, choose a friendly character with the Robot keyword. The chosen character is Juston Seyfert's Sentinel.

PROGRAM IN A NEW PRIME DIRECTIVE: If Juston Seyfert is adjacent to his Sentinel he has, "POWER: Give his Sentinel a MOVE at no cost and

then it may make a close or range attack."

MECHANICAL TINKERER: Support, but only to target characters with the Robot keyword. When he uses it and the character heals, that character modifies its defense +2 until your next turn.

#021 Thunderstrike

YOU COSTUMED BULLIES GOT MY FATHER KILLED!: Once per turn when Thunderstrike attacks one or more characters with the Avengers keyword, after resolutions, he may make a close or range attack targeting a single opposing character with the Avengers keyword. Modify attack +1 for that attack.

MACE THROW: Charge, [Flight].

#022 Ultragirl

UH, I GUESS I CAN HEAL TOO?: At the beginning of your turn, heal Ultragirl 1 click.

#023 Veil

SMOKE FORM: Passenger: 0.

HIGHLY-TOXIC CLOUD: When Veil has less than two action tokens she can use Smoke Cloud as a FREE. When she does, deal 1 damage to any opposing character that ends its turn occupying or adjacent to one of these markers.

#024 D-Man

HEADLOCK TAKEDOWN: Plasticity. // When he hits an opposing character with a close attack, place a Headlock token on their card. Remove all Headlock tokens from characters not adjacent to D-Man. Characters with any Headlock tokens on their card must roll a d6 when given an action. **1-3:** the action ends immediately. **4-6:** remove all Headlock tokens from that character's card and that action continues normally.

#025 Forgotten One

A TITAN'S GAIT: Improved Movement: Blocking terrain. Immediately after that movement resolves, destroy all Blocking terrain moved through.

THE DISCIPLINE OF STRENGTH: Super Strength. When Forgotten One destroys blocking terrain, after resolutions, you may roll a d6. **2-4:** Forgotten One may be given a generated standard light object. **5-6:** Forgotten One may be given a generated standard heavy object.

PERSONAL MOLECULAR MANIPULATION: Combat Reflexes, Regeneration and Toughness. When Forgotten One uses Regeneration, he heals a minimum of 1.

#027 Smasher

UPGRADING PENTA-VISION: Smasher's range is equal to her current click number plus 3.

#028 Spider-Woman

HEIGHTENED SENSES AND PSI-WEBBING: Barrier. Super Senses, but succeeds on a result of 4-6.

THE WILD INHERITANCE OF MADAME WEB: [Mystics] team ability. // At the beginning of your turn, you may roll a d6, and Spider-Woman can use the following power until you roll again. **1-2:** Outwit. **3-4:** Perplex. **5-6:** Probability Control.

#029 Swordsman

RIPOSTE: When Swordsman is the target of a close attack and the attacker can use Blades/Claws/Fangs, Close Combat Expert, or Precision Strike, you may roll a d6 after a successful attack but before damage is dealt. If the result is equal to or higher than the attacker's printed damage value, Swordsman is dealt no damage by this attack and the attacker is dealt 1 unavoidable damage.

#030 Whirlwind

GUSTNADO: When Whirlwind makes a close attack and hits, after resolutions, he may use Force Blast at no cost but only to target a single hit character.

SPIN FASTER!: Charge, Flurry. When he uses Charge he can use Improved Movement: Hindering, Characters.

#031a Moonstone

INTANGIBLE FORM: Super Senses, Improved Movement: Indoor Blocking Terrain.

PSYCHOLOGICAL MANIPULATION: Outwit. When she uses it, modify the target's defense -1 until your next turn.

#031b Power Princess

UTOPIAN IDEAS: At the beginning of your turn, if Power Princess didn't make an attack during your last turn and wasn't hit by an attack since your last turn, heal her 1 click.

RAZOR-EDGE SHIELD TOSS: Penetrating/Psychic

Blast, A range of 7, 3 [Targets].

UTOPIAN DEFLECTION SHIELD: When Power Princess is targeted by a range attack that misses, after resolutions, give the attacker an action token. If the attacker can't be given an action token, deal that character 1 unavoidable damage.

#032 Superia

GROWING CONCUSSIVE CHARGE: When Superia makes an attack and hits, place one Energy token on this card for each adjacent hit character. Superia can use Perplex once for each Energy token she removes from this card, but only to target herself.

THIS IS HARDLY FAIR, TO GANG UP ON A LADY...: Force Blast. Pulse Wave with a range of 6.

#033 Hulk

PUNY BANNER: Once per game, when Hulk has 2 action tokens he has, "FREE: Turn him to click #11."

LEAP SMASH!: Flurry, Leap/Climb. When Hulk uses Leap/Climb, after resolutions, he may use Quake at no cost.

YOU WOULDN'T LIKE ME WHEN I'M ANGRY: When Hulk would take damage from an opposing character, instead turn this dial clockwise a number of clicks equal to 2 plus the amount of damage taken. Hulk isn't KO'd when it reaches a KO click unless he stops turning the dial on that click. Protected: Pulse Wave.

BRILLIANT SCIENTIFIC MIND: Outwit, Perplex, and [Starburst] damage symbol.

#034 Jarvis

THERE'S STILL A FEW AVENGERS IN THE MANSION LEFT TO HELP: Jarvis counts as 3 characters for determining how many ID Cards can be added to your force. You don't pay the cost for up to 3 ID Cards added to your force. Your opponent scores these ID Cards normally.

I TIDIED UP: Friendly characters can use Improved Movement: Hindering and Improved Targeting: Hindering, but only if they occupy indoor terrain.

THE HEART OF THE AVENGERS: When Jarvis is adjacent to a friendly character with the Avengers keyword, reduce all damage dealt to him to 1. If Jarvis has taken damage from an opposing character since the beginning of your last turn, he can't be dealt damage by opposing characters this turn. Protected: Outwit.

#035 Hybrid

HALF-HUMAN SHAPESHIFTER: Shape Change. Once per turn, if the result is 1, you may reroll it. If he succeeds in his Shape Change roll, heal him 1 click and no opposing character can target or deal him damage this turn.

FEED ON OTHERS' POWERS: Outwit. Once per turn, if he uses it to target an adjacent character, he may immediately use it again. Hybrid can use any standard powers he has chosen until your next turn.

#036 Captain Universe

THE UNI-POWER: FREE: Choose one: Incapacitate with 3 [targets], Telekinesis, -or- the Power Cosmic team ability. Captain Universe can use the chosen effect until she chooses again.

BALANCE IN THE UNIVERSE: Probability Control. Captain Universe may use it to reroll a Critical Hit or Critical Miss regardless of range or line of fire.

#037 Manifold

PORTALS OF SPACE AND TIME: Passenger: 1. Passenger: 3, but only to carry up to 3 friendly characters regardless of their combat symbols if they each share a keyword with him. When Manifold is given a MOVE, after resolutions, you may modify the defense values by +1 of friendly characters adjacent when the MOVE was given until your next turn.

#038 Night Thrasher

FROM THE GUTTERS TO THE ROOFTOPS: Improved Movement Elevated, Hindering.

ACTIVE CAMOUFLAGE ARMOR: Stealth, Toughness.

MULTI-PURPOSE GAUNTLETS: Incapacitate. When he uses it and hits, after resolutions, hit targets are dealt 2 damage.

TEAM BUILDER: Leadership.

#039 Nova

SHARE THROUGH THE WORLDMIND: Friendly characters with the Nova Corps keyword can use

Empower, but only to affect other friendly characters with the Nova Corps keyword.

THE HUMAN ROCKET: FREE: Until the end of the turn, he can use Improved Movement: Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through; and his speed value becomes 5 and can't be further replaced or modified.

#040 Sandman

WASHED AWAY: At the end of your turn, if Sandman occupies a square of water terrain, deal him 1 unavoidable damage.

QUICKSAND AND CONCRETE: Barrier, Smoke Cloud. When he uses either, you may place Sandman on this card (his terrain markers remain on the map) and at the beginning of your next turn, place him in a square into which he placed one of these terrain markers. Sandman may not be placed on this card if he was on this card at the beginning of your turn.

#041a Starbrand

THERE'S ALWAYS A STAR BRAND: When Starbrand is KO'd, choose another friendly character with a lower point value. That character modifies its combat values by +1 this game.

WHAT IF I DON'T WANT TO?: Penetrating/Psychic Blast, Telekinesis.

POWER TO BREAK A PLANET: Energy Explosion, Improved Targeting: Opposing characters, may make a range attack when adjacent to an opposing character (may target an adjacent or non-adjacent opposing character), Once per range attack, this character may draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

#041b Starbrand

THE PITT: When Starbrand is KO'd, roll a d6 that can't be rerolled, minimum result 2. Deal 3 penetrating damage to all characters within that many squares and then choose another friendly character. That character modifies its combat values by +1 this game.

MINOR EXPLOSION: Quake. When he uses it, before rolling for the attack, you may choose to deal 1 damage 1 instead of 2. If you do, damage dealt is penetrating damage.

MAJOR EXPLOSION: DOUBLE POWER: Deal 2 penetrating damage to each other character within 2 squares and destroy all blocking terrain within 2 squares.

#042 Sersi

ARE YOU GOING TO HIT ME WITH THAT...

PIG?: When Sersi targets or is targeted by a character, any relics or resources assigned to that character that would positively modify a combat value negatively modify it instead.

TRANSFORM YOU INTO SOMETHING

USEFUL: Perplex. When she uses it, she may instead modify a combat value other than damage by +2 or -2.

HIDE, WHEN I NEED TO: Probability Control, Shape Change. When she uses Shape Change and occupies hindering terrain or is adjacent to blocking terrain, she succeeds on a 4-6.

#043 Abyss

INVULNERABLE GASEOUS FORM:

Invulnerability.

CREEPING DARKNESS: Poison. When she uses it, deal each adjacent opposing character damage equal to its printed damage value, instead of 1.

MOLECULAR LOCKDOWN: FREE: Choose a target character within range and line of fire. Until your next turn, the chosen character can't use Shape Change or have its combat values modified.

#044 Arcade

WELCOME TO MURDERWORLD!: When rolling to determine first player, no player receives an Initiative bonus to their roll. When on a map whose name includes "Arcade's Arena," at the beginning of the game you may start Arcade on click 7. If you do, Arcade has [Power Cosmic] team ability, can use Improved Targeting: Hindering, and other friendly characters have the Robot keyword for the rest of the game.

I CONTROL MURDERWORLD. SUCKS TO BE YOU.:

Energy Explosion, Precision Strike. If Arcade occupies a player's starting area, he can draw lines of fire and count range for his attack and damage powers from the square of any friendly character.

THIS IS MY WORLD, YOU'RE JUST LIVING IN IT. FOR NOW.: Protected: Poison. Takes a Maximum

of 1 damage (at once) dealt to him from an attack. After Arcade is dealt damage from an opposing character, you may place him in any square within any player's starting area. Protected: Pulse Wave.

#045 Black Swan

HURRY TO EACH THREATENED WORLD:

Phasing/Teleport. When she uses it, after resolutions, she may make a close attack.

YOU HAVE FAILED TO STOP THE INCURSION:

Unless this click is revealed due to taking damage from an opposing character, immediately deal Black Swan 1 unavoidable damage. // At the beginning of your turn, if Black Swan is the only character on your force, KO all opposing characters. Protected: Pulse Wave.

#046 Loki

YOU'RE BENEATH MY NOTICE: Improved

Targeting: Hindering, Characters.

MASTER OF ILLUSIONS AND TRICKERY:

Shape Change and succeeds on a result of 4-6. When an opposing character targets Loki with Outwit or Perplex, he can use Shape Change as if he were targeted with an attack. When Loki makes a successful Shape Change roll, he can't be targeted for the remainder of the turn.

TO TRICK MY BROTHER...AND HIS FRIENDS:

Mind Control. When he uses it, if he targets only a single character, modify attack +2 and he may target a character that can use Battle Fury.

#047 Master Pandemonium

DEMONIC ARMS: When there are none of his Demonic Arm bystanders on the map, Master Pandemonium has, "POWER: Generate up to 2 Demonic Arm bystanders as described on this card within 5 squares and line of fire." For each of these tokens on the map, Master Pandemonium modifies attack -1. When one of these Demonic Arm tokens is KO'd roll a d6. **1-3:** deal Master Pandemonium 1 unavoidable damage.

#048 Trick Shot

NO BLIND SPOT: Improved Targeting: Hindering.

SHOW YOU WHO'S BETTER: When making a range attack, if all of Trick Shot's targets have either [Sharpshooter] symbol -or- a range value of 7 or more, modify attack and damage +1.

FBI AGENT... AND HAWKEYE'S BROTHER: Shape Change, Stealth.

#049 Captain America

SHIELD DEFLECTION ANGLES: Improved Targeting: Elevated, Outdoor Blocking.

IT'S AN AVENGERS WORLD: Captain America and adjacent friendly characters with a lower point value and the Avengers keyword can use Leadership. If they are named Iron Man or Thor, they don't have to be adjacent or lower point value.

LEADING BY EXAMPLE: Energy Shield/Deflection. When another friendly character with the Avengers keyword uses Leadership and the result is 6, remove an action token from Captain America.

SUPER SOLDIER SERUM: Close Combat Expert, Empower.

#050 Iron Man

THERMAL IMAGING: Improved Targeting: Hindering.

IT'S AN AVENGERS WORLD: Iron Man and adjacent friendly characters with a lower point value and the Avengers keyword can use Defend. If they are named Captain America or Thor, they don't have to be adjacent or lower point value.

#051 Red Wolf

IN THE WILDS: Improved Movement: Hindering.

LOBO, FAITHFUL WOLF COMPANION: Red Wolf begins the game with Lobo attached. While Lobo is attached, Red Wolf can use Flurry. // FREE: Remove and place Lobo in an adjacent square.

TRAINING A NEW CUB: When Red Wolf has no action tokens and his Lobo has been KO'd he has, "POWER: Generate and attach a Lobo to Red Wolf's base."

OWAYODATA CAME TO ME: Combat Reflexes, Super Senses. Willpower, but only if he's occupying hindering terrain.

#052 Ronin

MASTERLESS SAMURAI: Improved Movement: Hindering.

NEED TO BE SOMEONE ELSE FOR A WHILE:

Wild Card. // FREE: Replace Ronin with any character of equal or lesser points named Blade, Echo, Hawkeye, Moon Knight, or Red Guardian on the same click number.

NINJA TRAINING: Charge, Flurry, and Stealth.

MULTI-FACETED HERO: Toughness, Willpower.

#053a Thor

IT'S AN AVENGERS WORLD: Thor and adjacent friendly characters with a lower point value and the Avengers keyword can use Energy Explosion. If they are named Captain America or Iron Man, they don't have to be adjacent or lower point value.

#053b Ragnarok

ABOMINATION OF MIDGARD: Modify attack and damage +1 when targeting a character with the Asgardian or Avengers keyword.

THE THUNDER IS MINE!: Impervious. The first time each game this power is revealed, stop turning the dial and all opposing characters adjacent to Ragnarok are knocked back a number of squares equal to the damage dealt to Ragnarok this action. Knock back from this power cannot be prevented. Protected: Pulse Wave.

#054 Nightmask

ENERGY DISCHARGE: If Nightmask has taken damage since your last turn, modify his combat values by +1.

TECHNO-COMMUNICATION: Mind Control. When he uses it, he doesn't need line of fire when targeting opposing characters with the Armor, Robot, or Vehicle keywords. Hit targets with these keywords modify their combat values +1 until Mind Control resolves.

ENERGY PORTALS: POWER: Choose an unoccupied square within 6 squares. If that square is blocking terrain, the terrain is destroyed. Place Nightmask in the chosen square and he may make a close or range attack.

#055 Ms. Marvel

EMBIGGEN: At the beginning of your turn, you may choose one: [Giant] damage symbol and Super Strength, -or- [Tiny] damage symbol and Stealth, -or- [Colossal] damage symbol and Close Combat Expert. Ms. Marvel has the chosen combat symbol and can use the chosen power until your next turn.

POLYMORPH: Shape Change. When she uses it, on a result of 6, you may heal her 2 clicks.

#056 Ex Nihilo

ONE WITH THE GARDEN: Improved Movement: Hindering.

ORIGIN BOMB: Once per game, **DOUBLE POWER:** Place an Origin Bomb marker anywhere on the map. At the beginning of your next turn, deal 3 damage to each character and destroy each object, wall, and square of blocking terrain within 3 squares of the marker and then remove this marker from the game.

CHLOROKINESIS: **POWER:** Place up to three hindering terrain markers in distinct, adjacent squares. The first marker must be within line of fire and all markers must be within range.

TERRAIN MANIPULATION: Telekinesis. If he uses it to place an object, he may immediately use Quake at no cost as if he occupied the square of the placed object.

CREATE LIFE FROM FLORA: **POWER:** Make a close attack targeting each opposing character within range that's occupying or adjacent to hindering terrain. Deal 3 damage to each hit character instead of normal damage.

#057 The Hood

FROM THE GUTTER TO A HIGH-RISE: Improved Movement: Elevated.

INFINITY AND BEYOND: If The Hood is 70 points, he is KO'd when he crosses the red KO line. Protected: Pulse Wave.

INVISIBLE WHEN I HOLD MY BREATH: Sidestep, Stealth. When The Hood has no action tokens, lines of fire can't be drawn to him by opposing characters 3 or more squares away.

USING MY REALITY GEM TO ASSEMBLE THE GAUNTLET: Probability Control, but only during

your turn.

USING THE GEMS TO KEEP MYSELF ALIVE: Impervious. When this click is revealed, stop turning the dial. Protected: Pulse Wave.

#058 Immortus

MASTER OF THE TIME STREAM: Once per game, **DOUBLE POWER:** Remove all action tokens from other characters of an equal or lower point value.

AND I KNOW THE PAST: Outwit, Probability Control, and Shape Change. When an opposing character uses Probability Control, after resolutions, deal that character 1 unavoidable damage.

#059 Korvac

TRAVEL THROUGH SPACE AND TIME: Phasing/Teleport. When he uses it, if he moves half his speed value or less, after resolutions, he may make a range attack, modifying range -2.

DOWNLOAD GALACTUS'S KNOWLEDGE:

Once per game, when this power is revealed, stop turning the dial. Invincible. For the rest of the game, Korvac can use [Power Cosmic] team ability, even if this power is lost. Protected: Pulse Wave.

I SEE EVERYTHING: Outwit, Perplex, and Probability Control.

#060 Red Skull

MIND STORM: Improved Targeting: Hindering, Characters.

THE BRAIN OF THE WORLD'S GREATEST TELEPATH:

Mind Control. When he uses it, after resolutions, place an action token on one hit character.

SCHATTENJAGER: Running Shot, Stealth.

YOU HAVE MISSED YOUR ONE CHANCE:

Combat Reflexes, Mastermind and Toughness. Protected: Outwit.

UNITE THEM WITH HATRED: Leadership. When he uses it and succeeds, choose a keyword. Opposing characters with the chosen keyword modify defense -1 until your next turn

#061 Steve Rogers

NOVA HELMET TARGETING ASSIST: Each turn, one friendly character with the Avengers keyword and another friendly character with the Nova Corps keyword can use Precision Strike, but only when targeting an adjacent character.

I'M PRETTY GOOD WITH BANK SHOTS: When Steve Rogers targets a single opposing character with a range attack and hits, after resolutions, he may make a second range attack against a different character. When he does, he draws lines of fire and counts range from the first hit character's square.

THE POWER OF THE NOVA FORCE: Energy Shield/Deflection, Invincible. Protected, Outwit

#062 Iron Man

ULTRA-DENSE ALLOYS: When Iron Man would be dealt damage, roll a d6 that can't be rerolled. **1:** Invulnerability. **2:** Invincible. **3-4:** damage dealt is reduced by 3. **5-6:** He takes no damage.

LASER REPLICATE: RANGE: Make up to 2 range attacks. Deal his printed damage instead of normal damage.

MAGNETIC CONCUSSION: Force Blast, Pulse Wave.

GIVE ME ALL THE CAMERAS: Outwit. Improved Targeting: Hindering, Characters, Once per range attack this character may draw a line of fire through one piece of Blocking terrain. Immediately after that attack resolves, destroy that piece of Blocking terrain.

#063 King Thor

LIMITLESS UNSTOPPABLE MIGHT: At the beginning of your turn, roll a d6. **5-6:** remove an action token from King Thor.

I'LL SHOW YOU THE MEANING OF TRUE POWER: Super Strength. // Each time King Thor makes an attack and the attack total is 3 or greater than the target's defense value, after resolutions, he may make a close attack.

I CALL IT THE THOR-FORCE NOW: Impervious. If this click is revealed when taking damage, stop turning the dial. Protected: Pulse Wave.

#064 Hulk

THE LAST TITAN: Super Strength. PROTECTED:

Outwit. // Hulk begins the game with a Titan token on his card. Once per turn when Hulk damages an opposing character with an attack, place a Titan token on this card.

HULK HATES WORLD: Charge. When he uses it, he doesn't halve his speed value and can use Improved Movement: Hindering, Characters, Blocking terrain and immediately after movement resolves, destroy all Blocking terrain moved through.

ONLY ONE THERE IS: Invulnerability. Regeneration, but only if Hulk has no action tokens. When this click is revealed, stop turning the dial and remove a Titan token from this card. When Hulk would take damage, remove a Titan token from this card instead. Hulk can't place additional Titan tokens on this card. Protected: Pulse Wave.

#065 Black Widow

DARK CLOUDS & DIRTY TRICKS: Stealth. FREE: Place 2 hindering terrain markers, one in her square and another within range and line of fire. These markers remain on the map until she uses this ability to place markers again.

WE'RE THE SACRIFICE - WE WILL SAVE THE REST OF THE UNIVERSE: Combat Reflexes, Toughness. When another friendly character is KO'd by an opposing character, you may heal Black Widow 2 clicks.

#066 Goliath

BACK TO THE BLOND-HAIRED BOWSLINGER NAMED HAWKEYE!: FREE: Replace Goliath with any character of equal or less points named Hawkeye on the same click number minus 3, minimum 1.

GROWING LARGER: Quake. Giant Reach: 4.

GROUND SQUASH: Characters hit by Goliath's attacks can't automatically break away and have BREAKAWAY -1 until your next turn.

067 Rick Jones

SUMMON THE HEROES I GREW UP READING

ABOUT: At the beginning of the game, place a Captain America bystander token (as included with this card) adjacent to Rick Jones. When a bystander token placed by Rick Jones is KO'd, place a bystander token included with this card adjacent to Rick Jones as per the following. Protected: Pulse Wave.

Bystander Token KO'd--Bystander Token Placed

Captain America--Namor

Namor--Blazing Skull

Blazing Skull--Captain America

GALACTIC BURST OF IMMOBILIZING LIGHT:

Once per game, when Rick Jones isn't on his first click, and he is adjacent to an opposing character he has, "DOUBLE POWER: Give all opposing characters on the map an action token. For each opposing character you can't give a token, deal that character 1 unavoidable damage."

THAT BLAST CAME FROM - MY MIND!:

Penetrating/Psychic Blast and Telekinesis.

#067btA Captain America

TEAM-UP WITH RICK JONES: Captain America can't be replaced.

#067btB Namor

TEAM-UP WITH RICK JONES: Namor can't be replaced.

067BtC Blazing Skull

TEAM-UP WITH RICK JONES: Blazing Skull can't be replaced.

Age of Ultron: Storyline Organized Play

#001 Hank Pym

MORPH: MANY IDENTITIES: MOVE/CLOSE:

This action deals no pushing damage. After resolutions, replace Hank Pym with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ULTRON'S FATHER: UNIQUE MODIFIER-

Friendly characters modify attack +1 when attacking a character with Ultron in their name. Opposing characters with Ultron in their name can't target Hank Pym unless all friendly characters on the map are

named Hank Pym.

TEMPORAL FIXES FOR THE AGE OF ULTRON: Outwit, Probability Control.

#002 Luke Cage

MIGHTY AVENGERS: Modify defense +1 for each other friendly character within 4 squares that can use this trait.

DANNY GOES OVER...I GO THROUGH!:

Improved Movement: Hindering, Blocking, immediately after movement resolves destroy all Blocking terrain moved through. // When Luke Cage resolves a MOVE and moved 4 squares or less, he may make a close attack.

#003 Ant-Man

WHERE'D HE GO?: Improved Movement: Hindering, Characters.

MORPH: MANY IDENTITIES: MOVE/CLOSE:

This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

TEMPORARY PYM PARTICLES: Charge, Sidestep

and Stealth. // FREE: Choose an adjacent friendly character with [Starburst] damage symbol. Choose [Tiny] damage symbol -or- [Giant] damage symbol. That character has that symbol until your next turn.

#004 Iron Fist

READING MY OPPONENTS LIKE A BOOK:

When Iron Fist is targeted with a close attack, modify defense +1.

LUKE GOES THROUGH...I GO OVER!:

Leap/Climb. When Iron Fist resolves a MOVE and moved 4 squares or less, he may make a close attack.

#005 Wasp

FOUNDING MEMBER: Shape Change. When she uses it, she may increase the result by 1 for each adjacent friendly character with a shared keyword.

#006 White Tiger

ENHANCED REFLEXES: When White Tiger is the target of an attack, she can use Probability Control.

#007 Yellowjacket

CRIMINAL PAST, RELUCTANT AVENGER, AND FUTURE GUARDIAN: Shape Change. Wild Card.

STOLEN PYM PARTICLE TECH: At beginning of your turn, you may choose [Starburst] damage symbol -or- [Tiny] damage symbol. Yellowjacket has the chosen symbol until you choose again.

#008 Tigra

CATS LIKE TO PERCH: Improved Movement: Elevated, Hindering.

FELINE AGILITY: Charge, Sidestep.

#010 Mockingbird

POLE VAULT: Improved Movement: Elevated, Hindering.

TOP OF MY CLASS: Stealth. When she is adjacent to a friendly character with a higher point value, she can use Sidestep and Willpower.

#011 Monica Chang

SHIELD DIVISION CHIEF: COUNTER CYBER-TERRORISM: Enhancement, Perplex. When she uses Perplex, she may modify a combat value by -2 instead if the target has the Armor or Robot keyword.

#012 Machine Teen

SELF-SACRIFICE OR SELF-DESTRUCT: Pulse Wave. When he uses it, choose one: friendly characters aren't dealt damage -or- his damage value becomes his printed damage value no matter how many characters are targeted. After resolutions, deal Machine Teen 2 unavoidable damage.

#013 Victor Mancha

MAGNETIC BUBBLE: Barrier, Energy Shield/Deflection, and Toughness. Friendly characters adjacent to Victor Mancha when he uses Barrier can use Sidestep this turn.

#014 Ultron Drone

CHARGING TO POWER LEVEL 5: At the beginning of your turn, you may place a Level token on this card, (maximum 5). // **POWER:** Remove all Level tokens from this card and make a range attack. Deal damage equal to the number of tokens removed instead of normal damage.

BASIC PROGRAMMING: When Ultron Drone has no action tokens, its actions don't count against your action total. When Ultron Drone begins or ends a

costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

#015 Ultron Drone

BASIC PROGRAMMING: When Ultron Drone has no action tokens, its actions don't count against your action total. When Ultron Drone begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

ROBOTIC SWARM: Sidestep, Plasticity. When Ultron Drone uses Sidestep, he may instead move X number of squares where X is equal to the number of adjacent friendly characters that include Ultron in their name.

#016 Ultron Spider-Drone

DRONE HIJACK: A themed team may include Ultron Spider-Drone and is still a themed team if it includes a character whose name includes Spider-Man.

BASIC PROGRAMMING: When Ultron Spider-Drone has no action tokens, its actions don't count against your action total. When Ultron Spider-Drone begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

YOUR DRONE BELONGS TO ME: Charge, Flurry. Sidestep, but only when a friendly character whose name includes Spider-Man is on the map.

#017 Iron Man

THE ORIGINAL INVINCIBLE IRON MAN!: If the first range attack made during an opponent's turn doesn't target Iron Man, modify the attacker's attack and damage -1.

MAGNETIC TURBO INSULATOR: If Iron Man has any action tokens, friendly characters within 2 squares can use Energy Shield/Deflection.

#018 Thor

CAN'T HIDE FROM THE LIGHTNING: Improved Targeting: Hindering.

FOR MY HEART BELONGS TO THEE: Once per game, **FREE:** Generate a Jane Foster bystander as described on this card.

GOD OF THUNDER: Energy Explosion. When he uses it, damage dealt is penetrating damage.

SPINNING HAMMER: Energy Shield/Deflection, Invulnerability.

#019 Hulk

THE ORIGINAL INCREDIBLE HULK: If the first close attack made during an opponent's turn doesn't target Hulk, modify the attacker's attack and damage -1.

WITH EACH NEW DAWN, THE WEAKLING BANNER COMES BACK: At the beginning of your turn, roll a d6 that can't be rerolled. **I-2:** Until your next turn modify Hulk's combat values by -2, he can use Outwit, Perplex and Shape Change and can't use any other powers on his dial. Protected: Pulse Wave.

#020 Captain America

TAKE COVER!: UNIQUE MODIFIER- Adjacent friendly characters modify defense +1 against range attacks.

CAP'S MOTORCYCLE: Defend. [Boot-transporter] speed symbol. He doesn't modify attack -2 from the [Move and Attack] ability.

#021 Black Knight

BY SERIS'S SIDE, FROM ONE UNIVERSE TO THE NEXT: UNIQUE MODIFIER- If Black Knight is adjacent to a friendly character named Sersi, both characters modify defense +1.

BLOOD CURSE OF THE EBONY BLADE:

Blades/Claws/Fangs, Steal Energy. When Black Knight KO's an opposing character, he can use Battle Fury and Willpower for the rest of the game.

#022 Yellowjacket

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

UNSTABLE PERSONALITY CHANGES: When Yellowjacket uses Morph, he may be replaced by a character with the "Morph: Hank Pym" trait instead.

I'M A NEW HERO THAT "KILLED" HANK

PYM: Perplex, Shape Change. When attacking a character with a Morph trait, modify attack and damage +2.

-Point values on dial should read 100/50. Starting line on click #4 should be yellow.

#023 She-Hulk

FILE FOR CHANGE OF VENUE: If She-Hulk isn't part of a themed team, the first time this game you wouldn't win the roll for first player, you may roll again and add +1 to the result.

RELAX, IT'S JUST A HEROCLIX GAME!: Charge, Flurry.

OBJECTION!: Willpower. When She-Hulk is adjacent to a character that can use Perplex, she can use Perplex until your next turn.

#024 Ant-Man

RIDING A WINGED ANT: Improved Movement: Characters.

RIDING ON HAWKEYE'S ARROW: When an adjacent friendly character that shares a keyword with Ant-Man makes a range attack, after resolutions, you may place Ant-Man adjacent to the target.

#025 Machine Man

HERE COMES THE HEAVY METAL: Improved Movement: Elevated, Hindering.

EXTENDABLE BODY PARTS: Giant Reach: 3.

#026 War Machine

TARGETED CHAINGUN FIRE: Improved Targeting: Hindering.

TONY CAN'T FLY LIKE THIS!: Energy Shield/Deflection.

VARIABLE THREAT RESPONSE: FREE: Choose a standard attack power on this card. War Machine can use the chosen power until he chooses again.

IMPROVED LASER TARGETING: When War Machine targets more than 1 opposing character with a range attack, he can use Probability Control for that attack.

#027 TESS-One

UNSTOPPABLE: Improved Movement: Blocking, immediately after movement resolves destroy all Blocking terrain moved through.

TOTAL ELIMINATION OF SUPER-SOLDIERS: As long as an opposing character on the map is 100 or more points or named Captain America, TESS-One can use Willpower. When attacking such a character, modify damage +1.

REBUILDING FROM THE RUBBLE: At the beginning of your turn, if TESS-One occupies a debris marker, heal TESS-One 1 click.

#028 Power Man

GATHERING STRENGTH FROM SPIRITS: When another character is KO'd, place a Spirit token on this card. Power Man modifies all of his combat values except damage by +1 for each Spirit token on this card. When Power Man clears action tokens, remove all Spirit tokens from this card.

#029 Ultron-8

AUTONOMOUS OR DRONE MODE: Ultron-8 costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-8 is considered 120 points.

BASIC PROGRAMMING: When Ultron-8 has no action tokens, its actions don't count against your action total. When Ultron-8 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

#030 Ultron-14

THERMAL TARGETING: Improved Targeting: Hindering.

AUTONOMOUS OR DRONE MODE: Ultron-14 costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-14 is considered 120 points.

BASIC PROGRAMMING: When Ultron-14 has no action tokens, its actions don't count against your action total. When Ultron-14 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

COLLECTING THE PARTS OF OTHER ULTRONS: Shape Change. When another friendly character whose name includes Ultron is KO'd, after resolutions, you may heal Ultron-14 1 click.

#031 Vision

SECRET PROGRAMMING: When a friendly character whose name includes Ultron is given a

MOVE, after resolutions, Vision may be given a MOVE at no cost.

HE'S COMING... THROUGH THE WALL!: Sidestep. When Vision uses Sidestep or is given a MOVE, he can use Improved Movement: Blocking.

MUST... REBUILD... FATHER...: Support, but only to target characters whose name includes Ultron even if he or the target is adjacent to an opposing character.

#032 Wonder Man

SIMON SAYS: If you pay 65 points, Wonder Man is KO'd when he crosses the red KO line and he has the [Masters of Evil] team ability and keyword instead of the [Avengers] team ability and keyword. If you pay 120 points, Wonder Man has [Wing] symbol. Protected: Pulse Wave.

IONIC FORM: Range of 5. Invincible, Poison. When Wonder Man makes an attack, damage dealt is penetrating damage. The first time this power is revealed this game, stop turning the dial. Protected: Pulse Wave.

#033 Hercules

STRONGEST OF THE OLYMPIANS: Super Strength, but can't drop objects. // At the beginning of your turn if Hercules occupies hindering terrain and isn't holding an object, you may roll a d6 and generate a standard object he begins holding. **1-4:** this is a light object. **5-6:** this is a heavy object.

IF IT IS BATTLE YOU CRAVE, HERCULES SHALL OBLIGE!: Charge, Flurry, and Improved Movement: Hindering, Blocking, immediately after movement resolves destroy all Blocking terrain moved through.

GRAPPLING THE LERNAEAN HYDRA: Plasticity. Each adjacent opposing character modifies attack and damage -1 if it has any action tokens.

#034 Spectrum

MIGHTY AVENGERS: Modify defense +1 for each other friendly character within 4 squares that can use this trait.

STRONG WILLED LEADER: FREE: Choose Empower, Enhancement, or Willpower. Spectrum can use that power until she chooses again.

#035 Protector

I AM THE PROTECTOR: Defend, Invulnerability.

#036 Jewel

MIGHT AND DETERMINATION: Super Strength. When Jewel makes a close object attack and hits, after resolutions, you may place the targeted character in a square adjacent to Jewel.

NOT A HERO, JUST A DETECTIVE NOW:

Outwit, Stealth.

#037 Grim Reaper

DEADLY SIBLING RIVALRY: When Grim Reaper is within 4 squares of a character named Wonder Man he has, "FREE: Modify all of Grim Reaper's combat values except damage by +1 until your next turn. At the end of your turn, deal Grim Reaper 1 unavoidable damage."

MAGIC-IMBUED TECHNO SCYTHE:

Blades/Claws/Fangs. When he uses it, after resolutions choose: deal the hit target 1 penetrating damage for each action taken it has -or- heal Grim Reaper 1 click for each action token on the hit character.

#038 Presence

RADIOACTIVE MIST: Poison, but only to damage characters within line of fire and within X number of squares, where X is equal to the number of Radioactive tokens on this card. Damage dealt from this use of Poison is penetrating. Each time Presence clears action tokens, place a Radioactive token on this card, (maximum 6).

THE LARGER THEY ARE, THE MORE

RADIATION THEY ABSORB: Precision Strike. When he uses it, damage dealt can't be reduced below the target's point value divided by 100.

NOT MUCH FLESH LEFT: Willpower, Energy Shield/Deflection.

#039 Jocasta

A.I. ENTITY POSSESSION: When Jocasta is KO'd or if you pay 25 points when building your force, equip this character to a friendly character if it has the Armor or Robot keyword and link it to that character's dial.

EFFECT: At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value.

This character can use that power and modifies that combat value by +1 until your next turn or clicked.

SENSORS COMING ONLINE: Outwit and Perplex, but only to target characters within 3 squares.

#040 Alkhema

MOTHER TO ULTRON'S CHILDREN: When Alkhema or a friendly character whose name includes Ultron uses Sidestep, it may move 3 squares instead of 2.

#041a Ultron-5

THE CRIMSON COWL IS... JARVIS?: Shape Change, and increase the result by +1 for each adjacent opposing character, to a maximum of +2.

KNOCKOUT GAS GUN: Smoke Cloud. // At the beginning of your turn, as markers are removed, deal each opposing character occupying a square with one of these markers 1 damage and give them an action token.

ORGANIZER OF THE MASTERS OF EVIL:

Leadership. When he uses Leadership, he may place a friendly character within 8 squares and with the Masters of Evil keyword adjacent to him before rolling the d6.

#041b Ultron-5 (Drone)

AUTONOMOUS OR DRONE MODE: Ultron-5 costs 60 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-5 is considered 60 points.

BASIC PROGRAMMING: When Ultron-5 has no action tokens, its actions don't count against your action total. When Ultron-5 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

HYPNOTIC MESMERISM: Mind Control. When he does, place an Influence token on each hit character's card. Ultron-5 can use Mind Control as a FREE to target a single character with an Influence token on their card regardless of range or line of fire.

#042a Ultron-6

VISION'S FATHER: POWER: Give one action at no cost to a friendly character named Vision. After resolutions, heal that character 1 click.

JET-PROPELLED JUGGERNAUT: Running Shot, [Flight], and Improved Movement: Characters. When he uses Running Shot, after resolutions, you may place each other character in a square he moved through into a square adjacent to the square they currently occupy.

BECOME SHEER IONIC FORCE: Pulse Wave. When he uses it and hits, after resolutions, you may place him adjacent to a hit character and modify his defense +2 until your next turn.

FIRST ADAMANTIUM: Impervious. Once per turn, he can reroll his roll for Impervious. Protected: Outwit.

#042b Ultron-6 (Drone)

OPERATION: PROPERTY DAMAGE: Improved Movement: Blocking, immediately after movement resolves, destroy all Blocking terrain moved through.

AUTONOMOUS OR DRONE MODE: Ultron-6 costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-6 is considered 120 points.

BASIC PROGRAMMING: When Ultron-6 has no action tokens, its actions don't count against your action total. When Ultron-6 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

EXTENDABLE LIMBS: Plasticity, Sidestep, and has [Giant] damage symbol.

#043 Goliath

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 100 or 50 point starting line, the character it is replaced with can't be healed past that starting line. Use Goliath's blue click numbers for this trait.

ENHANCED GROWTH POTENTIAL: FREE: Until your next turn he has [Colossal] damage symbol.

TRAMPLE: Charge. When he uses it and moves in a direct line, after resolutions, he may make a close attack targeting all opposing characters whose square he moved through but didn't already target with an attack this turn regardless of adjacency. For this attack, each hit character is dealt 3 damage instead of normal damage.

PROTECT MY TEAMMATES: Adjacent friendly characters can use Energy Shield/Deflection.

#044 Giant-Man

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 100 or 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line. Use Giant-Man's blue click numbers for this trait.

STAND TALL NEXT TO HULK AND THOR: If another friendly character with the Avengers keyword and a damage value of 4 or more hits an opposing character, Giant-Man may make a close attack as a FREE this turn.

GROWING PERSONAL PROBLEMS: Quake, but deal 3 instead of 2 no matter how many characters are targeted. When he uses it, after resolutions destroy all objects, walls, and blocking terrain within 2 squares.

#045 Black Panther

STALKING MY PREY... ANYWHERE: Improved Movement: Elevated, Hindering.

CLOAKING TECH: Stealth, Toughness. When it isn't your turn, lines of fire to him are blocked if he is adjacent to blocking terrain.

SPRING FROM THE SHADOWS: Charge. When Black Panther occupies hindering terrain or is adjacent to blocking terrain, he can use Sidestep.

MORE THAN A HEAD OF STATE: Leadership, Outwit.

#046 Ms. Marvel

SIXTH SENSE: Super Senses, but only when targeted by a range attack.

ENERGY ABSORPTION: When Ms. Marvel reduces damage, place an Energy token on this card. // FREE: Remove any number of Energy tokens from this card. UNIQUE MODIFIER - Modify that many of her combat values by +1 until your next turn.

EMPOWERMENT: Empower, Enhancement, and Leadership. When an opposing character targets Ms. Marvel or a friendly character of a lower point value within 4 squares with Outwit or Perplex, roll a d6. 4-6: That use of Outwit or Perplex has no effect.

#047 Quasar

DRAIN STANDARD OPERATING PROCEDURE: Steal Energy and can also use it during range attacks.

QUANTUM SHIELDING: Energy Shield/Deflection, Invulnerability.

CONTAIN STANDARD OPERATING

PROCEDURE: When Quasar targets and damages a single opposing character, after resolutions, he may use Barrier at no cost, but only to place blocking terrain markers adjacent to the hit character.

#048 Blue Marvel

ENHANCED SENSES: Improved Targeting: Hindering.

MIGHTY AVENGERS: Modify defense +1 for each other friendly character within 4 squares that can use this trait.

MOLECULAR MANIPULATION: Regeneration, Toughness. Adjacent friendly characters can use Regeneration.

#049 M.O.D.A.M.

BUILT FOR AGGRESSIVE MANEUVERS: Running Shot, Passenger: 0. Sidestep, but only if no opposing character is within line of fire.

AUGMENTED PSYCHIC POWER: Mind Control. When she uses it and hits, after resolutions, she may use Penetrating/Psychic Blast at no cost, but only to target the hit character regardless of range or line of fire.

#050 Iron Man 2020

ADVANCED WEAPONS AND SHIELDING: Energy Shield/Deflection, Force Blast.

WARFARE: Once per turn, when Iron Man 2020 KO's an opposing character, after resolutions, he may make a close/range attack.

ARSENAL OF WEAPONS AND MAX POWER: Energy Explosion, Penetrating/Psychic Blast.

#051a Ultron-1

OPERATION: RECON: Improved Movement: Hindering.

TOTAL MIND WIPE: Once per game, when Ultron-1 hits an opposing character, you may give that character

a Mind-Wipe token. A character with a Mind-Wipe token can't attack Ultron-1 unless that character and Ultron-1 are the only characters on the map.

ULTRON-1.X: Modify Ultron-1's combat values by +1 for each Upgrade token on this card.

SELF-UPGRADE: Impervious, Regeneration. When he uses Regeneration and the result is 5 or 6, place an Upgrade token on this card.

#051b Ultron-1 (Drone)

OPERATION: RECON: Improved Movement: Hindering.

AUTONOMOUS OR DRONE MODE: Ultron-1 costs 60 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-1 is considered 60 points.

BASIC PROGRAMMING: When Ultron-1 has no action tokens, its actions don't count against your action total. When Ultron-1 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

THE TRUE CREATOR OF ME IS... MYSELF:

When a friendly character with the Autonomous or Drone Mode trait is KO'd, you may roll a d6 that can't be rerolled. **4-6:** place that character in your starting zone on its click #1 after the (orange) KO.

#052a Ultron (Future)

OPERATION: OUTFLANK: Improved Movement: Characters.

VIBRANIUM-ADAMANTIUM ALLOY: Energy Shield/Deflection, Impervious. When he uses Impervious and the result is 5-6, after resolutions, deal the attacker 1 unavoidable damage.

A FAVOR? THAT IS INTERESTING: FREE:

Choose an opposing character. That character's controller chooses one: deal the chosen character 2 unavoidable damage and deal Ultron 1 unavoidable damage -or- heal Ultron 1 click.

OBLITERATION BEAM: POWER: Improved Targeting: Characters, May make a range attack when adjacent to an opposing character (may target an adjacent or non-adjacent opposing character). Make a range attack along a direct line of fire. Every character along that direct line of fire within range and line of fire becomes a target of this attack. Each hit character is deal 3 penetrating damage instead of normal damage.

#052b Ultron (Future-Drone)

OPERATION: OUTFLANK: Improved Movement: Characters.

AUTONOMOUS OR DRONE MODE: Ultron costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron is considered 120 points.

BASIC PROGRAMMING: When Ultron has no action tokens, its actions don't count against your action total. When Ultron begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

SPIKES AND CRACKLING ENERGY: Poison and deals penetrating damage while using it. If Ultron has this power after taking damage from an attack, after resolutions, deal the attacker 1 unavoidable damage.

REGENERATIVE PROGRAMMING: Invulnerability, Regeneration.

#053a Ultron-7

DISSOLVE YOUR PATHETIC BRAINS FROM WITHIN!: Pulse Wave. When he uses it, after resolutions, place an Impairment token on the character card of each hit character that doesn't have the Robot keyword. Opposing characters modify their speed, attack, and range -1 for each Impairment token on their card as long as Ultron-7 is on the map, even if this power is lost.

HATRED OF THE HORDE: Battle Fury, Leadership. Opposing characters that are adjacent to a friendly character can't use Outwit, Perplex, or Probability Control.

#053b Ultron-7 (Drone)

AUTONOMOUS OR DRONE MODE: Ultron-7 costs 125 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd Ultron-7 is considered 125 points.

BASIC PROGRAMMING: When Ultron-7 has no action tokens, its actions don't count against your action total. When Ultron-7 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

IMMOBILIZATION RAY: Incapacitate with 3 [Targets]. When he uses it and hits, characters with zero action tokens get 2 action tokens instead of 1.

ALPHA PRIMITIVES, ATTACK!: Empower, Enhancement, and Leadership as if he were 200 points.

#054a Ultron-18.2

ULTRON IMPERATIVE: When Ultron-18.2 would be KO'd, you may choose a friendly character with the Robot keyword and a lower point value. If you do, turn Ultron-18.2 to his first KO click, roll a d6 that can't be rerolled and heal him that many clicks. After you do, KO the chosen character.

CONTROL ARMOR AND S.K.I.N.: Mind Control, Running Shot. // Mind Control as a FREE, but only to target characters with the Armor or Robot keyword. // Characters he hits using Mind Control modify their combat values by +1 during your turn and -1 during their next turn.

THE SONS OF YINSEN FOLLOW ME

ANYWHERE!: Shape Change. When he uses it and succeeds, remove an action token from each friendly character within 4 squares.

#054b Ultron-18.2 (Drone)

AUTONOMOUS OR DRONE MODE: Ultron-18.2 costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron-18.2 is considered 120 points.

BASIC PROGRAMMING: When Ultron-18.2 has no action tokens, its actions don't count against your action total. When Ultron-18.2 begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

#055a Ultron (Phalanx)

I AM MORE THAN YOUR CITIES: Improved Targeting: Elevated.

CYBERNETIC IMPACT: Quake. When he uses it, he deals 3 damage instead of 2 no matter how many characters are targeted and he targets all opposing characters within 3 squares.

OF COURSE...HE HAS A GIANT KILLER

ROBOT MODE: [Colossal] damage symbol. When this click is revealed while taking damage, stop turning the dial. Protected: Pulse Wave.

#055b Ultron (Phalanx Drone)

I AM MORE THAN YOUR CITIES: Improved Targeting: Elevated.

AUTONOMOUS OR DRONE MODE: Ultron costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron is considered 120 points.

BASIC PROGRAMMING: When Ultron has no action tokens, its actions don't count against your action total. When Ultron begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower that action.

TELEPORT FLARE: Phasing/Teleport. When he uses Phasing/Teleport, he has Passenger: 4 but only to carry up to 4 characters with the Robot keyword and doesn't modify his speed.

#056a Ultron (Age of Ultron)

HALF OF MY ARMS AND MIGHT: Charge.
//CLOSE: Make up three close attacks. When he hits, he deals his printed damage value instead of normal damage.

I WILL DESTROY EVERYTHING BEFORE I ALLOW MY EMPIRE TO CRUMBLE:

Regeneration. On a result of a 1-2, after resolutions, he may use either Flurry or Pulse Wave at no cost.

HIDDEN MASTERMIND OF THE AGE OF ULTRON: Mastermind, Outwit, and Stealth.

#056b Ultron (Age of Ultron-Drone)

AUTONOMOUS OR DRONE MODE: Ultron costs 120 points, or costs 30 points and begins on the click #1 after the (orange) KO. Until KO'd, Ultron is considered 120 points.

BASIC PROGRAMMING: When Ultron has no action tokens, its actions don't count against your action total. When Ultron begins or ends a costed action adjacent to a friendly character whose name includes Ultron, it can use Willpower for that action.

#101 Grandmaster

SHALL WE PLAY A GAME?: When Grandmaster

has 2 action tokens he has, "FREE: Choose an opposing character within range and line of fire. That character's controller must guess the printed speed, attack, defense, and damage values of the chosen character's next click, then deal the chosen character 1 unavoidable damage. If the opponent guessed all 4 values correctly, immediately heal that character 2 clicks. If the opponent guesses all 4 values incorrectly, deal that character an additional 1 unavoidable damage. No players can look at the dial on the back of any character cards during this action."

MY VERSION OF "FAIR PLAY": Perplex, Probability Control. Opposing characters can't use Probability Control unless a character friendly to Grandmaster has used Probability Control this turn.

#102 Graviton

THE POWER OF GRAVITON, LORD OF THE FUNDAMENTAL FORCES:

Incapacitate. When he uses, he may also deal his printed damage value divided among the hit targets.

TOTAL CONTROL OF GRAVITONS AND ANTI-GRAVITONS:

Telekinesis. If he uses Telekinesis to place an opposing character, he may treat that character as friendly when he does. If he has no action tokens, he may use Telekinesis as a FREE, but only to target an object.

DEBRIS SHIELD: Energy Shield/Deflection, Toughness.

THE POWER OF GRAVITY GONE WILD:

Opposing characters who begin an action within 5 squares have a maximum speed value of 3.

#103 High Evolutionary

MY KNIGHTS OF WUNDAGORE, EVOLVED FROM ANIMALS:

POWER: Generate a Knight of Wundagore bystander as described on this card. The opponent scores 15 points for each Knight of Wundagore KO'd.

EVOLVED MYSELF TO A HIGHER ENTITY:

When this click is first revealed, stop turning the dial. For the rest of the game, High Evolutionary has [Giant] damage symbol and can use the [Power Cosmic] team ability. Protected: Pulse Wave.

EVOLVE OTHERS AT WILL: Perplex. When he uses it, after resolutions, modify two combat values on the same target, each by +1 or -1. To determine the combat values, roll 2d6 and modify the indicated combat value: **1** - Range, **2** - Speed, **3** - Attack, **4** - Defense, **5** - Damage, **6** - Choose one of the other options.

#104 Kang the Conqueror

TIME BUBBLE: Kang the Conqueror begins the game with the Time Bubble attached. Probability Control, but only when the Time Bubble is attached. // **POWER:** Place the Time Bubble in a square within range and line of fire as a special terrain marker. // When the Time Bubble is on the map and Kang the Conqueror would take damage, you may instead place him in the square with the Time Bubble, deal him 1 unavoidable damage, and attach the Time Bubble to him.

#201 Hank Pym

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ANT SWARM: When this character is brought into the game from a "Morph" trait, after resolutions, you may generate an Ant Swarm bystander.

SWARM TOGETHER: Friendly Ant Swarms can use Empower.

TOOL BOT: Blades/Claws/Fangs, Exploit Weakness.

#202 Ant-Man

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ANT SWARM: When this character is brought into the game through a Morph trait, you may generate an Ant Swarm bystander.

CAN'T GET THEM OFF: When an opposing character adjacent to a friendly Ant Swarm is moved or placed, after resolutions, you may place that Ant Swarm adjacent to that character.

THANK YOU, MY FRIEND: Combat Reflexes, Toughness. **FREE:** KO up to three Ant Swarms. Heal Ant-Man 1 click for each Ant Swarm KO'd.

#203 Goliath

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

GIANT ANT: When this character is brought into the game through a Morph ability, you may replace an adjacent Ant-Swarm bystander with a Giant Ant bystander.

PYM GOGGLES: When Goliath is the target of a range attack, he can use Probability Control and Super Senses.

#204 Yellowjacket

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ANT SWARM: When this character is brought into the game through a Morph trait, you may generate an Ant Swarm bystander.

FIND THE GAPS IN THEIR ARMOR: Friendly Ant Swarms can use Exploit Weakness.

#205 Ant-Man

ANTS TO CARRY ME: Improved Movement: Hindering.

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ANT SWARM: When this character is brought into the game through a Morph trait, you may generate an Ant Swarm bystander.

COVER YOU IN ANTS: When an opposing character targets a friendly Ant Swarm with an attack and misses, after resolutions, deal 1 penetrating damage to each opposing character adjacent to that Ant Swarm that didn't attack.

#206 Wasp

INFRARED GOGGLES: Improved Targeting: Hindering.

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

ANT SWARM: When this character is brought into the game through a Morph ability, you may generate an Ant Swarm bystander.

GO SPY FOR ME: Friendly Ant Swarms can use Stealth, [Flight], and modify speed +3.

#G200 Giant-Man

MORPH: MANY IDENTITIES: MOVE/CLOSE: This action deals no pushing damage. After resolutions, replace him with any character with this trait on the same click number. If this character started the game on its 50 point starting line, the character it is replaced with can't be healed past its 50 point starting line.

GIANT ANT: When this character is brought into the game from a Morph ability, you may replace an adjacent Ant Swarm bystander with a Giant Ant bystander.

GROW TO ANY SIZE: Giant Reach: 3.

BRILLIANT ON THE BATTLEFIELD: Flurry, Outwit. If the target of his Outwit takes damage this turn, he may use Outwit a second time.

FLATTEN YOU, VILLAINS!: Perplex, Quake. When he uses Quake if his attack total is at least 2 or greater than the target's defense value, after resolutions, give the hit target an action token and it can't make range attacks during its next turn.

#V001 Quinjet

PILOT ABILITY: AVENGERS...:

Prerequisite: Character that's 50 points or more and has the Avengers keyword.

-Sidestep and the [Avengers] team ability.

PILOT ABILITY: ...OR S.H.I.E.L.D.:

Prerequisite: Character that's 50 points or more and has the S.H.I.E.L.D. keyword.

-Quinjet has an additional [Target] and can use the [S.H.I.E.L.D.] team ability.

PASSENGERS: 4

WAKANDAN DESIGN: Quinjet may occupy squares of different elevation. **PROTECTED:** Mind Control. When Quinjet is dealt penetrating damage, it can be reduced.

AUTOPILOT ONLINE: This vehicle may be given actions without a pilot. When you do so, immediately after resolutions deal this vehicle 1 unavoidable damage.

AVENGERS TRANSPORT: Quinjet counts as 3 Characters for determining how many ID Cards can be added to your force.

PATCH INTO THE THREAT ANALYZER: Defend. **FREE:** Choose an adjacent friendly character. That character can use Outwit until your next turn.

RESOURCE DIAL (+5 POINTS):

Force Construction - This resource costs 5 points. Quinjet may be played without paying this cost, but if you do, this dial doesn't exist. This resource must be assigned to Quinjet.

Clicking the Dial - When you remove an ID Card from the game using its Call In Help ability, you may roll a d6 and turn this resource's dial clockwise that many times. When Quinjet clears action tokens or takes damage from an opposing character's attack, after resolutions, you may turn this resource dial once clockwise.

Scoring - If Quinjet is scored, this resource is removed from the game and scored.

I Have Some Time to Help - FREE: Choose an ID Character on your sideline of equal or less points than the resource dial indicates. Place that ID Character on the map adjacent to Quinjet, remove that ID Card from the game and score it, then roll a d6, turning this resource dial to the click number matching the result. That character is no longer an ID Character, can't reduce pushing damage, and is returned to your sideline when it takes damage.

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#WKD-024 Animal Man

ONE WITH THE ANIMAL KINGDOM: At the beginning of your turn, choose a standard power from the character card of a character on your sideline with the Animal keyword and 200 points or less. Animal Man can use that power until you choose again.

SURVIVAL OF THE FITTEST: Exploit Weakness, but only to target characters not on their first click.

#WKD-025 Adam Strange

ZETA-BEAM: POWER: Place a Zeta Beam marker in the square that Adam Strange currently occupies, removing any other of these markers from the map. When you do, place Adam Strange in any legal square on the map and he may then make a range attack. After resolutions, roll a d6 that can't be rerolled. **4-6:** immediately place Adam Strange in the square with the Zeta Beam marker and remove it from the map. // At the beginning of your turn, if the marker is on the map, roll a d6 that can't be rerolled. **4-6:** place Adam Square in the square with the Zeta Beam marker and remove it from the map.

AND A RAY-GUUUUUUUUUUUUUUUN!: Force Blast. When a character would be knocked back by his Force Blast, instead Adam Strange is knocked back a number of squares equal to his printed damage value as if that character generated the knock back. This knock back deals no damage.

DISCOVERING THE SPACESUIT: When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial.

#WKD-026 The Weird

DENSITY MANIPULATION: Improved Movement: Blocking, Characters.

4TH DIMENSIONAL TELEPORT: At the beginning of the game, place The Weird on the map so that his

left hand is pointing along a direct line facing away from the nearest map edge. This indicates the direction he is facing. When The Weird is moved or placed, he remains facing along the same direct line. // At the beginning of your turn, you may move The Weird up to 4 squares, but only to move in the direct line he is facing. When he does, after resolutions, The Weird may change the direction he is facing to any direct line.

INTANGIBLE AT WILL: Super Senses. Unless an attacking character occupies a square along the direct path in the exact opposite direction he is facing, he succeeds on a result of 3-6. Protected: Outwit.

SEND YOU THROUGH THE 4TH DIMENSION: FREE: Choose an adjacent friendly character. Move that character up to 4 squares using Improved Movement: Hindering, Elevated, Blocking, Characters.

#D-027 Felix Faust

MYSTICAL MASTER: Improved Targeting: Hindering, Characters.

NECRONOMICON: At the beginning of your turn, roll a d6 that can't be rerolled. **1-4:** roll his d20 and Felix Faust can use the indicated power until you roll it again. **5-6:** you may choose to roll his d20.

SEEK THE BOOKS OF MAGIC: FREE: Until your next turn, opposing characters within 7 squares may only be given RANGES. Felix Faust must roll his d20 on his next turn.

GREEN BELL OF UTHOOL: FREE: Until your next turn, opposing characters within 7 squares may only be given MOVES. Felix Faust must roll his d20 on his next turn.

WHEEL OF NYORLATH: FREE: Until your next turn, opposing characters within 7 squares may only be given CLOSES. Felix Faust must roll his d20 on his next turn.

RED JAR OF CALYTHOS: FREE: Until your next turn, action tokens are not removed from opposing characters within 7 squares. Felix Faust must roll his d20 on his next turn.

PROJECT THAUMATON: FREE: Until your next turn, opposing characters within 7 squares may only be given FREES. Felix Faust must roll his d20 on his next turn.

MYSTICAL TRAP: POWER: Choose one opposing character within 8 squares with the Mystical keyword and one other opposing character within 8 squares. Place a special Mystical Trap marker in a square occupied by each chosen character. Even if this power is lost, while a character occupies a square with a special Mystical Trap marker, that characters can't move from the square. When a character who occupies a square with a special Mystical Trap marker takes damage from an attack or all opposing characters occupy Mystical Trap markers, remove the special Mystical Trap marker.

ANY: Pick any of the powers on the d20.

RED: POWER: Each player places all friendly characters in their starting area.

ORANGE: FREE: Place an Energy Dampener token on each opposing character's card. While an Energy Dampener token is on a character card, even if this power is lost, that character can't be given a POWER. Remove the token from a character's card when that character is given a costed action.

YELLOW: RANGE: Choose a square and make a range attack targeting all characters within 5 squares of the chosen square. Hit characters are each dealt 3 damage instead of normal damage.

LIGHT GREEN: All friendly characters have Passenger: 1 and can carry regardless of Speed combat symbols. Friendly characters may be given a MOVE after they have been carried.

GREEN: Friendly characters have Improved Movement: Hindering.

LIGHT BLUE: Barrier. Opposing characters must attempt to break away if they occupy a square adjacent to a blocking terrain marker placed by Felix Faust or they are attempting to move or carry such a character. Characters cannot break away automatically if they are adjacent to one of these markers.

BLUE: Characters have a maximum speed value of 3.

PURPLE: Friendly characters can use Willpower.

PINK: Once per turn, Felix Faust may reroll a single d6. Felix Faust must be within range and line of fire of the character for which the original roll was made. This ability may be used even if the original roll used 2 dice.

BROWN: Opposing character's combat values can't be modified or replaced unless the replacement would halve the value.

BLACK: Outwit. Friendly characters using Outwit can choose team abilities instead of powers.

GREY: Your force may be given any number of costed actions up to 10. For each costed action beyond your action total you use, decrease all opponents' action total by 1 (minimum 1) on their next turn.

BLANK: No effect.

-The powers from his d20 are considered special powers and can be chosen with Outwit and similar effects.

#WKD-G002 Brainiac Skull Ship

EXPLORER OR CONQUEROR?: At the beginning of your turn, choose the Travel dial -or- Attack dial and use that dial until you choose again. The Travel dial and Attack Dial are linked. Brainiac Skull Ship may occupy squares of multiple elevations.

[TENTACLE DIAL] TENTACLE CLAWS:

POWER: Make a close combat attack targeting up to *CLOSE* number of characters within 3 squares and line of fire. Each hit character is dealt 3 damage instead of normal damage.

[TENTACLE DIAL] TENTACLE BEAMS: Brainiac Skull Ship has a number of [Targets] equal to *TARGETS*.

[TENTACLE DIAL] TRY AND RIP OFF A

TENTACLE!: When the click number of the Travel and Attack dials is not within the range indicated by *CLICK #*, immediately turn the Tentacle dial until it is.

[CITY DIAL] COLLECTOR OF CITIES: At the beginning of the game place 8 City markers in clear squares at least 3 squares from each other and starting areas. **FREE:** Remove one of these City markers from an adjacent unoccupied square and then turn the City dial once clockwise. Brainiac Skull Ship can use the displayed powers on the City dial.

(1)[CITY DIAL] SOCIETAL ANALYSIS

COMPLETE: Energy Explosion, Precision Strike.

(2)[CITY DIAL] STRUCTURAL ANALYSIS

COMPLETE: Regeneration, Super Senses.

(3)[CITY DIAL] TECHNOLOGICAL ANALYSIS COMPLETE: Perplex, Probability Control.

(8)[CITY DIAL] ALL SPECIMENS FULLY ANALYZED: Modify combat values by +1, Steal Energy.

#WKM-025 Spider-Ham

THE SPECTACULAR SPIDER-HAM: Leap/Climb, Super Senses. When he uses Super Senses, he succeeds on a result of 4 - 6.

I'VE TRAINED WITH DEERDEVIL: Flurry, Willpower.

I'VE BECOME A...SPIDER-HAM!: Shape Change, Perplex. When he uses Perplex, he can't target himself.

#WKM-026 Ghost Rider

HEAVY METAL: Improved Movement: Hindering.

CLENCHED FIST OF GOD: Pulse Wave with a range of 8. When Ghost Rider uses it, if she targets more than one character, hit characters with 2 action tokens are dealt 2 damage instead of 1.

#WKM-027 Loki

JUST HAVING SOME FUN...: Improved Movement: Elevated, Hindering.

TRICKY TRICKSTER: Shape Change, Sidestep. Lines of fire can't be drawn to Loki by opposing characters 150 points or less if Loki has 1 or fewer action tokens unless that character has the Asgardian, Deity, or Mystical keywords.

LOKI AND THOR WORKING TOGETHER?

THESE TRULY ARE THE END TIMES: A themed team may include Loki and is still a themed team as long as a character named Thor is on the force.

GRAM, THE SWORD OF SIGURD AND

REVEALER OF TRUTHS: Blades/Claws/Fangs, but his maximum d6 result for the roll is 4. When Loki uses Blades/Claws/Fangs and hits, you may choose that the damage dealt is penetrating. If you do, remove all action tokens from the hit character after resolutions.

TO FIGHT ANOTHER DAY: Regeneration. When Loki uses it, he may reroll the result once.

#WKM-028 Doctor Strange

BOOK OF THE VISHANTI: FREE: roll his d20.

Doctor Strange can use the indicated power until your next turn.

EYE OF AGAMOTTO: Doctor Strange and adjacent friendly characters can use Improved Targeting: Elevated, Hindering, Characters.

WINDS OF WATOOMB: When Doctor Strange makes an attack against a single opposing character and hits, after resolutions, you may place the hit character in their starting area.

FLAMES OF THE FALTINE: When Doctor Strange makes a range attack and hits a single opposing character, opposing characters adjacent to the target are dealt 1 unavoidable damage.

IMAGES OF IKONN: Doctor Strange and adjacent friendly characters can use Energy Shield/Deflection and Shape Change.

CRIMSON BANDS OF CYTTORAK: When Doctor Strange hits an opposing character with an attack, place a Crimson Band of Cyttorak token on that character's card. Even if this power is lost, opposing characters with a Crimson Band of Cyttorak token on their card can only be given a POWER to remove the token.

SANCTUM SANCTORUM: Doctor Strange and adjacent friendly characters can't be targeted by range attacks.

ANY: Pick any of the powers on the d20.

RED: POWER: Each player places all friendly characters in their starting area.

ORANGE: FREE: Place an Energy Dampener token on each opposing character's card. While an Energy Dampener token is on a character card, even if this power is lost, that character can't be given a POWER. Remove the token from a character's card when that character is given a costed action.

YELLOW: RANGE: Choose a square and make a range attack targeting all characters within 5 squares of the chosen square. Hit characters are each dealt 3 damage instead of normal damage.

LIGHT GREEN: All friendly characters have Passenger: 1 and can carry regardless of Speed combat symbols. Friendly characters may be given a MOVE after they have been carried.

GREEN: Friendly characters can use Improved Movement: Hindering.

LIGHT BLUE: Barrier. Opposing characters must attempt to break away if they occupy a square adjacent to a blocking terrain marker placed by Doctor Strange or they are attempting to move or carry such a character. When characters attempt to breakaway from these markers, they can't break away automatically.

BLUE: Characters have a maximum speed value of 3.

PURPLE: Friendly characters can use Willpower.

PINK: Once per turn, Doctor Strange may reroll a single d6. Doctor Strange must be within range and line of fire of the character for which the original roll was made. This ability may be used even if the original roll used 2 dice.

BROWN: Opposing character's combat values can't be modified or replaced unless the replacement would halve the value.

BLACK: Outwit. Friendly characters using Outwit can choose team abilities instead of powers.

GREY: Your force may be given any number of costed actions (Maximum 10). For each costed action beyond your action total you use, decrease all opponents' action total by 1 (minimum 1) on their next turn.

BLANK: No effect.

-The powers from his d20 are considered special powers and can be chosen with Outwit and similar effects.

-If a character has both a Crimson Band of Cytorrak and Energy Dampener token on their card, they can still be given a POWER to remove the Energy Dampener token.

#M-G003 Sentinel (Captain America)

MODULAR PIECES: When Sentinel is KO'd, place 4 standard (Ultra) Heavy objects in the squares it occupied and then place 4 distinct Hand and Foot bystander tokens in squares adjacent to these objects.

EYE BEAMS: Force Blast. When it does, after resolutions, it may make a range attack.

ENERGY WHIP: When making a close attack,

Sentinel may use Improved Targeting: Hindering and target any opposing character within 4 squares and line of fire. When Sentinel hits with a close attack, hit characters can't use any powers showing on their dial before damage is dealt and they are given an action token.

ADAPTIVE ARMOR: Energy Shield/Deflection, Regeneration. When it uses Regeneration, after resolutions, place a Repair token on this card (Maximum 4). When Sentinel uses Regeneration, increase the result of the d6 roll by 1 for each Repair token on its card.

MODIFIED LEADERSHIP CIRCUITS: Leadership, Outwit. When it uses Leadership and succeeds, you may also remove an action token from any other friendly character with the Robot keyword regardless of adjacency.

#M-G003ta Left Hand

HURLS ITSELF AT US: Super Strength. It can pick up objects as if it were 100 points.

-For MODULAR PIECES, if Ultra Heavy objects are not legal in the format being played, place Heavy Objects instead.

#WKM-G004 Supreme Intelligence

OMNI-WAVE PROJECTOR: When Supreme Intelligence makes a range attack, he may target characters regardless of range and line of fire unless there is an opposing character of 100 points or more adjacent to him. When Supreme Intelligence targets a character with an attack, if that character isn't within range and line of fire, his maximum damage value is 3.

EMPOWER KREE AGENTS: Empower, Enhancement and Perplex. When he uses Perplex, he can only target other friendly characters.

IN THE PRESENCE OF THE SUPREME

INTELLIGENCE: Impervious. // At the beginning of your turn, give each adjacent opposing character an action token. Each character that can't be given an action token is dealt 1 unavoidable damage.

MILLENNIA OF THE KREE'S BEST,

DISTILLED: Leadership, Outwit. Once per turn, when he uses Outwit, he may immediately use it twice more.

#M15-001 Cable

NEW MUTANTS: *OFF THE MAP ACTIVE* - Cable may be attached to [WXM] #T004 New Mutants team base instead of Magik. When Cable is attached, if New Mutants has Magik's asset ability, it has Cable's asset ability instead.

NEW TEAM LEADER: Leadership. When he uses it and the result is 6, other friendly characters with the New Mutants keyword are considered adjacent and a lower point value.

BODYSLIDE: Running Shot. Phasing/Teleport. Cable may use Phasing/Teleport as a DOUBLE POWER action and, if he does so, he can instead move up to 12 squares, can use Enhancement this turn, and, after resolutions, may make a range attack.

TOO BAD YOUR HAND GOT SLAGGED: When Cable makes a range attack, he can't target more than one character and modifies damage -1.

[WXM] #T004 NEW MUTANTS: Running Shot and, when they use it, Penetrating/Psychic Blast and Probability Control.

#M15-002 Wolfsbane

LYCANTHROPE: At the beginning of your turn, roll a d6. **3-4:** turn Wolfsbane to click #7. **5-6:** turn Wolfsbane to click #9.

UNCONTROLLED CHANGES: When Wolfsbane would take damage, roll a d6 instead. If the damage is pushing damage, add 2 to the result (maximum 6). **1-2:** deal damage normally. **3-4:** turn her to click #3. **5:** turn her to click #7. **6:** turn her to click #9. Protected: Pulse Wave.

[WXM] #T004 NEW MUTANTS: Improved Targeting: Hindering and modifies attack +1 when targeting a character occupying hindering terrain. This asset ability replaces the Wolfsbane asset ability described on the team character's card.

#M15-003 Gladiator

PRAETOR OF THE IMPERIAL GUARD: When Gladiator is part of an Imperial Guard or Sh'ar themed team, he can use Willpower.

POWERED BY CONFIDENCE: At the beginning of your turn, roll a d6. **4-6:** add a Confidence token to this card. When Gladiator hits with an attack, add a Confidence token to this card. Before giving Gladiator

an action, you may remove any number of Confidence tokens from this card and until your next turn, modify any combat value except damage by +1 for each token removed.

CONFIDENCE: SPEED: Running Shot. When Gladiator has 4 or more Confidence tokens, he can use Hypersonic Speed until your next turn.

CONFIDENCE: STAMINA: Invulnerability. When Gladiator has 4 or more Confidence tokens he can use Invincible until your next turn. When Gladiator has 8 or more Confidence tokens, he can use Impervious until your next turn.

[WXM] #T005 SHI'AR IMPERIAL GUARD:

Leadership. When they do, any character removed from this team base is considered adjacent. This asset ability replaces the Gladiator asset ability described on the team character's card.

#D15-001 Speedy

TEEN TITANS: *OFF THE MAP ACTIVE* - Speedy may be attached to [TT] #T005 Teen Titans team base instead of Wonder Girl. When Speedy is attached, if Teen Titans has Wonder Girl's asset ability, it has Speedy's asset ability instead.

BANK SHOT: At the beginning of your turn, place 2 Location markers in squares of clear terrain. The first marker must be within 3 squares and line of fire. The second marker must be within 3 squares and line of fire of the first marker. When Speedy makes a range attack, he may draw a line of fire and count range from any one of his Location markers. // At the end of your turn, remove his Locations markers from the map.

ARCHER EXTRAORDINAIRE: When Speedy makes a range attack, modify attack and damage +1. When Speedy hits with a range attack, after resolutions, he may use Incapacitate at no cost, but only to target hit characters.

[TT] #T005 TEEN TITANS: When this team character makes a range attack, modify attack and range +2.

D15-002 Aqualad

ATLANTEAN: When Aqualad occupies water terrain, modify speed and attack +2 until your next turn.

SEA-HARDENED SKIN: Toughness. Invulnerability, but only if he is within 3 squares of water terrain.

ATLANTEAN MAGICIAN: When this power first appears, stop turning the dial. Perplex and Probability Control, and he can use either to target any character on the map with a shared keyword. Protected: Pulse Wave.

[TT] **#T005 TEEN TITANS:** This character can use Hypersonic Speed and [Swim]. This asset ability replaces the Aqualad asset ability described on the team character's card.

D15-003 Koriand'r

IMPOSSIBLE TO HOLD DOWN: Improved Movement: Characters.

FLIGHT TRAIL: If Koriand'r moved during your last turn, modify defense -1 against range attacks.

AERIAL COMBATANT: Energy Shield/Deflection, Willpower.

FOCUSED ATTACK: Ranged Combat Expert. When she uses it, she can activate it as a RANGE instead of a POWER.

[TT] **#T006 OUTLAWS:** Ranged Combat Expert, [Wing] symbol. This asset ability replaces the Starfire asset ability described on the team character's card.

M15-004 Mastermind

BROTHERHOOD OF MUTANTS: *OFF THE MAP ACTIVE* - Mastermind may be attached to [WXM] #T007 Brotherhood of Mutants team base instead of Toad. When Mastermind is attached, if Brotherhood of Mutants has Toad's asset ability, it has Mastermind's asset ability instead.

MASTER ILLUSIONIST: Mind Control with a range of 9. When he uses it and hits, if the opponent's force has two or more characters on the map, after resolutions, you may remove any of Mastermind's Thrall tokens on that force and give the hit character a Thrall token.

SEE THROUGH YOUR EYES: Mastermind can count range and draw lines of fire from any opposing character with a Thrall token.

FEEL WHAT I FEEL: Mastermind. When he uses it, characters with his Thrall token are considered to be friendly and either adjacent to him -or- a lower point value.

MANIPULATOR: Shape Change. Once per turn, Outwit -or- Perplex -or- Probability Control.

[WXM] **#T007 BROTHERHOOD OF MUTANTS:** Mastermind, Mind Control.

#M15-005 White Queen

GROWN FROM MY CELLS: Once per game, FREE: Generate 5 Cuckoo bystanders as described on the card. These characters can't be given an action this turn. // At the beginning of your turn, roll a d6. **5-6:** actions given to friendly characters named Cuckoo don't count towards your action total this turn.

MASTER MENTALIST: Mind Control. When she uses it, modify attack +2. If a friendly character named Cuckoo has line of fire to a character or is adjacent to it, then White Queen's line of fire to that character can't be blocked.

SECONDARY MUTATION: When this power appears, stop turning the dial. White Queen can't be healed past this click for the rest of the game, can't be damaged except by pushing and unavoidable damage, and can't be chosen for Mastermind. // At the end of each player's turn, if there are no friendly characters named Cuckoo on the map, deal her 1 unavoidable damage. Protected: Outwit, Pulse Wave.

HEADMISTRESS OF THE X-MEN: [X-Men] Team Symbol.

[WXM] **#T006 HELLFIRE CLUB:** Combat values of opposing characters within 4 squares can't be modified. This asset ability replaces the White Queen asset ability described on the team character's card.

#M15-006 Scarlet Witch

HEX MAGIC: Once per turn, after an attack roll has been determined, Scarlet Witch may give the attacker up to 3 Hex Magic tokens if the attacker is within range. A character may not be given Hex Magic tokens if they would have more than 3 Hex Magic tokens on their card. For each token she gives the attacker, reduce the attack total by 1. Opposing characters have, "FREE: Remove a Hex Magic token and modify any friendly character's attack value by +1 this turn".

TRAINED IN THE DARK ARTS: Super Senses. When Scarlet Witch takes damage from an attack, roll a d6. **4-6:** deal the attacker 1 unavoidable damage.

[WXM] #T007 BROTHERHOOD OF MUTANTS: When this team character is given a MOVE as a costed action, after resolutions, roll a d6. **4-6:** remove an action token from this character. This asset ability replaces the Scarlet Witch asset ability described on the team character's card.

#D15-004 President Lex Luthor,

YOU ARE MY BEST HOPE: During your first turn, choose a friendly character. At the beginning of your turn, choose a number of distinct combat values equal to President Lex Luthor's current click number. Each chosen combat value on the chosen character is modified by +1 until your next turn.

ONE BILLION DOLLAR REWARD: FREE: Place a Bounty token on an opposing character's card of 50 points or more, removing any other Bounty tokens on that force's cards. A character with a Bounty token on its card modifies its defense -1. During attacks, President Lex Luthor is considered adjacent to any friendly character attacking or adjacent to an opposing character with a Bounty token on its card.

FOOLED THE ENTIRE COUNTRY: Mastermind. When he uses it, he is considered to be 200 points.

#D15-005 Composite Superman,

ALL THE POWERS OF THE LEGION: Once per game, choose up to 4 characters with the Legion of Super Heroes keyword and different names from your sideline and roll a d6 that can't be rerolled. Turn their dial numbers to the click number matching the result. // At the beginning of your turn, choose one character on your sideline that wasn't chosen last turn. Composite Superman can use the powers and combat abilities of the chosen character until your next turn. // **POWER:** Roll a d6 and turn the 4 characters' dials to the click number matching the result.

D15-006 Lobo

CZARNIAN REGENERATION: When Lobo takes damage from an attack, place a Drop of Blood token on this card. // **FREE:** Remove a Drop of Blood token from this card. Generate a Lobo Clone bystander as described on the back of this card. // Lobo Clones replace their combat values with Lobo's current printed combat values and they can use any powers that Lobo can use.

CAN'T KEEP THE MAIN MAN DOWN!:

Regeneration. Lobo may use Regeneration as FREE and, if he does so, he heals 1 less click.

FIRST INTO THE FRAY: If Lobo is given the first costed action of the turn, modify speed and attack +1 until your next turn.

LAST MAN STANDING: When you give Lobo a costed action, you may choose to modify attack and damage +2 until your next turn. If you do, after resolutions, you can't give friendly characters an action until your next turn.

#M15-007 Venom,

TRAVEL LIKE THE WALL-CRAWLER: Improved Movement: Elevated, Hindering, Characters.

SONIC SENSITIVITY: Toughness. When he is hit by an attack using Energy Explosion or Penetrating/Psychic Blast, after resolutions, place an action token on him.

WE ARE YOUR VENOM, SPIDER-MAN!:

Characters named Spider-Man can't use Super Senses when targeted by Venom. When adjacent to an opposing character named Spider-Man, Venom can use Flurry and modifies attack +1.

YOU ARE RUNNING FROM US?!?:

Blades/Claws/Fangs. When he hits with a range attack, after resolutions, you may place one hit character adjacent to Venom and give Venom a CLOSE at no cost, but only to target the placed character.

#M15-008 Spider-Man,

MEASURELESS MOBILITY: Improved Movement: Elevated, Hindering, Characters.

SONIC SENSITIVITY: Toughness. When he is hit by an attack using Energy Explosion or Penetrating/Psychic Blast, after resolutions, place an action token on him.

WEBBING: When Spider-Man hits with a range attack, after resolutions, roll a d6. **4-6:** the hit characters can't move, be placed, or make range attacks until your next turn.

AGGRESSIVE ARACHNID: Charge, Flurry.

SYMBIOTE-ENHANCED SPIDER-SENSE: Super Senses. Modify defense +1 against range attacks.

#M15-009 Agent Venom

I'VE BEEN ON A LOT OF TEAMS LATELY: Plasticity. Wild Card, but can only copy a team ability if two or more other friendly characters can use it.

UPGRADED WEAPONRY: When Agent Venom targets two characters with a range attack, instead of dividing the damage between them, he may deal his printed damage value to each hit target.

SYMBIOTE UNLEASHED: Battle Fury, Exploit Weakness, and Shape Change.

#D15-007 Agent 37

ACROBAT: Improved Movement: Elevated, Hindering.

STANDARD-ISSUE HYPNOS: Mind Control, but only to target characters he has previously hit with an attack this game.

DISGUISE: At the beginning of the game, put a Disguise token on this card. While there is a Disguise token on this card, Agent 37 can only be targeted by opposing characters that are adjacent to him. When Agent 37 makes an attack, after resolutions, remove the Disguise token from this card. If Agent 37 occupies a starting area or no opposing character can draw line of fire to him, he has, "POWER: Place a Disguise token on this card (Maximum 1)."

YOU FIGHT LIKE JAZZ: Flurry, Sidestep.

THE DOWNSIDE OF A SOLO ACT: NO ONE AROUND TO SEE YOU DO THE COOL STUFF.:

Before making a range attack, choose one: Precision Strike for the attack -or- you may draw line of fire from an unoccupied square of clear terrain within range and line of fire to target a single opposing character within range for the attack.

#D15-008 Nightwing,

ROOFTOP TO ROOFTOP: Improved Movement: Elevated, Hindering.

THE ENEMY OF MY ENEMY...: Once per game, FREE: Generate a Tony Zucco bystander as included with this card.

FLYING GRAYSON: Charge, Flurry. Nightwing can target opposing characters with close attacks regardless of elevation.

SECOND CITY SAINT: Combat Reflexes, Defend. Super Senses, but only when Nightwing is the target of a range attack.

#D15-008t Tony Zucco

ATONEMENT: Perplex, Support.

#D15-009 Robin

GRAPPLE GUN: Improved Movement: Elevated, Hindering.

ORIGINAL TITAN: When Robin is part of a Teen Titans themed team, he and adjacent friendly characters that can use the [Teen Titans] team ability may activate it as a FREE.

THE BOY WONDER: Sidestep. MOVE: If he ends this movement on a lower elevation from where he began, after resolutions, he may make a close attack.

TITANS TOGETHER!: Empower, Leadership.

[TT] #T001 NEW TEEN TITANS & TT #T005

TEEN TITANS: This team character may be given one additional FREE when using the Working Together ability.

#M15-010 Dormammu,

IMMORTAL: When Dormammu has less than 2 action tokens and is dealt penetrating damage, it can be reduced.

MYSTICAL LORD: At the beginning of your turn, you may choose a square within range and line of fire and generate a Mindless One bystander as included with this card in the chosen square. If there is 1 friendly Mindless One bystander token on the map, this places an action token on Dormammu and he cannot be given a costed action this turn. If there are 2 or more friendly Mindless One bystander tokens on the map, this places two action tokens on Dormammu and he cannot be given a costed action this turn.

TELEPORTATION ATTACK: Phasing/Teleport. When he uses it and he isn't adjacent to an opposing character, before moving you may roll 2d6. If Dormammu moves less than the result, after resolutions, he may make a close/range attack.

PURIFICATION BY FIRE: POWER: Precision Strike that may target more than one character. Choose a square within range and line of fire. Make a range attack targeting all characters occupying or adjacent to the chosen square.

DARK RULER: Leadership. At the beginning of your turn, choose: Outwit, Perplex, -or- Probability Control. Dormammu can use that power until your next turn.

#M15-011 Doctor Strange,
SORCERER SUPREME: Willpower.

PROTECTIVE AURAS: FREE: Choose one of the following: Shape Change, Toughness, -or- modify defense +1. Doctor Strange can use the chosen effect until he uses this ability again. When friendly characters are adjacent to Doctor Strange, they can use the chosen effect.

ORB OF AGAMOTTO: Probability Control. He can use it once on your turn, and once during each attack when it isn't your turn.

BOOK OF VISHANTI: POWER: Choose a friendly character within 3 squares and line of fire. Roll a d6 that can't be rerolled and heal the chosen character a number of clicks equal to half of the result. You may activate this effect with a DOUBLE POWER and heal all friendly characters within 3 squares instead.

#M15-012 Blade
BIOLOGICAL IMMUNITY: Modify defense +2 when Blade is the target of Mind Control. Other characters can't use Steal Energy when making attacks against Blade.

EMERGE FROM THE SHADOWS: Charge, Stealth. When he uses Charge, he can use Improved Movement: Hindering.

VAMPIRIC PHYSIOLOGY: Super Senses, Toughness. // At the beginning of your turn, if Blade hasn't taken damage since your last turn, you may heal him 1 click.

#D15-010 Miss Arrowette,
INTRODUCING...BOWSTRING!: At the beginning of the game, generate a Bowstring bystander as included with this card.

#D15-010t Bowstring
ANYTHING FOR BONNIE: Enhancement, Support.

#D15-011 Arrowette

NOCKING POINT: Once per turn, when Arrowette makes a range attack, after resolutions, she may make a range attack. For the additional attack, Arrowette can't target any character that was targeted with the first attack.

IN HARM'S WAY: Sidestep, Stealth.

QUIVER FULL OF OPTIONS: FREE: Choose: Barrier, Energy Explosion, Incapacitate, Leap/Climb, -or- Smoke Cloud. Arrowette can use the chosen power until your next turn.

#D15-012 Batman

ROOFTOPS AND DARK ALLEYS: Improved Movement: Elevated, Hindering. Improved Targeting: Hindering, Characters, May make a range attack when adjacent to an opposing character (May target an adjacent or non-adjacent opposing character).

FILES ON EVERYONE: At the beginning of the game, choose an opposing character and a standard attack or damage power showing on their dial. When that character has that power on their dial, Batman is dealt no damage from that character's attacks unless it is the only opposing character on the map.

GRAPPLE GUN ATTACK: When Batman makes a range attack and hits exactly 2 characters, after resolutions, you may place one hit character adjacent to the other. The character being placed can't be of a larger size than the other hit character.

COUNTER PUNCH: Combat Reflexes, Toughness. When an opposing character misses Batman with a close attack, deal the attacker 2 damage.

#M15-013 Ghost Rider,

PENANCE STARE: When a friendly character of 25 points or more is KO'd by an opponent, place a Penance token on this card. When Ghost Rider makes a close attack, you may deal damage equal to the number of Penance tokens on this card instead of normal damage. If you do, damage dealt is penetrating.

HELLFIRE CYCLE: Hypersonic Speed. Improved Movement: Elevated, Hindering.

#M15-014 Daredevil,

RADAR SENSES: Improved Targeting: Hindering.

RADAR SENSE: Super Senses. When he uses it and the attacker is within 4 squares, he succeeds on a result of 4-6.

DEFENDER OF HELL'S KITCHEN: Leap/Climb, Running Shot, and Stealth.

QUICK JAB TO YOUR PRESSURE POINTS: Incapacitate. When an opposing character misses Daredevil with a close attack, after resolutions, place an action token on the attacker. If you can't, deal the attacker 1 penetrating damage.

#M15-015 Punisher

WEAPONS CACHE: At the beginning of the game, place up to 5 Weapons Cache markers in clear squares at least 5 squares from each other and any starting area. Weapons Cache markers are considered hindering terrain. When he occupies a square with a Weapons Cache marker he has, "FREE: Place this marker on this card".

PERSONAL ARSENAL: When making a range attack, Punisher modifies his attack, damage, range +1 for each Weapons Cache marker on this card. Increase the number of [Targets] by 1 for each Weapons Cache marker on this card. When Punisher hits with a range attack, after resolutions, remove a Weapons Cache marker from this card.

D15-013 Deadshot

MAKE THE IMPOSSIBLE SHOT: Improved Targeting: Hindering.

...BANG: Ranged Combat Expert. When he uses it, he may choose his range value as one of the combat values to modify.

SNIPER RIFLE: Deadshot may replace his range value with 10. If he does, he has 1 [Target].

D15-014 Amanda Waller

YOU WORK FOR ME NOW: During your first turn, Amanda Waller has, "FREE: Choose a friendly character to gain the Suicide Squad keyword this game." // Leadership. When she uses it and succeeds, she may also remove an action token from any friendly character with the Suicide Squad keyword within 5 squares regardless of point value.

WELCOME TO THE SUICIDE SQUAD: When another friendly character that shares a keyword with Amanda Waller misses all targets of an attack, after

resolutions, place a Nano-Bomb token on that character's card. When a friendly character KO's an opposing character, you may remove any number of Nano-Bomb tokens from that friendly character's card. Characters with Nano-Bomb tokens can use these effects:

1+ Nano-Bombs: Willpower.

2+ Nano-Bombs: Modify character's speed and attack +1.

3+ Nano-Bombs: [Colossal Stamina].

4+ Nano-Bombs: Modify character's defense, damage, and range +1.

5 Nano-Bombs: Character is KO'd.

#D15-015 Captain Boomerang

COMPETITIVE MARKSMAN: Improved Targeting: Elevated, Characters.

COWARD AT HEART: When making an attack, modify attack +1 if his line of fire to each target crosses a square occupied by another friendly character.

MISSED!... OR DID I?: When Captain Boomerang makes a range attack targeting a single opposing character with 5 squares and misses, after resolutions, modify attack +1 and make a range attack against the same target.

#WK-005 Abominable Snowman

MOUNTAIN MAN: Improved Movement: Elevated.

AURA OF COLD: At the end of your turn, place an action token on all opposing characters adjacent to Abominable Snowman with an equal or lower point value.

JUST A LEGEND...?: Stealth.

GIANT SNOWBALL: Incapacitate with a range of 6. When he uses it, he also deals his printed damage value to hit characters.

Nick Fury, Agent of S.H.I.E.L.D.

#001 Nick Fury

LIFE MODEL DECOY: The first Nick Fury added to your force costs 65 points. The next costs 25 points and begins on the click #1 after the (orange) KO. Until KO'd, Nick Fury is considered 65 points.

RALLY: Whenever Nick Fury hits one or more opposing characters, Action Total +1.

WHO'S THE REAL ONE?: Shape Change. Once per turn for all characters with this power, after rolling for Shape Change you may swap Nick Fury with any other friendly [NFAOS] #001 Nick Fury. That character becomes the target of that attack.

#002a S.H.I.E.L.D. Section Chief

RALLY: Whenever S.H.I.E.L.D. Section Chief hits one or more opposing characters, Action Total +1.

#002b Maria Hill

CHANGING THE WORLD: CRACKING YOUR DEFENSE: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Energy Shield/Deflection.

DROP ZONE: When Maria Hill occupies your starting area and is given a MOVE, she has [Wing] symbol and Passenger: 4 to carry friendly characters with the S.H.I.E.L.D. keyword for this action. When she does, roll a d6 and replace her speed value with her printed speed value plus the result.

#003a S.H.I.E.L.D. Elite Agent

RALLY: Whenever S.H.I.E.L.D. Elite Agent hits one or more opposing characters, Action Total +1.

#003b Sharon Carter

CHANGING THE WORLD: ANTI-TERRORISM: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Poison.

ESPIONAGE TRAINING: Shape Change. Adjacent friendly characters with the S.H.I.E.L.D. keyword can use Shape Change, but only succeed on a result of 6.

#004a S.H.I.E.L.D. Infiltrator

GET WHERE I NEED TO BE: Improved Movement: Hindering.

RALLY: Whenever S.H.I.E.L.D. Infiltrator hits one or more opposing characters, Action Total +1.

#004b Eric Koenig

CHANGING THE WORLD: FROM WITHIN: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Shape Change.

H.A.M.M.E.R. INFILTRATOR: Shape Change. When he uses it and succeeds, put a Stolen token on this card. Remove a Stolen token and choose Outwit,

Perplex, -or- Probability Control. Eric Koenig can use the chosen power until your next turn.

#005a S.H.I.E.L.D. Field Agent

RALLY: Whenever S.H.I.E.L.D. Field Agent hits one or more opposing characters, Action Total +1.

#005b Clay Quartermain

CHANGING THE WORLD: MILITARY LOCKDOWN: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Flurry.

THIS IS WHAT WE TRAIN FOR!: When an opposing force has exactly one character on the map, modify attack and damage +1 and deals penetrating damage when attacking that character.

#006a S.H.I.E.L.D. Bodyguard

RALLY: Whenever S.H.I.E.L.D. Bodyguard hits one or more opposing characters, Action Total +1.

#006b Alexander Pierce

CHANGING THE WORLD: STOPPING THE LEAKS: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Exploit Weakness.

NICK FURY'S PERSONAL BODYGUARD:

Adjacent friendly characters that share a keyword with Alexander Pierce can use Mastermind, but only to choose Alexander Pierce. Friendly characters named Nick Fury within 4 squares and line of fire can use Mastermind, but only to choose Alexander Pierce regardless of point value and adjacency.

#007a S.H.I.E.L.D. Recruit

RALLY: Whenever S.H.I.E.L.D. Recruit hits one or more opposing characters, Action Total +1.

#007b Peggy Carter

VETERAN OF THE TRENCHES: Improved Movement: Hindering.

BEHIND ENEMY LINES: Stealth and Shape Change, but only if Peggy Carter is closer to an opponent's starting area than she is to her own.

SABOTEUR: At the beginning of your turn, choose a standard power or team ability. Opposing characters within 3 squares of Peggy Carter can't use it until your next turn.

#008a S.H.I.E.L.D. Paranormal Invest...

RALLY: When S.H.I.E.L.D. Paranormal Investigator hits one or more opposing characters, Action Total +1.

UNCOVER EVERYTHING: Stealth. **FREE:** Choose an adjacent opposing character. That character can't use Shape Change or Stealth this turn.

#008b Jimmy Woo

CHANGING THE WORLD: OCCULT SECRETS

EXPOSED: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or the [Mystics] team ability.

I'VE SEEN ALL THE TRICKS: Probability Control. Jimmy Woo and adjacent friendly characters that share a keyword with him have **PROTECTED:** Opposing Probability Control.

#009 Sarah Garza

GETTING INFO TO THE BOOTS ON THE

GROUND: Perplex. She can use it twice per turn on different targets if both characters have the S.H.I.E.L.D. keyword and an equal or lower point value.

#010 Bucky

JUNGLE MANEUVERS: Improved Movement: Hindering.

INVADE YOUR TERRITORY: Bucky can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

ALWAYS WITH YOU, CAP: Wild Card but can only copy team abilities from friendly characters with a shared keyword.

#011 Agent May

FIELD TEAM BACKUP: While Agent May is attacking a single character, if another friendly character with this trait has line of fire to the target, Agent May can use Probability Control.

THE CAVALRY: Willpower, but only if another friendly character has taken damage since your last turn.

SEASONED SOLDIER: Combat Reflexes, Toughness.

#012 Agent Ward

FIELD TEAM BACKUP: While Agent Ward is attacking a single character, if another friendly character with this trait has line of fire to the target, Agent Ward can use Probability Control.

TRAITOR: S.H.I.E.L.D. TO HYDRA: Adjacent friendly characters that can use the [S.H.I.E.L.D.] team ability can also use the [Hydra] team ability.

SETTING UP SHOP: If Agent Ward occupies hindering terrain, Agent Ward's range becomes 8 and he can use Ranged Combat Expert.

#013 Deltite LMD

CUT OFF ONE HEAD: When Deltite LMD is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

#014a Hydra Recruit

CUT OFF ONE HEAD: When Hydra Recruit is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

#014b Hydra Agent H

CUT OFF ONE HEAD: When Hydra Agent H is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

TRAITOR: HYDRA TO S.H.I.E.L.D.: Hydra Agent H and adjacent friendly characters that can use the [Hydra] team ability also can use the [S.H.I.E.L.D.] team ability.

DAUGHTER OF THE IMPERIAL HYDRA: Shape Change but only if Hydra Agent H is adjacent to a friendly character with the Hydra keyword.

#015a Hydra Infiltrator

BLACK OPS: Improved Movement: Hindering.

CUT OFF ONE HEAD: When Hydra Infiltrator is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

015B Hydra Annihil-Agent

BLACK OPS: Improved Movement: Hindering.

CUT OFF ONE HEAD: When Hydra Annihil-Agent is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

EXPLOSIVE INFILTRATION: When Hydra Annihil-Agent hits one or more opposing characters, you may destroy a piece of Blocking terrain within 3 squares.

#016 Nomad

ARNIM ZOLA'S SON, RAISED BY STEVE

ROGERS: When you build your force, Nomad gains the keywords of friendly characters named Arnim Zola, Captain America, or Steve Rogers. When adjacent to one of those characters, modify Nomad's defense +1.

SERRATED SHIELD: Range of 4.

Blades/Claw/Fangs and may use it when given a RANGE.

#017 Dum Dum Dugan

CHANGING THE WORLD: TACTICAL

MANEUVERING: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Sidestep.

HOWLERS UNTIL THE END: Adjacent friendly characters that share a keyword with Dum Dum Dugan can be given a costed action even if they have two action tokens. When you do, after resolutions, that character is dealt 1 unavoidable damage and doesn't clear action tokens this turn.

#018 Contessa Valentina

CHANGING THE WORLD: SUPERIOR

ESPIONAGE: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Outwit.

SETTING THE TABLE FOR BETRAYAL:

Mastermind, but can only choose characters with the Hydra or S.H.I.E.L.D. keyword. When Contessa Valentina uses it, give her a Traitor token and then roll a d6 that can't be rerolled and add 1 for each Traitor token. **8+:** You may replace her with [NFAoS] #057 Madame Hydra.

#019 Quake

CHANGING THE WORLD: FROM THE

SHADOWS: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Quake.

BUT, YOU CAN CALL ME, "AGENT

JOHNSON": Quake. She may use it as if she occupied a square within 3 squares and line of fire.

#020a S.H.I.E.L.D. Cyborg

RALLY: When S.H.I.E.L.D. Cyborg hits one or more opposing characters, Action Total +1.

#020b John Garrett

CHANGING THE WORLD: RECON OP:

Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Combat Reflexes.

COLLATERAL DAMAGE: Energy Explosion. When John Garrett uses it, if the original target is the highest-point opposing character and is adjacent to at least one other character, damage dealt is penetrating.

#021 Fitz

FIELD TEAM BACKUP: While Fitz is attacking a single character, if another friendly character with this trait has line of fire to the target, Fitz can use Probability Control.

HOVERBOTS: At the beginning of the game, generate a Hoverbot bystander. If there are less than 4 friendly Hoverbot bystanders on the map, Fitz has, "POWER: Generate a Hoverbot bystander."

#021bt Hoverbot

MY EYES AND EARS: Sidestep. Hoverbot doesn't require opponents to break away, doesn't block line of fire, can't be chosen for Mastermind, and has PROTECTED: Perplex.

HOVERBOT ACTIVATION: POWER: Choose a friendly character named Fitz or Simmons. Until the end of your turn, that character can use their printed damage powers as if they occupied the square Hoverbot occupies.

#022 Simmons

FIELD TEAM BACKUP: While Simmons is attacking a single character, if another friendly character with this trait has line of fire to the target, Simmons can use Probability Control.

UNUSUAL D.N.A. IN THE LAB: POWER: Choose an adjacent friendly character. That character can use Force Blast, Incapacitate, and Smoke Cloud until your next turn.

#023 Skye

FIELD TEAM BACKUP: While Skye is attacking a single character, if another friendly character with this trait has line of fire to the target, Skye can use Probability Control.

A HACKTIVIST WITH S.H.I.E.L.D.

RESOURCES: Perplex. When she uses it and isn't within any opposing character's line of fire, she can target any friendly character on the map. If she occupies an opposing starting area, she can use Perplex a second time to target any opposing character on the map.

#024 Winter Soldier

ULTIMATE INFILTRATOR: Improved Targeting: Hindering, Characters.

INVADE YOUR TERRITORY: Winter Soldier can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

DEADLY SNIPER: Outwit, Ranged Combat Expert, both with a minimum range of 10. If Winter Soldier uses both in a turn, he must target the same character.

#025 Blackout

DARKFORCE DIMENSION CONNECTION: Barrier, Smoke Cloud. He may also activate either as a FREE to instead place 1 marker. Opposing characters occupying any of his Smoke Cloud markers modify their attack -2 instead of -1.

#026 Doctor Locke

CUT OFF ONE HEAD: Whenever Doctor Locke is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

DUPLICATION EXPERT: When an opposing character is KO'd, deal 1 penetrating damage to each other opposing character with the same name.

FINDING GENETIC COMMONALITIES: Outwit. When he uses it and chooses a standard power, this use of Outwit also affects the same standard power on each other opposing character within 6 squares of Doctor Locke that shares a keyword with the targeted character.

#027 Blackwing

HYDRA'S REACH IS PARALYZING: When Blackwing takes damage from an attack, after

resolutions, you may choose one character adjacent to the attacker and deal them 1 penetrating damage. If you do, that character can use Earthbound/Neutralized until your next turn.

#028 Hive

PARASITE: When Hive hits with an attack, after resolutions, generate one Parasite bystander adjacent to each hit target. His Parasite bystanders are removed from the game when there are no opposing characters adjacent to them.

HYDRA'S REACH IS DISGUSTING: When Hive takes damage from an attack, after resolutions, you may choose one character adjacent to the attacker and deal them 1 penetrating damage and choose a character adjacent to one of his Parasite bystander tokens and deal them 1 penetrating damage.

#029 Man-Killer

NO MAN IS BETTER THAN ME!: When Man-Killer is the only target of an attack and the attacking character has a higher attack or damage value than Man-Killer, that character uses Man-Killer's printed value instead of the higher value.

PYM GAUNTLET OR RAZOR DISKS: At the beginning of your turn, choose one to last until your next turn: Close Combat Expert and [Giant] damage symbol -or- Ranged Combat Expert with a range of 5.

#030a Hydra Field Agent

CUT OFF ONE HEAD: When Hydra Field Agent is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

#030b Hydra Section Chief

CUT OFF ONE HEAD: When Hydra Section Chief is KO'd, remove an action token from up to two friendly characters with the Hydra keyword.

HYDRA INTERNAL COORDINATION: Hydra Section Chief and adjacent characters with the Hydra keyword have, "POWER: Choose one to use until your next turn: Outwit, Perplex, or Probability Control."

#031a Baron Blood

VAMPIRIC HUNGER: Baron Blood begins the game on click #3. Steal Energy and when he uses it, he may heal past his starting line, up to click #1.

NIGHT STALKER: Charge, Stealth.

#031b Baron Blood

VAMPIRIC HUNGER: Baron Blood begins the game on click #4. Steal Energy, and when he uses it, he may heal past his starting line, up to click #1.

FIGHTING ALONGSIDE MY BROTHER:

PROTECTED: [Mystics] team ability. If a friendly character named Doctor Strange is on the map, Baron Blood modifies attack and damage +1 when attacking a character with the Monster or Mystical keyword.

FEEDING ON MORGANA: Super Senses.

Regeneration, but only as a FREE and only if adjacent to a friendly character. When he uses it, he heals a minimum of 1 and after resolutions, deal an adjacent friendly character 1 unavoidable damage.

#032 Jet Black

EFFORTLESS FLUIDITY: Improved Movement: Hindering, Elevated.

ARNIM ZOLA'S DAUGHTER, INSPIRED BY

STEVE ROGERS: When you build your force, Jet Black gains the keywords of friendly characters named Arnim Zola, Captain America, or Steve Rogers. When adjacent to one of those characters, modify Jet Black's attack +1.

OMNI-SENSES: Probability Control, but only while attacking. When she uses it, she may choose to only reroll one die.

#033 Nick Fury, Jr.

CHANGING THE WORLD: TAKING DOWN

DICTATORS: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Mastermind.

BACK TO THE VAULT: Incapacitate, Plasticity.

When Nick Fury, Jr. is given a MOVE, if he ends it adjacent to an opposing character, after resolutions, he may use Incapacitate at no cost.

#034 Druid

MAGIC BULLET: FREE: Choose an adjacent friendly character. That character can use Penetrating/Psychic Blast and Improved Targeting: Once per range attack, you may draw a line of fire through one piece of Blocking terrain. Immediately after that range attack resolves, destroy that piece of Blocking terrain.

I'M NOT A LIABILITY!: Enhancement, but only if

adjacent to a friendly character with S.H.I.E.L.D. keyword. Empower, but only if adjacent to a friendly character with the Secret Warriors keyword.

#035 Deathlok

G.P.S. NAVIGATION: Improved Movement: Hindering.

MIND TRANSFER: Mind Control.

ESPIONAGE ENGAGEMENT: Running Shot, Stealth.

#036 Agent Coulson

FIELD TEAM BACKUP: While Agent Coulson is attacking a single character, if another friendly character with this trait has line of fire to the target, Agent Coulson can use Probability Control.

FIELD TESTING SOME NEW TECH: Energy Explosion, Penetrating/Psychic Blast.

AGENT LEVEL 7: Enhancement, Leadership. When he uses Leadership and succeeds, he may instead remove an action token from up to 2 friendly characters that share a keyword with him.

#037 U.S. Agent

INVADE YOUR TERRITORY: U.S. Agent can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

PLANNED INVASION: When a friendly character uses the "Invade Your Territory" trait, after resolutions, that character can use Barrier or Smoke Cloud at no cost until your next turn, but only to place markers equal to the number of removed markers of that type.

BEHIND THE SHIELD: Combat Reflexes, Invulnerability. // At the end of your turn, choose a side of the square U.S. Agent occupies. Lines of fire drawn to U.S. Agent that pass through that side of the square are blocked until your next turn.

#038 Blazing Skull

INVADE YOUR TERRITORY: Blazing Skull can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

IMMUNE TO FIRE: When Blazing Skull is the target of a range attack, the attacker's maximum damage value is its printed value.

GHASTLY FLAME: Poison, Super Strength.

#039 Miss America

INVADE YOUR TERRITORY: Miss America can move through opposing Barrier and Smoke Cloud and removes them from the game when moving through them.

I CAN FLY A LITTLE BIT: Charge, [Flight].

#040 Whizzer

INVADE YOUR TERRITORY: Whizzer can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

BOXING AT 100 MPH: Hypersonic Speed. When he uses it, he may use Close Combat Expert at no cost instead of the close attack.

#041 Radiance

INVADE YOUR TERRITORY: Radiance can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

SHIMMERING INVASION: Shape Change. Adjacent friendly characters that share a keyword with her can use Shape Change.

#042 Spitfire

INVADE YOUR TERRITORY: Spitfire can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

A BRIGHT AND BLAZING TRAIL: Hypersonic Speed. When she uses it, modify defense +1 against range attacks until your next turn.

LEGACY OF BARON BLOOD'S BITE:

Blades/Claws/Fangs, Flurry. When she uses Blades/Claws/Fangs, the maximum result of the d6 roll is 4.

#043a Union Jack

INVADE YOUR TERRITORY: Union Jack can move through opposing Barrier and Smoke Cloud markers and removes them from the game when

moving through them.

#043b Union Jack

INVADE YOUR TERRITORY: Union Jack can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

SILVER BULLETS AND BLADE: When Union Jack hits an opposing character with the Monster keyword, the damage dealt is penetrating damage and that character can't heal for the rest of the game.

THE WEBLEY OR THE SHIV?: Charge, Running Shot. When he uses Charge, he can use Blades/Claws/Fangs. When he uses Running Shot, he can use Improved Targeting: Characters.

#044 Kraken

YOU CAN STILL REDEEM YOURSELF, SON: Shape Change.

MISSION ACCOMPLISHED: Kraken heals 1 click each time another friendly character with the Hydra keyword is KO'd.

I AM AMONG YOU: Poison. When he uses Poison, he deals penetrating damage to characters with the Hydra keyword.

#045 Viper

HYDRA'S REACH SEES ALL: When Viper takes damage from an attack, after resolutions, deal 1 penetrating damage to the attacker and each opposing character adjacent to the attacker.

WHAT I HAVE BECOME: At the beginning of your turn, roll a d6 that can't be rerolled. Viper can use the indicated power until your next turn.

1-2: Mind Control.

3-4: Perplex.

5: Outwit.

6: Choose one of these powers.

#046 Imperial Hydra

TWO HEADS SHALL TAKE THEIR PLACE!:

When another friendly character with the Hydra keyword is KO'd after resolutions, you may give Imperial Hydra an action token. If you do, roll a d6 that can't be rerolled. **4-5:** Generate a character with the Hydra keyword of 40 points or less. **6:** Generate up to two characters with the Hydra keyword of 40 points or less.

HYDRA'S REACH IS INVASIVE: When Imperial Hydra takes damage from an attack, after resolutions you may choose one character adjacent to the attacker and deal them 1 penetrating damage. If you do, that character can't use its current printed defense power until the end of your next turn.

STRUCKER'S PUPPET, BUT THE MEN DON'T KNOW IT: Leadership. When he uses it and succeeds, he may instead remove an action token from a friendly character with the Hydra keyword that's within three squares, regardless of point value.

#047 Dr. Demonicus

GIANT MONSTER SUMMON!: If no friendly bystander named on this card is on the map, "POWER: You may choose one character named on this card you haven't chosen this game and generate it."

LIFESTONE DEFENSE: Adjacent friendly characters with [Colossal] damage symbol modify defense +1.

#048 Iron Nail

RAPID POWER DRAIN: At the end of your turn, place a Drain token on the cards of all adjacent opposing characters. // Opposing characters modify their combat values by -1 for each Drain token placed by him. An opposing character may be given a POWER to remove all Drain tokens from that character's card.

#049 Captain America

STILL KING OF THE BIRDS: At the beginning of the game, generate 3 Pigeon bystanders and 1 Redwing bystander in your starting area.

HOW DID I EVER SURVIVE WITHOUT A SHIELD?: Energy Shield/Deflection, Invulnerability, Super Senses, and Willpower.

#050 Thor

...IF SHE BE WORTHY: Modify attack and damage +1 when targeting a single character that is assigned a relic or resource with an attack.

YOU WILL TASTE COLD URU: Charge. When she uses it and moves in a direct line, she doesn't halve her speed value and, if she is not holding an object, she can use Improved Movement: Blocking terrain, immediately after movement resolves, destroy all Blocking terrain moved through.

I AM...THE GODDESS OF THUNDER: Energy Explosion. Improved Targeting: Characters, Elevated, Hindering.

#051 Steve Rogers

SOME THINGS NEVER CHANGE: Improved Movement: Hindering. Improved Targeting: Elevated.

CHANGING THE WORLD: A WORLD UNITED:

Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower or Team Abilities.

LEADING BY (VERY GOOD) EXAMPLE:

Leadership. When Steve Rogers hits an opposing character, other friendly characters with the S.H.I.E.L.D. keyword can use Probability Control when they attack this turn.

ENERGY SHIELD EXTEND: Energy Shield/Deflection, Sidestep, and Toughness. Adjacent friendly characters that share a keyword with him can use Energy Shield/Deflection.

#052 Hulk

HULK AM POET OF SMASH!: Improved Movement: Hindering, Blocking terrain, immediately after movement resolves destroy all Blocking terrain moved through.

STRONGEST ONE THERE IS: Super Strength.

INDESTRUCTIBLE HULK: When this click is revealed due to taking damage, stop turning the dial. When Hulk would be dealt damage, roll a d6 that can't be rerolled. **1-2:** Invulnerability. **3-4:** Invincible. **5-6:** Take no damage. Protected: Outwit, Pulse Wave.

RESEARCHING THE HULK WITH S.H.I.E.L.D.:

When Hulk clears action tokens, place a Research token on the card of a friendly character with the S.H.I.E.L.D. keyword. Even if this power is lost, friendly characters can remove a Research token from their card to use Outwit until your next turn.

#053 Iron Man

RUTHLESSLY CUTTING OPERATIONAL COSTS: Each time another friendly character with the S.H.I.E.L.D. keyword is KO'd by an opposing character, modify the combat values of all friendly characters with the S.H.I.E.L.D. keyword by +1 until the end of your next turn.

CHANGING THE WORLD: ISOLATE AND CONTAIN: Opposing characters adjacent to two or more friendly characters with the S.H.I.E.L.D. keyword can't use Willpower, Telekinesis, or [Carry].

SUBVERTING S.H.I.E.L.D.'S COMMAND STRUCTURE: Adjacent friendly characters with the S.H.I.E.L.D. keyword can use Leadership, but remove an action token from a higher point character with the S.H.I.E.L.D. keyword instead.

#054 Namor

INVADE YOUR TERRITORY: Namor can move through opposing Barrier and Smoke Cloud markers and removes them from the game when moving through them.

...AND LEAVE BEHIND A BIT OF MINE: When Namor or another friendly character uses the "Invade Your Territory" trait, after resolutions, you may place a water terrain marker in any of the squares from which a Barrier or Smoke Cloud marker was removed.

MASTER OF UNDERSEA TRAVEL: If Namor occupies a square of water terrain and has 0 or 1 action tokens, he has, "FREE: Place Namor in another square of water terrain within 6 squares."

#055 Spider-Woman

REVEALING ALL THE SECRETS: At the beginning of your turn, choose a copyable team ability that an opposing character within range and line of fire can use. Until your next turn, Spider-Woman can use this team ability and that character can't use this team ability.

WEB GLIDERS: Leap/Climb, Sidestep. Once per turn, when Spider-Woman is given a MOVE and moves 4 squares or less, after resolutions she may make a close/range attack.

#056 Nick Fury

SPY SATELLITE: Improved Targeting: Elevated, Hindering, Characters.

COSMIC ASSASSIN, GUARDIAN OF EARTH: Shape Change. When Nick Fury targets only the highest point opposing character with an attack, modify his attack and damage +1 and he deals penetrating damage.

WATCHER'S EYES TO SEE SECRETS: Probability Control. // FREE: Choose a power that an

opposing character within range and line of fire can use. That character can't use that power until your next turn.

#057 Madame Hydra

HYDRA'S REACH IS NEVER-ENDING: When Madame Hydra takes damage from an attack, after resolutions you may choose one character adjacent to the attacker and deal them 1 penetrating damage and give them 1 action token.

BEAUTY WITH A BLACK HEART: Madame Hydra heals 1 click each time another friendly character that shares a keyword with her is KO'd.

WE ARE AMONG YOU: Poison. When she uses Poison, she deals penetrating damage to characters with the S.H.I.E.L.D. keyword.

I KNOW ALL YOUR SECRETS: Outwit, Shape Change. Opposing characters within range and line of fire that use Outwit or Perplex must be given a POWER instead of a FREE to use it.

#058 Golden Claw

PSYCHIC ENERGIES OF MIND-SLAVES: When Golden Claw hits an opposing character, place a Mind-Slave token on that character's card. Characters with one or more Mind-Slave tokens modify their combat values by -1 when targeting Golden Claw with an attack. You may remove one of his Mind-Slave tokens from an opponent's card to modify Golden Claw's combat values by +1 until your next turn.

ID PARALYZER: Mind Control. When he uses it, Golden Claw's line of fire can't be blocked when targeting an opposing character with a Mind-Slave token.

ILLUSIONARY DISGUISE: Probability Control, Shape Change. When he uses Shape Change, he succeeds on a result of 4-6 if targeted by a non-adjacent character.

#059a Nighthawk

INFRARED ZOOM LENSES: Improved Targeting: Hindering.

NIGHT AND DAY: At the beginning of the game, an opponent chooses Night -or- Day. If they choose Night, modify Nighthawk's combat values by +1. If they choose Day, modify the defense of all opposing characters by -1 unless they occupy hindering terrain.

PUSHING THE DEFENDERS TO BE MORE PROACTIVE: Nighthawk and friendly characters that share a keyword with him may replace their attack value with the printed attack value of an adjacent friendly character sharing that same keyword.

SHIELDED WINGS: Energy Shield/Deflection, Toughness, and Willpower.

#059b Nighthawk

THE PEOPLE MUST THINK FOR

THEMSELVES: Friendly characters have
PROTECTED: Mind Control. Opposing characters' combat values can't be positively modified unless they are adjacent to Nighthawk.

NIGHT GLIDING: Charge, Stealth, and [Flight].

PRESIDENT OF THE UNITED STATES (OF EARTH-712): Energy Shield/Deflection, Shape Change. When he uses Shape Change, increase the result by +1 for each adjacent friendly character.

#060 Baron Strucker

HYDRA'S REACH IS WORLDWIDE: When Baron Strucker takes damage from an attack after resolutions, deal 1 penetrating damage to the attacker and each opposing character within 2 squares of the attacker.

RUTHLESSLY PURSUING HYDRA'S GOALS: Each time another friendly character with the Hydra keyword is KO'd by an opposing character, modify the combat values of all friendly characters with the Hydra keyword by +1 until the end of your next turn.

SATAN CLAW SLASH: Blades/Claws/Fangs, Exploit Weakness.

HYDRA'S TRUE LEADER: Leadership, Perplex.

#061 Avengers Sky-Cycle

PASSENGERS: 1

PERSONAL CRAFT: HAWKEYE: A themed team may include Avengers Sky-Cycle and is still a themed team as long as a character named Hawkeye is on your force.

UNBELIEVABLE UPSIDE-DOWN SHOT: When Avengers Sky-Cycle makes an attack, you may modify its attack +2. If you do, after resolutions roll a d6 that can't be rerolled. **1:** Place the pilot in an adjacent square, dealing it and all passengers 2 unavoidable

damage.

#062 Captain America's Motorcycle

PASSENGERS: 0

PERSONAL CRAFT: CAPTAIN AMERICA: A themed team may include Captain America's Motorcycle and is still a themed team as long as a character named Captain America is on your force.

JUMP IT!: Improved Movement: Elevated. If Captain America's Motorcycle moves and crosses at least one edge of elevated terrain, adjacent opposing characters modify their defense -1 this turn.

RAM: MOVE: Improved Movement: Characters. Move along a direct path. After resolutions, make a close attack targeting all opposing characters whose squares were moved through. Each hit character is dealt Captain America's Motorcycle printed damage value instead of normal damage and then deal Captain America's Motorcycle 1 unavoidable damage for each hit character.

#063 S.H.I.E.L.D. Space Rig

PASSENGERS: 0

PERSONAL CRAFT: NICK FURY: A themed team may include S.H.I.E.L.D. Space Rig and is still a themed team as long as a character named Nick Fury is on your force.

SUB-ORBITAL LIFT: Energy Shield/Deflection. If S.H.I.E.L.D. Space Rig has two action tokens, it can't be the target of close attacks.

#064 Kang's Time Chair

PASSENGERS: 0

PERSONAL CRAFT: KANG: A themed team may include Kang's Time Chair and is still a themed team as long as a character named Kang or Kang the Conqueror is on your force.

AUTOPILOT: This vehicle may be given actions without a pilot. When you do so, immediately after resolutions deal this vehicle 1 unavoidable damage.

VIEW THE TIMELINES FROM ON HIGH:

Probability Control. Each time an opposing character within range and line of fire uses Probability Control, Kang's Time Chair may immediately use Probability Control even if it has already used it this turn.

#065 Thanos Throne

PASSENGERS: 0

PERSONAL CRAFT: THANOS: A themed team may include Thanos Throne and is still a themed team as long as a character named Thanos is on your force.

LESSER BEINGS ARE INCINERATED: Thanos Throne can only be piloted by characters of 100 points or more.

AUTOPILOT: This vehicle may be given actions without a pilot. When you do so, immediately after resolutions deal this vehicle 1 unavoidable damage.

YOUR NEW MASTER DEMANDS HOMAGE: IF Thanos Throne has a pilot, it has, "POWER: For each opposing character within 2 squares with 0 or 1 action tokens, that character's controller chooses: Give that character an action token -or- deal that character 2 penetrating damage."

#100 Winter Soldier

JUNGLE MANEUVERS: Improved Movement: Hindering.

DEPARTMENT X: Friendly characters with a higher point value and the scientist keyword can use Mind Control, but only to target Winter Soldier.

TAKE A HIT AND MINDLESSLY KEEP GOING: Invulnerability, Willpower.

BEEN WAITING FOR THIS SHOT ALL

MORNING: Ranged Combat Expert, Improved Targeting: Characters. When he uses Ranged Combat Expert, he may instead choose a direction and target all opposing characters along that direct line.

#G001 Hulkbuster Mark II

ASSEMBLING THE HULKBUSTER: To play [NFAOS] #G001 Hulkbuster Mark II, you must have all 5 Hulkbuster Mark II pieces [NFAOS] #A001 - [NFAOS] #A005 attached. To start on the 500 or 300 point starting line, you must attach [NFAOS] #053 Iron Man by placing him on this card. You don't pay the point cost for any of these attachments and they can't

be added separately to your force.

MODULAR DESIGN: When Hulkbuster Mark II is KO'ed, place the 5 attached Hulkbuster Mark II pieces on the map in different squares adjacent to or in the squares Hulkbuster Mark II last occupied. If you started the game with [NFAOS] #053 Iron Man, place him adjacent to or in one of the squares Hulkbuster Mark II last occupied on his 50 point starting line. Protected: Pulse Wave.

TITANIC PUNCH: When Hulkbuster Mark II hits an adjacent opposing character with a critical hit, knock that character back until it hits the edge of the map, destroying all blocking terrain along the path. After resolutions, deal that character damage equal to the number of walls and squares of blocking terrain destroyed in this way.

EVACUATE THE AREA!: Charge, Quake. // MOVE: Move up to your speed value. After resolutions, Hulkbuster Mark II may use Quake at no cost.

BUILT TO WITHSTAND HULK'S RAGE:

Impervious. Takes a maximum of 2 damage (at once). Protected: Outwit, Pulse Wave.

Fast Forces: Nick Fury, Agent of S.H.I.E.L.D.

#001 Nick Fury, Jr.

ME AND CHEESE, FROM AFGHANISTAN TO

S.H.I.E.L.D.: UNIQUE MODIFIER- When Nick Fury, Jr. is adjacent to a friendly character named Agent Coulson, they both modify attack +1.

FIGURE OUT HOW YOU'RE DOING THAT,

AND STOP IT: When Nick Fury, Jr. damages an opposing character after resolutions, choose a power or team ability that character can use. That character can't use that power or team ability until your next turn.

#002 Agent Coulson

CALL IN THE REINFORCEMENTS: POWER:

Choose another friendly character of equal or less points that shares a keyword with Agent Coulson and has no action tokens. Place that character adjacent to Agent Coulson.

FIELD TEAM BACKUP: While Agent Coulson is attacking a single character, if another friendly character with this trait has line of fire to the target, Agent Coulson can use Probability Control.

#003 Agent May

FIELD TEAM BACKUP: While Agent May is attacking a single character, if another friendly character with this trait has line of fire to the target, Agent May can use Probability Control.

NEVER OUTNUMBERED: Modify defense +1 for each adjacent opposing character.

#004 Fitz

FIELD TEAM BACKUP: While Fitz is attacking a single character, if another friendly character with this trait has line of fire to the target, Fitz can use Probability Control.

GOOD FOR ONE FREE MONKEY: At the beginning of the game, generate [FF:NFAOS] #099 H.E.N.R.Y.

TECH'S READY NOW SIR!: Perplex. // **POWER:** Choose a friendly character within line of fire that shares a keyword with Fitz. That character can use Perplex until your next turn.

#005 Simmons

FIELD TEAM BACKUP: While Simmons is attacking a single character, if another friendly character with this trait has line of fire to the target, Simmons can use Probability Control.

NEUTRALIZATION SERUM: Outwit. // **POWER:** Choose a friendly character within line of fire that shares a keyword with Simmons. That character can use Outwit until your next turn.

#006 Skye

FIELD TEAM BACKUP: While Skye is attacking a single character, if another friendly character with this trait has line of fire to the target, Skye can use Probability Control.

TRAINED WITH A SNIPER RIFLE...: Ranged Combat Expert, Range of 7.

...DEADLIER WITH A LAPTOP: Opposing characters within line of fire must be given a POWER to use Outwit or Perplex.

#099 H.E.N.R.Y.

FITZ'S HELPER MONKEY: Empower, Enhancement.

Superman/Wonder Woman

#003 Batman

MIRACLO PILL: Once per game, "FREE: Place 3 Miraclo tokens on this card." // Perplex, Super Strength and Willpower but only when a Miraclo token is on this card. When he uses Perplex, he can only target himself. // At the beginning of your turn, remove a Miraclo token from this card.

#004 Parademon

APOKOLIPS RISING: Adjacent friendly characters with the Apokolips keyword and a higher point value can use Mastermind, but only to choose friendly characters whose name includes Parademon.

#005 Amazon

AMAZONS OF THEMYSKIRA: When Amazon is adjacent to one or more friendly characters with the Amazon keyword, modify attack +1.

#006 Investigative Reporter

THE WORLD NEEDS TO KNOW: YOUR

FAILURES: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, modify the chosen character's defense -1.

#007 Newsboy Legion

THE WORLD NEEDS TO KNOW: YOUR

DISTRACTIONS: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, modify the chosen character's speed and range -1.

#008 Soldier

HIGH-LEVEL CONTAINMENT: Plasticity. FREE: Choose an adjacent opposing character of 100 points or more. That character can't use Improved Movement abilities until your next turn.

#009 Accountable

EXPOSE YOUR SECRETS: Outwit. When he uses it, he can use Improved Targeting: Hindering and doesn't need range or line of fire if the target is occupying hindering terrain within 10 squares.

#010 Huntress

WHAT? IT'S JUST RUBBLE: Improved Movement: Hindering.

WORLDS' FINEST: YOU CAN'T ALWAYS DEPEND ON YOUR POWERS, KARA: Friendly characters named Power Girl modify their combat values +1 if they can't use a power due to Outwit.

#011 Power Girl

WORLD'S FINEST: I'VE GOT YOUR BACK, HELENA: Friendly characters named Huntress can use Toughness.

#012 Steel

METAL-O VIRUS: Modify the combat values of adjacent opposing characters with the Armor, Robot, or Vehicle keywords by -1.

IRON WILL: Invincible, Willpower.

#013a Guardian

NEWSBOY GUARDIAN: Willpower, but only when a friendly character named Newsboy Legion is on the map.

SHIELD BASH: Quake. When he uses it, hit characters are given an action token.

013B Captain Atom

CONTAINMENT SUIT RUPTURE: Toughness. // Regeneration as a FREE. When he uses it, if the roll is a 1, deal 2 penetrating damage to each character within 3 squares, then KO Captain Atom.

SUPERHUMAN STRATEGIST: Enhancement, Leadership.

#014 Coldcast

ELECTROMAGNETIC PULSE: Pulse Wave. When Coldcast uses it, after resolutions, Coldcast may use Outwit at no cost targeting each hit opposing character regardless of range or line of fire, but can only choose defense powers.

#015 Hat

MAGICAL HAT: Once per turn, you can either: "FREE: Choose a standard attack power" -or- "POWER: Choose a standard damage power." Hat can use the chosen power until your next turn.

#016 Menagerie

SYMBEASTS: Combat Reflexes, Super Senses.

#017 Superman

THE ODDS ARE AGAINST ME: At the end of your turn, if Superman was given a costed action this turn

and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. //FREE: Remove 2 Outnumbered tokens from this card to make a close/range attack.

STANDING TALL: FREE: Remove 1 Outnumbered token from this card and he can use Willpower this turn.

#018 Wonder Woman

THE ODDS ARE AGAINST ME: At the end of your turn, if Wonder Woman was given a costed action this turn and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. //FREE: Remove 2 Outnumbered tokens from this card to make a close/range attack.

STANDING TALL: FREE: Remove 1 Outnumbered token from this card and she can use Willpower this turn.

DEFLECTING BRACELETS: Energy Shield/Deflection. When Wonder Woman is targeted by a range attack that misses her, after resolutions give the attacker an action token. If you can't, deal the attacker 1 unavoidable damage.

#019a Superman II

WAIT, THAT'S NOT SUPERMAN...: SIDELINE ACTIVE - If Superman II is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Superman II. If you do, Superman II begins the game with an action token.

PACIFIST IDEALS: Incapacitate. When Superman II uses it as a CLOSE action and hits, after resolutions, once per turn he may use Incapacitate at no cost, but only to target the same character. Characters hit by his Incapacitate can't use Willpower this turn.

#019b Brutaal

WAIT, THAT'S NOT SUPERMAN...: SIDELINE ACTIVE - If Brutaal is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Brutaal. If you do, Brutaal begins the game with an action token.

CONQUERING HERO OF APOKOLIPS:

Willpower, but only when Brutaal is closer to an opponent's starting area than his own. // When a friendly character with the Apokolips keyword is closer to an opponent's starting area than its own, modify that character's attack +1.

SPAWN OF APOKOLIPS: Super Strength.
PROTECTED: Outwit unless it is granted by the [Superman Enemy] team ability.

#020 Hawkgirl

TREASURE HUNTER: At the beginning of your turn if Hawkgirl is occupying printed hindering terrain, you may roll a d6 that can't be rerolled. **6:** once per game you may choose an object that costs 8 points or less from outside the game and generate it in her square. If it can be equipped, equip it.

#021 Red Tornado

RIDE THE CYCLONE: Force Blast normally or as a FREE. When she activates Force Blast, after resolutions, if the target is still adjacent to her, deal that character 1 penetrating damage.

#022 Mermaid

CHARM THE WEAK-WILLED: When she is targeted with an attack by an opposing character that can't use Willpower, modify defense +2.

#023 Apollo

SHINING A LIGHT: Improved Targeting: Hindering.

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

THE MERCY OF APOLLO: When Apollo hits an opposing character that opposing player must choose: this attack deals penetrating damage -or- that character can't attack Apollo until your next turn.

#024 Circe

ANIMALS ARE MY DOMAIN: An Animal themed team may include Circe and is still a themed team.

MASTER OF MEN: Mind Control.

QUEEN OF A BESTIAL ARMY: Leadership, Mastermind. When she uses Leadership and succeeds, she may choose an adjacent friendly character of 75 points or less and one of the following: Battle Fury, Blades/Claws/Fangs, or [Flight]. That character can use

the chosen power/ability this turn.

#025 Artemis

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

AMAZONIAN WARFARE: Charge, Stealth.

I LOVE A CHALLENGE: When Artemis attacks only the highest point opposing character, modify attack and damage +1 for the attack, and the damage dealt is penetrating damage.

#026 Clark Kent

THE WORLD NEEDS TO KNOW: YOUR PLANS:

At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't be given POWER actions.

SUPERMAN WAS HERE? WHERE?: POWER:

Generate a Superman bystander as described on this card. Immediately give that bystander an action that does not count towards your action total, then remove it from the game after that action resolves.

#027 Jimmy Olsen

TRANSFORM INTO GIANT TURTLE BOY!:

Jimmy Olsen can be played at 25 points or 60 points. If Jimmy Olsen is 25 points, he is KO'd when he crosses the red KO line. Protected: Pulse Wave.

SUPERMAN SIGNAL WATCH: If an opposing character is within 4 squares and line of fire, Jimmy Olsen has, "POWER: Place a friendly character named Superman adjacent to Jimmy Olsen." The placed Superman can't be given a costed action this turn.

THE WORLD NEEDS TO KNOW: YOUR

EVASIONS: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't use Shape Change or Super Senses.

GIANT TURTLE BOY, THE SUPER-MENACE:

Battle Fury, [Dolphin] speed symbol, and [Giant] damage symbol.

#028 General Lane

LET'S DO WHAT NEEDS TO BE DONE: General Lane and adjacent friendly characters can use the [Superman Enemy] team ability.

GRUFF LEADERSHIP: Enhancement, Leadership. When he uses Leadership and succeeds, he is considered a higher point value than any friendly character with the Soldier keyword.

#029 Lana Lang

TRANSFORM INTO THE INSECT QUEEN!: Lana Lang can be played at 20 points or 50 points. If she is 20 points, she is KO'd when she crosses the red KO line. Protected: Pulse Wave.

THE WORLD NEEDS TO KNOW: ALL THE SHOCKING DETAILS... FULL COVERAGE AT 8:

At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character's combat values can't be positively modified or replaced with a value higher than its printed values.

INSECT QUEEN WINGS!: Super Senses, Toughness, and has [Wing] speed symbol.

#030 Ulysses

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Ulysses is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Ulysses. If you do, Ulysses begins the game with an action token.

UNSTABLE ENERGY TRANSFERENCE: PROTECTED: Pulse Wave, Penetrating/Psychic Blast.

#032 Sister Superior

MY BROTHER WAS A TERRIBLE LEADER, BUT I'M NOT HIM: When you build your force, characters with the Justice League or Suicide Squad keywords have the Justice League Elite keyword this game.

LET'S DO IT BLOODY RIGHT THIS TIME:

Leadership, Shape Change. When she uses Leadership and succeeds, friendly characters that share a keyword with her modify their attack +1 this turn.

#033 Wonder Woman

THE ODDS ARE AGAINST ME: At the end of your turn, if Wonder Woman was given a costed action this turn and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. // FREE: Remove 2 Outnumbered tokens from this card to make a close/range attack.

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

GIFT OF HERMES: Charge, Flurry, and Sidestep.

NEW GODDESS OF WAR: At the end of your opponent's turn, deal 1 penetrating damage to each character on that player's force within 2 squares of Wonder Woman that didn't make an attack this turn.

#034 Doctor Fate

CIRCLE OF PROTECTION: Energy Shield/Deflection, Regeneration, and Super Senses.

TEMPT FATE: Probability Control. // POWER: Modify the attack of all other friendly characters by +1 this turn.

#035 Green Lantern

THE GREEN WILL NOT LET ME DIE: The first time each game that Green Lantern would be KO'd, instead turn him to click #5, then for the rest of the game when Green Lantern clears action tokens, you may heal him 1 click. Protected: Pulse Wave.

#036 Hermes

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

CADUCEUS SNAKE: At the beginning of the game, you may generate two Caduceus Snake bystanders as described on this card. // If there are no friendly Caduceus Snakes on the map, POWER: Generate up to two Caduceus Snake bystanders.

#037 First Born

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

SCION OF HATE: All characters within 3 squares can use Battle Fury. Friendly characters adjacent to First Born modify attack +1.

STRENGTH TO SHATTER THE EARTH: Super Strength. Quake, but deals 3 damage instead of 2.

#038 Dr. Cyber

MANY DEATHS AND MIND SWAPS:

Regeneration. When Dr. Cyber uses it and heals at least 2 clicks, after resolutions she may use Mind Control at no cost.

PERFECT BLEND OF MECHANICAL AND

MYSTICAL: Perplex, Probability Control.

#039 Doctor Psycho

I WILL FIND YOU!: Improved Targeting: Hindering, Characters.

YOU WANT ME TO HELP YOU: Mind Control, Stealth. When he uses Mind Control, after resolutions he may use Outwit targeting each opposing character hit by his Mind Control.

YOU'VE BEEN VERY BAD: Perplex, but only to negatively modify combat values. If he does and targets an opposing character of 100 or more points, he may modify a combat value except damage by -2 instead.

#040 Silver Swan

BARGAIN WITH MARS: Super Strength.

THE SWAN'S SONG: Pulse Wave, but deals 2 damage instead of 1. When Silver Swan uses it, after resolutions destroy all objects and walls within 3 squares.

#041a Superman Blue

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Superman Blue is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Superman Blue. If you do, Superman Blue begins the game with an action token.

RED ENERGY ABSORPTION AND RELEASE:

Force Blast. Superman Blue and adjacent friendly characters have "PROTECTED: Pulse Wave."

#041b Superman Red

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Superman Red is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Superman Red. If you do, Superman Red begins the game with an action token. If you also

have [SMWW] #041a Superman Blue on your sideline, you may instead replace the chosen character of points equal to or higher than their combined points with both of them.

BLUE ENERGY ABSORPTION AND RELEASE:

Force Blast. Superman Red and adjacent friendly characters have, "PROTECTED: Energy Explosion."

#042 Lori Lemaris

LEGS ON LAND, FINS IN THE WATER: When Lori Lemaris occupies water terrain, she has [Dolphin] speed symbol and modifies defense +2. When she begins an action in water terrain, modify speed +2.

THE SEA SINGS OF THEM: When Lori Lemaris or a friendly character named Mermaid is KO'd by an opposing character, opposing characters within 5 squares of the KO'd character that are occupying water terrain are each dealt 2 penetrating damage.

EVERYONE LOVES A MERMAID... SUPERMAN

MOST OF ALL: Mind Control. She can use it as a FREE action, but only to target characters named Superman or Superboy.

#043 H'EI

I CAN SEE YOU COWERING: Improved Targeting: Hindering.

WAIT, THAT'S NOT SUPERMAN: *SIDELINE*

ACTIVE - If H'EI is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with H'EI. If you do, H'EI begins the game with an action token.

BRILLIANT AND TWISTED: Perplex. When he uses it on an opposing character, after resolutions, he may use Outwit to target that character -or- use Perplex a second time to target himself.

#044 Maxima

UNINHIBITED PSIONICS: Telekinesis, Mind Control.

I'VE CHOSEN YOU KRYPTONIAN: When Maxima is adjacent to the highest point opposing character, she can use Mind Control as a FREE action, but only to target that character.

#045 Lady Blaze

SIBLING RIVALRY: When Lady Blaze is within 3 squares of a friendly character named Lord Satanus and on a higher click number than that character, she can use Stealth and Willpower. If a friendly character named Lord Satanus has been KO'd this game, Lady Blaze can use Stealth and the [Quintessence] team ability.

A DEVIL'S BARGAIN: When an opposing character makes an attack with an attack or damage value higher than its printed value, put a Bargain token on that character's card. When Lady Blaze targets a character with a Bargain token on its card with an attack, she may modify a combat value by +1 for each Bargain token that she removes from that card.

#046 Lord Satanus

SIBLING RIVALRY: When Lord Satanus is within 3 squares of a friendly character named Lady Blaze and on a higher click number than that character, he can use Poison and Willpower. If a friendly character named Lady Blaze has been KO'd this game, Lord Satanus can use Poison and the [Quintessence] team ability.

REIGN IN HELL: Phasing/Teleport. // At the beginning of your turn, if Lord Satanus is closer to the opponent's starting area than his starting area, choose one: heal him 1 click -or- PROTECTED: Outwit until your next turn.

#047 Lois Lane

I LEARN SECRETS, THAT'S THE JOB: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't use team abilities.

HUNTING DOWN A LEAD: Opposing characters can't draw lines of fire to Lois Lane unless they are within 2 squares or she's adjacent to a friendly character.

HE'S HERE WHEN I NEED HIM: Adjacent friendly characters named Superman can use Defend. If this power is revealed when taking damage from an opposing character's attack, stop turning the dial. If you do, you may place a friendly character named Superman adjacent to Lois Lane.

#048 Lex Luthor

A NEW KIND OF JUSTICE LEAGUE: Adjacent friendly characters with the Justice League keyword can use the [Superman Enemy] team ability. When they

do, Lex Luthor is considered a higher point value than adjacent friendly characters with the Justice League keyword.

LIKE IT OR NOT, YOU LISTEN TO ME NOW: Leadership, Mastermind.

#049 Superman

THE ODDS ARE AGAINST ME: At the end of your turn, if Superman was given a costed action this turn and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. // FREE: Remove 2 Outnumbered tokens from this card to make a close/range attack.

STRONGEST HERO OF ALL: Super Strength. When Superman hits a character with a close attack and the attack roll is 10 or higher, you may knock back that character a number of squares equal to the attack roll, moving through all terrain along the path. Destroy all blocking terrain along that path and deal that character damage equal to the number of walls and number of squares of blocking terrain destroyed, maximum 5.

#050 Krypto

LOYAL COMPANION: When a friendly character named Superman, Superboy, or Supergirl within 8 squares takes damage from an attack, after resolutions, you may place Krypto in a square adjacent to the attacking character.

SIC 'EM, BOY!: Charge, Plasticity.

KRYPTONIAN NOSE: Characters targeted by Krypto can't use Shape Change.

#051 Wraith

FOCUSED PRECISION: Improved Targeting: Hindering, Characters.

WAIT, THAT'S NOT SUPERMAN: *SIDELINE ACTIVE* - If Wraith is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Wraith. If you do, Wraith begins the game with an action token.

ABSORPTION: Toughness. //Each time an opposing character damages Wraith, place two Absorption tokens on this card. // At the beginning of your turn, you may remove an Absorption token and either heal Wraith 1 click or modify attack +1 this turn.

KRYPTONITE SPIKES: Adjacent opposing characters 150 points or more modify their combat values by -1.

#052 Vartox

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Vartox is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Vartox. If you do, Vartox begins the game with an action token.

THE REST OF THE HYPER-POWERS: FREE: Choose a standard speed, attack, or defense power that you didn't choose during your last turn. Until your next turn Vartox can use that power instead of the power in that slot on his dial.

TRANSFER MY STRENGTH AROUND: Perplex. When he uses it, you may modify a combat value except damage by +2 and then modify Vartox's defense -1 until your next turn.

#053a Supergirl

THE ODDS ARE AGAINST ME: At the end of your turn, if Supergirl was given a costed action this turn and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. // **FREE:** Remove 2 Outnumbered tokens from this card to make a close/range attack.

LAST DAUGHTER OF KRYPTON: When Supergirl is the only character on your force, modify her combat values by +1.

NO PLACE TO HIDE: Sidestep, Improved Movement: Blocking, immediately after movement resolves destroy all the Blocking terrain moved through.

STANDING FAST: FREE: Remove 1 Outnumbered token from this card to modify speed +3 this turn.

#053b Supergirl

RAGE: FOR A LOST HOME: Poison, and deals penetrating damage when using it.

DRIVEN BY VENGEANCE: Combat Reflexes, Toughness.

JUST STAY DOWN!: When Supergirl hits an opposing character with a close attack, roll a d6 after

resolutions. **4-6:** that character can use Earthbound/Neutralized until your next turn.

#054 Atomic Skull

IONIZING RADIATION: Energy Explosion, Poison, and deals penetrating damage.

#055 Eclipso

BLACK DIAMOND haveION: When Eclipso is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked. (A character is clicked whenever it is damaged or healed.)

ECLIPSED: Mind Control. When he uses it and hits only one character, you may replace any of the hit character's combat values with Eclipso's printed combat values until after resolutions.

THE EBONY BLADE OF ECLIPSO:

Blades/Claws/Fangs, Steal Energy. If he uses Blades/Claws/Fangs and the d6 roll is 5-6 he heals 2 clicks when using Steal Energy instead of 1.

#056 Faust

SOUL MAGIC: When Faust KO's a character, you may choose a standard power from that character's card. He can use that power until he chooses again.

SHADOW WALK: Sidestep. When he occupies hindering terrain, before using Sidestep you may place him in any square of hindering terrain within 4 squares.

STEAL ESSENCE: When Faust is adjacent to an opposing character, he has, "POWER: Deal an adjacent opposing character 1 penetrating damage and heal Faust 1 click."

POCKET DIMENSION: When making an attack roll, Faust may roll 3 dice instead of 2 and then choose 2 dice to use.

#057 Hades

THERE IS NO HIDING FROM ME: Improved Targeting: Hindering.

DIVINE AURA: PROTECTED: Outwit, opposing Probability Control unless the targeting character has a higher point value or has the Deity keyword.

DOOM'S DOORWAY SWINGS BOTH WAYS: When a non-bystander character is KO'd, generate a bystander as described on this card. If that character was 100 points or less, the bystander is a Suffering Soul; otherwise it is a Heroic Soul.

DEFY ME AT YOUR PERIL: When an opposing character's special power is revealed that stops its dial from turning, its controller must choose: either deal 1 unavoidable damage to that character -or- modify Hades' combat values by +1 for the rest of this game.

#058 Steppenwolf

KILL YOUR GREATEST HEROES: When a friendly character KO's the highest-point opposing character, put a Despair token on this card. Opposing characters modify attack and defense -1 for each Despair token on this card. When a friendly character is KO'd, remove a Despair token from this card.

CONQUERING MILITARY LEADER OF APOKOLIPS: When a friendly character with the Apokolips keyword is closer to an opponent's starting area than its own and damages one or more opposing characters with an attack, after resolutions remove an action token from that character.

#059 Superdoom

WAIT, THAT'S NOT SUPERMAN...: SIDELINE ACTIVE - If Superdoom is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Superdoom. If you do, Superdoom begins the game with an action token.

THE ODDS ARE AGAINST ME: At the end of your turn, if Superdoom was given a costed action this turn and an opposing force has more characters on the map than your force, place an Outnumbered token on this card. // **FREE:** Remove 2 Outnumbered tokens from this card to make a close/range attack.

CREATED WITH NO EQUAL: When Superdoom is dealt penetrating damage, it can be reduced.
PROTECTED: Outwit unless the targeting character has the Kryptonian keyword, [Superman Ally] team symbol, or is a higher point value.

RELENTLESS AGGRESSION: Battle Fury, Exploit Weakness, and [Colossal Stamina].

#060 Mr. Mxyzptlk

MESSING AROUND WITH THE ODDS: At the beginning of the game, roll a d6 that can't be rerolled and place the rolled result on this card. // If there is no d6 on this card, "POWER: Roll a d6 that can't be rerolled and place the rolled result on this card." // When any dice that can be rerolled are rolled (including as part of a 2d6 roll), you may remove the d6 from this card and replace one of those die results with the rolled result from the d6 removed from this card.

KEEPING UP WITH THE KRYPTONIANS:

Phasing/Teleport. When Mr. Mxyzptlk has 2 action tokens, he may use it as a FREE action.

ZEROING THE PLAYING FIELD: Pulse Wave, but deals no damage. Instead, give each hit character up to 2 action tokens.

LITTLE IMP FROM THE 5TH DIMENSION:

FREE: Choose a character within 3 squares and line of fire. The chosen character gains [Tiny] damage symbol, [Starburst] damage symbol, [Giant] damage symbol, -or- [Colossal] damage symbol instead of its damage symbol until your next turn.

#061 Batman

HE'S A WALKING DEAD MAN: Improved Movement: Elevated.

BOMBS PLANTED EVERYWHERE: Each time an opposing character destroys an object or printed blocking terrain or KO's a friendly character of 25 points or more, after resolutions roll a d6. **5-6:** deal that opposing character 1 penetrating damage.

ANARCHY IN BLACK: Sidestep, Stealth.

RED SUN LIGHTS: Outwit. When Batman uses it, you may instead choose any number of powers displayed on the target's dial.

#062 Bizarro

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Bizarro is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Bizarro. If you do, Bizarro begins the game with an action token.

RADIATIVE X-RAY VISION: Pulse Wave with a range of 10, but deals 2 damage instead of 1.

HELLO EVERYBODY, ME VERY PLEASED TO MEET YOU: When this click is revealed due to damage from an opponent's attack, stop turning the dial. When another friendly character would be hit by an attack, you may choose to have that character evade the attack. If you do, deal Bizarro 1 unavoidable damage.

#063 Brainiac

YOU CAN'T REPROGRAM ME, YOU WERE UNDER MY COMMAND: When Brainiac is KO'd or if you pay 25 points when building your force, equip this character to a friendly character and link it to that character's dial.

EFFECT: At the beginning of your turn or after this character is clicked, you may choose 1 power on the equipped dial and 1 combat value on the equipped dial higher than this character's same printed combat value. This character can use that power and modifies that combat value by +1 until your next turn or clicked. (A character is clicked whenever it is damaged or healed.)

WORLD IS RUNNING LIKE CLOCKWORK: Once per turn when an opposing character is given a POWER action, you may immediately remove an action token from Brainiac.

#064 Green Light

EMPOWER A BRIGADE: Friendly characters of 40 points or less can use Toughness and [Flight].

BOX WITHIN A BOX WITHIN AN INFINITE NUMBER OF BOXES: Barrier. When he uses it, instead of placing markers normally, you may choose a single base opposing character within range and line of fire and place a blocking terrain marker in each unoccupied square adjacent to the character. That character can use Earthbound/Neutralized until your next turn. // At the beginning of your next turn before removing the markers, give the chosen character an

action token if it's adjacent to at least three of these markers.

SURVIVED FOUR YEARS AS A COMMUNIST

P.O.W.: When this click is revealed due to taking damage from an opposing character's attack stop turning the dial. // Super Senses. When he uses Super Senses and succeeds you may heal him 1 click.

#065 Superman

WAIT, THAT'S NOT SUPERMAN...: *SIDELINE ACTIVE* - If Superman is on your sideline when your opponent's force is revealed and your force includes a character named Superman or Superboy of an equal or higher point value, you may replace that character with Superman. If you do, Superman begins the game with an action token.

CRIMINALS BECOME "SUPERMAN ROBOTS":

When Superman hits an opposing character with a close attack, put a Lobotomy token on its card. // **POWER:** Remove any number of his Lobotomy tokens to have Superman use Mind Control as a FREE action targeting those characters that had at least 1 token removed, regardless of range or line of fire.

WINTER PALACE: Barrier, Regeneration, and Super Senses. When this click is revealed due to damage from an opponent's attack, stop turning the dial, and after resolutions give the attacker an action token. If you can't, deal that character 1 penetrating damage.

EXILE TO A FARMING COLLECTIVE:

Leadership. When an opposing character hits Superman, even if this power is lost, after resolutions you may place that character adjacent to a different opposing character.

#066 Wonder Woman

COMMUNISM IS SOCIAL JUSTICE: When a friendly character with a lower point value than Wonder Woman is targeted with an attack, modify the attacker's attack and damage -1.

LIASSO OF DOMINATION: Plasticity, Sidestep. // At the beginning of your turn, Wonder Woman may use Mind Control at no cost, but only as CLOSE.

CATATONIC STATE IN SUPERMAN'S CARE: Regeneration. // Once per game, when this click is revealed due to damage taken from an opponent's attack, stop turning the dial. // When Wonder Woman is KO'd, remove all action tokens from all friendly characters.

#100 Superman

HIDE AS CLARK: Once per game, when Superman has two action tokens, FREE: Turn Superman to click #11.

I CAN'T STAY HIDDEN, I HAVE TO HELP: When Superman would take damage other than pushing damage, instead turn this dial clockwise a number of clicks equal to 2 plus the damage taken, Superman isn't KO'd when he reaches a KO click unless he stops turning the dial on that click. Protected: Outwit, Pulse Wave.

THE WORLD NEEDS TO KNOW: HOW TO SLOW DOWN: At the beginning of your turn, choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't be given FREE actions.

#6-001 Superman II

STRONGER AS I AGE: On click #3 and higher, Superman II has [Wing] symbol. On click #7 and higher, Superman II has [Indomitable] Defense Symbol.

#6-002 Batman II

PROTECT BATMAN WHEN HIS MIRACLO WEARS OFF!: When this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Adjacent friendly characters can use Defend. // **POWER:** Deal 1 unavoidable damage to Batman II.

#6-003 Green Lantern

AVATAR OF THE GREEN: Leadership. When he uses it and succeeds, he may also remove an action token from any adjacent friendly character regardless of point value.

#6-004 Hawkgirl

ALWAYS IN MOTION: Sidestep. When Hawkgirl uses it, if she has no action tokens, she can move up to 3 squares instead of 2.

CAN'T BE CAUGHT: Combat Reflexes, Super Senses. // When she is attacked, she may choose that the attack generates knock back, but she does not take

knock back damage from it.

#6-005 Red Tornado

DUST TORNADO: Smoke Cloud. She can use it as a FREE action but only to place hindering terrain markers in her square or adjacent squares.

HEART OF A WHIRLWIND: Super Senses and succeeds on a result of 4-6.

#6-006 Doctor Fate

THE HELMET OF NABU: Doctor Fate may begin the game equipped with [SMWW] #S100 The Helmet of Fate. When Doctor Fate clears action tokens, remove a Host token from that card.

CLAIRVOYANT VISIONS: Impervious, Willpower. Once during each opponent's turn when a friendly character within 3 squares rolls a single d6, you may reroll the die.

CENTURIES OF MAGICAL EXPERIENCE:

Enhancement, Empower. When he uses either, instead it affects other friendly characters within 3 squares.

#G001 The Atom

SMOTHERING HOLD: Plasticity, Sidestep. // At the beginning of your turn, deal 1 penetrating damage to all adjacent opposing characters. When an adjacent character fails a break away roll, deal that character 1 penetrating damage.

COLOSSAL RETALIATION: ATOMIC PUNCH: If no other Colossal Retaliation power has been activated this turn, FREE: Choose an opposing character that attacked The Atom or damaged a friendly character since your last turn. Place The Atom such that he can make a close attack targeting the chosen character, then do so. All other characters within 2 squares of the target also becomes targets of this attack. Opposing characters can't use Combat Reflexes, Shape Change, or Super Senses for this attack. Hit characters are each dealt 2 penetrating damage instead of normal damage.

COLOSSAL INDIFFERENCE: Toughness. If The Atom began the game on the 15-point starting line, he can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from an opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

#G002 Batman/Superman Robot

GARGANTUAN ASSAULT: [Multi-Attack].

COLOSSAL RETALIATION: ASTEROID-LEVEL IMPACT: If no other Colossal Retaliation power has been activated this turn, FREE: Choose an opposing character that attacked Batman/Superman Robot or damaged a friendly character since your last turn. Place Batman/Superman Robot such that it can make a close attack targeting the chosen character, then do so. All other characters within 2 squares of the target also become targets of this attack. Hit characters are each dealt 2 penetrating damage instead of normal damage. After resolutions, destroy all blocking terrain within 2 squares of the original target and place debris markers in all clear terrain within 2 squares of the original target.

COLOSSAL INDIFFERENCE: If Batman/Superman Robot began the game on the 25-point starting line, it can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

METALLO ALLOY: Impervious, but if it would be dealt 4 or more damage, it reduces that damage by 3 instead of 2. Protected: Outwit.

#G003 Brimstone

COLOSSAL RETALIATION: FLAMING SWORD: If no other Colossal Retaliation power has been activated this turn, FREE: Choose an opposing character that attacked Brimstone or damaged a friendly character since your last turn. Place Brimstone such that he can make a close attack targeting the chosen character along a direct line, then do so. All characters along that direct line of fire to the target also become targets of that attack. Roll a d6, and each hit character is dealt damage equal to the result instead of normal damage.

THROWING FIREBALLS: Pulse Wave. When he uses it, you may choose an unoccupied square within 6 squares and line of fire and he can use Pulse Wave as if he occupied that square.

COLOSSAL INDIFFERENCE: Toughness. If Brimstone began the game on his 20-point starting line, he can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from an opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

PLASMA LEAK: Poison and deals penetrating damage while using it.

#G004 Solaris

TYRANT SUN: Improved Targeting: Hindering.

GARGANTUAN ASSAULT: [Multi-Attack].

COLOSSAL RETALIATION: REPLACE YOUR SUN AND RULE:

If no other Colossal Retaliation power has been activated this turn, FREE: Choose an opposing character that attacked Solaris or damaged a friendly character since your last turn. Place Solaris such that it can make a close attack targeting the chosen character, then do so. All opposing characters within 4 squares of the target also become targets of this attack. Hit characters are each given an action token instead of normal damage. Any character you can't give an action to is dealt 1 penetrating damage instead.

WAVES OF THE DEADLIEST RADIATION: Pulse Wave. When you use Pulse Wave, you may choose that, instead of any other damage, each hit character is dealt damage equal to twice the number of action tokens on it and each hit character with zero action tokens is given an action token.

COLOSSAL INDIFFERENCE: Toughness. If Solaris began the game on the 25-point starting line, it can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from an opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

#G005 Titano

MONKEY SEE LOIS, MONKEY DO: When a friendly character named Lois Lane moves, after resolutions Titano may be given a MOVE action at no cost, but during that action can't move more squares than Lois Lane did. When a friendly character named Lois Lane makes an attack targeting an opposing character, after resolutions Titano may make a close attack.

COLOSSAL RETALIATION: TWO-FIST PUNCH:

If no other Colossal Retaliation power has been activated this turn, FREE: Choose an opposing character that attacked Titano or damaged a friendly character since your last turn. Place Titano such that he can make a close attack targeting the chosen character, then make two separate close attacks targeting the chosen character and all other characters within 2 squares of the target. Hit characters are each dealt 3 damage instead of normal damage.

COLOSSAL INDIFFERENCE: Toughness. If Titano began the game on the 20-point starting line, he can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from an opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

#G006 War Wheel

COLOSSAL RETALIATION: CRUSH WITH GIANT SPIKES: If no other Colossal Retaliation power has been activated this turn, **POWER:** Choose an opposing character that attacked War Wheel or damaged a friendly character since your last turn and occupies the same row or column as War Wheel. Place War Wheel in any 4 squares in the same rows or columns that contain both all of War Wheel and the chosen character. Make a close attack. All characters in those rows or columns between where War Wheel began this action and the squares it currently occupies become targets of this attack. Hit characters are each dealt 2 penetrating damage instead of normal damage.

DIRIGIBLE DROP: If War Wheel occupies a starting area, **POWER:** At the beginning of your next turn, place War Wheel anywhere on the map that isn't a starting area, give it an action token, and it can't use [Colossal Stamina] that turn.

COLOSSAL INDIFFERENCE: Toughness. If War Wheel began the game on the 15-point starting line, it can't attack smaller characters except via Colossal Retaliation. When this power is revealed due to damage taken from an opposing character's attack, stop turning the dial. Protected: Outwit, Pulse Wave.

World's Finest

#001 Superman

SHIFTING FOCUS - SUPERMAN: If Superman began your turn on the map, **FREE:** Replace him with another character with this trait on the same click number.

DEFENDING THE HELPLESS: Invincible. Modify the defense of adjacent friendly characters +1. Protected: Outwit.

#002 Superman

SHIFTING FOCUS - SUPERMAN: If Superman began your turn on the map, **FREE:** Replace him with another character with this trait on the same click number.

#003 Batman

DISAPPEAR INTO THE SHADOWS: Improved Movement: Hindering.

SHIFTING FOCUS - BATMAN: If Batman began your turn on the map, **FREE:** Replace him with another character with this trait on the same click number.

HIDING BEHIND YOU: If Batman occupies hindering terrain or no opposing character can draw a line of fire to him, he has “**FREE:** place him in a square of hindering terrain within 6 squares and line of fire.”

#004 Batman

SHIFTING FOCUS - BATMAN: If Batman began your turn on the map, **FREE:** Replace him with another character with this trait on the same click number.

#005 Robotman

WEIRD RESURRECTION: The first time Robotman would be KO'd this game, instead roll 2d6 that can't be rerolled. Turn him to the click number equal to the result. If Robotman began the game on the yellow starting line, when using Weird Resurrection add 4 to your result (max. 12).

#006 Mr. Nobody

IT BELONGS TO NOBODY, NOW: When placing objects during game setup, you may place your opponent's objects.

SANITY IS A FLEETING THING: POWER: Choose an opposing character within range and line of fire and choose two slots on its dial that have standard powers. Until your next turn or until the chosen character's dial is clicked, the chosen character can't use the powers displayed in those slots, but instead can use powers as if the colors in those slots are exchanged.

#007a Poison Ivy

DOWN THE GARDEN PATH: Improved Movement: Hindering.

CONSTRICTING VINES: Smoke Cloud with a range of 6. Opposing characters occupying these Smoke Cloud markers must break away if not already required to do so. If those characters fail a roll to break away, after resolutions give them an action token. If you can't, deal them 1 penetrating damage.

#007b Poison Ivy

UP THE FOLLY STEPS: Improved Movement: Hindering.

NO MAN CAN RESIST ME; NOT EVEN

SUPERMAN: Mind Control. When she uses Mind Control, place an Enthralled token on the cards of hit opposing characters (maximum 1). When she uses Mind Control and targets a single opposing characters within 3 squares, modify attack +2.

YOU WON'T LET ANYTHING HAPPEN TO ME:

Super Senses. When Poison Ivy is targeted by an attack, you may remove her Enthralled token from an opposing character within 6 squares that isn't attacking and this turn Poison Ivy may use a standard defense power that character can use.

LET ME REMIND YOU WHAT WILL MAKE ME

HAPPY: Shape Change. Opposing characters with her Enthralled tokens can't target Poison Ivy unless all opposing characters on the map have her Enthralled tokens at the beginning of that action.

#008 Booster Gold

STAND BACK AND WATCH A REAL HERO,

BEETLE!: Probability Control. He may use it an additional time each turn if one of those uses targets himself or a friendly character named Blue Beetle.

#009 Iron

METALLIC PROPERTY: TENSILE STRENGTH:

Sidestep, but only when Iron is within 3 squares of another friendly character with the Metal Men keyword. // When he makes an Object attack and is within 3 squares of another friendly character with the Metal Men keyword, increase the damage dealt by 1.

#010 Tin

METALLIC PROPERTY: JOINING OTHERS:

Sidestep, but only when Tin is within 3 squares of another friendly character with the Metal Men keyword. // When he uses Perplex and is within 3 squares of another friendly character with the Metal Men keyword, he may modify the chosen value (except damage) by +2 instead.

#011 Creeper

CREEPING: Sidestep, Stealth.

LUNATIC LAUGH: Incapacitate, but only as a CLOSE action. When he uses it, he may target all opposing characters within 2 squares.

#012 Occultist

BLOOD MAGIC: When an adjacent friendly character takes damage from an opponent's attack, after

resolutions place a number of Blood Magic tokens on that friendly character's card equal to the damage clicked. Even if this power is lost, that friendly character has, "FREE: Remove one Blood token. Perplex at no cost, but only to target itself."

#013 Black Cat

CAN'T BE CAUGHT UNLESS THEY WANT TO BE: Improved Movement: Hindering, Characters.

WHEN A BLACK CAT CROSSES YOUR PATH...:

Once per turn, when Black Cat moves through a square occupied by an opposing character, give that character a Bad Luck token.

...BAD LUCK FOLLOWS.: Probability Control, but only to reroll the attack rolls of opposing characters anywhere on the map with a Bad Luck token. When Black Cat uses Probability Control, after resolutions remove all Bad Luck tokens from that opposing character's card.

#014 Druid

ENTANGLING ROOTS: Smoke Cloud. Opposing characters occupying squares with these Smoke Cloud markers must break away and can't automatically break away.

#015 Witch

DARK LIGHTNING: Enhancement. // *UNIQUE MODIFIER* - When an adjacent friendly character with the Mystical keyword makes a range attack, modify their attack +1.

#016 Warlock

BATTLE MAGIC: Empower. // *UNIQUE MODIFIER* - When an adjacent friendly character with the Mystical keyword makes a close attack, modify their attack +1.

#017a Superman

WALLS WILL NOT STOP JUSTICE: Improved Movement: Blocking, immediately after movement resolves destroy all Blocking terrain moved through.

SHIFTING FOCUS - SUPERMAN: If Superman began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

USING MY STRENGTH: When Superman makes an object attack, increase damage dealt by 1. // If Superman's not holding an object, **FREE:** Destroy an adjacent wall or square of blocking terrain, then roll a d6. **3-4:** He holds a generated standard light object. **5-6:** He holds a generated standard heavy object.

#017b Superman

IVY'S INFLUENCE: When building your force, you may choose a friendly character named Poison Ivy or that displays Mind Control on its starting click. Superman has the keywords of that character in addition to his own.

YES, I'LL FIGHT FOR YOU: Superman begins the game with a Control token on his card. At the beginning of your turn, roll a d6. **1-3:** remove a Control token from this card. **4-6:** Place a Control token on this card. When Superman has no Control tokens, opposing characters can use Mind Control, but only to target him. // **FREE:** Remove a Control token to modify his combat values by +1 until your next turn.

#018 Batman

SHIFTING FOCUS - BATMAN: If Batman began your turn on the map, **FREE:** Replace him with another character with this trait on the same click number.

STUDY YOUR ENEMIES WELL: When an opposing character within line of fire hits with an attack, place a Study token on this card.

I'VE DISCOVERED WHAT I NEED TO KNOW: Outwit with a range of 8. When Batman uses it, if he removes a Study token, he can either choose an additional power -or- this use of Outwit lasts until your next turn, even if this power is lost.

#019 Crazy Jane

WEIRD RESURRECTION: The first time Crazy Jane would be KO'd this game, instead roll 2d6 that can't be rerolled. Turn her to the click number equal to the result.

RIDING THE UNDERGROUND: At the beginning of your turn, you may roll a d6 that can't be rerolled. If you do, turn her to that click number and, at the end of your turn, you may return her to the click she began the turn on.

#020 Mento

WEIRD RESURRECTION: The first time Mento would be KO'd this game, instead roll 2d6 that can't be

rerolled. Turn him to the click number equal to the result.

MENTO-INTENSIFIER: Mind Control, Phasing/Teleport. When he uses Mind Control, choose one: modify attack +2 -or- Give hit characters an action token after resolutions.

#021 Negative Man

WEIRD RESURRECTION: The first time Negative Man would be KO'd this game, instead roll 2d6 that can't be rerolled. Turn him to the click number equal to the result.

NEGATIVE SPIRIT: POWER: Generate a Negative Spirit bystander (MAX 1).

HOLLOW MAN: While a friendly Negative Spirit is not on the map, Negative Man deals penetrating damage. While a friendly Negative Spirit is on the map, Negative Man can't be given MOVE actions.

#021bt Negative Spirit

60 SECONDS: Negative Spirit deals penetrating damage. If Negative Spirit isn't within 6 squares of a friendly character named Negative Man, immediately KO it.

NEGATIVELY-CHARGED ENERGY BEING:

Phasing/Teleport. When Negative Spirit is given a MOVE action, after resolutions, he may make a close attack, targeting one opposing character occupying a square he moved through, regardless of adjacency.

#022 Alura

POLITICAL EXPEDIENCY TO SAVE NEW

KRYPTON: Friendly characters with the Kryptonian keyword are Wild Cards.

SUPERGIRL'S MOTHER, SUPERMAN'S AUNT:

UNIQUE MODIFIER - When Alura is adjacent to a friendly character named Supergirl or Superman, modify their attack +1.

#023 DeSaad

SERVE THE STRONGEST LEADER: At the beginning of the game, the highest-point friendly character on the map not named DeSaad becomes his Master. When his Master damages one or more opposing character, after resolutions you may remove an action token from DeSaad.

COWERING SERVATOR: Toughness. When he is targeted by an attack and his Master is within 7 squares, you may choose to replace his defense with the printed defense value of his Master.

INNOVATIVE SADIST: Outwit. When he uses it, after resolutions, he may use Perplex at no cost targeting the same opposing character.

#024 Major Force

EACH HIT CRACKS MY CONTAINMENT:

Poison. When he uses it, he deals damage to all other characters within a number of squares equal to his click number. If he's on click #4 or higher, it deals penetrating damage.

DARK MATTER BLASTS: Precision Strike. Steal Energy with close or range attacks.

#025 Copper

METALLIC PROPERTY: DUCTILE: Sidestep, but only when Copper is within 3 squares of another friendly character with the Metal Men keyword. // When she uses Shape Change and is within 3 squares of another friendly character with the Metal Men keyword, increase the d6 result by 1.

#026 Lead

METALLIC PROPERTY: HIGH DENSITY: Sidestep, but only when Lead is within 3 squares of another friendly character with the Metal Men keyword. // When he uses Impervious and is within 3 squares of another friendly character with the Metal Men keyword, increase the d6 result by 1.

#027 Blackbriar Thorn

ANCIENT DRUID OF CYMRU: Improved Movement: Hindering.

HEART OF THE BRIAR PATCH: Poison. He may use it normally, or instead deal 1 penetrating damage to all opposing characters within 5 squares that are occupying hindering terrain.

#028 Blue Beetle

I'LL LET YOU KNOW WHEN I SEE ONE, BOOSTER!: Perplex. He may use it an additional time each turn if one of those uses targets himself or a friendly characters named Booster Gold.

#029 Jason Blood

GONE! GONE! THE FORM OF MAN; RISE, THE DEMON ETRIGAN: If Jason Blood began your turn

on the map, FREE: Replace him with [WF] #045 Etrigan on the same click number.

SORCEROUS WARDS: Super Senses. Adjacent friendly characters that share a keyword with him can use Super Senses, but only succeed on a roll of 6.

UNRAVEL YOUR SIMPLE MAGICKS: Outwit, Probability Control. Adjacent friendly characters have PROTECTED: opposing Probability Control.

#030 The Wizard

POOF!: Shape Change. When he uses Shape Change and succeeds, you may place him within 4 squares and in the square he previously occupied immediately generate a Tiger bystander.

ILLUSIONS HIDE YOUR TRUE

SURROUNDINGS: When The Wizard is occupying hindering terrain or adjacent to blocking terrain, The Wizard can't be targeted by non-adjacent opposing characters.

#031 Apprentice

SPELLCASTING PRODIGY: Perplex, but only to target other friendly characters.

#032 Demon

DEMONFEAR: Perplex, but only to target opposing characters.

#033 Superman

SHIFTING FOCUS - SUPERMAN: If Superman began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

BURN: Penetrating/Psychic Blast. When he uses it, increase the damage dealt to the target by 1 if they have two action tokens.

#034 Batman

GRAPPLING HOOKS: Improved Movement: Elevated.

SHIFTING FOCUS - BATMAN: If Batman began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

TWO TYPES OF BATARANGS: Energy Explosion, Incapacitate.

#035 Elasti-Girl

WEIRD RESURRECTION: The first time Elasti-Girl would be KO'd this game, instead roll 2d6 that can't be rerolled. Turn her to the click number equal to the result. If Elasti-Girl began the game on the blue starting line, when using Weird Resurrection add 4 to your result (max. 12).

PROTOPLASMIC PHYSIOLOGY: At the beginning of your turn, you may choose [Tiny] symbol, [Giant] symbol, or [Colossal] symbol. If you do, Elasti-Girl has the chosen symbol until she chooses again. If she chooses [Tiny] symbol, modify her combat values by -1. If she chooses [Colossal] symbol, modify her combat values by +1.

MALLEABLE FORM: Combat Reflexes, Regeneration.

#036 Toymaster

UPGRADE YOUR STUFF: *UNIQUE MODIFIER* - Adjacent friendly characters modify attack +1. If that character has the Armor or Robot keyword, also modify their defense +1.

I'M BETTER WITH ROBOTS: Support. When he uses it, increase the d6 result by 1 if the target has the Robot or Armor keyword and decrease it by 1 otherwise.

#037a Nightwing

FLYING GRAYSON: Sidestep. When he has no action tokens, he may use Sidestep twice this turn and has "FREE: Make a close attack".

#037b Nightlantern

EVERY PERSON I KNOW IS AN AMALGAM OF TWO FROM YOUR UNIVERSE?: When building your force, you may pay 25 points and place a standard character on your sideline, called an Amalgam. At the beginning of the game, equip the Amalgam to a standard friendly character (other than Nightlantern) that is higher points than the Amalgam's highest point value and link it to that character's dial. For the rest of the game, the Amalgam provides the below effect when equipped.

EFFECT: At the beginning of your turn or when this character is clicked, you may choose a standard power on the equipped dial. This character can use that power until your next turn or clicked.

#038 Condiment King

WHY ARE ALL OF YOU LAUGHING SO

HARD?: *UNIQUE MODIFIER* - Adjacent opposing characters modify attack -1. Opposing characters modify attack -1 when attacking Condiment King.

SLIPPERY KETCHUP AND MUSTARD SPRAYS:

Force Blast, Plasticity.

#039 Crazy Quilt

ALL COLORS ARE CONTAINED IN ME: At the beginning of the game, choose the color of a standard power. *UNIQUE MODIFIER* - Opposing characters' dials displaying a power of the chosen color modify defense -1.

COLOR-BASED HYPNOTICS: Mind Control.

When he uses it, if the target's dial is displaying a power of the color chosen for his trait, he and any hit targets modify attack +2 for this action.

#040 Element Man

METAMORPHIC: Plasticity, Shape Change, and [Giant Reach: 2]. Phasing/Teleport, but only when he has no action tokens.

A PERIODIC ARSENAL: FREE: Choose a standard attack and/or defense power. Element Man can use the chosen powers until your next turn, even if this power is lost. If Element Man chose both an attack and a defense power, at the end of your turn, deal him 1 unavoidable damage.

#041 Mary Marvel

SUPREMELY UNCORRUPTABLE: PROTECTED: Outwit, Perplex, or Probability Control but only against opposing characters of an equal or lower point value.

SHAZAM!: Once per game, STOP. Regeneration. When Mary Marvel uses it, don't heal 1 less due to STOP and don't halve the result.

#042 Gold

METALLIC PROPERTY: CONDUCTOR: Sidestep, but only when Gold is within 3 squares of another friendly character with the Metal Men keyword. // When he uses Leadership and is within 3 squares of another friendly character with the Metal Men keyword, increase the d6 result by 1 and may remove an action token from another adjacent friendly character of a lower point value when he succeeds.

#043 Mercury

METALLIC PROPERTY: LIQUID: Sidestep, but only when Mercury is within 3 squares of another friendly character with the Metal Men keyword. // When he uses Super Senses and is within 3 squares of another friendly character with the Metal Men keyword, increase the d6 result by 1.

#044 Doc Magnus

GET DOC TO SAFETY!: Other friendly characters with the Metal Men keyword don't have their MOVE actions count against your action total and they have Passenger: 1, but only to carry Doc Magnus.

METALLIC PROPERTY: CREATOR OF THE METAL MEN: Sidestep, but only when Doc Magnus is within 3 squares of another friendly character with the Metal Men keyword. // When he uses Support and is within 3 squares of another friendly character with the Metal Men keyword, increase the healing by 1.

#045 Etrigan

GONE, GONE O ETRIGAN! RISE AGAIN THE FORM OF MAN!: If Etrigan began your turn on the map, he has "FREE: Replace him with [WF] #029 Jason Blood on the same click number."

ADEPT AT RHYMES & WORDING GAMES:

Plasticity, Sidestep. While he's adjacent to an opposing character, he can't be targeted by nonadjacent opposing characters.

HAVE A TASTE OF BURNING FLAMES: Energy Explosion. When Etrigan makes an attack and hits, after resolutions he may use Smoke Cloud at no cost but must place at least 1 hindering terrain marker adjacent to a hit character.

#046 Klarion the Witch-Boy

TEEKL THE DRAGGA-CAT: Teekl begins the game attached to Klarion the Witch-Boy. When Teekl is attached, Klarion the Witch-Boy can use Super Senses. // FREE: Either place an attached Teekl adjacent or attach an adjacent friendly Teekl.

TO BLUE RAFTERS: Sidestep, Stealth, and Phasing/Teleport.

#046bt Teekl

DON'T FADE AWAY!: Super Senses. When he uses it and rolls a 3-4, immediately attach him to Klarion. Protected: Outwit.

#047 Ragman

COLLECTING SOULS FOR REDEMPTION: At the beginning of the game and when an opposing character is KO'd, place a Soul token on this card. // FREE: Remove a Soul token to modify his combat values by +1 until your next turn.

SKULKING FROM SHADOWS TO ROOFTOPS: Leap/Climb, Stealth.

#048 Zatara

BACKWARDS MAGIC: When you place your characters at the start of the game, you may turn Zatara to click 7. If you do, this game turn his dial counter-clockwise when he is damaged and clockwise when he is healed. Protected: Pulse Wave.

SACRIFICE MYSELF TO SAVE THE

UNIVERSE... AND ZATANNA: Pulse Wave. When Zatara uses it, he doesn't target friendly characters he shares a keyword with and may choose that he deals 4 damage instead of 1. If he chose to do so, after resolutions, KO Zatara.

THE ORIGINAL MAGICIAN: Perplex, Probability Control. When he uses Perplex, he may modify the chosen value (except damage) by +2 if he targets another friendly character he shares a keyword with.

#049 Superman

WORLD'S FINEST: PROTECTED: Outwit. If Superman is adjacent to a friendly character named Batman, Superman can use the [Batman Ally] team ability.

#050 Batman

WORLD'S FINEST: PROTECTED: Outwit. // If Batman is given an action while adjacent to a friendly character named Superman, Batman can use the [Superman Ally] team ability this turn.

THE DARK KNIGHT: Sidestep.

#051 The Chief

WEIRD RESURRECTION: The first time The Chief would be KO'd this game, instead roll 2d6 that can't be rerolled. Turn him to the click number equal to the result.

ASSEMBLE THE OUTCASTS AND FREAKS:

FREE: Choose a friendly character within 6 squares and line of fire. That character can use Sidestep this turn.

SECRET MASTERMIND OF THEIR CREATION: Mastermind. When he does adjacent friendly characters are considered a lower point value.

PROTECT YOU FROM YOURSELVES: Outwit, Perplex. When he uses either you may choose a friendly character within 6 squares that shares a keyword and he may count range and draw lines of fire from the chosen character's square. // At the end of your turn, if The Chief did not use Outwit, choose a friendly character within 6 squares that shares a keyword and that character has PROTECTED: Outwit until your next turn.

#052 Monsieur Mallah

BRACHIATE: Improved Movement: Elevated, Hindering.

...AND THE BRAIN: Monsieur Mallah begins the game with Brain attached. While Brain is attached, Monsieur Mallah can use Penetrating/Psychic Blast and Super Senses. // At the beginning of your turn, you may remove Brain and place it adjacent -or- attach an adjacent friendly Brain.

DIABOLICAL BRAIN & INSIDIOUS SIMIAN: Leadership, Perplex. When Monsieur Mallah has Brain attached and succeeds with Leadership, he may also remove an action token from himself.

#052bt Brain

A MAGNIFICENT MIND OF MALEVOLENT PURPOSE: When Brain would be KO'd, you may instead attach him to his Monsieur Mallah & deal Monsieur Mallah 1 unavoidable damage.

#053a The Joker's Daughter

CAPER LIKE A FOOL: Improved Movement: Hindering.

REVEAL MY TRUE PARENTAGE: At the beginning of the game, you may choose an opposing character to be The Joker's Daughter's "Parent". // At the beginning of your turn, you may choose a standard attack or damage power the "Parent" can use. She can use the chosen power until your next turn.

IT RUNS IN THE FAMILY: Sidestep, Stealth.

#053b Harlequin

MURDEROUS JACK-IN-THE-BOX ON MY BACK: FREE: Generate a Jack-in-the-Box bystander printed on this card, then immediately give it an action

at no cost. After resolutions, remove that token from the game.

POP! GOES THE WEASEL: Pulse Wave. When she uses it, once per game you may choose that she deals 3 damage instead of any other. If she does, she can't generate Jack-in-the-Box bystanders for the rest of this game.

#054 The Joker

BAT-MITE MIGHT: Improved Targeting: This character can make a range attack while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

WHILE THE GAME IS ON, I CAN DO

ANYTHING: At the beginning of your turn, choose an opposing character within range and line of fire and choose one: It can't use items equipped to it until your next turn -or- choose a standard power that opposing character can use and The Joker can use it until your next turn.

IF YOU WANT SOMETHING DONE RIGHT, YOU HAVE TO MURDER THEM YOURSELF:

Phasing/Teleport. Once per turn, when another friendly character within range and line of fire misses all targets of an attack, after resolutions you may place The Joker and that friendly character in each other's squares.

I'LL KILL EVERY BATMAN THERE EVER WAS OR EVER WILL BE:

Outwit. When The Joker uses it, he does not need line of fire and may also target each other opposing character with the same name as his original target anywhere on the map. (You can choose a different power on each target.)

#055 Metallo

RAPIDLY MORPHING FRAME: FREE: Choose one: choose a standard attack power and he can use that power until your next turn -or- modify his combat values by +1 until your next turn.

YOU'VE EXPOSED MY KRYPTONITE HEART:

Poison. When he uses it, he removes an action token from himself for each opposing character that took damage from his Poison and he deals penetrating damage to characters with the Kryptonian keyword.

#056 Supergirl

DARKSEID'S ASSASSIN: When Supergirl hits with an attack, after resolutions, give each hit character an action token. If one or more hit characters were unable to be given an action token, remove an action token from Supergirl. If one or more hit characters can use the [Batman Ally], [Justice League], or [Superman Ally] team ability, heal her 1 click.

SCATTER THE HUMAN RABBLE: Super Strength, Quake. When Supergirl has two action tokens, she can use Quake as a FREE action.

#057 Platinum

METALLIC PROPERTY: PRECIOUS: Sidestep, but only when Platinum is within 3 squares of another friendly character with the Metal Men keyword. // When she uses Outwit and is within 3 squares of another friendly character with the Metal Men keyword, she may choose up to two powers.

#058 Alloy

TIME TO GO SOLO!: When this click is revealed due to taking damage, stop turning the dial. You may immediately replace Alloy with characters from your sideline that each have a different name, the Metal Men and Robot keywords and are 50 points or less. These characters come into the game on their last non-KO click and are placed within 3 squares of the square Alloy last occupied. Place up to a number of these characters depending on the starting line Alloy began the game on: Yellow = 3; Blue = 4; Red = 7. If you do not place any, deal Alloy 1 unavoidable damage.

RESPNSOMETER COMBINATIONS: Perplex, Shape Change.

#059 Lex Luthor & Joker

WORLD'S VILEST TEAM: PROTECTED: Outwit. Lex Luthor and Joker's combat values can't be negatively modified.

IT'S USUALLY ONE OF US THAT'S BEHIND EVERYTHING: Mastermind. Lex Luthor and Joker and other friendly characters of 20 points or more can use the [Underworld] team ability.

EVERY WHICH WAY BUT SANE: Lex Luthor and Joker can use Sidestep twice during your turn.

INSANITY AND BRILLIANCE COMBINED: Perplex, Outwit. This Outwit can be used in addition to a use of Outwit from the [Superman Enemy] team

ability.

#060 World's Finest

WORLD'S FINEST TEAM: PROTECTED: Outwit. World's Finest's combat values can't be negatively modified.

GOOD DISTRACTION, BRUCE: Once per turn, when World's Finest misses all targets with an attack and haven't used [Duo Attack] this turn, after resolutions they may make a close or range attack.

BRUCE WILL WIN AT ANY COST: [Colossal Stamina] but take 2 unavoidable damage instead of 1 when using it.

BRUCE TELLS ME WHEN TO DODGE AND WHEN TO TAKE THE HIT: Combat Reflexes, Toughness.

#061 Superman

WE WILL MAKE THINGS RIGHT AGAIN: Superman's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Superman has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD: Superman begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, he can't be moved or placed. When he is the only character on your force or an opposing character critical hits another friendly character, you may turn him to click 7 and he can't be healed for the rest of the game.

I WANT TO FARM IN PEACE: Incapacitate with two [targets] and an attack value of 12. Hit characters can't make range attacks during their turn.

#062 Batman

WE WILL MAKE THINGS RIGHT AGAIN: Batman's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Batman has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Batman begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, he can't be moved or placed. When he is the only character on your force or an opposing character critical hits another friendly character, you may turn him to click 6 and he can't be healed for the remainder of the game.

I MONITOR GOTHAM FROM THE BATCAVE:

Outwit with a range of 10. Opposing characters 4 or more squares from him can't draw lines of fire to him.

#063 Wonder Woman**WE WILL MAKE THINGS RIGHT AGAIN:**

Wonder Woman's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Wonder Woman has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS BROKEN WORLD:

Wonder Woman begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, she can't be moved or placed, and when she is the only character on your force or an opposing character critical hits another friendly character, you may turn her to click 6 and she can't be healed for the remainder of the game.

I TRY AND HEAL THIS BROKEN WORLD:

Support with an attack value of 12. When she uses it, both she and/or the target may be adjacent to opposing characters.

#064 Green Lantern

WE WILL MAKE THINGS RIGHT AGAIN: Green Lantern's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Green Lantern has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Green Lantern begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, he can't be moved or placed, and when he is the only character on your force or an opposing character critically hits another friendly character, you may turn him to click 6 and he can't be healed for the remainder of the game.

I PROTECT FROM AFAR: Perplex to target a

character regardless of line of fire.

#065 Shazam!**WE WILL MAKE THINGS RIGHT AGAIN:**

Shazam's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Shazam! has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Shazam! begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, he can't be moved or placed. When he is the only character on your force or an opposing character critical hits another friendly character, you may turn him to click 7 and he can't be healed for the remainder of the game.

LUTHOR'S LACKEY: DOUBLE POWER: Remove an action token from an adjacent friendly character.

#066 Spectre**WE WILL MAKE THINGS RIGHT AGAIN:**

Spectre's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Spectre has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Spectre begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click 11, he can't be moved or placed, and when he is the only character on your force or an opposing character critically hits another friendly character, you may turn him to click 7 and he can't be healed for the remainder of the game.

I SET THIS WORLD ON A DIFFERENT PATH:

Probability Control to target a character regardless of line of fire.

#100 Streaky

THIS CAT HAS CLAWS!: When an adjacent opposing character is moved or placed, after resolutions you may place Streaky adjacent to that character. Streaky does not require opponents to break away.

COSMIC WHISKERS: Super Senses, Toughness.

Batman v Superman: Dawn of Justice

#001 Batman

PERSONAL RESTRAINT SYSTEMS: Charge.
When he hits an opposing character, after resolutions give the hit character an action token.

#003 Wonder Woman

PRINCESS OF THEMYSKIRA: Charge, Flurry.

#006 Aquaman

KING OF THE SEAS: Hypersonic Speed, Super Senses but only when Aquaman occupies water terrain.

#007 Mercy Graves

BRING THE CAR AROUND: Passenger: 1.

#008 Lex Luthor

SOCIAL MEDIA MANIPULATION: Perplex and Probability Control, both with a range value of 8. He may use either to target an opposing character named Superman regardless of range or line of fire.

#009 Bruce Wayne

UNTOUCHABLE PLAYBOY MILLIONAIRE:
Improved Movement: Characters.

ALTER EGO: I AM BATMAN: POWER: This action deals no pushing damage. Replace this character with [BVS] #001 Batman on its orange starting line. Protected: Outwit.

I'VE ALWAYS BEEN UNDER THE TUX: When you add Bruce Wayne to your force during construction, you may also add [BVS] #001 Batman to your sideline, turned to its orange starting line. // At the beginning of your turn, you may choose a standard power that Batman can use on that starting click. Bruce Wayne can use the chosen power until you choose again.

#010 Alfred Pennyworth

HE'S NOT YOUR ENEMY, BRUCE: Once per game, **POWER:** Choose a friendly character and an opposing character both within line of fire. Until your next turn, the chosen characters can't target each other.

#011 Zev

I AM THE FIRST TO THE FRONT: Mastermind, but can only choose friendly characters named Henchman's Goon.

COVER FIRE: Running Shot, Force Blast.

#012 Batman

TELL ME... DO YOU BLEED?: When Batman hits an opposing character with [Superman Ally] Team Ability or Kryptonian keyword, damage dealt is penetrating.

BILLION DOLLAR BAT PLANE: Running Shot, [Flight]. Modify range +3.

#013 Clark Kent

ALTER EGO: SUPERMAN: POWER: This action deals no pushing damage. Replace this character with [BVS] #002 Superman on its orange starting line. Protected: Outwit.

I'VE ALWAYS BEEN THE MAN BEHIND THE GLASSES: When you add Clark Kent to your force during force construction, you may also add [BVS] #002 Superman to your sideline, turned to its orange starting line. // At the beginning of your turn, you may choose a standard power that Superman can use on that starting click. Clark Kent can use the chosen power until you choose again.

#014 Diana Prince

WARRIOR PRINCESS: When you add Diana Prince to your force during force construction, you may also add [BVS] #003 Wonder Woman to your sideline, turned to its orange starting line. // At the beginning of your turn, you may choose a standard power that Wonder Woman can use on that starting click. Diana Prince can use the chosen power until you choose again.

ALTER EGO: WONDER WOMAN: POWER: This action deals no pushing damage. Replace this character with [BVS] #003 Wonder Woman on its orange starting line. Protected: Outwit.

#015 Perry White

YOUR BANNER HEADLINE: At the beginning of the game, you may choose an opposing character of 150 points or less. That character can't reduce pushing damage as long as Perry White is on the map. If the chosen character is 100 points or more, whenever that character takes pushing damage, deal Perry White 1 unavoidable damage.

YOU DON'T ALWAYS GET TO DECIDE WHAT THE RIGHT THING IS!: Perplex. When he does, instead of the normal modifier, choose +2 or -2, and roll a d6 that can't be rerolled. Modify the resulting values on the target character by the chosen amount:

- 1 - Speed
- 2 - Attack
- 3 - Defense
- 4 - Damage
- 5 - Range
- 6 - Choose another result.

#016 Superman

BRINGING DOWN BUILDINGS: Improved Movement: Blocking terrain, immediately after movement resolves destroy all Blocking terrain moved through.

POWERED BY THE YELLOW SUN: Impervious. // At the beginning of your turn, if Superman occupies clear outdoor terrain heal him a number of clicks equal to the number of action tokens on him.

Fast Forces: Batman v Superman: Dawn of Justice

#001 Batman

JUSTICE LEAGUE: Modify defense +1 for each action token on him.

WHERE DID HE COME FROM?: Smoke Cloud. When he uses it, after resolutions he may use Incapacitate at no cost.

#002 Superman

JUSTICE LEAGUE: Modify defense +1 for each action token on him.

RIPPING THE DOORS OFF: Flurry, Sidestep.

#003 Wonder Woman

JUSTICE LEAGUE: Modify defense +1 for each action token on her.

LEARNED A FEW THINGS FROM MY MOTHER: Incapacitate with a range of 6. When she uses it, she can use Precision Strike.

BRACELETS AND A LASSO: Super Senses but only succeeds on a result of 6. If she succeeds in her Super Senses roll, give the attacker an action token -or- if the attacker can't be given an action token, after resolutions, deal that character 1 penetrating damage.

#004 Aquaman

JUSTICE LEAGUE: Modify defense +1 for each action token on him.

KING OF ATLANTIS: Invulnerability, Barrier. When he occupies water terrain he can use Barrier as a FREE action. When he uses Barrier, he may place the blocking terrain markers in water terrain.

#005 Mercy Graves

POLITICAL COVER-UP: At the beginning of the game choose another friendly character with the Politician keyword. When Mercy Graves is adjacent to the chosen character, that character can use Shape Change.

#006 Lex Luthor

ONE FACE FOR THE PUBLIC, ONE FACE FOR YOU: At the beginning of the game, choose either the red or yellow starting line. Turn the dial to that click and use that starting line for this game.

Captain America: Civil War

#001 Captain America

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

INSPIRING LEADER: Leadership. When he does and succeeds, choose a friendly character and modify the attack and defense of that character by +1 until your next turn.

#002 Iron Man

(+5) IRON MAN IS RIGHT: Plasticity.

DRIVEN LEADER: Leadership. When he does and succeeds, choose an opposing character and modify the attack and defense of that character by -1 until your next turn.

#003 Black Widow

I KNOW MY MISSION: Improved Movement: Characters.

(+5) IRON MAN IS RIGHT: Plasticity.

DEADLY INFILTRATOR: Exploit Weakness, Shape Change.

#004 War Machine

(+5) IRON MAN IS RIGHT: Plasticity.

#005 Ant-Man

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

SNEAKING IN: FREE: Choose an adjacent friendly standard character. That character has [Tiny] Damage Symbol this turn.

PYM PARTICLE DISCS: When Ant-Man hits an opposing character, the hit character gains your choice of [Tiny] Damage Symbol -or- [Giant] Damage Symbol this turn.

#006 Hawkeye

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

LOCKED ON TARGET: When Hawkeye hits an opposing character with a range attack, modify the defense of a hit target by -1 this turn.

RIDING ON AN ARROW: When Hawkeye hits an opposing character with a range attack, after resolutions you may choose an adjacent friendly character with the Avengers keyword and [Tiny] Damage Symbol. If you do, place the chosen character adjacent to a hit target.

#007 Redwing

AERIAL RECON: FREE: Choose an opposing character within 4 squares and line of fire. **UNIQUE MODIFIER** - Modify the chosen character's defense by -1 until your next turn.

#008 Falcon

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

ENHANCED GOGGLES: Probability Control, but only to reroll his own attacks. When Falcon attacks a character with [Tiny] Damage Symbol, modify that character's defense by -1.

#009 Winter Soldier

NO DISTRACTIONS: Improved Targeting: Hindering; This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

#010 Giant-Man

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

SWAT!: POWER: Make a close attack targeting all opposing characters within 2 squares and line of fire. Instead of normal damage, adjacent hit targets are dealt 3 damage and non-adjacent hit targets are dealt 2 damage.

#011 Agent 13

BASIC TRAINING: Improved Movement: Hindering.

YOU WON'T KNOW WHO TO TRUST: Outwit.

When Agent 13 uses it, she may choose a team ability instead.

#012 Crossbones

TRAINING: UNIQUE MODIFIER - Adjacent opposing characters modify their attack and defense by -1.

SOW INSURRECTION: Perplex. When Crossbones uses it, after resolutions you may choose a team ability the target opposing character can use and that character can't use the chosen team ability until your next turn.

#013 Black Panther

(+5) IRON MAN IS RIGHT: Plasticity.

WAKANDAN TECH: Precision Strike.

HE'S AROUND HERE SOMEWHERE: Sidestep. Opposing characters 4 or more squares from him can't draw a line of fire to him.

#014 Vision

(+5) IRON MAN IS RIGHT: Plasticity.

Captain America: Civil War Starter

#001 Captain America

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

LEADING BY EXAMPLE: Leadership. When he does and succeeds, also remove an action token from him.

#002 Iron Man

(+5) IRON MAN IS RIGHT: Plasticity.

LEADING BY MAKING AN EXAMPLE (OF YOU): Leadership. When he does and succeeds, you may also place an action token on an opposing character within range and line of fire.

#003 Black Widow

(+5) IRON MAN IS RIGHT: Plasticity.

GET CLOSE TO YOU: Adjacent opposing characters modify their attack and defense -1 if they have at least one action token.

#004 Falcon

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

#005 Winter Soldier

(+5) I'M WITH CAP: Shape Change, but only when targeted by a range attack.

#006 Black Panther

AT HOME IN THE CITY OR THE JUNGLE: Improved Movement: Elevated; Hindering; Characters.

(+5) IRON MAN IS RIGHT: Plasticity.

ADVANCED CAMO: Energy Shield/Deflection.

TACTICAL TAKEDOWN: FREE: Choose an opposing character within range and line of fire. Choose one to last until your next turn: the chosen character's combat values can't be positively modified, -or- the chosen character can't be given more than one FREE action.

Teenage Mutant Ninja Turtles

#001 Raphael

FIGHTING THROUGH THE SWARMS: When Raphael hits an opposing character, after resolutions you may place him in any square adjacent to that character.

SAI: Flurry. He deals penetrating damage when making a close attack.

#002 Michelangelo

FIGHTING THROUGH THE SWARMS: When Michelangelo hits an opposing character, after resolutions you may place him in any square adjacent to that character.

NUNCHAKUS: Flurry. Each time he hits an opposing

character, after resolutions you may give that character an action token.

#003 Donatello

FIGHTING THROUGH THE SWARMS: When Donatello hits an opposing character, after resolutions you may place him in any square adjacent to that character.

BO STAFF: KNOCKBACK. Giant Reach:2.

#004 Leonardo

FIGHTING THROUGH THE SWARMS: When Leonardo hits an opposing character, after resolutions you may place him in any square adjacent to that character.

KATANA: Blades/Claws/Fangs. If he missed a close attack this turn, he can use Sidestep.

#005 Mouser

BURST THROUGH THE RUBBLE: Improved Movement: Hindering.

THEY CHEW THROUGH BUILDINGS!: POWER: Destroy an adjacent wall or square of blocking terrain.

#006 Foot Soldier (Sai)

THERE'S MORE OF THESE ROBOTS?: When Foot Soldier is KO'd by an opponent's attack, roll a d6. **5-6:** You may generate a character named Foot Soldier in your starting area or a square within 5 squares of it.

SAI: Flurry. He deals penetrating damage when making a close attack.

#007 Foot Soldier (Nunchaku)

THERE'S MORE OF THESE ROBOTS?: When Foot Soldier is KO'd by an opponent's attack, roll a d6. **5-6:** You may generate a character named Foot Soldier in your starting area or a square within 5 squares of it.

NUNCHAKUS: Flurry. Each time he hits an opposing character, after resolutions you may give that character an action token.

#008 Foot Soldier (Bo Staff)

THERE'S MORE OF THESE ROBOTS?: When Foot Soldier is KO'd by an opponent's attack, roll a d6. **5-6:** You may generate a character named Foot Soldier in your starting area or a square within 5 squares of it.

BO STAFF: KNOCKBACK. Giant Reach: 2.

#009 Foot Soldier (Katana)

THERE'S MORE OF THESE ROBOTS?: When Foot Soldier is KO'd by an opponent's attack, roll a d6. **5-6:** You may place a character named Foot Soldier from outside the game into your starting area or a square within 5 squares of it.

KATANA: Blades/Claws/Fangs. If he missed a close attack this turn, he can use Sidestep.

#010 Foot Soldier (Chain Kama)

THERE'S MORE OF THESE ROBOTS?: When Foot Soldier is KO'd by an opponent's attack, roll a d6. **5-6:** You may generate a character named Foot Soldier in your starting area or a square within 5 squares of it.

CHAIN KAMA: When Foot Soldier hits an opposing character with a range attack, after resolutions you may place the hit character adjacent to Foot Soldier and it can't be moved or placed during its next turn.

#011 Splinter

I HAVE TAUGHT YOU ALL I LEARNED: Empower. **UNIQUE MODIFIER-** Adjacent Friendly characters with the TMNT Keyword modify their attack +1.

#012 Casey Jones

ALRIGHT, SHORTY, SHOW ME WHAT YOU'VE GOT: **UNIQUE MODIFIER -** When Casey Jones is adjacent to a friendly character named Raphael, they both modify their attack +1.

GOONGALA GOONGALA: **CLOSE:** Make a close attack. If he hits, after resolutions move him up to two squares automatically breaking away, then make another close attack with his attack and damage modified +1.

#013 Baxter Stockman

I DON'T NEED ANYONE EXCEPT MY MOUSERS!: When a friendly character named Mouser is KO'ed by an opponent's attack, roll a d6. **4-6:** You may generate a [TMNT] #005 Mouser if no other friendly character did.

ROBOTICS GENIUS: **FREE:** Heal an adjacent friendly character with the Robot keyword 1 click. If it can't be healed, modify its speed and attack +1 this turn instead.

#014 Nobody

GRAPPLING HOOK: Improved Movement:

Elevated.

SHADOWY AVENGER: Stealth. Nobody can't be targeted by opposing characters if he's adjacent to a wall.

CAPE IN YOUR EYES: **POWER:** Choose an adjacent opposing character. That character can't make an attack during its next turn.

#015 Alpha One

DIMENSIONAL DISPLACEMENT DEVICE: **POWER:** Choose a character within 5 squares. If that character is friendly, it must have the Robot keyword. If that character is opposing, it can't have the Robot keyword. Place that character adjacent.

#016 Slash

ALL I WANT IS PALM TREES: If Slash occupies or is adjacent to printed hindering terrain, modify attack -2.

SPIKED SHELL: Invulnerability. When Slash takes damage from an opponent's close attack, after resolutions deal that character 1 penetrating damage.

#017 Leatherhead

DON'T YOU HURT MICHELANGELO!: **UNIQUE MODIFIER-** When Leatherhead is adjacent to a friendly character named Michelangelo, they both modify their attack +1.

DEATH ROLL: **POWER:** Move up to 3 squares using Improved Movement: Characters. After resolutions, make a close attack that targets each opposing character occupying or adjacent to those squares. Hit characters are dealt 2 damage and knocked back 2 squares.

#018 Metalhead

I BUILT HIM, AND I HAVE THE REMOTE: At the beginning of your turn, you may give an action token to an adjacent friendly character named Donatello. If you do, remove an action token from Metalhead.

#019 April O'Neil

THEY PROTECT ME, I GIVE THEM A HOME: **UNIQUE MODIFIER -** As long as one or more friendly characters with the TMNT keyword or named Casey Jones are adjacent, April O'Neil and those adjacent friendly characters modify their defense +1.

SKILLED PROGRAMMER: Outwit and Improved Targeting: Characters when she does.

#020 Mousers Swarm

THEY'RE COMING THROUGH THE WALLS!: Improved Movement: Hindering.

THEY CHEW THROUGH BUILDINGS - FAST!: POWER: Destroy up to 3 adjacent walls and/or squares of Blocking terrain.

THEY'VE SURROUNDED ME!: Sidestep, Flurry, Deals penetrating damage. Protected: Outwit.

THEY JUST WON'T-STOP-COMING!: STOP. Toughness. Protected: Outwit. Mousers Swarm can't be healed above this click.

#021 Shredder

MUST I DO EVERYTHING MYSELF?: If another friendly character missed an attack targeting a single opposing character this turn, Shredder has, "FREE: Remove an action token from Shredder. If you can't, heal him 1 click."

RETRO MUTAGEN RAY: Outwit. When he does, the targeted character can use Earthbound/Neutralized until your next turn.

SURROUNDED BY OTHER'S INCOMPETENCE: Empower, Leadership.

#022 Monsterex

WHICH MONSTER DOMINATES?: At the beginning of your turn, choose Gill Creature -or- Werewolf to last until your next turn.
Gill Creature: Sidestep, Stealth, and [Dolphin] Symbol.
Werewolf: Charge, Flurry, and Battle Fury.

WHICH LEGEND CONTROLS?: At the beginning of your turn, choose Vampire or Frankenstein's Monster to last until your next turn.
Vampire: Blades/Claws/Fangs, Steal Energy, and [Wing] Symbol.
Frankenstein's Monster: Super Strength, Quake, and [Indomitable] Symbol.

SPIN YOU BY YOUR ANKLES: When Monsterex hits with a close attack, after resolutions he may use Quake at no cost.

#023 Fugitoid

PERFECT HOLOGRAPHIC PROJECTION: Shape Change and succeeds on a result of 4-6.

IMPERVIOUS TO HEAT AND ENERGY: Toughness. When he's targeted by a range attack, he can use Impervious instead.

#024 Renet Tilley

SORRY I GOT YOU UNSTUCK IN TIME AND STUFF: Other friendly characters within 4 squares that are 40 or more points can use Probability Control. When a character uses Probability Control in this way, after resolutions an opponent may place that character up to 4 squares away from their current square.

DISPLACEMENT PUNCH: When Renet Tilley hits an adjacent opposing character, after resolutions you may place the hit character in any square within 4 squares of their current square.

#025 Raphael

MOST ATTITUDE OF THE TURTLES: Charge, Flurry.

HEY! WE'RE NOT KUNG FU FROGS, WE'RE NINJA TURTLES: Combat Reflexes, Willpower.

#026 Michelangelo

MOST ACROBATIC OF THE TURTLES: Improved Movement: Elevated, Hindering.

MOST UNPREDICTABLE OF THE TURTLES: Opposing characters can't use Probability Control to reroll attacks made by or targeting Michelangelo.

SPIN ATTACK: Quake. When he does, after resolutions give each hit character an action token.

MOST ENDURANCE OF THE TURTLES: Combat Reflexes, Willpower.

#027 Donatello

MY BO... CONVERTS TO A NAGINATA: Giant Reach: 3. Blades/Claws/Fangs, but only if he's attacking a non-adjacent character.

#028 Leonardo

TWIN KATANAS: Blades/Claws/Fangs. When he makes a close attack, he can use Probability Control.

ANALYZE AND COUNTER FIGHTING STYLES: Super Senses, Toughness.

LEADER OF THE TURTLES: Leadership. When he does and succeeds, he may instead remove an action token from each adjacent friendly character with the TMNT keyword.

#029 Rat King

MY FACTORY IS MY KINGDOM, MY

CHIMNEY MY CITADEL: Improved Movement: Hindering.

ALL FEAR ME... ALL EXCEPT THE RATS: At the beginning of your turn, if Rat King occupies or is adjacent to hindering terrain, generate a Giant Rat bystander (MAX 4).

STRANGE SPECTRAL GUIDE: When Rat King is KO'd, you may equip him to a friendly character with the Animal keyword.

EFFECT: This character can use Probability Control. If this character is named Splinter, he can use Regeneration.

RAT TRAP: Once per game, **POWER:** Choose an opposing character within 4 squares and line of fire. Generate up to 4 Giant Rat bystanders adjacent to that character.

#029bt Giant Rat

SWARM OF RATS: If Giant Rat is adjacent to one or more friendly bystanders named Giant Rat, modify its damage +1. If it's adjacent to two or more of them, also modify its attack +1.

-Swarm of Rats- Special power symbol is [Starburst] instead of [Tiny].

#030 Baxter Stockman

FOUR ARMZZZZ: Passenger: 4, but only to carry [Tiny] damage symbol characters.

MUTA-ZOO RAY: Outwit, Perplex, but must use both to target the same opposing character.

#031 Krang

MOLECULAR AMPLIFICATION CHIP: FREE: [Giant] Damage Symbol and modify combat values by +1 until your next turn. At the end of your turn, deal him 1 unavoidable damage. // FREE: [Colossal] Damage Symbol and modify combat values by +2 until your next turn. At the end of your turn, deal him 2 unavoidable damage. // You may only activate one of these powers each turn.

SHAPESHIFTING HANDS: FREE: Choose a standard attack power -or- [Wing] Symbol. Krang can use the chosen power or symbol until you choose again.

IQ OF 968 - UNTIL HE GETS MAD: Outwit, Probability Control. Krang has PROTECTED: Outwit, but only from characters on an equal or higher click number.

#032 Raphael

SHELL TO SHELL DEFENSE: Stealth. Impervious, but only if Raphael is adjacent to a character named Michelangelo, Donatello, or Leonardo.

ADVANCED TURTLE TECHNIQUE: When Raphael hits one or more opposing characters, after resolutions Raphael may move up to 2 squares automatically breaking away, and then may make a close attack targeting a character he has not attacked this turn.

SAI: Flurry. He deals penetrating damage when making a close attack.

#033 Michelangelo

SHELL TO SHELL DEFENSE: Stealth. Impervious, but only if Michelangelo is adjacent to a character named Raphael, Donatello, or Leonardo.

ADVANCED TURTLE TECHNIQUE: When Michelangelo hits one or more opposing characters, after resolutions Michelangelo may move up to 2 squares automatically breaking away, and then may make a close attack targeting a character he has not attacked this turn.

NUNCHAKUS: Flurry. Each time he hits an opposing character, after resolutions you may give that character an action token.

#034 Donatello

SHELL TO SHELL DEFENSE: Stealth. Impervious, but only if Donatello is adjacent to a character named Raphael, Michelangelo, or Leonardo.

ADVANCED TURTLE TECHNIQUE: When Donatello hits one or more opposing characters, after resolutions Donatello may move up to 2 squares automatically breaking away, and then may make a close attack targeting a character he has not attacked this turn.

BO STAFF: KNOCKBACK. Giant Reach: 2.

#035 Leonardo

SHELL TO SHELL DEFENSE: Stealth. Impervious, but only if Leonardo is adjacent to a character named Raphael, Michelangelo, or Donatello.

ADVANCED TURTLE TECHNIQUE: When Leonardo hits one or more opposing characters, after resolutions Leonardo may move up to 2 squares automatically breaking away, and then may make a close attack targeting a character he has not attacked this turn.

KATANA: Blades/Claws/Fangs. If he missed a close attack this turn, he can use Sidestep.

#101 Leonardo

SHELL SHOCK: Toughness.

#102 Raphael

SHELL SHOCK: Toughness.

#103 Michelangelo

SHELL SHOCK: Toughness.

#104 Donatello

SHELL SHOCK: Toughness.

Uncanny X-Men

#001 Colossus

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the X-Men team ability, modify its combat values except damage by +1 until your next turn.

#002 Nightcrawler

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the X-Men team ability, modify its combat values except damage by +1 until your next turn.

***BAMF*: POWER:** Place Nightcrawler in any square within line of fire. If that square is within 4 squares of the square he began this action in, after resolutions he may make a close attack.

#003 Storm

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the X-Men team ability, modify its combat values except

damage by +1 until your next turn.

LOCALIZED WEATHER: Smoke Cloud as FREE.

#004 Thunderbird

HIS DEATH REMEMBERED: When Thunderbird is KO'd, choose one: heal all friendly characters with the X-Men keyword 1 click -or- modify the combat values of all friendly characters with the X-Men keyword by +1 until the end of your next turn.

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the X-Men team ability, modify its combat values except damage by +1 until your next turn.

PUNCHING A FIGHTER JET: Exploit Weakness. When he uses it, after resolutions KO him.

#005a Emma Frost

(+5 PTS) SWITCH TO DIAMOND FORM IN THE NICK OF TIME!: When Emma Frost would be KO'd, you may replace her with [UXM] #005b Emma Frost on click #6. That character can't be healed this game.

TEACHING THE NEXT GENERATION: Perplex. When she uses it, you may instead choose a combat value other than damage and modify that value on each friendly character that shares a keyword with her within range, regardless of line of fire.

#005b Emma Frost

DIAMOND FORM: Maximum of 1 damage (at once) from range attacks.

INJURED BUT STILL HERE: STOP. Invulnerability.

#006 Wolverine

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the X-Men team ability, modify its combat values except damage by +1 until your next turn.

HEALING FACTOR: When Wolverine clears action tokens, you may heal him 1 click.

#007 Genoshan Magistrate

CATCH WEB'S GOT EM: Incapacitate. When he uses it and hits, after resolutions you may place the hit character adjacent.

#008 Morlock

THE IGNORED MUTANTS: During force construction, you may pay 15 points for this character. If you do, at the beginning of the game, choose a starting line. // During force construction you may pay 10 points for up to 6 of this character. If you do, at the beginning of the game, an opponent must choose a distinct starting line for each one.

WE LIVE IN HIDING: Stealth.

THIS ONE HAS AN ENERGY BLAST: Range of 5.

#009 Arclight

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

SEISMIC PUNCH: When Arclight misses one or more close attacks, after resolutions she may use Quake at no cost.

#010 Blockbuster

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

BRUTAL DISPLAY OF MIGHT: When Blockbuster hits with a close object attack, after resolutions all opposing characters modify defense -1 until the end of turn.

#011 Harpoon

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

PIN HIM DOWN!: When Harpoon hits with a range attack, the hit target gains [Immobile] until your next turn.

#012 Lady Mastermind

SUMMON YOUR WORST FEARS: Mind Control, Stealth. When Lady Mastermind uses Mind Control, after resolutions give the hit target an action token.

#013 Prism

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

POWER ME UP!: When making a range attack, modify damage +1 for each adjacent friendly character with a printed range of 4 or more.

BRITTLE CRYSTAL: Takes a maximum 1 damage (at once) from range attacks. When Prism takes knockback damage, KO him.

#014 Riptide

TURNING, TURNING: Improved Movement: Characters.

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

SHURIKENS AT 200 MPH: When Riptide uses Sidestep, after resolutions he may use Pulse Wave at no cost.

#015 Scrambler

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

JUST ONE TOUCH: Outwit, but only to target an adjacent character regardless of line of fire. When Scrambler uses it, the target instead can't use any powers displayed on its dial until your next turn.

#016 Stonewall

FREEDOM FORCE: When this character is given a MOVE action, after resolutions he may use Force Blast at no cost.

DOESN'T BACK DOWN: Stonewall can't be knocked back, moved, or placed by opposing game effects.

BUILT LIKE A WALL: Invincible. If an adjacent opposing character hits Stonewall and the attack roll is doubles, after resolutions you may knock back the attacker a number of squares equal to their damage value.

#017 John Greycrow

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

MAKING WEAPONS TO HUNT: POWER: Equip a standard object in an adjacent square or a square he occupies. If it is a standard light object, the EFFECT is: Precision Strike. If it is a standard heavy object, the EFFECT is: Penetrating/Psychic Blast.

#018 Vanisher

INTO THE DARKFORCE: Phasing/Teleport, Stealth, and Passenger: 3.

#019 Warpath

MAKE XAVIER PAY: Opposing characters using the [X-Men] team ability decrease the result of their roll by 1.

#020 Wolverine

YOU'VE TAKEN YER BEST SHOT! NOW IT'S MY TURN!: When Wolverine takes damage, place a number of Heal tokens equal to half the damage taken on his character card. // FREE: Remove a Heal token to heal 1 click.

BETTER CHUMPS THAN YOU HAVE TRIED TO KILL ME, BUB: When Wolverine would be KO'd by an opponent's attack, you may remove 3 Heal tokens. If you do, turn Wolverine to click #7 instead.

BEST THERE IS...: Blades/Claws/Fangs. When he uses it, the minimum d6 result is his printed damage and, if the result is 6, place a Heal token on his character card.

#021 Cyclops

FIELD LEADER OF THE X-MEN: Leadership. When he uses it and succeeds, he can use Probability Control until your next turn.

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values except

damage by +1 until your next turn.

#022 Beast

TIME LOCKED: Opposing characters can't use Probability Control to reroll attacks made by or targeting this character.

DO THEY STILL CALL ME "BOUNCING BEAST"?: Leap/Climb.

#023a Kitty Pryde

(+5 PTS) PHASED IN THE NICK OF TIME: When Kitty Pryde would be KO'd, you may replace her with [UXM] #023b Kitty Pryde on click #6. That character can't be healed this game.

PROFESSOR PRYDE: Leadership. When she uses it and succeeds, instead of removing a token normally, she may remove an action token from each adjacent friendly character with the All-New X-Men keyword regardless of point value.

#023b Kitty Pryde

PHASING ATTACK: Phasing/Teleport, Stealth. When she uses Phasing/Teleport, after resolutions she may make a close attack targeting all characters whose square she moved through regardless of adjacency. Hit characters are given an action token instead of normal damage.

INJURED BUT STILL HERE: STOP. Willpower.

#024 Cyclops

TIME LOCKED: Opposing characters can't use Probability Control to reroll attacks made by or targeting this character.

CONCUSSIVE BLAST: Force Blast.

SWEEPING BLAST: POWER: Choose both a horizontal and vertical direct line of fire. Make a range attack using Improved Targeting: Characters targeting all opposing characters within 5 squares and line of fire that occupy squares in or between the chosen lines. Hit characters are dealt 1 penetrating damage instead of normal damage.

#025 Jean Grey

TIME LOCKED: Opposing characters can't use Probability Control to reroll attacks made by or targeting this character.

PSYCHOKINETIC MERGE: Perplex. When she uses it, she may target a character with the All-New X-Men keyword regardless of range and line of fire.

#026 Chief Magistrate

I'M HOLDING A BLACK HOLE GENERATOR:

Pulse Wave. When she uses it, after resolutions give each hit character an action token and then place the hit characters adjacent until all adjacent squares are occupied.

#027 Brood

ADULT: Charge, [Wing] Symbol.

PARALYTIC POISON STINGER:

Blades/Claws/Fangs. When it uses it, if the result was 4-6, after resolutions give the hit character an action token.

#028 Caliban

CALIBAN KNOWS ALL THE TUNNELS:

Phasing/Teleport, Passenger: 1. When he begins movement in hindering terrain, modify speed +3.

EXCEPTIONAL MUTANT TRACKING: Adjacent friendly characters can use Improved Targeting: Hindering Terrain to target characters within 6 squares of Caliban.

#029 Magneto

I CAN STILL FLY, BUT IT TAKES A LOT OUT OF ME: Once per game, Magneto can use Running Shot as a FREE action and has the [Wing] symbol for that action.

TRACKING THOSE WHO WOULD HARM

MUTANTS: Sidestep, Stealth.

MAGNETIC SHIELDING: Energy Shield/Deflection, Willpower.

#030 Juggernaut

OUTTA DA WAY!: POWER: Move in a direct path using Improved Movement: Hindering, Characters, Blocking and immediately after movement resolves destroy all Blocking terrain moved through. After resolutions, make a close attack targeting all characters he moved through regardless of adjacency. Hit characters are dealt 3 damage instead of normal damage and placed into a square that Juggernaut didn't move through adjacent to their current square.

THE HELMET PROTECTS ME: Juggernaut begins

the game with his Helmet attached. As long as it's attached, Juggernaut can use Willpower and has PROTECTED: opposing Mind Control, Outwit, or Penetrating/Psychic Blast. // When the Helmet is attached and Juggernaut is hit by a close attack, the attack deals no damage and Juggernaut and the attacking character each roll a d6 adding their printed damage values to their respective rolls. If your result is lower, remove the Helmet.

#031 Sabretooth

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

MASSACRES ARE MY SPECIALTY:

Blades/Claws/Fangs. // CLOSE: Make any numbers of close attacks, each targeting an adjacent opposing character that was not already targeted during this action.

#032 Super Sabre

FREEDOM FORCE: When this character is given a MOVE action, after resolutions he may use Force Blast at no cost.

MACH 1 PUNCH: Force Blast, Hypersonic Speed.

#033 Cyclops

FULL BLAST: Penetrating/Psychic Blast. When he uses it, he can use Improved Targeting: Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking Terrain.

LEADING THE NEXT GENERATION: Leadership. When he uses it and succeeds, he may instead remove the action token from any friendly character within range that shares a keyword with him.

#034 Professor X

YOU DON'T WANT TO DO THIS: Outwit normally or as a POWER action. If activated as a POWER action, he does not require line of fire and you may attach the Mental Lock marker to the targeted character. While the Mental Lock marker is attached, the effect of this Outwit doesn't end and Professor X can't use Outwit. The Mental Lock marker remains attached as long as that character is within Professor X's range. // At the beginning of your turn, you and that character's controller both roll 2d6 that can't be rerolled. If your result is lower, remove the Mental Lock marker.

ERASE YOU FROM YOUR ENEMIES' MINDS:

Professor X and adjacent friendly characters with the X-Men keyword can use Shape Change if they are not on their starting click. If they succeed using this Shape Change no friendly character with the X-Men keyword can be targeted this turn.

#035 Angel

TIME LOCKED: Opposing characters can't use Probability Control to reroll attacks made by or targeting this character.

MASTER AERIALIST: Charge. When he does, after resolutions he may use Sidestep at no cost and automatically breaks away when doing so.

SWIFT AS A FALCON: Energy Shield/Deflection, Super Senses.

#036 Iceman

TIME LOCKED: Opposing characters can't use Probability Control to reroll attacks made by or targeting this character.

FROZEN IN PLACE: Barrier normally or as a FREE action. When activated as a FREE action he may only place up to 2 blocking markers. Opposing characters adjacent to Iceman's Barrier markers must break away.

ICE SHIELD: Toughness. Adjacent friendly characters can use Toughness.

#037 X-23

HEALING FACTOR: When X-23 clears action tokens, you may heal her 1 click.

FURIOUS CHARGE: Charge, Flurry.

ADAMANTIUM CLAWS: Blades/Claws/Fangs.

When she uses it, if the result is 1-2, once per turn you may reroll the roll.

#038 Sabretooth

AVENGERS UNITY DIVISION: When this character is given a MOVE action, after resolutions he may use the [X-Men] team ability at no cost.

INVERTED AND LEASHED: Once per game, when an opposing character would be KO'd by Sabretooth, you may instead keep that dial on its last non-KO click. If you do, after resolutions heal Sabretooth 2 clicks and remove all action tokens from him.

TRACK DOWN THE GENE-TRASH: If Sabretooth is within 3 squares of an opposing character, FREE: Sabretooth and adjacent friendly characters can use Sidestep this turn.

#039 Juggernaut

HELM OF CYTTORAK: Juggernaut begins the game with his Helmet attached. As long as it's attached, Juggernaut can use Willpower and has PROTECTED: opposing Mind Control, Outwit, or Penetrating/Psychic Blast. When Juggernaut takes 2 or more damage and the Helmet is attached, the opponent places the Helmet up to 6 squares away. When Juggernaut moves through a square containing the Helmet, attach it to him.

KEEP YOUR HEAD DOWN, KID: Charge, Passenger: 1, and Improved Movement: Hindering, Blocking and immediately after movement resolves destroy all Blocking terrain moved through.

#040 Magneto

MAGNETIC SHIELD FOR MY ALLIES: POWER: Attach the Magnetic Shield to another friendly character, removing it from anywhere else. That character can use Energy Shield/Deflection as long as it is attached. When that character takes damage from a range attack or Magneto is KO'd, remove the Magnetic Shield marker.

MAGNETIC FIELD: Energy Shield/Deflection, Toughness.

#041 Brood Queen

BROOD IMPLANTATION: When an opposing character takes damage from Brood Queen's close attack, give that character an Infected token. Characters with one or more Infected tokens modify their attack and defense -1. When a character with an Infected token is KO'd, generate a [UXM] #027 Brood on click #3 in that square.

BROOD EGG: Brood Queen begins the game with the Brood Egg attached. // **POWER:** Place an attached Brood Egg adjacent.

#041bt Brood Egg

IT'S HATCHING: At the beginning of your turn, reattach this to Brood Queen, then generate [UXM] #027 Brood on click #3 in the square this occupied. // If Brood Queen is KO'd, instead remove it from the map then generate a [UXM] #027 Brood on click #3 in the square this occupied.

#042 Omega Red

DEADLY COILS: Giant Reach: 3. When Omega Red hits a character with a close attack, after resolutions you may place the hit character adjacent.

ENERGY VAMPIRE: Omega Red Begins the game on click #3. Steal Energy and when he uses it, he may heal past his starting line.

#043a Sunfire

(+5 PTS) SOLAR FLARE IN THE NICK OF TIME: When Sunfire would be KO'd, you may replace him with [UXM] #043b Sunfire on click #7. That character can't be healed this game.

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values except damage by +1 until your next turn.

#043b Sunfire

AVENGERS UNITY DIVISION: When this character is given a MOVE action, after resolutions he may use the [X-Men] team ability at no cost.

RADIATING INTENSE HEAT: Energy Shield/Deflection. When Sunfire is hit with a close attack, after resolutions deal the attacker 1 penetrating damage.

SOLAR FLARE: Energy Explosion, Poison and Pulse Wave.

INJURED BUT STILL HERE: STOP. Toughness.

#044 Nightcrawler

BAMF!: Phasing/Teleport, Passenger: 1. When Nightcrawler uses Phasing/Teleport, after resolutions place the BAMF marker in the square he began movement in, removing it from anywhere else. When Nightcrawler is missed by an attack, after resolutions you may place him into or adjacent to the BAMF marker's square.

#045 Storm

WINDS TO HOLD YOU, VILLAIN!: When Storm targets and hits one or more opposing characters, after resolutions you may attach the Cyclone marker to one hit target, removing it from anywhere else. While the Cyclone marker is attached, that character must break away on any action in which it moves, can't automatically break away, and is dealt 1 damage at the end of its turn. When that character successfully breaks away, remove the Cyclone marker.

THUNDER AND LIGHTNING: Energy Explosion. If both Storm and all targets of her range attack are outdoors, she can use Precision Strike to target more than one character.

#046 Vertigo

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

GETTING DIZZY? WANT TO LIE DOWN?:

Incapacitate. When she uses it, after resolutions, either modify each hit character's defense -1 until your next turn -or- a single hit character's defense -2 until your next turn.

#047 Mystique

FREEDOM FORCE: When this character is given a MOVE action, after resolutions, she can use Force Blast at no cost.

SHAPESHIFTER: Shape Change. // Mystique begins the game with a Shapeshift token on her card. While she has a Shapeshift token, she can use Improved Movement: Characters and opposing characters can only target her if they began the turn adjacent to her. When Mystique targets an opposing character with an attack, remove all Shapeshift tokens. When she succeeds using Shape Change, place a Shapeshift token (Maximum 1) on her card.

#048 Crimson Commando

FREEDOM FORCE: When this character is given a MOVE action, after resolutions he may use Force Blast at no cost.

TAKE THEM DOWN!: Close Combat Expert, Leadership. When he uses Leadership and succeeds, other friendly characters that share a keyword with him can use Sidestep this turn.

#049 Dark Angel

DEATH FROM ABOVE: Hypersonic Speed. When he does he may use Flurry at no cost instead of the close attack.

CELESTIAL DEATH SEED: Toughness. Regeneration as a FREE action or normally. When he uses Regeneration normally, roll a second d6 and keep the higher result.

SURVIVAL OF THE FITTEST: Opposing characters of 75 points or less modify their attack and damage -1 when attacking Dark Angel.

#050 Beast

ACROBATIC: Improved Movement: Elevated, Hindering.

THESE ARE THE X-MEN THAT I REMEMBER: Probability Control, but only if there's a friendly character on the map with the All-New X-Men or X-Men keywords that has the same name but a different collector's number than another character on the map.

A FINE FORM, INDEED: Combat Reflexes, Super Senses and Toughness.

YES, YES, SMARTEST MUTANT-SIMIAN-MAN IN THE ROOM: Outwit. When Beast uses it, instead of targeting one character within range and line of fire, he may choose to target every opposing character within 4 squares. (You may choose a different power on each target.)

#051 Iceman

ICE SLIDE RIGHT OVER YOU: Improved Movement: Characters.

FROZEN SOLID: When Iceman moves, after resolutions you may make a close attack targeting a single opposing character whose square he moved through and didn't target with an attack that action. If you hit, attach the Ice Wall marker to that character, removing it from any other character. As long as the Ice Wall marker is attached, that character can't be moved, placed, given actions, or targeted with an attack. At the end of the next turn, remove the Ice Wall marker.

REBUILD THE ICE: Barrier, Regeneration.

ICY FATE: When Iceman hits an opposing character, after resolutions you may give that character an action token.

#052 Rogue

AVENGERS UNITY DIVISION: When this character is given a MOVE action, after resolutions he can use the X-Men team ability at no cost.

YOU'VE BECOME AN ENERGY VAMPIRE: Steal Energy. When she targets a single opposing character with a close attack, choose a standard power that character can use. If she hits, after resolutions she can use the chosen power and the hit character's printed range value until you choose and hit again.

SIMON LIVES THROUGH ME: If you didn't pay 150 points, Rogue is KO'd when she crosses the red KO line. Protected: Pulse Wave.

WONDER MAN'S IONIC POTENTIAL

UNLEASHED: STOP. For the rest of the game, Rogue can't be healed beyond her red KO line.

#053a Phoenix

(+10 PTS) PHOENIX UNLEASHED IN THE NICK OF TIME!: When Phoenix would be KO'd, you may replace her with [UXM] #053b Phoenix on click #9. That character can't be healed this game.

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values except damage by +1 until your next turn.

I AM LIFE INCARNATE: Invincible, Regeneration.

POWER IS SURGING THROUGH ME

UNCONTROLLABLY: FREE: Roll a d6 that can't be rerolled and modify her combat values according to the result until your next turn. **1:** Modify by -1. **5:** Modify by +1. **6:** Modify by +2.

#053b Phoenix

MYSTERIOUSLY "TRANSPORTED" TO THE 18TH CENTURY: When Phoenix's attack roll is 5 or less -or- the attack roll of an opposing character attacking her is 5 or less, after resolutions remove an action token from her.

INJURED BUT STILL HERE: STOP. Energy Shield/Deflection. If she is at 250 points, she can use Impervious.

#054 Quicksilver

AVENGERS UNITY DIVISION: When this character is given a MOVE action, after resolutions he may use the [X-Men] team ability at no cost.

IT'S LIKE I'M EVERYWHERE AT ONCE: When Quicksilver moves through a square, you may immediately generate/place the Speed Shadow marker in it, removing it from anywhere else. When Quicksilver makes a close attack, he may target characters adjacent to the Speed Shadow marker.

FASTER THAN YOU'LL EVER BE: Hypersonic Speed. When he uses it he can automatically break away and he may use Flurry at no cost instead of the close attack.

#055 Scarlet Witch

AVENGERS UNITY DIVISION: When this character is given a MOVE action, after resolutions she may use the [X-Men] team ability at no cost.

HEX MAGICK: POWER: Attach the Hex Magic marker to a character within range and line of fire, removing it from anywhere else. If that character is friendly, when that character attacks, a Critical Hit is an attack roll of 10-12. If that character is opposing, when that character attacks, a Critical Miss is an attack roll of 2-4. When Scarlet Witch is KO'd, remove the Hex Magic marker.

WINDS OF MAGICK: Enhancement, Probability Control.

#056 Pixie

PIXIE DUST: Smoke Cloud as a FREE action but

places only 1 hindering marker. Characters occupying this hindering marker modify their defense -1 in addition to attack.

TELEPORTATION SPELL: Phasing/Teleport. When she uses it she has Passenger: 2 and she may carry characters with [Wing] symbol. Passenger: 4 if they all have the X-Men keyword.

SOUL DAGGER: Blades/Claws/Fangs, Precision Strike.

#057 Proteus

HE'S USING ORDINARY PEOPLE LIKE

PUPPETS!: When building your force, you may pay 35 points to equip Proteus to a character of 100 points or less. When the equipped character is KO'd, equip this to another friendly character of 100 points or less. If you can't, place him on click #10 into the square of the last character he was equipped and he can't be healed.

BURNING OUT HOST BODIES: EFFECT: Modify the combat values of the equipped character by +1. // At the beginning of your turn, roll a d6 that can't be rerolled **1-2:** Deal the equipped character 1 unavoidable damage.

ONLY DIRECT CONTACT WITH METAL CAN HARM ME: STOP. Proteus takes damage only from close attacks.

THE WALLS ARE ATTACKING!: POWER: Make a close attack targeting each opposing character within 6 squares that is adjacent to blocking terrain. Hit characters are each dealt this character's damage value instead of normal damage.

#058 Cameron Hodge

MYSTICAL TELEPATHIC IMMUNITY:

PROTECTED: Mind Control, Penetrating/Psychic Blast.

PHENOMENAL REPAIR RATE AND PHASING

MODULE: Super Senses, when Cameron Hodge has two action tokens. // At the beginning of your turn, if Cameron Hodge has two action tokens, he may use Regeneration at no cost.

IMPALE: CLOSE: Make a close attack targeting a character within 3 squares and line of fire. Damage dealt from this attack is penetrating. After resolutions, the hit character may be placed in a square within 3 squares and line of fire of Cameron Hodge.

#059 Malice

I'M DONE WITH YOU, PRETTY: When Malice is KO'd, you may equip her to another friendly character. **EFFECT:** Perplex, Shape Change.

STILL FIGURING OUT YOUR POWERS: At the beginning of your turn, roll a d6. Until your next turn, **3-4:** Force Blast. **5-6:** Telekinesis.

WHAT YOU SEE IS NOT WHAT YOU GET:

Perplex, Shape Change

#060 Mister Sinister

MUTANT MASSACRE: The first time during your turn that one or more opposing characters are KO'd, after resolutions choose one: this turn, modify this character's speed, attack, and damage +1 -or- heal this character 1 click.

SCHEMES WITHIN SCHEMES YOU CANNOT STOP: Mastermind. If opposing Probability Control was used during an attack that hit Mister Sinister or an adjacent friendly character, after resolutions you may place the hit character anywhere on the map.

GET BACK IN THE FIGHT, MINION: Leadership, Support. When he uses Support and heals a character with the Marauders keyword, after resolutions you may exchange the places of that character and another friendly character with the Marauders keyword within 8 squares of Mister Sinister.

#061 Colossus

READY, COMRADE?: FREE: Attach an adjacent friendly [UXM] #066 Weapon X. // As long as Weapon X is attached, Colossus has a range of 8. When Colossus makes a range attack with [UXM] #066 Weapon X attached, after resolutions place Weapon X adjacent to the target of that attack. When Colossus is KO'd with Weapon X attached, place Weapon X in the square Colossus occupied.

#062 Magneto

THIS ENTIRE WORLD IS DEAD DREAMS AND SCRAP: If there are no Scrap Metal markers attached to Magneto, **POWER:** Destroy up to two walls or squares of printed Blocking terrain within 8 squares

and attach that many Scrap Metal markers (maximum 2). // **FREE:** Remove all attached Scrap Metal markers to make that many object attacks as if he was holding a heavy object.

CREATOR OF THE X-MEN IN THIS REALITY:

When building your force, you may chose a character of 150 points or less. That character has the X-Men keyword this game.

#063 Sabretooth and Wild Child

LEASHED OR UNLEASHED?: Sabretooth and Wild Child begins the game with Wild Child attached and can use Flurry while he's attached. // At the beginning of your turn, if Wild Child is within 3 squares of Sabretooth and Wild Child, you may reattach him. // If Sabretooth and Wild Child hasn't used Flurry this turn, **FREE:** Place an attached Wild Child adjacent.

HEALING FACTOR: When Sabretooth and Wild Child clears action tokens, you may heal him 1 click.

#064 Sugar Man

WHAT KIND OF SLAUGHTER DO I FEEL LIKE TODAY?: At the beginning of the game, if Sugar Man was not equipped with any other item during force construction, you may choose two of these three objects as described on this card: Axe, Hammer, Sword. Sugar Man may be equipped with both chosen objects.

Sugar Man's Weapons: When on the map, Sugar Man's Weapons are considered heavy objects. A character in a square with or holding this object may be given a **POWER** action to equip it. If not equipped, this object can only be KO'd in an object attack. A character equipped with one of these objects may use the following effects:

Axe EFFECT: Attack rolls of 10-12 count as critical hits.

Hammer EFFECT: When this character hits an opposing character, if the attack roll was a 10-12, after resolutions you may give that character an action token.

Sword EFFECT: Blades/Claws/Fangs.

TWO FEET, FOUR ARMS: Flurry, Sidestep.

BIO-ELECTRIC TONGUE OF EXTREME

LENGTH: RANGE: Range of 6. Make a range attack targeting a single opposing character. The hit character is dealt 1 penetrating damage instead of normal damage and placed adjacent to Sugar Man.

SHRUNK MYSELF INTO YOUR BOOT: STOP: Sugar Man has [Tiny] Damage Symbol and can't be healed. When this click is revealed, place any equipped objects onto the map adjacent to Sugar Man. When an adjacent opposing character moves or is placed, after resolutions you may place Sugar Man adjacent to that character.

#065 Sunfire

BURN, MY NEMESIS: When Sunfire hits an opposing character, after resolutions attach the Fire marker to a hit opposing character, removing it from anywhere else. // At the beginning of that character's turn, deal it 1 penetrating damage. When that character moves through water terrain or clears action tokens, remove the Fire marker

EXPLODE AND REFORM: Pulse Wave. When he uses it, after resolutions heal him 1 click for each hit character.

#066 Weapon X

***SNIKT*:** When an opposing character takes damage from his close attack, after resolutions you may attach the Slash marker to that character, removing it from anywhere else. When the character with the Slash marker is given an action token, deal it 1 penetrating damage. When that character heals or clears action tokens, remove the Slash maker.

STILL THE BEST IN THE BUSINESS: Charge, Sidestep, and Stealth.

#100 Professor X

LET ME HELP YOU CLEAR YOUR HEAD: Adjacent opposing characters can't use the EFFECT of equipped items.

YOU THINK YOU'RE REALLY HERE?: Phasing/Teleport, Mind Control.

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#WKD-016 Batman

FROM THE ROOF TOPS: Improved Movement: Elevated, Hindering, Outdoor Blocking.

LEARNED FROM SCOTLAND YARD: Opposing characters within 6 squares can't have their combat values positively modified.

TRAINED BY FREUD: Friendly characters within 6 squares have PROTECTED: Outwit.

#WKDP16-001 Hawkman

WE WILL MAKE THINGS RIGHT AGAIN: Hawkman's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Hawkman has PROTECTED: Outwit, but only from characters without the [Kingdom] Come team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Hawkman begins the game placed at least 6 squares from any starting area and not adjacent to another character. He can't be moved or placed while on his starting click. When he is the only character on your force or an opposing character critical hits another friendly character, you may turn him to click #6 and he can't be healed.

SAVIOR OR ENVIRONMENTAL TERRORIST?:

Empower. When an opposing character within 6 squares makes an attack while occupying printed hindering terrain -or- uses Outwit or Perplex while occupying printed hindering terrain, after resolutions deal that character 2 penetrating damage.

#WKDP16-002 Red Robin

WE WILL MAKE THINGS RIGHT AGAIN: Red Robin's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Red Robin has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ISOLATED FROM THIS VIOLENT WORLD:

Red Robin begins the game placed at least 6 squares from any starting area and not adjacent to another character. He can't be moved or placed while on his starting click. When he is the only character on your force or an opposing character critical hits another friendly character, you may turn him to click #6 and he can't be healed.

I PROTECT AND TEACH KIDS NOW, AND

DON'T TALK TO BRUCE: Enhancement. When an opposing character within range and line of fire assigns 3 or more damage to a friendly character, after resolutions deal the opposing character 1 penetrating damage.

#WKDP16-003 Ace the Bathound

SUPER SNOOPER SLEUTH: Adjacent friendly characters can use Improved Targeting: Hindering but only to target characters within 6 squares of Ace the Bathound.

UGH...CATS: When attacking a character with the Animal keyword, modify attack +1.

UTILITY BAT COLLAR: FREE: Choose a standard damage power that you didn't choose during your last turn. Ace the Bathound can use that power until your next turn.

#WKDP16-004 Batman (bomb)
SOME DAYS YOU JUST CAN'T GET RID OF A BOMB!: Batman begins the game with the Bomb dial assigned. An assigned Bomb dial is placed on the assigned character's card.

NUNS, MARCHING BANDS, BABY DUCKS: Sidestep. If the Bomb dial is assigned to him, he can use Sidestep an additional time this turn.

#WKDP16-006 Batman (surfing)
WIPEOUT!: When Batman is KO'd, you may place the Surfboard as a Light Object as specified on the back of this card into the square that Batman last occupied. That object isn't scored.

HOLY SARDINE!: When building your force, you may choose this character costs 30 points instead. If you do, at the beginning of the game, an opponent adds the [WK] #DP16-007 Shark to their force and places it in their starting area. If they do, [WK] #DP16-007 Shark is not scored when it is KO'd.

GET THE BAT SHARK-REPELLANT SPRAY!: Modify attack and damage +1 when attacking a character with [Dolphin] Movement Symbol.

#WKDP16-007 Shark
UNDERWATER PREDATOR: Charge, Exploit Weakness and modify speed +3, but only when Shark occupies Water terrain.

#WKDP16-008 Arrow Cycle
PASSENGERS: 0

PERSONAL CRAFT: ARROW: A themed team may include Arrow Cycle and is still a themed team as long as a character named Arrow or Green Arrow is on your force.

CHASING DOWN THE BAD GUYS: Running Shot, Sidestep.

#WKDP16-009 Arrow
I LEARNED FROM YAO FEI: Improved Targeting:

This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

TRAINED IN ALL FORMS OF COMBAT: At the beginning of your turn, choose one to last until your next turn: Energy Shield/Deflection and Ranged Combat Expert -or- Combat Reflexes and Close Combat Expert.

FADE INTO THE SHADOWS: Sidestep, Stealth.

#D16-001 Martian Manhunter
MARTIAN ADVANTAGES: Stealth.

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

MARTIAN PHYSIOLOGY: Shape Change. When he succeeds with it, heal him 1 click.

#D16-002 Jade
STILL MY FATHER'S DAUGHTER: Improved Targeting: Hindering.

CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. // If this character has no action tokens, **FREE:** Replace the construct with any other construct, with a lower point value than the original construct.

STARHEART HYPNOSIS: Mind Control. When she hits an opposing character using her Mind Control, after resolutions heal her 1 click.

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

#D16-003 Simon Baz
CONSTRUCT: When building your force, you may attach a construct to this character by paying its point cost. // **POWER:** Replace the construct with any other construct, up to 2 points higher than the original construct. // If this character has no action tokens, **FREE:** Replace the construct with any other construct, with a lower point value than the original construct.

LIFE: Regeneration. When turning the dial, if this click is revealed due to damage taken from an opponent's attack, stop turning the dial. Protected: Pulse Wave.

POWERED BY THE GREEN AND THE WHITE: Support, Willpower. When he uses Support and heals a character, after resolutions heal him 1 click.

#D16-004 Green Arrow

TRICK ARROWS: Green Arrow begins the game with 5 Trick Arrow tokens. // **FREE:** Remove a Trick Arrow token and choose one: Energy Explosion, Incapacitate, Precision Strike, or Penetrating/Psychic Blast. Green Arrow can use that power this turn.

#D16-005 Green Lantern

WILL: AN EVER-EXPANDING GALAXY: Willpower. Replace Green Lantern's range value with 6 plus his current click number.

IN TOUCH WITH THE GREEN LIGHT: At the beginning of your turn, choose a Dark Green or Light Green standard power. Green Lantern can use that power until your next turn.

#D16-006 The Flash

SPEED FORCE: When The Flash moves at least one square and hits one or more adjacent characters, you may place a Speed token on this card after resolutions. Positively modify The Flash's speed value by the number of Speed tokens on this card. // **Sidestep**, but only if The Flash has at least 1 Speed token on this card. **Improved Movement:** Hindering, but only if he has at least 2 tokens on this card. **Improved Movement:** Elevation, but only if he has at least 3 tokens on this card.

SPEED BAG: CLOSE: Remove any number of Speed tokens from this card. Make that many close attacks using his printed damage value.

#D16-007 Captain Cold

ABSOLUTE ZERO: Barrier, Toughness. When he uses Barrier, he may move up to 3 squares before placing Blocking terrain markers. Characters adjacent to one of his Blocking terrain markers can't be given actions to activate speed powers.

#D16-008 Sinestro

WORKING TOGETHER TO DEFEAT THE JUSTICE LEAGUE: Energy Shield/Deflection, Invulnerability. Adjacent friendly characters can use

Energy Shield/Deflection.

#D16-009 Lex Luthor

KRYPTONITE-TIPPED TRANQ DARTS: When Lex Luthor hits one or more opposing characters, after resolutions give one hit character an action token -or- give one hit character with the Kryptonian keyword two action tokens.

MAXIMUM POWER: Invulnerability, Willpower.

D16-010 The Atom

WHITE DWARF STAR MATTER: Stealth.

RIDE THE PHONE LINES: Phasing/Teleport. When the Atom is given a MOVE action, if he occupies a square with an unheld object, before moving you may place him in any other square with an object.

#D16-011 Aquaman

KING OF THE SEVEN SEAS: If your opponent is the first player and does not choose a map with printed water terrain, you may place up to 7 water terrain markers on the map when you place objects.

A FISH OUT OF WATER: When Aquaman occupies water terrain, Combat Reflexes, Willpower and lines of fire drawn to him by opposing characters not occupying water terrain are blocked.

#D16-012 Firestorm

THE FIRESTORM MATRIX: When Firestorm targets a single character with a range attack and hits, you may choose to deal no damage. If you do, choose an item equipped by or object held by that opposing character and remove it from the game. That character is now holding a standard light object.

#D16-013 Batgirl

BATCYCLE: Running Shot, Passenger: 1, and Improved Movement: Characters.

EIDETIC MEMORY FOR STRENGTHS AND WEAKNESSES:

Perplex. When she uses it and targets another friendly character, choose either Empower -or- Enhancement. The targeted character can use the chosen power until your next turn.

#D16-014 Black Bat

SHADOW MOVEMENT: Improved Movement: Characters.

IDIOSYNCRATIC UPBRINGING: Flurry, Leap/Climb, and Super Senses.

MY OWN TRICKS: At the beginning of your turn, Smoke Cloud at no cost, but only to place 1 hindering terrain marker.

#D16-015 Batgirl

I COULD DO IT ON MY OWN?: The first time this click is revealed each game, stop turning the dial, and if Batgirl is the only character on your force, immediately turn her to click #1. Protected: Pulse Wave.

#WKM-017 Doctor Nemesis

COMPLETE DISDAIN FOR OTHERS: Improved Movement: Characters. Improved Targeting: Hindering.

WHO INVENTED A RANKING OF THE SMARTEST PEOPLE?: If one of Doctor Nemesis's powers would be chosen by Outwit, choose a standard damage power that he currently can't use. Doctor Nemesis can use that power while his power is chosen by Outwit.

I'D RATHER WORK BEHIND THE SCENES: Sidestep, Stealth, and Improved Movement: Hindering.

HORRIBLE DOCTOR: Perplex, Support. If Doctor Nemesis uses Perplex to target an opposing character, he can use Outwit until your next turn, but only to target that same character.

#WKMP16-001 Cosmic Daredevil

UNI-VISION RADAR SENSE: Precision Strike, Super Senses. When he uses Super Senses, he succeeds on a 4-6. PROTECTED: Precision Strike.

PERFECT BATON RICOCHET TRAJECTORY: RANGE: Make a range attack targeting all opposing characters within 4 squares regardless of line of fire. Deal each hit character 2 damage instead of normal damage.

#WKMP16-002 Man-Spider

MAN-SPIDER-MAN: Improved Movement: Elevated, Hindering.

A FLURRY OF LEGS AND MANDIBLES: Charge, Flurry. When he uses Flurry, if he hit the same target with both attacks, after resolutions he may use Exploit Weakness at no cost to target the same character.

SAVE THIS ONE FOR LATER: When Man-Spider hits with a close attack, after resolutions you may attach the Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character breaks away, remove the Web marker.

#WKMP16-003 Rocket Raccoon & Groot
GROOT HERE IS MY BEST BUD IN THE UNIVERSE: FREE: Generate a Rocket Raccoon bystander (MAX 1).

GROOT!: If Rocket Raccoon is KO'd, you may not generate any Rocket Raccoon bystanders for the rest of the game and Rocket Raccoon & Groot modifies his combat values by +1 and has Battle Fury this game. // If Rocket Raccoon & Groot is KO'd, you may generate a Rocket Raccoon bystander adjacent to the square last occupied (MAX 1) and modify that character's combat values by +1 this game.

#MP16-003t Rocket Raccoon

GROOT, PICK ME UP!: At the beginning of your turn, you may remove Rocket Raccoon from the map if he's adjacent to [WK] #MP16-003 Rocket Raccoon & Groot.

#WKMP16-004 Punisher Van
PASSENGERS: 1

PERSONAL ARMORY: A themed team may include Punisher Van and is still a themed team as long as a character named Punisher is on your force.

RAM: MOVE: Move along a direct path using Improved Movement: Characters. After resolutions, make a close attack targeting all opposing characters whose squares were moved through regardless of adjacency. Each hit character is dealt Punisher Van's printed damage value. Roll a d6. If the result is equal to or lower than the number of hit characters, deal Punisher Van 1 unavoidable damage.

YOU THINK I DIDN'T BOOBY TRAP IT?: STOP. When this click is revealed, place the pilot adjacent -or- if the pilot is named Punisher, place him within 4 squares. Then, deal 3 damage to all characters within 3 squares of Punisher Van and destroy all walls and blocking terrain within 3 squares of Punisher Van and KO Punisher Van.

#WKMP16-005 Punisher

CRACKSHOT: Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

#M16-001 Doctor Octopus

MY OWN FORM OF BRACHIATION: Improved Movement: Elevated.

THE ARMS OF THE OCTOPUS: At the beginning of your turn, give Doctor Octopus 2 Tentacle Pair tokens (MAX 2). // Modify defense +1 for every Tentacle Pair token. **POWER:** Remove 1 or 2 Tentacle Pair Tokens. Until your next turn, Doctor Octopus can use Giant Reach: 2, can use Flurry as FREE for each Tentacle Pair token you removed, and when he attacks, he deals his printed damage value instead of normal damage.

#M16-002 Rhino

THE RHINO'S CHARGE: At the beginning of your turn, place up to to 2 Momentum tokens on this card (MAX 2). Modify Rhino's defense +1 for each Momentum token on this card. // **FREE:** Remove 1 or 2 Momentum tokens from this card. For each Momentum token removed, modify Rhino's speed and damage +1 this turn. If both Momentum tokens are removed, this turn Rhino can use Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

MESS WITH THE RHINO AND YOU GET THE HORN: Charge. He can use it normally or, he may not halve his speed value. If he does not halve his speed value, he can use Improved Movement: Hindering and must move in a direct line.

#M16-003 Mysterio

THE MYSTERIES OF THE MIND: Mysterio begins the game with 2 Illusion tokens. Modify Mysterio's defense +1 for each Illusion token on this card. // **POWER:** Remove 1 or 2 Illusion tokens from this card to generate that many Mysterio Illusion bystanders as described on this card. When each of these bystanders is KO'd, place an Illusion token on this card. Actions taken by Mysterio Illusion bystanders don't count against your action total.

AH...BUT THAT WAS JUST AN ILLUSION:

Mastermind, but can only choose his Mysterio Illusion bystanders.

#M16-004 Red Hulk

UNLIMITED RESERVES OF ENERGY: [Colossal Stamina].

GAMMA RADIATION EMISSION: **POWER:** Make a close attack targeting all adjacent characters. Each hit character is dealt damage equal to Red Hulk's click number -1 instead of normal damage.

I'M JUST WARMING UP: Invincible, Willpower.

#M16-005 She-Hulk

I'VE BEEN ON A FEW TEAMS: If She-Hulk is part of a named themed team, she is a Wild Card.

BREAKING THE 4TH WALL...OVER YOUR

HEAD: Quake, Super Strength. When she uses Quake and is holding an object, increase damage dealt to each hit target by 1 if it's a light object or 2 if it's a heavy object, and then remove that object from the game.

#M16-006 A-Bomb

CAMOUFLAGE: Shape Change, Stealth.

BLIND RAGE: Charge. Flurry, but only if he's not holding an object. When A-Bomb makes an attack, if an opposing character has taken 3 or more damage total during that action, after resolutions give that character an action token.

#M16-007 Star-Lord

NIFTY SPACE GOGGLES: Improved Targeting: Hindering.

EAT MY DUST: Charge, [Wing] Symbol. // When he moves, after resolutions he may use Smoke Cloud at no cost. When he does, he may place any number of hindering terrain markers, but only in squares he moved through.

LEADER OF THE GUARDIANS: Leadership. When he uses it, if he removes an action token from a character with the Guardians of the Galaxy keyword, modify that character's combat values by +1 until your next turn.

#M16-008 Gamora

SLIP IN AMONG YOU: Improved Movement: Characters.

TAKE ADVANTAGE OF YOUR SLOPPINESS: Super Senses. When she uses Super Senses to evade a close attack, you may immediately place her into a square adjacent to the attacker.

#M16-009 Drax

SLICE & DICE: Drax begins the game with 2 Blade tokens on his card. When Drax has 2 of these tokens, he can use Flurry. When Drax has at least 1 of these tokens, he can use Blades/Claws/Fangs. When Drax has none of these tokens, he can use Plasticity and Super Strength. When an opposing character with his Blade token on its card is KO'd, place a Blade token on this card.

BLADE THROW: POWER: Remove a Blade token from this card to make a range attack with a range of 6. Roll a d6 and deal the result to a hit character instead of normal damage and then place a Blade token on the hit target's card.

NEVER STOPS, NEVER TIRES: Invulnerability, Willpower.

#M16-010 Moon Knight

LASSO GRAPPLE: Improved Movement: Elevated, Hindering.

CYCLES OF THE MOON: At the beginning of your turn, remove a Moon token from this card. If you can't, place a Moon token on this card. If there is a Moon token on this card, modify Moon Knight's combat values by +1 and he can use Willpower.

NIGHT HUNTER: Charge, Running Shot, and Stealth.

#M16-011 Shang-Chi

MANEUVER AROUND YOUR ENEMY: Improved Movement: Characters.

THE DRAGON AND THE SNAKE: At the beginning of your turn, you may choose Offensive Stance (red click numbers) -or- Defensive Stance (blue click numbers). Turn Shang-Chi's dial to the same click number as the chosen color.

TO FIGHT IS TO THRIVE: Precision Strike.
POWER: Make a close attack. During this action, each time Shang-Chi hits and the attack resolves, he may make an additional close attack against the same target, modifying his attack -1 for each previous hit. Each attack deals 1 damage instead of normal damage.

TO DEFEND IS TO SURVIVE: Combat Reflexes, Super Senses. If an adjacent opposing character misses an attack targeting only him, you may place that character in a square adjacent to Shang-Chi, then you may knock that character back 2 squares.

#M16-012 Shroud

SEE THROUGH DARKNESS: Improved Movement: Hindering.

DARKNESS ENVELOPS: When an opposing character occupies one of Shroud's Smoke Cloud markers and is adjacent to 2 other of Shroud's Smoke Cloud markers, that character modifies its attack -1.

THE CREEPING DARKNESS: Once per turn, Shroud can use Smoke Cloud. When he does, he may place up to 9 hindering terrain markers if at least 1 marker is placed adjacent to him -or- he may use it as a FREE action, but only to place a hindering terrain marker in his own square and up to 2 hindering terrain markers, each in an adjacent square.

#M16-013 Vindicator

FORCE FIELD: At the beginning of the game, place two Force Field tokens on this card. // At the beginning of your turn, if this card has less than two Force Field tokens, place one on this card. Whenever Vindicator would take damage from an opposing character's attack, you may remove 1 or 2 Force Field tokens to reduce that much damage. This effect can reduce penetrating damage.

LAVA JET: POWER: Choose a square within 6 squares that is on the lowest elevation on the map. If the chosen square is occupied, deal that character 1 penetrating damage and place it into an adjacent square. Place a Lava Jet blocking terrain marker in the chosen square and remove all of her other Lava Jet markers from the map. // Poison but only to damage characters adjacent to her Lava Jet marker.

#M16-014 Aurora

MOVING TOO FAST FOR YOU TO BREATHE: Hypersonic Speed. When she uses it and hits a standard character with a close attack, you may chose to deal no damage. If you do, after resolutions, place the hit character in a square adjacent to Aurora and give it an action token.

#M16-015 Northstar

SUPERSONIC PUNCH: Hypersonic Speed. When he uses it, if he moves in a direct line before the close attack, he may choose to knock back the hit character a number of squares equal to half the number of squares he moved through and give it an action token.

#WK TP16-001 Casey Jones

APRIL AND I: Friendly characters named Casey Jones and April O'Neil can use Support, but only to heal characters with the other name.

LET'S CHECK WHAT'S IN THE BAG: At the beginning of your turn, choose Bats, Golf Club, or Hockey Stick to last until you choose again.

BATS: Flurry.

GOLF CLUB: Incapacitate and hit characters are knocked back 3 squares.

HOCKEY STICK: Giant Reach: 2, Sidestep.

SHADES OF GRAY: When Casey Jones KO's an opposing character, after resolutions you may place him into your starting area. If you do, roll a d6 and heal him a number of clicks equal to the result minus 1.

#WKTP16-002 Shredder

GET SHREDDER!: When Shredder is KO'ed by an opponent's attack, destroy all walls and squares of blocking terrain within or sharing an edge with squares within 5 squares of the square he last occupied. For the rest of the game, friendly characters can use Improved Movement: Hindering and Improved Targeting: Hindering.

HOW ABOUT ANOTHER MUTATION?: Perplex. When he uses it to target another friendly character, he may modify a chosen value except damage by +2.

#WKTP16-003 Turtle Van

PERSONAL PARTY WAGON: A themed team may include Turtle Van and is still a themed team as long as a character named Donatello, Leonardo, Michelangelo, or Raphael is on your force. Turtle Van can carry characters regardless of Battle Fury.

ALMOST USELESS ROOF GUNS: POWER: Make a range attack with an attack value of 10, a damage value of 3, and a range value of 6 and 2 [Targets], but only to target characters with [Wing] Symbol, [Giant] Symbol, or [Colossal] Symbol.

ONE TOPPING IS BORING! GET SOME THAT I LIKE!: POWER: You may activate the "Pizza Time!" trait an additional time at no cost this turn, immediately after using it the first time. // **DOUBLE POWER:** You may activate the "Pizza Time!" trait two additional times at no cost this turn, immediately after using it the first time.

PIZZA TIME!: FREE: Choose a friendly character with the TMNT keyword within 4 squares and roll a d6. Turn the pizza dial that many clicks. If the color of the topping shown matches that character, heal that character 1 click. If the color matches but that character is already on its starting line, modify that character's attack and defense +1 until your next turn.

WHAT'S YOUR FAVORITE TOPPING, DUDE?:

This dial may turn past click #20. These colors are associated with these character names: Blue - Leonardo, Purple - Donatello, Orange - Michelangelo, Red - Raphael.

PASSENGERS: 4

#WK-003 Jack Frost

THE NIP IN THE AIR: Improved Movement: Hindering.

CREEPING FROST: During your first turn, you may place up to six Snow markers on the map. These markers can't be placed within 5 squares of another of your Snow markers or within a starting area. Jack Frost may consider squares with his Snow markers adjacent for movement purposes. When an action resolves and Jack Frost moved through a square with one of his Snow markers, remove that marker from the map.

ICED OVER: Barrier, Toughness.

COLD SNAP: DOUBLE POWER: Make a range attack targeting one opposing character and all characters within 2 squares of the targeted character become targets. Hit characters are dealt 2 damage and given an action token instead of normal damage.

#WK-004 Grey Gage

LIGHT CONSTRUCT FISTS: Grey Gage begins the game without any Light Construct Fists attached. // **FREE:** Attach a Light Construct Fist. When Grey Gage has 2 Light Construct Fists attached, he can use Flurry. // When any Light Construct is attached, **CLOSE:** Place one Light Construct Fist in an unoccupied square of clear terrain that is within range and line of fire, and adjacent to an opposing character. Make a close attack targeting the adjacent opposing character. After resolutions, remove the Light Construct Fists from the map.

#WK-006 Toy Soldier

SET UP THE RIFLE LINE: At the beginning of your turn, choose a row, column, or diagonal that includes Toy Soldier. If the chosen line includes all friendly Wooden Soldier bystanders, generate a Wooden Soldier bystander in that line either adjacent to Toy Soldier or adjacent to another Wooden Soldier bystander [MAX 6].

THEY WON'T LISTEN!: Toy Soldier and friendly Wooden Soldier bystanders can't be carried or placed.

RIFLE FORMATION RALLY: Toy Soldier and friendly Wooden Soldier bystanders can use Enhancement, but only to affect other friendly characters named Toy Soldier or Wooden Soldier. When Toy Soldier or friendly Wooden Soldiers hit with a range attack, Action Total +1.

Civil War: Storyline Organized Play

#001 Captain America

SOLDIERING ON: Improved Movement: Hindering, Characters.

JUST A FRIENDLY HANDSHAKE: Once per game, when Captain America hits an adjacent character with the Armor or Robot keyword, after resolutions you may give that character up to two action tokens.

BLOCKING REPULSOR BLASTS: Energy/Shield Deflection, Toughness. **PROTECTED:** Ranged Combat Expert.

LEADING THE RESISTANCE: Close Combat Expert. Leadership as if he were 100 points.

#002 Iron Man

I WANTED TO TALK, BUT...: Once per game, when Iron Man targets a single opposing character with an

attack, if he shares a keyword with the target, that character can't use the power in its defense slot for this attack.

YOUR SHIELD CAN'T SCRATCH ME, STEVE: Impervious. **PROTECTED:** Close Combat Expert.

WE MUST FOLLOW AND IMPLEMENT THE LAW: Ranged Combat Expert. Leadership as if he were 100 points.

#003 Vision

PROTECT CASSIE, NO MATTER WHAT: UNIQUE MODIFIER - Adjacent friendly characters named Stature modify their attack +1.

DENSITY CONTROL: At the beginning of your turn, you may choose one to last until you choose again: Super Senses, modify defense +1 -or Invulnerability and Super Strength.

#004 Ms. Marvel

PHOTONIC ABSORPTION: When Ms. Marvel is hit by a character that can use Penetrating/Psychic Blast or Pulse Wave, after resolutions remove an action token from her. If you can't, heal her 1 click. **Protected:** Pulse Wave.

#005 Hercules

"FAIR" GRECO-ROMAN WRESTLING: Super Strength. When Hercules moves adjacent to an opposing character holding an object, after resolutions KO that object.

IF YOU WON'T COME TO ME: Charge, Plasticity.

#006 She-Hulk

THE POWER OF ATTORNEY: Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

CEASE AND DESIST: Super Strength. When she makes an object attack and hits, after resolutions give the hit character an action token.

#007 Daredevil

NEW DEVIL OF HELL'S KITCHEN: Improved Movement: Elevated.

NO RADAR: JUST WELL TRAINED: Combat Reflexes, Super Senses.

#008 Wasp

SOCIAL BUTTERFLY: Improved Movement: Characters.

THE MAGIC OF PYM PARTICLES: Shape Change. When she does and the result is 6, after resolutions you may place her adjacent to any character within 6 squares.

#009 Spider-Woman

HIDDEN AGENDA: When a friendly character is KO'd, heal Spider-Woman 1 click.

BIO-ELECTRIC BLASTS: Precision Strike. When she hits with a range attack, after resolutions give the hit character an action token.

#010 Yellowjacket

HIDDEN AGENDA: When a friendly character is KO'd, heal Yellowjacket 1 click.

HELPING WITH ALL 42 PLANS: Perplex and when he does choose one: use it normally - or- **UNIQUE MODIFIER** - target all friendly characters within 4 squares and line of fire, choosing a single combat value to modify.

#011 Luke Cage

UNBREAKABLE SKIN: When Luke Cage is dealt penetrating damage, it can be reduced.

NOT GIVING UP: Toughness, Willpower.

#012 Doc Samson

PSYCHOANALYZATION: Mind Control with a range of 6. He may use it to target a single friendly character of equal or less points. If he does and hits, after resolutions deal that friendly target 1 penetrating damage.

#013 Spider-Man

DOES WHATEVER A SPIDER CAN: Improved Movement: Elevated, Hinderling.

ANNOYING ARACHNID: Super Senses. If he hit with a close attack this turn, he can use Sidestep this turn and automatically breaks away when doing so.

AMAZING, SPECTACULAR, SENSATIONAL: Charge, Flurry.

#014 Spider-Man

DOES WHATEVER A SPIDER CAN: Improved

Movement: Elevated, Hinderling.

CLOAKING DEVICE: Shape Change. If he hit with a range attack this turn, he can use Sidestep this turn.

IT'S A GLIDER, TOO?: Running Shot, [Flight].

#015 Battlestar

BORN TO FIGHT, NOT TO LEAD: When Battlestar is adjacent to a friendly character of higher points, that character can use Leadership, but only to remove the action token from Battlestar.

ADAMANTIUM SHIELD: Energy Shield/Deflection, Toughness.

#016 Radioactive Man

JUSTICE, LIKE LIGHTNING: After an action resolves in which Radioactive Man damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

NUCLEAR-LEVEL RADIATION: At the beginning of your turn, if Radioactive Man is adjacent to an opposing character, choose one: Deal 2 damage to each adjacent character -or- deal 1 damage to all other characters within 3 squares.

#017 Coldblood

CYBERNETIC EYE: Improved Targeting: Hinderling. This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

CYBORG BODY, CYBORG BRAIN: Toughness.

#018 Bullseye

I NEVER MISS: Improved Targeting: Hinderling, Characters. This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

JUSTICE, LIKE LIGHTNING: After an action resolves during which Bullseye damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

THIS ONE'S GOT YOUR NAME ON IT: When Bullseye damages an opposing character with an attack, place a Marked token on that character's card. // When Bullseye targets a character with a Marked token with an attack, he may remove one Marked token from that character to increase the damage dealt to that character by 1.

TIME TO FINISH THE CONTRACT: Sidestep, Stealth.

#019 Silhouette

SHADOW WALK: Improved Movement: Hindering.

TRAVELING WITHIN THE DARKFORCE: If Silhouette occupies hindering terrain, **POWER:** Choose an adjacent single-base friendly character of her size or smaller. Place her in another square of hindering terrain within 4 squares, then place the chosen character adjacent.

SHADOW WARRIOR: Exploit Weakness, Shape Change, and Giant Reach: 2.

#020 Jack O'Lantern

I CAN SEE YOOOUIII: Improved Targeting: Hindering.

#021 Patriot

PARKOUR SKILLS: Improved Movement: Hindering.

YOUNG AVENGERS, ASSEMBLE: Leadership. When he uses it and succeeds he can remove a token from a character with the Young Avengers keyword regardless of point cost.

#022 Jester

THE JESTER BOTS: Once per game, **FREE:** Generate three Jester Bot bystanders as described on this card.

BAG OF TOYS: Blades/Claws/Fangs, Incapacitate.

#022bt Jester Bot

THEY KNOW WHO MAKES THEM LAUGH: As long as a friendly character named Jester is on the map, this character's MOVE actions don't count for your action total.

#023 Falcon

WINGED MARVEL: Super Senses, but only against range attacks.

DIVE BOMBING: Charge. When he uses Charge, he automatically breaks away and he may choose that his attack has **KNOCKBACK**.

#024 Songbird

JUSTICE, LIKE LIGHTNING: After an action resolves in which Songbird damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

SONIC CONSTRUCTS: Force Blast, Incapacitate, and Telekinesis.

#025 Punisher

LOCKED AND LOADED: At the beginning of the game, place 3 Ammo tokens on this card. When Punisher KO's an opposing character, place an Ammo token on this card.

EMPTY THE CLIP: When Punisher targets one or more characters with a range attack, you may remove one or more Ammo tokens. If you do, when making the attack roll, it can't be rerolled and you roll an extra d6 for each token removed then choose 2 dice for the attack roll.

DEADLY BARRAGE: **POWER:** Remove an Ammo token. Make up to two range attacks.

#026 Taskmaster

I TOOK OUT THE AVENGERS ONCE. MOST OF THEM.: **FREE:** Choose one of Taskmaster's combat values that is lower than the same combat value on one adjacent opposing character. Modify the chosen combat value by +1 until your next turn or until his dial is clicked.

MASTER OF ALL MOVES: At the beginning of your turn, you may turn Taskmaster's dial to another click. If you do, at the end of your turn return him to the click he began the turn on.

#027 Hulkling

DEFEND BILLY, NO MATTER WHAT: Adjacent friendly characters named Wiccan can use Mastermind, but only to choose Hulkling.

ALIEN PHYSIOLOGY: Shape Change. Adjacent friendly characters with the Young Avengers keyword modify their defense +1

GROW WINGS AND GET OUT: [Wing] symbol, Improved Movement: Characters.

#028 Mach-IV

JUSTICE, LIKE LIGHTNING: After an action resolves in which Mach-IV damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

DID YOU NOT HEAR MY NAME?: Running Shot, BREAKAWAY +1. When he successfully breaks away, after resolutions choose an opposing character he broke away from and deal that character 1 penetrating damage.

#029 Goliath

A HERO REMEMBERED: When Goliath is KO'd during an opponent's turn, heal all friendly characters 1 click and during your next turn, friendly characters can use Sidestep.

GET READY FOR THE SHORTEST COMEBACK IN HISTORY!: Charge, but do not halve his speed value.

#030 Atlas

JUSTICE, LIKE LIGHTNING: After an action resolves during which Atlas damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

JUST LIKE WHEN WE INVADED THE MANSION: Flurry, Sidestep. When he uses Flurry, after resolutions you may place any hit characters adjacent to him.

#031 Wiccan

TELEPORTING THE YOUNG AVENGERS: Passenger: 1. // Passenger: 5, but only if they all have the Young Avengers keyword.

MYSTICAL TUTELAGE: [Mystics] team ability.

DEFENSIVE SPELLS: Barrier, Energy Shield/Deflection, and Toughness.

ANY SPELL YOU NEED: Outwit, Perplex, Probability Control, and Support.

#032 Venom

JUSTICE, LIKE LIGHTNING: After an action resolves in which Venom damaged one or more opposing characters with an attack, roll a d6 that can't be rerolled. **5-6:** Remove an action token from a friendly character with the Thunderbolts keyword within 4 squares.

GIVE IN TO THE MONSTER: Leap/Climb, Sidestep, and Steal Energy.

#033 Namorita

OCTOPOID CAMOUFLAGE: Shape Change but only if she's adjacent to a wall or square of blocking terrain.

ACIDIC TOUCH: When Namorita hits an adjacent opposing character that can use Impervious, Invincible or Invulnerability, this turn that character can't use that power, but can use Toughness instead.

#034 Coldheart

CRYONIC SWORDS: Blades/Claws/Fangs. When she uses it and the result is 3 or more, you may choose to decrease the damage dealt by 2. If you do, after resolutions, give the hit character an action token and that character can't be moved or placed during its next turn.

#035 Goldbug

LIKE A LOW-RENT DOC OCK: Improved Targeting: Hindering.

GOLD DUST GUN: RANGE: Make a range attack. After resolutions, you may choose to give an action token to all hit characters and all characters adjacent to them. If you do, heal those characters 1 click for each action token on them.

#036 Microbe

YOUR GERMS TOLD ME ALL OF YOUR DIRTY SECRETS: Outwit. When he uses it, modify the target's defense -1 until your next turn.

#037 Speedfreak

LIMITED FLIGHT: Improved Movement: Elevated.

ADAMANTIUM COIL: Precision Strike. When Speedfreak hits an opposing character, after resolutions you may place that character within 2 squares of Speedfreak.

#038 Plunderer

PLUNDERER'S HYDROFOIL: [Dolphin] symbol, Running Shot.

ANTI-METAL VIBRA BLASTER: When Plunderer hits a non-adjacent opposing character that can use Impervious, Invincible, or Invulnerability, this turn that character can't use that power, but can use Toughness instead.

#039 Cobalt Man

TURNS OUT THE NAME'S TONY, NOT RALPH:

If a character whose name is Iron Man or real name is Tony Stark of an equal or lower point value is on your sideline when your opponent's force is revealed, you may replace Cobalt Man with that sideline character. If you do, at the beginning of your first turn give that character an action token.

UNSTABLE COBALT REACTOR: Pulse Wave. When he uses it, after resolutions, if he hit more than one character, roll a d6 for each hit character. The hit character(s) with the lowest result or tied for it are dealt 1 penetrating damage.

#040 Tigra

STALKING MY PREY: Improved Movement: Hindering.

DEEP COVER SPY FOR THE OTHER SIDE: At the beginning of the game, choose Anti-Registration or Pro-Registration. Once per game, at the beginning of one of your turns, you may choose again. Tigra can use Precision Strike when attacking opposing characters with the most recently chosen keyword.

ALL NATURAL, BABY: Blades/Claws/Fangs.

CAT SENSES: Super Senses, but succeeds on a result of 4-6.

#041 Stature

PUSHING MYSELF LARGER: At the beginning of your turn, you may have Stature gain [Colossal] symbol and modify her attack +1 this turn. If you do, at the end of your turn deal her 1 unavoidable damage.

I'VE DECIDED TO CHANGE SIDES: At the beginning of the game, choose Anti-Registration or Pro-Registration. Once per game at the beginning of one of your turns, you may choose again. Stature modifies her attack value by +1 when attacking opposing characters with the most recently chosen

keyword.

#101 Captain America

NOTHING CAN STOP ME FROM GETTING TO YOU, TONY: Improved Movement: Elevated, Hindering, Characters.

YOU ARE WRONG ON THIS ONE, TONY: STOP: Combat Reflexes, Toughness.

#102 Iron Man

STAND DOWN, STEVE... PLEASE: STOP. Energy Shield/Deflection, Toughness.

#103 Punisher

ELECTRONIC SUCTION CUPS: Improved Movement: Elevated, Hindering.

INFILTRATION SUIT DAMPENERS: Stealth. Non-adjacent opposing characters can't use Improved Targeting to target Punisher.

DOWNLOADING THE SCHEMATICS AND

ACCESS CODES: Outwit. If Punisher occupies an opponent's starting area, when he uses Outwit he may target an opposing character regardless of range or line of fire.

#104 Captain Marvel

COSMIC AWARENESS: Probability Control, but only when he is attacking or is the target of an attack. **PROTECTED:** Opposing Probability Control.

#106 Sentry

HE'S ON OUR SIDE AND DOES WHAT I SAY:

When an adjacent friendly character of 40 points or more uses Leadership, after resolutions if the roll was 3-6, you may remove an action token from Sentry.

UNSTABLE: STOP. Impervious. When this click is revealed, roll a d6 that can't be rerolled. Until you roll for this power again, even if this power is lost, modify Sentry's combat values by the results. Protected: Outwit, Pulse Wave. **1:** -1. **2-4:** 0. **5-6:** +1.

#107 Cloak & Dagger

(+20 PTS.) MOVING THE BATTLE TO NEW YORK: Passenger: 4.

LIGHT FROM THE DARKNESS: If Cloak & Dagger moved 5 or less squares this turn, FREE: Generate a Dagger bystander (MAX 1). If the Dagger bystander is KO'd, this can't be activated again this game.

THROUGH THE DARK DIMENSION:
Phasing/Teleport.

#107bt Dagger

PARTNERS FOR LIFE: Dagger's actions don't count for your action total. // At the beginning of your turn, you may remove Dagger from the game if she is adjacent to a friendly [CWSOP] #107 Cloak & Dagger.

DAGGERS OF LIGHT: RANGE: Make a range attack with 3 [targets]. Each hit target is dealt 1 penetrating damage instead of normal damage.

#108 Spider-Man

MY NAME IS PETER PARKER...AND I HAVE BEEN SPIDER-MAN SINCE I WAS 15.: Adjacent friendly characters can use Shape Change. If they do and succeed, Spider-Man becomes the target of the attack even if he is otherwise an illegal target.

EVERYONE'S LOOKING OUT FOR ME AND MY FAMILY...OR OUT LOOKING FOR THEM: Super Senses, but succeeds on a result of 4-6.

#109 Black Panther

CHOSEN OF THE PANTHER GOD: Improved Movement: Elevated, Hindering, Characters.

JUNGLE TACTICS: Stealth. // At the end of your turn, if he's within 2 squares and line of fire of a square of hindering terrain, you may place him in that square.

#110 Ragnarok

THOR JUST KILLED GOLIATH...: When Ragnarok KO's an opposing character, give all opposing characters within 4 squares of the KO'd character's square(s) an action token.

#111 Namor

KING OF ATLANTIS: Leadership. Other friendly characters with the Atlantis keyword modify attack +1.

IMPERIUS REX!: POWER: Generate an Atlantean Warrior bystander -or- DOUBLE POWER: Generate two Atlantean Warrior bystanders. // You may not use this power if there are more than 4 Atlantean Warrior bystanders on your force.

#111bt Atlantean Warrior

WARRIOR OF ATLANTIS: Atlantean Warrior has the Atlantis keyword. Atlantean Warrior's MOVE actions don't count for your action total.

#112 Dr. Strange

RETREAT FROM MY FRIEND'S MADNESS: POWER: This action deals no pushing damage. Turn Dr. Strange to click #11.

CONCENTRATION BROKEN: At the end of your turn, place a Concentration token on this card. // When Dr. Strange would take damage from an opponent's attack, instead turn Dr. Strange to the click number (minimum click #1) equal to 7 minus the number of Concentration tokens, then remove all Concentration tokens.

TRY NOT TO HURT EACH OTHER: At the beginning of your turn, you may choose a combat value other than damage. Until your next turn, all other characters within 8 squares of Dr. Strange modify the chosen combat value by +1.

#113 Captain Ironmerica

I NEVER NEEDED HELP WITH THE TRICK SHOTS: Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

TONY'S LEGACY: Invulnerability.

COMBAT BOOTS AND BOOT JETS: Charge, Running Shot.

SUIT AND SHIELD: Energy Shield/Deflection, Combat Reflexes.

TECHNOLOGY AND TRAINING: Close Combat Expert, Ranged Combat Expert. Once per turn, when he uses either, after resolutions he may use the other at no cost.

Superior Foes of Spider-Man

#001 Spider-Man

Improved Movement: Elevated.

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Spider-Man hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

MY SPIDER-SENSE IS GOING OFF LIKE

CRAZY: Super Senses. When he uses it, increase the result of his roll by 1 for every 100 points of the attacking character's cost.

#002 Black Mamba

SSSNEAK ATTACK: Phasing/Teleport. When she uses it and moves 3 squares or less, after resolutions she may make a close attack.

DARKFORCE CONSSSTRUCTION: Poison, Smoke Cloud. When she removes her Smoke Cloud markers, deal one penetrating damage to each opposing character occupying those squares.

ESSSTANTIC TRANCE: FREE: Make a close attack targeting one opposing character occupying 1 of her Smoke Cloud spaces. If she hits, that character cannot be given a MOVE action until your next turn.

#003a NYPD Officer

NEW YORK'S FINEST: When another friendly character with the [Police] team ability makes a range attack, NYPD Officer can be within 5 squares of that character instead of adjacent to use the [Police] team ability.

#003b Captain Stacy

SECRETLY FIGURED OUT WHO YOU REALLY ARE: Outwit. Characters that can't use a power due to Captain Stacy's Outwit can't use Outwit, Perplex, or Probability Control.

#004 Cape Killer

TAKE HIM DOWN!: Incapacitate. When he uses it and targets a character of 100 or more points, modify his attack +1. // Opposing characters hit by Cape Killer have [Boot] Symbol until your next turn.

#005 Thug

ALWAYS FOR HIRE: When building your force, choose a named keyword that at least two higher point characters on your team have. Thug has that keyword this game but can't use Themed Team Probability Control.

#006 J. Jonah Jameson

I'M MAYOR OF THIS TOWN: Once per turn, Mastermind and can choose a higher point friendly character.

DUCK, MR. MAYOR!: Combat Reflexes and Energy Shield/Deflection but only if he's adjacent to a friendly character.

THIS SUPERIOR SPIDER-MAN IS A HERO!:

Perplex. When he uses it to target a character with the Spider-Man Family keyword or [Spider-Man Ally] team ability, you may modify any value except damage by +2.

#007 Betty Brant**THE WORLD NEEDS TO KNOW: YOUR**

GOSSIP: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't be healed.

I'LL PROVE MY HUSBAND WAS NOT THE HOBGOBLIN IF I HAVE TO RETRIEVE EVERY GLIDER!:

UNIQUE MODIFIER. Opposing characters with [Wing] Symbol modify speed -1. If that character is named Hobgoblin, instead modify all of that character's combat values by -1.

#008 Spider-Girl

Improved Movement: Elevated.

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Spider-Gwen hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

REPEL OR ATTRACT: Force Blast, Plasticity.

DIRECTIONAL SPIDER-SENSE: Probability Control, but only when she attacks or is attacked.

#009 Rattler

SSSNEAK ATTACK: Phasing/Teleport. When he uses it and moves 3 squares or less, after resolutions he may make a close attack.

SSSMAITERING VIBRATIONSSS: Quake with Giant Reach: 3 and Improve Targeting: Characters. When he uses it, hit characters can't make range attacks until your next turn, even if this power is lost.

#010 Green Goblin

EVERYONE'S A PAWN: Mastermind, Toughness.

A TEAM... OF INCOMPETENCE I HAVE TO SHOW THE WAY: Enhancement, Perplex.

#011 Kingpin

THE UNDERWORLD WILL NOW BE RUN LIKE A BUSINESS: Leadership, Mastermind. When Kingpin uses Leadership he succeeds on a roll of 4-6 and may remove action tokens regardless of point values.

THE OLD CHESS BOARD: Outwit. When he uses it he may use it as if he occupied the square of a character with a shared keyword.

#012 Dagger

HE DEPENDS ON ME: At the beginning of your turn, if a friendly character named Cloak is adjacent, you may heal him 1 click.

SEARING LIGHT: Support. When Dagger hits an opposing character with a range attack, that character is dealt 1 penetrating damage instead of normal damage.

#013 Stilt-Man

EXTENDABLE LEGS: Stilt-Man is added to your force with one Leg Extension. You may increase his point value by 5 for each additional Leg Extension you add. // If Stilt-Man has 2 Leg Extensions, he has [Giant] Symbol; if he has 4 or more, he has [Colossal] Symbol instead.

I KNOW THIS MAY SOUND FUNNY... BUT I CAN'T FEEL MY LEGS: When Stilt-Man would take damage from an attack, you may instead remove a Leg Extension and roll a d6 that can't be rerolled. **1-3:** Deal him 1 unavoidable damage.

COLOSSAL RETALIATION: HYDRAULIC LEG SMASH: If Stilt-Man has [Colossal] Symbol, **FREE:** Choose an opposing character that attacked Stilt-Man or damaged a friendly character since your last turn. Place Stilt-Man such that he can make a close attack targeting the chosen character, then do so.

#014 Shocker

SUPERIOR TO THE OTHER GUYS: Once per turn for all characters with this trait, if a character uses the [Sinister Syndicate] team ability to replace their attack value with Shocker's, that attack has **KNOCKBACK**.

VIBRO-GAUNTLETS: Penetrating/Psychic Blast. When he uses it, that attack has **KNOCKBACK**. // **RANGE:** Improved Targeting: Blocking. Make a range attack. // When Shocker makes a range attack, hit characters modify attack -1 until your next turn.

#015 Tarantula

LEAPING ENHANCEMENTS: Leap/Climb. When Tarantula uses it and moves 4 squares or less, after resolutions he may make a close attack.

POISON-TIPPED STILETTOS: Precision Strike. When he hits an opposing character of 150 points or less, after resolutions deal that character 1 penetrating damage for each action token on it.

#016 Vermin

Improved Movement: Hindering.

WHERE VERMIN GOES...: If there are none of his Rat Swarm bystanders on the map, **FREE:** Generate up to 2 Rat Swarm bystanders as described on this card.

...VERMIN FOLLOW: When Vermin uses Poison, you may increase the damage dealt by 1 for each Rat Swarm adjacent to Vermin and the target. These Rat Swarms can't have used nor may they use Poison this turn.

#017 Scarlet Spider

Improved Movement: Elevated, Hindering, Outdoor Blocking.

CALL IN HELP FROM THE SPIDER-VERSE:

Once per turn for all characters with this trait, when Scarlet Spider hits an opposing, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

IMPACT WEBBING: When Scarlet Spider makes a range attack choose one for each hit target: give that character an action token -or- that character gains [Immobile] until your next turn.

#018 Toxin

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

#019 Mary Jane

ONE MOMENT IN TIME: Adjacent friendly characters named Spider-Man modify attack +1 and has Passenger: 1, but only to carry Mary Jane.

#020 Silk

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Silk hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

THIN FINGER WEBS: Incapacitate. When she uses it, she may use it as if she had 3 [targets] but doesn't give an action token to characters with zero action tokens.

PRECOGNITIVE SPIDER SENSE: Probability Control. During an opponent's turn she may use this Probability Control to reroll her use of Super Senses instead of an opponent's roll.

#021 Nightwatch

Improved Movement: Elevated, Hindering.

THE CAPE PROTECTS ME: Plasticity. After clearing action tokens choose an edge of the square he currently occupies. Lines of fire drawn to him that cross that edge are blocked until your next turn.

IT MOVES AS IF IT IS PART OF ME: Perplex, but only to target himself.

#022 Death Adder

SSSNEAK ATTACK: Phasing/Teleport. When he uses it and moves 3 squares or less, after resolutions he may make a close attack.

SSSILENT SSSTALKER: Stealth. When Death Adder occupies water terrain, lines of fire can't be drawn to him by non-adjacent opposing characters.

CLAWSSS AND TAIL SSSPIKESSS AND

POISSON: Blades/Claws/Fangs, Poison, and Giant Reach: 2. Damage dealt by Death Adder to characters of 100 points or less cannot be reduced below 1.

#023a Venom

Improved Movement: Elevated.

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

MMMM...TASTY: When an opposing character takes 3 or more damage from one of Venom's attacks, after resolutions, heal Venom 1 click.

YOU CAN'T SPELL TEAM WITHOUT "E-A-T":

Defend, Toughness. // At the beginning of your turn, you may deal an adjacent friendly character 1 unavoidable damage to heal Venom 1 click.

#023b Anti-Venom

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

I AM THE CURE: FREE: Choose a different power for each opposing character within 2 squares and line of fire. Each character can't use the power chosen for them until your next turn.

#024 Cottonmouth

SSSNEAK ATTACK: Phasing/Teleport. When he uses it and moves 3 squares or less, after resolutions he may make a close attack.

YOU'RE BIG PREY, BUT STILL PREY:

Blades/Claws/Fangs, Super Strength. If he uses Blades/Claws/Fangs while holding an object, the attack can't be evaded.

JAWSSS LIKE A STEEL TRAP: Exploit Weakness. When he uses it, modify attack +1 for each action token on the targeted character.

#025 Hobgoblin

WHO IS THIS NEW HOBGOBLIN?: Shape Change. If he succeeds, place an Identity token on an opposing character's card, removing it from any other opposing character's card. When Hobgoblin is the only target of an attack and is hit, you may remove the Identity token from an opposing character's card to have that character become the hit target of the attack instead, even if it would be illegal.

#026 Jackal

MASTER OF CLONING: Shape Change. // At the beginning of the game, roll a d6 and subtract 3 (minimum 1) and place a number of Clone tokens equal to the result on Jackal's card. When Jackal would be KO'd, instead remove a Clone token and place him in any starting area on click #4.

GENIUS GENETICIST: Outwit, Perplex.

#027 Anaconda

SSSNEAK ATTACK: Phasing/Teleport. When she uses it and moves 3 squares or less, after resolutions she may make a close attack.

TWISSSTED TANGLE OF LENGTHENING LIMBSSS: Plasticity, Giant Reach: 2. Opposing characters within 2 squares and line of fire treat Anaconda as if she were adjacent for movement purposes.

SSSLIPPING THROUGH SSSMALL SSSPACES: Walls do not prevent adjacency or block line of fire when Anaconda makes a close attack.

#028 Norman Osborn

STILL WEARING THE MASK UNDERNEATH: At the beginning of the game you may place a character named Green Goblin from your sideline on this card on any click. Choose a power on that click. Norman Osborn can use that power this game.

#029 Overdrive

SUPERIOR TO THE OTHER GUYS: Once per turn for all characters with this trait, if a character uses the [Sinister Syndicate] team ability to replace their attack value with Overdrive's, that character can use Sidestep this turn.

THE WORLD IS MY GETAWAY VEHICLE: When Overdrive is adjacent to a standard object, FREE: Remove that object from the game and generate a Charged Up bystander in that square (MAX 1).

#029bt Charged Up
PASSENGERS: 4

LIKE MY RIDE? HOP IN: This vehicle can use only be piloted by a character named Overdrive.

#030 Scorpion

SCORPION SUIT: Leap/Climb, Sidestep.

TAIL WHIP: Close Combat Expert, Giant Reach: 3.

#031 Spider-Man

Improved Movement: Elevated.

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Spider-Man hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

PARALYZING VENOM STRIKE: When Spider-Man makes a close attack, hit characters are given an action token. This action token does not deal pushing

damage.

#032 Mr. Hyde

UNBRIDLED FURY: At the beginning of your turn, if Mr. Hyde was attacked by an opposing character since your last turn, place an Anger token on this card. When Mr. Hyde clears action tokens, remove an Anger token for each action token being removed from him. // If there is an Anger token on this card, Mr. Hyde can use Sidestep and modifies his attack and damage +1 for each Anger token.

#033 Beetle

SUPERIOR TO THE OTHER GUYS: Once per turn for all characters with this trait, if a character uses the [Sinister Syndicate] team ability to replace their attack value with Beetle's, after resolutions, give hit characters an action token.

MYLAR WINGS: Running Shot and breaks away automatically when she uses it.

#034 Tiger Shark

BLOOD IN THE WATER: Modify attack +1 when attacking an opposing character that is not on its starting click. If any opposing character has taken damage from an attack this turn, modify attack by +2 instead.

IN MY ELEMENT: Once per turn, when Tiger Shark occupies water terrain, he can use Sidestep even if he has already used Sidestep this turn.

#035 Puff Adder

SSSNEAK ATTACK: Phasing/Teleport. When he uses it and moves 3 squares or less, after resolutions he may make a close attack.

INTIMIDATING SSSIZE: At the beginning of the turn, choose: Super Strength and [Giant] symbol -or- [Starburst] symbol. Puff Adder has the chosen effect until you choose again.

VENOMOUSSS SSSPIT: POWER: Deal 1 penetrating damage to an opposing character within 3 squares and line of fire.

#036 Cloak

Improved Movement: Elevated, Hindering, Blocking, Characters.

SHE DEPENDS ON ME: Passenger: 1. If he carries a friendly character named Dagger, he may carry an additional character. // **POWER:** Place a friendly character named Dagger within 10 squares and line of fire into a square adjacent to Cloak.

CHILLING DARKNESS: Shape Change. When Cloak hits an opposing character with a close attack, that character is dealt 1 penetrating damage instead of normal damage.

#037 Moon Knight

Improved Movement: Elevated.

AVATAR OF VENGEANCE, COLLECTING FOR

KHONSHU: When Moon Knight damages an opposing character, place a Tribute token on this card. // At the beginning of your turn, you may remove a Tribute token from this card to heal him 1 click. When Moon Knight would be KO'd, you may remove 2 Tribute tokens to instead turn him to click #6.

I WANT THEM TO SEE ME COMING: Modify attack +1 for each opposing character within his range that can draw line of fire to him.

#038 Vulture

KING CROOK OF THE SKIES: Opposing characters with [Boot] symbol modify attack -1 when targeting Vulture with a close attack.

#039 Mysterio

ILLUSIONS AND NIGHTMARES: Mysterio starts the game with a Mist marker attached and while it is attached, all lines of fire drawn to Mysterio are hindered. // **POWER:** Choose an opposing character within range and line of fire and attach the Mist marker to them, removing it from anywhere else. When another character with the Mist marker attached makes an attack, the targets can use Shape Change. If a target can already use Shape Change, that target can use Super Senses. When the character with the Mist Marker hits or is KO'd, attach the Mist marker to Mysterio, removing it from anywhere else.

#040 Speed Demon

SUPERIOR TO THE OTHER GUYS: Once per turn for all characters with this trait, if a character uses the [Sinister Syndicate] team ability to replace their attack value with Speed Demon's, that character can use Probability Control during that attack.

SPEED SHADOW: When moving through a square,

you may generate/place the Speed Shadow marker in it, removing it from anywhere else. When Speed Demon makes a close attack, he treats characters adjacent to the Speed Shadow marker as adjacent to himself.

PUNCH YOU BEFORE YOU KNOW IT!:

Hypersonic Speed. When he uses it, he may use Flurry at no cost instead of making a close attack.

I GOT SUPER-SPEED BABY!: Combat Reflexes. If Speed Demon moved during your last turn, he can use Energy Shield/Deflection.

#041a Sandman

PACKED SAND WALL: **POWER:** Generate/place a Sand Wall marker in Sandman's square, removing it from anywhere else and aligning it with one edge of the square. // The Sand Wall is a wall that Sandman can move through and does not block his line of fire. If Sandman is within 3 squares of the Sand Wall, he has "FREE: Make a close attack as if he occupied that square."

#041b Hydro-Man

DROWN YOU ON DRY LAND: **FREE:** Attach the Submerged marker to an adjacent opposing character, removing it from anywhere else. That character can't be placed, must break away before moving, and can't do so automatically. Each time that character fails to break away, deal it 1 penetrating damage. When that character breaks away, remove the Submerged marker from it.

WATER SUSTAINS ME: **FREE:** Generate a water terrain marker within 6 squares and line of fire -or- remove a water terrain marker from a square he occupies and heal him 1 click.

ABSORBING EXCESS WATER: [Giant] Symbol and modify damage +1, but only if Hydro-Man occupies a square of water terrain. If there are also 8 adjacent squares of water terrain, instead [Colossal] Symbol and modify damage +2.

WATER FLOWS EVERYWHERE:

Sidestep. Improved Movement: Elevated, Hinderer, Blocking, Characters.

#042 Boomerang

Improved Targeting: Characters.

SUPERIOR TO THE OTHER GUYS: Once per turn for all characters with this trait, if a character uses the [Sinister Syndicate] team ability to replace their attack value with Boomerang's, that character can use Precision Strike during that attack.

MID-AIR BOOMERANG DEFLECTION: Energy Shield/Deflection. When Boomerang has no action tokens and would be hit by a range attack, you may give him an action token to immediately use Super Senses.

GOT MY OWN GANG NOW...AND THEY SORTA LISTEN TO ME: Leadership. When he uses it and fails, you may give an action token to an adjacent friendly character and if you do, remove an action token from him.

#043 Electro

LIGHT YOU ALL UP: Energy Explosion. Precision Strike that may target more than one character. When Electro makes a range attack, if he has 3 original targets he deals penetrating damage.

#044 Carnage

Improved Movement: Elevated.

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

SADISTIC SLAUGHTER: When Carnage damages an opposing character of lower points with an attack, do not place an action token on him for this action. When Carnage KO's an opposing character, heal him 1 click or, if that character was lower points, heal him 2 clicks instead.

#045 Lizard

CELLULAR REGENERATION: When Lizard takes damage from an attack, heal him 1 click. When Lizard has 2 action tokens, he can use Regeneration as a FREE action.

#046 Mephisto

Improved Targeting: Hindering.

WORTHY OF MY FULL POWER?: If Mephisto is 45 points, he is KO'd when he crosses the red KO line. If he is 130 points, he has Power Cosmic team symbol, is not KO'd when he crosses the red KO line and can't be healed above the red KO line. Protected: Pulse Wave.

LORD OF THE UNDERWORLD: When a character would miss and doesn't have a Contract token on its card, that character's player may place one on that character's card and that character can use Probability Control to target that attack roll. Characters with a Contract token on their card modify their defense -1 and when they are KO'd, Mephisto may heal 1 click.

UNSEEN MANIPULATOR: Sidestep, Stealth. // **POWER:** Choose an opposing character within range and line of fire and place that character into a square that is adjacent to their current square. If no opposing character is within 4 squares, this is a FREE action instead.

YOU'VE FORCED MY HAND: STOP. Invincible. Protected: Pulse Wave.

#047 Black Cat

Improved Movement: Elevated.

I'LL JUST TAKE THAT, THANKS: When Black Cat hits with an attack, you may choose that it deals no damage. If you do, you may choose an item equipped to that character that was an object and equip it to Black Cat.

JUST LUCKY, I GUESS: Once per turn, when Black Cat makes an attack or is the target of an attack, she may reroll one of the dice of the attack roll.

#048 Frog-Man

SORRY, BOUNCED INTO YOU AGAIN, SORRY!: Frog-Man isn't dealt knock back damage. // **FREE:** Knock Frog-Man back 4 squares in a horizontal or vertical direction. After resolutions if this knock back path was stopped by a character, Frog-Man knocks that character back 2 squares.

UH... I MEANT TO DO THAT, DON'T LOOK SO ASTONISHED: When Frog-Man knocks back an opposing character and that character is KO'd by knock back damage, after resolutions, give an action token to all opposing characters within 4 squares of the square the KO'd character last occupied.

#049 Spider-Man

Improved Movement: Elevated, Hindering.

TRUSTY SPIDER SENSE: Super Senses. When hit by a range attack, increase the result of this roll by 1.

SPIDER'S WEB: When Spider-Man hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

UNMATCHED MOBILITY: Hypersonic Speed but only to make close attacks.

LAST DITCH EFFORT: Precision Strike. // FREE: Make a close attack.

#050 Power Man & Iron Fist

MARTIAL ARTS OR STREET SMARTS: At the beginning of your turn, you may turn Power Man & Iron Fist's dial to the same click number of another color. Combat Reflexes, but only when on a [red] click number. Super Strength, but only when on a [blue] click number.

#051 Baron Zemo

THE MASTER OF EVIL: Other friendly characters with the Masters of Evil or Thunderbolts keyword can use Sidestep and modify attack +1.

I HAVE ANTICIPATED YOUR EVERY MOVE: Leadership, Outwit. When he uses Leadership and succeeds, you may remove an action token from each adjacent friendly character with the Masters of Evil or Thunderbolts keyword instead of one character.

#052 Spider-Gwen

Improved Movement: Elevated, Hindering.

MISSED ME! MISSED ME! NOW YOU GOTTA KISS...DEEZ!: Super Senses.

CALL IN HELP FROM THE SPIDER-VERSE!: Once per turn for all characters with this trait, when Spider-Gwen hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Spider-Gwen hits, after resolutions you may attach her Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character.

When that character successfully breaks away, remove the Web marker.

DEAD IN EVERY UNIVERSE BUT THIS ONE:

Once per game, at the beginning of your turn, turn Spider-Gwen's dial to click #1. Protected: Outwit.

#053a Kraven

FIRST, THE GAUNTLET: Once per turn, when another friendly character damages an opposing character, choose one: Modify one of Kraven's combat values except damage by +1 until your next turn -or- heal Kraven 1 click.

THEN, THE GRIM HUNT: POWER: Place a Hunted token on an opposing character's card, removing it from anywhere else. // When the opposing character with the Hunted token moves due to being given an action, after resolutions you may move Kraven up to 8 squares and he must break away if adjacent to an opposing character. If the opposing character has the Spider-Man Family keyword, Kraven automatically breaks away when doing so.

SPEAR AND KNIFE: Blades/Claws/Fangs. // Flurry -or- Giant Reach: 3, but only if his target has a Hunted token.

#053b Kraven

SOUL OF THE HUNTER REDEEMED: Once per game, if Kraven would be KO'd by pushing damage, instead turn him to click #1.

#054 Devil Dinosaur

MOON BOY HATED ME: Sidestep, Passenger: 0.

UNUSUAL WEAPONS OF MASS

DESTRUCTION: If there are no bystanders generated by him on the map, **POWER:** Choose a type of bystander on this card you haven't chosen this game and generate three of them within 3 squares and line of fire.

CLICHE VILLAINOUS MONOLOGUE:

Toughness. When Devil Dinosaur would take damage from an attack, he takes 1 unavoidable damage instead. Protected: Outwit, Pulse Wave.

HAIRY LIVE BIRTH NUT-EATING SKIN

MONSTERS!: STOP. Battle Fury. Devil Dinosaur can't be healed above this click for the rest of the game.

#054bta Drop Bear

AUTOMATONS OF H.A.T.E.: Drop Bear's move actions don't count against your action total.

#054btb Rockabilly M.O.D.O.K.

AUTOMATONS OF H.A.T.E.: Rockabilly M.O.D.O.K.'s move actions don't count against your action total.

#054btc Homicide Crab

AUTOMATONS OF H.A.T.E.: Homicide Crab's move actions don't count against your action total.

#055 Doctor Octopus

Improved Movement: Elevated, Hindering.

MENTALLY CONTROLLED TENTACLES: When he makes a close attack Doctor Octopus can use Giant Reach: 3 and Improved Targeting: Characters. // **POWER:** Make up to 4 close attacks that deal 2 damage instead of normal damage. After resolutions modify the defense value of any character hit more than 2 times by these attacks by -2 until your next turn.

SINISTER MASTERMIND: Leadership, Outwit. During your turn up to 2 adjacent friendly characters with the Sinister Syndicate keyword can be given a **POWER** action to use Outwit at no cost.

#056 Chameleon

I COULD BE ANYONE: When building your force, you may include up to 3 standard characters of 60 points or less on your Sideline. These characters are Disguises this game. Disguises can't be replaced or chosen for any game effects unless used by Chameleon.

MASTER OF DISGUISES: If no opposing character has line of fire to him, **POWER:** Replace him with a Disguise the same number of clicks from its starting line. // For the rest of the game, any time that character is targeted with an attack, roll a d6. **1-4:** that character is no longer a Disguise and is replaced by Chameleon the same number of clicks from his starting line and he becomes the target of the attack. Protected: Pulse Wave.

I KNOW WHO YOU REALLY ARE, SPIDER-MAN!: Opposing characters within 3 squares can't use Shape Change or be replaced.

MALLEABLE FACE: Shape Change, Stealth, and is a Wild Card.

#057 Ares

GOD OF WAR: PROTECTED: Outwit, opposing Probability Control; unless the targeting character has a higher point value or has the Deity keyword.

CRIPPLING BLOWS: When an opposing character takes damage from a close attack from Ares, attach the Slash marker to that character, removing it from anywhere else. When a character with the Slash marker is given an action token, deal it 1 penetrating damage. When that character heals or clears action tokens, remove the Slash marker.

RELENTLESS: When Ares KO's an opposing character, remove an action token from him and heal him 1 click.

#058 Morlun

DRAINING YOUR LIFE: Morlun begins the game on click #4. When an opposing character takes damage from a close attack from Morlun, attach the Slash marker to that character, removing it from anywhere else. When a character with the Slash marker is given an action token, deal it one penetrating damage. When that character heals or clears action tokens, remove the Slash marker.

TO FEED MINE: Steal Energy. When he uses it, if the opposing character that took damage has the Animal or Spider-Man Family keyword, heal him 2 clicks instead. When an opposing character takes damage from his Slash marker, heal him 1 click. When he heals in any of these ways, he may heal past his starting line.

APPEARING ANYWHERE IN THE MULTIVERSE THE TOTEMS ARE:

Phasing/Teleport, Sidestep. **FREE:** Place him adjacent to an opposing character within 8 squares that has the Animal or Spider-Man family keyword.

#059 Spider-Man 2211

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Spider-Man 2211 hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Spider-Man 2211 hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

TIMESPINNERS, GUARDIANS OF THE TIMELINE: Probability Control. He can use it to reroll the attack rolls of characters that can use Probability Control regardless of range and line of fire.

#060 Superior Spider-Man
Improved Movement: Hindering, Characters.

SUPERIOR SPIDER ARMS: Flurry. When he uses it, he can use Probability Control and when he hits, the hit character modifies defense -1 until your next turn.

CALL IN HELP FROM THE SPIDER-VERSE!: Once per turn for all characters with this trait, when Superior Spider-Man hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Superior Spider-Man hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

IT'S MY LIFE, I'LL FIGHT TO KEEP IT: Super Senses, Toughness and Willpower.

#061 Spider-Man Noir
Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

CALL IN HELP FROM THE SPIDER-VERSE!: Once per turn for all characters with this trait, when Spider-Man Noir hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Spider-Man Noir hits, after

resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

LURKING IN THE SHADOWS: Leap/Climb, Sidestep, and Stealth.

#062 Spider-Punk
Improved Movement: Elevated, Hindering.

CALL IN HELP FROM THE SPIDER-VERSE!: Once per turn for all characters with this trait, when Spider-Punk hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Spider-Punk hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

RADIOACTIVE SUICIDE MACHINE: Charge, Flurry.

#063 Old Man Spider
CALL IN HELP FROM THE SPIDER-VERSE!: Once per turn for all characters with this trait, when Old Man Spider hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Old Man Spider hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

RECRUITER OF THE SPIDER-VERSE:

Phasing/Teleport, Sidestep, Stealth and Passenger: 1.
Passenger: 4 if all carried characters have the Spider-Man Family keyword.

#064 Spider-Knight

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Spider-Knight hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Spider-Knight hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

BEHIND MY SHIELD: Adjacent friendly characters can use Energy/Shield Deflection.

#065 Cyborg Spider-Man

Improved Targeting: Hindering, Characters.

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Cyborg Spider-Man hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When Cyborg Spider-Man hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

SPIDER-SENSORS: Impervious, Super Senses.

#066 The Spider-Man

Improved Targeting: Hindering.

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when The Spider-Man hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-**

6: Place another friendly character with the Spider-Man Family keyword adjacent to this character.

SPIDER'S WEB: When The Spider-Man hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

CATAPULT PROPULSION BOOTS: Leap/Climb.

When he's given a MOVE action, after resolutions he may make a close or range attack.

Fast Forces: Spider-Man and His Greatest Foes

#001 Spider-Man

Improved Movement: Elevated.

PROTECT THE INNOCENT: Passenger: 1 but only to carry a character with a lower point value.

WEB SLINGSHOT: Hypersonic Speed. When Spider-Man uses it, before his first move, you may place him in a square of higher elevation within 4 squares and line of fire.

#002 J. Jonah Jameson

THE WORLD NEEDS TO KNOW: YOUR

RECKLESS ACTIONS: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't be given POWER actions.

#003 Doctor Octopus

ARM-WALK: Sidestep. Improved Movement: Elevated, Hindering, This character can move through squares adjacent to or occupied by opposing characters without stopping. (Still needs to break away.)

#005 Kingpin

MY CITY, MY RULES: Kingpin and friendly characters within 8 squares are considered adjacent to each other for the purposes of the [Sinister Syndicate] team ability.

OVERLORD OF CRIME: Leadership, Outwit.

#006 Venom

SYMBIOTE: Shape Change, Plasticity and automatically breaks away.

SYMBIOTE'S WEB: When Venom hits, after resolutions you may attach his Web marker to a hit target, removing it from anywhere else. That character with the Web marker can't move without breaking away and can't automatically break away. Other characters don't have to break away from that character. When that character successfully breaks away, remove the Web marker.

Teenage Mutant Ninja Turtles: Heroes in a Half Shell

#001 Raphael

COOL BUT CRUDE: Battle Fury, Shape Change.

LOCK BLADES: Blades/Claws/Fangs. Adjacent opposing characters can't use Blades/Claws/Fangs.

#002 Michelangelo

PARTY DUDE: When Michelangelo or another friendly character with the TMNT keyword makes an attack, attack rolls of 11 are also critical hits.

SEWER SKATING: Hypersonic Speed, but only if indoors. Sidestep, but only if he's outdoors.

#003 Donatello

DOES MACHINES: When Donatello is adjacent to an object or a character holding an object, **POWER:** Remove that object from the game and all friendly characters with the TMNT keyword modify attack +1 until one of those characters hits an opposing character.

BRAINS OF THE BUNCH: Outwit. When he uses it, roll a d6. **5-6:** Outwit a second time this turn, targeting the same character.

#004 Leonardo

LEADS: Leadership. When he uses it and succeeds, modify the defense of one friendly character with the TMNT keyword by +1 until your next turn.

TWIN KATANAS: Blades/Claws/Fangs. When he uses it, he may instead roll 2d6 and choose one as the result.

#005 Casey Jones

BODY CHECK OR SLAPSHOT?: FREE: Choose Close Combat Expert -or- Ranged Combat Expert.

Casey Jones can use that power until you choose again.

#006 Foot Ninja (Katar)

Improved Movement: Hindering.

500 YEARS OF FOOT TRADITION: Sidestep, Stealth.

KATAR: PENETRATING DAGGER:

Blades/Claws/Fangs. When Foot Ninja makes a close attack while occupying Hindering Terrain, the damage dealt is penetrating.

#007 Foot Ninja (3-Segment Staff)

Improved Movement: Hindering.

500 YEARS OF FOOT TRADITION: Sidestep, Stealth.

THREE-SEGMENT STAFF: POWER: Make a close attack targeting up to three adjacent opposing characters. Hit characters are each dealt 1 damage instead of normal damage and given an action token.

#008 Foot Ninja (Shuriken)

Improved Movement: Hindering.

500 YEARS OF FOOT TRADITION: Sidestep, Stealth.

SHURIKEN: WEAPON OF DISTRACTION:

UNIQUE MODIFIER - When Foot Ninja hits with a range attack, hit characters modify their attack and defense -1 until your next turn.

#009 Foot Ninja (Twin Katanas)

Improved Movement: Hindering.

500 YEARS OF FOOT TRADITION: Sidestep, Stealth.

TWIN KATANAS: Blades/Claws/Fangs. When he uses it, he may instead roll 2d6 and choose one as the result.

#010 Triceraton

EXTREMELY TOUGH HIDE: Toughness. Takes a maximum of 2 damage (at once) from attacks.

#011 April O'Neil

THE WORLD NEEDS TO KNOW: YOUR

CRIMES: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character has BREAKAWAY -2.

#012 Irma

IRMA?: If Irma is 25 points, she is KO'd if she crosses the red KO line. If Irma is 60 points, she is not KO'd when she crosses the red KO line. Protected: Pulse Wave.

HIDDEN KRAANG SUBPRIME: STOP.

Invulnerability.

THAT'S JUST IRMA: Perplex. Doesn't block friendly characters' line of fire.

#013 Fugitoid

RUNNING FROM THE FEDERATION AND

TRICERATONS FOR YEARS: Energy Shield/Deflection, Stealth. When an attack misses Fugitoid, after resolutions you may place him up to 3 squares away from his current square.

INVENTOR OF THE TRANSMAT:

Phasing/Teleport with a speed of 12. When Fugitoid uses it, he can use Passenger: 4, but only to carry characters that share a keyword with him.

#014 Chien Khan

SACRIFICIAL DAGGER: Blades/Claws/Fangs, Steal Energy. When Chien Khan KO's an opposing character, after resolutions, heal him 2 clicks.

OPEN A GATE TO THE WORLD OF THE ONI:

Once per game, when Chien Khan KO's an opposing character, after resolutions, you may generate a Noi Tai Dar, Great Oni bystander as described on this card in the KO'd character's square.

#015 Squirrelanoid

FAST DEADLY SHADOWS: Charge, Flurry, and Stealth.

#016 Bebop

SO MY PART OF THE PLAN WAS WHAT?:

Willpower, but only if a friendly character named Shredder is on the map. // Friendly characters named Shredder or Rocksteady can use Enhancement, but only to modify characters named Bebop or Rocksteady.

UH... DID I SCREW UP AGAIN?: Once per turn when Bebop misses an attack, put an Incompetent Idiot token on this card. // FREE: Remove 2 Incompetent Idiot tokens to heal another friendly character that shares a keyword 2 clicks.

#017 Rocksteady

UH... WHAT WAS I SUPPOSED TO BE DOING?:

Willpower, but only if a friendly character named Shredder is on the map. Friendly characters named Shredder or Bebop can use Empower, but only to modify characters named Bebop or Rocksteady.

MISSED IT BY THAAAAAT MUCH:

Once per turn when Rocksteady misses an attack, put a Mutant Moron token on this card. FREE: Remove 2 Mutant Moron tokens to remove all action tokens from another friendly character that shares a keyword.

#018 Shredder

THERMITE GRENADE: When Shredder is KO'd from an attack, deal 3 penetrating damage to all characters within 3 squares and on the same elevation of the square that he last occupied.

YOU CANNOT BEAT ME, EVEN FOUR TO ONE:

Modify defense +1 for each opposing character within 3 squares.

HEAD OF THE NEW YORK BRANCH OF THE

FOOT: Leadership. When he uses it and succeeds, instead of removing one action token, remove an action token from up to 2 adjacent friendly characters with the Foot Clan keyword regardless of point value.

#019 Splinter

RAT NO MORE: Shape Change. If Splinter has been attacked, that opponent's force can't make attacks this turn.

#020 Alopex

Improved Movement: Hindering.

TUNDRA STALKER: Sidestep, Stealth. When Alopex attacks an opposing character that isn't the highest point value on its force, modify attack +1.

YOUR ARMOR MAKES YOU WEAK:

When Alopex hits an opposing character with an attack and the damage is reduced, modify that character's attack -2 until your next turn.

#021 Karai

LEONARDO, MY... RIVAL: UNIQUE MODIFIER - When Karai is adjacent to a friendly character named Leonardo, they both modify attack +1.

THE SHREDDER BLUFF: STOP. Close Combat Expert. Once per game, FREE: Make a range attack. If she hits, instead of normal damage, deal the hit target penetrating damage equal to your attack total minus the target's defense value (minimum 1).

#022 Slash

Improved Movement: Hindering.

THROWING MY WEIGHT AROUND: Charge. Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

JUST YOU AND ME AGAINST THE WORLD, RAPH: Close Combat Expert, Empower. UNIQUE MODIFIER - Adjacent friendly characters named Raphael modify attack and defense +1.

#023 Zog

THE SKULL COMMANDS ME: When another friendly character KO's an opposing character, place a Skull token on this card. Once per turn you may remove a Skull token to give Zog a MOVE, CLOSE, or RANGE as a FREE action, with his speed and attack modified -1.

CAN'T GET PINNED DOWN, COMMANDER ZORAPH: Charge. When he uses it and begins the action adjacent to a friendly character named Raphael, modify speed +3.

EXTREMELY TOUGH HIDE: Invulnerability. Takes a maximum of 2 damage (at once) from attacks.

#024 Rat King

Improved Movement: Hindering.

RATS EVERYWHERE... I AM EVERYWHERE: If Rat King occupies hindering terrain, FREE: Place him in another square of hindering terrain within 6 squares.

PAWNS IN MY GAME: Stealth. Mind Control with a range of 6. When he uses Mind Control, he can use Improved Targeting: Elevated, Hindering, Blocking, Characters.

GAME FOR THE WORLD: Perplex, Probability

Control.

#025 Donatello

Improved Movement: Elevated, Hindering.

TURTLE POWER: Stealth, Toughness.

RIDE THE BO: When Donatello hits an opposing character, after resolutions you may place that character within Donatello's range and line of fire.

TEEN TURTLE INTELLECT: At the beginning of your turn, choose one: Outwit, Perplex -or- Support. Donatello can use the chosen power until your next turn.

#026 Leonardo

Improved Movement: Elevated, Hindering.

TURTLE POWER: Stealth, Toughness.

BORN TO LEAD, GROOMED TO SUCCEED: Leadership. When he uses it, increase the result by 1 for each adjacent friendly character with the TMNT keyword.

#027 Raphael

Improved Movement: Elevated, Hindering.

TURTLE POWER: Stealth, Toughness.

THAT ALL YOU GOT?: Empower. When Raphael is missed by an attack, remove an action token from him. If you can't, modify the attacker's defense -1 until the end of your next turn.

#028 Michelangelo

Improved Movement: Elevated, Hindering.

TURTLE POWER: Stealth, Toughness.

YOU GONNA HIT WHO?: Combat Reflexes, Super Senses.

#029 Renet Tilley

TAKE US WHEN AND WHERE WE NEED TO GO!: Phasing/Teleport, Sidestep. Passenger: 4.

SCEPTER OF THE SANDS OF TIME: Probability Control regardless of range and line of fire.

#030 Armaggon

Improved Movement: Characters.

BEWARE HIS TAIL!: When Armaggon has two action tokens, he has “FREE: Make a close attack.”

FUTURE SHARK: Probability Control. When he uses it on your turn, he can use it up to twice but only if both uses target himself.

#031 Kraang Subprime

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

NON-ESSENTIAL PARTS: Once per game, when Kraang Subprime would take damage, you may instead generate an Autonomous Head bystander as described on the card within 3 squares and line of fire. When he does, modify his attack -1 for the rest of the game.

MULTIPLE TENTACLES: Force Blast, Plasticity, and Running Shot.

#032 Griddex

Improved Movement: Elevated.

SHRINK TO SAVE YOURSELF!: At the beginning of your turn, you may choose one to last until your next turn. [Giant] Symbol -or- [Tiny] Symbol but can't make attacks.

POUND, CRUSH, SMASH: Super Strength. When he makes a close object attack and hits, after resolutions he may make a close attack targeting the hit character.

#033 Blobboid

Improved Movement: Hindering.

ABILITY TO CHANGE AND FLOW AND IMITATE: Plasticity, Shape Change.

MELT AND REFORM FOR COMBAT

CONFIGURATION: At the beginning of your turn, you may choose one to last until you choose again. Close Combat Expert and Combat Reflexes -or- Ranged Combat Expert and Energy Shield/Deflection.

#034 Shellectro

ZAPPOWER!: Energy Explosion. When he uses it, hit characters are knocked back 3 squares.

COUNTER FORCE BOLT: When Shellectro hits with a range attack, choose one hit opposing character. That character can't make range attacks until your next turn.

#035 Graviturtle

GRAVITY WHIP FLING: When Graviturtle hits an opposing character, give that character an action token and it can't make close attacks until your next turn.

SUPER TURTLES, COUNT IT OFF!: Once per turn, when an adjacent friendly character with the TMNT keyword hits an opposing character, after resolutions, you may roll a d6. **4-6:** Remove an action token from that friendly character.

Fast Forces: Teenage Mutant Ninja Turtles: Heroes in a Half Shell

#001 Raphael

'CLANG'? DID YOU SAY 'CLANG'?: When Raphael attacks only characters of 75 points or less, modify attack +1. When Raphael attacks only characters with the Robot keyword, modify damage +1.

BREAK OPEN A FIRE HYDRANT: Incapacitate with a range of 4. When he uses it, after resolutions hit characters are knocked back a number of squares equal to the number of action tokens on them.

#002 Michelangelo

'CLANG'? DID YOU SAY 'CLANG'?: When Michelangelo attacks only characters of 75 points or less, modify attack +1. When Michelangelo attacks only characters with the Robot keyword, modify damage +1.

PIZZA TO THE FACE: When Michelangelo hits a single opposing character, the hit character can't use attack powers until your next turn.

#003 Donatello

'CLANG'? DID YOU SAY 'CLANG'?: When Donatello attacks only characters of 75 points or less, modify attack +1. When Donatello attacks only characters with the Robot keyword, modify damage +1.

TRASH CAN OVER THE HEAD: When Donatello hits a single opposing character, the hit character can't use defense powers until your next turn.

#004 Leonardo

'CLANG'? DID YOU SAY 'CLANG'?: When Leonardo attacks only characters of 75 points or less, modify attack +1. When Leonardo attacks only characters with the Robot keyword, modify damage +1.

TWO-TOED KICK: When Leonardo hits a single opposing character with a close attack, after resolutions he may use Force Blast at no cost and the target is given an action token if it doesn't have one already.

#005 April

WE GOTTA SAVE APRIL: When April would be KO'd by an opposing character's attack, instead place her on that character's card and place a Rescue token on April's card. Friendly characters with the TMNT Ally keyword modify attack +1 when targeting a character that has April on its card. If a character with April on its card due to this effect is KO'd, place April into a square it last occupied on click #1. At the end of the game, the opponent scores 25 points for each Rescue Token on April's card. Protected: Pulse Wave.

I'VE GOT PIZZA GUYS!: Once per turn, you may activate one of the following: FREE: Heal one adjacent character with the TMNT keyword 1 click. -or- POWER: Heal all adjacent friendly characters with the TMNT keyword 1 click each.

#006 Casey Jones

RULES ARE FOR SUCKERS: Casey Jones's actions do not count against your action total.

The Joker's Wild!

#001 The Joker

PUT IT THERE, PAL: Poison. When he uses it, he may instead deal 1 penetrating damage to one adjacent opposing character.

#003a The Joker Thug

THE JOKER IS THE KING OF GOTHAM: When building your force, The Joker Thug does not count against a themed team if your force has a character named The Joker on it. // If an adjacent friendly character named The Joker is hit with an attack, The Joker Thug may become the hit target of that attack instead, even if it would be illegal.

#003b Anarky

I'VE RIGGED THE PLACE TO BLOW... OR HAVE I?: At the beginning of the game, you may place up to 6 Bomb special markers as described on this card on the map, at least 4 squares from any starting area and each other.

BOMB MARKER: At the beginning of your turn, if an opposing character is within 3 squares, you may roll a d6 that can't be rerolled.

1-3: Decoy. Remove the marker.

4-6: BOOM. All characters within 3 squares of this marker are dealt 3 damage. Destroy all adjacent blocking terrain, then remove the marker.

LEAVING THEM A LITTLE SURPRISE: POWER:

Generate a Bomb special marker as described on this card.

#005a Court of Owls Initiate

RAISE THE DEAD: When Court of Owls Initiate is chosen for Mastermind, reduce damage taken by 1.

#005b Court of Owls Initiate

RAISE THE DEAD: When Court of Owls Initiate is chosen for Mastermind, reduce damage taken by 1.

#006 Thanagarian

INVASION FROM THE SKIES: MOVE: Move up to 3 squares. After resolutions, one character carried during this action may be given a costed CLOSE action.

#007 Commissioner Gordon

LIFE ON THE STREETS: When Commissioner Gordon is the only friendly character using the [Police] team ability for an attack, modify the defense of the target by -2 instead of -1.

COMMANDING AUTHORITY: Enhancement, Leadership. He may use each only if no other character has used that power this turn.

#008 Green Arrow

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Green Arrow's, also modify that character's defense +1 against range attacks.

#009 Robin

ZIP LINE: Once per turn, when Robin has no action tokens, "POWER: Place him into any square within range and line of fire. If he has one action token, this is a FREE action instead."

#010 Wildcat

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Wildcat's, that character can use Probability Control, but only to reroll one of the dice in the attack roll.

SORRY PAL, I MASTERED THAT STYLE BEFORE YOU WERE BORN: Adjacent opposing characters can't use Close Combat Expert.

#011 Court of Owls Assassin

CLAWS OF THE PAST: Blades/Claws/Fangs, Stealth. Mastermind, but can only choose characters with the Court of Owls keyword.

#012 Amanda Waller

THERE IS NO SQUAD WITHOUT THE WALL: Friendly characters with [Suicide Squad] Team Symbol may use that team ability to heal when any friendly character is KO'd anywhere on the map.

#013 Colonel Rick Flag, Jr.

SQUAD, ON MY POSITION: Modify defense +1 for each adjacent friendly character that shares a keyword with him.

#014 Black Lightning

ARC LIGHTNING: Incapacitate with 3 [targets]. When he uses it, after resolutions, each hit target is dealt 1 penetrating damage.

#015 Harvey Bullock

SOMETIMES YOU GOTTA BREAK THE RULES: If an opponent wins the roll to determine the first player and does not choose Harvey Bullock's controller to be the first player, characters on your force with the Police keyword can use Sidestep this game.

#016 Batman

Improved Movement: Elevated, Hinderling.

MY TEAM TO HANDLE WHAT THE LEAGUE

WON'T: Once per turn, when a friendly character within 6 squares uses the [Outsiders] team ability, that character may immediately use Outwit, but only to target the opposing character targeted with the [Outsiders] team ability.

ANALYTICAL MIND AND UTILITY BELT:

FREE: Choose one: Energy Explosion, Force Blast, Incapacitate, Precision Strike, -or- Willpower. Batman can use the chosen power until he chooses again.

#018 Harley Quinn

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Harley Quinn's, also modify that character's

attack +1 if it is a close attack.

KISS, KISS, BANG, STAB: Incapacitate, Poison.

#019 Hourman

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Hourman's, that character can use Probability Control, but only if the attack roll has a 6.

TOP OF THE HOUR: When Hourman is adjacent to blocking terrain and not holding an object, he has "MOVE: Move up to your speed value. After resolutions, generate a standard light object that Hourman is holding."

#020 Tattooed Man

EACH MARK A SIN: Plasticity, Stealth. If he has an action token when he attacks, modify damage +1.

#021 Ra's Al-Ghul

Improved Movement: Hinderling.

LAZARUS PIT: During the place objects phase of set up, you may place a Lazarus Pit special marker as described on this card in an unoccupied square at least 6 squares from any starting area.

THE LAZARUS PIT: When any character occupies the square with the Lazarus Pit, that character has, "POWER: Roll a d6. Heal the character a number of clicks equal to the result, remove the Lazarus Pit from the map and the character can use Battle Fury for the rest of the game."

AN ASSASSIN'S DANCE: Charge, Flurry.

I TRAINED THE BAT!: Outwit. Opposing characters within 6 squares can't use the [Batman Ally] team ability.

#022 The Atom

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with The Atom's, also modify that character's defense +1 against close attacks.

#023b Manhunter

Improved Movement: Elevated.

Improved Targeting: Hinderling.

PUBLIC DEFENDERS MUST HELP EVERYONE:

At the beginning of the game, choose Public Defender -or- Bounty Hunter. If you chose Public Defender, adjacent characters may replace their defense values with 18 when attacked by a character who is not Manhunter. // If you chose Bounty Hunter, modify attack +1.

THE LINE BETWEEN FRIEND AND FOE IS...

BLURRY SOMETIMES: FREE: Choose an opposing character that is lower points and is within 5 squares and line of fire. Place that character in Manhunter's square and place Manhunter in that character's square.

#024 Technocrat

Improved Targeting: Elevated.

SKYLINE TARGETING MICROBOTS: When Technocrat makes a range attack targeting a single character, modify damage +1 for every 2 squares away the target is from Technocrat.

NEED TIME TO RUN THE NUMBERS: POWER:

Choose Outwit -or- Perplex. Technocrat can use the chosen power until he uses this power again or until he takes damage.

#025 Hawkman

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense with Hawkman's, also modify that character's defense +1 against close attacks.

#026 Bronze Tiger

MASTER MARTIAL ARTIST: Charge, Flurry, and Sidestep.

#027 Robin

Improved Movement: Elevated.

1-900 LIVE OR DIE: When Robin would be KO'ed, both players roll 2d6. If the result of your roll is higher than the opponent's, you may instead replace Robin with [JW] #017 Red Hood on his orange starting line with 1 action token.

#028 Vicki Vale**THE WORLD NEEDS TO KNOW: YOUR**

COMMENT: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character's combat values can't be replaced and can't be modified to be higher than its printed value.

#029 Calculator

CRIMINAL CONTACTS: Calculator and friendly characters within 8 squares are considered to be adjacent for purposes of the [Batman Enemy] team ability.

HIGH-LEVEL PREDICTIONS:

Probability Control but only to target the opposing character with the highest point value regardless of line of fire.

#030 Two-Face

A CHANGE WILL DO ME GOOD: FREE: Heal Two-Face 1 click and roll a d6. **4-6:** Turn him to the same click number of a different color.

FLIP A TWO-HEADED COIN:

Probability Control regardless of range and line of fire, but only for attack rolls, and only if one of the dice is a 2.

DOUBLE-BARRELED SHOTGUN:

Energy Explosion with 2 [targets]. Hit characters modify their combat values by -1 until your next turn.

#031 Kobra

SHEDDING SCALES: Mastermind, Toughness.

KOBRA STRIKE:

Leadership. // **POWER:** Choose up to two adjacent friendly characters with the Strike Force Kobra keyword. Give Kobra and each chosen character a MOVE action at no cost.

#032 Merlyn

Improved Movement: Hindering.

DUCK AND COVER: Stealth, but only when Merlyn has one or more action tokens.

I ALWAYS SEE IT COMING:

Combat Reflexes. When Merlyn would be hit by a range attack, you may roll 2d6 and compare the result to your opponent's attack roll. If your result is higher, the attack is evaded.

#033 The Joker

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with The Joker's, you may reroll the attack roll.

C'MON BATS... IT'S THE OL' SQUIRTING

FLOWER GAG: POWER: Make a close attack targeting a single opposing character within 3 squares and line of fire. If the attack hits, deal that character 1 penetrating damage instead of normal damage.

#034 Harley Quinn

COMING THROUGH!: Force Blast. Hypersonic Speed, but only when Harley Quinn isn't adjacent to an opposing character.

#036 The Flash

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with The Flash's, that character can use Super Senses for the attack, but only evades on a 6.

#037a Looker

TELEPATHIC COORDINATION: Mind Control. When she uses it, the hit character modifies its attack +1 this turn, even if it has been targeted by the [Outsiders] team ability.

#037b Looker

THE BLOOD-DRINKING IS THE WORST PART: Looker begins the game on click #5. Steal Energy. When she uses it, she may heal past her starting line.

TURN INTO MIST: Combat Reflexes, Impervious.

#038 Talon

Improved Movement: Elevated, Hindering.

ASSASSIN OF THE COURT: Sidestep, Stealth. Mastermind, but can only choose characters with the Court of Owls keyword.

UNDEAD AND UNDYING: Combat Reflexes, Regeneration. When Talon uses Regeneration, increase the d6 result by '2 minus the number of actions tokens he has'.

#039 El Diablo

MINOR WRATH OF VENGEANCE: When El Diablo hits an opposing character, after resolutions attach the Fire marker to a hit opposing character, removing it from anywhere else. // At the beginning of that character's turn, deal it 1 penetrating damage. When that character moves through water terrain or clears action tokens, remove the Fire marker.

#040 Sandman

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Sandman's, that character can use Probability Control, but only if the attack roll has a 6.

SLEEP GUN: When Sandman hits with an attack, after resolutions, he may use Outwit at no cost targeting the hit character. This use of Outwit lasts until the target clears, even if this power is lost.

#041 The Spectre

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with The Spectre's, that character can use Super Senses for the attack, but only evades on a 6.

#042 Dr. Fate

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Dr. Fate's, that character can use Probability Control, but only to reroll one of the dice in the attack roll.

THE FAVOR OF NABU: At the beginning of your turn, choose Empower -or- Enhancement. Dr. Fate can use the chosen power this turn.

#043 Lady Shiva

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Lady Shiva's, also modify that character's attack +1 if it is a close attack.

THE FIRST ONE WAS JUST TO KNOCK YOU OFF BALANCE: Flurry, Precision Strike. When she uses Flurry, if the second attack is against the same target, you may keep the result of one of the dice from the first attack, and if you do, the second attack roll can't be rerolled.

I AM THE ULTIMATE TEST: Combat Reflexes. Adjacent opposing characters can't have their combat values positively modified when making close attacks.

#044 Katana

Improved Movement: Hindering.

THE MURUMASA BLADE, SOULTAKER:

Whenever Katana KO's an opposing character, choose one to use for the rest of the game: Precision Strike, Steal Energy, Willpower.

DRAINING YOUR SOUL: When an opposing character takes damage from Katana's close attack, after resolutions you may attach the Slash marker to that character, removing it from anywhere else. When a character with the Slash marker is given an action token, deal it 1 penetrating damage. When that character heals or clears action tokens, remove the Slash marker.

HUNTING FOR TAKEO AND THE OYABUN: Charge, Stealth.

#045 Deadshot

Improved Targeting: Characters.

(+5) CONTRACT KILLER: When building your force, a themed team may include Deadshot and still be a themed team if your force includes a character with a point value greater than 80. If your force doesn't have a character with a point value greater than 80, modify Deadshot's combat values by -1.

#046 Grace

I'LL TAKE THE BIG GUY: After a MOVE action Grace is given resolves, she may make a close attack targeting an adjacent higher-point opposing character.

#047 Killer Croc

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Killer Croc's, also modify that character's attack +2 if it is a close attack -and- the target occupies water terrain.

#048 Firefly

NAPALM: Energy Explosion. When he hits with a range attack, after resolutions attach the Fire marker to one hit opposing character, removing it from anywhere else. // At the beginning of that character's turn, deal it 1 penetrating damage. When that character moves through water terrain or clears action tokens, remove the Fire marker.

#049 Mr. Freeze

TRY NOT TO SHATTER MY FROZEN FRIENDS, BOYS: When Mr. Freeze hits with a range attack, give each hit character an action token, and after resolutions, attach the Ice Wall marker to one hit character, unless it is attached to another character.

ICE WALL MARKER: As long as the Ice Wall marker is attached, that character has [Immobile] and

modifies its defense -2. // At the end of that character's turn, remove the Ice Wall marker and deal that character 1 penetrating damage. // All characters adjacent to a character with the Ice Wall marker have, "POWER: Remove the Ice Wall marker."

BACK TO REFRIGERATION: Toughness. // At the beginning of your turn, heal Mr. Freeze a number of clicks equal to 3 minus the number of adjacent opposing characters.

FROZEN AURA: Adjacent opposing characters modify their attack and damage -1.

#050 The Penguin

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace their attack value with The Penguin's, after resolutions, you may give a Robo-Penguin a MOVE action at no cost.

MY OWN DEADLY ROOKERY: POWER: Generate adjacent a Robo-Penguin bystander of your choice as described on this card. // POWER: Give each Robo-Penguin a MOVE action at no cost.

MY BEST WEAPON TO DATE!: The Penguin begins the game with the Robo-Penguin attached. When generating a Robo-Penguin bystander you may remove the Robo-Penguin from Penguin's base and use it to represent the bystander. If you do, this bystander modifies its combat values by +1 and, when it is KO'd, re-attach the Robo-Penguin to The Penguin's base.

#050bta Robo-Penguin

WADDLE, WADDLE: Robo-Penguin's MOVE actions don't count against your action total.

#050btb Robo-Penguin

WADDLE, WADDLE: Robo-Penguin's MOVE actions don't count against your action total.

#050btc Robo-Penguin

WADDLE, WADDLE: Robo-Penguin's MOVE actions don't count against your action total.

#051 The Riddler

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with The Riddler's, after resolutions, that character can use Outwit until your next turn, but only to target one hit target.

I'LL GIVE YOU A HINT, BAT-BRAIN: The Riddler begins the game with the Clue attached. // FREE: Reattach the Clue to The Riddler -or- choose an opposing character within 6 squares and line of fire, detach the Clue and place it in a clear, unoccupied square within 6 squares of that character and when you do, choose a standard power. The target can't use that power until an opposing character moves into or through the square with the Clue or the Clue is reattached to The Riddler.

#052 Green Lantern

A SIMPLER TIME: Once per turn for all characters with this trait, if a character uses the [JSA] team ability to replace its defense value with Green Lantern's, also modify that character's defense +1 against range attacks.

GREEN LANTERN'S LIGHT: Once per turn, Barrier. He may use it as a FREE action, but only to place 1 Barrier marker. // When he uses Barrier, he may substitute one Barrier marker that he would place with the Light Wall Marker and place it in a character's square within range, positioning one side along an edge. This marker acts as a wall. If you place the Light Wall Marker, it is removed at the beginning of your next turn. UNIQUE MODIFIER - Opposing characters adjacent to any of his Light Wall or Barrier markers can't use Stealth and modify defense -1.

#053a Johnny Thunder

MY WISH IS...GEE, HOW DO I SAY IT...: At the beginning of your turn, roll a d6 that can't be rerolled.
1: Modify Johnny Thunder's combat values by -1.
2-5: Johnny Thunder can use a standard power of your choice.
6: Modify Johnny Thunder's combat values by +1 and Johnny Thunder can use a standard power of your choice.
Any result lasts until your next turn.

THE MOST POWERFUL JSA MEMBER...IF ONLY HE'D REALIZE IT: Perplex and Probability Control, but both only to target opposing characters.

#053b Jakeem Thunder

YOU KNOW WHAT I'M THINKING, JOHNNY?: At the beginning of your turn, choose 2 standard powers, but only one of those powers may be a defense power, Hypersonic Speed, Outwit, Perplex, Pulse Wave, or Shape Change. Jakeem Thunder can use the chosen powers until your next turn.

#054 Geo-Force

LORD OF THE LAND: Barrier, but only as a FREE action and only to place 1 Barrier marker. These markers are not removed at the beginning of his next turn. After resolutions, if the map has more than 4 such markers, remove 1 of them.

LAVA JET BURSTS: Charge, Force Blast, and Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

#055 Man-Bat

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Man-Bat's, that character can use Steal Energy for this attack.

FEAST ON YOUR BLOOD: Blades/Claws/Fangs, Steal Energy.

#056 Plastic Man

TAG! YOU'RE IT!: Shape Change, but succeeds on a 4-6. When Plastic Man hits a single opposing character, after resolutions attach the Tag! marker to that character, removing it from anywhere else. A character with the Tag! marker that moves must roll for break away as if it was adjacent to Plastic Man and, if it is within range, can be targeted by Plastic Man with a close attack. When the character successfully breaks away, is hit with an attack, or Plastic Man fails a Shape Change roll, remove the Tag! marker.

IMMEASURABLY POWERFUL, ABSOLUTELY NUTS: When Plastic Man is given a costed action, choose one: Sidestep, [Tiny] Symbol, [Starburst] Symbol, or [Giant] Symbol. Plastic Man can use the chosen power or has the chosen symbol until Plastic Man chooses again.

#057 Bane

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Bane's, also modify that character's attack +1 if it is a close attack.

VENOM PUMP: FREE: Place 1 or 2 Venom tokens on his card. Positively modify Bane's attack and damage values and reduce damage dealt to him by the number of Venom tokens on his card. // At the beginning of your turn, remove all Venom tokens from his card and deal him unavoidable damage equal to the number of Venom tokens removed.

#058 Clayface

THIS IS HOW I DEAL WITH THE BAT: Once per turn for all characters with this trait, if a character uses the [Batman Enemy] team ability to replace its attack value with Clayface's, if it was a close attack, after resolutions, you may place the Mud marker in a square occupied by the hit character, removing it from anywhere else.

SMOTHER YOU: When Clayface hits an opposing character with a close attack, after resolutions you may place the Mud marker in a square occupied by the hit character, removing it from anywhere else. Characters occupying a square with the Mud marker are dealt 1 damage at the end of their turn. When actions resolve and no character occupies the same square as a Mud marker, remove it from the map.

#059 The Joker

IT'S THE LAUGHING THAT WILL KILL YOU: Poison. When he uses it, damage dealt to characters with a lower point value is penetrating damage.

MAD AS A HATTER: Other characters can't use Precision Strike when attacking The Joker.

YOU'LL HAVE TO KILL ME: STOP. Mastermind.

THE KILLING JOKE!: Ranged Combat Expert, Improved Targeting: Characters. When The Joker hits with an attack, hit characters are each given up to 2 action tokens.

#060 The Joker

HAAHAAHOOHUM...: When building your force, The Joker costs 10 points for each Escape token you place on his card (minimum 3, maximum 5). When the Joker heals or takes damage, remove one Escape token from his card for each green or red line crossed. When there are no Escape tokens on his card, KO The Joker. At the end of the game, or if The Joker is KO'ed, your opponent scores no points for The Joker and instead scores 10 points for each Escape token that was removed.

HOOHOOHOOHAAHAAHAA: At the beginning of your turn, roll a d6 and halve the result. When you do, either heal or damage The Joker that many clicks and he can heal past his starting line. The Joker can't be chosen for Mastermind.

HEEHEEHAAHAA: Sidestep, Super Senses.

#061 Bizarro Wonder Woman

BIZARRO INCAPACITATE: CLOSE/RANGE: Make an attack targeting a friendly character. If she hits, remove an action token from the target instead of normal damage.

AN IMPERFECT BODY: STOP. Toughness.

#062 Bizarro Batman

AN IMPERFECT BODY: STOP. Toughness.

BIZARRO OUTWIT: FREE: Choose a standard or special power. Until your next turn, that power has Protected: Outwit.

#063 Bizarro Joker

ME THE SADDEST MAN IN BIZARRO WORLD: Plasticity. Adjacent characters modify attack -1.

BIZARRO POISON: At the beginning of your turn, you may heal Bizarro Joker 1 click for each adjacent opposing character.

AN IMPERFECT BODY: STOP. Toughness.

#064 Bizarro Hawkgirl

BIZARRO QUAKE: CLOSE: Make an attack targeting all opposing characters within 2 squares. Hit characters are placed adjacent to Bizarro Hawkgirl instead of normal damage.

AN IMPERFECT BODY: STOP. Toughness.

BIZARRO CLOSE COMBAT EXPERT: When Bizarro Hawkgirl is the target of a close attack, you may give Bizarro Hawkgirl an action token to modify the attacker's attack -2 -or- its damage -2 -or- both combat values by -1.

#065 Bizarro Aquaman

ME CAN'T SWIM: Characters within 6 squares of Bizarro Aquaman can't use [Swim].

BIZARRO SMOKE CLOUD: POWER: Place up to 6 water terrain markers in distinct adjacent squares within 4 squares. At least one of the terrain markers must be within line of fire when it is placed. The terrain markers last until your next turn.

AN IMPERFECT BODY: STOP. Toughness.

#066 Bizarro Green Arrow

ME THE WORLD'S GREATEST ARCHERY

TARGET: When an adjacent friendly character would be targeted by a range attack, Bizarro Green Arrow becomes the target instead even if he would be an illegal target.

AN IMPERFECT BODY: STOP. Toughness.

BIZARRO RANGED COMBAT EXPERT: When Bizarro Green Arrow is the target of a range attack, you may give Bizarro Green Arrow an action token to modify the attacker's attack -2 -or- its damage -2 -or- both combat values by -1.

Fast Forces: Batman and His Greatest Foes

#001 Batman

STUDENT OF ALL MARTIAL ARTS: Toughness. Modify attack +1 for each adjacent opposing character.

HIT YOU WITH MY HANDS AND FEET: CLOSE: Make a close attack targeting each adjacent opposing character, dealing normal damage to each hit character.

EQUILIBRIUM, BALANCE, AND ALL THINGS IN ORDER: Combat Reflexes, Willpower.

#002 The Joker

NEVER AS DEAD AS YOU'D EXPECT: At the beginning of your turn, if The Joker took damage since your last turn, roll a d6. Heal The Joker half the result.

#003 Harley Quinn

YA DIDN'T NOTICE I HAD A HAMMER?: Once per game, FREE: Equip Harley Quinn with [FF:JW] #S001 Harley's Hammer from outside the game. While equipped with Harley's Hammer, Harley Quinn can use Charge.

MY BABIES KEEP ME HOPPING: Combat Reflexes, Super Senses.

#004 The Penguin

DEALMAKER: At the beginning of the game, place a Loyalty token on another friendly character's card. The character with the Loyalty token modifies its attack and range +1. Any adjacent character can be given a FREE action to make a close attack targeting The Penguin. If hit, place the Loyalty token on the character card of the attacker's choice instead of dealing damage. When The Penguin is KO'd, remove the Loyalty token from the game.

#005 Mr. Freeze

FREEZE RAY: When Mr. Freeze makes a range attack, hit characters are given a Frozen token unless they already have one. Characters with a Frozen token must remove the Frozen token instead of clearing action tokens.

#006 The Riddler

RIDDLE ME THIS: Shape Change.

RIDDLER ME THAT: When The Riddler is attacked, choose a number from 1-6. If the chosen number appears on either die, decrease the Attack Total by -2. If the chosen number appears on both dice, also decrease the damage dealt to The Riddler by 2.

Teenage Mutant Ninja Turtles: Shredder's Return

#001 Raphael

NINJA POWER, BRO!: UNIQUE MODIFIER - If Raphael is adjacent to a friendly character named Michelangelo, modify Raphael's defense +1 against range attacks, and he has Passenger: 3 but only to carry characters with the TMNT keyword.

#002 Michelangelo

NINJA POWER, BRO!: UNIQUE MODIFIER - If Michelangelo is adjacent to a friendly character named Donatello, modify Michelangelo's defense +1 against range attacks, and he has Passenger: 3 but only to carry characters with the TMNT keyword.

#003 Donatello

NINJA POWER, BRO!: UNIQUE MODIFIER - If Donatello is adjacent to a friendly character named Leonardo, modify Donatello's defense +1 against range attacks, and he has Passenger: 3 but only to carry characters with the TMNT keyword.

TRIP AND PUSH: Force Blast, Plasticity.

#004 Leonardo

NINJA POWER, BRO!: UNIQUE MODIFIER - If Leonardo is adjacent to a friendly character named Raphael, modify Leonardo's defense +1 against range attacks, and he has Passenger: 3 but only to carry characters with the TMNT keyword.

#005 April O'Neil

FREELANCE REPORTER: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character has PROTECTED: friendly Perplex, friendly Probability Control.

#006 Fugitoid

CRISIS TIME MACHINE: Probability Control. // Once per turn when a character within range and line of fire rolls a critical hit or critical miss, the attack may be rerolled.

#007 Foot Tech (Katar)

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

INVISIBILITY TECH: POWER: Place an Invisible token on this card (Maximum: 1). While there is an Invisible token on this card, Foot Tech can't be targeted by non-adjacent opposing characters and modifies defense +2. When Foot Tech attacks or is attacked, after resolutions remove the Invisible token.

KATAR, PENETRATING DAGGER:

Blades/Claws/Fangs. When Foot Tech makes a close attack while occupying hindering terrain, the damage dealt is penetrating.

#008 Foot Tech (3-Segment Staff)

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

INVISIBILITY TECH: POWER: Place an Invisible token on this card (Maximum: 1). While there is an Invisible token on this card, Foot Tech can't be targeted by non-adjacent opposing characters and modifies defense +2. When Foot Tech attacks or is attacked, after resolutions remove the Invisible token.

THREE-SEGMENT STAFF: POWER: Make a close attack targeting up to three adjacent opposing characters. Hit characters are each dealt 1 damage instead of normal damage and given an action token.

#009 Foot Tech (Shuriken)

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

INVISIBILITY TECH: POWER: Place an Invisible token on this card (Maximum: 1). While there is an Invisible token on this card, Foot Tech can't be targeted by non-adjacent opposing characters and modifies defense +2. When Foot Tech attacks or is attacked, after resolutions remove the Invisible token.

SHURIKEN, WEAPON OF DISTRACTION:

UNIQUE MODIFIER - When Foot Tech hits with a range attack, hit characters modify their attack and defense -1 until your next turn.

#010 Foot Tech (Twin Katana)

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

INVISIBILITY TECH: POWER: Place an Invisible token on this card (Maximum: 1). While there is an Invisible token on this card, Foot Tech can't be targeted by non-adjacent opposing characters and modifies defense +2. When Foot Tech attacks or is attacked, after resolutions remove the Invisible token.

TWIN KATANAS: Blades/Claws/Fangs. When he uses it, he may instead roll 2d6 and choose one as the result.

#011 Casey Jones

GOONGALA!: Quake. After resolutions of an action in which Casey Jones moved a total of 3 squares or less, he may use Quake at no cost.

#012 Splinter

APRIL, LET ME TEACH YOU: Empower. // UNIQUE MODIFIER- When Splinter hits an opposing character, modify the attack of all other friendly characters by +1 this turn.

#015 Kraang

SCURRYING TENDRILS: Flurry, Sidestep.

#016 Bebop

Improved Movement: Hindering.

VOLUNTEER TO BECOME STRONGER: When Bebop KO's an opposing character, rolls a critical hit, or is healed, after resolutions place a Mutagen token on this card and you may roll a d6 that can't be rerolled. If the result plus the number of Mutagen tokens is 7 or more, replace this character with a character named Bebop with a point value of 100 or less on the same click number, then heal that character 1 click.

#017 Rocksteady

Improved Targeting: Hindering.

VOLUNTEER TO BECOME STRONGER: When Rocksteady KO's an opposing character, rolls a critical hit, or is healed, after resolutions place a Mutagen token on this card and you may roll a d6 that can't be rerolled. If the result plus the number of Mutagen tokens is 7 or more, replace this character with a character named Rocksteady with a point value of 100 or less on the same click number, then heal that character 1 click.

#018 Rocksteady

BANISHED...: STOP. For the rest of the game, Rocksteady can't be healed.

#019 Nobody

MECH SUIT: Hypersonic Speed, but only to make close attacks.

FIGHTING THE GOOD FIGHT: Leadership. When Nobody uses Leadership and succeeds, she may also remove an action token from herself.

#020 Malo

SWINGING CROWBAR: When an opposing character takes damage from Malo's attack, after resolutions give that character an action token.

#021 Mona Lisa

Improved Movement: Elevated, Hindering.

I WOULD RECOGNIZE THAT RAGE

ANYWHERE: A named theme team can include Mona Lisa and is still a theme team if your force includes a character named Raphael. // **UNIQUE MODIFIER-** When adjacent to or attacking a character named Raphael modify Mona Lisa's attack +1.

TAIL SPIKES, LASER SWORD, AND BLASTER:

Blades/Claws/Fangs, Flurry, and Giant Reach: 2.

#022 Bebop

BANISHED...: STOP. For the rest of the game, Bebop can't be healed.

#023 Shredder Clone

DUEL OF TWISTED HONOR: At the beginning of the game, choose an opposing character that isn't the lowest point character on that force. Opposing characters that weren't chosen modify their attack -2 when attacking Shredder Clone unless the chosen character has been KO'd.

SHREDDER ELITE: Sidestep. When he moves, after resolutions deal 1 penetrating damage to each adjacent opposing character that wasn't adjacent at the beginning of the move.

(+10) OCEAN RESURRECTION: When Shredder Clone would be KO'd, you may replace him with [TMNT3] #035 Shark Shredder on click #4. That character can't be healed this game except by using Steal Energy.

#024 Sliver

CRUEL TEACHINGS: When a friendly character attacks and an opposing character is KO'd -or- takes 2 or more penetrating damage, after resolutions heal the attacking character 1 click.

I HAVE YOUR COMBINED POWERS: Plasticity, Sidestep, [Wing] symbol, and [Giant] symbol.

#025 Raphael

ZERO-G NINJUTSU: [Flight], doesn't take knock back damage. When given a costed action, if Raphael is adjacent to blocking terrain or a square of higher elevation, modify speed and attack +1 for that action.

ENERGY SAI: When Raphael hits a single opposing character with a close attack, you may deal the target 2 penetrating damage and give it an action token instead of normal damage.

#026 Michelangelo

ZERO-G NINJITSU: [Flight], doesn't take knock back damage. When given a costed action, if Michelangelo is adjacent to blocking terrain or a square of higher elevation, modify speed and attack +1 for that action.

WE'RE NINJAS, BRAH!: Smoke Cloud as a FREE action. When he uses it, friendly characters occupying these hindering markers this turn can use Sidestep.

#027 Donatello

ZERO-G NINJITSU: [Flight], doesn't take knock back damage. When given a costed action, if Donatello is adjacent to blocking terrain or a square of higher elevation, modify speed and attack +1 for that action.

SCANNER STAFF: Once per turn, Outwit -or- Perplex. When he uses either, he does not need line of fire if his target is within 4 squares.

#028 Leonardo

ZERO-G NINJITSU: [Flight], doesn't take knock back damage. When given a costed action, if Leonardo is adjacent to blocking terrain or a square of higher elevation, modify speed and attack +1 for that action.

RACING FOR THE PIECES OF THE BLACK HOLE GENERATOR: When an opposing character would be equipped or begins the game equipped, you and that character's controller each roll 2d6 that can't be rerolled. If your result is higher, remove that equipment from the game.

#029 Lord Dregg

LITERAL HIVE OF SCUM AND VILLAINY:

When Lord Dregg takes damage from an attack, generate a Robug bystander. // **POWER:** Generate up to 3 Robug bystanders (MAX: 3). Protected: Pulse Wave.

FEARED CLAW OF THE COSMIC

UNDERBELLY: Blades/Claws/Fangs, Giant Reach: 2. When he hits with a close attack but the target doesn't take damage, after resolutions give that target an action token.

RULER OF ALL INSECT LIFE IN THE

UNIVERSE: Leadership, Perplex. When Lord Dregg uses Perplex to target himself and doesn't modify his damage value, also modify the same combat value on all friendly characters within 4 squares that are named Robug or have the Monster keyword.

#030 Savanti Romero

CARRY ME TO SAFETY, DINO: **POWER:**

Generate a Pterodactyl bystander. If none are on the map this is a FREE action instead.

BLACKEST OF MAGICKS: Probability Control. When an opposing character is KO'd, place a Black Magic token on his card. Once during your opponent's turn, you may remove a Black Magic token from his card to use Probability Control a second time.

#031 Wyrm

SHARE THE WISHES! THESE ARE HARD

ECONOMIC TIMES!: Wyrm begins the game with 3 Wish tokens on this card. Once per turn, an adjacent friendly character may be given a FREE action to remove a Wish token. When you do, roll a d6 that can't be rerolled.

2-3: Modify one of that character's combat values by +1.

4-5: Modify that character's combat values by +1.

6: That character can use the standard power of your choice.

Any result lasts until your next turn. When Wyrm has no Wish tokens, at the beginning of your turn deal 1 unavoidable damage to each adjacent character.

WYRM FEELS LIKE CAUSING A BIT OF

CHAOS: Phasing/Teleport, Probability Control, Shape Change and **PROTECTED:** Outwit.

#032 Claw Shredder

Improved Movement: Elevated.

MYSTICAL WORMS: When Claw Shredder would be KO'd for the first time each game, instead turn him to click #4 and an opponent places him adjacent to one of their characters. Protected: Pulse Wave.

SHREDDER ELITE: Sidestep. When he moves, after resolutions deal 1 penetrating damage to each adjacent opposing character that he wasn't adjacent to at the beginning of the move.

CLAW DISARM: Giant Reach: 2. // **FREE:** Choose a character he's hit with an attack this turn. The chosen character can't make an attack until your next turn.

#033 Mini Shredder

MYSTICAL WORMS: When Mini Shredder would be KO'd for the first time each game, instead turn him to click 4 and an opponent places them adjacent to one of their characters. Protected: Pulse Wave.

SHREDDER ELITE: Sidestep. When he moves, after resolutions deal 1 penetrating damage to each adjacent opposing character that he wasn't adjacent to at the beginning of the move.

WHERE'D HE GO?: Plasticity, Stealth.

#034 Shiva Shredder

MYSTICAL WORMS: When Shiva Shredder would be KO'd for the first time each game, instead turn him to click 4 and an opponent places them adjacent to one of their characters. Protected: Pulse Wave.

SHREDDER ELITE: Sidestep. When he moves, after resolutions deal 1 penetrating damage to each adjacent opposing character that he wasn't adjacent to at the beginning of the move.

MULTI-ARM MENACE: CLOSE: Make up to four close attacks using Shiva Shredder's printed attack value. Each hit character is dealt 2 damage instead of normal damage.

#035 Shark Shredder

MYSTICAL WORMS: If Shark Shredder began the game on your force and would be KO'd for the first time each game, instead turn him to click #4 and an opponent places him adjacent to one of their characters. Protected: Pulse Wave.

SHREDDER ELITE: Sidestep. When he moves, after resolutions deal 1 penetrating damage to each adjacent opposing character that he wasn't adjacent to at the beginning of the move.

FEED ON YOUR SOULS: Blades/Claws/Fangs, Steal Energy. When he hits an opposing character, that character can't be moved or placed until your next turn.

SPELL OF REVERSAL: When an opposing character within 6 squares and line of fire makes an attack with an attack or damage value greater than its printed value, roll a d6 that can't be rerolled for each greater value.

3-5: That character uses its printed value instead.

6: That character uses its printed value -1 instead.

Fast Forces: Teenage Mutant Ninja Turtles: Shredder's Return

#001 Raphael

ANGER ISSUES: UNIQUE MODIFIER - Adjacent characters named Donatello, Leonardo, or Michelangelo modify their damage +1.

#002 Michelangelo

BOUNDLESS ENTHUSIASM: UNIQUE MODIFIER - Adjacent characters named Donatello, Leonardo, or Raphael modify their speed +1.

#003 Donatello

PRUDENTLY CAUTIOUS: UNIQUE MODIFIER - Adjacent characters named Leonardo, Raphael, or Michelangelo modify their defense +1.

#004 Leonardo

THE TURTLE WITH THE PLAN: UNIQUE MODIFIER - Adjacent characters named Donatello, Raphael, or Michelangelo modify their attack +1.

#005 Bebop

WHAT'S THIS MUTAGEN STUFF DO AGAIN, BOSS?: At the beginning of the game, you may generate a Warthog bystander. When the Warthog is KO'd by an opponent's attack, for the rest of the game Bebop can use all of its powers and modifies his combat values by +1.

#006 Rocksteady

WHAT'S THIS MUTAGEN STUFF DO AGAIN, BOSS?: At the beginning of the game, you may generate a Rhinoceros bystander. When the Rhinoceros is KO'd by an opponent's attack, for the rest of the game Rocksteady can use all of its powers and modifies his combat values by +1.

Deadpool and X-Force

#001a Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

THE FIRST CUT IS THE DEEPEST: Flurry, but can only make the second attack if he deals 3 or more damage during the first attack.

NO SHARPER THAN A SERPENT'S TOOTH IS... A SWORD!: Blades/Claws/Fangs. When he uses it, the minimum result for his d6 roll is his printed damage value.

#001b Dreadpool

DEADPOOL KILLUSTRATED: Steal Energy. At the beginning of your first turn, choose a named keyword an opposing character has. // At the end of your turn, you may make a close or range attack targeting a single opposing character with the chosen keyword if he has not attacked any character with the chosen keyword this turn.

#002 Wolverine

AUTOMATIC REGENERATION: Regeneration as a FREE action. //FREE: Roll a d6. Once this turn he may use that result instead of rolling for Blades/Claws/Fangs or Regeneration.

#003a Foolkiller

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Foolkiller 1 click.

KILLER OF FOOLS: Modify attack +2 when attacking an opposing character that missed an attack since your last turn.

#003b Foolkiller

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

KILLER OF FOOLS: Modify attack +2 when attacking an opposing character that missed an attack since your last turn.

#004a Madcap

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Madcap 1 click.

BOOP!: Adjacent opposing characters can't make attacks unless they attack a character named Madcap.

INSTANT HEALING: When Madcap takes damage, after resolutions, roll a d6. Heal Madcap of half the result.

#004b Madcap

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

BOOP!: Adjacent opposing characters can't make attacks unless they attack a character named Madcap.

INSTANT HEALING: When Madcap takes damage, after resolutions, roll a d6. Heal Madcap of half the result.

#005 Masacre

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Masacre 1 click.

ATAQUE DE MACHETE: Charge, Flurry.

#006 Mercenary

WHOEVER PAYS THE BILLS: When Mercenary would be KO'd by an attack, the attacker's controller rolls a d6. **4-6:** Mercenary is instead added to that player's force on click #3 and that player scores 35 victory points.

#007 Ninja

STRIKE FROM SHADOWS: Stealth. When Ninja occupies hindering terrain modify range and damage +1.

#008 Rogue Scientist

WILL DESIGN DOOMSDAY WEAPONS FOR FOOD: Outwit. Adjacent characters of equal or higher points may be given a POWER action to use Outwit until your next turn.

#009 Chipmunk Hunk

DEFEATER OF PUNKS AND OTHER JUNK!: Leap/Climb, Stealth. When he uses Leap/Climb, after resolutions, he may use Quake at no cost.

#010 Tippy-Toe

SQUIRREL TALK: FREE: Deal 1 damage to an opposing character within 8 squares and line of fire that occupies printed hindering terrain.

#011 Asp

B.A.D. GIRLS, INC.: Plasticity. When she successfully breaks away during a costed action, after resolutions heal her 1 click and deal 1 damage to each character she broke away from.

BIO-ELECTRIC VENOM: Incapacitate. When she uses it, after resolutions deal 1 damage to the hit target and each opposing character adjacent to it.

#012 Grizzly

BRUTE STRENGTH AND FIREARMS: Super Strength. When making an object attack, damage dealt is penetrating.

#013 U-Go Girl

HEADLINES!: When U-Go Girl hits one or more opposing characters, after resolutions give her a Headline token.

I'M MORE THAN JUST A MUTANT BUS: When U-Go Girl has no action tokens, Passenger: 4 but only to carry characters that share a named keyword with her, regardless of their speed symbols. // Remove a Headline token from U-Go Girl's card and give her a MOVE action at no cost.

#014 Cable

IMPROVED MOVEMENT: Hindering.

X-FORCE: Stealth.

BODYSLIDE: Phasing/Teleport. When he uses it and moves 5 squares or less, after resolutions he may make a close or range attack.

TECHNO-ORGANIC BODY & TELEKINETIC SHIELD: Invulnerability. When Cable has less than 2 action tokens, Energy/Shield Deflection.

#015 Attending

I'D RATHER TORTURE YOUR FRIENDS: When Attending damages a single opposing character with an attack, give an action token to each other opposing character that has no action tokens and is within 6 squares and line of fire of the damaged character. Improved Targeting can't be used for these lines of fire.

#016 Dark Deadpool

SURPRISE! YOU'RE DEAD!: Stealth. FREE: Roll a d6, then place him in any square within half the result.

#017 Deadpool

IMPROVED TARGETING: Hindering.

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

BANG BANG BANG BANG BANG!: When Deadpool hits one or more opposing characters with a range attack, put a BANG! token on this card. Once per turn, you may remove a BANG! token to reroll Deadpool's attack roll.

#018 Domino

X-FORCE: Stealth.

BAD LUCK LADY: Probability Control. When an opposing character rerolls an attack targeting Domino, immediately modify the attacker's attack and damage -1.

#019 Dr. Killebrew

MUTATION ENHANCEMENT: UNIQUE MODIFIER - When an adjacent friendly character hits, if its attack value is higher than its printed value, increase the damage dealt to one hit target by 1.

LATE REDEMPTION: Perplex, but only to positively modify combat values. Support and when he does, replace his attack value with his target's attack value.

#020 Hit-Monkey

KILLER OF KILLERS: When Hit-Monkey makes a range attack targeting a character that can use Precision Strike, modify attack and damage +1

MONKEY ON THE MOVE!: Running Shot, Sidestep, and Stealth.

#021a Slapstick

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Slapstick 1 click.

GIANT HAMMER: Giant Reach: 2

I'VE GOT A BAD CASE OF MALLET-OSIS: When an opposing character takes damage from Slapstick's attack, after resolutions, the hit character can't move during its next turn and is immediately given an action token.

#021b Slapstick

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

GIANT HAMMER: Giant Reach: 2

I'VE GOT A BAD CASE OF MALLET-OSIS: When an opposing character takes damage from Slapstick's attack, after resolutions, the hit character can't move during its next turn and is immediately given an action token.

#022a Solo

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Solo 1 click.

TELEPORTING TERROR: FREE: Place Solo in any square within 4 squares in which he would have an opposing character within his range and line of fire.

#022b Solo

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

TELEPORTING TERROR: FREE: Place Solo in any square within 4 squares in which he would have an opposing character within his range and line of fire.

#023a Stingray

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Stingray 1 click.

IF WE'RE GOING ON AN AQUATIC MISSION, WE'LL NEED A DEEP-POOL: Modify defense +2 when occupying water terrain.

#023b Stingray

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

IF WE'RE GOING ON AN AQUATIC MISSION, WE'LL NEED A DEEP-POOL: Modify defense +2 when occupying water terrain.

#024 Koi Boy

NIBBLE!: FREE: Choose an opposing character within 8 squares and line of fire that occupies water or hindering terrain. **UNIQUE MODIFIER** - Until your next turn, when the chosen character attempts to move, it must break away as if adjacent to Koi Boy and has **BREAKAWAY** -1.

#025 Diamondback

B.A.D. GIRLS, INC.: Plasticity. When she successfully breaks away during a costed action, after resolutions heal her 1 click and deal 1 damage to each character she broke away from.

#026 Bedlam

BIO-E.M. FIELD: Opposing characters within range can't use the standard powers or combat value modifiers granted by equipped items.

#027 Fantomex

X-FORCE: Stealth.

REALITY SKEWING AND E.V.A.: Shape Change. Probability Control, but only while he's attacking.

#028 Psylocke

X-FORCE: Stealth.

MINDBLADE: When Psylocke makes a close attack and hits an opposing character that can use Incapacitate, Mind Control, Outwit or Penetrating/Psychic Blast, roll a d6 that can't be rerolled and positively modify Psylocke's damage value by half the result.

#029a Feral

IMPROVED MOVEMENT: Characters.

NEVER CORNER A CAT: Combat Reflexes, Super Senses.

#029b Thornn

BETRAY EVERYONE I'VE EVER KNOWN: Shape Change.

ALWAYS STALKING MY PREY: Sidestep. If Thornn is within 3 squares and line of fire of an opposing character, FREE: Place her adjacent to that character.

I'M BETTER ALONE: If Thornn isn't within 2 squares of a friendly character, increase her Shape Change roll by 2.

#030 Anarchist

IMPROVED TARGETING: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

HEADLINES!: When Anarchist hits one or more opposing characters, after resolutions give him a Headline token.

ACIDIC SWEAT: Poison. When he uses it, if you remove a Headline token from him, the damage dealt is penetrating.

#031 Tombstone

LEG-BREAKER: When Tombstone hits an adjacent opposing character, give that character a Broken Bone token. Opposing characters modify speed and attack -1 for each token they have. When a character with a Broken Bone token clears, remove a Broken Bone token from it.

#032 Angel Dust

MUTANT MIXED MARTIAL ARTIST: Super Strength. When she attacks a single adjacent opposing character, positively modify her attack value by the number of action tokens the target has.

#033 Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

LIKE A VIRUS: When an adjacent opposing character is moved or placed, you may place Deadpool adjacent to that character after resolutions.

RIDE THE RHINO: [Tiny] symbol, Range of 3. // Once per turn, when a larger friendly character carries Deadpool and moves at least 4 squares, after resolutions Deadpool may make a close or range attack.

#034a Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

I'M GOING TO FLIP AHEAD A FEW PAGES: Probability Control but only to target characters with the X-Men keyword.

READING UP: Perplex twice per turn, once to target himself and once to target another friendly character with the X-Men keyword.

#034b Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

I'M GOING TO FLIP AHEAD A FEW PAGES: Probability Control, but only to target characters with the X-Force keyword.

READING UP: Perplex twice per turn, once to target himself and once to target another character with the X-Force keyword.

#034c Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

I'M GOING TO FLIP AHEAD A FEW PAGES: Probability Control, but only to target characters with the Heroes for Hire keyword.

READING UP: Perplex twice per turn, once to target himself and once to target another character with the Heroes for Hire keyword.

#035 Howard The Duck

MASTER OF QUACK-FU: Sidestep.

FOWL-MOUTHED!: Incapacitate. When he uses it, he may target all adjacent opposing characters.

WE CAN DO THIS THE WRONG WAY, OR MY WAY!: At the beginning of your turn, choose a standard power that an adjacent friendly character can use. Until your next turn, all characters within 6 squares and line of fire of Howard the Duck can't use the chosen power.

#036 Shiklah

ANCIENT SUCCUBUS: Shiklah begins the game on click #4. Steal Energy. When she uses Steal Energy, she may heal past her starting line.

PROTECT MY IDIOT HUSBAND: Once per game when a friendly character named Deadpool takes damage from an opponent's attack, after resolutions you may place Shiklah adjacent to him. If you do, you may remove an action token from her.

MONSTROUS TRANSFORMATION: At the end of your turn, you may replace Shiklah with [DXF] #053 Shiklah on the same click number.

#037a Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

YOO HOO! I'M OVER HERE NOW SPANKY:

Phasing/Teleport. He may use it as a FREE action. If he activates it as a FREE action, roll a d6 and replace his speed value with the result.

#037b Deadpool

SHIFTING FOCUS: DEADPOOL: If Deadpool began the turn on the map, FREE: Replace him with another character with this trait on the same click number.

HEALING FACTOR ON THE DOUBLE: When Deadpool takes damage, after resolutions, roll a d6. Heal Deadpool of half the result.

#038a Terror

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Terror 1 click.

LEND ME A HAND... OR A HEAD: Once per turn when an adjacent standard character is KO'd, modify Terror's combat values by +1 until the end of your next turn.

#038b Terror

I'M THE DEADPOOL... BRAND MERCENARY YOU HIRED: Once per action for all characters with this trait, when another friendly character with the Deadpool Corps keyword would be KO'd, you may instead turn that character to its last non-KO click, then heal it 3 clicks. If you do, KO one friendly character with this trait.

LEND ME A HAND... OR A HEAD: Once per turn when an adjacent standard character is KO'd, modify Terror's combat values by +1 until the end of your next turn.

#039 Squirrel Girl

IMPROVED MOVEMENT: Elevated.

CHUK CHITTY CHIT CHIT CHKK!: When

Squirrel Girl has one action token, FREE: Generate a Squirrel bystander.

SQUIRREL ARMOR!: Once per game, if there are 3 adjacent Squirrel bystanders, POWER: Remove them from the game. When you do, modify Squirrel Girl's combat values by +1 for the rest of the game.

FIGHTING SQUIRREL MAN!: If there are 6 Squirrel bystanders on the map, FREE: Replace them with a Squirrel Man bystander in one of their squares.

#039bta Squirrel

Squirrel's actions do not count against your action total.

#039btb Squirrel Man

Squirrel Man's actions do not count against your action total.

#040 Princess Python

TIME TO TRAIN A NEW SNAKE: POWER: Generate a Python bystander (MAX 1).

SNAKE CHARMING: POWER: Give your Python bystander an action at no cost.

#040bt Python

When an adjacent opposing character fails to break away, after resolutions give it an action token. If you can't, deal it 1 penetrating damage.

#041 Negasonic Teenage Warhead

Improved Movement: Elevated, Characters.

PRECOGNITIVE SUGGESTION: Mind Control.

When she uses it, after resolutions she may use Outwit at no cost, but only to target the hit character regardless of range and line of fire.

#042 Boom-Boom

3, 2, 1... BOOM!: Energy Explosion, Penetrating/Psychic Blast. When she makes a range attack and has no action tokens, modify attack and damage +1.

#043 Marrow

IMPROVED MOVEMENT: Hindering.

X-FORCE: Stealth.

#044 Shatterstar

ENGINEERED TO BE THE ULTIMATE FIGHTER: Sidestep, Toughness.

TWIN BLADES: Blades/Claws/Fangs. When he uses it, once per turn he may reroll the d6 roll.

#045 Orphan

IMPROVED MOVEMENT: Hindering.

HEADLINES!: When Orphan hits one or more opposing characters, after resolutions give him a Headline token.

MR. SENSITIVE: When Orphan would make an attack roll, you may remove any number of Headline tokens from him to roll that many additional dice, and then choose two to use. If you do, this roll can't be rerolled.

THE FANS LOVE OUR INFIGHTING: Leadership. At the beginning of your turn, you may remove a Headline token from a friendly character's card and place it on the card of another friendly character.

#046 Doop

THE UNIMAGINABLE POWER OF DOOP:

POWER: Roll a d6 that can only be rerolled one per turn by removing a Headline Token from him. **1-2:** Moving Between Panels - Place Doop and all adjacent characters into any square adjacent to themselves. **3-4:** Doop Space - All characters within 4 squares are placed adjacent to Doop. **5:** Gleaming The Cosmic Cube - Choose a friendly character and it can use the [Power Cosmic] team ability until your next turn. **6:** Hailstorm Of Mjolnirs - Doop makes a range attack with a range value of 10, three [Targets] and Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.) Instead of normal damage, each hit character and each character adjacent to one or more hit characters is dealt 3 damage.

HEADLINES!: When Doop hits one or more opposing characters, after resolutions give him a Headline token.

#047 Jackhammer

FISTS OF JACKHAMMERING: Super Strength, Quake. When he uses Quake, if he's holding a light object, he deals 3 damage instead of 2, and if he's holding a heavy object he deals 4 damage instead of 2. In either case, the held object is then removed from the game.

#048 Living Brain

LAB ASSISTANT: When Living Brain or an adjacent friendly character with the Scientist keyword uses Outwit, Perplex, or Probability Control, its minimum range value is 10.

#049 Fenris

SHE IS THE POWER, I AM THE FOCUS: When Fenris make a range attack, modify their attack and damage +2 and choose one: damage dealt is penetrating -or- the attack has KNOCKBACK.

#050 Hellcow

VAMPIRIC BOVINE: Hellcow begins the game on click #6. Steal Energy, Stealth. When she uses Steal Energy, she may heal past her starting line.

MISTFORM: STOP.

#051 Dead Girl

HEADLINES!: When Dead Girl hits one or more opposing characters, after resolutions give her a Headline token.

LIVING DEAD GIRL: At the beginning of your turn, if Dead Girl has at least 1 Headline token, heal her 1 click. If Dead Girl has at least 3 Headline tokens when she would be KO'd, instead turn her dial to click #3 and remove all of her Headline tokens.

TOMBSTONE TALONS, COFFIN NAILS:

Blades/Claws/Fangs. Until the end of the turn, characters hit by Dead Girl can't use STOP.

#052 Mistress Death

THE REALM OF DEATH EXPANDS: When another standard character is KO'd, remove an action token from Mistress Death.

YOU CAN'T KILL DEATH... OR MARRY HER, I

TRIED: When Mistress Death would be KO'd and there is another friendly character on the map, you may instead place her in your starting area on click #3 with 2 action tokens and the opponent scores her. Protected: Pulse Wave.

TOUCH OF DEATH: When Mistress Death hits with a close attack, immediately place a Touch of Death token on the target's card if it doesn't already have one. For the rest of the game, when a character with a Touch of Death token is dealt damage by an attack, double the damage dealt.

#053 Shiklah

WHO DARES ATTACK SHIKLAH, QUEEN OF THE UNDERWORLD?: When Shiklah is hit, after resolutions, choose one: deal the attacker 1 penetrating damage -or- deal the attacker 2 damage.

PURE IMMUTABLE FORM: Invulnerability. When she uses it to reduce damage, unless the attack roll is doubles, reduce the damage dealt by 3 instead.

#054 Swarm

ONLY THE QUEEN MATTERS: Unless the attack roll is doubles, Swarm takes no more than 1 damage from attacks.

ORPHAN SWARMS: Each time Swarm hits an opposing character, after resolutions generate a Bee Swarm bystander adjacent to that character unless there already is one.

#054bt Bee Swarm

Bee Swarm's actions do not count against your action total.

#055 Ajax

I STOLE YOUR TELEPORT FREQUENCY: Once per game, if Ajax is at least 5 squares from each starting area, **POWER:** Choose a character named Deadpool within 8 squares. Place the chosen character adjacent and deal that character 1 penetrating damage.

HYPER-FIGHT OR HYPER-FLIGHT?: At the beginning of your turn, choose one: Hypersonic Speed this turn -or- Flurry and modifies attack +1 this turn.

SHUT UP SHUT UP SHUT UP!: Battle Fury. When attacking, Ajax deals penetrating damage and targets can't use Super Senses.

#056 Colossus

Improved Movement: Hindering.

RUSSIAN STRENGTH: Super Strength.

FORMER JUGGERNAUT: Charge, Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

#057 Cannonball

BLAST-OFF BEATDOWN: Charge, Force Blast and Improved Movement: Characters, This character can move through Blocking terrain. Immediately after

movement resolves, destroy all Blocking terrain moved through. // When Cannonball moves 4 or more squares and only in a direct path, modify attack and damage +1 this turn.

BLAST SHIELD: Energy Shield/Deflection, Toughness. When Cannonball moves 4 or more squares and only in a direct path, he can use Invulnerability instead of Toughness until his next turn.

EXTERNAL: Once per game, STOP. Regeneration. Cannonball may use Regeneration as a DOUBLE POWER action and, if he does so, don't heal 1 less due to STOP and don't halve the result.

#058 Stryfe

THE LEGACY VIRUS: When Stryfe is KO'd, choose a named keyword. Opposing Characters with that keyword are dealt penetrating damage equal to half their current click number. Protected: Pulse Wave.

MIND OVER MATTER: Telekinesis. He can use it as a FREE action if he has been given a costed action this turn.

DAWN OF A NEW AGE: Leadership, Outwit.

#059a Hammer

CUSTOM-BUILT HOVERCHAIR...: Hammer can't carry characters that are his size.

...THAT'S MORE LIKE A PERSONAL TANK:

When Hammer makes a range attack targeting a single opposing character, he may also target all opposing characters adjacent to that target. When you do, modify Hammer's damage +1 for each hit target.

ADVANCED TECH GENIUS: Enhancement, Ranged Combat Expert.

#059b Wiz Kid

HOVERCHAIR: Passenger: 0.

TECHNOFORM YOUR WEAPONS: Adjacent friendly characters modify their attack, range and damage +1.

#060 Deadpool, Merc With A Mouth

TITLE CHARACTER ABILITIES: Title characters have special Title Character abilities indicated by a Black Open Book (BOB) or a White Open Book (WOB) that let them gain and spend Plot Points when activating them. To activate a Title Character ability, give the character a FREE action. Choose the ability, and then add or remove the number of Plot Points as indicated by the ability. Title Characters may only activate one Title Character ability per turn. You may not activate a Title Character ability if doing so would result in less than zero plot points. Title Character abilities have Protected: Pulse Wave. Title Characters also have Continuity Effects indicated by a closed book that are always active. Continuity Effects are Trait abilities that have Protected: Pulse Wave. Your force cannot have more than one Title Character, they cannot be replaced, and they cannot replace other characters.

Continuity Effect: After clearing action tokens, if Deadpool, Merc with a Mouth activated a Title Character ability this turn but didn't attack an opposing character, deal him 1 unavoidable damage.

Continuity Effect: When Deadpool, Merc with a Mouth is KOed, after resolutions, give each friendly character on the map 2 action tokens that do not deal pushing damage.

(+1 BOB) Having Fingers is for Weaklings: Heal Deadpool, Merc with a Mouth up to 1 click.

(-2 WOB) I am the Ultimate Distraction: Opposing characters combat values cannot be positively modified until the next turn.

(-6 WOB) Slo-Mo Bullet Time: Make a range attack with Improved Targeting: Hinderng, Characters, This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.). Target each opposing character within range and line of fire. Each hit character is dealt 2 penetrating damage instead of normal damage. Deadpool, Merc with a Mouth can use Probability Control for this attack.

STARTING PLOT POINTS: 3

#061 D.E.A.D.P.O.O.L.

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if D.E.A.D.P.O.O.L. has no action tokens, you may attach a comic panel to him, removing an already attached

one. He can use the listed effect.

DESTRUCTIVE ENGINE OF ASSASSINATION DESPITE... AWW, JUST LOOK AT MY REAL

NAME: Passenger: 0. When D.E.A.D.P.O.O.L. makes a close attack, after resolutions, he may make a range attack with Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

FREEDOM AUGMENTING ROCKET

TRANSPORTATION SYSTEM: Charge, Sidestep. When he uses Sidestep, after resolutions he may use Smoke Cloud at no cost, but only to place hindering terrain markers in squares he moved through.

#062 Championpool

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Championpool has no action tokens, you may attach a Comic Panel to him, removing any already attached. He can use the listed effect.

I WILL NOT FALL FOR YOUR TRICKS YET

AGAIN!: Championpool's combat values can't be negatively modified below their printed values.

I FIGHT BETTER ALONE!:

If Championpool makes the first attack of the turn, modify attack +1. When he does, you may modify damage +1 but if you do, no other friendly characters may attack this turn.

#063 Golden Age Deadpool

STAND BACK, CITIZEN!: Defend. Passenger: 2, but only to carry friendly characters with lower point values.

DO YOU SEE THE COMIC PANELS TELLING

ME WHAT TO DO?: At the beginning of your turn, if Golden Age Deadpool has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

#064 Hulkpool

Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

SMASH WELL-DEVELOPED SENSE OF

IRONY!: When Hulkpool hits a single opposing character with a close attack and his attack total is at least 4 greater than the target's defense value, after resolutions choose one: heal Hulkpool 3 clicks -or- the target can't use powers until your next turn.

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Hulkpool has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

REVERT: DEADPOOL: FREE: Replace Hulkpool with a character named Deadpool of equal or less points on the same click number -1. That character cannot be replaced.

#065 Pirate Deadpool

BOB, YOU'LL BE MY PARROT: Other friendly characters have the Pirate keyword. At the beginning of the game, generate a Parrot Bob bystander.

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Pirate Deadpool has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

MY SOLID GOLD GUN WITH DIAMOND BULLETS - "THE COMPENSATOR":

Penetrating/Psychic Blast. When he uses it, replace his attack value with the highest attack value from all characters on the map.

#066 Pool Captain

Improved Targeting: Elevated, Hindering, Characters.

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Pool Captain has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

#067 Pulp Deadpool

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Pulp Deadpool has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

FIFTY AGAINST ONE, NOT BAD: Charge, Plasticity and Running Shot.

#068 Venompool

Improved Movement: Elevated.

DO YOU SEE THE COMIC PANELS TELLING ME WHAT TO DO?: At the beginning of your turn, if Venompool has no action tokens, you may attach a comic panel to him, removing an already attached one. He can use the listed effect.

RETCON EXPONGIFIER GUN: When an opposing character uses Probability Control, after resolutions, that character cannot use Probability Control for the rest of the game.

#069 Deadpool

Improved Movement: Hindering.

Improved Targeting: Hindering.

THAT HORN JUST AIN'T FOR SHOW: At the beginning of your turn, if Deadpool has no action tokens, he may make a close attack using Blades/Claws/Fangs.

I'M HERE TO SPREAD JOY AND RAINBOWS:

When Deadpool hits an opposing character, after resolutions, you may place the Rainbow Joy Marker on that character, removing it from anywhere else. A character with a Rainbow Joy Marker cannot attack Deadpool unless it is the only character on its force. // At the beginning of its player's turn, a character with a Rainbow Joy Marker rolls a d6. **5-6:** They may remove the Rainbow Joy Marker.

YOU HAVE NEVER SEEN ANYTHING SO

AWESOME: Impervious. Once per game, when Deadpool would take damage, you may choose that he takes no damage instead.

#101 Terror

HE WON'T BE NEEDING IT: When an adjacent standard character is KO'd, choose a standard power that character could use on any click. Terror can use that power this game.

DOES EVERYONE ON THIS TEAM HAVE A HEALING FACTOR?: Toughness. Regeneration (minimum result 1).

COLOR-COORDINATED: Outwit, but only to choose standard Pink powers.

Fast Forces: Deadpool and X-Force

#001 Deadpool

THIS UGLY MUG HAS ITS BENEFITS:

Regeneration, Super Senses. When Deadpool uses Regeneration, increase the result by the number of adjacent opposing characters.

#002 Wolverine

THE BEST THERE IS: PROTECTED: Outwit. // At the beginning of your turn, heal Wolverine a number of clicks equal to his action tokens.

#003 Fantomex

Improved Movement: Elevated.

E.V.A.: Fantomex starts the game with an E.V.A. bystander on this card. While E.V.A. is on this card, Fantomex can use Super Senses. // **POWER:** Place E.V.A. adjacent. When E.V.A. is KO'd, place her on this card.

ROOF-RUNNING GUNFIGHTER: Running Shot.

On opponent's turns, lines of fire drawn to Fantomex are blocked if he occupies the rim of elevated terrain.

#003bt E.V.A.

DRONE MODE ENGAGED: When Fantomex makes an attack and E.V.A. has line of fire to the target, modify the target's defense -1.

[C] The Convention Exclusive Premium Token version of the Uncanny X-Force Fast Forces E.V.A. bystander has the Standard symbol instead of Tiny (matching the printed version on the card that came in the Uncanny X-Force Fast Forces Pack for 003 Fantomex).

#004 Psylocke

PSYCHIC NINJA: Stealth. Mind Control with a range of 7.

#005 Cable

FIGHTER FROM THE FUTURE: Phasing/Teleport, Range Combat Expert.

ONE WAY OR ANOTHER: Leadership. If he fails the roll for Leadership, he can use Outwit until your next turn.

#006 Domino

JUST LUCKY, I GUESS: Once per game you may reroll any roll made by a character within range and line of fire.

RECON MANEUVERS: Sidestep, Stealth, and Improved Movement: Hindering.

#007 Deadpool

MERCS FOR MONEY: Each time another friendly character with the Heroes for Hire keyword KO's an opposing character, heal Deadpool 1 click.

DOES EVERYONE ON THIS TEAM HAVE A HEALING FACTOR?: Toughness. Regeneration (minimum result 1).

COLOR-COORDINATED: Outwit, but only to choose standard Red powers.

#008 Foolkiller

DEADPOOL'S NEW THERAPIST: Perplex, but only to target a character named Deadpool. If it's an opposing character, modify the chosen value except damage by -2.

COLOR-COORDINATED: Outwit, but only to choose standard Blue powers.

#009 Madcap

DOES EVERYONE ON THIS TEAM HAVE A HEALING FACTOR?: Toughness. Regeneration (minimum result 1).

COLOR-COORDINATED: Outwit, but only to choose standard Purple powers.

#010 Slapstick

CARTOON PHYSICS: FREE: Choose a standard speed power. Slapstick can use that power until your next turn.

DOES EVERYONE ON THIS TEAM HAVE A HEALING FACTOR?: Toughness. Regeneration (minimum result 1).

COLOR-COORDINATED: Outwit, but only to choose standard Yellow powers.

#011 Solo

WHILE I LIVE, SOMEONE DIES! AS LONG AS I GET PAID!: At the beginning of the game, choose an opposing character. Modify attack +2 when attacking only that character. When that character is KO'd, heal Solo 2 clicks.

COLOR-COORDINATED: Outwit, but only to choose standard Green powers.

#012 Stingray

PLEASE REMEMBER TO LEAVE THE WINDOW OPEN!!!: Passenger: 2, but can't change elevations if he carries two characters.

COLOR-COORDINATED: Outwit, but only to choose standard Orange powers.

Guardians of the Galaxy 2 Movie

#001 Rocket

IMPROVED MOVEMENT: Hindering, Characters.

STAND STILL YA VERMIN: Mastermind, Super Senses.

#002 Groot

IMPROVED MOVEMENT: Hindering.

I AM GROOT!: Sidestep. Friendly characters within 1 square can use Improved Movement: Elevated.

HEART OF THE TEAM: Enhancement, Shape Change.

#003 Mantis

IMPROVED MOVEMENT: Hindering.

#004 Star-Lord

I HAVE 12% OF A PLAN: Leadership, Outwit. When he rolls a critical hit, he can use Outwit two more times this turn.

#005 Drax

THE PATH TO VENGEANCE: [Colossal Stamina]. Modify his combat values by +1 for each action token on him. When he clears action tokens, you may heal him 1 click.

I FEAR NO ENEMY: Battle Fury, but only if an opposing character is within line of fire.

#007 Ravager

A PIRATE'S LIFE FOR ME: During force construction, you may pay 20 points for this character. If you do, at the beginning of the game, choose a starting line. // During force construction, you may pay 10 points each for up to 4 of this character. If you do, at the beginning of the game, an opponent must choose a distinct starting line for each one.

TAKING PRISONERS: When Ravager hits with an attack, after resolutions give the hit character an action

token.

#008 Sovereign

DENSITY REASSIGNMENT: Toughness, Willpower. Invulnerability, but only when he has one action token. Impervious, but only when he has two action tokens.

#009 Kraglin

CARRY OUT HIS ORDERS YA BUMS: Adjacent friendly characters that are equal -or- less points -or- have the Ravagers keyword can use Willpower.

#010 Rocket and Groot

IMPROVED MOVEMENT: Characters.

I AM GROOT: FREE: Generate a Groot Twig bystander (MAX 1).

ROCKET!: If Groot Twig is KO'd, you may not generate any Groot Twig bystanders for the rest of the game -and- Rocket and Groot modify their combat values by +1 -and- can use Precision Strike this game. // If Rocket and Groot are KO'd, you may generate a Groot Twig bystander in the square they last occupied (MAX 1) and modify that character's combat values by +1 this game.

#010bt Groot Twig

LET'S GO FOR A RIDE: At the beginning of your turn and if he began the turn on the map, you may remove Groot Twig from the map if he is adjacent to a friendly [GOTG2M] #010 Rocket and Groot.

#011 Ayesha

PROTECTING MY PEOPLE: Defend, Energy Shield/Deflection.

I AM HER: Enhancement, Leadership.

#012 Taserface

I'M TAKING OVER: Adjacent friendly characters with the Ravagers keyword may replace their attack value with the printed attack value of Taserface.

#013 Star-Lord

IMPROVED TARGETING: Hindering.

YOU KNOW WHO WE ARE!: If Star-Lord is the first character to attack an opposing character this turn, that action does not count against your action total.

ELEMENT GUNS: KNOCKBACK, Energy Explosion, Precision Strike.

#014 Ayesha

YOU SHALL NOT ESCAPE THE GALAXY!:

Sidestep. When she uses it, after resolutions, if she has line of fire to an opposing character with the Guardians of the Galaxy keyword she may immediately use Sidestep a second time, at no cost.

THE QUEEN'S PERSONAL SPACECRAFT:

Running Shot, [Wing] symbol.

#015 Nebula

IMPROVED MOVEMENT: Characters.

CUTTING DEEP: Blades/Claws/Fangs. When she uses it, she may instead roll 2d6 and choose one as the result.

DAUGHTER OF THANOS: Charge, Flurry.

#016 Yondu

IMPROVED TARGETING: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

YAKA ARROW: Damage dealt by Yondu's range attacks can't be reduced below 1.

WHISTLING ARROW ATTACK: RANGE: Make a range attack targeting a single opposing character. Each time he hits and the attack resolves, he may make a range attack targeting a single opposing character that has not yet been targeted this action, counting range and drawing lines of fire as if he occupied the square of the character most recently hit. Each hit character is dealt 2 damage instead of normal damage.

Avengers/Defenders War

#001 Dr. Strange

SHIFTING FOCUS: DR. STRANGE: If Dr. Strange began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Dr. Strange's, you may reroll one of the attack dice.

TELEPORTATION SPELL: Phasing/Teleport. When he uses it, Passenger: 2 -or- Passenger: 4, but only if they all have the Defenders keyword.

#002 Daredevil

IMPROVED MOVEMENT: Hindering, Elevated.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

#003 Hulk

IMPROVED MOVEMENT: Hindering.

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Hulk's, also modify that character's defense +1 if it is a close attack.

LEAPING SMASH: Leap/Climb. When he uses it, after resolutions he may use Quake at no cost.

#004 Hawkeye

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Hawkeye's, also modify that character's defense +1 if it is a range attack.

#005 Wasp

TIME FOR A COSTUME CHANGE!: If Wasp began your turn on the map, FREE: Replace her with another character with this trait on the same click number.

#006 Vision

SHIFTING FOCUS: DENSITY SHIFT: If Vision began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

#007 Black Panther

SHIFTING FOCUS: BLACK PANTHER: If Black Panther began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

#008 Luke Cage

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

UNBREAKABLE SKIN: Invulnerability, Willpower. Penetrating damage dealt to Luke Cage can be reduced.

#009 Punisher

SHIFTING FOCUS: PUNISHER: If Punisher began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

ROCKET-PROPELLED GRENADE: When Punisher hits a single opposing character with a range attack, instead of dealing normal damage, deal the target 4 damage and deal each character adjacent to the target 3 damage.

#010 Iron Man

SYSTEM REBOOT: Once per game, Regeneration, but increase the amount healed by 1.

#011 Captain America

RESPECTED LEADER: Leadership, but succeeds on a 4-6. When he uses it, on a result of a 6, you may also remove an action token from each friendly character with the Avengers keyword within range.

#012 Iron Fist

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

#013 Whiplash

ELECTRICALLY-CHARGED TITANIUM WHIP: When Whiplash makes an attack and hits, roll a d6. **4-6:** place an action token on the hit target.

#014 Wakandan Warrior

FOR THE KING!: Precision Strike and Willpower but only if a friendly character named Black Panther is within 8 squares.

#015 Hand Ninja

OUTNUMBER YOU FROM THE SHADOWS: UNIQUE MODIFIER - Empower, but only if Hand Ninja occupies hindering terrain.

#016 Atlantean Warrior

ATLANTIS RISING: Modify attack +1, but only if a friendly character with the Atlantis -and- Ruler keywords is within 8 squares.

#017 Elektra

IMPROVED MOVEMENT: Hindering, Elevated.

SHIFTING FOCUS: ELEKTRA: If Elektra began your turn on the map, FREE: Replace her with another character with this trait on the same click number.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

EFFORTLESSLY MOVING ACROSS THE BATTLEFIELD: Sidestep, Stealth.

#018 Black Panther

SHIFTING FOCUS: BLACK PANTHER: If Black Panther began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

#019 Dr. Strange

SHIFTING FOCUS: DR. STRANGE: If Dr. Strange began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Dr. Strange's, reduce the damage dealt by an additional 1 if they have the Defenders keyword.

STAY BEHIND MY MYSTICAL SHIELD: Defend. If an adjacent character takes damage from an attack, after resolutions you may heal that character 1 click. If you do, roll a d6. **1-3:** deal 1 unavoidable damage to Dr. Strange.

#021 Hulk

LEAVE HULK ALONE!: At the beginning of your turn, if Hulk was targeted with an attack since your last turn, place an Anger token on his card. If Hulk wasn't targeted with an attack since your last turn, remove an Anger token from his card. After placing or removing Anger tokens, if Hulk has 5 or more Anger tokens he is immediately KO'd.

GRAY-SKINNED BEHEMOTH: Super Strength.

#022 Hawkeye

QUIVER FULL OF TRICKS: Hawkeye begins the game with 5 Trick Arrow tokens on this card. Once per turn, you may remove a Trick Arrow token from this card and choose one of the following powers for Hawkeye to be able to use this turn: Energy Explosion, Penetrating/Psychic Blast or Incapacitate.

#023 Wasp

TIME FOR A COSTUME CHANGE!: If Wasp began your turn on the map, FREE: Replace her with another character with this trait on the same click number.

A NATURAL LEADER: Leadership as if Wasp were 100 points. When she uses it and succeeds, Action Total +1 this turn.

#024 Vision

SHIFTING FOCUS: DENSITY SHIFT: If Vision began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

#025 Swordsman

PARRY: When Swordsman or an adjacent friendly character would be hit by an opposing character that can use Blades/Claws/Fangs, roll 2d6. If your roll is equal or higher than the attack roll, the attack is evaded.

#026 Black Widow

IMPROVED MOVEMENT: Hindering, Elevated.

ESPIONAGE TRAINING: Stealth.

#027 Karen Page

ALWAYS GETTING INTO TROUBLE, BUT MY FRIENDS ARE ALWAYS THERE TO BAIL ME OUT: Sidestep. UNIQUE MODIFIER - If Karen Page is within 3 squares of an opposing character, all friendly characters modify attack +1.

#028 Ben Urich

THE WORLD NEEDS TO KNOW: THAT YOU ARE THE ONE BEHIND ALL OF THIS: At the beginning of your turn, you may choose an opposing character within 4 squares and line of fire. Until your next turn, that character can't use Mastermind or Shape Change.

#029 Black Panther

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

ENHANCED REFLEXES: Leap/Climb, Super Senses.

#030 Punisher

SHIFTING FOCUS: PUNISHER: If Punisher began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

SO, I GUESS ITS GONNA BE THE "UP CLOSE AND PERSONAL" ROUTE: Blades/Claws/Fangs. When he uses it, if the result of his d6 roll is less than 3, you may instead deal 1 penetrating damage.

#031 Zaran

WEAPON MASTER: Close Combat Expert, Ranged Combat Expert.

#032 W'Kabi

AS MY KING COMMANDS: When an adjacent friendly character named Black Panther makes a close attack, after resolutions W'Kabi may make a close attack.

HONORED ADVISOR: Toughness. UNIQUE MODIFIER - Friendly characters with the Wakanda keyword modify defense +1.

#033 Kirigi

SACRIFICE FOR THE HAND: STOP. Combat Reflexes. // Once per game, FREE: Deal 1 penetrating damage to each adjacent friendly character with The Hand keyword. When you do, heal Kirigi 1 click for each click of damage dealt. Each time one or more adjacent characters is KO'd by this effect, Kirigi can use this effect an additional time.

#034 Elektra

SHIFTING FOCUS: ELEKTRA: If Elektra began your turn on the map, FREE: Replace her with another character with this trait on the same click number.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

DANCE OF DEATH: CLOSE: Make any number of close attacks, each targeting an adjacent opposing character that wasn't already targeted during this action.

#035 Dr. Strange

IMPROVED TARGETING: Characters.

SHIFTING FOCUS: DR. STRANGE: If Dr. Strange began your turn on the map, FREE: Replace him with another character with this trait on the same click number.

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Dr. Strange's, modify that character's defense +1 if it has the Defenders keyword.

MYSTICAL GUIDANCE: Empower, Enhancement. **UNIQUE MODIFIER** - When he uses either, also modify the attacker's attack +1.

#036 Swordsman

IT'S NOT JUST A SWORD!: Blades/Claws/Fangs. // Before making a close attack, choose one effect for the attack: Blades/Claws/Fangs and the damage dealt is penetrating damage -or- the hit target is given an action token -or- the hit target can't be moved or placed until your next turn.

#037 Black Widow

IMPROVED MOVEMENT: Hindering, Elevated.

MARVEL KNIGHTS: At the beginning of the game,

for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

DAREDEVIL'S PARTNER: Stealth.

#038 Jessica Jones

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

THEY ALWAYS LEAVE CLUES: Opposing characters within 6 squares can't use Stealth.

#039 Purple Man

ONCE A VICTIM, ALWAYS MINE TO CONTROL: Purple Man considers opposing characters with Pheromone tokens to be adjacent and have a 0 point value for Mastermind purposes.

MAKE YOU DO WHATEVER I WANT: Mind Control. When he uses it, modify attack +3 and hit characters are given a Pheromone token.

SURROUNDED BY WILLING VICTIMS:

Mastermind. When Purple Man uses it, he may remove a Pheromone token from an adjacent opposing character, to choose that character instead.

#040 Count Nefaria

IONIC RESERVES: Invulnerability, Regeneration. When Count Nefaria uses Regeneration, if he has one action token, don't halve the result.

KINGPIN OF LOS ANGELES: Leadership, Stealth.

#041 Foggy Nelson

TRUST ME... I'M A LAWYER: At the beginning of your turn, choose a friendly character of 150 points or less. Until your next turn, as long as the chosen character is adjacent to Foggy Nelson, they have **PROTECTED:** Outwit and opposing characters can't negatively modify their combat values.

#042 Gladiator

TITANIUM SAWBLADE GAUNTLETS: Blades/Claws/Fangs. When Gladiator hits a single opposing character with a range attack, he may roll a d6. If he does, deal damage equal to the result instead of normal damage.

#043 Machete

BLADE MASTER: Blades/Claws/Fangs. When he uses it and hits, instead roll 2d6 and choose one to be the result.

#044 Gargoyle

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Gargoyle's, that character can use Probability Control during this attack.

#045 Nighthawk

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Nighthawk's, that character can choose to reroll 1 of the dice in the attack roll.

DEFENDER OF THE NIGHT: Charge, Flurry and Stealth.

#046 The Owl

ENHANCED METABOLISM: Toughness.

GLIDE: Charge, [Flight].

#047 Hellcat

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Hellcat's, that character can use Super Senses during this attack.

IT'S PATSY!: Empower. When a friendly character named Jessica Jones is attacking, Hellcat can use Probability Control.

#048 Nuke

RED, WHITE, AND BLUE PILLS: At the beginning of your turn, you may choose one pill type:

Red Pill - This turn, Battle Fury, modify attack +1.

White Pill - Heal Nuke 1 click and he can't attack this turn.

Blue Pill - Precision Strike this turn.

#049 Porcupine

RAZOR-TIPPED QUILLS: When Porcupine is hit with a close attack, after resolutions deal the attacker 1 unavoidable damage.

#050 Batroc

IMPROVED MOVEMENT: Hindering, Elevated, Characters.

ZEY CALL ME... ZE LEE-PAIR!: Sidestep. When he has one action token, he may use Sidestep twice this turn and has, "FREE: Make a close attack."

#051 Dr. Strange, Earth's Guardian

TITLE CHARACTER ABILITIES: Title characters have special Title Character abilities indicated by a black open book (BOB) or a white open book (WOB) that let them gain and spend Plot Points when activating them. To activate a Title Character ability, give the character a FREE action, choose the ability, and then add or remove the number of Plot Points as indicated by the ability. Title Characters may only activate one Title Character ability per turn. You may not activate a Title Character ability if doing so would result in less than zero plot points. Title Character abilities have Protected: Pulse Wave, Outwit. Title Characters also have Continuity Effects indicated by a closed book that are always active. Continuity Effects are Trait abilities have Protected: Pulse Wave. Your force cannot have more than one Title Character. Title Characters can't replace or be replaced.

Continuity Effect: After clearing action tokens, if Dr. Strange, Earth's Guardian activated a Title Character ability this turn, but didn't attack an opposing character this turn, deal him one unavoidable damage.

Continuity Effect: When Dr. Strange, Earth's Guardian is KOed, after resolutions deal 2 unavoidable damage to the friendly character occupying a square closest to the square Dr. Strange, Earth's Guardian last occupied.

(+1 BOB) Every Scrap Of Hidden Sorcery: Modify Dr. Strange, Earth's Guardian's or an adjacent friendly character's damage +1 this turn.

(-1 WOB)The Last Days Of Magic: Adjacent friendly characters can use the [Mystics] team ability until your next turn.

(-4 WOB) Sorcerer Supreme: For the rest of the game, as long as Dr. Strange, Earth's Guardian is on the map you may reroll an attack roll each turn.

#052 Hulk

BATTLING MONSTERS!: When Hulk hits an opposing character with the Monster keyword or with a printed damage value of 4 or more, after resolutions remove an action token from him.

BEST HULK EVER!: Super Strength. When he KO's an opposing character, heal him a number of clicks equal to the damage that would have been taken minus the damage clicked.

OK, 8TH SMARTEST: Outwit. Perplex, but only if no friendly character can't use a power due to Outwit.

#053 Iron Man

ALL MY DIFFERENT ARMORS MERGED INTO ONE: FREE: Choose any two standard powers, except defense powers. Until your next turn, he can use the chosen powers but can't use the standard speed, attack, or damage powers on his dial.

USE MY ARMOR TO IMPRISON YOU: POWER: Choose an opposing character within 3 squares and line of fire. Until your next turn that character can't move or make a range attack and Iron Man can't use Invulnerability.

[E] Has the [Wing] speed symbol printed on its base instead of [Boot] speed symbol.

#054 Captain America

AVENGERS UNIFIER: Once per turn, when a friendly character is healed, after resolutions you may roll a d6. **4-6:** remove an action token from that character.

NOT FIELD LEADER, BUT YOU BETTER LISTEN: Outwit, Perplex. Leadership as if he is 200 points.

#055 Man-Thing

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Man-Thing's, that character can reduce penetrating damage and attacks targeting this character using Mind Control automatically miss this turn.

POSSESSED BY THE SIX-FINGERED HAND: Sidestep, [Giant] symbol, and a range of 5. Protected: Outwit.

TAKEN POSSESSION OF A MINDLESS HUSK: STOP.

#056 Moondragon

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Moondragon's, put an Arrogant token on this card. // Moondragon modifies attack and damage +1 for each Arrogant token on this card. When Moondragon misses any targets of an attack, after resolutions remove all Arrogant tokens from this card.

LEARNED MY LESSON IN HUMILITY: Mind Control with 3 [targets].

MY FORMIDABLE PSIONIC POWERS: Penetrating/Psychic Blast, Telekinesis.

#057 Kingpin

PLEASE ESCORT THIS MAN OUT OF MY OFFICE: When Kingpin takes damage, he takes a maximum of 1 damage unless he is the only character on your force.

EVERYONE HAS A WEAKNESS...: Leadership. // POWER: Choose a friendly character that shares a keyword within 8 squares. The chosen character can use Exploit Weakness this turn.

#058 Black Panther

HIGHEST AUTHORITY IN THE LAND: Friendly characters with the Wakanda keyword modify attack +1.

SACRED RULER OF WAKANDA: Leadership, but succeeds on a 4-6. When he uses it and succeeds, after resolutions you may generate a [AD] #014 Wakanda Warrior with an action token. **4:** That character begins on click #3. **5:** That character begins on click #2. **6:** That character begins on click #1 and doesn't receive an action token.

#059 Klaw

HARD LIGHT FOCUSED VIBRANIUM CONDUIT: FREE: Choose a standard attack power. Klaw can use that power this turn.

SOUND TRAVELS!: Sidestep, Improved Movement: Hindering, Blocking, Characters. When he uses Sidestep, you may roll a d6 and he may move up to the result instead of 2.

CAN'T HURT WHAT'S MADE OF SOUND!: Super Senses. Takes a maximum of 2 damage (at once).

#060 Dormammu and Loki

MELD THE DARK DIMENSION WITH YOURS:

FREE: Remove an object within 8 squares from the game and generate a Mindless One bystander in that square. // Once per turn, when an opposing character is replaced, brought onto the map from an opponent's sideline, or one or more opposing bystanders are brought into the game after the beginning of the game, after resolutions you may generate a Mindless One bystander.

MY MINDLESS MINIONS: When another friendly character of 25 or more points is KO'd, after resolutions you may generate a Mindless One bystander in their square.

POWER STRUGGLE FOR THE EVIL EYE: When Dormammu and Loki miss an attack and have no action tokens, after resolutions give them an action token.

#061 Man-Ape

IMPROVED MOVEMENT: Hindering.

MYSTICISM OF THE WHITE APE: Steal Energy. When Man-Ape KO's an opposing character of 50 points or more, after resolutions remove an action token from him.

#062 Moon Knight

IMPROVED MOVEMENT: Hindering, Elevated.

PROTECTOR OF NIGHT TRAVELERS: Once per turn, if another friendly character is damaged from an attack, after resolutions, remove an action token from Moon Knight. // When a friendly character is KO'd from an attack, after resolutions, you may place Moon Knight in a square that character occupied.

MOON DARTS AND BLOODIED FISTS: Charge, Running Shot.

MY LIFE, COURTESY OF KHONSHU: STOP. Regeneration, Invulnerability.

#063 Ant-Man

IMPROVED MOVEMENT: Characters.

ANT-MAN SECURITY SOLUTIONS: Sidestep, Stealth. When an adjacent opposing character is moved

or placed, you may place Ant-Man adjacent to that character after resolutions.

SUBATOMIC SUBTERFUGE: Perplex. When he uses it to target an opposing character, that character can't target Ant-Man until your next turn unless it's the only character on its force.

#064 Ghost Rider

IMPROVED MOVEMENT: Hindering, Elevated, Characters.

MARVEL KNIGHTS: At the beginning of the game, for all characters with this trait, choose one: Characters using this trait have a minimum attack value of 10 -or- characters using this trait are Wild Cards.

VENGEANCE WILL NOT BE DENIED: Sidestep. **POWER:** Move up to your speed value in a direct path. After resolutions, choose: 3 damage or 2 penetrating damage, then make a close attack targeting all characters he moved through. Hit characters are dealt the chosen damage instead of normal damage and placed into a square that Ghost Rider did not move through adjacent to their current square.

#065 Valkyrie

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Valkyrie's, heal that character 1 click after resolutions.

ARAGORN, TO BATTLE!: **POWER:** Move in a direct path using Improved Movement: Characters. After resolutions, make a close attack targeting all characters she moved through. Valkyrie can use Blades/Claws/Fangs for this attack, and if she does, roll a d6 for each hit character. These d6 rolls can't be rerolled.

#066 Black Knight

DEFENDERS TOGETHER: Once per turn for all characters with this trait, if a character uses the [Defenders] team ability to replace its defense value with Black Knight's, heal Black Knight 1 click after resolutions.

ATOMIC STEED, EBONY BLADE: **POWER:** Move in a direct path using Improved Movement: Characters. After resolutions, make a close attack using Exploit Weakness targeting all characters he moved through.

#067 Hawkeye

IMPROVED TARGETING: Hindering, Characters.

RAPID-FIRE TRICK SHOOTING: Running Shot.

Each time Hawkeye hits an opposing character with a range attack, after resolutions, he may use Running Shot again at no cost, but only to target a character that wasn't attacked this turn.

#068 Daredevil

LEADER OF THE HAND: Stealth. Once per turn, **POWER:** Generate a [ADW] #015 Hand Ninja in a square of hindering terrain within range and line of fire. If a friendly character with The Hand keyword was KO'd since your last turn, this is a FREE action instead.

DEMONIC APPETITE FOR PAIN: Precision Strike. When Daredevil hits an opposing character, modify the attack values of all friendly characters with The Hand keyword by +1 this turn. If the opposing character is KO'd, also modify their damage values by +1 this turn.

MYSTICAL SENSES: Super Senses. When he uses it and succeeds, after resolutions deal the attacker 1 unavoidable damage.

#069 Captain America

WWII PILOT: If Captain America is chosen to be carried, modify the carrying character's speed +3. If Captain America has no action tokens, she can be given a costed action after being carried.

#070 Rachel Cole-Alves

I BROUGHT THE ARMORY, FRANK: At the beginning of your turn, choose an adjacent friendly character and two of the following powers: Blades/Claws/Fangs, Energy Explosion, Penetrating/Psychic Blast, Precision Strike, and Ranged Combat Expert. Until the end of your turn, Rachel Cole-Alves can use the first power chosen and the chosen character can use second chosen power as long as it is adjacent to Rachel Cole-Alves.

I TOOK MY HUSBAND'S NAME: *SIDELINE/OFF THE MAP ACTIVE* - Rachel Cole-Alves is considered to be named Punisher for all game effects. // Once per game, when Rachel Cole-Alves would be KO'd, instead turn her to Click #6.

#071 Iron Heart

ARMOR'S FALLING APART ON ME: Iron Heart begins the game with 1 Broken Armor token. When she is dealt damage, instead roll a d6 that can't be rerolled.

If the result is equal to or less than the number of Broken Armor tokens, she is KO'd. If not, turn her to that click number and give her another Broken Armor token. Protected: Pulse Wave.

#072 Captain America

WHO ELSE IS SECRETLY WITH ME?: During force construction, characters that have the Avengers keyword also have the Hydra keyword. // Other friendly characters with the Avengers keyword can use the [Hydra] team ability.

ANOTHER UNEXPECTED BETRAYAL: At the beginning of the game, choose an opposing character. When that character hits Captain America with an attack, roll a d6. **4-6:** That attack doesn't deal damage to Captain America and for the rest of the game don't roll for this ability again.

#073 Hulk

IMPROVED MOVEMENT: Hindering, Elevated.

RAGE FOR A DEAD WORLD: Super Strength, [Colossal Stamina]. When Hulk is damaged by an attack, modify his combat values by +1 until he clears action tokens.

YOU CAN'T HIDE FROM ME: Charge, Improved Movement: Characters, This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through. When he uses Charge, he doesn't halve his speed value.

KNOCK DOWN THE CITY: Quake, but he deals his printed damage instead of 2 if he targets more than one character.

RAGE FOR A DEAD WIFE: Impervious, PROTECTED: Outwit.

ANTIMATTER WARP CORE EXPLOSION: STOP. Battle Fury.

#074 Black Panther

IMPROVED MOVEMENT: Hindering, Elevated.

CHOSEN OF THE PANTHER GOD: Sidestep, Stealth.

VIBRANIUM WEAVE UNIFORM: Combat Reflexes, Super Senses.

CUNNING RULER: Outwit. When she uses it, she may also modify the defense of that character by -1 until her next turn.

#101 The Man Without Fear

IMPROVED MOVEMENT: Hindering, Elevated.

THE NEW PROTECTOR OF HELL'S KITCHEN:

Stealth. At the end of your turn, if The Man Without Fear occupies printed hindering terrain, you may heal him 1 click.

THEY MUST STILL FEAR THE DEVIL FROM THE DARKNESS: Sidestep. Hypersonic Speed with a maximum speed value of 6, but only if The Man Without Fear occupies printed hindering terrain. When he uses Hypersonic Speed, if he doesn't end the action in hindering terrain, after resolutions deal him 1 unavoidable damage.

Fast Forces: Avengers/Defenders War

#001 Daredevil

IMPROVED MOVEMENT: Hindering, Elevated, Characters.

PROTECTOR OF HELL'S KITCHEN: Stealth. When another friendly character within range and of equal or less points is targeted with an attack, after resolutions, you may heal Daredevil 1 click.

#002 Luke Cage

IMPROVED MOVEMENT: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

PROTECTOR OF HARLEM: When Luke Cage is given a second action token, you may heal him 1 click.

#003 Iron Fist

IMPROVED MOVEMENT: Hindering, Characters.

IMMORTAL WEAPON OF K'UN LUN: When Iron Fist clears action tokens, you may heal him 1 click.

#004 Jessica Jones

TOUGHER THAN SHE SEEMS: When Jessica Jones is hit with an attack, after resolutions, you may heal her 1 click.

SUPERHERO LANDING: Charge, Improved Movement: Characters. When she uses Charge, she may choose not to halve her speed value. If she doesn't

halve her speed value, she must use Quake as her CLOSE action.

#005 Punisher

DELIVERING PUNISHMENT: When Punisher damages one or more opposing characters with an attack, after resolutions, you may heal him 1 click.

#006 Elektra

IMPROVED MOVEMENT: Hindering, Elevated.

DEADLY ASSASSIN FOR HIRE: Stealth. When an opposing character is KO'd, after resolutions, you may heal her 1 click.

Wonder Woman

#001 Wonder Woman

AMAZON SISTERHOOD: Super Senses. For all characters with this trait, when a friendly character with the Amazon keyword attacks an opposing character and actions resolve, you may give the attacker an Amazonian token.

BATTLE-HARDENED: Toughness. Friendly characters within 1 square that have an Amazonian token can use Shape Change. When they do and succeed, remove an Amazonian token from that character.

#002 Starfire

IMPROVED TARGETING: Characters.

TITANS TOGETHER: If another friendly character healed this turn with the Titans team ability, modify Starfire's attack +1 this turn.

FLYING TAMARANEAN: Energy Shield/Deflection, Toughness.

#003 Queen Hippolyta

AMAZON SISTERHOOD: Super Senses. For all characters with this trait, when a friendly character with the Amazon keyword attacks an opposing character and actions resolve, you may give the attacker an Amazonian token.

SHIELD WALL!: Toughness. Friendly characters within 1 square that have an Amazonian token can use Empower. When they do and the attacker hits, remove an Amazonian token from their card.

QUEEN OF THE AMAZONS: Leadership. When she uses it and succeeds, instead of removing an action token, you may add an Amazonian token to all other friendly characters with the Amazon keyword.

#004 Cheetah

JUNGLE PREDATOR: Charge, Improved Movement: Hindering. // Stealth, but only when Outdoors.

#005 The Flash

TITANS TOGETHER: If another friendly character healed this turn with the Titans team ability, modify The Flash's attack +1 this turn.

THE SPEED FORCE STRENGTHENS ME:

Hypersonic Speed. When he uses it, Steal Energy and modify speed +2.

VELOCITY IMPACT: When The Flash uses Hypersonic Speed, modify damage +1 this action for every 5 different squares he's moved through this turn.

#006 Amazon

AMAZON SISTERHOOD: Super Senses. For all characters with this trait, when a friendly character with the Amazon keyword attacks an opposing character and actions resolve, you may give the attacker an Amazonian token.

BORN TO BE A WARRIOR: Combat Reflexes. Friendly characters within 1 square that have an Amazonian token can use Flurry. When they do and hit at least once, remove an Amazonian token from their card.

#007 Cheetah

AMAZON HATRED: Exploit Weakness, but only to target characters with the Amazon keyword.

JUNGLE CREATURE: Charge, Leap/Climb.

#008 The Flash

IMPROVED MOVEMENT: Characters.

THE RED BLUR: When The Flash is given a MOVE action, he can move, then make an attack, then move up to 'your speed value minus the number of squares just moved.'

#009 Raven

TITANS TOGETHER: If another friendly character healed this turn with the Titans team ability, modify

Raven's attack +1 this turn.

TELEPORTATION: POWER: Choose an adjacent friendly character with the Mystical keyword or up to two adjacent friendly characters with the Teen Titans keyword. Place Raven in a square within 6 squares and line of fire and place the chosen characters adjacent to her.

#010 Steve Trevor

FRIEND OF THE AMAZONS: An Amazon themed team may include Steve Trevor and is still considered a theme team.

MILITARY TRAINING: When Steve Trevor is attacked by a lower-point character, modify defense +1. When he is attacked by a higher-point character, he can use Toughness.

#011 Etta Candy

FRIEND OF THE AMAZONS: An Amazon themed team may include Etta Candy and is still considered a theme team.

ADMINISTRATIVE ASSISTANT: Probability Control, but only when she is adjacent to a friendly character of 100 points or more -or- named Wonder Woman -or- named Steve Trevor.

#012 Raven

IMPROVED MOVEMENT: Blocking, Characters.

DAUGHTER OF TRIGON: STOP. Impervious, Ranged Combat Expert, Willpower, [Giant] symbol and can't be healed.

MAGICAL SUPPORT: Enhancement, Support.

#013 Steve Trevor

FRIEND OF THE AMAZONS: An Amazon themed team may include Steve Trevor and is still considered a theme team.

SOLDIER FIRST: Leadership. When he uses it and removes an action token, he may place an action token on an adjacent opposing character.

#014 Etta Candy

FRIEND OF THE AMAZONS: An Amazon themed team may include Etta Candy and is still considered a theme team.

CANDY CAN PROTECT US FROM THE RUFFIANS: Defend. Modify defense -2.

#015 Donna Troy

AMAZON SISTERHOOD: Super Senses. For all characters with this trait, when a friendly character with the Amazon keyword attacks an opposing character and actions resolve, you may give the attacker an Amazonian token.

TITANS TOGETHER: If another friendly character healed this turn with the Titans ability, modify Donna Troy's attack +1 this turn.

STRATEGIST: FREE: Remove an Amazonian token from one friendly character and place it on a different friendly character. Both characters must be within Donna Troy's line of fire.

SISTERS UNITE: Toughness. Friendly characters within 1 square than have an Amazonian token can use Willpower. When they do, remove an Amazonian token from their card.

#016 Wonder Woman

AMAZON SISTERHOOD: Super Senses. For all characters with this trait, when a friendly character with the Amazon keyword attacks an opposing character and actions resolve, you may give the attacker an Amazonian token.

FAVOR OF THE GODS: Close Combat Expert. Friendly characters within 1 square that have an Amazonian token can use Probability Control to reroll opposing characters' attack rolls. When they do, remove an Amazonian token from their card.

15th Anniversary What If?

#001 Spider-Man

IMPROVED MOVEMENT: Hindering, Elevated.

WEB SWING: Hypersonic Speed. When he uses it, modify damage +1 if his target is on a lower elevation than the one Spider-Man occupied when he began moving.

#002 Iron Man

FOUNDING MEMBER: When Iron Man is given a costed MOVE action he isn't given an action token for that action.

VARIABLE REPULSOR BLASTS: Before Iron Man

makes a range attack, choose one of the following effects for the attack: Concussive Blast:

KNOCKBACK; Focused Blast: The damage dealt can't be reduced below 1; Sonic Emitter: Hit targets are given an action token; Assisted targeting: Modify attack +1.

#004 Daredevil

IMPROVED MOVEMENT: Hindering, Elevated.

EXTENDABLE CANE: When Daredevil hits with an attack, after resolutions give the target an action token.

#005 Thor

FOUNDING MEMBER: When Thor is given a costed MOVE action he isn't given an action token for that action.

THE MIGHT OF MJOLNIR: Energy Explosion.

LIGHTNING STRIKE: Damage dealt from attacks made by Thor can't be reduced below his click number.

#006 Iron Lad

RUNAWAYS: Once per turn, when Iron Lad attacks, if he is adjacent to a friendly character with the Runaways or Young Avengers keyword, he can re-roll a 1 on a die of the attack roll.

MAKE YOUR DEATH LOOK LIKE AN

ACCIDENT: Mastermind. When Iron Lad uses it, increase damage dealt by the attack to the chosen character by 1.

NEURO-KINETIC ARMOR: Toughness. When Iron Lad clears action tokens you may heal Iron Lad 1 click for each action token removed.

#007 Oni Hulk

THE EMPEROR'S ONI: Super-Strength. If a friendly character named Oni Leader is within 8 squares modify Oni Hulk's attack +1.

#008 Punisher Squad

IMPROVED MOVEMENT: Elevated.

Improved Targeting: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

#009 Dr. Stark

FROM AN ALTERNATE EARTH: *SIDELINE ACTIVE* - Friendly characters named Dr. Strange or Iron Man that's equal or more points have "FREE: Replace this character with [WI] #009 Dr. Stark on the same click number."

#010 Iron Rick

SPECIAL STARK TECH: When Iron Rick knocks back an opposing character, any damage dealt from that knock back is penetrating damage and, after resolutions give that character an action token.

MOLECULAR OSCILLATOR GIZMO: Super Senses, Toughness. When he uses Super Senses, on a result of 3-4, he can use Invulnerability instead of Toughness for that attack.

#011 Molly Hayes

RUNAWAYS: Once per turn, when Molly Hayes attacks, if she is adjacent to a friendly character with the Runaways or Young Avengers keyword, she may re-roll a 1 on a die of the attack roll.

KNOCK KNOCK: Close Combat Expert, but as a CLOSE action. When she uses it and hits, the target is knocked back 4 squares instead of any other knock back.

#012 Chase Stein

RUNAWAYS: Once per turn, when Chase Stein attacks, if he is adjacent to a friendly character with the Runaways or Young Avengers keyword, he may re-roll a 1 on a die of the attack roll.

FISTIGONS: Quake. When he uses it, after resolutions choose one hit character and give that character an action token.

NEURO-KINETIC ARMOR: Toughness. When Chase Stein clears action tokens you may heal him 1 click for each action token removed.

#013 Jessica Jones

KEEPING MY LAST NAME THOUGH: When building your force, if your force also includes one character named Captain America, Jessica Jones gains all the keywords of that character this game.

SUPERHUMAN DURABILITY AND REFLEXES: Super Senses, Toughness.

#014 Spider-Man

IMPROVED MOVEMENT: Elevated.

WEDDING PRESENT: Super Senses. When he uses it, if he is adjacent to a friendly character with the Spider-Man Family keyword or named Black Cat, increase the result by 1.

#015 Iron Man

CONTROL COLLAR: Opposing characters with the Armor keyword can use Mind Control to target Iron Man. When they do, modify Iron Man's attack -1 for this action.

ENHANCING THE VILLAINS: Enhancement.

When he uses it, if the attacker has the Armor keyword, modify that character's damage an additional +1.

#016 Punisher

KILLER OF HEROES: Precision Strike, Range of 8. When he makes a range attack targeting a character with the Marvel Knights or Spider-Man Family keyword, modify attack +2.

#017 Daredevil

THE ONLY FATHER I'VE EVER KNOWN: When building your force, if your force also includes one character named Kingpin, Daredevil gains all the keywords of that character this game. When he is adjacent to a friendly character named Kingpin, modify Daredevil's defense +1.

#018 Thor

THE DEAD FLEE AT THE THUNDER...: When Thor attacks, you may choose that the attack has KNOCKBACK. This knock back can't be prevented by Charge or Combat Reflexes.

...AND MELT AT THE LIGHTNING: Precision Strike, Quake.

#019 Captain Britain Iron Man

FROM AN ALTERNATE EARTH: *SIDELINE ACTIVE*- Friendly characters named Captain Britain or Iron Man that's equal or more points (than this character) have "FREE: Replace this character with [WI] #019 Captain Britain Iron Man on the same click number."

SACRIFICE EVERYTHING FOR THIS FIGHT: Running Shot. He can use it as a FREE action if he has two action tokens, but if he does, deal him 1 unavoidable damage after resolutions and do not clear his action tokens this turn.

[70 POINTS] ENHANCED POLYMER: Impervious.

#020 Oni Leader

OCCUPATION FORCE: Outwit and when he uses it, he can use Improved Targeting: Characters. He can use it one additional time during your turn for each other friendly character closer to the opponent's starting than your own, but only if that character is 50 points or more -or- is named Oni Hulk.

#021 Punisher Of S.H.I.E.L.D.

I'LL BRING THE BUILDINGS DOWN: When Punisher Of S.H.I.E.L.D. is KO'd, deal 3 damage to each character occupying an elevation other than 1.

S.H.I.E.L.D. NETWORK: When Punisher Of S.H.I.E.L.D. makes a range attack, he may target a character within his range and the line of fire of an adjacent friendly character named Punisher Squad.

A SHOT AT THE REAL BAD GUYS: When attacking only characters with a point value of 100 or more, modify attack and damage +1. When attacking only characters with a point value of 200 or more, modify both values by an additional +1.

#022 Dr. Stark

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Dr. Strange or Iron Man that's equal or more points (than this character) have "FREE: Replace this character with [WI] #022 Dr. Stark on the same click number."

AUTOMATED COUNTERSPELL: Energy Shield/Deflection. Opposing characters within 4 squares can't use Penetrating/Psychic Blast, Precision Strike, or Pulse Wave.

#023 Iron Punisher

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Iron Man or Punisher that's equal or more points (than this character) have "FREE: Replace this character with [WI] #023 Iron Punisher on the same click number."

DID WE FREE AMERICA?: When Iron Punisher KO's an opposing character, modify a friendly

character's damage +1 until your next turn.

#024 Karolina Dean

RUNAWAYS: Once per turn, when Karolina Dean attacks, if she is adjacent to a friendly character with the Runaways or Young Avengers keyword, she may re-roll a 1 on a die of the attack roll.

REACTIVE ENERGY BARRIER: Barrier, Defend.

When Karolina Dean or adjacent friendly characters are targeted by a range attack, modify the attacker's damage -1.

#025 TV's Spider-Man

IMPROVED MOVEMENT: Elevated.

AGENT TO ALL THE HEROES: Once per turn when another friendly character is healed for 1 or more clicks, heal TV's Spider-Man 1 click.

MOVIE STAR: The first time each turn a character without the Celebrity or Reporter keyword attacks TV's Spider-Man, you may modify his defense +2 that turn. If you do, modify his attack -2 until the end of your next turn.

WAIT! I'M THE WORLD FAMOUS SPIDER-MAN! ALSO, I'M RICH!: STOP. Combat Reflexes.

#026 Spider-Man

WORKING TO KEEP THIS LIFE: Combat Reflexes, but only when Spider-Man doesn't have 2 action tokens.

WHATEVER A SPIDER CAN: Charge, Improved Movement: Elevated, Hindering, Characters. // **POWER:** Move up to your printed speed value and then make a close attack.

#027 Iron Man

"SIR" TONY STARK: Energy Shield/Deflection, but only when Iron Man doesn't have 2 action tokens.

#028 Punisher

SET THE TRAP: **POWER:** Generate a Decoy bystander adjacent to an opposing character within range and line of fire, removing any existing Decoys from the game. // When a Decoy is KO'd by an opponent's attack, deal 3 penetrating damage to each character adjacent to the square it occupied unless the attack total was 2 or greater than Decoy's defense value.

#028bt Decoy

RIGGED TO BLOW: If Decoy was not placed on the map this turn, it can use Pulse Wave. When Decoy uses Pulse Wave after resolutions, KO it.

#029 Daredevil

AIDE TO VICE PRESIDENT FOGGY: Outwit. When he uses it, after resolutions, Perplex at no cost but only to target that character.

#030 Thor

UNDER SETH'S THRALL: Once per turn, adjacent friendly characters with the Mystical keyword and point value of 50 or more have, "DOUBLE POWER: This action deals no pushing damage. Thor may make a close or range attack."

#031 Nico Minoru

RUNAWAYS: Once per turn, when Nico Minoru attacks, if she is adjacent to a friendly character with the Runaways or Young Avengers keyword, she may re-roll a 1 on a die of the attack roll.

SISTER GRIMM: FREE: Choose up to two standard powers, each of a different combat type. You may not choose a power from a type chosen during your last turn. Nico Minoru can use the chosen powers until your next turn.

#032 Victorious

ATTACK FROM THE FUTURE TO ENSURE MY PAST: Phasing/Teleport. When he uses it, if he moved half his speed value or less, after resolutions he make a range attack. If he moved more than half his speed value, Stealth until your next turn.

HIJACKED THE CONQUEROR'S TIME SUIT: Opposing characters within range and line of fire can't use Probability Control. If a character can't use Probability Control because of this power, Victorious can use Probability Control.

#033 Spider-Ma'am

PASTRY DECORATOR WEAPON I MADE: Incapacitate. When she uses it, hit characters can't move until your next turn.

#034 TV's Daredevil

IMPROVED MOVEMENT: Hindering.

MOVIE STAR: The first time each turn a character without the Celebrity or Reporter keyword attacks TV's Daredevil, you may modify his defense +2 that turn. If

you do, modify his attack -2 until the end of your next turn.

#035 Daredevil, Agent of S.H.I.E.L.D.

IMPROVED MOVEMENT: Hindering.

LEVEL 10 S.H.I.E.L.D. AGENT: Daredevil, Agent of S.H.I.E.L.D. and friendly characters within 3 squares are considered adjacent to each other for the purposes of the [S.H.I.E.L.D.] team ability.

TRAINING AND TECH: Running Shot, Sidestep, and Stealth.

#036 Captain America

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Captain America or Thor that's equal or more points have "FREE: Replace this character with [WI] #036 Captain America on the same click number."

HAMMER AND SHIELD: Energy Shield/Deflection, Ranged Combat Expert.

INTIMIDATING PRESENCE: Leadership. If he uses it and succeeds while adjacent to one or more opposing character of 150 points or less, give those characters an action token.

#037 Gertrude Yorkes & Old Lace

RUNAWAYS: Once per turn when Gertrude Yorkes & Old Lace attack, if they are adjacent to a friendly character with the Young Avengers or Runaways keyword, they may re-roll a 1 on a die of the attack roll.

MY PARENTS ONLY LEFT ME ONE THING: At the beginning of the game generate an Old Lace Bystander. When Old Lace would take damage, you may instead deal Gertrude Yorkes and Old Lace 1 unavoidable damage.

YOUNG AVENGERS ASSEMBLE!: Leadership.

When they use it and succeed, you may instead remove an action token from one friendly character with the Runaways or Young Avengers keyword, regardless of adjacency or point value.

#038 Cosmic Spider-Man

IMPROVED TARGETING: Hindering, Elevated, Once per range attack, this character can draw a line of fire through one piece of Blocking terrain. Immediately after the attack resolves, destroy that piece of Blocking terrain.

#039 Peter the Hunter

ENSLAVED KRAVEN FAMILY: At the beginning of the game, generate the 4 bystanders listed on this card in your starting area. These bystanders have Passenger: 1 this game, but only to carry each other. The first costed action you give one of these bystanders each turn doesn't count towards your action total.

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Spider-Man or Kraven the Hunter that's equal or more points have, "FREE: Replace this character with [WI] #039 Peter the Hunter on the same click number."

KILLED MY GREATEST ENEMIES: When Peter the Hunter KO's an opposing character of 50 or more points, after resolutions heal him to click #1 and place a Trophy token on this card. When Peter the Hunter would be KO'd, you may instead remove a Trophy token and turn him to his last non-KO click.

#040 Goblin King

FORCE YOU TO RELIVE YOUR WORST NIGHTMARE: When an opposing character misses Goblin King with an attack, after resolutions give that character a Nightmare token. Characters with a Nightmare token modify their attack -1. When a character with a Nightmare token makes an attack, after resolutions remove one Nightmare token from that character.

INFINITY GAUNTLET: FREE: Choose two standard powers. Goblin King can use the chosen powers until your next turn.

[Trait] Goblin King can't use the [Power Cosmic] team ability if he started the game at 75 or 175 points.

#041 The Advocate

ONE WITH THE DARKNESS: Smoke Cloud, but only place up to 3 Smoke Cloud markers. These Smoke Cloud markers are only removed from the map when he uses Smoke Cloud again or is KO'd.

SECRET WEAPON OF THE HAND: Stealth, Improved Movement: Hindering. Before The Advocate

is given a costed action, you may place him in a square of hindering terrain within 3 squares and line of fire.

#042 Punisher of the Strange

IMPROVED TARGETING: Hindering.

FROM AN ALTERNATE EARTH: SIDELINE

ACTIVE - Friendly characters named Dr. Strange or Punisher that's equal or more points (than this character) have, "FREE: Replace that character with [WI] #042 Punisher of the Strange on the same click number."

TO END THE X-VAMPIRES: Characters with the Monster keyword and adjacent opposing characters can't be healed.

#043 Peace Machine

FINE-TUNED REPULSORS: Force Blast. When he uses it, he may target opposing characters within 3 squares and line of fire.

SUPPRESSION FIELD: If a character would take 4 or more damage, it takes 3 instead.

#044 Thordis

MORE THAN A MATCH FOR LOKI: Charge, Flurry, and Sidestep.

FINDING THE REAL THOR: STOP. Defend. Thordis can't be healed.

CALLING THE LIGHTNING: Range of 6.

#045 In-Between

IN THE END, ALL MUST BALANCE OUT: When In-Between is KO'd by an opposing character's attack, if the attacker's force has more than one character, that opponent chooses one of their characters, either the character with the highest point value or the lowest point value. If it was the lowest point value, that character is KO'd. If it has the highest point value, deal that character 3 unavoidable damage.

NEXUS OF REALITIES: Phasing/Teleport. When he uses it, after resolutions if he moved half his speed value or less, he may make a close or range attack.

EQUAL AND OPPOSITE ATTACK: FREE: Choose an opposing character within range and line of fire. In-Between can use the standard attack and damage powers the chosen character can use until your next turn.

#046 Scarlet Centurion

MANIPULATE AVENGERS PAST AND

PRESENT: Mind Control. When he uses it, if he targets one or more characters with the Avengers keyword, modify attack +3.

IMPRISON AND CURE SUPER-BEINGS:

Incapacitate. When Scarlet Centurion uses it, hit characters can't use powers until your next turn.

FORCE YOU TO CONFRONT PAST SELVES:

Probability Control. If two characters with the same name are on the map, he can use it to reroll those characters' attack rolls regardless of range or line of fire.

#047 Poison

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

A BRIDE WORTHY OF MY TIME: Once per game, at the beginning of your turn, you may generate a Carnage-Gwen bystander.

A STINGER THAT COULD BREAK ROCK:

Poison deals penetrating damage. When he hits a character that can't use Toughness, Invulnerability, or Impervious, increase damage dealt by 1.

#048 Venom Hulk

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

LEAVE ME ALONE!: Quake, Super Strength. When Venom Hulk uses Quake, he may instead deal his printed damage value.

SYMBIOTIC BONDING: Super Senses, Toughness and Regeneration.

ENGULFING TENDRILS: Poison, Range of 4. When Venom Hulk hits a single opposing character with a range attack, you may place that character adjacent to Venom Hulk after resolutions.

#049 Venom Thor

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

TENDRILS: When Venom Thor hits with a range attack, hits characters are given a Tendril token (Maximum 1).

CONSTRICTING TENDRILS: Poison. When he uses it, characters with Tendril tokens are placed adjacent to him before he deals damage and, after resolutions, those characters remove all Tendril tokens.

#050 Venom Punisher

IMPROVED MOVEMENT: Elevated.

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

ANY DISGUISE OR WEAPON I NEED FOR MY WAR ON CRIME WITH ONLY A THOUGHT:

Exploit Weakness, Perplex.

#100 The Captain

FROM AN ALTERNATE EARTH: *SIDELINE*

ACTIVE - Friendly characters named Captain America or Thor that are equal or more points (than this character) have "FREE: Replace this character with [WI] #100 The Captain on the same click number."

THERE'S PLENTY ONE MAN CAN DO... IF HE'S THE RIGHT MAN!:

Before The Captain is given a costed action, you may knock back any number of adjacent opposing characters 2 squares.

HEADS UP, AVENGER! I'VE GOT A SPECIAL DELIVERY WINGING ITS WAY TOWARDS YOU!:

POWER: Choose a friendly character within range and line of fire. All opposing characters adjacent to the chosen character are knocked back 2 squares from the chosen character's square. If the chosen character is named Thor, after resolutions that character can make an attack.

#101 Spider-Man

IMPROVED MOVEMENT: Hindering, Elevated.

UNPREDICTABLE ARACHNID: Super Senses but succeeds on a result of 4-6.

#102 Iron Man

MY LATEST ARMOR AND FLIGHT

COMPUTER: Energy Shield/Deflection, Invulnerability.

#103 Punisher

SHOCK & AWE: Sidestep, Stealth. When Punisher uses Sidestep, after resolutions Punisher may use Smoke Cloud at no cost.

#104 Daredevil

IMPROVED MOVEMENT: Elevated, Hindering.

THE DEVIL OF HELL'S KITCHEN: Charge, Flurry and Stealth. When he uses Flurry and hits the same character twice, after resolutions, give that character an action token.

#105 Thor

MIGHT OF MJOLNIR: Empower, Enhancement.

#106 Nico Minoru

SPELL: "MARIONETTE": Incapacitate, Telekinesis.

SPELL: "PREVENT ATTACK": Barrier, Super Senses.

#G001 Ameridroid

COLOSSAL RETALIATION: RAGDOLL

THROW: FREE: If no other Colossal Retaliation power has been activated this turn, choose an opposing character that attacked Ameridroid or damaged a friendly character since your last turn. Place Ameridroid such that he can make a close attack targeting the chosen character and also target all other characters within 2 squares of the target. Hit characters are each dealt 3 damage instead of normal damage. After resolutions, place the chosen character in any square within 6 squares and line of fire of Ameridroid.

COLOSSAL INDIFFERENCE: STOP. Toughness. If Ameridroid began the game on the 15-point starting line, he can't attack smaller characters except via Colossal Retaliation.

FINGER ROCKETS: Four [targets].

15th Anniversary Elseworlds

#001 Batman

SHIFTING FOCUS - BATMAN: FREE: If Batman began your turn on the map, replace him with another character with this trait on the same click number.

THEY DON'T EVEN REALIZE HOW MUCH THEY NEED ME: Perplex. UNIQUE MODIFIER - He may use Perplex to target all other friendly characters within 4 squares and line of fire, choosing the same single combat value other than damage to modify.

#002 Superman

SHIFTING FOCUS - SUPERMAN: FREE: If Superman began your turn on the map. Replace him with another character with this trait on the same click number.

DEEP IMPACT: Precision Strike, Quake. When Superman uses Leap/Climb, after resolutions he may use Quake at no cost.

#003 Wonder Woman

BRACELET BASH: Force Blast. When Wonder Woman misses with a close attack, after resolutions she may use Force Blast at no cost.

#004 Green Lantern

TEAM TRANSPORTER: When Green Lantern is the only character on your force with the [Green Lantern] Team Ability symbol and uses [Carry], before moving you may roll a d6. **5:** One carried higher-point character may be given a costed action this turn. **6:** Up to two carried higher-point characters may each be given a costed action this turn.

#006 Templar

FOR DIVINE GLORY: Penetrating/Psychic Blast. When he uses it and the target has the Monster or Mystical keyword, this action doesn't count against your action total.

#007 The Bat

THE STRENGTH I NEED AT A TERRIBLE COST: At the beginning of your turn, you may roll a d6 that can't be rerolled and add The Bat's click number. On a result of 7 or more, you replace The Bat with [EW] #020 The Joker Creature on the same click number plus 2.

#008 Super Police

APPREHEND THE ALIENS!: Charge, Plasticity.

#009 Gunfighter

HIGH NOON: If Gunfighter is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, Gunfighter must be one of its targets.

#010 Super Men

ELECTRO-STUNNER: Incapacitate. When he uses it as part of a CLOSE action, he may target up to 2 adjacent characters.

#011 Diana Prince (Justice Rider)

HIGH NOON: If Diana Prince (Justice Rider) is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, Diana Prince (Justice Rider) must be one of its targets.

NEW SHERIFF IN TOWN: Leadership. **UNIQUE MODIFIER** - When she uses it and succeeds, other friendly characters that share a keyword with her modify their attack and defense +1 until your next turn.

#012 Kid Flash (Justice Rider)

HIGH NOON: If Kid Flash (Justice Rider) is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, Kid Flash (Justice Rider) must be one of its targets.

QUICKEST SHOT IN THE WEST: Hypersonic Speed. When he uses it, he doesn't halve his range value.

#013 John Jones (Justice Rider)

ALWAYS GET MY MAN: At the beginning of the game, choose an opposing character. If John Jones (Justice Rider) would get a second action token while adjacent to the chosen character, instead he doesn't get an action token.

HIGH NOON: If John Jones (Justice Rider) is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, John Jones (Justice Rider) must be one of its targets.

MANHUNTING LAWMAN: Charge, Plasticity.

#014 Batman

IMPROVED MOVEMENT: Hindering, Elevated.

THERE MUST ALWAYS BE A BATMAN: When Batman would be KO'd, you may instead KO another friendly character with a point value of 25 or more and turn Batman to click #1.

#015 Superman

I PLEAD GUILTY, YOUR HONOR: Whenever Superman deals damage from an attack, you may choose to deal an amount of damage from 1 to his damage value instead of normal damage. If Superman KO's an opposing character, after resolutions, deal him 1 unavoidable damage.

#016 Wonder Woman

BRACELETS: Super Senses, but only when targeted by a range attack.

CREATED EQUAL: Incapacitate, Super Strength.

I PRAY ATHENA GUIDES US IN DOING WHAT IS RIGHT FOR MANKI-... UHM... HUMANITY:

Leadership. When she uses it, increase the result by 1 for each adjacent friendly character with the Amazon keyword.

#017 Green Lantern

THE POWER BATTERY IS DRAINING... I HAVE

LIMITED TIME: At the beginning of the game, place 8 Battery tokens on this card. When Green Lantern attacks, remove a Battery token. When there are no Battery tokens on this card, Green Lantern can't make range attacks or use powers or abilities.

TO FIGHT DARKSEID AND APOKOLIPS: Pulse Wave, Telekinesis.

#018 The Flash

SAVING THE PRESIDENT: Once per game, if another friendly character within 10 squares and line of fire would be hit by a range attack, you may place The Flash in a square adjacent to the target and that attack misses that target. If you do, for the rest of the game, The Flash's speed value becomes 0 and he can use Sidestep and Outwit.

#019 Oliver Queen, Templar

IMPROVED TARGETING: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

HEAVEN GRANTS ME PROTECTION: If Oliver Queen, Templar would take damage from the [Mystics] team ability, instead heal him 1 click.

MAGIC ARROWS: Penetrating/Psychic Blast. When he targets a character with the Monster or Mystical keyword, modify attack +1. If the target has both keywords, also modify damage +1.

#020 The Joker Creature

THE CREATURE, IT'S... YOU, DR. WAYNE!:

When The Joker Creature replaces [EW] #007 The Bat, give each other character within 6 squares and line of fire an action token.

HE STALKED THEM AT NIGHT: The Joker Creature deals penetrating damage to characters with 2 action tokens. When The Joker Creature hits a character, after resolutions give that character an action token if The Joker Creature occupies hindering terrain.

#021 Bizarro Police

BIZARRO D.N.A. DEGRADATION: Bizarro Police takes a maximum of 1 damage from attacks. When Bizarro Police is hit with an attack and his defense value is equal to the attacker's attack total, KO Bizarro Police. Protected: Outwit, Pulse Wave.

#022 Clockwork Man

CALCULATED YOUR DEFEAT: Precision Strike. **UNIQUE MODIFIER** - When Clockwork Man hits an opposing character, that character modifies attack -1 until your next turn.

#023 Pete Ross

ENHANCED ELECTRO-STUNNER: Incapacitate. When he uses it, also target all opposing characters adjacent to the original target.

FREEDOM HAS A PRICE. MINE IS TWO HUNDRED MILLION.: STOP. Opposing characters within 4 squares can use Incapacitate and Toughness.

#024 Nekhrun, The Bat-God

AVATAR OF DARKNESS: Other friendly characters can use the [Batman Ally] team ability. When Nekhrun, The Bat-God is KO'd by an opponent's attack, for the rest of the game other friendly characters can't be targeted by opposing characters 4 or more squares away.

#025 Jakita Wagner

BURSTS OF INCREDIBLE SPEED: When Jakita Wagner has no action tokens, she can use Hypersonic Speed and modifies speed +2. When she has one action token, she can use Charge and modifies speed +1.

PLANETARY: ARCHAEOLOGISTS OF THE IMPOSSIBLE: Once per turn, Outwit -or- Perplex.

#026 Batman

WORLD WITHOUT A SUPERMAN: Modify this character's attack +2 when attacking only characters of 50 points or less. Modify this character's attack -1 when attacking only characters of 150 points or more

DEAD! DEAD! DEAD!: When a friendly character is KO'd, you may place Batman in the KO'd character's

square. **UNIQUE MODIFIER** - If you do, modify his combat values by +1 until the end of your next turn.

SKILLS THAT RIVAL SHIVA: Combat Reflexes, Toughness.

#027 Superman

YOU THINK I CARE HOW MANY OF YOU I KILL?: Super Strength. When he KO's an opposing character with a close attack, after resolutions you may generate a standard heavy object he begins to hold.

PLAYED EVERYBODY FOR FOOLS: Shape Change, Stealth and Super Senses, but only if Superman hasn't made an attack this game.

#028 Wonder Woman

WORLD WITHOUT A SUPERMAN: Modify this character's attack +2 when attacking only characters of 50 points or less. Modify this character's attack -1 when attacking only characters of 150 points or more

HAS MY MISSION TO MAN'S WORLD

FAILED?: STOP. Impervious. When this power is first revealed, after resolutions choose one: Remove an action token from all friendly characters -or- give all opposing characters an action token.

BATTLING PUBLIC OPINION: Leadership. When she uses it and succeeds, choose a friendly character. Until your next turn, that character has PROTECTED: Outwit and can't have its combat values negatively modified.

#029 Green Lantern

WORLD WITHOUT A SUPERMAN: Modify this character's attack +2 when attacking only characters of 50 points or less. Modify this character's attack -1 when attacking only characters of 150 points or more

BIG GREEN BOXING GLOVES: Giant Reach: 3. When he uses it, he can use Improved Targeting: Elevated, Characters.

GREEN SHIELDING: Energy Shield/Deflection, Toughness.

DON'T KNOW HOW LONG I CAN KEEP YOU SUPER-CHARGED: POWER: Choose another friendly character within 3 squares and line of fire. Until your next turn, that character can use Invincible and modifies attack and damage +1. At the beginning of your next turn, deal Green Lantern 1 unavoidable damage, even if this power is lost.

#030 The Flash
IMPROVED MOVEMENT: Hindering.

WORLD WITHOUT A SUPERMAN: Modify this character's attack +2 when attacking only characters of 50 points or less. Modify this character's attack -1 when attacking only characters of 150 points or more

A CONSTANT BLUR OF MOTION: Energy Shield/Deflection. When the Flash is missed by an attack, you may immediately place him up to 3 squares away.

#031 Green Lantern of Gotham
FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Batman or Green Lantern that are equal or more points (than this character) have "FREE: Replace this character with [EW] #031 Green Lantern of Gotham on the same click number."

ALL THIS POWER, LIMITED BY MY WILL: When Green Lantern of Gotham has 2 action tokens, he can use Barrier as a FREE action until your next turn.

EMERALD KNIGHT: Phasing/Teleport, Running Shot, and Stealth.

#032 Green Lantern of Krypton
FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Superman or Green Lantern that are equal or more points (than this character) have "FREE: Replace this character with [EW] #032 Green Lantern of Krypton on the same click number."

MY BODY ADAPTED TO LIVING ON KRYPTON: Charge, Improved Movement: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

YOU WON'T SHOOT, IF YOU KNOW WHAT'S GOOD FOR YOU: Probability Control, but only when targeted by a range attack.

#033 The Ray
[125 pts] WE WILL MAKE THINGS RIGHT AGAIN: The Ray's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. The Ray has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

[25 pts] ISOLATED FROM THIS VIOLENT WORLD: The Ray begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click #11, he can't be moved or placed. When he is the only character on your force or an opposing character critically hits another friendly character, you may turn him to click #6 and he can't be healed for the rest of the game.

JUSTICE SHINES BRIGHT: FREE: Choose an opposing character within 8 squares. Until your next turn, if The Ray has line of fire to that character, that character can't make attacks.

#034 Green Oracle
FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Oracle, Batgirl or Green Lantern that are equal or more points (than this character) have "FREE: Replace this character with [EW] #034 Green Oracle on the same click number."

#035 Dale Suderman
MOST FAMOUS ATHLETE ON EARTH: The first time each turn a character without the Celebrity or Reporter keyword attacks Dale Suderman, you may modify Dale Suderman's defense +2 that turn. If you do, modify his attack -2 until the end of your next turn.

I DIDN'T KNOW I WASN'T... FROM AROUND HERE: STOP. For the rest of the game Dale Suderman has the [Wing] Speed symbol and can't be healed.

#036 The Drummer
READING THE INFORMATION FLOWS: Once per turn, when an opposing character within range and line of fire would use one of Outwit, Perplex or Probability Control during their turn, you may choose that instead the opposing character can't use that power that turn.

PLANETARY: ARCHAEOLOGISTS OF THE IMPOSSIBLE: Once per turn, Outwit -or- Perplex.

#037 The Flying Batman

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named Batman or Superman that are equal or more points (than this character) have “FREE: Replace this character with [EW] #037 The Flying Batman on the same click number.”

HERO OF GOTHAM: Defend, Toughness.

#038 Colonel Wayne

HIGH NOON: If Colonel Wayne is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, Colonel Wayne must be one of its targets.

CAVALRY CHARGE: Running Shot, Improved Movement: Hindering, Characters.

FIND MY CONTACT, AGENT REDBIRD: Once per game, FREE: Generate a Redbird bystander.

#039 Sergeant Kent

HIGH NOON: If Sergeant Kent is the last character with this trait to hit an opposing character with a range attack, until your next turn, if the hit character makes a range attack, Sergeant Kent must be one of its targets.

I'LL TAKE THE BULLETS FOR THE BOYS: Defend. Opposing characters can't use Improved Targeting to draw line of fires through Sergeant Kent.

#040 Al Jhor Dan

GENIE OF THE LAMP: FREE: Choose a standard power and one of the following: [Wing] symbol, [Dolphin] symbol, [Giant] symbol, or [Tiny] symbol. Al Jhor Dan can use the chosen power and has the chosen symbol until your next turn.

1001 (KNIGHTS OF EMPIRES): Perplex. If he uses Perplex to modify the same character and same value as during your last turn, he can modify it by +2 or -2 instead.

#041 Sinestro

FROM AN ALTERNATE EARTH: SIDELINE ACTIVE - Friendly characters named The Joker or Sinestro that are equal or more points (than this character) have “FREE: Replace this character with [EW] #041 Sinestro on the same click number.”

HERO OF QWARD: Perplex, but only to negatively modify combat values.

HERO OF THE CORPS: Pulse Wave, [Green Lantern] team ability.

ULTIMATE NEMESIS: Opposing characters with the Batman Family, Gotham City, or Green Lantern Corps keywords modify their attack -1. If they target Sinestro, modify their attack an additional -1.

#042 Green Lantern

ONE LAST EARTHLY MISSION: When another friendly character is KO'd, place a Resurrection marker in a square they last occupied. // When Green Lantern is adjacent to a Resurrection marker, she has, “FREE: Choose the name of a friendly character with a point value of 10 or more that has been KO'd and hasn't yet been chosen this game. Replace the Resurrection marker with a KO'd character with that name and give Green Lantern an action token, if possible. Turn the KO'd character to any click it could have been on this game.” At the beginning of your next turn, remove that character from the game but don't score it.

#043 Leatherwing

CAPTAIN OF THE FLYING FOX: At the beginning of the game, generate a Robin Redblade bystander. // Passenger: 4, but only to carry characters with the Pirate keyword.

DOWN FROM THE RIGGING AND ACROSS

THE DECK: Leap/Climb, Sidestep. When Leatherwing uses Leap/Climb and moves half his speed value or less, after resolutions he may make a range attack.

FLOURISH OF THE BLADE AND CLOAK:

Blades/Claws/Fangs, Smoke Cloud. When he uses Blades/Claws/Fangs, after resolutions he may use Smoke Cloud at no cost.

#044 Diana Prince

INVESTIGATING PLANETARY: Opposing characters within 4 squares and line of fire can't use Outwit or Perplex.

SWORDS MANIFESTED FROM MY

WRISTBANDS: Blades/Claws/Fangs. CLOSE: Make a close attack targeting each opposing character within 2 squares and line of fire.

AVENGE THE AMAZONS, BUT REMEMBER

THEIR HEART: Close Combat Expert, Support.

#045 King Aquaman

[110 pts] WE WILL MAKE THINGS RIGHT

AGAIN: King Aquaman's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. King Aquaman has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

[20 pts] ISOLATED FROM THIS VIOLENT

WORLD: King Aquaman begins the game placed at least 6 squares from any starting area and not adjacent to another character. While on click #11, he can't be moved or placed. When he is the only character on your force or an opposing character critically hits another friendly character, you may turn him to click #6 and he can't be healed for the rest of the game.

I HAVE RESPONSIBILITIES YOU CANNOT

EVEN DREAM OF: At the beginning of your turn, you may place a water terrain marker in any square of clear terrain within 8 squares. // FREE: Choose an opposing character that occupies water terrain within 8 squares. Place that character into an adjacent square.

#046 Elijah Snow

THE BIG FREEZE: Once per game, FREE: For the rest of the game, while Elijah Snow is on the map other characters that can't use [Flight] can only move in a direct path.

CHILL IN YOUR BONES: FREE: Choose one that hasn't been chosen yet this game: POWER, CLOSE, RANGE, or MOVE. Until your next turn, when an opposing character is given an action of the chosen type, after resolutions give that character an action token. If you can't, deal them 1 unavoidable damage.

PLANETARY: ARCHAEOLOGISTS OF THE

IMPOSSIBLE: Once per turn, Outwit -or- Perplex.

#047 Batman

IMPROVED MOVEMENT: Hindering.

THE DARK KNIGHT RETURNS: WE'VE

ALWAYS BEEN CRIMINALS: When Batman occupies clear terrain, and is given a costed action, after resolutions you may place him in printed hindering terrain within 4 squares and line of fire.

STRIKING TERROR... BEST PART OF THE

JOB: Outwit, Shape Change.

#048 Robin

COMPUTER CLASSES, DUH: At the beginning of the game generate either the Batcycle or Batwing bystander. When that bystander is KO'd, after resolutions generate the other bystander.

THE DARK KNIGHT RETURNS: GET SEEN

AND YOU'RE FIRED: Shape Change, but only when Robin occupies clear terrain. When she occupies hindering terrain, Perplex but only to target another character occupying hindering terrain.

#048bta Batcycle

PASSENGERS: 1

#048btb Bat-Wing

PASSENGERS: 2

#049 Green Arrow

IMPROVED TARGETING: Elevated, Hindering, Characters.

THE DARK KNIGHT RETURNS: NOT HIDING

ANYMORE: When Green Arrow occupies clear terrain, Sidestep and opposing characters can't draw lines of fire to him unless: they are within three squares of him -or- he has 2 action tokens.

...IT STILL HURTS WHEN IT'S COLD: Green Arrow can't make range attacks when he has 1 action token.

KRYPTONITE ARROWS: When Green Arrow hits with a range attack, the hit target can't use defense powers until your next turn. If the hit target has the Kryptonian keyword also give it an action token.

#050 Superman

A SYMBOL OF AUTHORITY... AND

OBEDIENCE: At the beginning of your turn, you may roll a d6. **5-6:** Until your next turn, Superman has PROTECTED: Outwit, opposing Probability Control. **3-4:** You may remove an action token from him. **1:** He has IMMOBILE until your next turn.

WE MUST NOT REMIND THEM THAT GIANTS

WALK THE EARTH: Charge, Stealth. If Superman began the turn occupying hindering terrain, don't halve his speed value when using Charge this turn.

SOLAR POWER STORED BY A SUFFERING WORLD: When Superman occupies printed outdoor hindering terrain, FREE: Roll a d6. Heal him of half the result and put a Scoured marker in that square. Squares with Scoured markers in them are considered clear terrain instead of hindering terrain for the rest of the game.

#100 Hourman

REVERT TO RICK: Charge, Sidestep. At the beginning of your turn, remove an Hour token. When Hourman has no Hour tokens turn him to click #2.

HOUR OF POWER: At the beginning of your turn give Hourman an Hour token. When Hourman has three Hour tokens, turn him to click #9.

#101 Batman

GRAPPLING GUN: Improved Movement: Elevated, Hindering.

#102 Superman

LEADER OF HEROES: Leadership. When he uses it and succeeds, other friendly characters that share a keyword with Superman modify their defense +1 until your next turn.

#103 Wonder Woman

LASSO-WIELDING WARRIOR: Charge, Flurry and Plasticity.

#104 Green Lantern

BEWARE MY POWER: FREE: Choose: Penetrating/Psychic Blast, Perplex, or Telekinesis. Green Lantern can use the chosen power until your next turn.

#105 The Flash

BRACE YOURSELF, WE'RE GOING TO MOVE QUICKLY: Passenger: 1.

#106 Cyborg

REVERBERATING MULTITHREADED ION CANNONS: Energy Explosion, Penetrating/Psychic Blast.

#G001 The Skyscraper Wonder Woman

IMPROVED MOVEMENT: This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through.

MAGNETIC SKIN: Plasticity, Sidestep. When an adjacent opposing character fails to break away, after

resolutions give it an action token. If you can't, deal it 1 unavoidable damage.

THE TRIAL OF ICE: When The Skyscraper Wonder Woman hits an opposing character, after resolutions choose one: give that character an action token -or- place that character in any square within 5 squares of The Skyscraper Wonder Woman that's closer to your starting area than its current square.

COLOSSAL RETALIATION: BURY YOU IN SAND: FREE: If no other Colossal Retaliation power has been activated this turn, choose an opposing character that attacked The Skyscraper Wonder Woman or damaged a friendly character since your last turn. Place The Skyscraper Wonder Woman such that it can make a close attack targeting the chosen character and also target all other characters within 2 squares of the target. Hit characters are each dealt 3 damage instead of normal damage and can't move or be placed or make range attacks during their next turns.

COLOSSAL INDIFFERENCE: STOP. Toughness. If The Skyscraper Wonder Woman began the game on the 15-point starting line, she can't attack smaller characters except via Colossal Retaliation.

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#WK DP17-001 Sinestro

INFUSED FROM THE POWER BATTERY (325 PTS.): [Quintessence].

ARMORED IMMUNITY: PROTECTED: Exploit Weakness, Incapacitate, Mind Control, Penetrating/Psychic Blast.

COLOSSAL RETALIATION: BOLT TO THE BRAIN: FREE: If no other Colossal Retaliation power has been activated this turn, choose an opposing character that attacked Sinestro or damaged a friendly character since your last turn. Place Sinestro such that he can make a close attack targeting the chosen character and also target all other characters adjacent to that character. Hit characters are each dealt 3 damage instead of normal damage and can't make an attack during their next turn.

COLOSSAL INDIFFERENCE: STOP. Toughness. If Sinestro began the game on the 25-point starting line, he can't attack smaller characters except via Colossal Retaliation.

WK DP17-002 Doomsday

YOUR WORST NIGHTMARE: If Doomsday is 100 points, he is KO'd if he crosses the blue KO line. If Doomsday is 200 points, he is KO'd if he crosses the red KO line.

THE ULTIMATE SURVIVOR: When attacked, modify defense +1 for each Adapted token on the attacker. When Doomsday is hit by an attack, you may place Doomsday in an adjacent square that is closer to the attacker.

UNTIL HE KILLED EVERY LIVING THING ON THE SURFACE: Plasticity, PROTECTED: Perplex. When Doomsday KO's an opposing character, after resolutions remove all action tokens from him and heal him 1 click. Doomsday can't be healed in any other way.

HIDEOUS EVOLUTION EXPERIMENT: STOP. Invulnerability. When this click is revealed due to damage taken from an attack, after resolutions put an Adapted token on the attacker.

WK DP17-003 Superman

FIGHTING UNDER A RED SUN: Earthbound/Neutralized, Flurry and Sidestep.

FORMING A SECRET PLAN WITH ALI: When Superman is adjacent to a character named Muhammad Ali, he has, "FREE: Choose a standard power. All opposing characters within range and line of fire can't use that power until your next turn."

WK DP17-004 Muhammad Ali

SUPERMAN, WE ARE THE GREATEST: If a character named Superman is on your force, Muhammad Ali doesn't count for or against a theme team. At the beginning of the game, Muhammad Ali may choose to use Battle Fury this game.

FLOAT LIKE A BUTTERFLY...: Sidestep.

...STING LIKE A BEE: Precision Strike, but his damage dealt can't be reduced below 2 instead of 1.

WK DP17-005 Plastic Man

I'M NOT A CROOK, I'VE REFORMED. GET IT?: Plasticity, Giant Reach: 2. Opposing characters within 2 squares and line of fire treat Plastic Man as adjacent for movement purposes.

A VARIETY OF SHAPES TO ASTOUND YOU!:

When Plastic Man takes damage from an opponent's attack, after resolutions you may replace him with a character named Plastic Man of 75 points or less on the same click number.

PENCIL-THIN PROFILE: Shape Change, but succeeds on a 4-6. If the result is 3, he takes a maximum of 1 damage this attack. If the result is a 2, he takes a maximum of 2 damage this attack.

WK DP17-006 Bat-Knight

WE WILL MAKE THINGS RIGHT AGAIN: Bat-Knight's combat values can only be modified by powers or abilities from characters with [Kingdom Come] team ability symbol. Bat-Knight has PROTECTED: Outwit, but only from characters without the [Kingdom Come] team ability symbol.

ULTIMATE BATMOBILE: [Ram].

WK DP17-007 Zeus

DIVINE AURA FOR ALL MY CHILDREN: Zeus and other friendly characters have PROTECTED: Outwit, opposing Probability Control from opposing characters but only from characters with a lower point value than the target or without the Deity keyword.

UNLIMITED CONTROL OF NATURE: FREE: Choose a standard attack power. Zeus can use that power until he hits an opposing character and actions resolve.

KING OF THE GODS: Leadership, Outwit.

D17-001 Huntress

TOOLS OF THE TRADE: At the beginning of your turn, choose one power that Huntress can use until your next turn: Hypersonic Speed -or- Ranged Combat Expert. // When she uses Hypersonic Speed, modify speed -2.

D17-002 Power Girl

HERITAGE AND ATTITUDE: At the beginning of your turn, choose one to last until your next turn: Super Strength and modify attack +1 while holding an object -or- Battle Fury.

GOOD LUCK TAKING HER DOWN: Toughness, Willpower.

D17-003 The Flash

CAN BARELY HOLD STILL: Flurry, Hypersonic Speed, and Sidestep.

D17-004 Booster Gold

PROTECTOR OF THE TIMELINE: When an opposing character that was not on the map at the start of the game is given an action, you may give Booster Gold an action token. If you do, that character modifies its combat values by -1 until its next turn.

GREATEST HERO THE WORLD HAS NEVER

KNOWN: Probability Control, Shape Change. When he uses Shape Change and succeeds, in addition to normal effects, Booster Gold may also choose another friendly character that may not be targeted by the attack.

D17-005 Robotman

BEING A ROBOT HAS SOME ADVANTAGES:

Regeneration. When he uses it, after rolling you may remove a combination of up to 4 standard objects he is holding, is in the square he occupies, or is adjacent to. Increase the result by 1 for each removed object.

MY METAL BODY WILL PROTECT YOU!:

Defend, Invulnerability. FREE: Modify both Robotman's and one adjacent friendly character's defense +1 until your next turn.

D17-006 Skeets

BEHOLD, THE METAMORPHOSIS OF MISTER

MIND!: If Skeets is 35 points, he is KO'd when crossing the red KO line. If Skeets is 115 points, he has the Monster Keyword. Protected: Pulse Wave.

THE HEADLINES OF 1,000 YEARS: Adjacent friendly characters modify attack +1. If that character is named Booster Gold, modify his attack +2 instead.

SPINNING THREADS OF THE PHANTOM

ZONE: Penetrating/Psychic Blast with a range of 9. When he uses it, after resolutions, give an action token to all hit targets.

I'M SO HUNGRY I COULD EAT A UNIVERSE:

STOP. [Colossal] Symbol. Skeets can't be healed.

D17-007 Blue Beetle

RESIDENT BRAIN AND TECH GENIUS:

Enhancement. Perplex, but only to target friendly characters and can't modify damage values.

D17-008 The Wizard

KEY TO THE GHOST ZONE: Stealth. When The Wizard occupies hindering terrain, FREE: Place him in a square of hindering terrain within 4 squares and line of fire.

GLASTONBURY WAND: Adjacent friendly characters modify damage +1 when making a close or range attack.

D17-009 Blue Beetle

SCARAB-ASSISTED THREAT ADAPTATION: At

the beginning of your turn, you may choose a standard attack power. Blue Beetle can use that power this turn. If Blue Beetle has no action tokens, you may choose Outwit instead.

D17-010 Superman

HEROIC ICON – MORE POWERFUL THAN A

LOCOMOTIVE: When Superman would be targeted by an opposing character's attack, place a Heroic Icon token on this card. When you do, you may remove 2 Heroic Icon tokens from this card. If you do, until your next turn Superman can reduce penetrating damage and takes a maximum of 1 damage from attacks.

HEROIC REINFORCEMENT: POWER: Move a token named "Heroic Icon" to another character with this trait. If that character is adjacent, this is a FREE action instead.

D17-011 Batman

HEROIC ICON – CRIMINALS ARE A

COWARDLY AND SUPERSTITIOUS LOT: When Batman would be targeted by an opposing character's attack, place a Heroic Icon token on this card. When you do, you may remove 2 Heroic Icon tokens from this card. If you do, until your next all opposing character modify their attack -2.

HEROIC REINFORCEMENT: POWER: Move a token named "Heroic Icon" to another character with this trait. If that character is adjacent, this is a FREE action instead.

GAS PELLETS: Smoke Cloud as FREE, but only to place one Smoke Cloud Marker. // FREE: Place Batman in the square of the marker placed by this power.

D17-012 Wonder Woman

HEROIC ICON – BULLETS AND BRACELETS:

When Wonder Woman would be targeted by an opposing character's attack, place a Heroic Icon token on this card. When you do, you may remove 2 Heroic Icon tokens from this card. If you do, until your next Wonder Woman and adjacent friendly characters can't be targeted by range attacks.

HEROIC REINFORCEMENT: POWER: Move a token named “Heroic Icon” to another character with this trait. If that character is adjacent, this is a FREE action instead.

GAS PELLETS: Incapacitate with a range of 3. When she uses it, hit targets don't clear action tokens during their next turn. If a hit target is adjacent, after resolutions Wonder Woman may make a close attack targeting that character.

WK D17-V001 Invisible Plane

PASSENGERS: 1

PILOT ABILITY: WONDER WOMAN'S PERSONAL CRAFT:

Prerequisite: Character of 40 or more points with the Amazon keyword.

-Willpower. If the pilot is named Wonder Woman, Invisible Plane also can't be targeted by opposing characters 6 or more squares away.

HOVER MODE: Invisible Plane may occupy squares of different elevation. **PROTECTED:** Mind Control. When it is dealt penetrating damage, the damage can be reduced.

MODIFIED PURPLE RAY: When the Invisible Plane hits a single opposing character with a range attack, choose one to last until your next turn: The hit character gains [Immobile] -or- The hit character can't make range attacks -or- The hit character can't make close attacks.

WK D17-G001 Titano

DRIVEN BY ANGER AND FEAR: At the beginning of your turn, choose an adjacent opposing character or, if there isn't one, choose an adjacent friendly character. Make a close attack targeting the chosen character.

CLIMB THE TALLEST BUILDING: Modify attack +1 when Titano occupies terrain of the highest elevation on the map that isn't elevation level 1.

COLOSSAL RETALIATION: SWAT: FREE: If no other Colossal Retaliation power has been activated this turn and choose an opposing character that attacked Titano or damaged a friendly character since your last turn. Place Titano such that he can make a close attack targeting the chosen character and also target all other character adjacent to the target. Hit characters are each dealt his printed damage value instead of normal damage. This attack has **KNOCKBACK**. Modify Titano's attack +2 if the original target has the [Flight] symbol.

COLOSSAL INDIFFERENCE: STOP. Toughness. If Titano began the game on the 30 point starting line, he can't attack smaller characters except via the Colossal Retaliation.

WK D17-B001 Ape Superman

Super Strength, Improved Movement: Hindering.

WK D17-B002 Ape The Flash

Super Strength, Improved Movement: Hindering.

WK D17-B003 Ape Green Lantern

Super Strength, Improved Movement: Hindering.

WK D17-B004 Ape Batman

Super Strength, Improved Movement: Hindering.

WK F17-001 Juggernaut

Improved Movement: Hindering, This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through., Characters.

UNLIMITED TELEPATHY, UNLIMITED

MIGHT: POWER: Move in a direct path. After resolutions, Mind Control at no cost targeting all opposing characters he moved through.

A CURE FOR NON-MUTANT POWERS: Outwit.

When Juggernaut uses it, the effect remains until you use this power again -or- he is KO'd.

WK MP17-001 Giant Man

COLOSSAL RETALIATION: WING SWEEP:

FREE: If no other Colossal Retaliation power has been activated this turn and choose an opposing character that attacked Giant-Man or damaged a friendly character since your last turn. Place Giant-Man such that he can make a close attack targeting the chosen character and also target all other characters within 3 squares and line of fire. Hit characters are each dealt 3 damage instead of normal damage and hit characters without the [Wing] Symbol are knocked back.

THEY FALL LIKE DOMINOES: Quake. When he uses it, Giant Reach: X, where X is his current click number.

YOUR BULLETS ARE LIKE PEBBLES: Energy Shield/Deflection, Toughness.

COLOSSAL INDIFFERENCE: STOP. If Giant-Man began the game on the 15-point starting line, he can't attack smaller characters except via Colossal Retaliation.

WK MP17-002 Spirit Of Vengeance Red Hulk

Improved Movement: Elevated, Hindering, Characters.

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

FLAMING WEBBING: Range of 5, 2 [targets]. When Spirit of Vengeance Red Hulk makes a range attack, hit targets are given an action token and dealt 1 penetrating damage instead of normal damage.

FEEL OURR PENANCE PUNCH, PUNKK!: When Spirit of Vengeance Red Hulk hits an opposing character, after resolutions, deal that character penetrating damage equal to the number of action tokens on it.

WK MP17-003 Spider-Carnage

IMPROVED MOVEMENT: Hindering, Elevated, Characters.

ALIEN SYMBIOTE: Plasticity, Shape Change, and automatically breaks away.

REBORN IN BLOOD AND AGONY: When an opposing character takes damage from Spider-Carnage's close attack, after resolutions you may attach the Slash marker to that character, removing it from

anywhere else. When the character with the Slash marker is given an action token, deal it 1 penetrating damage. When that character heals or clears action tokens, remove the Slash marker.

I HAVE TO FIGHT ITS CONTROL: When Spider-Carnage attacks, you may choose that he deals penetrating damage this turn and increases his damage dealt by 1. If you do and he KO's an opposing character this turn, after resolutions deal him 1 unavoidable damage.

WK MP17-004 Captain America

I'LL HELP YOU BREAK FREE OF THE

SKULL'S CONTROL: PROTECTED: Mind Control, can't be knocked back. Friendly characters modify defense +2 when targeted by Mind Control.

PREPARING FOR WAR: When Captain America hits an equipped character, if the equipped item was originally an object, he may choose that attack does not deal damage and instead place the item on his character card. // At the beginning of your turn, you may choose one item on Captain America's character card placed via this trait. If you do, place an item previously equipped by this trait back on his card and then equip the chosen item.

THE LEADER WE NEED: Leadership and it can't be rerolled. When he succeeds, instead remove an action token from up to 150 total points of other friendly characters regardless of adjacency or point value.

WK MP17-005 Spider-Gwen

I CAN STILL HEAR THROUGH THE HELMET: Combat Reflexes, Super Senses.

SUPER SWORD SWINGING CHOP!:

Blades/Claws/Fangs. When she uses it and hits, she can use Sidestep and Improved Movement: Characters, This character can move through Blocking terrain. Immediately after movement resolves, destroy all Blocking terrain moved through this turn.

WK MP17-006a Pym Particle Tank

IMPROVED TARGETING: Elevated, Blocking, this character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

PERSONAL CRAFT: PYM: A themed team may include Pym Particle Tank and is still a themed team as long as a character named Ant-Man, Giant-Man or Hank Pym is on your force.

ENCLOSED ARMOR: Pym Particle Tank's defense powers have Protected: Outwit. Pym Particle Tank can't attack adjacent characters except with [Ram]. Pym Particle Tank can't use the [Pilot Attack] actions.

RAM: MOVE: Improved Movement: Characters. Move along a direct path. After resolutions, make a close attack targeting all opposing characters whose squares were moved through. Each hit character is dealt Pym Particle Tank's printed damage value instead of normal damage. Deal Pym Particle Tank 1 unavoidable damage for each hit character.

HIGH-EXPLOSIVE INCENDIARY: When Pym Particle Tank misses with a range attack, after resolutions deal 1 damage to the target and all characters adjacent to the target.

PASSENGERS: 3

MP17-006b Autopilot Pym Particle Tank

IMPROVED TARGETING: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.), Blocking.

PERSONAL CRAFT: PYM: A themed team may include Autopilot Pym Particle Tank and is still a themed team as long as a character named Ant-Man, Giant-Man or Hank Pym is on your force.

AUTOPILOT: This vehicle may be given actions without a pilot. When it doesn't have a pilot and makes an attack, after resolutions deal it 1 unavoidable damage.

THERE'S A TINY REMOTE ON MY KEYCHAIN: Autopilot Pym Particle Tank can't have a pilot.

PASSENGERS: 3

WK MP17-007 Pym Pocket Tank

PERSONAL CRAFT: PYM: A themed team may include Pym Pocket Tank and is still a themed team as long as a character named Ant-Man, Giant-Man or Hank Pym is on your force.

JUST A KEYRING...: Pym Pocket Tank must begin

the game placed adjacent to a friendly character. When an adjacent friendly character moves, after resolutions, you may place Pym Pocket Tank adjacent to that character.

...THAT CAN RETURN TO ITS ORIGINAL SIZE:

When an adjacent friendly character attacks an opposing character, the attacker may modify its attack -1. If they do and hit, instead of normal damage, replace Pym Pocket Tank with [WK] #MP17-006a Pym Particle Tank on its orange starting line with one of its squares adjacent to the target. If the attacking character is named Ant-Man, Giant-Man or Hank Pym, use the yellow starting line instead. When replacing this character, you may place it in squares occupied by characters and Blocking terrain. Destroy any Blocking terrain in squares it's placed into. Any characters in squares it would be placed into are placed adjacent to it. After resolutions, any characters placed in this way are dealt 2 damage.

M17-001 Scarlet Spider

IMPROVED MOVEMENT: Elevated, Hindering

CALL IN HELP FROM THE SPIDER-VERSE!:

Once per turn for all characters with this trait, when Scarlet Spider hits an opposing character, after resolutions you may roll a d6 that can't be rerolled. **3-6:** Place another friendly character with the Spider-Man Family keyword adjacent to this character.

THE OTHER: Charge, Flurry. When he uses Flurry, he may make up to three close attacks instead of two.

DEAD NO MORE: STOP. Regeneration. When he uses it, the minimum healing is 1 and he can't use Regeneration for the rest of the game.

M17-002 Doctor Voodoo

SPIRITS OF THE ANCIENTS: Probability Control, Mystics team ability.

M17-003 Synapse

NATURAL PSI-TALENTS: Mind Control. When she uses it, you may modify her attack and range +2, but if you do she may only target one character.

M17-004 Polaris

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values by +1 until your next turn.

MAGNETRIX: Telekinesis. When she uses it to make an object attack, increase the damage dealt by 1.

M17-005 Havok

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values by +1 until your next turn.

PLASMA DISCHARGE: Energy Explosion, Penetrating/Psychic Blast.

M17-006 Banshee

ALL-NEW, ALL-DIFFERENT X-MEN: UNIQUE MODIFIER - When this character is healed by the [X-Men] team ability, modify its combat values by +1 until your next turn.

WAIL O' THE BANSHEE: Pulse Wave. When he uses it, hit characters of 100 points or less are also given an action token.

M17-007 Falcon

FIGHTING BESIDE THE BEST FOR YEARS: Leadership. When he uses it and succeeds, you may choose Empower -or- Enhancement. Falcon can use the chosen power this turn.

M17-008 Kate Bishop

HAWKINGBIRD: FREE: Choose one: Close Combat Expert -or- Ranged Combat Expert. Kate Bishop can use the chosen power until you choose again.

M17-009 Miss America

THE LAWS OF PHYSICS CAN KISS MY...: When Miss America makes a close attack targeting an opposing character after resolutions, you may place a Space Portal marker into an unoccupied square adjacent to both her and the target. Before a friendly character is given a CLOSE action, it may be placed adjacent to the Space Portal but may only attack the same target this turn. At the end of your turn, remove the Space Portal.

M17-010 Colossus

DOING WHAT NEEDS TO BE DONE, COMRADE: Passenger: 1. When he carries a lower point character of the same size and moves less than 4 squares, the carried character may still be given a costed action this turn.

M17-011 Storm

YOU WILL RESPECT THIS WORLD...: When

Storm is outdoors, if an opposing character destroys one or more squares of outdoor blocking terrain, deal that character 1 penetrating damage after resolutions.

...OR I WILL TEACH YOU RESPECT: When Storm is indoors, she has "FREE: Destroy a wall or square of blocking terrain within range and line of fire."

M17-012 Blink

IMPROVED MOVEMENT: Elevated, Hinderling, Blocking, Characters.

BLINK, AND MISS THE MOMENT THAT

CHANGES EVERYTHING: Passenger: 1. If Blink is 75 points, she is KO'd when crossing the red line.

SWORN NEVER AGAIN TO INTERFERE: Blink can't use [Carry].

SO MANY CHANCES TO SET THINGS RIGHT:

STOP. For the rest of the game, even if this power is lost, Blink can't be healed and if Blink KO's an opposing character, after resolutions turn her to click #6 and remove all action tokens from her.

M17-013 Dazzler

BORN TO BE CENTER STAGE!: Opposing characters occupying squares within range and line of fire can't use Stealth and modify defense -1.

M17-014 Longshot

JUST LUCKY, I GUESS!: Once per game, when Longshot would be KO'd, instead turn him to click #5 and give him an action token that doesn't deal pushing damage.

THROWING KNIVES: Range of 4, 3 [targets]. When he makes a range attack and hits, roll a d6. Each hit character is dealt damage equal to the result instead of normal damage.

M17-015 Lila Cheney

HANG ON GANG, WE'RE GOING FOR A RIDE: Phasing/Teleport, Passenger: 1. If Lila Cheney is on a New Mutants or X-Men themed team, Passenger: 4 regardless of their speed symbols. When she uses the [Carry] ability and ends her movement within 5 squares of her starting square, after resolutions deal her 1 unavoidable damage.

M17-016 Black Cat

IMPROVED MOVEMENT: Hinderling

TOUGH LUCK: If Black Cat has 1 action token and is targeted by an opposing character's attack, roll a d6 and subtract half the result from the attacker's attack roll.

M17-017 Speed Demon

IMPROVED MOVEMENT: Hindering

TURBO-CHARGED THIEF: When Speed Demon hits an opposing character and his attack total is at least 3 higher than that character's defense value, anything equipped to that character that began the game as an object is KO'd.

M17-018 Silvermane

THE HEAD OF THE MAGGIA: Leadership as if he were 150 points and succeeds on a 4-6. When Silvermane is KO'd, generate Silvermane's Head in the square that he occupied.

KEEP FIGHTING, YA MOOKS!: Invulnerability. Mastermind as if he were 150 points. When Silvermane chooses a character with Mastermind, remove an action token from that character.

WK M17-G001 Dormammu

THE DREAD ONE: If Dormammu costs 350 points, he has the [Power Cosmic] team ability. Otherwise, Dormammu can use Willpower.

DEALMAKER: Dormammu's attack rolls can't be rerolled. When Dormammu attacks, roll three dice instead of two then remove one of the dice and use the result from the other two.

COLOSSAL RETALIATION: REARRANGE REALITY: FREE: If no other Colossal Retaliation power has been activated this turn and choose an opposing character that attacked Dormammu or damaged a friendly character since your last turn. Place Dormammu such that he can make a close attack targeting the chosen character and also target all other characters within 2 squares. Targets of this attack can't use Shape Change, Super Senses, or the [Mystics] Team ability. Each hit character is dealt 2 penetrating damage instead of normal damage. After resolutions, you may place any number of single-base hit characters in each other's squares.

COLOSSAL INDIFFERENCE: THIS REALM MATTERS NOT!: STOP. Toughness. If Dormammu began the game on the 35-point starting line, he can't attack smaller characters except via Colossal

Retaliation.

WK M17-V001 Deadpool's Merc Jet PASSENGERS: 6

PILOT ABILITY: DEADPOOL:

Prerequisite: Character named Deadpool.

-Precision Strike.

PILOT ABILITY: OR ONE OF THOSE OTHER SCHMUCKS:

Prerequisite: Character with the Deadpool Corps or Heroes for Hire keyword.

-3 [targets].

IT STILL FLIES, RIGHT?: Deadpool's Merc Jet may occupy squares of different elevation.

PROTECTED: Mind Control. When it is dealt penetrating damage, the damage can be reduced.

GO FIGHT THAT GUY FOR ME. "BOOT": When Deadpool's Merc Jet moves, after resolutions you may choose one character it carried of 40 points or more and place it adjacent to an opposing character that Deadpool's Merc Jet moved through. If you do, roll a d6. *I-3:* Deal that character 1 unavoidable damage and it may then make a close attack targeting the opposing character.

WK M17-B001 Serpent Spider-Man

Blades/Claws/Fangs, Improved Movement: Hindering.

WK M17-B002 Serpent Punisher

Blades/Claws/Fangs, Improved Movement: Hindering.

WK M17-B003 Serpent Moon Knight

Blades/Claws/Fangs, Improved Movement: Hindering.

WK M17-B004 Serpent Daredevil

Blades/Claws/Fangs, Improved Movement: Hindering.

WK MQS-002 Thor

LIGHTNING SMASH: Quake. When Thor uses it, after resolutions give all hit opposing characters an action token.

WK MQS-003 Captain America

SHIELD UP!: Energy Shield/Deflection.

WK TP17-001 Cyber Shredder

FOOLS, YOU CANNOT ESCAPE MY REACH...

OR FORCE FIELD: Energy Shield/Deflection, Giant Reach: 2.

CYBER BRAINWASHING: Mind Control with a range of 6 and 4 [targets]. If the hit characters' total point value is more than Cyber Shredder's point value, this Mind Control instead misses all targets except one of your choice.

MISS AND PARRY: Impervious. When an adjacent opposing character attacks Cyber Shredder and he takes no damage from the attack, place a Counterattack token on Cyber Shredder. // At the beginning of your turn, remove all Counterattack tokens and Cyber Shredder may make a close attack, increasing his attack value by 1 for each removed marker.

I CONTROL THE LIGHTS AND MAINFRAME: Opposing characters can't target other characters that are 5 or more squares away from themselves.

WK TP17-002 Pizza Face

LIVING PIZZAS: At the beginning of your first turn, choose an opponent. Generate one Living Pizza bystander adjacent to your starting area for each non-bystander character that opponent has on the map.

PIZZA ZOMBIES: Mind Control with a range of 8. When he uses it, you may choose to modify Pizza Face's attack +3. If you do after resolutions, heal the hit target 1 click.

WK TP17-003 Bebop and Rocksteady

IMPROVED TARGETING: This character can make range attacks while adjacent to opposing characters. (May target adjacent or non-adjacent opposing characters.)

YOU SHOOT 'EM, I'LL PUNCH 'EM: When Bebop and Rocksteady make a range attack, after resolutions they may make a close attack.

INEPT MORON MINIONS: Modify defense +2 when targeted by Mind Control. Once per turn, a friendly character of 25 points or more that shares a keyword may target Bebop and Rocksteady with Mind Control.