CREDITS

BASED ON ORIGINAL CONCEPTS BY
Gerald Brom, Luke Peterschmidt

GAME DESIGN AND DEVELOPMENT
David Doust, Michael Shinall, Bryan Steele

ART DIRECTION
David Doust, Jose Manuel Palomares Nuñez, Bryan Steele

COVER DESIGN
Pedro Nunez Sanchez

ART & ILLUSTRATIONS
Bjorn Barends, Gerald Brom, Sean Chancey, Georgios Dimitriou, Adrian Prado, Jeff Yu

GRAPHIC DESIGN
Jeff Yu

WRITING
Clayton Conduff, Bryan Steele

EDITING
Bryan Steele, Dave Taylor

PLAYTESTERS
Amy Alyse Caauwe, McKenzie Adlai Ewing, Clayton Goodnight, Nick Howell, Chris Keimig, David Moffitt, Zach Moore, Andrew Persaud, Owen Rehrauer, Jay Ryan, Dave Taylor, Jessie Thomas, Connor Wenner, Jamie Wolff, Dan Wood
A ttar was the perfect place for megacorporations within the United Worlds to set up immoral – and elsewhere illegal – projects, especially when it came to anyone interested in studying or experimenting on unique lifeforms. It was this hunger for knowledge and power that eventually opened the door for a whole new threat to humanity... and everything else... on this apocalyptic planet.

When the Far Frontiers Laboratories site on Samaria, the bio-weapons division of Invotsroyset Belvonkastonmyor Clevisteri (IBC), was forced to shut down during the Abandonment, the management left in a hurry. The staff left behind had no idea what to do with the half-finished projects, the sealed containers, the beast pens, and so forth. In its prime, the facility used genetic materials, bacterial strains, and viral research to create a veritable host of man-made horrors – many based primarily on one dominant collection of samples taken from a distant planet, Genesis VII. Once the facility was left to its own devices, the creations were either left in their containment units or – in the case of the primordial collection of Genesis strains – flushed out into the nearby swamps to die in Samaria's hellish biosphere.

Or so they thought.

The resulting drive to survive that caused the “gene soup” to bond with the collective ecosystem of the Blackmire to grant a unique entity individuality and power unlike anything that had come before it – and the Brood Mere slithered out of the compound along with a few other increasingly sentient creatures. This shifting cadre of rapidly-mutating life fell instantly into the biological programming it was designed for... find new genetic materials and use them to create new and deadly lifeforms. Initially it was the swamp predators that were consumed and rebirthed as Brood creations. The slithering Puds served as a million hungry mouths for the Brood Mere, the skittering Broodlings scouted out dryer lands, and the predatory Brood Hounds began

sniffing out juicy new targets for addition to the Brood Mere’s ilk. Titanic monsters that served their amorphous mother's hungers lurked in the swamp, savagely defending her territory.

Once her children opened the vaults of the original IBC facility, things changed dramatically. Freeing new versions of old creations from containment – like the deadly MJB-4 and the newest incarnation of the Helexa Project – the Brood Mere reinforced her role in the connected triad, and these High Broodspawn became her first generals in an army battling against genetic stagnation.
Now, the Brood extends far, far beyond the muddy fringes of the Blackmire and down the green waters of the Forked-Tongue River. The people of the river’s delta, a strange and awkward fishing society, have become increasingly linked to the Mere through directed contact with her creations. They live within the edge of her territory safely, oddly in league with the horrors of the swamp. The Brood is a mysterious collection of terrors, and Samarian folklore – no matter what culture – warns people away from the swamps because of it.

Something new and strange is happening within the Brood. Ever since Captain Jake Flay’s pirate starship crashed into the Green Sea just south of the delta’s shores, the Brood’s many minions have been acting strangely. They seem to be congregating near the crash site - which has been excavated by the delta-folk - and prowling around the ruined ship as if they are looking for something. As if they know something no one else does about it.

New and altered strains of Brood creatures have been appearing all across the Black Mire as well as many of the territories surrounding it. It seems the adaptations of the bio-terrors have shifted into something even more sinister and self-reliant. They no longer need to have the alpha brood creatures around to think clearly or perform truly advanced problem-solving. Subtle changes in their bio-chemistry, triggered by instructions sent down from the Mere – or perhaps other entities – can alter what each Brood does in the name of the higher biological community that is the Brood.

No matter what is happening to the monsters of the Brood, the southern swamps and shores have never been, and seemingly never will be, safe for humanity to tread.
Since the time of the Brood Mere first joining with the spawning pools of the Blackmire, no singular Brood has been the equal of the incredible “Mean Jellybean.” Bred to become the perfect warrior and field combat leader, he has excelled in his purpose, executing the orders of the Brood Mere and his sister Helexa with brutal efficiency, always leading the Brood under his command into combat personally.

One of the original three creatures abandoned in the IBC facilities, MJB has continued to evolve and adapt since those days like his sister Helexa—most recently taking on what he considers to be the fourth incarnation. While Helexa set her focus outward towards the control of the many children of the Brood Mere, honing her abilities to facilitate and command the Brood’s armies, MJB-4 instead turned his focus inward, perfecting his martial skills for combat and command of fellow warriors, turning himself into a deadly weapon capable of executing even the most difficult combat strategies. In mastering control over his own body, MJB-4 is not only capable of mimicking the most powerful genetic assets of his followers, but has even mastered his self-regeneration to a level that allows him to consume the bio matter of his fellow Brood and heal rapidly, their sacrifice ensuring MJB-4 stays strong during even the most trying conflicts. Like an unstoppable behemoth, MJB-4 is infamous for pursuing battle with an unmatched bloodlust, wielding his deadly Chigg Staff in a devastating charge directly towards the strongest and most powerful enemy available on the field of battle.

Since the spawning of Murtros, allowing MJB-4 and his sister Helexa to begin expanding their territories more freely, MJB-4 has begun muttering and ranting to himself as though in response to something, and gathering the most powerful of their kind in a purposeful march to the sea, slaying all opposition in their path. The ultimate Alpha, he attracts the other strongest warriors amongst the Brood to himself like a shining beacon reaching the furthest depths of the Blackmire, his very existence calling out to the most basic instincts of the deadliest hunters among the Brood to follow him. Inexplicably drawn to him, these warriors trust MJB-4 to know the way; none are so foolish or headstrong to challenge him for dominance; they simply follow him in his march to the coast... where they will soon find out what—or who—is calling out to their leader.
The mistress of tactics and strategy for the varied forces of the Brood, Helexa is one of the original three IBC prototypes abandoned at the Blackmire facility. Thin and wiry, Helexa’s whipcord appearance is a volatile mix of femininity and violence, exhibiting a delicate and nurturing persona capable of unspeakable savagery without a moment’s notice. Serving as one of the Brood’s generals, it is Helexa that brings the Brood Mere’s dreams of expansion and victory to fruition, carefully coordinating the complicated hordes of the Brood in how they can best serve with their myriad of special abilities and mutations. She has been reincarnated and reengineered countless times throughout the years, learning from every misstep or encounter, becoming more formidable with each new iteration.

Harnessing the most useful abilities amongst the more elusive members of the Brood for her own use, as well as their powerful ability to regenerate, Helexa is hyper-vigilant on the field of battle. She never allows an enemy to get the advantage of surprise against her. When required, Helexa is more than capable of shredding any foe in her path to ribbons, possessing iron-hard muscles and deadly razor-sharp claws on her fingers akin to the Lashers.

Helexa’s most useful ability, though, is her mental bond not only to the Brood Mere, but with any and all of her fellow Brood. Sharing the Brood Mere’s ability to psychically communicate with her forces, Helexa can direct every slash of a Sawblade’s sword, or every vault from a streaking Gazelle’s foot; she can even feel the lay of the land through every slithering motion of the Puds across the swampy terrain, guiding them to their enemy. The Brood find strength in her presence, becoming a combat force unlike any other on the face of Samaria, coordinating as though all part of a single organism.

Since the birth of Murtros, Helexa has been granted more autonomy in the Brood’s methods of expansion beyond the boundaries of the Blackmire. Her most recent machinations have found her frequenting the areas around the delta communities at the end of the Forked-Tongue River, experimenting with the long term effects of introducing Brood-borne viral agents into the human settlements with the help of her sister, Scion.
Over the course of many years spent gathering knowledge and experimenting with a myriad of genetic combinations, the Brood Mere had grown considerably in her ability to design new warriors to fill the ranks of the Brood army. She had learned how to manipulate and grow artful new mutations for her soldiers, increasing their strength or speed, their durability, or even how to craft them to suit specific tactical needs. Through it all, though, the most powerful soldiers of the Brood army had always remained the two that were created alongside the Brood Mere before their abandonment by the IBC scientists: Helexa and Mean Jellybean.

Though every effort had been made, the Brood Mere had never managed to produce any wholly original creations as formidable as her original companions. As the Brood expanded their territory throughout the Blackmire and beyond, the Brood Mere had become eager, anxious even, to add another elite warrior to the Brood forces capable of the stresses of command. Unable to satisfactorily bridge the gap between her own creations and the two she had adopted, the Brood Mere compromised. Harnessing samples of genetic material from both MJB and Helexa, the Brood Mere set about combining them with the intention of blending the most promising elements of the two into a single being; she wanted to create a child that would demonstrate the height of the Brood’s evolution.

This new warrior was to be named Murtros; a terrifying, quiet, calculated creature possessing unflinching loyalty to the Brood Mere. Utilizing the combination of his sister’s tactical acumen and command prowess and his brother’s frightening skill for melee combat, Murtros is a focused predator, excelling in his role as command of the home guard over the Blackmire, freeing his siblings to focus on the expansion of the Brood’s territory.

Armed with his murderous Kitache Staff, while Murtros shares the power and long-armed fighting style of the new and improved MJB-4, he exercises more patience in his tactical approach to combat. Where MJB-4 would charge forward with overwhelming force, Murtros is a more calculating opponent, exhibiting his cruel nature with each carefully placed strike and inspiring panic in his opponents. Murtros is less capable of altering and adapting his bio genetics at will than his siblings, but he more than compensates for it with his terrifying presence. Murtros is a thing of nightmares, stalking his prey with a silent glee, and delighting in their gruesome deaths at the behest of the Brood under his command.

“I have heard the fairy tales and I’ve seen the reality of the demon in Blackmire. I prefer the fairy tales.”

- Elijah
Following the Brood Mere’s success in the creation of her faithful son Murtros, she had gained a sense of renewed confidence in her ability to craft Brood of a more elevated mental capacity to aid in the leadership of her forces. Where Murtros was a perfect amalgamation of Helexa and MJB-2, her next creation would serve a more concise purpose, specifically in supplying the Mere with information and to help care for her many children among the spawning pools. Utilizing the efficacious Lasher design as the basis for this new creation, the Brood Mere set to work in modelling a more promising and singular being, adding a healthy amount of the genetic structuring that made Helexa so capable. The Brood Mere named her new child Scion, and she would grow to become one of the Brood Mere’s most powerful assets.

In the field, Scion proves to be the Brood Mere’s most capable scout and a supremely deadly warrior. Sharing the combat abilities of the Lashers but applying them with more competency, should any enemies actually encounter Scion during her outings very few escape to speak of it. Scion’s mastery over her own genetic structure is so powerful, in fact, that it grants her expert control over her own body, allowing her to morph her genetic structure to mimic the bio-gen abilities of her fellow Brood as needed to best suit the circumstances of an impending battle.

At home in the Blackmire, Scion serves as the chief among the Lashers at the spawning pools, overseeing the care of all newly birthed Brood as the Mere’s direct link to all spawn in the Blackmire. The minutiae of everyday management has become Scion’s responsibility, freeing the Brood Mere of distraction, while also entrusting Scion to directly guard over the spawning pools herself with an unparalleled ferocity.

In an unexpected turn of fate, however, Scion has proven to be an unprecedented abomination in her unique control over her own genetic abilities. Instilling so many maternal traits and alterations in Scion, thus allowing her to care for the needs of the many different types of Brood throughout the spawning pools, had borne a side effect: Scion is capable of breeding naturally on her own, with a seemingly limitless breeding pool. An unexpected breakthrough, Scion’s ability to procreate opens up entirely new avenues of growth and expansion for the Brood… avenues that the Brood Mere and Helexa have many ideas for exploring.

SCION
HUNTRESS OF THE MIRE

“When she touches you, it is every first kiss multiplied by all the drops of sweat from a hundred fever dreams. You’ll see!”

- Bruno Parm, Delta Fisherman
Arduous and resource intensive, the creation of the Howler saw a fundamental change in the Brood Mere’s methodology for creating her warriors. Having become confident in her ability to see her designs made flesh, she decided to create a gargantuan monster, capable of meeting whatever threat stood in the Brood’s path head-on and emerge the victor. Utilizing every innovation she had mastered over the years, she set to work with a single-minded focus, her attention consumed in a way it had not been since the earliest days of her existence.

Hours turned into days, days into months, and still the Brood Mere worked. Helexa and MJB-2 knew better than to disturb her, as they and any Brood near enough to the Brood Mere’s lab could feel the psychic distress of their mother while she toiled to create their perfect sibling. At last, the Brood Mere emerged, the first of her newest creations growing in the spawning pool. So lost in her efforts, however, she had grown too close to the project, unable to find her own errors in her work.

The horrific, pulsing mass that emerged from those pits was unlike any of its predecessors amongst the Brood. Already of considerable size at “birth”, the nearly-shapeless bulk of writhing muscles bore few similarities to the Brood Mere’s initial design. The first of its kind, the misshapen beast stood and from the maw at the end of its elongated neck, it unleashed a blood curdling scream powerful enough to fell the thick-rooted trees nearest its spawning pool. In the resounding silence that followed, it was with horror that the Brood Mere realized she had only heard the scream with her ears. The Howler was unable to psychically link with its brethren.

Refusing to admit fault in her design, the Brood Mere continued creating more of the horrific Howlers, capitalizing on their perceived shortcomings and favoring their strengths. More resilient than any monster the Brood can mobilize for war, the Howlers can put their impressive brawn and unrivaled acoustic abilities to use without fear of attack from enemy psychogenics, their unique physiology making them immune to such attacks. The Brood Mere’s initial designs had been right all along, shown by the fact that few things in Samaria can oppose a charging Howler.
Learning from the creation of the massive Howlers and how their layered genetic combinations interacted within the beast to form new and unexpected abilities, the Brood Mere again set her sights on creating a colossally powerful beast capable of crushing any foe it might encounter. She would set about spawning a bipedal tank, an unstoppable monster able to shatter all but the most determined defenses. Seeking to reduce the amount of complications found in the Howlers, the Mere scaled back in her creation of the Numbskull, decreasing the variety of abilities to further capitalize on those she deemed necessary.

At the expense of weakening its brain functions, the Brood Mere strengthened the metabolism of the Numbskull to a level without peer amongst the Brood, increasing its mass by multiplying organs and densifying muscle tissue, tendons, and bones. Because of the vast increase in muscle mass, the Numbskull would be incomparably strong, capable of withstanding the stresses of added weight from thicker exoskeletal plates not just to protect its vital areas, but also to utilize as weapons. Equipped with mammoth chitinous shells over its hands, the Numbskull uses its fists as powerful bludgeons to smash any unlucky opponent in its path. Once it has built up enough momentum, the Numbskull is nigh unstoppable in its onslaught.

A particularly ingenious additional benefit to the Brood Mere’s design, the Numbskull’s massive armor plates also generate a potent bio-electrical charge, seemingly created by the plates rubbing together as the creature’s powerful muscles ripple beneath them. Instinctively channeling the power surges to its extremities, it can utilize the charge as a weapon of devastating effect. Much to the delight of its ever present posse of wriggling Puds, the Numbskull can strike the ground with its powerful fists and send the energy through a shockwave to its surrounding foes, knocking them to the ground in a stunned state. The more intelligent of its fellow Brood have learned to keep their distance, mindful of these shockwaves and especially wary of the beast’s tendency to literally consume its allies during battle, attempting to quell its insatiable hunger. Thanks to its incredibly advanced metabolism the Numbskull is capable of healing rapidly when wounded, but must replenish its energy reserves, by any means necessary, to do so.

NUMBSKULL

“It’s like the Brood tried to make a Mongo…and succeeded.”
- Warlord Hoj
BLOAT

“They came drifting out of the swamp like pulsating blisters of fire and death...”

Originally designed by the Brood Mere for finding safe routes for the forces of the Brood to march through the areas in the Blackmire where even her Broodhounds and Gazelles could not travel, Bloats float above the landscape, their lashing tentacles reaching out as they survey the swampy ground beneath them. Metabolic processes within the body cavities of the Bloats create the lighter-than-air gases they need to float, which they release in small bursts from various directional vents in order to propel themselves forward while simultaneously grabbing out beneath them and pulling themselves along with their tentacles. In cases of dire need, such as an enemy ambush or an encounter with a particularly threatening denizen of the Blackmire, the Bloats are even able to vent and ignite their internal gases using a flammable mucus for short ranged blasts capable of torching even small groups of enemies. The Mere, knowing that not all of her precious Bloats would escape whatever threats they may happen upon during their scouting missions, worked into their genetic foundations an especially dangerous trick, devised to trigger at the time of a Bloat's death. The creature's slimy protective glands within its skin, in life purposed with shielding its igniting mucus from its internal gas pockets, fail spectacularly, allowing the two substances to mix within its body. The resulting explosion is often the last thing the Bloat's assailants ever see, paying with their lives for destroying one of the Brood Mere's precious scouts.

Satisfied with the extreme usefulness of the Bloats and proud of the ingenuity of her creation, the Brood Mere has continued to tinker with their genetic structure, making several genetic strains capable of various biogenic feats. Still maintaining their basic abilities, these specialized Bloats have such additions as imbedded glands able to project spurts of armor-eating acid, chameleonic flesh that allows the Bloats to sneak further afield without notice, or even synaptic shielding, which limits her psychic link to the Bloats but makes them incapable of being affected by enemy psychogenics.
The Brood Mere has always monitored her children, learning everything she can in order to make them more effective in the roles they fill both on and off of the battlefield. In her observations of the Sawblades, inarguably one of the most competent and successful designs among the Brood menagerie, the Mere saw the potential for them to be elevated to even greater success. Celebrated by her commanders more for their resilience than their average damage output, the Sawblades lacked a true companion among their fellow Brood to serve as a fast striker capable of coordinating seamlessly with them in the midst of battle. While some of her children could see limited success at such a role, the best solution would be creating a new design perfected for just such a purpose. That solution turned out to be the Mandible.

The Mandible, at its core, is a mutated Sawblade with a more sparsely distributed exoskeleton, and sporting a blade-like weapon protruding from each arm in a manner similar to the common Ratchet. These alterations see the Mandible gain precious maneuverability as well as literally doubling its offensive output when compared to the typical Sawblade. More deadly in open conflict, the Mandible can utilize its increased mobility to nimbly dodge out of harm’s way should its Sawblade siblings fail to shield it from incoming attacks. Such an event is rare, however, as the Mandible and Sawblades are capable of forming a seamless squad, just as the Brood Mere had intended.

An unforeseen-but-advantageous anomaly of these alterations allows the Mandible to have a more natural bond with the lesser beings known as Puds, and thus is rarely seen without an entourage of the writhing creatures. Following close on the Mandible’s heels, the Puds will instinctively leap up and latch onto any wounds the Mandible or the nearby Sawblades suffer and seal them closed with their toothy maws, keeping the warriors at fighting strength after what would otherwise have been fatal damage.

**MANDIBLE**

“Look at it… a born alpha at the head of the pack. Beautiful and terrifying.”

– Father Johann
Seething with life, the Blackmire forms a stark contrast to the empty wastelands found elsewhere on Samaria. All manner of horrors can be found amongst the animals and insects that call the Blackmire their home. In the time since the rise of the Brood, however, no species even comes close in number to the ever-present Puds.

At one point the Puds became so numerous, in fact, that countless thousands began to migrate northward to inhabit the irrigation ditches, fields, cesspits, and sewers of the Forsaken territory north of the Forked Tongue River. Saint John was forced to command his followers and their hangers-on in the region to seek out the destruction of these Puds, even instituting rewards for especially large or uniquely colored specimens in a concerted attempt to halt their alarming spread throughout the region. Slaughtered in droves, the creatures began to shy away from these inhabited areas, stalling the Brood’s expansion and massing yet more of the creatures at the borders of the swamplands. In typical Brood fashion, the Puds were forced to adapt.

While of limited threat individually, the Puds began to swarm together into larger masses, moving as a single organism and sharing a limited form of linked consciousness. Resembling nothing so much as some giant’s writhing, sickening fibers of muscle flayed raw, the serpentine Puds used their own slithering bodies to form a condensed mob, capable of inspiring panic in even the strongest warriors at the mere sight of it.

Forming seemingly at random among the slimy spawning pools in the swamps, the Pud Swarms are powerful combatants, piling themselves up and flowing into their enemies like crashing waves of gnashing teeth. Gaining the common regenerative abilities of the larger Brood while in their grouped form, the horrific Pud Swarms become near unstoppable when there are other nearby Brood for them to consume and absorb into their weaponized mass.

**PUD SWARM**

“They washed over him like a tide... and then he was simply gone. Bones and all.”

– SHARPE, SURVIVING SCOUT
SAWBLADE

“If the Brood Mere is the queen of that swamp, those things are her knights.”

– SAINT JOHN

Created as a warped mockery of man, the Sawblades were one of the earliest successes of the Brood Mere’s breeding experiments to create a more structured military force for the Brood. Crafted for the sole purpose of war, the genetic code of the Sawblades was specifically engineered for battlefield prowess and survivability when facing any foe they should encounter. Standing nearly twice as tall as a man and protected by thick natural armor comprised similarly to an exoskeletal structure one might find on an insect, Sawblades strike an imposing figure. This plating is strong enough to keep even direct hits from dealing much damage, and when combined with their use of a shield to parry enemy attacks and their typical Brood regenerative abilities, a battle-frenzied Sawblade is nearly impossible to put down.

Their biological systems are very simple, allowing them to withstand multiple serious wounds before becoming incapacitated, and with acidic blood similar to the Plights pulsing through their veins making the enemy suffer for each blow they land through a Sawblade’s defenses. Their optical sense is distributed throughout the knobby plate that covers their faces, ironically resembling their hated foes among the Forsaken and striking dread in the hearts of even the most devout warriors.

The armament of a Sawblade is simple and fearsome, a ruthless mimicry of ancient warriors. Using a malleable resin secreted from their own bodies, the Sawblades craft their signature serrated blades, the honed edges staying razor-sharp much longer in the murky swamps than steel. Using this same resin, the Sawblades will gather scrap metal from dilapidated buildings or the armor of felled foes and secure the pieces together into makeshift shields. Striding forth from the Blackmire, the Sawblades are reminiscent of nothing so much as a fog-enshrouded nightmare, their armored forms and hefty shields leading the forces of the Brood into battle.
One of the greatest strengths the Brood are capable of utilizing against their enemies is their incredible speed. Virtually all of the Brood’s warriors are slender and tall, with lithe and powerful physiques, and possessing an inhuman stamina. In order to put their speed to its best use, however, the Brood are required to maintain a myriad of scouting roles amongst their ranks so their leadership is always able to make decisions based on when or where to strike. Where Bloats can scout general terrain and Broodhounds can seek prey in packs, the Brood needed a battle ready unit with rapid speed, able to circle an enemy force and return with information as quickly as possible. The Brood Mere’s answer was the creation of the entrancing Gazelles.

Comprised of a more femininely svelte form than the typical warriors, the Gazelles were created using genetic designs from a multitude of animals known for their speed and agility. As a result, the Gazelles’ most striking feature is their powerful legs, capable of propelling them nimbly across the varied landscape of the Blackmire with ease. The nervous systems of the Gazelles are savagely powerful so that in times of dire need, the Gazelles are even able to speed up past what their bodies can safely handle, causing damage to their own bodies to achieve the highest speed possible of any creature in the Brood’s forces. This also has the useful effect of allowing the Gazelles to disappear from the psychogenic mindscape of others, making them incapable of receiving harm or being detected by such abilities.

It is unknown whether it was at their own discretion or at the direction of the Brood Mere herself, but the Gazelles recently turned on their own pack alpha, a notably exceptional Gazelle colloquially known as “Red Hot”, consuming her and absorbing her unique genetic material into themselves. Red Hot had been the first Brood to encounter the mysterious weapons of the Dragyri crafted from xenosathem, barely escaping the encounter with her life. The experience forever altered Red Hot, granting her a type of independence from the Brood Mere not shared by other Gazelles... perhaps the reason why they were urged to destroy her.
The most trusted eyes and ears among the Brood Mere’s children have always been her Lashers, their matronly role among the spawning pools linking them more intimately to the Mere than any of the other common Brood. Designed to exhibit the nurturing aspects of their mother, the Lashers serve the forces of the Brood by caring for and monitoring the growth of the Brood Mere’s many children as they grow in the spawning pools. Serving as guardians to the young and rapidly maturing Brood, the Lashers are universally beloved amongst their many siblings, earning a fierce instinctual loyalty from the younger Brood entrusted to their care.

When sent into the battlefield, the Lashers serve as the Brood Mere’s most capable stealth operatives. Created with a unique ability to alter the color of their skin in a chameleonic fashion, the Lashers lurk about the outskirts of conflict, gathering impartial information about the combat effectiveness of their fellow Brood to report back to the Brood Mere and aid her in the evolution of perfecting the designs of her children.

The Lashers dart quickly across all types of terrain with the use of their strong tentacles and lithe forms, finding openings to spring forward and lash out with the deadly tentacles on unsuspecting prey when their fellow Brood are in danger. When spotted by the enemy, however, there are none more capable of escape, darting away from enemy fire and hiding themselves again nearly without fail. In the rare event that an enemy actually gets the jump on a Lasher, their reflexes are tuned to the max, making them able to strike out with their tentacles before the enemy is capable of landing even a single blow.

Imbued with a deadly toxin, the Lashers’ tentacles secrete the substance, spreading it to their foe and weakening them with each successful strike. When pressed, the Lashers utilize their vicious claws, rapidly slashing the unfortunate opponent into a bloody ruin before darting away to safety.

---

**LAST CONVERSATION BETWEEN BLACKMIRE HUNTSMEN**

“Did you see that? By the tree?”

“Naw, man… just tired eyes playin’ tricks.”
The Brood Mere has long understood the inherent power of knowledge, especially of one’s enemies. She has spent countless hours in the study and experimentation of biological organisms, literally deconstructing and rebuilding the very elements of life itself to form shape to her designs. No matter how accurately she can mimic the human form, however, she has always had problems with comprehending the sociological aspects of the human race. Quirks of human nature such as their donning of personal decorations or unique elements of clothing seemingly without purpose confused the Brood Mere.

Designed to seek out these confounding elements of human nature, the Plights saw innovation not only to their physical form, but to their psyche as well. Seen scouring the fields of battle after a conflict, the Plights are compelled to search for these baubles and medallions, interesting stitchings on uniforms, or even the tattooed flesh of their slain foes. Most commonly, though, the Plights can be found at the fringes of the Brood’s territory, stalking unsuspecting humans stationed at forward camps or silently observing humans interacting with one another from a safe distance, learning all they can before reporting back to the Brood Mere.

Armed with vicious rending talons on the ends of their long thin fingers, the Plights are a formidable foe when pressed into combat situations. The Plights’ most notable features, however, are their naturally acidic blood and imbedded acid projectors. When required, Plights are capable of firing high-powered streams of the armor-melting acidic blood directly from their own bodies, allowing them to escape with any gathered information. Much to the Brood Mere’s delight, the Plights acidic blood has the additional benefit of harming their foes should a Plight be bested in combat; this has resulted in the humans being even more cautious of the deadly Plight, helping to ensure their safe return home with whatever knowledge they have gained.
A n inspired variant to the horrifying Alpha Broodling, the Pod was created when a particularly cruel epiphany came to the Brood Mere as she evaluated the field reports concerning her newest roaming creations. While she had solved the issue of controlling the scuttling hordes of Broodlings, her solution had been accompanied by yet another obstacle for the Brood Mere to overcome. Multiple Alphas too near to one another would battle for dominance amongst themselves, detracting from their overall usefulness on the battlefield. In order to maintain peace among the ranks, the Brood Mere would need to find some of them a new purpose.

Needing to make only a few tweaks to the genetic structure of her Alpha Broodlings, the Brood Mere fashioned a new growth pattern for the immature Pud, creating the horrifying creature known as a Pod. The Pods would be made to carry growing Puds within itself and onto the field of battle, and their large bulbous forms would sprout longer, more powerful legs, granting them greater speed and deft maneuverability across multiple types of terrain.

Fashioned as more of an autonomous predator, a Pod stalks its prey alone before launching itself forward and attacking in a flurry of sharp claws. Once it has created an opening with its claw attacks, the Pod will unleash one of the Brood Mere’s most disturbing creations on its foe with its bio-injector. The Pod’s tube-like prehensile tongue will burst from its mouth, latch onto its victim, and quickly pump gestating Puds carried within its body into the open wound. As the Puds writhe within the viscera of the victim, a rapid chemical reaction takes place, and the Puds burst from their new host with explosive force, showering all nearby with gore. Any remaining nearby enemies often stand in a panicked and horrified shock, providing the newborn Puds a quick respite to consume their first meal before they join the Pod’s entourage.

POD
“I-it’s in-in-in-insiiiide me!!!!”
The Pud Throwers are strange creatures, even by the abnormal standards of the Brood, but have nevertheless found surprising success among their brethren on the battlefield. Their express purpose is to transport, care for, and help control the small, writhing maws of the ever-present Puds, turning their directionless impulses into a focused weapon. The Brood Mere gave the Pud Throwers the ability to exert a limited amount of psychic control over the Puds, similar to that which Helexa and Murtros use when controlling their forces, but in microcosm. The Thrower is able to access and influence the “minds” of the Puds, stimulating base emotional responses that will compel their miniature companions to act as they see fit.

The Pud Throwers carry small hordes of the wriggling Puds on their bodies, their immature mouths latched onto the Thrower until ready to be hurled as ammunition. Kept in a near comatose state using psychic control, the Puds are awakened only when they are needed. Using their specially crafted throwers, a dormant Pud is loaded into the scoop and hurled across the battlefield at their chosen target. Awakened in mid-flight by the Pud Thrower activating its instinct to feed, the Pud comes to life, at which point the Pud itself takes over and glides down toward the ground using thin membranes along its body to catch the air and home in on its target. The Pud will latch on with its sharp maw upon impact, boring straight into their foe and consuming to the point of bursting, the horrifying death often panicking the target’s surrounding allies.

Should an enemy get close enough to threaten the Pud Thrower itself, the warrior will awaken one of its dormant charges and direct it towards the foe, or simply attack himself, wielding the thrower as a club with surprising skill. Still an empowered creation of the ruthless Brood Mere, a Pud Thrower is a fearless and competent warrior in its own right, instinctively protecting its small colony of Puds when threatened.

“I don’t know what’s worse. Getting bit by one of those things on the ground or from the air!”
– ZURIEL, LUKE’S ENGINEER
As the Broodlings became a useful tool in Helexa's battlefield schemes, so too did she find ways for their improvement. Reviewing her collected battlefield data with the mindful Brood Mere, it became clear that the Broodlings needed direction while amongst the confusion of battle. Their presence alone was beneficial in upsetting the enemy warriors the Brood faced in combat, especially during surprise attacks on the invasive humans' campsites or forward bases, but their unorganized scuttling underfoot and unfortunate habit of focusing their voracious appetites on a particularly juicy corpse rather than the ankles of an active combatant were issues that needed to be fixed.

It was with her typical mothering, loving wisdom that the Brood Mere was able to empathize with even the near mindless Broodlings, utilizing her calculated understanding of their genetics devise the answer to their problem. The Broodlings had proven to be creatures that, like many of her more instinctually driven Brood, would follow the strongest and most capable within their groups on instinct alone. Always before they had been taken into battle as clusters of several equally capable Broodlings, needing individual direction that too often a battlefield commander simply couldn’t afford to give them. Seeing the potential already present in her design, the Brood Mere altered their genetics so that some Broodlings would grow at a faster, more aggressive rate by provoking traits within them to encourage the consumption of their own brethren while still in the spawning pool and absorbing their biomass into their own. These Broodlings grew to such mass that their spidery legs could no longer propel them fast enough to fill their voracious maws, and so the Mere saw to their growth of reaching tentacles, capable of poisoning their prey before it could escape their grasp.

Unleashed onto the battlefield, these Alpha Broodlings shine as a beacon for the scurrying Broodlings to follow. The Alpha instinctively orders its followers to distract larger threats, aiding their fellow Brood in a more organized fashion... and helping to ensure the Alpha has plenty to eat, of course.

ALPHA BROODLING
“I… I… can’t feel my legs… what did that thing do to me?”
The Brood Mere is not a creature daunted by the constant needs of a leader to assess and meet new threats, her wisdom and capabilities nearly unmatched throughout all of Samaria. She learned early on, in the days when the humans on the planet were still forming the rudimentary beginnings of new society, that knowledge is true power. It was with this understanding that she crafted the ever-capable Broodhounds, a design she has changed little over the years.

The swamplands of the Blackmire have the great benefit of isolation on Samaria, allowing the Brood the room they need to grow and to prosper. The isolation, however, proved a double-edged sword for the Brood Mere, limiting her ability to learn of new threats potentially encroaching on their realm. Crafted from the stored genetic stock of many different beasts abandoned in the IBC labs, particularly the canine-like subjects for their mobility and pack mentality, the Mere even incorporated elements from feline, primate, and avian genes for benefits such as enhanced intelligence and eyesight. The Broodhounds were bred to be the eyes of the Brood Mere in the farthest reaches of the Blackmire, capable of caring for themselves and staying far afield indefinitely, psychically reporting any findings back immediately.

The Broodhounds have proved so capable and deadly, in fact, that the Brood Mere’s competent children Helexa and MJB-4 have taken notice, requisitioning them for their exploration and fighting forces. Hunting in packs and slipping silently through the swamps, with direction the Broodhounds are capable of infiltrating enemy lines, unnoticed until it’s too late. Vaulting the final meters to close the distance to their prey, the Broodhounds strike violently with their claws before going for the kill with their powerful biting jaws. Once latched on, the Broodhounds tear into the unfortunate foe repeatedly, able to bring down even the toughest warriors before bounding off in pursuit their next target.
During the Brood’s constant expansion, spreading out ever farther from the Blackmire, they sometimes discover new technology from the world-that-was worthy of bringing home to introduce to the Brood Mere. Most commonly these artifacts are weapons, once used by the long-departed border guards of the IBC facilities. The Brood Mere hasn’t always been able to successfully emulate all of the weapons her children have brought back to her, but the firearms she used as a basis to create the Grists inspired one of her greatest biological innovations. These weapons were designed much like grenade launchers, except with a unique mutagenic fluid as ammunition, fired in dense globs that would burst upon impact with deadly force.

The Brood use virtually no manufactured technology, relying instead upon the weapons and tools bred into them by the Brood Mere's design. While typically these designs are taken from nature or even from the Brood Mere’s endless imagination, there have been times that she has found the only way for her to achieve the result she is seeking in her machinations is to utilize the designs in the technology left to her in the abandoned facilities, learning from the technological advances of the past to in order to inspire her incredible biological advances in the Brood.

The Grist were formed in similar fashion to their bipedal brothers, but designed for dealing destruction from a distance. Carefully studying and understanding the design of the launchers, the Brood Mere devised this new type of warrior specifically to mimic these cannons; warriors capable of creating the unique chemical compounds the weapon used for ammunition within their very own bodies. The Brood Mere altered the Grists’ digestive systems so that the corrosive properties of their metabolic acids are exponentially more concentrated, which they use to fuel their Bio-Repulsers. Able to launch the acids in a sudden, single mass, the Grists knock their foes to the ground as the fluid bursts across them, readying them for the killing stroke from fellow Brood should the acid fail to kill the threats outright.

GRIST

“I miss the days when the swamp monsters just picked up old guns and shot ‘em at us. These… these are just gross.”

—ZURIEL, LUKE’S ENGINEER
As the children of the Blackmire venture ever further from home, they continue to encounter new threats to their expansion, both in the form of the varied holdouts of humanity and the many other types of creatures that inhabit the face of Samaria. A significant reason the Brood manage to pose such a threat to these enemy forces, no matter the capability of the enemies to bring them harm, comes from the fact that their wounds heal almost as fast as their enemies can inflict them. Once outside the relative safety of the Blackmire, however, it wasn’t long before the Brood’s enemies learned that fire, acid, or anything else they could get their hands on to interrupt the regeneration process were of the utmost value in their conflict. The Brood’s adversaries had turned the tables, adapting their methods for waging war.

In common Brood fashion, the Brood Mere bred an answer in short order. The Mucous Bloatling is a vile and brilliant creation, intended to restore much of the Brood’s natural advantages on the field of battle. The creature is an amalgamation of the gas-filled Bloat and the common Blackmire toad, resembling a squat organism with nostril-like vents running down the length of its back. The vents constantly release a vaporous fog of mucous capable of smothering flame, soothing burns, and rejuvenating cauterized tissue, returning the advantage to the natural Brood regeneration cycle.

Still proving to be a competent combatant, the Mucous Bloatlings’ strong toad-like legs allow them to vault into combat when needed, where their sharp claws can make short work of the smaller or weaker foes they typically choose for their targets. Aside from their anti-flammable characteristics, however, their most useful combat ability is to lash out at range towards unsuspecting enemies with their sticky tongues, pulling their victims back into the waiting arms of the Mucous Bloatlings’ more martially-inclined companions.

MUCOUS BLOATLING

“What the hell? Why won’t you light, damn you?”

–SASCHA, FIRESTORM LEADER
Although most of the Brood’s warriors are far superior to the smaller races, it did not take many encounters with the human population on Samaria for the Brood Mere to realize that even the strongest and most powerful warriors can be brought down by sheer weight of numbers. Devised as creatures to mimic the proportions and capabilities of a fighting man, the Ratchets bridge the gap between the more specialized warriors of the Brood and their commonly diminutive human enemies.

Like many of their brethren, the Ratchets were crafted from a variety of different genetic sources, engineered to fulfill a specific role on the battlefield. The Ratchet was created specifically as a foil to combat the overwhelming threat of far greater numbers in most human armies, making them by default the standard trooper of the Brood’s battle ready forces.

Still a full head taller than a man and nearly twice as thick, Ratchets are more than capable of meeting their foes en masse. Granted a form of natural protection over vital areas by a chitin-like exoskeletal structure, the Ratchets are fully self-sufficient, even forming their weapons from their own bodies. Engineered to secrete a malleable resin that cures as hard as crystal, the Ratchets instinctively form large hooked clubs for themselves, perfectly complementing the retractable blade-claw that extends from one of their arms for close ranged combat. Moving throughout the clamor of battle in clustered squads, the Ratchets use their hooked clubs to knock their foes to the ground, making them easy targets for the kill. Their retractable blade-claws are coated in a toxic poison, ensuring that even should an opponent escape immediate death from its touch, the Ratchet’s strike will linger with its victim.
The spawning pools of the Blackmire, host of the Brood Mere’s vicious machinations and countless designs, are still yet the home for many small and interesting organisms to be made useful in the forces of the Brood. Some of these organisms exist solely to maintain the early life cycles of their companions in the boiling swamps, while others serve purposes incapable of explanation to a sentient mind. Where a myriad of near mindless organisms are born, feed, and die in rapid succession, so too do some progress in their cycle, breaking free to mature into adulthood that will find them purposes outside of their birthing pool.

Such is the case for the disgusting, bulbous form of the creatures known as Broodlings, the adult form of the ever-present Puds. As the slithering creatures grow and continue to gain mass, they begin to sprout insectoid legs from their bodies, their weight shifting to center around their voracious maws, allowing them to scuttle about in search of yet more sustenance. By instinct, the Broodlings restrain themselves from consuming their fellows, resulting typically in clustered packs of the creatures following the largest and oldest of their kind without fail. Left unchecked, the Broodlings can grow to considerable size, though few live so long among the many dangers they are subjected to on Samaria.

Ever mindful of the usefulness in even the smallest specimen, it was Helexa that found a purpose for the adult form of the Pud. Herded into battle alongside the larger warriors of the Brood, the Broodlings are more than capable of ripping apart a much larger foe with their multitude of sharp fangs if ignored too long. Scurrying along the ground amongst their brethren and the enemy combatants in battle, and sporting the same regenerative capabilities as any larger Brood, the Broodlings are a force that require focused effort to eliminate, providing openings for their larger brethren to put a decisive end to the conflict at hand.
Long ago, when the Brood Mere was still inexperienced in managing her breeding experiments, she quickly found the Blackmire to be littered with the decaying corpses of her early attempts at shaping new life. Not all of the semi-dead bio matter could be reabsorbed by the spawning pools, however, as portions lying in the swamp still fought for life with their inherent regenerative abilities. To rectify the issue, the Mere saw fit to create a feeder capable of reabsorbing the bio matter; a type of beast with insatiable hunger that would clean the swamp floor until literally eating itself to death, allowing the spawning pool to reabsorb it. These creatures would need only the most basic intelligence and structure, capable of fulfilling their role autonomously. Her ultimate design came to be known as the simple-yet-deadly Pud.

In the beginning, the Brood Mere created a handful of the tiny scavengers and set them loose in the Blackmire before returning her focus to her work on more complicated beings, confident they could handle the job. The Puds prospered in their new environment, consuming and multiplying at a rate more successful than the Brood Mere had originally envisioned in even her most generous estimates. They proved hyper aggressive in their hunger, taking down much larger native beasts in the swamps through sheer weight of numbers, rapidly supplying the Brood Mere with more bio matter to work with than she had intended. Before long, the little Puds numbered in the thousands, and their numbers were only growing.

Due to their vast number, the Brood Mere became unable to psychically direct all of the Puds at once, and was forced to create an early form of the Pud Thrower to keep the little beasts from straying too far from home. This innovation proved doubly useful for the Mere because as the forces of the Brood grew, the Puds’ psychic attraction to their fellow Brood proved so strong that they would instinctively follow the larger creatures, even into battle. Capable of being consumed as sustenance by the larger Brood, the Puds can even attach themselves to one of their larger companions’ injuries, symbiotically sealing the wound while feeding themselves.

PUD ROAMER

Beware when the swamp writhes, for it means Brood are on the move.

–BLACKMIRE PROVERB