




A Player's Guide

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Items labeled with a  are available exclusively through Print-and-Play

Any page references refer to the HeroClix 2010 Core Rulebook

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How To Use This Document

This document is divided into two parts. The first part details every clarification that has been made in HeroClix for all game elements. These 40 pages are the minimal requirements for being up to date on all HeroClix rulings.

Part two is a reference guide for players and judges who often need to know the latest text of any given game element. Any modification listed in part two is also listed in part one; however, in part two the modifications will be shown as fully completed elements of game text.

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Section 1 Rulebook

General

- Many figures have been published with rules detailing their abilities. The specifics of these abilities are overridden by the description of the ability in the *Blackest Night Powers and Abilities Card*.

Attack

- The glossary entry for attack begins: “Part of an action...”
- Damage from a critical miss is not part of the attack.

Battle Map Removal

- Characters that are removed from the battle map are not affected by Battlefield Conditions.
- Characters that are removed from the battle map are not affected by game effects that characters on the battle map possess (unless it says otherwise).
- Characters that are removed from the battle map may not use their own powers, team abilities, or feats except as stipulated by the effect removing them from the battlefield.

Colossal Characters

- Colossal characters ignore the Danger Girl and Skrulls team ability.

Combat Values

- When an attack roll is rerolled, the combat values used for the first roll will be used for the second roll.

Compatibility

- All **HeroClix** game lines are compatible with all other **HeroClix** game lines. **HeroClix** has two game systems. **HeroClix: Alpha** characters can be played in **HeroClix** by treating every colored power as a standard power (not the description on the character card) and by using the character card for the keywords.

Damage Taken

- The amount of damage a character takes is always considered the total amount that would be taken assuming the figure is not KO'd.

Event Dials

- Event dials included as part of your force are still subject to having the approval of your opponents.

Feats

- The first paragraph of Using Feats reads: “To use a feat, the prerequisites must be present on the character’s combat dial

at the time that the player gives the character an action or otherwise uses the feat.”

- Characters that are removed from the battle map and placed on feat cards are not affected by Battlefield Conditions.
- Characters that are removed from the battle map (but not eliminated) are not affected by game effects that characters on the battle map possess (unless the effect removing them from the battlefield specifically says that they are). Characters that are removed from the battle map (but not eliminated) may not use their own powers, team abilities, or feats except as stipulated by the effect removing them from the battlefield.

Free Actions

- Any game effect that grants the character a free action can never use that free action to initiate the action that granted the free action in the first place. (For example, the power action of Multiattack cannot be used to give the character a power action for another Multiattack).
- If a game effect allows you to perform a specific power or ability as a free action, then that effect is not considered to be the type of action which would normally be given. (For example, when Zoom uses Flurry during Hypersonic Speed, there is no close combat action given.)

Giant Characters

- A giant character must be one square away from blocking terrain to destroy it with a close combat attack.

Ignoring

- A character which ignores a game effect may still be targeted with that game effect. Any special attributes of that effect will be ignored. For example, a character with the Repulsor Shield feat that is hit with an attack using Ranged Combat Expert would not ignore the attack, it would ignore the +2 damage dealt provided by the Ranged Combat Expert power.

Initiative

- There are many mechanics which require player(s) to select things at the beginning of the game. The initial roll off between players to determine who goes first is used to determine which player performs all of their “start of game” decisions first.

Keywords

- Diacritics (such as the dots above an ü) are the same as their standard letter counterpart. For example, Blüdhaven is the same as Bludhaven
- Hyphens do not alter a keyword. For example, Legion of Super Heroes is the same as Legion of Super-Heroes.

Knock Back

- Powers and abilities that would prevent knock back are checked for before damage from the attack is applied.

Lines of Fire

- When a character has the ability to ignore the effects of other characters for line of fire purposes, it refers only to the fact that character bases do not affect the line of fire. This ability alone would not allow the character drawing a line of fire to ignore powers or abilities by other characters.
- When a character draws a line of fire to an object held by a character, they do not need to draw a line of fire to the character holding the object, only the square itself. Therefore, abilities like Stealth would not prevent the line of fire from being drawn.
- Some special powers allow a character to use a standard power against one or more adjacent characters. When adjacency is specified in this way, the character using the special power does not need to have line of fire on the target(s).
- When a line of fire crosses an intersection, check the line of fire as if it crossed each of the 2 squares that make up the intersection (as if the line were just a little left and then as if it were just a little right). The line of fire across the intersection is considered the same as the line of fire that is more lenient/least restrictive to the character drawing the line of fire.
- Any game effect that has a line of fire drawn to it is considered a target.

Multi-Based Characters

- If a multi-base character has any of its base in hindering terrain and of the rest of its base in clear terrain, it is starting its movement in hindering terrain regardless of which end the movement is lead with.
- If a multi-base character has some of its base in hindering terrain and some of its base in clear terrain, only the part that is in hindering terrain would gain any benefits of hindering terrain for line of fire purposes.
- When a multi-based character moves between walls and/or blocking terrain, the character's narrowest edge must be able to fit between the two terrain features.

Naming

- Abbreviated titles are considered the same as their long forms for determining a character's name. For example, Dr. Octopus and Doctor Octopus are considered the same name.⤵

Objects

- A particular special object can be chosen only once by each player per game.

Powers/Abilities

- When a game effect refers to “a standard {combat type} power” it is referring to a standard power in that combat type's stat. For example, “a standard attack power” would include Quake but would not include Charge (even though there is an attack in Charge, it is not an “attack power”).
- When a special power indicates that a character “can use” a standard power in some way, the use of that standard power must be decided as an action is given and remains in use (or not in use) for the duration of that action including any free actions that are granted by the given action.
- Powers and abilities which allow a character to use a standard power in an altered way only change those aspects of the standard power specifically listed.

Pushing

- On page 7, the first sentence of this heading ends: “... deal one pushing damage to that character after actions resolve.”
- Pushing damage triggered by or during an action must be resolved before the end of the game can be determined.

Terrain

- Walls that are destroyed in the middle of an action are considered destroyed immediately within the action. The adjacent terrain does not become hindering terrain until the end of that action.
- If one type of terrain exists behind other types of terrain, each terrain type must be destroyed separately.
- An “area of terrain” is a square or group of squares that are enclosed by a single colored line. 2 sets of colored lines that overlap or are adjacent are separate areas of terrain.
- Special terrain (orange squares) that require a character to occupy the square, require the entire base must be occupying the terrain.
- Game effects which would allow a figure to relocate terrain may not be used on terrain printed on the map.

Turns

- The “beginning of turn” ends with the first non-free action assigned to a character, unless that action specifically states that it can be given during the beginning of the turn.

Walls

- All walls are assumed to stop exactly at the edges of squares. Even if it looks like a wall “sticks out” into a doorway, it doesn't, and thus diagonal attacks can pass through without being blocked.
- A square of blocking terrain on the opposite side of the wall does not block the line of fire to that square when targeting a wall with a ranged attack.
- If blocking terrain exists on the opposite side of a wall, destroying the wall does not destroy the blocking terrain. Only place a rubble token on the side of the wall without the blocking terrain. A separate attack must be made to destroy the blocking terrain.

Section 2 Powers

Barrier

- Blocking terrain markers can be destroyed as per the rules for destroying blocking terrain. They would be replaced with rubble tokens when destroyed. The rubble tokens are removed from the game the same time that the normal blocking terrain markers are removed from the game.

Blades/Claws/Fangs

- The last sentence ends: “then that damage value is locked until the attack resolves.”

Charge

- Characters using Charge still follow standard rules of movement, including break away and the ability to carry other characters. However, a carried character must be dropped before the Charging character uses the Free Action portion of Charge to attack.
- A Charge out of hindering terrain works at one-fourth the character’s initial speed. First, the character’s move is halved (provided it does not have any powers or abilities that allow it to ignore the effects of hindering terrain on movement) because it begins its move in hindering terrain. Then the move is halved again if the character chooses to use Charge.
- A character using Charge with Super Strength cannot pick up an object as it moves into a square adjacent to an opposing character, unless the Charging character has another power or ability that allows it to ignore the effects of other opposing characters on movement.
- Before the attack roll is made, a character may cancel its Charge ability to intentionally allow for knock back.
- When a character uses Charge and the Carry ability, the standard rule of “replace, then modify” applies. The speed would first be halved and then, if another character is carried, it would be reduced by 2.

Combat Reflexes

- Using this power does not prevent knock back from occurring, if doubles are rolled.
- A character that is normally immune to knock back that has Combat Reflexes can choose to take knock back when hit with a successful attack. When this option is selected, the attacking player still gets to choose the direction of the knock back (if a choice can be made).

Earthbound/Neutralized

- Any abilities that a character can use because of the combat symbol they possess are unavailable when Earthbound/Neutralized as the character’s combat symbols all change when this power is in use.

Energy Explosion

- When knock back occurs from this attack, all characters that take damage from this attack are knocked back normally in the direction away from the attack starting with those farthest from the attacker. If the attacker itself takes damage, it is not knocked back.

- All damage from the Energy Explosion attack is dealt at once. If a character were hit by both an EE attack and splash damage, then that character would be dealt 2 damage. If the character had Toughness it would be dealt 2 damage, minus 1 for the Toughness for a total of 1 damage.

Enhancement

- A Damage Value increased by Enhancement may be used to attack objects and walls in a ranged combat attack.

Flurry

- When attempting to destroy terrain, a character using Flurry must still deal a minimum of 3 damage using one attack.
- Any optional powers that are not in use when the first attack is made with Flurry cannot be used for the second attack.

Hypersonic Speed

- All references to “Hypersonic Speed, Option 1” refer to the power Hypersonic Speed.
- If a character can pick up an object during the move portion of the action before they attack, they would be required to use it if they make a close combat attack. They would not be able to use an object for a ranged attack as doing so requires a ranged combat action (the power only provides a ranged combat attack).
- If the target character is eliminated by the attack, it is removed from the board immediately and the attacking character can occupy that square.
- A flying Hypersonic Speed character can carry another figure while performing this action, however the carried character is “off the board” for the entire movement, including the portion of the movement when the attack takes place. As such, powers and team abilities of the carried character (like Probability Control, Enhancement, etc.) cannot be used during the movement.
- The Hypersonic Speed character commits to the square from which the attack will be made prior to making the attack. If the attack becomes illegal (e.g., Shape Change, Skrulls, etc.), the attack can be made against a different target, though a different square cannot be selected.

Incapacitate

- This power reads: “...its damage value becomes 0 and is locked.”

Mastermind

- Damage transferred with Mastermind can only be directed to one character, even if the damage transferred is more than enough to KO the adjacent character.

Mind Control

- If a character affected by Mind Control KOs another opposing character, or is KOed itself, the controlling player receives the victory points.

- When a character is affected by Mind Control its powers and team abilities, even those powers and team abilities cancelled by the opposing player, may be used as normal. Powers previously countered with Outwit remain countered. Powers that may only be used once per turn may only be used once during the free action.
- A character that is targeted with Mind Control cannot use any feats during the Mind Control action.

Outwit

- When a Special Power is used to counter all powers on a character, it causes new powers to appear on the dial to also be countered, as the character's dial changes.
- If a countered power no longer shows on the dial, but then returns to the dial before the beginning of the Outwitting player's next turn, the power is still countered.
- Outwit counters powers which is different from ignoring a power. Powers like Pulse Wave ignore damage reducing powers while Outwit could be used to counter the damage reducing power. See the Glossary in the rulebook for more information.

Phasing/Teleport

- A character using Phasing/Teleport that has the ability to carry characters can carry characters through blocking terrain and such as it uses Phasing/Teleport.
- A character using Phasing/Teleport that has the ability to pick an object up can do so while using Phasing/Teleport.

Probability Control

- The rule of thumb for using Probability Control is "your own dice on your turn, your opponents dice on your opponent's turn." The typical roll of something like Super Senses would be the defender's roll on the attacker's turn, and so neither team would be able to use Probability Control.
- Rolling either a critical hit or a critical miss does not prevent the roll from being subject to Probability Control.

Penetrating/Psychic Blast

- Any reference to "Psychic Blast" refers to "Penetrating/Psychic Blast".

Pulse Wave

- The sixth sentence of this power reads: "If lines of fire can be drawn to two or more characters, this character's damage value becomes 1 and is locked."
- Powers ignored by Pulse Wave are not considered countered. Powers out of the range of the Pulse Wave attack still affect it normally. If a character using Perplex or Outwit is within range of the Pulse Wave attack, that power is considered "in range" and is ignored during this attack.
- While Pulse Wave ignores powers and abilities, it does not counter them. Therefore, terrain created as a result of using a power is considered terrain and affects Pulse Wave normally, even if the character generating that terrain is within range of the Pulse Wave. Characters holding an object due to a feat or power would still be

able to hold the object and even use the held object (if it helps defensively).

- Characters with feats or team abilities that affect what happens upon their KO (such as Fantastic Four or Lazarus Pit) are still ignored during the Pulse Wave action. They still have a team symbol and are considered members of their teams, so characters outside the range of the Pulse Wave can benefit.
- Any game effects that would prevent a character from being knocked back, if they are ignored by the Pulse Waver, would mean the character is knocked back.
- The character using Pulse Wave does not have any of its powers, traits, abilities, or feats ignored during the Pulse Wave attack.

Quake

- When using Quake against multiple opposing characters and one or more of the characters becomes an illegal target (due to Shape Change, Skrull, etc), the attack is still made against all legal targets. If there are no legal targets then the attack cannot be made.

Running Shot

- Characters using Running Shot still follow standard rules of movement, including break away and the ability to carry other figures. However, a carried figure must be dropped before the character using Running Shot uses the Free Action portion of Running Shot to attack.
- A Running Shot out of hindering terrain works at one-fourth the character's initial speed. First, the character's move is halved (provided it does not have any powers or abilities that allow it to ignore the effects of hindering terrain on movement) because it begins its move in hindering terrain. Then the move is halved again if the character chooses to use Running Shot.
- If a character can pick up an object during the move portion of the Running Shot, they would be able to use it for the attack as well (though it is not required as with a close combat attack).
- When a character uses Running Shot and the Carry ability, the standard rule of "replace, then modify" applies. The speed would first be halved and then, if another character is carried, it would be reduced by 2.

Shape Change

- If Character B makes a successful Shape Change roll against Character A's attempt at targeting Character B, then Character A cannot target Character B with an attack for the rest of the turn.
- If a successful roll of Shape Change is made, but the action declared is not illegal, then the action must continue as stated.
- Shape Change activates only when the character is the target of an attack. Indirect damage, like from Energy Explosion "splash", Poison, or Mastermind, would not activate the power.

Smoke Cloud

- When a power lets a character use Smoke Cloud but limits the terrain markers to squares the character moved

through, the character can place markers in squares it moves through as a result of being moved with TK.

Steal Energy

- A character using Steal Energy while on their first click is not considered healed when an opposing character takes damage from a close combat attack.

Stealth

- Adjacency is not an issue when determining a line of fire to a character using Stealth and occupying hindering terrain. Powers like Probability Control, Perplex, and Outwit, which use a line of fire to determine if the effect can take place, cannot target a character using Stealth that occupies hindering terrain, even if the character with the ability is the character using Stealth itself.
- A giant character that uses Stealth cannot have a line of fire drawn to it when in hindering terrain, regardless of the elevation of an opposing attacking figure.

Super Strength

- If a character is given an action that requires break away and that break away attempt fails, then there is no movement and an object would not be able to be picked up, even if it is adjacent to the character at the start of the action.

Telekinesis

- The fourth sentence reads: “For options 1 and 2, a target character ignores the effects of elevated and hindering terrain on movement.”
- Option 2 includes the sentence: “A target character needs to roll break away (if necessary) and would not ignore the effects of other characters on movement.”
- Characters moved with Telekinesis do not suffer damage from hitting terrain (you cannot slam a character into a wall or hurl them off a building with Telekinesis).
- A character may use Telekinesis to move a character holding an object.
- When using Telekinesis to move an object into a square occupied by a character, that character does not block line of fire to that square.
- A friendly character moved via Telekinesis can still take a non free action the turn it was moved (though it cannot use Telekinesis).
- Option 3’s second sentence reads: “This character makes a ranged attack against the opposing character.”

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Section 3 Abilities

Capture

- The rules for Capture can be seen in Section 11 of this document.
- The first phrase says: “Give this character a power action and make a close combat attack against a single target opposing character with the ✖ damage symbol;”
- If a character is holding an object when captured, the object is placed in the square the character occupied when captured. If there is an object already in the square, the dropped object would be removed from play.
- If a character using this ability loses it, then any captives are released.

Multiattack

- The Capture ability may not be used via the free action granted by Multiattack.

Sharpshooter

- This ability allows the character to make a ranged combat action/attack while based. If the attack targets, then targets of the attack must be the adjacent character(s). Regardless of targets, non-adjacent characters can be affected by the attack (such as would be the case with powers like Pulse Wave and Energy Explosion).

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Section 4 Characters and Special Powers

General

- Print and Play: For WizKids events, players can print any legitimate copy of a cardboard element from HeroClix. The printed version must not be different from a legal WizKids-released version of the element. This policy does not apply to 3D elements, though it does apply to the card that accompanies it.

Avengers

#009 Hulkling

- The keyword “Skrull” is “Skrulls”.

#023 Lionheart

- The keyword “Captain Britain Corps.” is “Captain Britain Corps”.

#029 Taskmaster

- Better You Than Me is a defense power, not a damage power.

#030 Iron Lad

- The keyword “Armored” is “Armor”.

#032 Red Skull

- The special power Cosmic Cube begins “The Red Skull can use Outwit, Perplex, and Probability Control.”

#036 Falcon

- When using Fly-By, if Falcon chooses to use the rest of his halved movement, and he starts the movement adjacent to a character from which he has not yet broken away this turn, he would need to roll break away normally.

#043 Molecule Man

- Molecular Destruction is an attack power, not a speed power.
- Molecular Destruction’s rule text replaces “Once per turn...” with “Once during Molecule Man’s turn...”

#047 Wiccan

- Group Teleportation says “...When he uses this power, he can use the Carry ability to carry up to three friendly characters....”

#049 Two-Gun Kid

- Fanfire’s rule text replaces “two separate close combat attacks” with “two separate ranged combat attacks”

#052 Citizen V

- The character card has Charge listed on it.

#055 Hulk

- Toughness is a defense power, not a damage power.
- Hulk Gonna Tear Your Head Off is a damage power marked with the giant damage symbol.

#057 Scarlet Witch

- This character has the wing speed symbol instead of the boot speed symbol.

#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

- To use Out of the Shadows: (1) Announce the type of non-free action Batman will take, even if it is not a legal action from his current position, as long as it can be legally done from step 3. (2) Reposition Batman from a square of hindering terrain to another square of hindering terrain. (3) Perform the declared action.
- Batman does not need to break away from an adjacent character in order to be placed with Out of the Shadows.

#007 Icicle

- 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.

#009 Emperor Joker

- Unpredictable Omnipotence’s rule text replaces “unpreventable damage” with “unavoidable damage”.

#016 Bouncing Boy

- The keyword “Legion” is “Legion of Super Heroes”.

#017 Parasite

- If Attack Drain is used to copy Super Strength, the actions Parasite must roll 2d6 are when he picks up the object and when he uses it in an attack.
- Parasite can not be given a power action to activate Defense Drain.

#026 Captain Boomerang

- When using Boomerang, making an attack “as if he occupied the square” is for range, knock back and line of fire. All other conditions, such as using an ability that requires adjacency or line of fire, Captain Boomerang is still in his original square.

#028 Zatanna

- onrefn! is an attack power, not a damage power.

#033 Vigilante

- This character has a Transporter Boot symbol instead of the Transporter Wing symbol.

#035 Deadman

- Add “This power cannot be canceled” to the rules text of Possession.
- Feats assigned to the target character cannot be used while possessed.
- Feats assigned to Deadman cannot be used by Deadman while he is possessing a character.
- If Deadman must stop possessing a character and there is no square to which a line of fire can be drawn, Deadman is placed in the closest available unoccupied square. If Deadman chooses to stop possessing a character but has no available square, then he cannot stop possessing the character.
- Possession is not Mind Control. Characters that normally cannot be targeted with Mind Control can be targeted with Possession.
- If Possession is used on the opponent’s last character, then the game would end. Each player would calculate victory points they have earned and the winner would be determined accordingly.

#036 Granny Goodness

- The keyword “Apokalips” is “Apokolips”.

#041 Mr. Mxyzptlk

- When using Object Animation, the line of fire only needs to be drawn to the square(s) – not the character(s).

#048 Dream Girl

- The keyword “Legion” is “Legion of Super Heroes”.

#051 Lobo

- Nobody Rides This Hog but the Main Man cannot be canceled.
- If Bounty Hunter is outwitted, when it returns, a new target character may be selected.

#053 Big Barda & Mister Miracle

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

#055 Green Lantern

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

#101 Aquaman

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

#104 Green Lantern

- This character has the wing speed symbol instead of the boot speed symbol.

Mutations and Monsters

#006 Pete Wisdom

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

#009 Cuckoo

- The special power Hive Mind starts “When Cuckoo is given a non-free action...”

- Coordination says “...When Cuckoo is given a move action, she can use the Carry ability to carry up to two other adjacent Cuckoos.”

#012 Colossus

- The first sentence of Fastball Special reads “Colossus can use Telekinesis, but only Option 3 and only on adjacent objects.”

#031 Professor X

- The keyword “Illuminati” is “Illuminati”.

#034 Archangel

- For clarifications on Fly-By, see Avengers #036 Falcon

#038 Omega Red

- Carbonadium Tentacles is “Blades/Claws/Fangs”, not “Blade/Claws/Fangs”.

#042 Unus the Untouchable

- The knock back from Bounce occurs even if the attack deals no damage (such as a close combat attack with Telekinesis). The knock back would occur after the figure has been moved.

#046 Arcade

- When objects are moved with Murderbots, they use Arcade’s speed symbol as well as his value.

#047 Super-Adaptoid

- See Justice League #017 Parasite for clarifications on “Attack Drain” and “Defense Drain”.
- Perplex and Hammer are both damage powers marked with the giant damage symbol.

#048 Wrecker

- Exploit Weakness is a damage power, not a defense power.

#058 Warskrull

- The keyword “Skrull” is “Skrulls”.

#061 Dark Beast

- When multiple effects can occur simultaneously when using Cruel Experiment, the acting player can choose which effect to apply first.

#200 Iron Man

- The Experience Level is Silver (Unique).

#B005 Amadeus Cho

- Excello says “Amadeus Cho can use Outwit, but must be given a power action instead of a free action.”

Crisis

#007 Jericho

- For clarifications on Possession, see Justice League #035 Deadman

#021 Rip Hunter

- Characters that have had their standard/named powers countered that become adjacent to Rip Hunter, no longer have those powers countered if he is using Time Master.
- If a character adjacent to Rip Hunter is targeted by a power like Joker Makes the Rules (see Justice League #009, Joker), Time Master would prevent all of the standard and named powers from being countered.
- If Rip is the target of a power like Joker Makes the Rules (see Justice League #009, Joker) then his special power would be countered along with all of his standard/named powers, despite using Time Master.

#024 Karate Kid

- The keyword “Legion” is “Legion of Super Heroes”.

#026 Green Arrow

- If Green Arrow uses Hail of Arrows and hits three targets when his damage value was two, there would be a total of five damage to be dealt to the various targets.

#036 Chief

- When removing Manipulate tokens, Probability Control can be used on the d6 roll. The Chief is the character that needs to be targeted for this line of fire.
- If the d6 roll is a 1-2, and The Chief has more Manipulate tokens on his card, he may continue to use Manipulate until he has no more tokens.
- If a force has more than one Chief, each can use this power at the beginning of the turn. Only one action for the action pool can be acquired this way, but each Chief can roll to try to place a Manipulate token.
- When The Chief uses Manipulate to add a token to his card it replaces all other effects of the Leadership roll (e.g., if The Chief was equipped with Tactics, he would choose between a Manipulate token or 2 actions with a successful Leadership roll).

#039 Harbinger

- Harbinger can only use You Are Needed to choose a character that has the same size base as her.

#045 Trigon

- When a Doppelganger is destroyed, it is removed from the game.

#048 Darkseid

- Option 3 of Omega Effect begins “Darkseid’s damage value is 0 ~~for the duration of the action~~ and is locked.”
- The keyword “Apokolips” is “Apokolips”.

#054 Alex Luthor

- If ignoring 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 could occupy.

#059 The Spectre

- Ghostly Guardian reads “... and possesses the Justice Society team ability.”

#060 Monitor

- This character has the wing symbol instead of the boot speed symbol.

#100 Superman

- The special power “Leading the Attack” begins: “Once, at the beginning of your turn, if Superman is adjacent to an opposing character, he can make a close combat attack as a free action, but he can’t attack that character again during that turn.”

#102 Donna Troy

- The Lasso special power ends “... at the same elevation as Donna Troy.”
- Purple Ray does not require line of fire. Donna Troy cannot target herself with this power.

#103 Garth

- Salvage allows Garth to pick up an object under different circumstances. Super Strength would still need to be used by Garth in order to do the picking up/holding.

#225 Anti-Monitor

- The Experience Level is Silver (Unique).
- If Anti-Monitor uses Quake during a Multiattack, he is still limited to targeting no more than 2 characters.

Batman Alpha

#011 Huntress

- This character’s point value is 50.

#014 Alfred

- This character’s point value is 30.

Secret Invasion

#002 Moloid

- Overwhelm is an attack power, not a speed power.

#006a Yellowjacket

- Yellowjacket’s trait says: “Yellowjacket possesses the Avengers team symbol. He doesn’t possess the Skrulls team symbol.”

#006b Yellowjacket

- Yellowjacket’s trait says: “Yellowjacket possesses the Skrulls team symbol. He doesn’t possess the Avengers team symbol.”

#007 Atlantean Warrior

- Being able to use Stealth with Aquatic Invader does not cause all lines of fire to be blocked – hindering terrain must still affect the line of fire.

#008a Ms. Marvel

- Ms. Marvel’s trait says: “Ms. Marvel possesses the Avengers team symbol. She doesn’t possess the Skrulls team symbol.”

#008b Ms. Marvel

- Ms. Marvel's trait says: "Ms. Marvel possesses the Skrulls team symbol. She doesn't possess the Avengers team symbol."

#015 Energizer

- Once markers are removed, the square returns to the terrain type that is showing on the map.

#016 Hercules

- Olympian, The Incredible Herc, and Peerless Warrior all have an Indomitable defense symbol, not the standard defense symbol.

#021 Iron Man

- The second sentence of Extremis reads: "When Iron Man is not using Outwit, he can use Super Senses."

#022 Goliath

- When using Throw, the damage dealt that is multiplied by 2 to get the knock back distance is the final damage dealt after all modifiers have been considered, including critical hits and damage reducing powers.

#024 Spider-Slayer

- The last sentence of Tracking Systems reads: "...if it ends the second move adjacent to the chosen character."

#028 Attuma

- When using Tidal Wave, Attuma can use Quake, so long as at least one opposing characters is targeted.

#030 Punisher

- When using Chaingun, all target characters must be within Punisher's range.
- Resolve each follow up attack from Chaingun before moving on to the next attack. If Punisher loses Chaingun after any attack, no further attacks with Chaingun can be made.

#032a Dum Dum Dugan

- Dum Dum Dugan's trait says: "Dum Dum Dugan possesses the S.H.I.E.L.D. team symbol. He doesn't possess the Skrulls team symbol."
- Deputy Director (Leadership), Perplex and Marksman (Ranged Combat Expert) are all damage powers, not defense powers.

#032b Dum Dum Dugan

- Dum Dum Dugan's first trait says: "Dum Dum Dugan possesses the Skrulls team symbol. He doesn't possess the S.H.I.E.L.D. team symbol."
- The terrain selected by Dum Dum Dugan for S.W.O.R.D.fall does not return to its previous state even when Dum Dum Dugan is KO'd.
- The last sentence of S.W.O.R.D.fall reads: "This area is considered to be clear grounded terrain until the end of the game."
- The selected area from S.W.O.R.D.fall does not remain clear grounded terrain regardless of other game

conditions. Terrain markers, objects, etc. would all behave as hindering/blocking terrain as normal.

#033 Dr. Strange

- If Wand of Watoomb is used to target more than one character with Perplex (like with the feat Brilliant Tactician), a d6 would be rolled once and each target of Perplex would have a single combat value modified accordingly.

#037 Triton

- Aquatic Scout's second sentence begins "When Triton occupies water terrain, any line of fire drawn to him..."

#040 Doom

- When using Powerless to counter all powers or all abilities, Doom must still draw a line of fire to the target.
- Outwitting all abilities of a character with Powerless refers to the Combat Abilities listed on the Powers and Abilities card.

#042a Captain Mar-Vell

- Captain Mar-Vell's trait says: "Captain Mar-Vell possesses the S.H.I.E.L.D. team symbol. He doesn't possess the Skrulls team symbol."

#042b Captain Mar-Vell

- Captain Mar-Vell's trait says: "Captain Mar-Vell possesses the Skrulls team symbol. He doesn't possess the S.H.I.E.L.D. team symbol."

#043 Psycho-Man

- The first sentence of Control Box says "Psycho-Man does not take damage based on the point value of his target(s) when he uses Mind Control."

#048a Elektra

- Elektra's trait says: "Elektra possesses the Hydra team symbol. She doesn't possess the Skrulls team symbol."
- The first keyword is "The Hand"

#048b Elektra

- Elektra's trait says: "Elektra possesses the Skrulls team symbol. She doesn't possess the Hydra team symbol."
- Elektra has the keywords "Skrulls, Spy"

#049 Ringmaster

- The limitation on Mind Control for Top Hat applies only when Ringmaster is using the special power to increase the number of targets he can affect.

#051 Nick Fury

- When Nick Fury uses L.M.D., he is moved to a corner of the map whether the damage was dealt from an attack or not.
- When Nick Fury uses L.M.D. and the attack involves knock back, the attack would be resolved first, then the Nick Fury would be put in an unoccupied square, then the knock back would take place.

#053 Skrull Emperor

- The character card has Shape Change listed on it.

- The only difference in the use of Outwit for Scheme is that it can affect multiple characters. Other requirements – like having a line of fire to each target – are still required.
- If a special power is selected to be countered with Scheme, all characters with a special power of the selected name would be countered, even if the effects are different or in a different combat slot.

#057 Jarvis

- This character has both the Skrulls and Avengers team symbols.

#058 Power Man and Iron Fist

- Wallbuster, Deadly Hands of Kung Fu (Blades/Claws/Fangs), and Power Man are all Duo Attack powers, not standard attack powers.

#099 Susan Richards

- Susan Richards’s character card has a point cost of 120.
- Although Susan Richards ignores terrain for her ranged attacks when she uses To the Negative Zone, characters can still use terrain for the attack. For example, a character with Camouflage would still have lines of fire to it blocked.

#100 Spider-Woman

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

#104 The Thing

- The last sentence of Yer Ever-Lovin’ Pal reads: “On a result of 5 or 6, you can remove an action token from one adjacent friendly character, or two adjacent friendly characters if they and the Thing all possess a single common keyword.”

#105 Dr. Doom

- When using Kneel Before Doom!, each character targeted by Doom that is hit would only be dealt his damage value – no additional damage for adjacency would be dealt to the targets.
- **The first sentence of Kneel Before Doom! reads: “Dr. Doom can use Energy Explosion, but if he hits, he instead deals damage equal to his damage value to each hit target of the attack.”**

#112 Sue Storm

- Characters taking knock back from Get Away from Him! are moved away from the square Sue Storm drew a line of fire to for the attack.

#113 Johnny Storm

- Pour It On! reads: “Johnny Storm can use Energy Explosion, when he does, characters successfully hit are dealt damage equal to the number of times it was hit by this attack times two.”

#115 Victor Von Doom

- Unquestioned has an Indomitable defense symbol, not the standard defense symbol.

Arkham Asylum

#011 The Riddler

- Riddle Me This begins “The Riddler can use Incapacitate once per turn.”
- Riddle Me This ends “if the chosen number comes up on both dice, give the target enough action tokens so that it has two actions tokens.”
- When Riddler uses Perplex with They’ll Never Get This One, the restriction prevents him from targeting friendly characters altogether.

#019 Lashina

- The keyword “Apokalips” is “Apokolips”.

#027 Firefly

- Flamethrower ends “... same square that the target occupied at the time of the attack.”

#030 Amon Sur

- Self Preservation’s second sentence begins “When Amon Sur takes damage from an attack, ...”

#034 Robin

- Batline only allows Robin to ignore clear elevated terrain. Walls, hindering and blocking terrain (even on elevated terrain) would not be ignored.

#041 Frankenstein

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


#042 Ventriloquist

- **Scarface reads: “Ventriloquist can use Incapacitate, but his damage value becomes 1 and is locked instead of 0 until the action is resolved.”**

#057 Saturn Queen

- To use Mind Squeeze, the Incapacitate action must be completely resolved, including Saturn Queen taking a token and push damage if necessary. When she uses Mind Control as a free action, all other aspects of the Mind Control action – requirements on range, line of fire, Shape Change rolls, etc. – must be met in order to attempt the attack.

#061 Clown Prince of Crime

- If Clown Prince of Crime is Possessed, the possession ends when  symbols appear as if the character were KO’d.
- He’s Escaped Again! cannot be ignored.
- Any game effect that would remove Clown Prince of Crime from the game activates He’s Escaped Again!

#099 Batman


- From Among the Gargoyles ends with “when he occupies the rim square and a line of fire is being drawn to him.”
- Dark Knight begins “Once per turn...”

#104 Grodd

- **Grodd’s character card does not have a team symbol on it.**

Blackest Night

#001 Mera

- Mera's trait reads: "Mera **also** has the  Speed Symbol."

HeroClix Classics 2

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

#2-07	Iron Man	 #002
#2-08	Black Widow	 #027
#2-09	Gennady Gavrilov	 #212
#2-10	Iron Man	 #077
#2-11	Nick Fury	 #091
#2-12	Iron Monger	 #090

Watchmen

#011 Dr. Manhattan

- Surrender to Me Personally reads: "When Dr. Manhattan hits a character while using Incapacitate..."

#013 Walter Kovacs

- Leave Me Alone! reads: "Walter Kovacs can use Stealth."

#019 Big Figure

- This Place Is Gonna Explode! begins: "During your opponent's turn..."

#020 Larry and Mike

- Henchmen begins: "When a friendly character using the Underworld team ability..."

Web of Spider-Man

#018 Carnage

- Symbiote Blade ends "...and is locked until the attack resolves."

#035 J. Jonah Jameson

- 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.
- While a character using the Spider-Man team ability is within J. Jonah Jameson's line of fire, it is considered to not be copying any friendly team ability.

#056 Mysterio

- Mind-Numbing Gas reads: "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 Indomitable, Super Senses, or Willpower until the end of that turn."

#064 Cosmic Spider-Man

- Cosmic Spider-Man's attack power should read: "Psychic Webbing: Cosmic Spider-Man can use Incapacitate. If he hits, he can use Telekinesis option 1 as a free action targeting one of the characters hit by Incapacitate."

#104 Daken

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

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Section 5 Special Characters

General

- When a special character's printed rules indicates that they possess an ability that is documented in the latest rulebook, the rules from the rulebook override the printed rules for the character.
- When a special character's printed rules indicate that they can only take one action per turn, it is only referring to non-free actions.

Dark Phoenix

- Replace the first sentence of the first paragraph under Special Rules with: "Dark Phoenix ignores the Exploit Weakness, Force Blast, Incapacitate, Mind Control, Plasticity, Poison, Psychic Blast, Shape Change, Steal Energy, and Support powers, as well as team abilities that duplicate these powers."
- Replace the second sentence under Actions and Pushing with "Dark Phoenix may be pushed each turn; it will not be dealt pushing damage while the Power Cosmic team ability is active."

Fin Fang Foom

Part of a Force Rules

- When Fin Fang Foom uses Energy Explosion or Pulse Wave against multiple targets, the damage dealt per hit is equal to the number of dials he started with, overriding all other restrictions on this number.

Galactus

Scenario Rules

- Under **Combat**, replace the sixth paragraph with: "Galactus can attack and be attacked by grounded and elevated characters."
- Probability Control cannot be used against Galactus' rolls, as Galactus doesn't have a turn.
- Galactus does not retaliate if damaged during its action.
- Galactus is not forced to respond with the same kind of attack that damaged him.
- If the character who dealt damage to Galactus is KOed before Galactus retaliates, then Galactus does not retaliate.
- If Galactus retaliates against more than one character after being dealt damage and misses the character that dealt damage to Galactus but hit one or more other characters, then Galactus may divide his full damage among the characters successfully hit.
- When retaliating, Galactus may still use the Pulse Wave ability, even though it doesn't specifically target a figure, if the figure that damaged Galactus is within range of Galactus' Pulse Wave.
- Galactus' retaliation occurs immediately after the first action resolution that results in Galactus taking damage. For example, during a Hypersonic Speed attack, Galactus

would retaliate immediately after the free action that resulted in Galactus taking damage resolves, before the figure using Hypersonic Speed completes its movement. If Galactus takes damage from the first free action of a Multi-Attack or Cosmic Multiattack, Galactus would retaliate before the second free action occurs; if the second free action also resulted in Galactus taking damage, he would retaliate after that action as well.

Part of a Force Rules

- Add the following to the first paragraph under **Movement**: "Galactus ignores the effects of team abilities on movement."
- Add the following to the first paragraph under **Movement**: "Galactus ignores indoor blocking terrain for movement purposes. Any indoor blocking terrain Galactus crosses is destroyed; mark blocking terrain destroyed in this manner with two rubble markers."
- Replace the first sentence of the first paragraph under **Powers and Abilities**: "Galactus ignores the Exploit Weakness, Force Blast, Incapacitate, Mind Control, Plasticity, Poison, Psychic Blast, Shape Change, Steal Energy, and Support powers, as well as team abilities that duplicate these powers."
- Feats cannot be assigned to Galactus.
- Damage carries over from one combat dial to another. In a battle against Hungry Galactus, for example, if there is 1 click left on the Hungry combat dial, and Galactus takes 2 damage, the "extra" 1 damage is applied to the Starving combat dial.
- Galactus ignores the Skrulls and Danger Girl team abilities.
- When Galactus uses Energy Explosion or Pulse Wave against multiple targets, the damage dealt per hit is equal to the number of dials he started with, overriding all other restrictions on this number.
- When Galactus moves, all parts of his base are considered to be in clear, grounded terrain.

Galactus (Coming of Galactus)

Part of a Force Rules

- Where their powers overlap, the clarifications for Galactus apply to COG Galactus.

Jean Grey Phoenix

- Replace the first bullet point under Special Rules with: "are not affected by Exploit Weakness, Force Blast, Incapacitate, Mind Control, Plasticity, Poison, Psychic Blast, Shape Change, Steal Energy, Support, or any team abilities that duplicate these powers;"

Sentinel

- The Sentinel with an Infinity Challenge set symbol should use the Advanced Sentinel Rules.

Spectre

- When Spectre uses Energy Explosion or Pulse Wave against multiple targets, the damage dealt per hit is equal to the number of dials he started with, overriding all other restrictions on this number.

Starro

- When Starro uses Pulse Wave against multiple targets, the damage dealt per hit is equal to the experience level he started with, overriding all other restrictions on this number.

Section 6 Team Abilities

General

- Any team abilities that refer to a “team member” actually refer to “a character using this team ability.”

AVENGERS

Clarifications: *see Free Moves*

BATMAN ENEMY

Clarifications: *see Sinister Syndicate.*

BROTHERHOOD OF MUTANTS

Clarifications: *see Free Moves*

CRIME SYNDICATE

- The character using this team ability is subject to all the standard rules regarding Probability Control with the additional requirement of placing a token on a character in order to use the ability.

DEFENDERS

- This team ability reads: “Characters using the Defenders team ability can replace their defense value with the unmodified defense value of an adjacent friendly character using the Defenders team ability.”
- The Defenders team ability works in the same manner as the “Defend” power, except that it can only be used with other Defenders team members.
- This team ability can be used during Support.

Free Moves

- When a character with this team ability is given a move action, that action does not get subtracted from the players action pool for that turn. The acting character is still assigned a token and would be dealt pushing damage as normal, if this is not their first token.
- This team ability does not alter what kinds of actions can be assigned to the character. If it has been carried this turn, you could not assign it a move action, as it is “free”. It is not a free action, it is an action which is free from the perspective of your action pool (the number of actions you can assign on a turn).
- If a character with this team ability is given a move action that requires break away, it may still use this ability. On a failed break away roll, it would still get a token and the action will not come from the action pool.

HYDRA

- This team ability reads: “When a friendly character making a ranged combat attack is adjacent to one or more characters using the Hydra team ability, each opposing character targeted by the attacker modifies its defense value by -1 for each character using the Hydra team ability if the characters using the Hydra team ability also have a clear line of fire to the target.”

HYPERTIME

- If a character fails its roll while trying to become adjacent to the Hypertime team member, it may continue its move from the current position. If there are no legal squares in

which the character that failed its roll against the Hypertime team ability may move, the character must end its movement in the first available legal square along the path it took when moving adjacent to the Hypertime team member, even if that square is the square in which the character began its movement.

- This team ability only applies when a character goes from not being adjacent to a Hypertime character to becoming adjacent to a Hypertime character. If one is adjacent to a Hypertime character at the beginning of an action, for example, and rolls successfully for break away, then a Hypertime roll would not be necessary if the character moves and maintains adjacency to that Hypertime character.
- When attempting to move into adjacency with two or more opposing characters using this team ability, one roll is made.
- The character attempting to move into adjacency is the character which makes the roll.

JUSTICE LEAGUE

Clarifications: *see Free Moves*

JUSTICE SOCIETY

Clarifications: *see Defenders*

MASTERS OF EVIL

- The damage applied to a character with this team ability on the third turn it acts is not pushing damage. Willpower (or other effects that allow a character to ignore pushing damage) would not apply to the unavoidable damage this team ability generates.
- The second action a character with this team ability takes is normal pushing damage, for which Willpower and other similar effects would work fine.

MYSTICS

- As the damage from this team ability is not an attack, it would not cause retaliation damage if it were applied to another Mystics character.
- This team ability would still activate as the character is KO'd.
- If a Mystics character somehow deals damages to itself in an attack and does not cancel this ability, it will still activate and damage itself.

POLICE

Clarifications: *see Hydra*

POWER COSMIC

- This team ability reads: “Characters using the Power Cosmic team ability do not take pushing damage and their powers cannot be countered. This team ability can’t be used by wild cards.”
- Powers that allow you to ignore other powers would still be effective against a character using this team ability. Exploit Weakness, for example, does not counter damage reducing

powers, but ignores them, so it would still work against a character with this team ability.

QUINTESSENCE

Clarifications: *see Power Cosmic.*

S.H.I.E.L.D.

- Multiple S.H.I.E.L.D. characters can be used to provide multiple bonuses to a single friendly character. These bonuses are always subject to the Rule of Three.
- The action token is assigned to the S.H.I.E.L.D. characters (for power actions) when they use this team ability regardless as to whether the attack was successful or not.
- The S.H.I.E.L.D. character does not have to have a line of fire to the target in order to use this ability.
- The S.H.I.E.L.D. character's action is to be declared with the announcing of the action that includes the ranged combat attack.

SINISTER SYNDICATE

- This team ability reads: "Characters using the Sinister Syndicate team ability can replace their attack value with the unmodified attack value of an adjacent friendly character using the Sinister Syndicate team ability."
- The Sinister Syndicate team ability works in the same manner as the "Defend" power, except that it can only be used with other Sinister Syndicate team members and it applies to attack value rather than defense value.
- This team ability can be used during Support.

SKRULLS

- Other than the roll that is required, this team ability works the same as Shape Change.

SUPERMAN ENEMY

- The first sentence ends "...to use Outwit."
- The second sentence reads: "That character can use Outwit until the beginning of your next turn, if it cannot use Outwit already and continues to use this ability."
- This power can be used for each set of adjacent Superman Enemy characters. For example, if you have three Superman Enemy characters all adjacent to one another, with point values 75, 60, and 44, there are three potential pairs: 1) 75/60, 2) 75/44, and 3) 60/44. 75 is higher than 60, so 75 gets to use Outwit. 75 is higher than 44, but 75 already can use Outwit—it cannot use it again. 60 is higher than 44, so 60 can use Outwit.

TITANS

Clarifications: *see X-Men*

ULTIMATES

- This team ability reads: "Characters using the Ultimates team ability treat hindering terrain as clear terrain for movement and line of fire purposes."

ULTIMATE X-MEN

- Each team member chooses an opposing team ability or character. This choice is made on a character by character basis, and may be different from other members of the team.
- If a wild card uses this team ability, they may select their own target team ability/figure for the bonus. Once the choice is made, the wild card may not change that selection even if they use a different team ability.
- Designating a single character for this team ability grants the bonus only against that single character, even if more than one of that character is in play.

Wild Cards

- If the last character on a force possessing a team ability is KO'd, any wild card characters that are currently using the team ability can continue to use it until the end of that action. With the start of the next action, that team ability is not able to be used.
- A wild card can only use a team ability that is possessed by a friendly character on their force. It cannot use a team ability that another character is able to use (but does not possess).
- When using another team ability, a wild card team member is considered part of that team for team ability purposes; for everything else, it is a member of the team printed on its base.
- The rule regarding using only one team ability per action refers only to the usage of the wild card team ability. If a character is a wild card and also is a member of another team, it can essentially use 2 team abilities as it can use its natural team ability as well as its wild card team ability.
- If a character is a wild card in addition to another team ability, being a wild card does not affect their ability to use that other team ability in any way.
- Wild cards cannot use a team ability if they are already using an identical mechanic through another game effect.

X-MEN

- This team ability reads: "When two character that can use the X-Men team ability are adjacent to each other, give one of them a power action and roll a d6. Heal the second character of 1 damage. If the result was 1-4, deal the character given the power action 1 unavoidable damage."
- In order for a character to use the X-Men team ability, the adjacent character must be able to be healed.

Section 7 Alternate Team Abilities

General

- **Print and Play:** For WizKids events, players can print any legitimate copy of a cardboard element from HeroClix. The printed version must not be different from a legal WizKids-released version of the element.
- Alternate Team Abilities must be used and costed for all qualified team members on your force.
- Alternate Team Abilities cannot be used by a character during a free action granted by being successfully hit with Mind Control.
- Unless an Alternate Team Ability says otherwise, the team ability it grants is in addition to any other team ability the character can currently use.

JUSTICE LEAGUE INTERNATIONAL

- This feat includes: “(This can only be used once per damage dealt)”

THE SOCIETY

- If a character attempts to use Outwit against a Society member and the Outwit fails due to a successful roll of the team ability, the Outwit can be used against a different opposing character.
- The required keywords for this ATA are: “Secret Society of Super Villains or Society”.

THUNDERBOLTS

- A player using this ATA may change their chosen team ability with each new round of a tournament.

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Section 8 Objects

General

- Print and Play: For WizKids events, players can print any legitimate copy of a cardboard element from HeroClix. The printed version must not be different from a legal WizKids-released version of the element. This policy does not apply to 3D elements, though it does apply to the card that accompanies it.
- 3D objects are not legal for sealed events unless otherwise specified by the Judge running the event.
- When building a force, players may choose 0-3 objects. Based on the number of objects a player chooses they can include:
 - 1 object – any type (heavy, light, or immobile)
 - 2 objects – any two types that are not the same
 - 3 objects – one can be any type, the other two must be a heavy and a light.
- In a sealed game, players may only use objects that are drawn from a booster supplemented by any standard objects. A player's object pool must still conform to force building rules.
- All special objects are treated as Unique for force construction.
- It is possible for multiple objects to exist in the same square. When this happens, each object is treated individually.
- Blocking terrain, walls, or character bases do not block the area of effect of a Special Object but will block the line of fire to and from a Special Object per the standard line of fire rules.

BLUE LANTERN

- Blue Lantern's effect only increases range values when using Barrier.
- Blue Lantern's effect ends "...if they can already use Telekinesis."

DYNAMOSTAT

- Dynamostat's effect reads: "This object is considered to be blocking terrain until it is destroyed, but it may be picked up and moved normally."
-

FORCE FIELD GENERATOR

- Once the character has used Barrier as a result of this object, adjacency to the object is no longer required in order for the Barrier tokens to remain. Only destroying the object, the terrain or the beginning of the player's turn will cause the Barrier tokens to be removed from play.

KINETIC ACCELERATOR

- This card includes the sentence: "If the roll does not allow the given action to be performed against any targets, the action ends immediately."
- If a character is given an action that would require them to replace their speed value (e.g., Charge or Running Shot) while they occupy the same square as the Kinetic

Accelerator, both replacements occur at the same time and therefore the active player can choose which effect goes first. If the roll makes is so that the given action cannot be performed, the character is assigned a token for the action and not moved.

MJOLNIR

- The phrase "place it on that character's card." is simply indicating that the object is taken off the map and placed somewhere to indicate that this is the character that has it. Players can use any acceptable method to simulate this when using a character without a character card.
- The silver version of this 3D object is not a special object – it is a standard heavy object.

STRUCTURAL INTEGRITY FIELD

- This special object begins: "Blocking terrain (but not blocking terrain markers) and walls...".

TELEPHONE BOOTH

- This special object should read "Once per turn per character, a character occupying the same square as this object can be dealt 1 unavoidable damage as a free action."

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Section 9 Maps

General

Orange Squares/Circles

- Orange squares/circles are clear terrain unless anything in the special rules for that map and/or other effects change them. Placing an object in an orange square (assuming the rules for that map permit it) would make the square act as hindering, but would not remove the properties the special rules for the map provide for it.

Tournament Legality

- Official HeroClix maps without the modern color designations are retired. Official HeroClix maps with the modern color designations are never retired.

Specific Maps

Blackest Night Starter

- The last sentence of the special rules reads: “When placing objects at the beginning of the game, each player must place their first two objects (if any) on squares within an orange boundary line.”
- Missing gridlines should be considered to be printed on the map. This affects areas B3-E6, L3-O6, B11-D14, G11-J14, and M11-O16.
- Any angled door is considered open, clear terrain. There is no wall along the edge of the following squares: E2, O2, A3, K3, F6, P6, B7, L7, E18, O18, A19, K19, F22, P22, B23 and L23.
- The 2 Armories and the Control Room are surrounded by walls. The only openings are along the edges of the following squares: E12, K12, L12, E13, F13, and L13.
- The line that runs between rows 8 and 9 is a wall except for H8-J9 (which is all hindering terrain)
- The line that runs between rows 16 and 17 is a wall except for H16-J17 (which is all hindering terrain)
- This map is an Indoor map.

DC Collateral Damage Map – “The Junkyard”

- There is no wall between squares D12-13 and E12-13.
- Entrance to the indoor section of the map can be gained by the stairs (at E8, E11, E17, & C22), ramp (at B3 & C3), and conveyer belt (E12 & E13).
- The elevated terrain surrounding the “car crusher” (squares M12-P12 & M13-P13) does not block the line of fire from colossal to those squares.

DC Legion of Super Heroes Map – “Central Port”

- In order to use the transmatter gates to teleport, the character given the action must end its action (including placing the token and taking push damage) occupying a square with a gate and may then be placed in a different gate.
- Only the character given the action may use the gate. Carrying another figure and placing them on the gate does not allow them to be placed in a square of a different gate.
- In the case of a character being targeted by Mind Control, its free action must be resolved before the Mind Controlling character can elect to use the gate (if that character has ended its move or power action in a square with a gate). The Mind Controller itself would only be able to use a gate when the entire Mind Control action ends.

Marvel Sinister Map – “The Prison”

- Squares F1-F2 and F23-F24 are blocking terrain.

Marvel Supernova Map – “Deep Space”

- Space terrain is considered an alternate terrain type similar to Outdoor and Indoor terrain. Characters in these squares obey the special rules of the terrain regardless to how they can otherwise interact with terrain.
- The range value for a character using Hypersonic Speed is one quarter (halved per the description of the power and halved again for space terrain).
- The ranges for Outwit, Perplex, Probability Control, Telekinesis, etc are not affected by space terrain as they do not rely on the character’s range value.
- The “half range” only applies to characters or their targets that are in space terrain. If the line of fire crosses space terrain but neither character is occupying space terrain, the range is not halved.

Marvel Fantastic Four Starter Set– Indoor, “Latveria”

- There is a wall between squares M15 and M16.
- There is a wall between squares N15 and N16.
- There is a wall between squares P14 and P15.
- There is a wall between squares O15 and P15.
- There is a wall between squares O15 and O16.
- There is a wall between squares O16 and P16.
- There is a wall between squares O17 and P17.
- There is a wall between squares O18 and P18.

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Section 10 Powers

Barrier

Give this character a power action; put up to four blocking terrain markers in adjacent squares of clear terrain that are all within this character's range. A character with a range of 0 uses this power as if it has a locked range of 1. This character must have a clear line of fire to at least one of the terrain markers. The terrain markers remain until the beginning of your next turn.

Battle Fury

(Non-Optional) This character can't make ranged combat attacks, can't be targeted by Mind Control, and can't be carried.

Blades/Claws/Fangs

When this character is given a close combat action, you may roll a d6 after making a successful attack roll. The result replaces this character's damage value, then that damage value is locked until the attack resolves.

Charge

Give this character a power action; halve its speed value for the action. Move this character up to its replacement speed value and then it may be given a close combat action as a free action. A character with this power ignores knock back.

Close Combat Expert

Give this character a power action. It makes a close combat attack against a single opposing target character; modify this character's damage value by + 2 for the attack. This power can't be used when using an object as a weapon.

Combat Reflexes

Modify this character's defense value by +2 against close combat attacks. When this character is dealt damage from an attack, it may choose to be knocked back. This character ignores knock back damage.

Defend

Any friendly adjacent character can replace its defense value with this character's unmodified defense value (including a replacement defense value).

Earthbound/Neutralized

(Non-Optional) This character possesses standard speed (🏃), attack (👊), defense (🛡️), and damage (💣) combat abilities and symbols instead of its combat abilities and symbols. This power can't be countered or ignored.

Energy Explosion

Give this character a ranged combat action; this attack can target only characters. For each target successfully hit, compare the attack roll to the defense value of each character adjacent to that target to determine if the attack also succeeds against it. Each character hit is dealt damage equal to the number of times it was hit by this attack (characters adjacent to multiple targets might be hit more than once). A critical hit automatically hits all targets and all characters adjacent to the targets and deals 1 additional damage to all

characters hit. If a character evades the attack, it evades all hits by this attack.

Energy Shield/Deflection

(Non-Optional) Modify this character's defense value by +2 against ranged combat attacks.

Enhancement

When an adjacent friendly character makes a ranged combat attack, this character modifies the adjacent friendly character's damage value by +1 once for the attack.

Exploit Weakness

Give this character a close combat action. Damage from the attack is penetrating damage.

Flurry

Give this character a close combat action. After the close combat attack resolves, it may make a second close combat attack as a free action. If this character loses Flurry before it makes the second attack, it can't make the second attack.

Force Blast

Give this character a power action and roll a d6; a single adjacent opposing character is knocked back from this character a number of squares equal to the result.

Hypersonic Speed

Give this character a power action. It automatically breaks away and can move through squares adjacent to opposing characters. During its move, this character can as a free action make one close combat or ranged combat attack with its range value halved for the attack. This character must be in a square where it could legally end its move in order to make the attack.

Impervious

(Non-Optional) When this character is dealt damage, roll a d6. On a result of 5 or 6, the damage dealt is reduced to 0. On a result of 1–4, the damage dealt is reduced by 2.

Invulnerability

(Non-Optional) Damage dealt to this character is reduced by 2.

Incapacitate

Give this character a close combat or ranged combat action; its damage value becomes 0 and is locked. If the attack succeeds, give the target an action token.

Leadership

Once at the beginning of your turn, as a free action roll a d6. On a result of 4–6, add one action to your action total for that turn. A player can gain only one action each turn with this power, even if the player has more than one character with Leadership.

Leap/Climb

When you give this character a move action it automatically breaks away, may move through squares adjacent to and

occupied by opposing figures and ignores the effects of hindering terrain, elevated terrain, and outdoor blocking terrain on movement. When you give this character a close combat action, it can target a character regardless of the target's elevation.

Mastermind

When this character would be dealt damage, you may instead choose to have all the damage be dealt to a single adjacent friendly character with a point value less than this character's. Any additional effects of the damage dealt (knock back, penetrating damage, etc.) are applied to the character taking the damage. Damage dealt by this power is not an attack.

Mind Control

Give this character a power action; it makes a close combat or ranged combat attack as a free action that deals no damage. A successfully hit target becomes friendly to your force and canceled powers and abilities return. Each target hit can be assigned one action as a free action immediately after which the target becomes an opposing character again. Any feats assigned to successfully hit targets cannot be used by this character. This character takes 1 damage for each 100 points of the successfully hit targets' combined point value. A character with a range of 0 uses this power as if it has a locked range of 4.

Outwit

Once during your turn, give this character a free action to counter a power or a combat ability (other than a team ability) possessed by a single target opposing character until the beginning of your next turn. A character using this power must be within 10 squares of the target and have a clear line of fire to the target.

Penetrating/Psychic Blast

Give this character a ranged combat action. Damage from the attack is penetrating damage.

Perplex

Once during your turn, give this character a free action to modify by +1 or -1 any combat value of a target character until the beginning of your next turn. A character using this power must be within 10 squares of the target and have a clear line of fire to the target, including itself. If a target character is damaged or healed, the effect of Perplex on that character ends immediately.

Phasing/Teleport

Give this character a power action and move it up to its speed value. It automatically breaks away, may move through squares adjacent to and occupied by opposing figures and ignores the effects of all terrain on movement.

Plasticity

This character adds 2 to its d6 roll when breaking away. Opposing characters subtract 2 from their d6 roll when breaking away from this character.

Poison

Once at the beginning of your turn, as a free action this character deals 1 damage to each opposing adjacent character.

Probability Control

Once during your turn, this character allows you to reroll one of your rolls, ignoring the original roll. A character using this power must be within 10 squares of the character for which the original roll was made, and have a clear line of fire to that character, including itself. Using the same rules, once per round during an opponent's turn, this character allows you to force that opponent to reroll one of their rolls, ignoring the original roll.

Pulse Wave

Give this character a ranged combat action; halve its range value until the action has been resolved. Draw lines of fire to every character within range in every direction; these lines of fire are only blocked by walls, blocking and elevated terrain. All powers, abilities, traits and feats used by characters with a line of fire drawn to them are ignored until the action has been resolved, though wild cards using this power can use the team ability of a friendly character within range of this attack. At least one opposing character must have a line of fire drawn to it to activate this power. If ignoring a game effect would cause a character with a line of fire drawn to it to no longer have a line of fire drawn to it, then it is not ignored. If lines of fire can be drawn to two or more characters, this character's damage value becomes 1 and is locked. Make a single attack roll and compare the result to the defense value of each character with a line of fire drawn to it (hindering terrain still increases character's defense values by +1); each character hit is dealt damage. Attacks made with this power do not target characters.

Quake

Give this character a close combat action; until the attack has been resolved, this character's damage value is locked at 2 if it is greater than 2. Make a single attack roll and compare the result to the defense values of all opposing adjacent characters. Each character that takes damage from this attack is knocked back.

Ranged Combat Expert

Give this character a power action. It makes a ranged combat attack against a single target character; modify its damage value by +2 for the attack.

Regeneration

Give this character a power action. Roll a d6 and subtract 2 from the result, minimum result 0. Heal this character of damage equal to the result.

Running Shot

Give this character a power action; halve its speed value for the action. Move this character up to its replacement speed value and it may be given a ranged combat action as a free action.

Shape Change

When this character is chosen as the target of an attack, roll a d6. On a result of 5 or 6, the attack can't be made and the attacker cannot attack this character for the rest of the turn. If the action becomes illegal, the attacker must choose another legal action to perform, if possible. The selected action must be a free action or non-free action based on what the action type was given to it that led to the attack.

Smoke Cloud

Give this character a power action; put up to four hindering terrain markers in distinct, adjacent squares that are all within this character's range and do not contain blocking terrain. A character with a range of 0 uses this power as if it has a locked range of 1. This character must have a clear line of fire to at least one of the terrain markers. The terrain markers remain until the beginning of your next turn

Steal Energy

(Non-Optional) Each time an opposing character takes damage from a close combat attack made by this character, heal this character of 1 damage.

Stealth

Any line of fire drawn to this character that crosses hindering terrain, including a square of hindering terrain occupied by this character, is blocked.

Super Senses

When this character is hit by an attack, roll a d6 before damage is dealt. On a result of 5 or 6, this character evades the attack.

Super Strength

When this character moves due to its own action, it can pick up an object as a free action and carry it. The object must be either in a square the character occupies or in an adjacent square. If this power is lost or countered while this character is carrying an object, immediately put the object in the square this character occupies. If this power is canceled while this character is carrying an object, it continues to carry the object. When this character makes a close combat attack targeting blocking terrain, a wall, or an object, modify its damage value by +2 for the attack.

Support

Give this character a power action and make an attack roll against an adjacent target friendly character as though making a close combat attack. When using this power, neither this character nor the target can be adjacent to an opposing character; ignore all combat value modifiers for this action. If the attack roll succeeds, roll a d6 and subtract 2 from the result, minimum result 1. The target is healed of damage equal to the result.

Telekinesis

Give this character a power action and choose one of the following options. For all options, this character must have a clear line of fire to the target and the destination square (to which the target does not affect the line of fire). This character, the target and the destination square must each be 8 or fewer squares away from one another. For options 1 and

2, a target character ignores the effects of elevated and hindering terrain on movement. (1) Move an Opposing Character: This character makes one close combat or ranged combat attack against a single target that deals no damage. If the attack succeeds and the target has or possesses the ✳ damage symbol (but is not a multi-base figure), the target can be moved to the destination square. (2) Move an Object or a Friendly Character: This character targets an object or a friendly character (that is not a multi-base figure) and moves it to the destination square. A target character needs to roll break away (if necessary) and would not ignore the effects of other characters on movement. Characters that have been moved with this power cannot use this power until the beginning of your next turn. (3) Attack with an Object: This character targets an object and must also have a clear line of fire to a single opposing character occupying the destination square as if this character occupied the target square. This character makes ~~a ranged attack roll~~ against the opposing character. The target of a successful attack using a light object is dealt 2 damage; a heavy object, 3 damage.

Toughness

(Non-Optional) Damage dealt to this character is reduced by 1.

Willpower

This character does not take pushing damage.

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Section 11 Abilities

Capture

Give this character a power action and make a close combat attack against a single target opposing character with the ✖ damage symbol; targets with Phasing or Plasticity modify their defense values by +2 for the attack. If the attack succeeds, it deals no damage. The target character is captured instead, and is called a captive.

Remove all action tokens from a captive. Remove a captive from the battlefield until it is rescued (see below). While removed from the battlefield, a captive can't be dealt or take damage, and it can't be given actions.

If this character has three captives, it can't capture another character until at least one of the captives is rescued or released (see below), and it can't make close combat attacks.

If this character has any captives when it is knocked out, before removing this character from the game, the player who knocked out this character (including the player controlling this character if it was knocked out due to pushing damage or a similar effect) places each captive in an unoccupied square adjacent to this character's base and gives each an action token.

Releasing captives. When it occupies its starting area, this character can be given a power action to release one of its captives into an adjacent unoccupied square also in the starting area. A released captive is immediately defeated, and this character's player receives additional victory points for the released captive equal to 50 points or the released captive's point value, whichever is less.. If the game ends and this character has captives, no player receives victory points for the captives. If this character captures the last opposing character, the game ends after that action resolves.

Rescuing captives. Characters friendly to a captive can attempt to rescue that captive. To do so, give a friendly character a power action; it makes a close combat or ranged combat attack against the target character that captured the captive. The target modifies its defense value by -1 for the attack for each of its captives. If the attack succeeds, the attack deals no damage; instead, the attacker chooses a friendly captive. The captive is rescued and put into an unoccupied square adjacent to the target of the attack. Give the rescued character an action token; it can be given an action in the same turn it is rescued, but it is pushed normally.

Countering Capture. When Capture would be countered, roll 2d6; if the result of the roll is not doubles, Capture is not countered. If Capture is countered, all captives of this character are rescued immediately.

Carry

When moving as a result of being given an action, this character can carry one friendly character. When this ability is used, modify this character's speed value by -2 until the end of the action. Only characters with a combination of the following symbols can be carried: 🏹, 🗡, 🏹, 🏹, 🏹, 🏹, ✖. If a character has any other symbols or is carrying an object it cannot be carried. To be carried, the friendly character must be adjacent to this character at the beginning of this character's action. When this character ends its movement for the action, the carried character must be placed in a square adjacent to this character at the same elevation. While being carried, a carried character is not adjacent to any character nor can it draw a line of fire until placed at the end of this character's movement for the action. A carried character can't be given an action (other than a free action) until the beginning of the next turn.

Colossal Size

(NON-OPTIONAL) Only characters with the 🏰 symbol block lines of fire to or from this character. A character with this ability ignores the effects of hindering, elevated, and outdoor blocking terrain on movement. This character can't be knocked back and can make ranged combat attacks against non-adjacent opposing character when they are adjacent to opposing characters. This character and a character on elevated terrain draw line of fire and make ranged combat attacks against each other as if they were both elevated. This ability can't be countered.

Duo Attack

Give this character a power action to make a duo attack. This character has 🗡 for this action. It makes a close or ranged combat attack as a free action. After the attack resolves, it may make an additional close or ranged combat attack as a free action with its damage value modified by -1 to a minimum of 1. If this character is defeated or loses Duo Attack as a result of the first attack, the second attack is not made.

Flight

This character ignores the effects of hindering terrain, elevated terrain, and outdoor blocking terrain on movement. A character with this ability can move through squares adjacent to and occupied by opposing characters. An elevated character with this ability ignores knock back damage if its knock back path crosses the boundary of elevated terrain.

Giant Size

(NON-OPTIONAL) This character can't be knocked back, and ignores Plasticity. When this character is given an action that includes a close combat attack, it treats other characters up to two squares away as if they were adjacent unless blocking terrain, elevated terrain or a wall would otherwise block the line of fire. This character can make

close combat attacks against elevated characters, even when this character is grounded. Characters with the ✨ symbol do not block line of fire to or from this character. This character and a character on elevated terrain draw line of fire and make ranged combat attacks against each other as if they were both elevated, but terrain effects still apply normally. This ability can't be countered.

Giant Stride

This character ignores the effects of hindering, elevated, and outdoor blocking terrain on movement and may move through squares adjacent to or occupied by opposing figures. This character adds 1 to its d6 roll when breaking away. When this character is given a move action, if it has zero action tokens, it can use the Carry ability.

Indomitable

This character can use Willpower.

Move and Attack

When this character is not adjacent to an opposing character, it can use Hypersonic Speed, however its attack value is modified by -2 and it does not halve its range value.

Multiattack

Give this character a power action. It can use two free actions. These free actions can be power actions that include an attack, close combat actions, or ranged combat actions, though free actions gained from this power can't be used to activate this power. Resolve the first free action before giving it the second. Modify this character's damage value by -1 to a minimum of 1. This character can't use feats when using this power. This ability can't be countered.

Sharpshooter

This character can make ranged combat attacks against adjacent opposing characters. When this character makes a ranged combat attack, it can ignore the effects of opposing characters on line of fire.

Swim

This character treats water terrain as clear terrain for movement purposes.

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Avengers

#001 Captain America

✦ **Followthrough:** When an attack by Captain America KOs an opposing character, he may immediately make a close combat attack against another adjacent opposing character as a free action.

#002 Iron Man

✦ **Full Power:** When Iron Man is given a ranged combat action targeting a single character, roll one d6 if the attack succeeds. The result replaces Iron Man's damage value for the attack. After the attack is resolved, Iron Man is dealt 2 unavoidable damage.

#006 Moon Knight

✦ **Multiple Personalities:** Moon Knight can use Close Combat Expert, Perplex (targeting only himself), or Ranged Combat Expert. After resolving an action in which he uses one of these powers, deal Moon Knight 1 penetrating damage.

#007 Crossbones

✦ **Brainwash:** Crossbones can use Mind Control, but can target only an opposing character that has the same team symbol as a friendly character.

#013 Piledriver

✦ **Busting Heads:** Piledriver can use Flurry. If he successfully hits two different target using Flurry, deal 1 damage to each target after the attacks are resolved.

#021 Toro

✦ **Firewall:** Toro can use Smoke Cloud. If all four hindering terrain markers placed by Toro using Smoke Cloud are placed adjacent to an opposing character, deal that character 1 damage.

#027 Vision

✦ **Self-Programming:** The Vision can use Perplex, but can target only itself.

#029 Taskmaster

✦ **Photographic Reflexes:** Before any attack roll, Taskmaster can replace his attack value or defense value with the unmodified value of the same type from an target character within 6 squares to which he has a clear line of fire. After the resolution of an action in which Taskmaster uses this power, roll one d6; if the result is less than or equal to the difference between Taskmaster's printed combat value and the replaced value, Taskmaster is dealt 1 unavoidable damage for each 100 points (or fraction thereof) of the target's point value.

✦ **Punch Like Cap, Shoot Like Hawkeye:** Taskmaster can use Close Combat Expert and Ranged Combat Expert.

#032 Red Skull

✦ **Cosmic Cube:** The Red Skull can use Outwit, Perplex, and Probability Control. When this power is used, roll one d6 (after the action resolves, when applicable). On a result of 1-3 deal 1 unavoidable damage to Red Skull.

#036 Falcon

✦ **Fly-By:** Falcon can use Charge, and he can continue to use the rest of his halved movement (if any remains) after making the attack.

#038 Giant-Man

✦ **Genius:** Giant-man can use Perplex, but he can target only himself or a friendly character within 4 squares, and he can modify a combat value only by +2 with each use.

#039 Spitfire

✦ **Flame Trail:** When Spitfire is given a move or power action, immediately after resolving the action she can use Smoke Cloud as a free action, but can place hindering terrain markers only in squares she moved through or occupied that turn.

#042 Starfox

✦ **Influence:** Starfox can use Perplex, but he can't target himself.

#043 Molecule Man

✦ **Molecular Destruction:** Once during Molecule Man's turn as a free action, Molecule Man can choose one of the following options: (1) Remove any target object (including an object carried by a character) from the game. (2) Destroy a target square of blocking terrain. (3) Destroy a portion of a target wall bordering a single square. For all options, the target must be 6 or fewer squares from Molecule Man and he must have a clear line of fire to the target.

#047 Wiccan

✦ **Group Teleportation:** Wiccan can use Phasing/Teleport. When he uses this power, he can use the Carry ability to carry up to three friendly characters. If more than one character is carried, after the action is resolved deal 1 unavoidable damage to Wiccan.

#049 Two-Gun Kid

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

✦ **Fanfire:** Give Two-Gun Kid a ranged combat action. He makes two separate ranged combat attacks as free actions (making two separate attack rolls against two different target opposing characters). Resolve the first attack before making the second.

#050 Winter Soldier

✦ **Ruthless Ally:** Give Winter Soldier a close combat or ranged combat action. Before making the attack, you can modify Winter Soldier's damage value by +1 if you deal 1 unpreventable damage to an adjacent friendly character.

#051 Spider-Man

✦ **Webbing:** Spider-Man can use Incapacitate, but if the attack succeeds against a target with zero action tokens, give the target 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 combat attack, he may immediately move up to his full speed value and make one close combat attack as a free action.

#054 Ares

✦ **Tactics:** Ares can use Perplex, but he can target only himself and modify one of his values by +2 with each use.

#055 Hulk

✦ **Hulk Smash You All!:** Hulk can use the Masters of Evil team ability.

#056 Hawkeye

✦ **Sharpshooter:** Give Hawkeye a power action to make a ranged combat attack. Modify his attack value by +2 for the attack.

☐ **Smoke Arrow:** Hawkeye can use Smoke Cloud.

#058 Quicksilver

✦ **Supersonic Speed:** Quicksilver can use Hypersonic Speed.

#061 Mandarin

✦ **Left Hand of the Mandarin:** The Mandarin can use Energy Explosion, Incapacitate, and Mind Control.

✦ **Right Hand of the Mandarin:** The Mandarin can use Barrier, Force Blast, Quake, Smoke Cloud, and Telekinesis.

#100 Silver Surfer

✦ **Cosmic Speed:** Silver Surfer can use Hypersonic Speed, but can make only ranged combat attacks when using the power.

Justice League

#001 Batman

✦ **Out of the Shadows:** Once per turn, when Batman occupies hindering terrain and is given any action that is not a free action, before the action you may place Batman in any unoccupied square of hindering terrain 6 or fewer squares away to which he has a clear line of fire.

#002 Aquaman

☐ **Parry:** When hit by a close combat attack, Aquaman can use Super Senses.

✦ **Telepathic Communication:** Aquaman can use Perplex, but can target only characters with the 🏃 or 🏃 speed symbol; he can't target himself. When Aquaman uses Perplex to target friendly characters, he can target all friendly characters with the 🏃 or 🏃 speed symbol within 10 squares to which he has a clear line of fire.

#005 Mento

✦ **Mental Hold:** Mento can use Incapacitate.

#007 Icicle

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

✦ **Not a Nice Guy:** Icicle can use Mastermind.

#008 Lex Luthor

☐ **Everything Has a Price:** Lex Luthor can use Perplex. When he modifies the combat value of a target friendly character, roll a d6; on a result of 1, deal the target 1 unavoidable damage at the end of the turn.

✦ **Ruthless:** Lex Luthor can use Mastermind, but can treat any friendly character 4 or fewer squares away to which he has a clear line of fire as if it were adjacent.

#009 Emperor Joker

✦ **Enbiggen:** Emperor Joker has the 🦹 damage symbol.

✦ **Joker Makes the Rules:** Emperor Joker can use Outwit. When Emperor Joker uses Outwit, he can use it normally or choose to counter all powers of a target character within 4 squares.

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

#011 Black Canary

✦ **Canary Cry:** Black Canary can use Energy Explosion and Incapacitate.

#014 Green Arrow

✦ **Fusillade:** Give Green Arrow a power action. He makes two separate ranged combat attacks as free actions (making two separate attack rolls against two different target opposing characters). Resolve the first attack before making the second; if he loses Fusillade before making the second attack, he can't make the second attack.

#016 Bouncing Boy

✦ **Ricochet:** Once per turn, if Bouncing Boy KO's an opposing character or hits an opposing character with a critical hit, after the attack resolves, he can break away automatically, immediately move up to his full speed, and make one close combat attack against a different opposing character as a free action.

#017 Parasite

✦ **Leech:** Parasite can use Steal Energy.

✦ **Attack Drain:** Give Parasite a power action. As a free action he can use any standard or named attack power possessed by an opposing character 4 or fewer squares away to which he has a clear line of fire; he has a range value of 6 for purposes of using the attack power. Parasite can use the power until he loses Attack Drain, Attack Drain is countered, or he uses Attack Drain to use a different power. After the resolution of an action in which Parasite uses a power via Attack Drain, roll 2d6. on a result of 2-5, dealt Parasite 1 penetrating damage.

⓪ **Defense Drain:** When Parasite is given a power action, as a free action he can use any standard or named defense power possessed by an opposing character 4 or fewer squares away to which he has a clear line of fire. Parasite can use the power until he loses Defense Drain, Defense Drain is countered, or he uses Defense Drain to use a different power. After the resolution of an action in which Parasite uses a power via Defense Drain, roll 2d6. On a result of 2-5, deal Parasite 1 penetrating damage.

✦ **Brain Drain:** If an opposing character 4 or fewer squares away to which Parasite has a clear line of fire has an action token, Parasite can use perplex, but he can modify only his own combat values.

#018 Firestorm

✦ **Matter-Energy Transmutation:** When Firestorm makes a ranged combat attack targeting an object, instead of dealing damage normally he can deal no damage and choose one of

the following two options: (1) Replace a special or heavy standard object with a light or heavy standard object from outside the game, or (2) replace a heavy standard object with a light standard object from outside the game and bring in a new light standard object from outside the game and place it in a square adjacent to the target object.

#019 Merlyn

✦ **Assassin's Training:** Merlyn can use Perplex, but can target only himself and modify only his attack, damage, or range value.

#024 Chronos

✦ **Timeline Manipulation:** Chronos can use Probability Control, but only when he is the character for whom the original roll was made, or when he is the target of an attack.

#026 Captain Boomerang

✦ **Boomerang:** Give Captain Boomerang a power action and make a ranged combat attack against a target opposing character. If the attack succeeds and the result of the attack roll is doubles, after the resolution of the attack Captain Boomerang can immediately make a second ranged combat attack against a different target opposing character as if he occupied the square occupied by the first target. If he loses Boomerang before making the second attack, he can't make the second attack.

#027 Flash

✦ **Vibration:** Flash can use Hypersonic Speed and Phasing/Teleport.

#035 Deadman

✦ **Possession:** Give Deadman a power action power action and make a close combat or a ranged combat attack (as if he has a range value of 4) against an opposing target character as a free action. A successful attack deals no damage. Instead, remove Deadman from the battlefield and put him on his character card; the target is possessed, becomes friendly to your force and opposing to its owner's force, and any of the target's canceled powers return.

After the resolution of any action given to the target, you can release the target. Remove all action tokens from the target and place Deadman in any unoccupied square within 4 squares to which the target has a clear line of fire. The target becomes friendly to its owner's force and opposing to your force.

If the target is possessed at the end of your turn, roll a d6 and add 1 to the result for each 100 points (or fraction thereof) of the target's point value. If the result is 6 or more, the target is released. If the result is 5 or less, deal Deadman 1 unavoidable damage.

Each time the possessed target takes damage, deal Deadman 1 unavoidable damage after the action is resolved. Any effect that can counter the target's powers can counter Deadman's Possession. If Deadman is eliminated or Possession is countered or canceled, the target is immediately released. Deadman and possessed characters can't be targeted by Mind Control or Possession.

This power cannot be canceled.

#036 Granny Goodness

✦ **Disciplinary Motivation:** At the end of your turn, if Granny Goodness is adjacent to a target friendly character that has one or more action tokens, you can roll a d6. on a result of 3-6, deal the target 1 unavoidable damage for each token and remove the tokens; on a 1 or 2, deal the target 2 unavoidable damage for each token and remove the tokens. This ability can be used only once per turn.

#039 Batzarro

✦ **Useless Belt:** Batzarro can use Perplex, but he can modify combat values only by -1.

#040 Hector Hammond

✦ **Psionic Powers:** Hector Hammond can use Psychic Blast and Telekinesis.

#041 Mr. Mxyzptlk

✦ **KLTPZYXM!:** Mr. Mxyzptlk can use Phasing/Teleport. When he does, roll a d6 before moving him. On a result of 1, deal Mr. Mxyzptlk 1 unavoidable damage, place him in any unoccupied square in his starting area, and then move him normally.

✦ **Object Animation:** Give Mr. Mxyzptlk a power action and roll a d6 for each opposing character that has zero or one action token, that is in a square 4 or fewer squares away to which Mr. Mxyzptlk has a clear line of fire, and that is carrying an object or adjacent to or occupies either a square of hindering terrain or a square that has an object. On a result of 3-6, give the character an action token.

#045 Aztek

✦ **The Ultimate Man:** Aztek can use Perplex, but he can target only himself.

#046 Superman

☐ **Self Sacrifice:** When a friendly character adjacent to Superman would be dealt damage, you can instead choose to have all the damage be dealt to Superman as unavoidable damage.

#047 Hourman

✦ **Hour of Power:** Hourman can use Probability Control. At the end of a turn during which he uses Probability Control, roll a d6. On a result of 1, deal Hourman 1 unavoidable damage.

#050 Power Ring

✦ **Curse of Volthoom:** Power Ring can use Perplex. When he uses Perplex, roll 2d6; on a result of 2-4, immediately deal Power Ring 1 unavoidable damage.

#051 Lobo

✦ **Bounty Hunter:** Before the beginning of the first turn of the game, choose an opposing character; Lobo modifies his attack value by +2 when attacking that character. When that character is KO'd or eliminated, immediately choose a different opposing character to be the target of this ability.

✦ **Nobody Rides This Hog but the Main Man:** Lobo can't carry characters. This power cannot be canceled.

#053 Big Barda & Mister Miracle

☐ **Lantern 796:** Big Barda and Mister Miracle can use Super Strength and Telekinesis.

☐ **Miracle Construct:** Big Barda and Mister Miracle can use Barrier. Once per use of Barrier, if a barrier terrain marker is placed adjacent to an opposing character, Big Barda and Mister Miracle can make a close combat attack against that character as a free action as if they occupied the square occupied by the barrier terrain marker.

#054 Doomsday

☐ **Unstoppable:** Doomsday can use Invulnerability. When you turn Doomsday's combat dial as a result of him taking damage, stop turning the dial when Unstoppable appears in the stat slot.

#055 Green Lantern

✦ **In Your Face:** Green Lantern can use Flurry. If both attacks using Flurry target a single opposing character, modify Green Lantern's damage value by +1 for the second attack.

#056 Time Trapper

✦ **Negate:** Time trapper can use Outwit. When he does, he can use it normally or choose to counter the same power or team ability possessed by all opposing characters to which Time Trapper has a clear line of fire that are 6 or fewer squares away.

#057 Flash

✦ **Speed Force:** Flash can use Charge and Flurry.

#058 Batman

✦ **Datarangs:** Give Batman a ranged combat action and modify his damage value by -1; the line of fire for the attack is not affected by hindering terrain or characters.

#059 Wonder Woman

✦ **Harmony and Charity:** Wonder Woman can use Perplex, but she can target only herself.

✦ **Lasso:** Wonder Woman can use Incapacitate as if she has a range value of 8.

#101 Aquaman

✦ **Surge:** Aquaman can use Charge. When Aquaman occupies water terrain, modify his speed value by +2.


☐ **King of the Seven Seas:** When Aquaman occupies water terrain, he can use Invulnerability. When Aquaman does not occupy water terrain, he can use Toughness.

#102 Green Arrow

✦ **Emerald Archer:** When Green Arrow makes a ranged combat attack, modify his attack value by +2.


☐ **Smoke Arrow:** Green Arrow can use Smoke Cloud.

#103 Flash


 **Super Speed:** Flash can use Charge, Flurry, and Phasing/Teleport.

Mutations and Monsters


#002 Cyclops

 **Concussive Blast:** When Cyclops makes a ranged combat attack and deals damage to an opposing character, the character is knocked back equal to the damage dealt.


#003 Beast



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

#005 Strong Guy


 **Bodyguard:** Strong Guy can use Defend and Toughness


#008 Box

 **Assimilation:** Box can use Toughness. Once per round, when Box is adjacent to an object, as a free action you can remove the object from the game and heal Box of 2 damage.



 **Mass Absorption:** When Box occupies hindering terrain, he has the  damage symbol.

#009 Cuckoo


 **Coordination:** Cuckoo can use Mind Control. When Cuckoo is given a move action, she can use the Carry ability to carry up to two other adjacent Cuckoos.

 **Hive Mind:** When Cuckoo is given a non-free action, you can modify one of her combat values (including range) by +1 until the end of the round for each other Cuckoo adjacent to her.


#012 Colossus

 **Fastball Special:** Colossus can use Telekinesis, but only Option 3 and only on adjacent objects. When using Telekinesis, Colossus can treat any adjacent friendly character that has a point value more than 30 and the  damage symbol as if it were a light object, but the character is not destroyed in the attack. After the attack is resolved, modify the character's attack value and damage value by -2 until the end of the turn, deal it 1 unavoidable damage, and place it in the square nearest to the target to which Colossus has a clear line of fire. If the square is not adjacent to the target, deal the character 1 additional unavoidable damage.


#015 The Hood

 **Cloak:** The Hood can use Leap/Climb and Stealth.

#016 Miek


 **Chemming:** Miek can use Charge and Plasticity.

#019 Absorbing Man


 **Absorb:** When Absorbing Man is adjacent to or occupies hindering, blocking, or elevated terrain, he can use


Invulnerability. When Absorbing Man can't use Invulnerability, he can use Toughness.

#020 Morph


 **Omnimorph:** Morph can use Perplex, but he can target only himself.

#021 Mimic


 **Subsonic Seed:** Mimic can use Charge and Running Shot.

 **Mimicry:** Mimic can use Energy Explosion and Super Strength.


#020 Gorgon

 **Transformed by the Mists:** Gorgon can use Quake and Super Strength. When Gorgon uses Super Strength, he can pick up only standard objects, but they are not required to be used as part of a close combat attack when Gorgon uses Quake.


#025 Zzzax

 **Jolt:** Zzzax can use Poison.


#029 Iceman

 **Slippery:** Iceman can use Toughness. When an opposing character moves and becomes adjacent to Iceman, roll a d6. On a result of 1-3, the character is immediately knocked back from Iceman a number of squares equal to the result, in a direction of your choosing.


#030 X-23


 **Programmed Assassin:** X-23 can use Stealth. When she occupies hindering terrain and makes a close combat attack, modify her attack value by +1.

#031 Professor X


 **Cerebro:** Professor X can use Perplex. When Professor X uses Perplex, he can use it normally or choose a single keyword and affect every target friendly character 10 or fewer squares from Professor X that possess that keyword, (including himself, if he possesses the keyword) and to which Professor X has a clear line of fire.


#032 Gambit

 **Cajun Charm:** Gambit can use Perplex, but he must be 4 or fewer squares from the target.


 **Shadowy Attack:** Gambit can use Leap/Climb, Running Shot, and Stealth.

#033 Green Scar

 **Smash:** Green Scar can use Leap/Climb. Give Green Scar a power action; move him up to his speed value, and then give him one close combat action as a free action.

 **Toughest One There Is:** Green Scar can use Impervious and Willpower.

#034 Archangel

 **Fly-By:** Archangel can use Charge. When he does, he can continue to use the rest of his halved movement (if any) after making the attack.

#035 Ahab

✦ **Energy Harpoon:** Ahab can use Psychic Blast. When Ahab is given a ranged combat action, his line of fire ignores characters and hindering terrain.

#036 Fabian Cortez

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

#037 Jean Grey

✦ **Telepathic Assault:** Jean Grey can use Mind Control and Running Shot. When Jean Grey uses Running Shot, she can use Mind Control as a free action instead of being given a ranged combat action.

✦ **Telepathic Empathy:** Jean Grey can use Outwit. If Jean Grey is countering a power when a friendly character 6 or fewer squares from her to which she has a clear line of fire makes a critical miss, immediately deal 1 damage to Jean Grey.

#038 Omega Red

✦ **Leech:** Each time an opposing character takes damage from a close combat or ranged combat attack made by Omega Red, heal Omega Red of 1 damage; this power is not optional.

#039 Danger

✦ **Strategic Database:** Danger can use Probability Control. Her powers can't be countered, and no opposing characters 10 or fewer squares from Danger to which she has a clear line of fire at the beginning of any action can have their combat values modified during that action if the modified value would be higher.

#042 Unus the Untouchable

☐ **Untouchable:** Unus the Untouchable can use Impervious and Super Senses.

✦ **Bounce:** Any successful close combat attack made by Unus the Untouchable knocks back the target 3 squares; Unus the Untouchable does not otherwise knock back targets of his attacks.

#044 Leader

☐ **Minions of the Leader:** The Leader can use Mastermind and Toughness. When the Leader uses Mastermind, he can treat any friendly character 4 or fewer squares away to which he has a clear line of fire as if it were adjacent.

✦ **Intellect:** The Leader can use Outwit and Probability Control.

#045 High Evolutionary

✦ **Cosmic Evolution:** The High Evolutionary can use the Power Cosmic team ability.

☐ **Mind Over Matter:** The High Evolutionary can use Barrier and Super Senses.

✦ **Growth:** The High Evolutionary has the 🦋 damage symbol.

#046 Arcade

✦ **Deathtrap:** Once per turn as a free action, Arcade can remove from the game any object 10 or fewer squares from Arcade to which he has a clear line of fire and deal 1 damage to each character adjacent to the object.

✦ **Murderbots:** Give Arcade a power action. Choose up to two standard objects 10 or fewer squares from Arcade to which he has a clear line of fire when he is given the action, and move each object as if it were a character that has Arcade's speed value.

☐ **Murderworld:** Arcade can use Barrier (as if he had a range of 10) and Mastermind.

#047 Super-Adaptoid

✦ **Attack Drain:** Give Super-Adaptoid a power action. As a free action it can use any standard or named attack power possessed by an opposing character 4 or fewer squares away to which it has a clear line of fire. Super-Adaptoid can use the power until it loses Attack Drain, Attack Drain is countered, or it uses Attack Drain to use a different power. After the resolution of an action in which Super-Adaptoid uses a power via Attack Drain, roll 2d6. On a result of 2-5, deal 1 penetrating damage to Super-Adaptoid.

☐ **Defense Drain:** When Super-Adaptoid is given a power action, as a free action it can use any standard or named defense power possessed by an opposing character 4 or fewer squares away to which it has a clear line of fire. Super-Adaptoid can use the power until he loses Defense Drain, Defense Drain is countered, or it uses Defense Drain to use a different power. After the resolution of an action in which Super-Adaptoid uses a power via Defense Drain, roll 2d6. On a result of 2-5, deal 1 penetrating damage to Super-Adaptoid.

#048 Wrecker


✦ **Turnabout:** When Wrecker is the target of a close combat attack resulting in a critical hit or a critical miss, if he possesses Turnabout after the resolution of the attack, he can as a free action immediately make a close combat attack targeting the character that attacked him.

#049 Cassandra Nova


☐ **Mummudrai:** Cassandra Nova can use Mastermind, Shape Change, and Willpower.


#050 Hulkbuster

✦ **Flight Stabilizers:** Hulkbuster can use Charge and Running Shot. Hulkbuster is adjacent to a giant character only when he is within 1 square of it.


 **Weapons As Big As the Fight:** Hulkbuster can use Energy Explosion and Super Strength.

#052 Mastermind


 **Mind Games:** Mastermind can use Mind Control and Stealth. Modify Mastermind's attack value by +2 when he uses Incapacitate or Mind Control.

 **Chimera:** Mastermind can use Mastermind and Super Senses.


#053 Emma Frost

 **Headmistress:** Emma Frost can use Leadership and Perplex.


#057 Storm


 **Goddess:** Storm can use Energy Explosion, Force Blast, Quake, and Smoke Cloud.


#058 Warskrull

 **Megamorph:** Warskrull can use Outwit and Shape Change.


#059 Apocalypse

 **Molecular Control:** Apocalypse can use Phasing/Teleport, Plasticity, and Shape Change.


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


 **The Strong Will Survive:** Apocalypse can use Regeneration and Toughness.

#060 Maestro


 **Gamma-Saturated:** Maestro can use Quake and Super Strength. Give Maestro a power action and he can make a close combat attack as a free action; modify his attack value by +2 for the attack.


#061 Dark Beast

 **Sadistic:** Dark Beast can use Exploit Weakness.

 **Cruel Experiment:** Give Dark Beast a power action and roll a d6. On a result of 3-6, give an action token to an adjacent opposing character with zero or one action token. On a 5 or 6, deal unpreventable damage to an adjacent opposing character. On a 6, deal 1 damage to each adjacent opposing character. Apply all applicable results, which may be split among different characters.


#062 Rampaging Hulk

 **Squash:** The Rampaging Hulk can use Leap/Climb. Immediately after the resolution of a move action in which the Rampaging Hulk uses Leap/Climb, he can use Quake as a free action.


 **Smash:** The Rampaging Hulk can use 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 6 or fewer squares from the Rampaging Hulk in an

unoccupied square to which the Rampaging Hulk has a clear line of fire.


#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:** The Incredible Hulk can use the Move and Attack ability.

#103 Proteus


 **Mutant X:** Proteus can use Mind Control (as if he had a range value of 10), Phasing/Teleport, and Probability Control.


 **Omnimorph:** Proteus can use Perplex, but he can target only himself.


 **Warp Reality:** Proteus can use Barrier and Super Senses.

 **Morphable Reality:** Proteus can use Probability Control and Shape Change.


#104 Charles Xavier

 **Telepath:** Charles Xavier can use Incapacitate and Psychic Blast.


 **Psychic Redirection:** Charles Xavier can use Shape Change.

 **Psychic Coordination:** Charles Xavier can use Leadership and Perplex, but he can't use Perplex to modify his own combat values.

#200 Iron Man


 **Invincible:** Damage dealt to Iron Man is reduced to 1.


#B005 Amadeus Cho

 **Excello:** Amadeus Cho can use Outwit, but must be given a power action instead of a free action.


Crisis

#001 Robin


 **Fisticuffs:** Robin can use Flurry.

 **Gotham Acrobatics:** Robin can use Energy Shield/Deflection and Stealth.

#002 Kid Flash

 **Up Walls, Through Walls:** Kid Flash can use Hypersonic Speed. When Kid Flash moves, he ignores the effects of characters, hindering terrain, elevated terrain, and blocking terrain on movement. He can't end his movement on blocking terrain.

 **Fast Fists:** Kid Flash can use Flurry.

 **Human Tornado:** Once per turn, Kid Flash can use Force Blast as a free action.

#003 Wonder Girl

✦ **Lasso:** Wonder Girl can use Incapacitate as if she had a range value of 6. If she successfully hits a target with a ranged combat attack when using Incapacitate, after resolving the action you can put the target in an unoccupied square of clear terrain adjacent to and at the same elevation as Wonder Girl.

#004 Aqualad

✦ **From the Depths:** Aqualad can use Charge. When Aqualad occupies water terrain, any line of fire drawn to him is treated as if it crossed blocking terrain.

#005 Speedy

✦ **Brave Bow's Apprentice:** When Speedy makes a ranged combat attack, modify his attack value +1.

✦ **Trick Arrows:** Give Speedy a ranged combat action; Speedy can remove from the game up to three hindering terrain markers or barrier terrain markers (removing markers one at a time) to which he has a clear line of fire at the time the marker is removed, after which he can make a ranged combat 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 carried by a character) at the beginning or end of any action she is given, she can remove that object from the game.

#007 Jericho

✦ **Possession:** Give Jericho a power action and make a close combat or ranged combat attack (as if he has a range value of 4) against a target opposing character as a free action. A successful attack deals no damage. Instead, remove Jericho from the battlefield and put him on his character card; the target is possessed, becomes friendly to your force and opposing to its owner's force, and any of the target's canceled powers return.

After the resolution of any action given to the target, you can release the target. Remove all action tokens from the target and put Jericho in any unoccupied square within 4 squares to which the target has a clear line of fire. The target becomes friendly to its owner's force and opposing to your force.

If the target is possessed at the end of your turn, roll a d6 and add 1 to the result for each 100 points (or fraction thereof) of the target's point value. If the result is 6 or more, the target is released. If the result is 5 or less, deal Jericho 1 unavoidable damage.

Each time the possessed target takes damage, deal Jericho 1 unavoidable damage after the action is resolved. Any effect that can counter the target's powers can counter Jericho's Possession. If Jericho is eliminated or Possession is countered or canceled, the target is immediately released.

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

This power cannot be canceled.

#009 Gold

✦ **Golden Lasso:** Gold can use Incapacitate, but only as part of a ranged combat action (as if he had a range value of 6).

✦ **I Can Be Hammered into a Sheet Four Millionths of an Inch Thick:** When Gold is dealt damage by a close combat attack, he can use Invulnerability. When Gold can't use Invulnerability, he can use Toughness.

#010 Liberty Belle

✦ **Ring the Bell:** Liberty Belle can use Pulse Wave as if she had a range value of 8.

#011 Klarion

✦ **Klarion and Teekl:** Klarion can use the Duo Attack ability, but do not modify Klarion's damage value by -1 for the second attack.

#012 Supernova

✦ **Phantom Zone Projector:** Supernova can use Incapacitate and Phasing/Teleport. When Supernova uses Incapacitate and successfully hits an opposing character, he may either resolve Incapacitate normally or give no action tokens to the target and instead immediately put the target in any starting area 8 or fewer squares from himself.

#014 Batgirl

✦ **Trained from Birth:** Batgirl can use Flurry and Leap/Climb.

✦ **Cain's Daughter:** Batgirl can use Combat Reflexes and Willpower.

#018 Red Arrow

✦ **Fusillade:** Give Red Arrow a power action. He makes two separate ranged combat attacks as free actions (making two separate attack rolls against two different target opposing characters). Resolve the first attack before making the second; if Red Arrow loses Fusillade before making the second attack, he can't make the second attack.

✦ **Trick Arrows:** Red Arrow can use Energy Explosion and Smoke Cloud. When he uses Energy Explosion, after resolving the action he can immediately use Smoke Cloud as a free action but the first hindering terrain marker must be placed in the same square as the target of the Energy Explosion attack.

#020 Dr. Sivana

✦ **Suspendium:** Dr. Sivana can use Incapacitate. When he uses Incapacitate and successfully hits a target, also give an action token to each of up to two additional opposing characters that have zero action tokens and are adjacent to the target.

✦ **Mad Inventor:** Dr. Sivana can use Barrier, Energy Explosion, Phasing/Teleport, Psychic Blast, Pulse Wave,

Quake, Smoke Cloud, and Support. If while using this power, he makes an attack roll that results in a critical miss, deal 1 additional unavoidable damage to Dr. Sivana.

World's Wickedest Scientist: Dr. Sivana can use Mastermind. He can choose to deal the damage to a friendly character that has a higher point value if that character shares a team ability or keyword with Dr. Sivana; damage transferred using World's Wickedest Scientist can not later be dealt to Dr. Sivana.

#021 Rip Hunter

Chrononaut: Rip Hunter can use Perplex, but can target only himself or a friendly character.

Time Master: Rip Hunter can use Outwit and Probability Control. The standard and named powers of Rip Hunter and friendly characters adjacent to him can't be countered.

#022 Dawnstar

Tracker: Dawnstar can use Hypersonic Speed.

Quarry: Before the beginning of the first turn, choose an opposing character; this character is Dawnstar's quarry. Modify by +1 the attack value of Dawnstar and all friendly characters when they are attacking the quarry.

#023 Green Lantern

Lantern 2814.1: Green Lantern can use Energy Explosion and Telekinesis.

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

#025 Jack and Ten

One-Eyed Jack: Jack and Ten can use Energy Explosion and Psychic Blast.

#026 Green Arrow

Rooftop Archer: Green Arrow can use Leap/Climb and Running Shot.

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

Arrow down the Gun Barrel: Green Arrow can use Incapacitate. When a character marked with one or more action tokens chooses Green Arrow as the target of a ranged attack, Green Arrow can use Shape Change.

Hail of Arrows: Give Green Arrow a ranged combat action to make a ranged combat attack targeting more than one opposing character. Increase the total damage dealt by 1 for each target successfully hit by the attack (total damage is still divided normally among successfully hit targets).

#027 Trickster and Pied Piper

Air-Walking Shoes, Joy Buzzers, and Smoke Bombs: Trickster and Pied Piper can use Leap/Climb, Poison, and Smoke Cloud.

Piper: Trickster and Pied Piper can use Mind Control and Psychic Blast.

#028 Deathstroke

Master Tactician: Deathstroke can use Outwit. Modify Deathstroke's attack value by +1 for each adjacent opposing character. When Deathstroke makes a close combat attack, he can compare the attack roll to the defense value of any number of adjacent opposing characters (minimum 1); 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.

#029 Nightwing

Dual Membership: Nightwing can use the Outsiders and Titans team abilities and possesses the **S** and **T** team symbols.

Fisticuffs: Nightwing can use Flurry.

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

#030 Blue Beetle

BB Gun: Blue Beetle can use Force Blast and Incapacitate. He can also be given a power action to make a ranged combat attack targeting a single opposing character (ignoring friendly characters for line of fire purposes). If the attack succeeds the target is dealt no damage; instead, roll a d6. The target is knocked back a number of squares equal to the result -2 (minimum 1 square); the target breaks away automatically, can move through squares adjacent to opposing characters, and can be dealt knock back damage.

Bwah-ha-ha-hah!: Blue Beetle can use Perplex. When Blue Beetles is adjacent to a friendly Booster Gold, he can use Outwit.

#031 Mammoth

Inseparable: Mammoth can use Super Strength. Modify Mammoth's attack value by +2 if he has a clear line of fire to Shimmer.

Get Away from My Sister!: All targets of successful close combat attacks made by Mammoth are knocked back.

#032 Hawk and Dove

Avatars of Chaos and Order: Hawk and Dove can use Super Senses and Toughness.

#033 Psimon

In Your Head: Psimon can use Outwit and Shape Change.

#034 Lead and Tin

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

Tinterference: Lead and Tin can use Outwit (but only against targets 5 or fewer squares from them) and Shape Change.

#035 Uncle Sam

☛ **Give Me Your Tired, Your Poor:** When Uncle Sam makes a close combat attack, modify his attack value by +1 for each friendly character 4 or fewer squares away to which Uncle Sam can draw a clear line of fire and that is marked with one or more action tokens.

☛ **As Big as My Country:** Uncle Sam has the 🦹 damage symbol.

#036 Chief

☛ **Dr. Caulder:** The Chief can use Support.

☛ **Manipulate:** The Chief can use Leadership. If Leadership would allow you to add an action to your action total for the turn, you can instead put a Manipulate token on the Chief's character card if there are two or fewer Manipulate tokens on the card. When another friendly character would take pushing damage, you can remove a Manipulate token from the Chief's character card and roll a d6; on a result of 3-6, the character ignores the pushing damage.

☐ **Strategist:** The Chief can use Perplex and Mastermind (he can deal the damage to a friendly character that has a higher point value if that character shares a keyword with the Chief); damage transferred using Strategist may not be later dealt to the Chief.

#037 Kyle Rayner

☛ **Ion:** Kyle Rayner can use the Quintessence team ability.

☐ **Constructs:** Kyle Rayner can use Barrier. Any opposing character adjacent to a barrier terrain marker placed by Kyle Rayner that attempts to move (or would be moved by a power, ability, or effect used by another character) must attempt to break away; this effect ignores powers, abilities and effects that allow a character to break away automatically.

#038 Wonder Girl

☛ **Tie Up:** Wonder Girl can use Incapacitate as if she had a range value of 6. When she uses Incapacitate and successfully hits a target opposing character, you can give an action token to a second opposing character that has zero or one action token that is adjacent to the target, if the attack roll would also hit the second character.

☐ **Bullets and Bracelets:** Wonder Girl can use Toughness. When Wonder Girl is the target of a ranged combat attack, she can use Super Senses.

#039 Harbinger

☛ **You Are Needed:** Harbinger can use Phasing/Teleport. Give Harbinger a power action and choose a friendly character that is 6 or fewer squares from her. Put the chosen character in the square occupied by Harbinger, and then put Harbinger in the square occupied by the chosen character; then deal Harbinger 1 unavoidable damage.

☛ **Crosstime Heralds:** Harbinger has the 🦹 attack symbol.

#040 Forerunner

☛ **Honor:** Forerunner can use Willpower.

#041 Mary Marvel

☛ **Wisdom of Zerhuti:** Mary Marvel can use Perplex, but she can modify only her own combat values.

#042 Mordru

☛ **Dark Lord:** Mordru can use Barrier, Energy Explosion, Psychic Blast, Pulse Wave, Smoke Cloud, and Telekinesis. Mordru has the 🦹 damage symbol.

☛ **Lord of Chaos:** Mordru can use Outwit. When Mordru uses Outwit, he can use it normally or choose to counter all powers of a target character 4 or fewer squares away.

#043 Monarch

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

#045 Trigon

☛ **Doppelganger:** Give Trigon a power action. Put up to three SPECIAL markers in unoccupied squares to which Trigon has line of fire adjacent to opposing characters 8 or fewer squares from him; these are doppelganger tokens. Doppelganger tokens are not characters or terrain, but can be destroyed as if they are blocking terrain. Characters opposing to Trigon must break away from doppelganger tokens. When a character opposing to Trigon occupies a square adjacent to a doppelganger token or tokens and is given a non-free action, deal the character 1 penetrating damage if the character is adjacent to a doppelganger token after the action is resolved. No more than three doppelganger tokens can be on the map at a time. At the end of any non-free action given to Trigon, he can remove any number of doppelganger tokens from the map.

☛ **Reshape Reality:** Trigon can use Outwit. Once during your turn, Trigon can use Barrier as a free action, but he can place only up to two barrier terrain markers.

#047 Tempest

☛ **Summon the Elements:** Tempest can use Charge. Clear grounded terrain 3 or fewer squares from Tempest that does not contain objects, terrain markers, or debris tokens is water terrain.

#048 Darkseid

☛ **Omega Effect:** Before Darkseid makes a ranged combat attack, you can choose any or all of the following options for the attack: 1) Darkseid's range value is halved and his line of fire ignores characters and hindering terrain; 2) Modify Darkseid's damage value by -2; damage from the attack is penetrating damage; 3) Darkseid's damage value is 0 ~~for the duration of the action and is locked~~; if the attack succeeds, put the target in any unoccupied square within Darkseid's range to which he has a clear line of fire.

☐ **All Will Serve Darkseid!:** Darkseid can use Invulnerability, Mastermind, and Willpower.

✦ **Master Strategist:** Darkseid can use *Outwit* and *Perplex*.

#049 Will Magnus and Platinum

✦ **Unstable:** (Non-Optional) Will Magnus and Platinum can't be given a non-free action when they are marked with one or more tokens.

🛡️ **Particularly Resistant:** Will Magnus and Platinum can use *Defend* and *Toughness*. Their defense value can't be modified to a lower value.

✦ **Robotacist:** Will Magnus and Platinum can use *Perplex*. When they use *Perplex*, they can use it normally or modify by +1 or -1 the same combat values (except damage value) of all friendly characters with which they share at least two keywords (all other rules for *Perplex* apply normally).

#052 Psycho-Pirate

🛡️ **I'm Your Best Friend:** When Psycho-Pirate is the target of a successful close combat attack, he ignores the damage dealt unless the attack roll is doubles.

✦ **Fear... Hate... Loathing...:** Psycho-Pirate can use *Perplex*, but he can modify combat values only by -2.

#053 Black Adam

✦ **Wisdom of Zehuti:** Black Adam can use *Perplex*, but he can modify only his own combat values.

✦ **Power of Aton:** Black Adam can use *Exploit Weakness* and *Flurry*.

#054 Alex Luthor

✦ **Earth 154 + Earth 462:** Alex Luthor can use *Psychic Blast*. Give Alex Luthor a power action to counter the immediate and ongoing effects of a single target battlefield condition until the beginning of your next turn.

✦ **Manipulator:** Alex Luthor can use *Outwit*, *Perplex*, and *Shape Change*.

#055 Sinestro

✦ **In Blackest Day:** Sinestro can use *Phasing/Teleport* and *Running Shot*.

✦ **In Brightest Night:** Sinestro can use *Energy Explosion*, *Psychic Blast*, and *Telekinesis*.

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

✦ **Sinestro's Might!:** Sinestro can use *Energy Explosion* and *Ranged Combat Expert*. When Sinestro uses *Energy Explosion*, damage dealt is penetrating damage.

#056 Supergirl

✦ **Superspeed:** Supergirl can use *Hypersonic Speed* but can make only close combat attacks.

#057 The Flash

✦ **Have to... Keep... Running...:** The Flash can use *Hypersonic Speed*. When the Flash moves, he ignores the effects of characters, hindering terrain, elevated terrain, and

blocking terrain on movement. He can't end his movement on blocking terrain.

✦ **Time to Save the World!:** The Flash can use *Pulse Wave* as if he had a range value of 8.

🛡️ **Nothing to Lose:** The Flash can use *Super Senses* and *Willpower*.

#059 The Spectre

✦ **Ghostly Guardian:** The Spectre can use *Charge*, *Phasing/Teleport*, and possesses the Justice Society team ability.

✦ **Vengeance:** Give the Spectre a power action to make a close combat or ranged combat attack, replacing his damage value with the damage value of his target until the action is resolved; damage from the attack is penetrating damage.

#060 Monitor

✦ **Moving Pawns on the Board:** The Monitor can use *Leadership* and *Phasing/Teleport*. When the Monitor uses *Leadership* and gets a result of 4-6, he can either use it normally or give an action token to an opposing character that has zero action tokens.

✦ **Adaptive Strategy:** The Monitor can use *Barrier*, *Energy Explosion*, *Perplex*, and *Support*.

#061 World's Finest

☆ **World's Finest** do not take pushing damage.

✦ **Teamwork:** World's Finest can use *Charge* and *Force Blast*. Immediately after World's Finest uses *Force Blast* to successfully knock back a target, they can use *Charge* as a free action to attack the target if *Charge* would allow them to do so.

✦ **Wallbuster:** World's Finest can use *Super Strength*. When given a move action, during the move World's Finest can automatically 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.

#100 Superman

☆ **Superman** does not take pushing damage.

✦ **This Is a Job for Superman!:** Superman can use *Charge*. When Superman is not carrying an object or a character, do not halve his speed value when he uses *Charge*. Superman may not pick up objects or characters when using *Charge*.

✦ **Leading the Attack:** Once, at the beginning of your turn, if Superman is adjacent to an opposing character, he can make a close combat attack as a free action, but he can't attack that character again during that turn. If Superman causes a target opposing character to take damage, until the end of the turn all friendly characters attacking that target have their attack values modified by +1 for each 100 points (or fraction thereof) of the target's point value.

#101 Wally West

✦ **Human Tornado:** Once per turn, Wally West can use Force Blast as a free action.

#102 Donna Troy

✦ **Purple Ray:** Donna Troy can use Support, but can treat friendly characters 3 or fewer squares away as if they are adjacent.

✦ **Lasso:** Donna Troy can use Incapacitate as if she had a range value of 6. If she successfully hits a target with a ranged combat attack when using Incapacitate, after resolving the action you can put the target in an unoccupied square of clear terrain adjacent to and at the same elevation as Donna Troy.

#103 Garth

✦ **From the Depths:** Garth can use Charge. When Garth occupies water terrain, any line of fire drawn to him is treated as if it crossed blocking terrain.

✦ **Salvage:** If there is an uncarried standard light object anywhere on the map, once per turn when Garth occupies water terrain he can bring in a standard light object from outside the game and pick it up as if picking it up from an adjacent square.

#104 Roy Harper

✦ **Checkmate:** Roy Harper can use Running Shot and Stealth.

✦ **Emerald Apprentice:** When Roy Harper makes a ranged combat attack, modify his attack value by +2.

#105 Superman

✦ **Scorched Air:** Superman can use Charge and Flurry.

✦ **Kryptonian Strength:** Superman can use Super Strength. Superman can carry two objects at the same time if they are both standard objects; 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 dealt damage normally but not knocked back. Instead, if the target has zero or one action token after the attack has been resolved, give the target an action token.

#200 Batman

✦ **Relentless:** Batman can use Charge, Leap/Climb, and Running Shot.

#223 Thunderer of Qward

✦ **Qwa-Bolts:** Thunderer of Qward can use Energy Explosion. When Thunderer of Qward is given a ranged combat action, you can choose one of the following options: 1) Modify Thunderer of Qward's range value by his current unmodified damage value; or 2) damage from the attack is penetrating damage.

#224 Shadow Demon

✦ **The Darkness Is Alive!:** Shadow Demon can use Plasticity, Phasing/Teleport, and Stealth.

#225 Anti-Monitor

✦ The Anti-Monitor can use the Multiattack ability.

✦ **All the Power at My Command Shall Be Used to Destroy You!:** The Anti-Monitor can use Psychic Blast and Quake; when he uses Quake, do not replace his damage value.

✦ **I Will Not Die Until You Die With Me!:** Once per turn, the Anti-Monitor can use Exploit Weakness. At the end of the round, if no character opposing to the Anti-Monitor was defeated or eliminated this round, roll 2d6 and subtract the Anti-Monitor's unmodified damage value, minimum result 1. Heal the Anti-Monitor of damage equal to the result.

#226 Anti-Monitor, Guardian of Fear

✦ The Guardian of Fear can use the Multiattack ability.

✦ **Guardian:** The Guardian of Fear can use Enhancement, Phasing/Teleport, and the Carry ability.

✦ **Time to Feed:** The Guardian of Fear can use Pulse Wave, but his range value is not halved, his damage value is not replaced, and he does not ignore characters' powers, team abilities, or feats. Immediately after the attack is resolved, heal the Anti-Monitor of 1 damage for each opposing character that took damage from the attack (maximum 4 healing).

✦ **Destined Destructor:** The Anti-Monitor can use Outwit. Give the Anti-Monitor a power action and roll 2d6. Deal penetrating damage equal to the result, divided among opposing characters to which the Anti-Monitor has a clear line of fire; characters can be dealt maximum damage equal to the number of action tokens they have (characters that have no tokens can't be dealt damage). Any undealt damage is ignored.

#B001 Matter-Eater Lad

✦ **Hungry Loner:** Matter-Eater Lad cannot carry characters.

#B005a Congo Bill

✦ **Congorilla:** At the beginning of your turn, you can flip this token.

#B005b Congorilla

✦ **Congo Bill:** At the beginning of your turn, you can flip this token.


Secret Invasion

#001 Spider-Man


✦ **Web-Punch:** Spider-Man can use Flurry. If he makes two successful attacks against the same target using Flurry, instead of dealing damage with the second attack he can instead give an action token to the target if it has zero or one action token.


#002 Moloid

✦ **Swarm:** When Moloid is given a move action, it can use the Carry ability to carry one or two other Moloids.


 **Overwhelm:** When this Moloid makes an attack against a target opposing character, modify its attack value by +1 for each other Moloid that has made an attack (successful or not) against that target during this turn.


#004 Iron Fist

 **Good Fortune Thunder Kick:** Iron Fist can use Leap/Climb and Flurry.


 **Champion of K'un-Lun:** Iron Fist can use Super Senses and Willpower.



#005 Sharon Carter

 **Agent 13:** Sharon Carter can use Running Shot and Stealth.


 **Ally:** Sharon Carter can use Perplex, but she can modify the combat values of only herself and friendly characters, and she can't modify damage values.



#006a Yellowjacket

 Yellowjacket possesses the Avengers team symbol. (He doesn't possess the Skrulls team symbol.)


 **Giant Man:** Yellowjacket possesses the  damage symbol and can use Charge.

#006b Yellowjacket


 Yellowjacket possesses the Skrulls team symbol. (He doesn't possess the Avengers team symbol.)

 **Giant Man:** Yellowjacket possesses the  damage symbol and can use Charge.


 **Agent Provocateur:** Yellowjacket can use Outwit and Psychic Blast.


 **Traitor:** Yellowjacket can use Outwit. He can use it normally, or he can choose a team ability possessed by an opposing character 6 or fewer squares away to which he can draw a clear line of fire and counter that team ability on all opposing characters


#007 Atlantean Warrior

 **Aquatic Invader:** When Atlantean Warrior occupies water terrain, he can use Charge and Stealth. When he occupies water terrain at the beginning of the turn, modify his speed value by +2 until the end of the turn.

#008a Ms. Marvel


 Ms. Marvel possesses the Avengers team symbol. (She doesn't possess the Skrulls team symbol.)


 **Kree Genetics:** Ms. Marvel can use Charge and Running Shot.

 **Energy Absorption:** Each time Ms. Marvel is hit by an attack made by an opposing character (even if she takes no damage), put an absorption token on this card. When Ms. Marvel makes an attack, you can modify her damage value by +X, where X is the number of absorption tokens on this card; after the attack is resolved, remove all absorption tokens from this card. At the end of each of your turns or when Ms.


Marvel loses Energy Absorption, remove all absorption tokens from this card.

#008b Ms. Marvel


 Ms. Marvel possesses the Skrulls team symbol. (She doesn't possess the Avengers team symbol.)


 **Exfiltration:** Ms. Marvel can use Hypersonic Speed, Plasticity, and Stealth.

#009 Gravity


 **Gravity Control:** Gravity can use Incapacitate (as if he had a range of 8), Super Strength, and Telekinesis.

#010 Grey Gargoyle


 **Petrify:** Grey Gargoyle can use Incapacitate. If he successfully hits a target using Incapacitate and the result of the attack roll is doubles, give the target two action tokens if it has zero action tokens.

 **Petrified Protection:** Grey Gargoyle can use Barrier, but can put barrier terrain markers only in unoccupied 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:** Arachne can use Incapacitate as if she had a range of 8.


#012 Gee

 **Gravity Manipulation:** Gee can use Force Blast. After the use of Force Blast is resolved (even if the Force Blast is ignored), Gee can use Incapacitate targeting the same target as a free action.


#014 Mass Master


 **Cloudform:** Mass Master can use Smoke Cloud. When Mass Master is given a move action, after moving he can use Smoke Cloud as a free action but can place hindering terrain markers only in squares he occupied or moved through that turn.

#015 Energizer


 **Matter Absorption:** Once per turn as a free action, Energizer can remove from the game a single adjacent object (including an object carried by an adjacent character) or up to two barrier, debris, or hindering terrain markers that are 4 or fewer squares away from her and to which she has a clear line of fire at the time they are removed.

#016 Hercules


 **Wrestler:** Hercules can use Charge, Flurry, and Plasticity.

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

#017 Human Torch

 **Fireburst:** Human Torch can use Energy Explosion and Pulse Wave.

#018 Clea

 **Dark Disciple:** Clea can use Mind Control and Phasing/Teleport.


#020 Immortus

★ **Agent of the Time-Keepers:** Immortus can use Outwit and Probability Control. Probability Control can't be used by opposing characters to which Immortus has a clear line of fire.

#021 Iron Man

★ **Extremis:** Iron Man can use Outwit and Perplex. When Iron Man is not using Outwit, he can use Super Senses.


#022 Goliath


 **Throw:** Goliath can choose to knock back the target of any successful close combat attack he makes a number of squares equal to twice the damage dealt to the target.

#023 Hawkeye


★ **Focused Training:** Hawkeye can use Perplex, but she can modify only her own combat values.


#024 Spider-Slayer

 **Tracking Systems:** Spider-Slayer can use Leap/Climb and Plasticity. Before the beginning of your first turn, choose an opposing character. When Spider-Slayer is given a move action, immediately after resolving the action it can move again as a free action (with its speed value halved until the end of the action) if it ends the second move adjacent to the chosen character.

 **Smash:** Spider-Slayer can use Flurry.


#028 Attuma


 **Tidal Wave:** Attuma can use Quake and Super Strength. If Attuma uses Quake while occupying water terrain, compare the attack total to adjacent opposing characters normally and to all opposing characters adjacent to (but not occupying) the area of water terrain occupied by Attuma. Characters adjacent to the water terrain are knocked back from Attuma in a direction of Attuma's choice away from him.


 **Waveborne:** When Attuma occupies water terrain, he can use Combat Reflexes and Toughness. When Attuma does not occupy water terrain, he can use Toughness.

★ **Undersea Conqueror:** Attuma can use Leadership. He can use it normally, or on a result of 4–6 you can add two actions to your action total for the turn but both of these actions can be given only to friendly characters that possess the Atlantis keyword.


#029 Morbius

 **Gliding Shadow:** Morbius can use Leap/Climb and Stealth.


 **The Hunger:** Morbius can use Steal Energy, but Steal Energy heals Morbius of 1 damage or damage equal to the number of powers possessed by the target of the attack after it takes damage, whichever is greater.

 **Living Vampire:** Morbius can use Toughness and Super Senses, but when using Super Senses evades an attack only on a result of 6.

#030 Punisher

 **Chaingun:** Once per turn when the Punisher succeeds at a ranged combat attack against an opposing target character, after the attack resolves he can immediately make ranged combat attacks against any other opposing characters adjacent to the target to which he can draw a clear line of fire. (Each attack is rolled and deals damage separately). If the result of a successful ranged combat attack roll made by the Punisher is doubles, the damage dealt is penetrating damage.

#031 Mole Man

 **Lord of the Tunnels:** Mole Man can use Stealth and Phasing/Teleport. When Mole Man uses Phasing/Teleport, he can use the Carry ability and must put debris tokens into the squares where he begins and ends his move. Mole Man ignores the effects of debris tokens on movement.

#032a Dum Dum Dugan


★ **Dum Dum Dugan** possesses the S.H.I.E.L.D. team symbol. (He doesn't possess the Skrulls team symbol.)

★ **Monster Squad:** Modify the attack value of Dum Dum Dugan and all adjacent friendly characters by +1 when they are attacking characters that possess the Giant Size or Colossal Size ability.

#032b Dum Dum Dugan


★ **Dum Dum Dugan** possesses the Skrulls team symbol. (He doesn't possess the S.H.I.E.L.D. team symbol.)

★ **S.W.O.R.D.fall:** Before the beginning of the first round, choose one area of elevated terrain or blocking terrain on the map. This area is considered to be clear grounded terrain until the end of the game.

 **Shifty:** Dum Dum Dugan can use Plasticity and Running Shot.


#033 Dr. Strange

★ **Eye of Agamotto:** Dr. Strange ignores the effects of characters and hindering terrain (including team abilities that give hindering terrain bonuses) when determining line of fire.


 **Winds of Watoomb:** Dr. Strange can use Phasing/Teleport and Quake.

★ **Wand of Watoomb:** Dr. Strange can use Perplex. When Dr. Strange uses Perplex, you can roll a d6; on a result of 5 or 6, you can modify the target's chosen combat value by up to +2 or -2.


#034 Dr. Octopus


 **Tentacles:** Dr. Octopus can use Flurry, Leap/Climb, and Super Strength.

#036 Malice


 **You Cannot Stand Against Me:** Once during your turn, Malice can use Force Blast as a free action.


#037 Triton

 **Aquatic Scout:** Triton can use Charge. When Triton occupies water terrain, any line of fire drawn to him that crosses any square of that water terrain is treated as though it crosses blocking terrain.


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


#038 Speedball

 **Bounce:** Speedball can use Charge and Leap/Climb, and automatically breaks away.


 **Speedball Effect:** Once per turn, if Speedball defeats an opposing character or hits an opposing character with doubles, after the attack resolves he can break away automatically, immediately move up to his full speed value, and make one close combat attack against a different opposing character as a free action.


#039 Cloak and Dagger


 **Cloak:** Cloak and Dagger can use Phasing/Teleport and Stealth.

 **Dagger:** Cloak and Dagger can use Energy Explosion. Damage Cloak and Dagger deal using Energy Explosion is penetrating damage.


#040 Doom


 **Away, Gnat:** When the result of the attack roll in a successful attack by Doom is doubles, immediately after the attack resolves you can put the target in any starting area other than the one used by Doom.


 **Doom Will Not Be Forgotten:** Doom can use Exploit Weakness and Psychic Blast.

 **Powerless:** Doom can use Outwit. When Doom uses Outwit, he can use it normally, or choose to counter all powers or all abilities of a target character 6 or fewer squares away.


#041 Spider-Girl


 **Weblines:** Spider-Girl can use Charge, Leap/Climb, and Running Shot.

 **Bio-magnetic Field:** Spider-Girl can use Incapacitate. Immediately after the resolution of a successful close combat attack by Spider-Girl, Spider-Girl can use Force Blast against the same target as a free action, but the target can't be dealt knock back damage.


 **Spider-Sense:** Spider-Girl can use Combat Reflexes and Super Senses.

#042a Captain Mar-Vell



 Captain Mar-Vell possesses the S.H.I.E.L.D. team symbol. (He doesn't possess the Skrulls team symbol.)


 **Warden:** Captain Mar-Vell can use Super Strength and the Capture ability.

#042b Captain Mar-Vell


 Captain Mar-Vell possesses the Skrulls team symbol. (He doesn't possess the S.H.I.E.L.D. team symbol.)


#043 Psycho-Man


 **Mass Manipulation:** Psycho-Man can use Mind Control as if he had .

 **Control Box:** ~~When he uses Mind Control,~~ Psycho-Man does not take damage based on the point value of his target(s) when he uses Mind Control. Give Psycho-Man a power action and choose one of the following options: 1) Fear. Psycho-Man can use Quake as a free action. 2) Doubt. Choose a target 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 to less than 1. 3) Hate. Choose a target opposing character 6 or fewer squares away to which Psycho-Man has a clear line of fire. Deal 1 damage to each other opposing character adjacent to the target.


#045 Namor

 **Avenging Son:** Namor can use Charge, Flurry, and the Flight ability.


 **Aquatic Rejuvenation:** If Namor occupies water terrain, he can use Regeneration.


 **Undersea Ruler:** Namor can use Leadership. He can use it normally, or on a result of 4–6 you can add two actions to your action total for the turn; both actions must be given to friendly characters that possess the Atlantis keyword.

#047 Adam Warlock


 **Him:** Adam Warlock can use Leadership, Perplex, and Support. When Adam Warlock uses Perplex, he can use it normally, or he can modify any combat value (except damage) of a target character by +2 or –2.


#048a Elektra

 Elektra possesses the Hydra team symbol. (She doesn't possess the Skrulls team symbol.)



 **Assassin:** Elektra can use Charge, Flurry, Leap/Climb, and Stealth.

#048b Elektra

 Elektra possesses the Skrulls team symbol. (She doesn't possess the Hydra team symbol.)


 **Hand of the Skrulls:** Elektra can use Charge and Plasticity.


#049 Ringmaster

 **Top Hat:** When Ringmaster uses Mind Control or Incapacitate, modify his attack value and range value by +2. Ringmaster can use Mind Control as if he possesses ,


all targets of successful attacks can be given only move actions.

#051 Nick Fury


 **L.M.D.:** Nick Fury can use Mastermind. When Nick Fury is dealt damage, you can reduce the damage by 2. If you do, after the attack resolves immediately put Nick Fury in an unoccupied square in a corner of the map (or as close to the corner as possible) that does not share an edge with the starting area used by Nick Fury.


 **Spymaster:** Nick Fury can use Leadership, Outwit, and Perplex.

#052 Impossible Man


 **Pest:** The Impossible Man can use Outwit, Probability Control, and Shape Change.


#053 Skrull Emperor

 **Scheme:** Skrull Emperor can use Outwit. He can use it normally, or choose a keyword and counter the same power or ability possessed by all opposing characters 10 or fewer squares away that possess the chosen keyword.


 **Emperor:** Skrull Emperor can use Enhancement and Leadership. When he uses Leadership, on a result of 3 or 4 add one action to your action total; on a 5 or 6, add two actions. Skrull Emperor can use Perplex, but he can target only characters with which he shares a keyword.

#055 Mephisto


 **Dark Bargain:** Mephisto can use Incapacitate. When Mephisto successfully hits a target with Incapacitate, the controller of the target can choose either to give an action token to the target normally, or to roll a d6; on a result of 1–4, deal the target 1 unavoidable damage.

 **Prince of Lies:** Mephisto can use Leadership and Outwit. When Mephisto successfully uses Leadership, only he can be given the extra action.


#058 Power Man and Iron Fist


 **Wallbuster:** Power Man and Iron Fist can use Super Strength. When given a move action, during the move they can automatically destroy up to 2 squares of blocking terrain or the wall adjoining two squares; they can continue their move, if any, after destroying the blocking terrain or the wall.

#059 Sentry


 **Uncertainty:** (non-optional) Roll a d6 at the beginning of your turn. On a result of 3 or 4, Sentry can use Charge until the end of the turn. On a result of 5 or 6, Sentry can use Charge and Hypersonic Speed until the end of the turn.


#061 Super Skrull: Illuminati


 **Infiltrator:** Super-Skrull: Illuminati is a wild card on your turns; on opponent's turns, he can use only the Skrulls team ability.

 **Avenging Fury:** Super-Skrull: Illuminati can use Charge, Flurry, and Plasticity. Once per turn before making a close combat attack roll for Super-Skrull: Illuminati, you


can declare that damage from the attack will be penetrating damage.

 **Elastic Entanglements and Black Bolts:** Super-Skrull: Illuminati can use Quake. When Super-Skrull: Illuminati succeeds at an attack, roll a d6. On a result of 4 or 5, if a target of the attack has no action tokens, give the target an action token after the attack is resolved. On a result of 6, damage from the attack is penetrating damage.


 **Iron Defense:** Damage dealt to Super-Skrull: Illuminati is reduced to 1.

 **Strange Magicks:** Super-Skrull: Illuminati can use Perplex. He can use it normally, or he can 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:** Susan Richards can use Barrier and Invulnerability.

 **To the Negative Zone:** Susan Richards can use Outwit. Modify Susan Richards' damage value by +2 when she makes a ranged combat attack. When making ranged combat attacks, Susan Richards ignores terrain, walls, and opposing characters' Stealth.


#100 Spider-Woman


 **Infiltrator:** Spider-Woman is a wild card on your turns; on opponents' turns, she can use only the Skrulls team ability.


 **Wall-Creeper:** Spider-Woman can use Leap/Climb and Stealth.

 **Agent Provocateur:** Spider-Woman can use Outwit. She can use it normally, or she can counter all standard powers and named powers of a chosen type (speed, attack, defense, or damage) of all adjacent characters.


#101 Mr. Fantastic


 **Pliable:** Mr. Fantastic can use Leap/Climb and Plasticity.

 **Ductile:** Mr. Fantastic can use Super Senses and Barrier (as if he had a range of 0). When a Barrier terrain marker placed by Mr. Fantastic is destroyed, roll a d6; on a result of 1, deal 1 damage to Mr. Fantastic.

 **Inventive Genius:** Mr. Fantastic can use Perplex, but he can modify the target's combat values by +2 or –2 if he is targeting himself or another character with which he shares a keyword.

#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:** Invisible Woman can use Barrier and Invulnerability.

#103 Human Torch

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

Flame On!: Human Torch can use Energy Shield/Deflection and Poison. When Human Torch is given a move action or power action, immediately after resolving the action, he can use Smoke Cloud as a free action, but can place hindering terrain only in squares he moved through or occupied this turn.

#104 The Thing

It's Clobberin' Time!: The Thing can use Quake. Give the Thing a power action; he can move up to his speed value and then as a free action either (1) use Quake or (2) make a close combat attack.

Yancy Streeter: The Thing can use Toughness and 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. On a result of 5 or 6, you can remove an action token from one adjacent friendly character, or two adjacent friendly characters if they and the Thing all possess a single common keyword.

#105 Dr. Doom

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

Kneel Before Doom!: Dr. Doom can use Energy Explosion, but **if he hits, he instead** deals damage equal to his damage value to ~~the~~ **each hit** target of the attack. Characters adjacent to the target are dealt damage normally.

Armored Mastermind: Dr. Doom can use Invulnerability and Mastermind.

Lord of Latveria: Dr. Doom can use Outwit and Perplex. When Dr. Doom uses Outwit, he can use it normally, or you can roll a d6 instead; on a result of 4-6, counter a power possessed by a single target opposing character anywhere on the battlefield.

#107 Doombot 5953

Self-Destruct Mechanism: Doombot 5953 can use Pulse Wave. Immediately after a use of Pulse Wave by Doombot 5953 resolves, deal Doombot 5953 1 unavoidable damage.

#111 Reed Richards

When Reed Richards or a friendly character with the Fantastic Four keyword 6 or fewer squares from Reed Richards to which he can draw a clear line of fire makes an attack, treat a result of double 2s or double 3s as double 4s.

Ultimate Nullifier: Reed Richards can use Outwit. He can use it normally, or he can counter all standard powers and

named powers of a target character and roll a d6; on a result of 1, immediately deal Reed Richards 1 unavoidable damage.

#112 Sue Storm

Sue Storm and friendly characters with the Fantastic Four keyword 6 or fewer squares from Sue Storm to which she can draw a clear line of fire can use Super Senses if they can't already, but evade attacks only on a result of 6.

Get Away from Him!: Sue Storm can use Quake. She can use it normally, or she can use it as if she occupied a square occupied by a friendly character 6 or fewer squares away to which Sue Storm can draw a clear line of fire, ignoring the effects of opposing characters on line of fire.

#113 Johnny Storm

Move actions given to Johnny Storm and friendly characters with the Fantastic Four keyword that are adjacent to Johnny Storm don't count toward your available actions for the turn, and these characters don't take pushing damage from being given move actions.

Pour It On!: Johnny Storm can use Energy Explosion; when he does, characters successfully hit are dealt damage equal to the number of times it was hit by this attack times two.

#114 Benjamin J. Grimm

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: Victor Von Doom can use Running Shot and Mind Control (as if he had .

Unquestioned: Victor Von Doom can use Mastermind. He can choose to deal the damage to a friendly character that has a higher point value if that character shares a team ability or keyword with Victor Von Doom; damage transferred using Unquestioned can't later be dealt to Victor Von Doom.

Arkham Asylum

#002 Manhunter

Power Battery: Manhunter can use Steal Energy, but is also healed when its ranged combat attack causes an opposing character to take damage.

No Man Escapes the Manhunters!: Manhunter can use Incapacitate and Outwit. When Manhunter uses Outwit, it can't counter defense powers.

#003 Multiplex

Safety in Numbers: Damage dealt to Multiplex is reduced by 1 if he is adjacent to a friendly Multiplex.

#004 The Question

Ask the Question: Once during your turn, the Question can use Outwit or Perplex. When the Question uses Perplex,

she can modify the combat values of only opposing characters.

#005 Floronic Man

☛ **Wild Plant Growth:** Floronic Man can use Smoke Cloud as if he has a range of 4; when he uses Smoke Cloud, he can place up to 8 hindering terrain markers if all markers are placed 2 or fewer squares from him.

☛ **In Touch with the Green:** Damage dealt by Floronic Man is increased by 1 if the target of the attack occupies or is adjacent to hindering terrain.

#007 Two-Face

☛ **Mercy or Murder:** The Coin Decides: Once per turn, before you give an action to Two-Face during your turn, roll a d6. On a result of 1–3, Two-Face can use Incapacitate until the end of the turn; on a 4–6, he can use Psychic Blast until the end of the turn. (Two-Face is not required to be given an action after you make this roll.)

#010 Gorilla Grodd

☛ **Your Will Is Mine:** Gorilla Grodd can use Leap/Climb and Mind Control (as if he had a range of 8).

#011 The Riddler

☛ **Riddle Me This:** The Riddler can use Incapacitate once per turn. He can use it normally or as a free action targeting a single opposing character if he has been given and will take no other free actions that turn. When he uses Incapacitate as a free action and successfully hits a target, choose a number from 1 to 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 enough action tokens so that it has two action tokens.

☛ **They'll Never Get This One:** The Riddler can use Outwit and Perplex. When the Riddler uses Perplex, he can only modify a combat value (other than damage) of an opposing character by –2.

#012 Amanda Waller

☛ **The Wall:** Amanda Waller can use Leadership and Outwit.

#013 Human Bomb

☛ **Trying to Keep It Under Control...:** Human Bomb can use Energy Explosion and Quake.

☛ **No... NO!:** When the Human Bomb uses Pulse Wave and targets two or more characters, you can choose not to replace his damage value (using his unmodified damage value for the attack); if you do, after the attack is resolved deal Human Bomb unavoidable damage equal to his unmodified damage value.

#015 Plasmus

☛ **Burning Touch:** Plasmus can use Poison and Quake.

#016 Batman

☛ **In Contact with Bruce Wayne:** Batman can use Outwit, but he can counter only standard and named powers. Batman can use Perplex, but he can target only himself.

#019 Lashina

☛ **Female Fury:** Lashina can use Combat Reflexes and Willpower.

#020 Anarky

☛ **Boom Tube:** Anarky can use Phasing/Teleport and the Carry ability.

☛ **Tools of Change:** Anarky can use Quake and Smoke Cloud. After Anarky uses Smoke Cloud, he can be given a move action as a free action.

☛ **The Essence of Anarchy Is Surprise:** Anarky can use Outwit. Anarky can use Probability Control if before using the power you remove an action token from an opposing character not currently taking an action.

#022 Hitman

☛ **Guns Blazing:** Give Hitman a power action. He makes two separate ranged combat attacks as free actions (making two separate attack rolls against two different target opposing characters). Resolve the first attack before making the second; if he loses Guns Blazing before making the second attack, he can't make the second attack.

#023 Wonder Woman

☛ **Tie Up:** Wonder Woman can use Super Strength and Incapacitate (as if she had a range of 6). When she uses Incapacitate and successfully hits a target opposing character, you can give an action token to a second opposing character that has zero or one action token that is adjacent to the target, if the attack roll would also hit the second character.

☛ **Bullets and Bracelets:** Wonder Woman can use Invulnerability. When Wonder Woman is the target of a ranged combat attack, she can use Super Senses.

☛ **Ambassador:** Wonder Woman can use Leadership and Perplex (though she can target only other characters).

#024 Count Vertigo

☛ **The Vertigo Effect:** Count Vertigo can use Incapacitate. When he successfully hits a target opposing character with Incapacitate, 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:** Johnny Sorrow can use Phasing/Teleport and the Carry ability.

☛ **Visage of Sorrow:** Johnny Sorrow can use Pulse Wave (as if he had a range of 10); his damage value becomes 2 for the attack.

#026 Nightshade

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

#027 Firefly

☛ **Flamethrower:** Firefly can use Energy Explosion. He can use it normally, or use it as if he possessed only one ♣ and after the attack resolves use Smoke Cloud as a free action, 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:** Arkillo can use Charge and Flurry.

☛ **Outta My Face:** Arkillo can use Toughness. Once per turn, Arkillo can use Barrier (as if he had a range of 4) as a free action, but he can place only up to two blocking terrain markers.

#029 Per Degaton

☛ **I Will Watch You Die:** Per Degaton can use Psychic Blast. Once during your turn, Per Degaton can use Incapacitate as a free action if he has no action tokens.

☛ **Time Stealer:** Per Degaton can use Outwit and Probability Control.

#030 Amon Sur

☛ **Self Preservation:** Amon Sur can use Toughness. When Amon Sur takes damage from an attack, if he possesses Self Preservation after the attack resolves you can immediately move him up to half his speed value (he breaks away automatically).

#031 Captain Gordon

☛ **Summon the Bat:** Give Captain Gordon a power action and choose a target friendly character that is 6 or fewer squares from him and possesses the Batman Ally team ability or the Gotham City keyword (he does not need line of fire to the target). Put the target in an unoccupied square adjacent to Captain Gordon. The target can't be given an action until your next turn.

☛ **Cleaning Up Gotham:** Captain Gordon can use Enhancement. Give Captain Gordon a power action; he can use Outwit but he can counter only standard and named powers.

#034 Robin

☛ **Batline:** Robin can use Charge and Leap/Climb. When Robin uses Charge, he ignores the effects of elevated terrain on movement.

☛ **Tear Gas Grenade:** Robin can use Smoke Cloud. When Robin uses Smoke Cloud, after he places all hindering terrain markers he can immediately use Incapacitate as a free action but can attack only a single opposing character occupying a square containing a hindering terrain marker he placed that turn; ignore the effects of hindering terrain on the attack.

#036 Zoom

☛ **I'LLMAAAKEYOUBETTTTTERRR:** Zoom can use Hypersonic Speed. He can use it normally, or instead of making a close combat attack he can use Flurry; Zoom can continue to use the rest of his movement (if any) after using Flurry, but he can't move between making attacks using Flurry.

#037 Element Lad

☛ **Transmute:** At the beginning of your turn as a free action, Element Lad can 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) 4 or fewer squares from Element Lad to which he has a clear line of fire at the time they are removed; if a debris marker is removed that indicates a wall or area of terrain that was destroyed, it is no longer destroyed.

#038 The Penguin

☛ **Trick Umbrellas:** The Penguin can use Blades/Claws/Fangs and Smoke Cloud.

☛ **Information Broker:** The Penguin can use Leadership and Outwit.

#039 Cosmic King

☛ **Elemental Backlash:** Cosmic King can use Barrier. When Cosmic King is the target of a successful close combat attack, the attacker is dealt 1 damage after the attack resolves.

#040 Doctor Destiny

☛ **Dream Manipulation:** Doctor Destiny can use Mind Control as if he had ♣♣♣. When he does, he takes no damage due to the point value of a successfully hit target if it had at least one action token when it was hit.

#042 Ventriloquist

☛ **Scarface:** Ventriloquist can use Incapacitate, but his damage value becomes 1 **and is locked** instead of 0 until the action is resolved.

#043 Calculator


☛ **In Contact with Calculator:** Calculator can use Perplex. He can use it normally, or he can modify the same combat value (except damage) of all friendly characters 6 or fewer squares away by +1 or -1 until the beginning of your next turn.


☛ **Obsessive:** Calculator can use Outwit. When he does, roll 2d6 and subtract the greatest number of characters on the opposing force that possess 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!:** Yellow Lantern can use Plasticity and Running Shot.

#045 Circe


 **Men Are Pigs:** Circe can use Mind Control, but the damage value of a successfully hit target becomes 2 (if it is greater than 2) until the end of the action; Circe takes a maximum of 1 damage due to the targets' combined point value when using Mind Control.

 **Power Beyond Your Wildest Imaginings:** Circe can use Perplex. She can use it normally, or she can target herself and a friendly character 6 or fewer squares away to which she has a clear line of fire and modify the same combat value of the other character and herself by +1.




#047 Ultra-Humanite

 **Mental Might:** The Ultra-Humanite can use Mind Control, Outwit, and 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. Attacks made by Bizarro don't deal knock back.

#049 Black Manta


 **Pirate:** Black Manta can use Perplex, but he can target only himself or characters that possess the  or  speed symbol.

#050 Metron


 **The Price of Knowledge:** Metron can use Quake, Psychic Blast, and Pulse Wave. Immediately after the resolution of an action in which Metron uses any of these powers, roll a d6; on a result of 1 or 2, deal Metron 1 unavoidable damage.

 **Mobius Chair:** Metron can use Outwit and Probability Control. Once per turn, Metron can use one of the following powers: Leadership, Perplex, or Support.


#051 Mad Hatter

 **Hypnotic Hats:** The Mad Hatter can use Mind Control. If he does and successfully attacks only one opposing character, he takes no damage due to the point value of the character. After the Mad Hatter resolves a successful use of Mind Control on a target character, 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:** Batgirl can use Flurry and Leap/Climb.


#053 The Top

 **Whirling Gusts and Mental Centrifuge:** The Top can use 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:** Despero can use Mind Control and Telekinesis.

 **Dangerous Game:** Despero can use Psychic Blast. Give Despero a power action and choose a target opposing character 6 or fewer squares from Despero to which he can draw a clear line of fire. Put the target in a square of clear unoccupied terrain 8 or fewer squares from Despero to which he has a clear line of fire.


 **Tyrant:** Despero can use Leadership and Outwit.


#055 Sabbac


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

 **Burning Strength:** Sabbac can use Energy Explosion and Super Strength.


#056 The Flash

 **Cosmic Treadmill:** The Flash can use Hypersonic Speed and Phasing/Teleport. When the Flash uses Phasing/Teleport, he can use the Carry ability.


 **Supersonic Punch:** The Flash can use Quake as part of a close combat attack (instead of a close combat action), but targets of the attack are not knocked back.

 **Fastest Man Alive:** The Flash can use Energy Shield/Deflection and Super Senses.


#057 Saturn Queen


 **Mind Squeeze:** Saturn Queen can use Incapacitate. Immediately after the resolution of a use of Incapacitate by Saturn Queen that gives a second action token to a target opposing character, Saturn Queen can use Mind Control targeting that character as a free action.


#058 Chang Tzu

 **Malicious Experiment:** Chang Tzu can use Outwit and Perplex. When Chang Tzu uses Perplex, he can use it normally, or he can modify a combat value by -2.


#060 Superman Prime

 **Superman Prime** can't use the Carry ability.


 **I'm a Hero!:** Superman Prime can use Charge and Flurry. When he uses Flurry, he deals penetrating damage.



 **Get out of My Way!:** Superman Prime can use Quake and Super Strength.

 **Invincible:** Damage dealt to Superman Prime is reduced to 1.


 **Die, Already!:** Superman Prime can use Close Combat Expert and 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 or 2—Crazy (red starting line), 3 or 4—Lunatic (blue starting line), or 5 or 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  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 beginning of your next turn, put 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.


☆ **Collect Your Reward:** At the end of the game, players receive 75 victory points for each Arkham Asylum token they were given. (Victory points are not awarded based on the Clown Prince of Crime's point value.)


 **Last Laugh:** The Clown Prince of Crime can use Charge. Once per turn when the Clown Prince of Crime moves via a power action or move action, he can make a close combat attack against a target opposing character. After the attack resolves, he can continue his move, if any (he breaks away automatically), but he can't attack that target again that turn.

 **Jokerfish:** Once per turn as a free action, the Clown Prince of Crime can put a Jokerfish token (a SPECIAL 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 can 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:** The Clown Prince of Crime can use Outwit and Incapacitate. He can use Incapacitate normally (but only as part of a close combat action), or he can 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:** Batman can use Charge and Leap/Climb. When Batman uses Stealth, he considers the rim of elevated terrain to be hindering terrain when he occupies the rim square and a line of fire is being drawn to him.


 **Dark Knight:** Batman can use Flurry and Smoke Cloud. If Batman has no action tokens when he uses Smoke Cloud, he can use it as a free action once this turn.

#100 Batman

 **Cloud of Yellow Bats:** Batman can use Running Shot and Stealth. Once per turn, Batman can use Smoke Cloud as a free action.

 **Yellow Constructs:** Batman can use Barrier, Incapacitate, and Super Strength.

#101 Crispus Allen

 **Vengeance Comes:** Crispus Allen can use Phasing/Teleport and Plasticity.

☆ **Your Powers Will Not Save You:** Crispus Allen can use Outwit. He can use it normally, or he can counter all standard and named powers of up to two adjacent opposing characters.

#102 Harvey Dent


☆ **Second Chance:** Harvey Dent can use Outwit and Willpower.


#103 Henchman

☆ **You'll Hafta Wear Some Silly Costumes:** Henchman is a wild card.


☆ **Do Whatever You're Told to Do:** Henchman can use Perplex, but he can modify only his own combat values.

#104 Grodd

 **Giant Yellow Paws:** Grodd can use Barrier, Force Blast, and Plasticity. Immediately after Grodd resolves a use of Force Blast against a target opposing character, Grodd can use Barrier as a free action, but he must place blocking terrain markers such that the line of fire from Grodd to the target character is blocked.


 **Weaponer's Ring:** Grodd can use Barrier, Ranged Combat Expert, Super Strength, and Telekinesis.

#105 Edward Nigma

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

Hammer of Thor

#002 Kingpin

 **Criminal Mastermind:** Kingpin can use Super Sense and Mastermind. When he uses Mastermind, he can choose to deal damage to an adjacent friendly character with a point value of up to 125 points. This damage cannot later be dealt to Kingpin.

☆ **Hell's Kitchen is Mine:** Kingpin can use Leadership and Outwit.


#003 Hand Ninja

☆ **From the Shadows:** Once during your turn, if Hand Ninja occupies hindering terrain and has no action tokens, he can make a close combat attack as a free action.


#004 Rock Troll

☆ **Minion: We Follow the Strongest:** When a friendly character named Ulik is within 8 squares, Rock Troll can use Charge and modifies its attack value by +1.


#006 Pip the Troll

 **Space Gem:** Pip the Troll can use Phasing/Teleport. He can use it normally, or if he is not using the Carry ability, you can instead place him in any square that he has a clear line of fire to that is adjacent to both a friendly character and an opposing character. If you do, he can make a close combat attack as a free action.


#007 Marvel Boy


 **Telepathic Projection:** Marvel Boy can use Mind Control. After a successful attack by Marvel Boy using Mind Control, he can use Incapacitate as a free action targeting the same character.

#008 Phalanx Soldier


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


#009 Malekith

 **Fruit of the Faerie:** Malekith can use Mind Control. When he does, he ignores hindering and elevated terrain and other characters for line of fire purposes.


 **Lord of the Dark Elves:** Malekith can use Psychic Blast and Pulse Wave. When Malekith uses Pulse Wave, he can choose to use his unmodified damage value and be dealt one unavoidable damage after the action resolves.

#011 Enchantress


 **Enchanting:** Enchantress can use Mind Control. If she does, she takes 1 damage for each 200 points of the successfully hit targets' combined point value, instead of 100 points.

 **Devotion:** Enchantress can use Mastermind and 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 can use Support, and can use the Carry ability, but only to carry friendly 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 can use Charge and modifies its attack value by +1.


#015 Fire Demon

 **Minion: March to Ragnarok!:** When a friendly character named Surtur or Ragnarok Surtur is within 8 squares, Fire Demon can use Charge and modifies its attack value by +1.


#016 Thor


 Thor can use Super Strength.

#017 Balder


 **Warrior of Light:** Balder can use Pulse Wave as if he had a range value of 6.


#018 Fandral

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


 **Fandral the Dashing:** Fandral can use Flurry and Leap/Climb.

#019 Chase Stein

 **Leapfrog:** Chase Stein can use Leap/Climb. Chase Stein can use the Carry ability to carry up to eight friendly characters that must have the Kid, Runaways, or Teen keyword. Chase Stein can carry friendly characters with the Runaways keyword regardless of their attack and speed symbols. Chase Stein's speed value is not modified by the Carry ability.



 **Flame:** Chase Stein can use Energy Explosion as if he had a range of 4.


#021 Ulik


 **Uru Knuckle Bands:** Ulik can use Quake and Super Strength.

 **Strongest of All Rock Trolls:** Damage dealt to Ulik is reduced to 1. This power cannot be countered or ignored.


#024 Namora

 Namora also has the  speed symbol.


 **Team Player:** When using the Carry ability, Namora can carry two friendly characters if they both share a keyword with her.

 **Electroytes to the Rescue:** At the beginning of your turn, if Namora occupies water terrain, roll a d6 as a free action. Heal her of damage equal to half the result.



#025 Star-Lord

 **Galactic Marksman:** Give Star-Lord a ranged combat action. If he targets a single opposing character, modify his attack value by +2. If he targets more than one opposing character, modify his damage value by +2.


#026 Pluto

 **Soul Syphon:** When a friendly character with 30 or higher point value is KO'd, Pluto may be placed in the square they occupied after any current actions are resolved. If Pluto does, he can immediately use Regeneration as a free action.

#027 Moondragon

 **Dragon of the Moon:** Moondragon has the  damage symbol. Moondragon can use Blades/Claws/Fangs and Psychic Blast.

#030 Owl

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

#031 Ronan the Accuser

☆ **Ruler of the Empire:** All friendly characters with the Kree keyword modify their attack value by +1.

#032 Daredevil

🗡️ **Protector of Hell's Kitchen:** Daredevil can use Leap/Climb and Stealth. Daredevil ignores other characters' Stealth.

#033 Sif

🗡️ **Odin's Enchantment:** Sif can use Phasing/Teleport. If she does, she can use the Carry ability. Sif's speed value is not modified by the Carry ability.

#034 Hogun

☆ **Warriors Three:** Hogun modifies his attack value by +1 for each friendly character on the map that has the Warriors Three keyword.

🗡️ **Hogun the Grim:** Whenever Hogun is given a non-free action, for that action, modify his damage value by +1 for each action token on him at the beginning of that action.

#036 Heimdall

🗡️ **Gjallerhorn:** Give Heimdall a power action and choose a target friendly character that has the Asgardian keyword and to which Heimdall has a clear line of fire. Put the target in an unoccupied square adjacent to Heimdall. Any target so placed can't be given an action until your next turn.

☆ **Sight to the Nine Worlds:** Characters using Charge, Running Shot, or Hypersonic Speed deal no damage to Heimdall. Heimdall ignores other characters' Shape Change and Stealth.

#037 Songbird

🗡️ **Screaming Mimi:** Songbird can use Running Shot and Force Blast.

☆ **Punch Through!:** Songbird can use 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.

#051 Odin

🗡️ ~~Odin can use Super Strength.~~

#038 Venom

☆ Venom can use Leap/Climb.

#039 Destroyer

☆ **Life-Force Possession:** Once during your turn, another friendly character adjacent to Destroyer can be given a power action. If you do, deal that character 1 unavoidable damage, and heal Destroyer of 1 damage and remove 1 action token from Destroyer.

#040 Captain America

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

#043 Penance

🗡️ **612 Souls:** Penance can use Force Blast. If he does, he can target all adjacent opposing characters and make a separate roll for each or choose a single target character up to 6 squares away to which he can draw a clear line of fire.

☆ **Pain is My Power:** When Penance takes damage from an attack made by an adjacent opposing character, the attacker takes 2 damage. This is not an attack.

#045 Karolina Dean

🛡️ **Get Behind Me!:** Karolina Dean and friendly characters adjacent to her can use Energy Shield/Deflection if they can't already.

#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:** Once during each of your turns, you may give Nico Munro a free action and 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:** Ultron can use Mind Control. Ultron takes no damage from Mind Control if his target has the Armor or Robot keyword.

#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:** Hela can use Psychic Blast and Energy Explosion.

☆ **Touch of Life:** Whenever another friendly character is KO'd you may roll 2d6. This roll can't be rerolled or modified. On a result of 11 or 12, the character is not defeated; instead roll a d6 and heal that character of damage equal to the result.

#051 Odin

☆ Odin can use Super Strength.

#052 Venus

🗡️ **All You Need Is Love:** Venus can use Incapacitate. She can use it normally, or instead be given a close combat action to use Incapacitate against all adjacent opposing characters.

#053 Seth

☆ **Snakeform:** (non-optional) Seth has the 🐍 damage symbol. Seth uses Battle Fury and Shape Change.

#054 Loki

🗡️ **Prince of Lies:** Loki can use Mastermind. When he does, he can treat any friendly character 4 or fewer squares away to which he has a clear line of fire as if it were adjacent.

☆ **God of Mischief:** Loki can use *Outwit* and *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. For each character KO'd this way, Surtur can use *Exploit Weakness* and modifies his damage value by +1 until end of turn.

#057 Thor and Loki

☆ Thor and Loki can use *Invulnerability*.

🗡️ **Hammer and Glamer:** Thor and Loki can use *Running Shot* and *Shape Change*.

🧠 **Brawn and Brains:** Thor and Loki can use *Super Strength* and *Perplex*.

🗡️ **Might and Mischief:** (non-optional) Thor and Loki uses *Battle Fury* and can use *Exploit Weakness*.

☆ **Destruction and Deceit:** Thor and Loki can use *Quake* and *Outwit*.

#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:** When an adjacent friendly character makes a close combat attack against a single opposing target, if Gertrude Yorkes and Old Lace are also adjacent to that target they can make a close combat attack against that target as a free action.

#059 Volstagg

☆ **Warriors Three:** Volstagg gets +1 to his attack value for each other friendly character on the map that has the *Warriors Three* keyword.

🗡️ **Volstagg the Enormous:** Volstagg can't be knocked back. Opposing characters adjacent to Volstagg get -1 to their break away roll results.

#060 Kurse

🗡️ **Relentless:** Kurse can use *Leap/Climb*. After he resolves a move action, if Kurse is within 2 squares of an opposing character to which he has a clear line of fire, you can move him adjacent to that character.

#061 Thor's Mighty Chariot

☆ Thor's Mighty Chariot must begin with its base completely in its player's starting area. Its base occupies 4 squares on the map. It can be adjacent to a maximum of 12 squares, and can attack and be attacked through any of them. Thor's Mighty Chariot may make a ranged combat attack against any opposing characters that it has a clear line of fire to. Thor's Mighty Chariot can carry up to two friendly characters when using the *Carry* ability.

☆ At the beginning of your turn, as a free action Thor's Mighty Chariot may destroy any walls or blocking terrain adjacent to it.

🗡️ **Butting Heads:** Thor's Mighty Chariot can use *Force Blast*. When it does, 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:** Thor's Mighty Chariot can use *Blades/Claws/Fangs*. When it does, it can choose whether to replace its damage value with the result of that roll.

🗡️ **Battle Forged:** Thor's Mighty Chariot can use *Defend* and *Impervious*.

☆ **Drag:** Thor's Mighty Chariot automatically breaks away. When Thor's Mighty Chariot is given a move action, you may choose an adjacent opposing character and roll a d6. On a result of 5 or 6, after moving Thor's Mighty Chariot place the chosen character adjacent to it and deal that character 2 damage.

#099 Thorbuster

🗡️ **Asgardian Crystal:** Thorbuster can use *Toughness*. Other characters using *Quake*, *Energy Explosion*, or *Running Shot* deal no damage to Thorbuster.

☆ **To Fight A God:** Thorbuster can use *Exploit Weakness*. When Thorbuster attacks a character that has the *Asgardian* and/or *Deity* keywords, modify his damage value by +2.

#100 Thor, Frog of Thunder

🗡️ **Among the Weeds:** Thor, Frog of Thunder can use *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 that is also adjacent to or occupying water terrain is dealt 1 damage.

☆ **Body of a Frog:** Thor, Frog of Thunder can use *Shape Change* and *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, actions given to Samantha Parrington do not count toward your available actions for the turn.

☆ **Turn on Your Allies:** Friendly characters modify their damage values by +1 when they attack opposing characters that possess the same team ability they do.

#103 Gharskygt

🦶 **The Eternal Glory of Asgard:** Gharskygt can use *Perplex* twice on your turn, but can target only other friendly characters that have the *Asgardian* keyword, and modify their attack values.

#101 Samantha Parrington

✦ **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. On a roll of 5 or 6, deal 1 damage to that opposing character.

#105 Thor, The Reigning

✦ **Odinsleep:** (non-optional) At the beginning of your turn, put a Sleep token on this card. When there are three Sleep tokens on this card, as a free action you must remove all of them and heal Thor, the Reigning of 5 damage. No action or game effect can cause Thor, the Reigning to move from the square he currently occupies. This power can't be countered or ignored.

✦ **Mjolnir Returned:** Thor, the Reigning can use the Flight ability and Ranged Combat Expert.

#201 Ragnarok Surtur

✦ **Inferno:** Ragnarok Surtur can use Poison. Damage dealt this way is penetrating damage.

✦ **Eternal Flame Ignited:** Give Ragnarok Surtur a power action when he occupies an opponent's starting area. Any other character Ragnarok Surtur can draw a line of fire to is dealt 1 unavoidable damage. If this places a second action token on Ragnarok Surtur, deal him 1 unavoidable damage.

HeroClix Classics 1

#1-1 Spider-Man

✦ **Web-Punch:** Spider-Man can use Flurry. If he makes two successful attacks against the same target using Flurry, instead of dealing damage with the second attack he can instead give an action token to the target if it has zero or one action token.

#1-2 Dr. Octopus

✦ **Tentacles:** Dr. Octopus can use Flurry, Leap/Climb, and Super Strength.

#1-4 Iron Man

✦ **Extremis:** Iron Man can use Outwit and Perplex. When Iron Man is not using Outwit, he can use Super Senses.

#1-5 Iron Fist

✦ **Good Fortune Thunder Kick:** Iron Fist can use Leap/Climb and Flurry.

☐ **Champion of K'un-Lun:** Iron Fist can use Super Senses and Willpower.

#1-6 Punisher

✦ **Chaingun:** Once per turn when the Punisher succeeds at a ranged combat attack against an opposing target character, after the attack resolves he can immediately make ranged combat attacks against any other opposing characters adjacent to the target to which he can draw a clear line of fire. (Each attack is rolled and deals damage separately). If the result of a successful ranged combat attack roll made by

the Punisher is doubles, the damage dealt is penetrating damage.

#1-7 Mr. Fantastic

✦ **Pliable:** Mr. Fantastic can use Leap/Climb and Plasticity.

☐ **Ductile:** Mr. Fantastic can use Super Senses and Barrier (as if he had a range of 0). When a Barrier terrain marker placed by Mr. Fantastic is destroyed, roll a d6; on a result of 1, deal 1 damage to Mr. Fantastic.

✦ **Inventive Genius:** Mr. Fantastic can use Perplex, but he can modify the target's combat values by +2 or -2 if he is targeting himself or another character with which he shares a keyword.

#1-8 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:** Invisible Woman can use Barrier and Invulnerability.

#1-9 Dr. Doom

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

✦ **Kneel Before Doom!:** Dr. Doom can use Energy Explosion, but deals damage equal to his damage value to the target of the attack. Characters adjacent to the target are dealt damage normally.

☐ **Armored Mastermind:** Dr. Doom can use Invulnerability and Mastermind.

✦ **Lord of Latveria:** Dr. Doom can use Outwit and Perplex. When Dr. Doom uses Outwit, he can use it normally, or you can roll a d6 instead; on a result of 4-6, counter a power possessed by a single target opposing character anywhere on the battlefield.

#1-10 Human Torch

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

☐ **Flame On!:** Human Torch can use Energy Shield/Deflection and Poison. When Human Torch is given a move action or power action, immediately after resolving the action, he can use Smoke Cloud as a free action, but can place hindering terrain only in squares he moved through or occupied this turn.

#1-11 The Thing

✦ **It's Clobberin' Time!:** The Thing can use Quake. Give the Thing a power action; he can move up to his speed value and then as a free action either (1) use Quake or (2) make a close combat attack.

☐ **Yancy Streeter:** The Thing can use Toughness and 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. On a result of 5 or 6, you can remove an action token from one adjacent friendly character, or two adjacent friendly characters if they and the Thing all possess a single common keyword.

#1-12 Mole Man


✦ **Lord of the Tunnels:** Mole Man can use Stealth and Phasing/ Teleport. When Mole Man uses Phasing/Teleport, he can use the Carry ability and must put debris tokens into the squares where he begins and ends his move. Mole Man ignores the effects of debris tokens on movement.

The Brave and the Bold


#001 Bruce Wayne

✦ **Alter Ego: Batman:** Give Bruce Wayne a power action and replace this character with a  #016 Batman on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement Batman. If replaced, no victory points are awarded for this character and the replacement Batman is considered to be 48 points for all game effects.

#002 Clark Kent

✦ **Alter Ego: Superman:** Give Clark Kent a power action and replace this character with a  #017 Superman on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement Superman. If replaced, no victory points are awarded for this character and the replacement Superman is considered to be 48 points for all game effects.

#003 Diana Prince

✦ **Alter Ego: Wonder Woman:** Give Diana Prince a power action and replace this character with a  #018 Wonder Woman on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement Wonder Woman. If replaced, no victory points are awarded for this character and the replacement Wonder Woman is considered to be 32 points for all game effects.


#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 her attack value by +1.

#006 Checkmate Pawn (White)

✦ **Battlefield Promotion:** When Checkmate Pawn (White) KO's or critical hits a character, after the action is resolved but before pushing damage is applied you may replace this character with  #007 Checkmate Knight (White) on its starting click. If replaced, existing action tokens from this character are applied to the replacement. Checkmate Knight (White) and victory points are not awarded for this character.


#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 its attack and speed values by +1.

#009 The Atom and Hawkman

✦ **Big Target or Little Target:** (non-optional) The Atom and Hawkman possess Toughness. Before making an attack which would affect The Atom and Hawkman, the attacking player chooses Super Senses or Invulnerability. The Atom and Hawkman use the chosen power instead of Toughness for that attack.


#010 Jason Blood

✦ **Alter Ego: Etrigan:** Give Jason Blood a power action and replace this character with a  #039 Etrigan on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement Etrigan. If replaced, no victory points are awarded for this character and the replacement Etrigan is considered to be 44 points for all game effects.

#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 resolving the initial attack.

#013 Checkmate Pawn (Black)

✦ **Battlefield Promotion:** When Checkmate Pawn (Black) KO's or critical hits a character, after the action is resolved but before pushing damage is applied you may replace this character with  #014 Checkmate Knight (Black) on its starting click. If replaced, existing action tokens from this character are applied to the replacement. Checkmate Knight (Black) and victory points are not awarded for this character.

#015 Parademon Drill Sergeant

✦ **Darkseid's Motivational Techniques:** (non-optional) When an adjacent friendly character makes an attack, modify that character's damage value by +1 for that attack. If the attack misses all targets, deal the attacking character 1 unavoidable damage.

#018 Wonder Woman

✦ **Lasso Punch:** Give Wonder Woman a power action. Choose a target non-adjacent opposing character within 2 squares of Wonder Woman to whom she has a clear line of fire. Place that character in a square of clear terrain adjacent to its current square and Wonder Woman and then

she makes a close combat attack against the target character as a free action.

#019 Talia

☆ **Undercover:** Wild cards cannot copy team abilities from Talia.

#020 Damian Wayne

☆ **Son of the Bat:** Damian Wayne can use Exploit Weakness and Outwit.

#022 Cave Carson

🗡️ **The Mighty Mole:** Cave Carson can use Phasing/Teleport. When he does, he can use the Carry ability, and must place debris tokens into the squares where he begins and ends his movement. Cave Carson ignores the effects of debris tokens on movement.

🌪️ **Cave-In:** When Cave Carson is grounded, he can use Quake, but only if he is adjacent to elevated terrain or he occupies or is adjacent to a square containing a debris token.

#023 Max Mercury

☆ **Speedforce Mentor:** Max Mercury can use Perplex, but can only use it to modify another character's speed value by +3.

#024 Mikron O'Jeneus

☆ Mikron O'Jeneus can't carry other characters.

🗡️ **Unbelievable Weaponry:** Once per game (but not during another action) when Mikron O'Jeneus is adjacent to a non-held object, as a free action remove that object from the game and choose a standard attack power. Mikron O'Jeneus and up to two friendly characters adjacent to Mikron O'Jeneus can use that power until the beginning of your next turn (even if they are no longer adjacent to Mikron O'Jeneus).

#025 Goodness and Mercy

🗡️ **A Lesson Learned:** Goodness and Mercy can use Exploit Weakness and Willpower.

👉 **No Place for Mercy:** (non-optional) Goodness and Mercy have the 🗡️ symbol.

#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 and remove one action token from The Sensei.

☆ **Fault Line:** Give The Sensei a power action and 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 the Flight ability occupying that row or column. Place debris markers as appropriate.

#027 Phillipus

🗡️ **The Amazon General:** Phillipus can use Probability Control, but can only affect attack rolls. If neither the attacking nor any defending characters for a chosen attack roll possess the Amazon keyword, deal Phillipus 1 unavoidable damage after the attack is resolved.

☆ **Superior Strategy:** Phillipus can use Outwit but can only counter defense powers.

#029 Mademoiselle Marie

🗡️ **Improvise:** Whatever Mademoiselle Marie KOs 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 it is not a critical miss, you may remove an improvise token to automatically hit instead.

#030 "The Parademon"

🗡️ **Motherbox Detonation:** "The Parademon" can use Pulse Wave as if he had a range value of 10. After that action is resolved, deal him 1 unavoidable damage.

#031 Brainiac

☆ **Shrink Ray:** Brainiac can use Incapacitate. If his attack using Incapacitate succeeds, the targeted characters also modifies their speed and damage values by -2 and their defense values by +2 until the beginning of your next turn.

#032 Kryptonite Man

🗡️ **Superman's Bane:** (non-optional) Characters within 8 squares of Kryptonite Man that possess 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 non-free action, modify their speed values by -3 for that action.

#033 Metallo

🗡️ **Kryptonite Core:** Metallo can use Poison and Super Strength.

☆ **Malleability:** Metallo can use Blades/Claws/Fangs, Plasticity, and Shape Change.

#034 Ra's al Ghul

☆ When Ra's al Ghul is KO'd, remove him from the map 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 as a free action during your turn. Opponents receive victory points each time Ra's al Ghul is KO'd.

#035 Power Girl

☆ Power Girl can use Super Strength.

☆ **Eyes Up Here, Soldier:** Power Girl can use Exploit Weakness, but cannot use it on a character that can use Willpower or Indomitable or a character that possesses the Robot keyword.

#036 Martian Manhunter

☆ Martian Manhunter can use Shape Change and Phasing/Teleport.

✦ **Telepathic Invisibility:** Once at the beginning of your turn, you may choose close combat attack or ranged combat attack. Martian Manhunter modifies his defense by +3 against the chosen type of attack until the beginning of your next turn.

#037 Extant

✦ **Aged or De-Aged:** Extant can use Incapacitate, but his damage value becomes 1 and is locked instead of 0 until the action is resolved.

📦 **Time and Space:** Extant can use Super Senses and Energy Shield/Deflection.

✦ **Multi-Dimensional Attack:** When a character takes damage from Extant's attack, all other characters on the map with the exact same name take an equal amount of damage.

#038 Inertia


✦ **Slow Down:** Opposing characters that are given a non-free action within 6 squares of Inertia replace their speed values with half their unmodified speed value for that action.

#039 Etrigan

✦ **And Hellfire Burn:** Etrigan can use Energy Explosion. When Etrigan uses Energy Explosion, damage dealt is penetrating damage.

✦ **Of Rhyme or Reason:** Etrigan can use Perplex and Probability Control.

#040 Lex Luthor and Brainiac

✦ **Summon the Skullship:** Lex Luthor and Brainiac has  and can carry up to 12 adjacent friendly characters.

✦ **The Smartest Guys in the Room:** Lex Luthor and Brainiac can use Outwit. Lex Luthor and Brainiac's Superman Enemy team ability ignores this Outwit power.

#041 Talia al Ghul

✦ **Seductress:** Talia al Ghul can use Mind Control. When targeting an opposing character possessing the Batman Ally team ability or named "Batman," she modifies her attack value by +2 and heals 1 damage instead of taking any damage from Mind Control.

✦ **You Can't Hurt the Thing You Love:** Talia al Ghul can use Shape Change and Perplex. When using Perplex, she can only target herself or opposing characters.

#042 Robin

✦ **Leverage:** Robin can use Leap/Climb. Whenever Robin makes a close combat attack against a single opposing character that possesses an unmodified damage value of 3 or more, after the attack is resolved, put the target in any unoccupied square adjacent to Robin.

#043 Kid Zoom

✦ **Timeline Push:** Kid Zoom can use Incapacitate. He can use it normally, or he can use its close combat attack as a free action instead of a close combat attack while using Hypersonic Speed.

✦ **Stop!:** (non-optional) Other characters can't use Hypersonic Speed.

#044 Black Flash

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

✦ **Death Comes Swiftly:** Black Flash can use Poison. When Poison is used, adjacent opposing characters that can use Hypersonic Speed are dealt 2 damage instead.

#045 The Wizard Shazam!

✦ **Confined to the Rock:** (non-optional) The Wizard Shazam! gains Earthbound/Neutralized, and can't be carried or the target of the Telekinesis power (option 1 or 2).

✦ **View from Above:** The Wizard Shazam! can use Enhancement and Probability Control. When he uses Probability Control, he may target a character anywhere on the map.

#046 Batman and Green Arrow

✦ Batman and Green Arrow possess the Sharpshooter ability.

✦ **From the Dark Alleys:** Batman and Green Arrow can use Stealth, and ignore other characters' Stealth.

✦ **No Guns... Utility Belts and Trick Arrows:** Batman and Green Arrow can use Incapacitate. If that attack succeeds against any target, they can use Smoke Cloud as a free action for each success.


#047 The Flashes

✦ **Into the Speed Force:** Give The Flashes a power action. 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. All placements must be legal. Deal The Flashes 1 unavoidable damage.

✦ **Help from the Future:** The Flashes can use Probability Control.

✦ **Around the World in 80 Microseconds:** The Flashes can use 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 character and in clear terrain.

#048 The Flash and Green Lantern

✦ **Who's Carrying Who Now?:** The Flash and Green Lantern can use Hypersonic Speed and have .

✦ **The Brave and the Bold:** Give The Flash and Green Lantern a power action. They can use Telekinesis twice as a free action.

✦ **Two-Man Justice League:** Once during your turn, as a free action you may choose a standard damage power that no other character on your force currently possesses or can use.

The Flash and Green Lantern can use that power until the beginning of your next turn.

#049 Superman and The Flash

★ **Keeping Pace:** Before any non-free action, you may replace Superman and The Flash's speed value with the highest unmodified 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.

👯 **And the Winner is...:** (non-optional) 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 🦹. This power can't be countered or ignored.

#049A THE FLASH

🦹 The Flash can use Hypersonic Speed, has 🦹, and modifies his speed value by +2.

👯 The Flash can use Super Senses.

★ The Flash can use Outwit.

#049B SUPERMAN

🦹 Superman can use Charge, and has 🦹.

👯 Superman can use Invulnerability.

★ Superman can use Enhancement and modifies his damage value by +2.

#050 Fire and Ice

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

#051 Green Lantern and Green Arrow

★ **Must Help... My Sidekick... The Junkie!:** Green Lantern and Green Arrow ignore damage dealt by characters using 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 the Duo Attack ability for ranged attacks, they can target more than one target with each attack and ignore any damage modifiers from the Duo Attack ability.

★ **Helping the Underprivileged:** Adjacent friendly characters of 30 points or less modify their attack values by +1.

#052 Blue Beetle and Booster Gold

★ **Yes, I Guess I'll Carry You:** Blue Beetle and Booster Gold can't carry other character. When they use the Duo Attack ability, they ignore any damage modifiers from the Duo Attack ability.

👯 **Super Buddies Forever:** Friendly adjacent characters modify their attack values by +1 if they share a keyword with Blue Beetle and Booster Gold or can use the Duo Attack ability.

👯 **My Gadget or Yours?:** Blue Beetle and Booster Gold can use Energy Shield/Deflection and Toughness.

#053 Harley and Ivy

★ **Toxic Immunity Serum:** Harley Quinn and Poison Ivy and friendly characters within 6 squares ignore damage dealt by Poison.

👯 **Reclaiming the Land for Nature:** Harley Quinn and Poison Ivy can use Poison and 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:** Harley Quinn and Poison Ivy can use Toughness and Combat Reflexes.

★ **Mayhem – Harley Style:** Harley Quinn and Poison Ivy can use Outwit, but after targeting an opposing character, roll a d6. On a result of 1, this power has no effect. On a result of 2-3, counter one power as normal. On a result of 4-6, counter two powers instead.

#054 Mister Miracle and Oberon

🦹 **No Chains Can Hold Me:** Mister Miracle and Oberon can use Charge and Leap/Climb. When they use Charge, they can ignore the effects of hindering terrain and characters on movement and automatically break away.

👯 **Prison Break!:** Friendly characters within 6 squares ignore opponent's Plasticity and succeed on break away results of 2-6.

👯 **"Your Head is My Jumping-Off Point!":** Friendly adjacent characters can use Telekinesis option 2, but only targeting this character.

#055 Shazam! And Black Adam


★ **Reluctant Team-Up:** When you build your force, choose a 140 or 280 point cost. In both cases, each time you reveal your force at the beginning of a game choose the ~~light~~ **dark** green starting line (Shazam!) or the ~~dark~~ **light** green starting line (Black Adam). If you chose 140 points, this character has 🦹 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:** Black Adam can use Hypersonic Speed. If he can also use Close Combat Expert or Exploit Weakness, he can use that power as a free action instead of a close combat attack while using Hypersonic Speed.

👯 **Call Down the Lightning:** Shazam! can use Energy Explosion as if he had a range of 6. Each character


successfully hit is dealt damage equal to twice the number of times it was hit by this attack instead of once.


#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 their defense values by -2.


 **Avatar of the Black:** Black Hand can use Penetrating/Psychic Blast. Whenever an opposing character is KO'd within 4 squares of Black Hand, you may heal 1 damage on any one friendly character to whom Black Hand can draw a 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 of 1 damage.


 **Decaying Embrace:** Martian Manhunter can use Plasticity and Phasing/Teleport. Whenever an adjacent opposing character fails a break away roll, deal that character 1 damage after the action is resolved.


#058 Kal-L

 **Power Levels Rising:** Whenever an opposing character is KO'd within 4 squares of Kal-L, you may heal Kal-L of 1 damage.


 **Fending Off Two Supermen:** Kal-L can use Flurry. For each character successfully hit while using Flurry, after the close combat action is resolved Kal-L can use Force Blast as a free action targeting that character.


#059 Nekron


 **Terror of a Dark God:** Nekron can use Pulse Wave as if he had a range of 8. After the Pulse Wave action is resolved, each character hit is knocked back 2 squares. This knock back can't be ignored.


 **The Blackest Night:** Whenever 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 and heal them of 1 damage. After all current actions have resolved, that character becomes friendly to your force and you may immediately assign them one action as a free action. After this action is resolved, remove that character from the map.

#100 Batman and Catwoman


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

 **Double Pounce:** Batman and Catwoman can use Leap/Climb. When Batman and Catwoman are given a move action, after the movement is complete Batman and Catwoman may use the Duo Attack ability as a free action.

 **Summon the Bat or Set the Trap:** Give Batman and Catwoman a power action and choose target character within 6 squares who possesses the Batman Ally or the Batman Enemy Team ability (line of fire is not required). Place the target character in an unoccupied square adjacent to Batman and Catwoman. If the target is friendly, it can't be given an action until your next turn.



 **Romantic Tension:** Batman and Catwoman can use Combat Reflexes and Willpower.


#102 Clark Kent

 **Investigative Reporting:** Give Clark a power action. Choose an opposing character within 6 squares. That character can't use Stealth this turn and their combat values cannot be modified this turn.


Blackest Night

#001 Mera


 Mera also has the  Speed Symbol.

 **Red Rage:** Whenever Mera takes damage from an attack targeting her, put one rage counter on this card. Mera modifies her damage value by +1 for each rage counter on this card. If Mera is healed of any damage, remove all rage counters from this card.


#002 Lex Luthor

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


#003 Scarecrow

 **Yellow Fear:** Scarecrow can use Penetrating/Psychic Blast. All damage dealt by Scarecrow generates knock back equal to the damage taken.


#004 Green Lantern

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

#005 The Flash


 **Blue Hope:** The Flash can use Perplex, but can only target other friendly characters.

#006 The Atom

 **Indigo Compassion:** The Atom can use Support. When he does, his attack value becomes 12

HeroClix Classics 2

#2-07 Iron Man

 **Full Power:** When Iron Man is given a ranged combat action targeting a single character, roll one d6 if the attack succeeds. The result replaces Iron Man's damage value for the attack. After the attack is resolved, Iron Man is dealt 2 unavoidable damage.

Jonah Hex

#001 Jonah Hex

☆ **Wanted Poster:** At the beginning of the game, choose an opposing character. Jonah Hex modifies his attack value by +2 when attacking the chosen character.

Watchmen

#001 Rorschach

🔪 **From the Gutters to the Rooftops:** Rorschach can use Leap/Climb and Stealth.

☆ **Never Compromise! Never Surrender!** Rorschach can use Perplex, but he can only modify his own combat values.

#002 Silk Spectre

🔪 **Mom Taught Me Everything:** Silk Spectre can use Charge, Flurry, and Leap/Climb.

🦉 **You're Such An...:** Silk Spectre can make a ranged combat attack as if she had a range value of 6.

#003 Nite Owl

🦉 **Goggles:** Nite Owl ignores other characters' Stealth.

☆ **Pocket Laser:** Nite Owl can use Penetrating/Psychic Blast as if he had a range of 8.

#004 Ozymandias

☆ **Smartest Man on Earth:** Ozymandias can use Outwit. Ozymandias can use Outwit a second time during your turn, but must be given a power action instead of a free action to use it.

#005 Dr. Manhattan

☆ **The powers of Dr. Manhattan can't be countered.**

🔪 **Atomic Manipulation:** Dr. Manhattan can use Barrier, Penetrating/Psychic Blast, and Telekinesis.

🛡️ **That Didn't Kill Osterman...:** Dr. Manhattan can use Impervious, but on a roll of 3-4, instead of the normal effect, you may choose to reduce the damage dealt to 0 and place Dr. Manhattan in your starting area.

☆ **Simultaneous Perception:** Dr. Manhattan can use Probability Control and Super Senses.

#007 Hooded Justice

🔪 **Strongman:** Hooded Justice can use Super Strength, but only with light objects.

#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:** Captain Metropolis can use Enhancement and Leadership.

#009 The Comedian

🔪 **Cleaning Up the Waterfront:** The Comedian can use Charge and Flurry; if the Comedian uses Flurry in the same turn as Charge and targets the same character with both attacks, modify his damage value by -1 for the second attack.

#010 Silk Spectre

🔪 **Beauty and Brawn:** Silk Spectre can use Charge and Leap/Climb.

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

#011 Dr. Manhattan

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

#012 Nite Owl

🔪 **Gliders and Respirators:** Nite Owl can use the Flight and Swim abilities.

#013 Walter Kovacs

☆ **Leave Me Alone!:** Walter Kovacs can use ~~the~~ Stealth ~~ability~~.

🔪 **Alter Ego: Rorschach:** Give this character a power action and replace this character with a ● #001 Rorschach on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the replacement is considered to be its orange point value for all game effects.

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

#014 Mask-Killer

🔪 **Stalker:** Mask-Killer can use 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:** Knot Top can use Blades/Claws/Fangs, but when determining damage any result greater than 3 is reduced to 3.

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

#018 Moloch the Mystic

🛡️ **Compelling Command:** Moloch the Mystic can use Leadership; when a friendly character uses an action gained

through Moloch the Mystic's Leadership, they can use Willpower until the action is resolved.

#019 Big Figure

☆ **Take a Dive for Me:** When Big Figure uses Mastermind, he can deal the damage to an adjacent friendly character with a point value of 100 or less. This damage cannot later be dealt to Big Figure.

🦋 **This Place is Gonna Explode!:** During your opponent's turn, immediately after a character friendly to Big Figure is defeated, Big Figure or a character friendly to Big Figure can make a close combat attack or a ranged combat attack as a free action.

☆ **I Got the Dirt on Everyone:** Once during your turn, Big Figure can use Outwit or Perplex.

#020 Larry and Mike

🦋 **You Hold 'Em, I'll Hit 'Em:** When Larry and Mike use the Duo Attack Ability, they may use Probability Control.

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

#021 The Comedian and Nite Owl

🦋 **This is Getting Heavy:** After the resolution of the Duo Attack ability used by The Comedian and Night Owl, roll a d6 and subtract 3 (minimum result 0); place one action token on a number of adjacent opposing characters equal to the result or less. Pushing damage resulting from these tokens is ignored.

#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 the Duo Attack ability, you may place any target successfully hit by the attack in a square of unoccupied terrain 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 the Duo Attack ability, do not modify their damage value by -1 for the second attack.

🦋 **Atomic Fabrication:** Silk Spectre and Dr. Manhattan can use Barrier and Super Senses. Once per turn, they can use Barrier as a free action, but can only place two blocking terrain markers.

#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.

#024 Nite Owl and Rorschach

🦋 **We Made a Good Team:** When Nite Owl and Rorschach use the Duo Attack ability, modify their attack value by +1 for each adjacent opposing character; damage from the

second attack made using the Duo Attack ability is penetrating damage.

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 his attack value by +1. If that character is named Norman Osborn or Iron Patriot, H.A.M.M.E.R. Agent modifies his attack value by 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:** Spider-Man can use Super Senses, but evades the attack on a result of 4-6.

☆ **Web: Web-Shooters:** Once at the beginning of your turn, if Spider-Man has no action tokens, as a free action he may place a Web special terrain marker in a square occupied by a target opposing character within 6 squares and line of fire.

#008 Peter Parker

🦋 **Alter Ego: Spider-Man:** Give this character a power action and replace this character with a 🦋 #007 Spider-Man or a 🦋 #022 Spider-Man on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the replacement is considered to be its orange point value for all game effects.

#009 Venom

☆ **Web: Web Tendrils:** Venom can use Telekinesis option 1. If he hits, after Telekinesis is resolved he can place a Web special terrain marker in the destination square.

#010 Eddie Brock

🦋 **Alter Ego: Venom:** Give this character a power action and replace this character with a 🦋 #009 Venom on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the

replacement is considered to be its orange point value for all game effects.

✦ **Alter Ego: Anti-Venom:** Give this character a power action and replace this character with a #025 Anti-Venom on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the replacement is considered to be its orange point value for all game effects.

#014 Iron Man

✦ **Repulsors Upgraded:** Once during your turn, Iron Man can use Force Blast as a free action.

#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 his attack value by +2.

#018 Carnage

✦ **Symbiote Blade:** Whenever Carnage is given a close or ranged combat action, you may roll a d6. If you do, Carnage's damage value becomes the result and is locked until the attack resolves.

✦ **Massacres Are My Specialty:** Carnage can use Flurry, Plasticity, and Steal Energy.

#019 Chameleon

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

✦ **The Master of Disguise:** Chameleon can use Shape Change, but is successful on a result of 4-6.

#020 Firestar

✦ **Absorb and Re-Channel Radiation:** Whenever Firestar would take damage from Energy Explosion or Pulse Wave, ignore the damage dealt, heal her of 1 damage, and modify her damage value by +1 until end of turn. This power can't be ignored.

#021 Lt. Marcus Stone

✦ **Getting the Job Done Right:** Adjacent friendly characters with the Police keyword modify their attack values by +1.

✦ **Limited Power Drainer:** Lt. Marcus Stone can use Outwit. When he uses Outwit, he can only target a character within 4 squares.

#022 Spider-Man

✦ **Back in Black:** Spider-Man can use Leap/Climb and Stealth.

✦ **Web: Web Cocoon:** Spider-Man can use Incapacitate as if he had 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:** Once at the beginning of the game roll a d6. On a roll of 3-4, put a sanity token on this card. On a roll of 5-6, you may choose to put a sanity token on this card.

✦ **Alter Ego: Patriot or Goblin?:** Give this character a power action. If this card has a sanity token, replace this character with a #039 Iron Patriot. If this card does not have a sanity token, replace this character with a #058 Green Goblin instead. Begin the replacement on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the replacement is considered to be its orange point value for all game effects.

#024 Ben Reilly

✦ **Alter Ego: Scarlet Spider:** Give this character a power action and replace this character with a #040 Scarlet Spider on its orange starting line. Existing action tokens from this character, as well as action tokens and pushing damage for this action are applied to the replacement. If replaced, no victory points are awarded for this character and the replacement is considered to be its orange point value for all game effects.

#025 Anti-Venom

✦ **Temporary Forced Cure:** Give Anti-Venom a close combat action. If the target takes damage from this close combat attack, all of its powers are countered until end of turn.

#026 Black Cat

✦ **Bad Luck Powers:** Black Cat can use Probability Control, but she can only use it 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 her attack value by +2 when attacking that character.

#028 Warpath

✦ **Knife Throw:** Warpath can use Penetrating/Psychic Blast as if he had a range of 6.

#029 Wolfsbane

✦ **Form of the Wolf:** Wolfsbane can use Combat Reflexes and 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:** Daken can use Blades/Claws/Fangs. If he does, that d6 roll can't be rerolled, and if that roll is 6, the damage dealt is unavoidable damage.

#032 Vector

✦ **Kinetic Control:** Vector can use Telekinesis. Opposing characters within 3 squares may be moved with Telekinesis as if they were friendly characters. Opposing characters that are moved in this way may be dealt 1 damage after the action resolves.

#035 J. Jonah Jameson

☆ **Spider-Man's a Menace!:** Characters within line of fire can't use the Spider-Man team ability.

#036 Vermin

✦ **Rat Army:** (non-optional) Vermin uses 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 of Vermin.

#037 Scorpion

✦ **Tail Whip:** Scorpion can use Quake, but targets all opposing characters within 2 squares unless his line of fire to them is blocked by a wall, blocking terrain, or elevated terrain.

#038 Noh-Varr

☆ **Traitor to All:** As you reveal your force, you may choose that Noh-Varr loses all keywords this game. If you do, modify his attack value by +1 this game.


✦ **Transforming Gauntlet Gun:** Noh-Varr can use Energy Explosion, Penetrating/Psychic Blast, and Pulse Wave.

#040 Scarlet Spider

✦ **Pounce from Above:** Scarlet Spider can use Leap/Climb. After he resolves a move action, he can make a close combat attack as a free action.

☆ **Web: Impact Webbing:** Scarlet Spider can use Energy Explosion as if he had 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:** Cardiac has the  speed symbol.

✦ **Pulse Staff:** Cardiac can use Energy Explosion. Each character that takes damage from this attack is knocked back 2 squares in addition to the damage taken.

#042 Bullseye

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

✦ **Any Object A Weapon:** Bullseye can pick up and use light objects as if he had Super Strength. If he hits with an attack using an object, after the attack is resolved, deal 1 penetrating damage to his target.

#043 Wolverine

☆ **Continual Healing Factor:** Once at the beginning of your turn, as a free action you may heal Wolverine of 1 damage.

☆ **Reluctant but Brutal Leader:** Wolverine can use 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, then deal that character 1 unavoidable damage.

#044 Rocket Racer

☆ **Ain't Nothing Goin' to Stop Me:** Rocket Racer ignores all terrain for movement purposes except indoor walls and indoor blocking terrain.

#045 Solo

✦ **While Solo Lives, Terror Dies!:** If Solo has no action tokens, you may give him a power action to use Phasing/Teleport, and after the action resolves, he can then make a ranged combat attack as a free action.

#046 Jackal

☆ **Clone Madness:** Characters on your force modify their attack values by +2 and their damage values by +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 if they can't already.

#047 Nightcrawler

☆ **Extra-Dimensional Teleportation:** Nightcrawler ignores the effects of terrain and characters on movement.

✦ **Teleportation Evacuation:** Nightcrawler can use Hypersonic Speed, Stealth, and the Carry ability. When Nightcrawler uses Hypersonic Speed, a target hit by a close combat attack may be placed adjacent to Nightcrawler after the power action resolves.


✦ **BAMF!:** Nightcrawler can use Super Senses. Whenever he uses Super Senses to evade an attack, you may immediately move him up to half of his speed value.

#048 X-Ray

☆ **Intangible Energy Form:** Ignore all but 1 damage dealt to X-Ray by close combat attacks.

#049 Groot

✦ **Plant Growth:** Once during your turn as a free action you may heal Groot of 1 damage if he occupies hindering or water terrain.


✦ **Floral Colossus, Sprout!:** (non-optional) Groot has the  damage symbol, a range of 4, and can't be moved.

#050 Red Hulk


✦ **Major Earthquake:** Give Red Hulk a power action and make a close combat attack targeting each character within 3 squares. Each character hit is dealt damage equal to 4 minus the number of squares it is from Red Hulk. Characters who can use the Flight ability automatically evade this attack.


#051 The Spot

✦ **Trans-Dimensional Spots:** The Spot can use Flurry and Phasing/Teleport.


 **Out of the... Spots?:** Once per turn, before The Spot is given a close combat action, you may place him in any square within 6 squares and line of fire that's also adjacent to a wall or to a square of terrain that's blocking for movement purposes.


#052 Morlun


 **Psychic Vampire:** Morlun can use Steal Energy. Whenever Morlun is healed using Steal Energy, you may place a tracking token on the targeted character's character card.

 **Relentless Pursuit:** Give Morlun a power action. You may place him in a square adjacent to an opposing character within his line of fire who has a tracking token, then target that character with a close combat attack as a free action.


#054 Doctor Octopus

 **Sinister Mastermind:** Adjacent friendly characters possessing the Sinister Syndicate team ability can't have their Speed or Attack powers countered.


 **Four Arms and Four Eyes:** Doctor Octopus can use Perplex four times during your turn, but only to modify his own combat values.


 **Tentacle Flurry:** Doctor Octopus can use Flurry

#055 Sandman


 **Sand Smother:** Sandman can use Stealth and Plasticity. Whenever an adjacent opposing character fails to break away, deal that character 1 unavoidable damage after the action resolves.

#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 Indomitable, Super Senses, or Willpower if they began the current turn in that square until the end of that turn.

 **The Grand Reveal:** Give Mysterio a power action and choose a friendly character with a single base. Mysterio and the chosen character are placed in each other's squares. Neither character can then be given another action this turn.

#057 Deadpool


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


#058 Green Goblin

 **Pumpkin Bomb Barrage:** Green Goblin can use Energy Explosion. He can use it normally, or he can use it as if he had  and a range of 4.


 **Goblin Glider:** Green Goblin can use Combat Reflexes and Toughness.

#059 Iron Man/War Machine


 **All-Out Assault:** Once per game, give Iron Man/War Machine a power action that places two action tokens on them. Iron Man/War Machine possess for this action. They can make up to 4 close and/or ranged combat attacks as free actions. An opposing character may only be targeted once during this action. After resolving this action, Iron Man/War Machine are dealt 1 unavoidable damage.


 **Adaptive Response Armor:** When Iron Man/War Machine uses the Duo Attack ability, they may choose Incapacitate, Penetrating/Psychic Blast, or Ranged Combat Expert and use that instead of one or both ranged combat attacks.

#060 Vapor


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


#061 Spider-Hulk


 **Spider-Smash:** Spider-Hulk can use Leap/Climb. If he ends a move action adjacent to three or more opposing characters, he can use Quake as a free action.

 **Roof Rip:** Give Spider-Hulk a power action if he occupies elevated terrain. All elevated terrain within the same continuous border as Spider-Hulk becomes grounded hindering terrain, and deal each other character occupying an affected square 2 damage.


#062 Doppelganger

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


 **Twisted Clone:** Doppelganger can use Combat Reflexes and Leap/Climb.


 **Minion: Mindless Pawn:** Once per turn, if Doppelganger has exactly one action token, you may give a power action to a friendly character with a higher point value within 8 squares. You may now give Doppelganger one action as a free action.

#063 Bombastic Bag-Man

 **Kick Me!:** Whenever Bombastic Bag-Man takes damage from an attack, deal the attacker penetrating damage equal to the damage taken 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:** Cosmic Spider-Man can use Incapacitate. If he hits, he can use Telekinesis option 1 as a free action targeting one of the characters hit by

~~*Incapacitate. Cosmic Spider-Man can use Force Blast. When he uses Force Blast, after the action is resolved he may use Ranged Combat Expert as a free action targeting the same character.*~~

✦ **Enigma Force Blast:** Cosmic Spider-Man can use Force Blast. If he does so, he can then use Ranged Combat Expert as a free action targeting the same character.

#100 Spider-Man

☆ **Web Swing Through the City:** Spider-Man can use Leap/Climb. Once per turn, if Spider-Man has no action tokens, he can be given a move action as a free action if he ends his movement adjacent to the rim of elevated terrain.

✦ **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 the action resolves.

#101 Venom

✦ **Web: Invasive Organic Webbing:** Venom can use Penetrating/Psychic Blast as if he had a range of 6. If he hits, you may place a Web special terrain marker in his target's square after the action resolves.

#102 Night Nurse

🛡️ **Protected Convalescence:** Night Nurse can use Support. After that action resolves, modify her target's defense value by +1 until the beginning of your next turn.

#103 Toxin

✦ **New Symbiote:** Toxin can use Plasticity and Shape Change.

#104 Daken

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

✦ **Backstab:** Modify Daken's damage value by +1 for each action token on the target of his attack.

#105 "The Burglar"

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

Section 13 Team Abilities



AVENGERS

When you give a character using the Avengers team ability a move action, it does not count toward your available actions for the turn.



BATMAN ALLY

A character using the Batman Ally team ability may use Stealth (though they do not possess the Stealth power).



BATMAN ENEMY

Characters using the Batman Enemy team ability can replace their attack value with the unmodified attack value of an adjacent friendly character using the Batman Enemy team ability.



BROTHERHOOD OF MUTANTS

When you give a character using the Brotherhood of Mutants team ability a move action, it does not count toward your available actions for the turn.



BUREAU OF PARANORMAL RESEARCH AND DEFENSE

B.P.R.D. team members are wild cards.



CALCULATOR

Calculator team members are wild cards.



CRIME SYNDICATE

Characters using the Crime Syndicate team ability may use Probability Control. When a roll is ignored because of this team ability an action token must be placed on a friendly character on the battlefield or the roll is not ignored. This team ability can't be used by wild cards.



DEFENDERS

Characters using the Defenders team ability can replace their defense value with the unmodified defense value of an adjacent friendly character using the Defenders team ability.



FANTASTIC FOUR

When a character possessing the Fantastic Four team ability is defeated, each friendly character using the Fantastic Four team ability can be healed of 1 damage. If all remaining characters using the team ability are defeated as part of the resolution of the same action, this team ability cannot be used.



GREEN LANTERN CORPS

When using the Carry ability, characters using the Green Lantern Corps team ability can carry up to 8 friendly characters.



HYDRA

When a friendly character making a ranged combat attack is adjacent to one or more characters using the Hydra team ability, each opposing character targeted

by the attacker modifies its defense value by -1 for each character using the Hydra team ability if the characters using the Hydra team ability also have a clear line of fire to the target.



HYPERTIME

Whenever an opposing character given an action attempts to move from a non-adjacent square into a square that is adjacent to a character using the Hypertime team ability, it must roll a d6. On a result of 1-2, the opposing character cannot move to any square adjacent to the character using this team ability that turn. Characters using this team ability ignore it on opposing characters.



INJUSTICE LEAGUE

Whenever a character using the Injustice League team ability attacks an opposing character that was attacked by another character using the Injustice League team ability this turn, the action does not count toward your available actions for the turn.



JUSTICE LEAGUE

When you give a character using the Justice League team ability a move action, it does not count toward your available actions for the turn.



JUSTICE SOCIETY

Characters using the Justice Society team ability can replace their defense value with the unmodified defense value of an adjacent friendly character using the Justice Society team ability.



LEGION OF SUPER HEROES

Legion of Super Heroes team members are wild cards.



MASTERS OF EVIL

A character using the Masters of Evil team ability can be given an action when it has two action tokens on it. If it does, do not give an action token to the character after the action resolves; instead, deal it 1 unavoidable damage. At the end of your turn, do not remove action tokens from a character that has been given a non-free action and used this team ability during that turn.



MINIONS OF DOOM

Characters that possess the Minions of Doom team ability are wild cards.



MYSTICS

When a character using the Mystics team ability takes damage from an attack, the attacker is dealt 1 unavoidable damage. This damage is not an attack.



OUTSIDERS

Once at the beginning of your turn as a free action, characters using the Outsiders team ability may choose a character (including itself) within 10 squares to which it has a clear line of fire. Until the beginning

of your next turn, the target's combat values can't be modified. This team ability can't be used by wild cards.



POLICE

When a friendly character making a ranged combat attack is adjacent to one or more characters using the Police team ability, each opposing character targeted by the attacker modifies its defense value by -1 for each character using the Police team ability if the characters using the Police team ability also have a clear line of fire to the target.



POWER COSMIC

Characters using the Power Cosmic team ability do not take pushing damage and their powers can't be countered. This team ability can't be used by wild card.



QUINTESSENCE

Characters using the Quintessence team ability do not take pushing damage and their powers cannot be countered. This team ability can't be used by wild cards.



S.H.I.E.L.D.

When a friendly character makes a ranged combat attack, you can give any number of friendly characters adjacent to the attack and using the S.H.I.E.L.D. team ability either a free action or a power action (but not both) before making the attack roll: For each character given a free action, modify the attacker's range by +1; for each character given a power action, modify the attacker's damage value by +1.



SINISTER SYNDICATE

Characters using the Sinister Syndicate team ability can replace their attack value with the unmodified attack value of an adjacent friendly character using the Sinister Syndicate team ability.



SKRULLS

When a character using the Skrulls team ability is chosen as the target of an attack, roll a d6. On a result of 6, the attack can't be made. The attacker must choose another target or be given a different action.



SPIDER-MAN

Characters possessing the Spider-Man team ability are wild cards.



SUICIDE SQUAD

When a friendly character adjacent to a character using the Suicide Squad team ability is KO'd, roll a d6 and subtract 2 from the result, minimum result 1. After the action is resolved, if this character is not KO'd, it is healed of damage equal to the result.



SUPERMAN ALLY

Characters using the Superman Ally team ability treat hindering terrain as clear terrain for movement and line of fire purposes.



SUPERMAN ENEMY

When two characters that can use the Superman Enemy team ability are adjacent to each other, the character with the higher point value may be given a free action to use Outwit. That character can use Outwit until the beginning of your next turn, if it cannot use Outwit already and continues to use this ability. If the two characters have the same point value, their controller chooses which is treated as the higher point character this turn.



TITANS

When two character that can use the Titans team ability are adjacent to each other, give one of them a power action and roll a d6. Heal the second character of 1 damage. If the result was 1-4, deal the character given the power action 1 unavoidable damage.



ULTIMATES

Characters using the Ultimates team ability treat hindering terrain as clear terrain for movement and line of fire purposes.



ULTIMATE X-MEN

At any time during the game, a character using the Ultimate X-Men team ability can choose an opposing character or team ability; this choice can be made only once per game even if the character has used another team ability. When this character attacks the chosen character or an opposing character using the team ability of the chosen team, modify this character's attack value by +1.



UNDERWORLD

When a character using the Underworld team ability is given a move action, it can use the Carry ability, but can only carry characters using the Underworld team ability; it can carry two friendly characters, if both also have a lower point value.



WATCHMEN

The combat values of characters using the Watchmen team ability can't be modified by opposing characters.



X-MEN

At the beginning of an action during which two friendly characters using the X-Men team ability are adjacent to each other, you can choose one of the characters, give it a power action, and roll a d6. Heal the other adjacent, friendly character of 1 damage, and on a result of 1-4, deal the character given the power action 1 unavoidable damage.

Team Abilities by Company		
DC	Indy	Marvel
Batman Ally	2000 AD	Avengers
Batman Enemy	Arachnos	Brotherhood of Mutants
Calculator	B.P.R.D.	Defenders
Crime Syndicate	Crossgen	Fantastic Four
Green Lantern Corps	Crusade	Hydra
Hypertime	Danger Girl	Masters of Evil
Injustice League	Freedom Phalanx	Minions of Doom
Justice League	Guardians of the Globe	Mystics
Justice Society	Kabuki	Power Cosmic
Legion of Super-Heroes	Top Cow	S.H.I.E.L.D.
Mystics		Sinister Syndicate
Outsiders		Skrulls
Police		Spider-Man
Quintessence		Ultimates
Suicide Squad		Ultimate X-Men
Superman Ally		X-Men
Superman Enemy		
Titans		
<u>Underworld</u>		
<u>Watchmen</u>		

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Section 14 Alternate Team Abilities

ALPHA FLIGHT

Keyword(s): Alpha Flight

Cost: 4

Once during each game, choose any team ability or opposing character. Each friendly character using this team ability modifies its attack value by +1 when attacking the chosen character or a character possessing the chosen team ability.

AMAZON

Keyword(s): Amazon

Cost: 4

Whenever a character using this team ability takes 2 or more damage from an opponent's attack, put a Sisterhood token on this card. Before being given a non-free action, a friendly character using this team ability may remove any number of Sisterhood tokens from this card. Modify that character's speed, attack, or range value by +1 for each token removed until that action is resolved.

CHECKMATE

Keyword(s): Checkmate

Cost: 6

Minion: **Kings and Queens and Bishops**. When another friendly character using this team ability and with a point value greater than 50 is within 8 squares, this character can be given a power action to use Perplex if it can't already use Perplex.

FANTASTIC FORCE

Keyword(s): Fantastic Four

Cost: 5

Characters using this team ability may replace their defense value with the unmodified defense value of an adjacent friendly character using this team ability.

GREEN LANTERN HONOR GUARD

Keyword(s): Green Lantern Corps

Cost: 5

Whenever a character using this team ability attacks, modify their attack value by +1 for each other friendly character that attacked the same target this turn while using this team ability.

GUARDIANS OF THE GALAXY

Keyword(s): Guardians of the Galaxy

Cost: 5

Powers possessed by characters using this team ability can't be countered. This team ability can't be used by wild cards.

JUSTICE LEAGUE INTERNATIONAL

Keyword(s): Justice League Antarctica, Justice League Europe, or Justice League International

Cost: 3

Whenever a character using this team ability would be dealt damage, you can choose to reduce damage dealt by 1 if you deal 1 unavoidable damage to a friendly character using this team ability that is adjacent to this character. (This can only be used once per damage dealt)

LEAGUE OF ASSASSINS

Keyword(s): League of Assassins

Cost: 7

Lines of fire to a character using this team ability are blocked if this character is adjacent to a wall or blocking terrain.

LEGIONNAIRES

Keyword(s): Legion of Super Heroes

Cost: 2

Whenever the friendly character with the highest point value that's using this team ability is KO'd, remove one action token from each other friendly character using this team ability.

MONSTER SOCIETY OF EVIL

Keyword(s): Injustice Society or Monster Society of Evil

Cost: 5

At the end of your turn, you may roll a d6 for each friendly character using this team ability. On a result of 5 or 6, deal 1 damage to each opposing character adjacent to that character that hasn't already been dealt damage by this team ability this turn.

MORLOCKS

Keyword(s): Gene Nation or Morlocks

Cost: 2* (0 if the character possesses the Morlocks team symbol)

Whenever a character using this team ability makes a close combat attack, modify its attack value by +1 for each other character using this team ability adjacent to both this character and the target.

RUNAWAYS

Keyword(s): Runaways

Cost: 3

Whenever a character using this team ability attacks, modify their attack value by +1 for each other friendly character that dealt damage to an opposing character this turn while using this team ability.

SERPENT SOCIETY

Keyword(s): Serpent Society or Serpent Squad

Cost: 6 (0 if the character possesses the Serpent Society team symbol)*

Characters using this team ability can use Phasing/Teleport.

THE SOCIETY

Keyword(s): Secret Society of Super Villains or Society

Cost: 3

Whenever a character using this team ability is targeted by Outwit, you roll a d6. On a result of 4-6, the opposing character that targeted your character cannot use Outwit to target that character this turn. This team ability cannot be used by wild cards.

SQUADRON SUPREME

Keyword(s): Squadron Sinister or Squadron Supreme

Cost: 5

While at least two friendly characters using this team ability are adjacent, one of them of your choice can use Mind Control. This team ability cannot be used by wild cards.

THUNDERBOLTS

Keyword(s): Thunderbolts

Cost: 8

Once at the beginning of the game, choose any one Marvel team ability other than an alternate team ability, a wild card team ability, or a team ability that can't be used by wild cards. Characters using this team ability can use the chosen team ability if they can't already.

Section 15 Objects

BLACK LANTERN

Light: Continual. During your turn, whenever an opposing character within 4 squares of this object is KO'd, you may heal 1 damage on a single friendly character within 4 squares of this object.

Availability: The Brave and the Bold S008

BLUE LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Barrier or Telekinesis modify their range values by +2 and can use Telekinesis for 10 squares instead of 8 (for all limitations of Telekinesis) if they can already use Telekinesis.

Availability: The Brave and the Bold S005

DARK CAULDRON

Immobilized: Characters 4 or fewer squares from this object can't be healed.

Availability: Avengers S002

DYNAMOSTAT

Heavy: This object is considered to be blocking terrain until it is destroyed, but it may be picked up and moved normally.

Availability: Crisis S004

ELEHA'AL VINE

Light: Give a character occupying the same square as this object a power action. Roll a d6 and subtract 4 from the result, minimum result 1. Heal the character of damage equal to the result

Availability: Monsters & Mutations S100

FORCE FIELD GENERATOR

Immobilized: This object allows an adjacent character to use Barrier as if the character had a range value of 0. If this object is destroyed, any barrier terrain markers placed using Barrier granted by this object are removed from the game.

Availability: Avengers S001

GREEN LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Indomitable or Willpower modify their defense values by +3 when they are the target of an attack using Incapacitate or Mind Control.

Availability: The Brave and the Bold S004

INDIGO LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Support or Regeneration only subtract 1 from their die roll instead of 2 when using those powers.

Availability: The Brave and the Bold S006

KINETIC ACCELERATOR

Immobilized: When a character occupying the same square as this object is given a move or power action, roll a d6 and replace the character's speed value with its speed value plus the result; on a result of 5 or 6, remove this object from the game after the action resolves. If the roll does not allow the given action to be performed against any targets, the action ends immediately. This object is not considered hindering terrain for movement purposes.

Availability: Crisis S100

MASS ABSORBER

Light: Continual. If a character using this object as part of a close combat attack is 3 or fewer squares from blocking terrain, modify the character's damage value by +2 (instead of +1).

Availability: Crisis S002

MJOLNIR

Immobilized: This object can't be destroyed. Once per game per character, give a character occupying the same square as this object a power action and roll a d6. This roll can't be rerolled or modified. On a result of 6, remove this object from the game and place it on that character's card. Modify that character's attack and damage values by +2, and that character can use Quake, Energy Explosion, and the Flight ability. If that character is KO'd, place this object in the square that character last occupied.

Availability: Hammer of Thor S101

OPENED HYDRANT

Immobilized: Clear grounded terrain 3 or fewer squares from this object is water terrain.

Availability: Crisis S003

ORANGE LANTERN

Cost: 5

Light: Continual. When a character uses Poison within 4 squares of this object, that character is considered to be adjacent to opposing characters up to two squares away to which it has a clear line of fire.

Availability: The Brave and the Bold S002

RED LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Battle Fury modify their damage value by +1.

Availability: The Brave and the Bold S001

SHIELD DISRUPTOR

Light: Damage dealt to characters 4 or fewer squares from this object can't be reduced.

Availability: Mutations & Monsters S002

STRUCTURAL INTEGRITY FIELD

Heavy: Blocking terrain (but not blocking terrain markers) and walls 6 or fewer squares from this object can't be destroyed.

Availability: Justice League S002

TELEPHONE BOOTH

Light: Once per turn per character, a character occupying the same square as this object can be dealt 1 unavoidable damage as a free action.

Availability: Justice League S001

TOMBSTONE

Heavy: Continual. The defense value of a character carrying a Tombstone is modified by +2. After the resolution of an unsuccessful attack against a character carrying a Tombstone, remove Tombstone from the game.

Availability: Mutations & Monsters S001

TRAPPED DUMPSTER

Heavy: Continual. When this object is picked up, roll a d6. On a result of 1, deal the character that picked up this object 1 damage immediately after the action resolves (even if the character no longer holds the object).

Availability: Crisis S001

VIOLET LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Mind Control modify their range value for that attack by +2 (figures with a range of 0 replace their range with 6 instead of 4 for that attack), and if that attack is successful, each character successfully hit modifies its damage value by +1 until its free action granted by Mind Control is resolved.

Availability: The Brave and the Bold S007

YELLOW LANTERN

Cost: 5

Light: Continual. Characters within 4 squares of this object that can use Exploit Weakness or Penetrating/Psychic Blast modify their attack value by +1.

Availability: The Brave and the Bold S008

Section 16 Maps

Blackest Night Starter

Orange circles designate Monitor Room squares. Whenever a friendly character occupies a Monitor Room square, all friendly characters can ignore the effect of hindering terrain and other characters on line of fire. A character occupying a Monitor Room square can't be given ranged combat actions or make ranged combat attacks.

Squares inside the orange boundary line designate Armory Squares. When placing objects at the beginning of the game, each player must place their first two objects (if any) on squares within an orange boundary line.

Castle Doom Gardens

Thick orange lines along the grid of this map are force fields.

When determining if a line of fire is blocked, treat force fields as walls. However, force fields are not walls or blocking terrain; they can't be destroyed and characters can't move over or through them using any power, ability, or effect (such as Phasing/Teleport or the Flight ability). Characters on opposite sides of force fields are not adjacent.

When counting squares to determine the range or area of any effect, you can't count beyond a force field. (To determine if you are counting beyond a force field, draw a line from the center of the square where the effect originates to the square you are attempting to count; if the line goes through a force field or through a diagonal bordered on the grid by a force field, the square can't be counted.)

Players must choose starting areas diagonally opposite each other, whenever possible.

Availability: Fantastic Four

Central Port

Squares inside the boundary of an orange line are transmitter gates, hacked to echo local gates rather than distant planets! When any character occupies a transmitter gate at the end of a move or power action, it may be moved to any other unoccupied transmitter gate on the map.

Availability: Legion of Super-Heroes

Dawn of Man

When this map is played, beginning with the first player, each player can take a Time Zone (a smaller map section with TIME ZONE in its name) anywhere within the boundaries of the orange line on this map. Place Time Zones until up to four Time Zones have been placed, or until all players agree that no more should be placed, whichever comes first.

When Time Zones are placed, they may be laid over previously placed Time Zones, provided that all parts of all Time Zones are within the boundaries of the orange line. Time Zones must be aligned with the grid of this map, but

may be rotated in any direction before placement. Once placed, a Time Zone may not be moved.

Once Time Zones have been placed, a square on the map is the type of terrain indicated by the topmost map occupying that square, whether it be this map or a Time Zone. If an area of terrain on any map is interrupted by a map overlaid upon it, its boundaries are assumed to move to the nearest adjacent square or squares of that type of terrain so that all squares are contained within a continuous boundary; in some cases this may result in multiple separate areas of terrain.

Availability: Crisis

Deep Space

Squares inside the boundary of an orange line on this map are space terrain. Space terrain is clear terrain modified by the following rules:

Characters given move actions when they occupy space terrain modify their speed values by +2 for the action. Halve the range values of all characters occupying space terrain and all characters drawing a line of fire to a character occupying space terrain.

A successful attack that does not otherwise knock back a character occupying space terrain knocks back that character a number of squares equal to damage dealt -2, to a minimum of 0. When targeting a character occupying space terrain with Force Blast, roll two six-sided dice instead of one. All knock back ends immediately when a character enters the first square that is not space terrain. Characters occupying space terrain are not dealt knock back damage if their knock back paths are ended by the edge of the map.

Availability: Supernova

Fountain of Asgard

Squares inside the boundary of an orange line are bridge terrain. Bridge terrain is clear terrain, but when a character is moving as a result of an action assigned to that character, they can treat squares of bridge terrain in the same numbered row as adjacent for movement purposes only. (Not for tournament play)

Availability: Hammer of Thor



Graveyard

Orange squares are hindering terrain for movement purposes and clear terrain for line of fire purposes. Any line of fire drawn to a character occupying an orange square is blocked.

Availability: The Brave and the Bold

Rooftops

Squares within the boundary of solid orange lines on the Rooftop map are open air terrain. Open air terrain is clear terrain, but with one additional rule: If a character without

the  or  speed mode occupies open air terrain after the resolution of any action, deal the character 1 penetrating damage and place it in an unoccupied squares next to the stairwell (a square inside a dashed orange line) marked with the same number as the area of open air terrain.

Availability: Avengers

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