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MASTERS OF THE UNIVERSE

BIBLE

Written by

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## MASTERS OF THE UNIVERSE

Beyond the farthest galaxies viewed by the greatest telescopes on Earth. Beyond the limits of ~~the our~~ universe lies another place -- a place of magic, myth, sorcery and science. ~~Spinning~~ through the cosmic clouds <sup>SPINS a</sup> solar ~~star~~ system with a ~~Type~~ <sup>Three</sup> star twinkling in the ether of interstellar space. About the star rotate worlds <sup>INCONCEIVABLE</sup> ~~not even~~ <sup>to</sup> ~~conceived in the minds of~~ mere mortals <sup>Minds,</sup>. They are populated by demons and demigods, sorcerers and sybils, men and women imbued with the powers of good and evil.

One of these planets orbiting the star shines blue-green with a mantle of clear air and fleecy clouds surrounding ~~it~~ <sup>For</sup> A globe of everlasting beauty and great diversity, this world, ETERNIA, <sup>represents</sup> a microcosm of all the universe's inhabited planets.

Two great land masses balance the globe. The western hemisphere roughly approximates an hour glass/ The southern part of the ~~continent~~ <sup>Continent</sup> blooms year round supplying all Eternia's citizens with sustenance. The great palace of Eternia rises from the fertile <sup>Southern</sup> plain and has been the home of the reigning ~~mark~~ monarchs for untold <sup>generations</sup>. Gently sloping up ~~from~~ <sup>from</sup> there rises the EVERGREEN FOREST - a vast, mostly unexplored

country of towering trees, giant ferns and lush undergrowth teeming with ~~all~~ game animals as well as some unwholesome creatures. Winged dragons called WYVERNS perch among the trees and DRACOS, fierce dragon-like beasts slither through the under<sup>brush</sup> in order to catch ~~wary~~ unwary travelers. The Evergreen Forest shields the most mysterious secret on all Eternia, a secret which eventually must be divulged if the planet will survive.

The VINE JUNGLE ~~is~~ rises steamily on the <sup>a</sup>equatorial belt. Within its green and humid confines swamps bubble and strange, ~~and~~ malformed animals and plant life ~~live~~ -- some of which are one and the same. Eternians rarely step foot in the Vine Jungle and when they do there's always the possibility they'll never be seen again. The jungle slowly gives way to a stark low veldt as it moves steadily toward temperate and colder climes.

The ICE MOUNTAINS tower over the northern part of the western continent. Immense and foreboding peaks shrouded throughout most of the year by snow-laden clouds <sup>glower</sup> over the landscape. Within their fastness dwell ~~gnarled~~ DWARVES, TROLLS and GNOLLS. ~~gnarled~~ The dwarves, a sturdy and industrious race, <sup>live</sup> ~~are~~ far longer than ordinary humans. Generally friendly and outgoing, they enjoy carousing and decorate their ~~clothes~~ clothes with bright pieces of cloth and metal.

On the other hand, carnivorous trolls attack anything in their path with clawed hands and feet, but fear the dwarves' weapons and magic. The intelligent, but evil gnolls live in the old, used up dwarf mines. They bear wolf-like features and sport armor and weapons although they tend to be lazy and try to avoid a fight whenever possible.

The eastern hemisphere represents a contrast to the western half of the planet. The PLAIN OF PERPETUA makes up almost fifty percent of the northern half of the continent. This trackless, grassy lowland hides a bewildering maze of caverns beneath its ~~presumed~~ presumed undisturbed surface. Within these rocky, encrusted and stalagmitized caves walk races of monsters sealed beneath the earth ~~for~~ thousands of years before by great volcanic ~~er~~ eruptions. ~~MONSTERS~~ ORCS, BASILISKS and GIANT CENTIPEDES travel the rocky bastion beneath the plain. Sorcery abounds here only awaiting the knowing hands of a conjurer <sup>to cast a spell.</sup> ~~which can~~ placing the innocent wayfarer into a state of hibernation or suspended animation among the grasses and low bushes.

<sup>South of</sup> ~~the~~ the Plain of Perpetua, the SANDS OF TIME spreads its desert tentacles for hundreds of miles. Once, in the dim history of Eternia, the desert bloomed like a vast garden. A civilization of craftsmen labored here building monuments to themselves. ~~Only~~ Only ruins remain for the occasional ~~visitors~~

visitor to wonder about. However, they who traverse the waterless expanse must be careful for great windstorms whip up unexpectedly ~~among~~ among the monuments and whirlwinds create time ~~in~~ vortices sucking people back into the distant past *from which no one has ever returned.*

The MYSTIC MOUNTAINS make up the southern edge of the eastern continent. Wreathed in mystery, OGRES, WRAITHS and MANTICORES find haven beneath the granite peaks. The valleys of the Mystic Mountains with their deep, slippery sides hold great reptiles and dragons prisoners. And it's fortunate, for they'd rampage the planet if not held within that stone fortress.

The North and South Poles both have great snowy masses where life is hard, but not difficult for the families of SNOW DWARVES and the great ICE HACKER, a bear-like creature with cunning intelligence.

Oceans make up the balance of Eternia. The HARMONY SEA lives up to its name as a peaceful expanse traversed by gentle trade winds. ~~From~~ the royal ships of the king *often* sail from the safe harbor toward the eastern hemisphere in order to trade with the inhabitants on the other side of the globe. *As* in life, however, not all is consistent. The BERSERK ISLANDS poke their fiery mountain tops through the

waters of the Harmony Sea. ~~They are the~~ <sup>These</sup> last remnants of the great volcanoes which once dotted the whole planet ~~still~~ <sup>still</sup> ~~blow~~ <sup>blow</sup> fire and smoke.

The OCEAN OF GNARL runs rough and ~~white~~ <sup>white</sup>-capped throughout the year bringing storms and chill to the land. ~~For all its ferocity,~~ <sup>For all its ferocity,</sup> ~~in its own way,~~ <sup>in its own way,</sup> Gnarl provides life, for the rain and snow ~~it generates~~ <sup>it generates</sup> keep the soil fertile and the crops growing. The GOLDEN ISLES rest like a peaceful, permanent eye of the storm within the ocean. They're a ~~favorite~~ <sup>favorite</sup> ~~vacation~~ <sup>vacation</sup> spot of Eternia's royal family.

Royalty ~~had~~ <sup>had</sup> not always reigned on the planet. Eons before, ~~Eternia was ruled by~~ <sup>ruled Eternia</sup> an incredibly advanced civilization. ~~They had evolved through centuries of barbarism, enlightenment, scientific technology,~~ <sup>and</sup> philosophy and drawn out all the secrets of the universe in order to ~~work~~ <sup>work</sup> wondrous deeds. Was it magic or sorcery or wizardry? Or ~~was~~ <sup>was</sup> the power of mind over matter which could change images, create objects where none ~~had~~ <sup>had</sup> existed and martial ~~all the~~ <sup>the total</sup> resources of nature? All the greatest Eternian minds worked toward one principal goal -- that of peace and goodness. ~~Everything they achieved was designed to provide Eternia with tranquility and harmony.~~ <sup>Their achievements provided</sup>

The hub of Eternia and the repository of all knowledge rested with the great COUNCIL OF ELDERS who dwelt ~~within~~

within the HALL OF WISDOM, a ~~magnificent~~ <sup>magnificent</sup> edifice which shone with the light of a million stars. Made of Eternian stone and rare metals, it gleamed like a beacon of hope to all the world -- a beckoning light of wisdom for all to see.

The people of Eternia walked the ~~gleaming~~ <sup>glowing</sup> halls and saw the wondrous machines -- computers of incredible sophistication which held the combined intelligence of the Eternian centuries -- SPACE PORTALS permitted Eternians to travel through space in the blink of an eye -- TIME CORRIDORS carrying them through time at will.

All of this melded with the force of good. On Eternia no one envied anyone else; everyone lived in communion with each other. Even the animals lived in peace. ~~This isn't to say that~~ <sup>However</sup> the Council of Elders ~~was~~ <sup>had</sup> ~~been~~ <sup>had</sup> ~~aware~~ <sup>Cognitive</sup> of evil. They know it existed somewhere in the void of space beyond their sight and could be casting a jealous eye upon Eternia. Within moderation, Eternia's scientists developed ~~defenses~~ sophisticated defense weapons in the event the unthinkable should occur. (These weapons they hid within the Hall of Wisdom for the day they might be needed.

While Eternia rolled peacefully through the heavens ~~a~~ <sup>a</sup> drama played itself out on another world within the

same solar system, Unknown and unseen by Eternia, ~~its~~ its orbit is precisely the same and always lies directly opposite perpetually shielded by Eternia's sun.

Not only is the planet physically opposite Eternia, its people and their purpose are diametrically opposed as well. This planet, INFINITA, holds the sum total of all the universe's evil. Foreboding, dark forces Always at war, its have been held in check only by ~~its~~ <sup>their</sup> own fiendishness. Their powers built war machines of incredible ~~complexity~~ <sup>destructiveness</sup> ~~designed to destroy one another.~~ Infinita's charred surface bears mute testament to the constant battle of one vile force with another. The planet slowly sank back to a barbaric age yet they maintained modern weapons of ~~destruction~~ <sup>extermination</sup>. Lasers, quasers and photon guns ~~were used~~ <sup>unreplaced devastation</sup> alongside spears, swords and axes.

And where, on Eternia, and science sorcery accomplished all the good things in life; Infinita's black and alchemy magic destroyed and ruined life. One day, two of the greatest opposing forces faced each other across the Dunes of Doom — made black and unwholesome by the constant battles waged by the dark powers. Both sides believed they could win the war — the final Arranged down for they were the only ones left on Infinita. Both sides held in their hands the ultimate weapon of desolation to be thrust at the enemy before ~~retaliated~~ <sup>the foe</sup> ~~was not~~

Endxxx



Both sides guessed wrong. The trigger~~s~~ snapped at exactly the same moment and seconds later a cataclysmic explosion tore through the planet leaving in its wake poisonous gas, flaming mountains and ~~people~~ <sup>A race of people whose mutated genes</sup> ~~whose future would be determined by mutated genes.~~ <sup>their future.</sup> The explosion created one other phenomena -- a Space Portal leading directly to Eternia.

Hurtled through the portal ~~was~~ <sup>and</sup> several of the most horrendous leaders of Infinita. When they found themselves in the midst of a lush, fertile, peaceful land they swore ~~it~~ it would be conquered.

Slyly and slowly they infiltrated Eternia's society until the day when they attempted to mount ~~an invasion~~ <sup>an invasion</sup>. Their troops rode through the Space Portal and all the weapons within the Hall of Wisdom came to the fore. Eternia drove back ~~the~~ the Infinitans. After many long battles and they sealed the Space Portal. But the Elders knew they couldn't keep evil from the planet any longer.

ZODAC, the wise leader of the Council of Elders, called to the stars for advice. In a shimmering, gleaming beam a figure appeared out of the cosmos -- the figure of an elegant and beautiful woman adorned in snake shaped armor and bearing a twisted snake-headed staff. ~~She announced her self as the SORCERESS. Although dressed for battle she~~

caps

loved peace as much as they. For centuries Eternia dwelt without fear, ~~she~~ <sup>the Sorceress</sup> told them, and now the time of testing ~~waxxxxx~~ fell upon the planet. For too long the Council had made all ~~the~~ decisions; ~~for eons the people merely lived by~~ ~~through the~~ ~~Council's~~ ~~direction~~ ~~and~~ ~~the~~ ~~people~~ ~~had~~ ~~lost~~ ~~the~~ ~~ability~~ ~~to~~ ~~think~~ ~~for~~ ~~themselves~~. The time had arrived <sup>to cut the</sup> ~~for the~~ ~~umbilical~~ ~~cord~~ ~~and~~ ~~the~~ ~~Council~~ ~~to~~ ~~permit~~ ~~Eternia~~ ~~the~~ ~~right~~ ~~to~~ ~~exist~~ ~~on~~ ~~its~~ ~~own~~.

~~For long had the Council reigned until the people no longer had any motivation of their own.~~

The Council listened to the vision which promised them that if ever the forces of evil should try overcoming Eternia a champion would arise to defend the planet. A champion not seen in all the universe. A being so powerful and filled with good that evil, no matter how mighty, could not stand against him. However, with all the champion's virtue he needed one more element to make him the ultimate ruler of the Universe -- he required the collective wisdom of the Elders. And that he would not have until he proved himself against the dark forces.

There lay the danger. For if the evil powers discovered the secret -- this key to destiny -- they might destroy all that's harmonious in Eternia. Once that occurred light would go out all over the planet and it could end with the same fate as Infinita.

Zodac gathered the ~~Ex~~ Council of Elders in the Hall of Wisdom and collectively they concentrated their mind force until the sheer power of their consciousness created a mighty force field. At that moment, an implosion cracked through the corridors of the Hall and the Council disappeared in a blinding flash of energy. ~~All, except Zodac,~~ <sup>Only Zodac</sup> retained his human form as one of the Eternia's guardians. In the Council's place existed a mass of light at once ~~finer~~ <sup>finer</sup> than the densest material in the universe and as light as a ghost. It rose to the topmost parapet of the Hall of Wisdom where the Spirit of the Council looked to the far horizon -- past the Evergreen Forest; beyond the Vine Jungle; above and through the Ice Mountains to the sealed Space Portal. It knew that one day an Infinitan would ~~discover~~ <sup>discover</sup> how to break the seal. That evil person would ~~look~~ <sup>search</sup> for the magnificent Hall of Wisdom, ~~and the Exxi Spirit,~~ along with Zodac, determined that it would not be found -- at least <sup>not</sup> in its present state.

~~Exxtxx~~ A great aura of energy burst forth from the mass of light which had been the Council of Elders. It surrounded <sup>the</sup> the Hall of Wisdom and an astonishing shuddering and shimmering ~~rose~~ <sup>arose</sup> as the very air around the Hall glowed with a cosmic light. Anyone witnessing the experience would have seen in incredible sight -- almost mirage-like,

the Hall's very atomic structure shifted; the molecules seemed to run wild as the building ~~begins to~~ ~~change~~ form.

The wisdom of that which once was the Council understood that ~~the~~ <sup>the demons of</sup> Infinite ~~invaded~~ they would look for the magnificent edifice embodying all that is wise and good. But if they saw a dark and forbidding place they might go aside. The wisdom of the Council ~~was~~ planned to hide the once ~~beautiful~~ beautiful hall behind the rocks, trees and overgrowth of the Evergreen Forest.

When the atoms and molecules slowed the Hall of Wisdom ~~no longer existed.~~ <sup>ceased to exist.</sup> In its place stood the dark, green, crenellated <sup>a</sup> fortress of CASTLE GRAYSKULL. Its craggy towers and black windows looked out upon Eternia. The most striking feature of the castle was the entrance. The portal had the face of a skull. The skull's lower jaw created a jawbridge and anyone wishing to enter had to have immense courage. Behind these walls and within the corridors of Grayskull dwelt the wisdom transformed into the Spirit of Grayskull. The Sorceress remained guarding the castle against all intruders. Zodac's ~~purpose was to~~ <sup>purpose was to</sup> sail the universe, keeping watch over Eternia, <sup>keeping vigilance over</sup> ~~guarding~~ those who believed in virtue and wisdom, but not interfering with the natural course of events. Thus did Castle Grayskull slowly ~~emerge~~

subside out of sight and the minds of all Eternians except as myth and legend.

devices

Some of the ~~inventions~~ created by the old science and magic remained and these were used for transportation and hunting. Only one family had the secret of invention handed down from generation to generation. ~~But~~ they were warned ~~by the Elders and Sorcerers~~ to use the knowledge judiciously until it was needed in defense of Eternia. Each <sup>e</sup>generation had its own MAN-AT-ARMS skilled in the practical and mystical arts of ~~the~~ forge and machine — able to create devices of ~~war~~ as well as those ~~of~~ <sup>OF</sup> ~~peace~~ <sup>PEACE</sup>. ~~They~~ looked, walked and talked like ~~the~~ people. They also knew ~~of~~ the art of creating machines ~~with opening minds~~ ~~of their own~~ able to distinguish between strangers and their rightful owner.

So the centuries passed and Eternia slipped quickly backward to the point where men and women had to work with their backs — pitted against nature. Every ~~now~~ now and then some remnant of sorcery would appear in the guise of a child who still had the power of mind over matter. ~~For~~ fast put a stop ~~to~~ to the child's actions and without exercise, the power disappeared.

Eternia's society, once egalitarian and ruled by a wise council, yearned for a leader, someone to guide them through the troubled times -- back to the halcyon days remembered only in songs and stories sung and told by bards and minstrels. Thus ~~ixzzamextkaxzzaxakexy~~ a king selected by the people from among the wisest on the planet was chosen to rule. His family ~~rxixi~~ reigned for hundreds of years providing leadership, wisdom, gallantry, <sup>and</sup> chivalry.

In another universe an event took place which had become almost prosaic. A space shuttle was about to be launched from the third planet of a minor solar system on the edge of an insignificant galaxy called the Milky Way. The shuttle pilot, MARLENA GLENN, young attractive and a brilliant scientist, donned her space suit, climbed into the pilot seat and waited for her three crewmates to belt in.

The three others loitered in the ready room until the very last minute. EVELYN POWERS, brilliant chemist, physicist and biologist, was insanely jealous of Marlena. Evelyn knew ~~she~~ she should have been named pilot for the mission and carried within her heart an almost fanatical hatred for the person sitting <sup>at</sup> the shuttle's controls. Chief Technician ~~BIFF BEASTMAN~~ BIFF BEASTMAN, resented the whole shuttle program because it relegated ~~xx~~ him to the status of "gofer". Had he known his role in the project he would have ~~stayed~~ <sup>returned</sup>

to his small farm where at least he could rule <sup>despotically</sup> over the animals. ~~The third member of the crew~~ ~~is the~~ ~~Abbed~~ scientist DR. T.E.SCOPE, ~~an~~ inventor of numerous optic devices ~~rounded out the~~ <sup>crew.</sup> After many attempts to get aboard a shuttle, his application <sup>finally</sup> had been accepted. He knew they despised him for his brain and he swore that one day he would get even with all those little people who tried to deny him fame and fortune. The voice of space control rang out calling for them to board the ship.

Many changes had taken place since the early shuttle flights leaped into space piggy-backed to three enormous solid fuel rockets. Now the shuttle taxied down a runway using ordinary jet engines. Once it reached the edge of the stratosphere its own boosters put in flinging the craft into sislunar space where its ion-drive engines took over for the almost speed-of-light trip to the other planets.

As the shuttle rumbled down the runway, the crew and support team could not have known or foreseen <sup>COMING EVENTS,</sup> ~~what was~~ ~~about to happen.~~

The cataclysmic explosion on Infinita had been traveling through the void of space for a thousand years and now it approached the edge of another universe just as the space shuttle's ion engines hummed to life. The craft  
 RIREX

aimed its nose at Europa, one of Jupiter's asteroids.

The flight was uncomplicated and ordinary save for the tension between the crew. With the ion-engines forcing the shuttle to move to the limit of endurable speed, Europa came within view in only a few days. Marlena placed the craft in orbit around the asteroid and the crew plotted the ~~the~~ landing pattern.

Suddenly the shock wave from Infinita tore away at the very fabric of their universe. The space craft spun out of its orbit and the crew slammed against the bulkheads like so many ping-pong balls inside a bottle. ~~Incredibly,~~ the ship cartwheeled toward a rip in space and fell through the interspace void only to reappear in the sky above Eternia.

Marlena staggered to her feet and lurched to the captain's chair. She called out to the others. No one answered and when she looked only the spacesuits remained mute, empty and wrinkled. ~~There was~~ <sup>remained</sup> little time to brood as the shuttle shot into <sup>Eternia</sup> the atmosphere glowing red, ~~xxx~~ yellow and white. She nosed the craft up and bounced off the layer of air slowing the vehicle ~~down~~ for a <sup>smooth</sup> re-entry. Marlena couldn't spot any runways for the shuttle so she aimed the ship at the only clear spot she saw -- a long



meadow in a lush, green valley. The space craft hit the ground, its landing gear crumpled on impact and it sank to its belly skidding, pitching and crashing to a wrenching stop.

Unconscious, Marlana couldn't know the helping hands pulling her out of the wreckage and carrying her to the royal palace of the reigning king of Eternia, the young and handsome RANDOR.

For several days she slept in the palace and each day Randor sat by her bedside and waited for her to wake. All the royal physicians and wizards provided potions and spells in order to insure her well-being and soon color stirred in Marlana's cheeks. On the seventh day her eyes fluttered open and the first sight she saw was Randor's rugged, handsome face. A spark flew between them as he reached out his fingers to touch her hand and they both smiled.

Meanwhile, the other members of the crew found themselves on the charred, misshapen surface of Infinita. The evil power of the planet seeped into their bones causing their true personalities to emerge even as they lay there. Within minutes their physical forms began to change -- more in keeping with the rulers and slaves of Infinita.

Evelyn Powers' jealousy ~~transformed~~ helped transform her knowledge of physics, chemistry and biology as she became the evil sorceress EVIL-LYN, into sorcery for every evil purpose. Biff Beastman's cruel nature spilled on the outside and he became a true BEAST-MAN with a lion's mane, fangs and the power to communicate and command bloodthirsty creatures such as dragons, gorgons, ogres and snakes. Dr. T. E. Scope's transformation ~~was in~~ <sup>changed</sup> ~~as~~ that small, mean man ~~changed~~ into a brute with three eyes called TRI-KLOPS, a man ~~with~~ with three eyes would could see, not only during the day, but in the dark and around corners with his Gammavision. A new vitality soared through their veins as they woke with <sup>their</sup> new bodies to the horrid laughter of Infinita's remaining ruler -- the evil, megalomaniacal, power-mad monster, SKELETOR.

Beneath his hood eyes peered at them from the dark sockets of his skull face and his voice rang hollowly from the recesses of his bony jaws. In his hand he grasped the black, ram-headed HAVOC STAFF. He knew they were the minions he needed to break the Space Portal seal ~~and~~ so he could invade and conquer Eternia. On the other hand Evil-Lyn, Beast-Man and Tri-Klops recognized Skeletor as their device for ~~wreaking~~ wreaking vengeance throughout the universe.

Skeletor led them to his lair beneath the twin peaks of SNAKE MOUNTAIN. Around one of the crags twisted a ~~great~~

terrible carved snake. ~~A~~ <sup>A path</sup> ~~ran~~ <sup>ran</sup> along the snake's back until it reached the fanged mouth. Entrance here entrapped the incautious stranger for once a person stepped into the snake's jaws they snapped shut thrusting the trespasser into an almost inescapable dungeon.

A footbridge connected one mountain with the other where a blood red waterfall cascaded over crags, past blasted trees and murky swamps. Skeletor's chamber hid behind BLOOD FALLS and only he knew its entrance, its traps and snares. The ~~sk~~ lair itself was a dark cavern dripping with venom. In ~~one~~ <sup>one</sup> former, its eyes blazing red, its tail twitching, sat Skeletor's pet and charger, the giant cat PANTHOR. Its ~~purple~~ purple fur glistened as its muscles rippled when it stretched out iron claws from the mighty paws.

Skeletor waved his staff and a charge of energy sprang forth rolling back a huge boulder from one wall uncovering a screen. A wave of his ~~hand~~ <sup>hand</sup> and a picture swam into view-- a picture of Eternia then that of King Randor and Marlena. At the sight of the former captain, the trio snarled and clenched their fists -- and it wasn't lost on Skeletor.

"I see you feel as I do. You'd like to invade Eternia and conquer it. My reasons are simple enough. Infinita can

no longer sustain life. We need Eternia's air and food and I intend to take it by force. ~~Yifx~~ If you are with me we can accomplish our aim. But before we do we must break through ~~of~~ the Space Portal sealed eenturies ago against myx ancestors. Once that's done we'll wipe out that simpering Eternian goodness and our dark powess will reigA over all Eternia -- over all the universe."

King Randor made Marlana his queen and three years later she bore an heir to the throne of Eternia -- a son, PRINCE ADAM. He was handsome and imbued with his mother's ~~z~~ spirit of adventure and his father's courage. As a child he had the run of the palace playing tricks and practical jokes on his teachers and the nobles of the court.

At the ~~same time~~ <sup>moment</sup> Prince Adam ~~was~~ born, MAN-AT-ARMS, the heir to the secrets of weaponry and invention, strode through the Evergreen Forest searching for rare herbs which he used as the base for a special sword-tempering ~~oil~~ coil when he heard a ~~z~~ rushing and flapping sound over his head. A ~~giant~~ shadow crossed the mighty warrior and protector of the palace, ~~and when he~~ looked up he ~~and~~ <sup>and</sup> saw an immense falcon circling overhead. Man-At-Arms crouched behind a tree and waited until the colossal bird settled on a nearby crag. The falcon opened <sup>ed</sup> its ~~xxx~~ curved beak and seemed to call out. Then the warrior heard another voice -- as if

speaking within his mind.

"Man-At-Arms," it cried softly, "come to ZOAR, THE FALCON."

The soldier befted his battleaxe in one hand and unlocked the holster which held his laser gun ~~as~~ as he slowly walked toward the mighty falcon.

"There's no need for weapons. Look into Zoar's eyes," whispered the voice.

Zoar blinked and stared at Man-At-Arms. There, within the black pupils of the bird's eyes he saw the <sup>Sorceress'</sup> image ~~of the Sorceress~~ — the keeper of Castle Grayskull — as she spoke to him.

~~She told the warrior that~~ He had been chosen for a very special mission because ~~he~~ his family ~~for generation~~ ~~kept~~ kept faith with Eternia. When Zoar left the crag he would discover a nest among the rocks and inside that nest would be a child, a girl, who was the Sorceress' daughter. Man-At-Arms was to take the baby and raise her as his very own.

"Train her alongside Prince Adam, brave warrior, as if she were your son. Train them both in the martial arts, in the use of weapons both old and new. Don't spare her

because <sup>f</sup>she's a girl. One day she'll need all the skills ~~you give her.~~ ~~One~~ One more request I make of you. ~~Never~~ <sup>reveal</sup> the identity of her mother. That is something she must find for herself.

Awestruck, Man-At-Arms stood flatfooted and flabbergasted. "Sorceress, what will I call her? What's the child's name?"

"Teela!" said the Sorceress. "Teela!" she said again as Zoar spread its expansive wings and flew off.

Overwhelmed, Man-At-Arms, who had seen and heard many unusual and magical things in his life, stood silent staring at the disappearing shape of the titanic falcon. A cry rose from the rocks and the soldier clambered up to find the baby girl just as he'd been told.

Prince Adam and Teela grew up together under the tutelage of Man-At-Arms. His laboratory was their playground. They romped and fought among the bewildering and astonishing inventions whose secrets had been handed down over the generations. Man-At-Arms created weapons and vehicles of wondrous sophistication. Some of his vehicles rolled along the ground at high ~~xxx~~ speed, but weren't ready for use until he proved they worked properly. Prince Adam often got into trouble by trying out weapons and

ground sleds before he knew how to use them. Many a bruise was dealt him in crashes and crackups ~~quasi~~ <sup>top</sup> Teela took upon him as something of a scatterbrain. Where Teela studied seriously and fervently learned the skills of battle, Adam played, joked and poked ~~x~~fun at his teachers. That's not to say he wasn't a good student. On the contrary, for all his playfulness he received excellent grades, learned to wield a sword, bow and arrow and photon gun.

The better he became the more Teela became angry because she thought this was ~~serious~~ <sup>somber</sup> business. One day Adam would be king and he certainly wasn't acting very royally. King Randor and Queen Marlana cast uneasy eyes over Adam's pranks as well. Time would come, they thought, when he'll put away childish ideas and realize his destiny. But it appeared it might take a very long while. Even Adam's pet, the giant Eternian tiger, CRINGER, seemed ill-suited to a prince of the realm. For all his ferocious looks, the ~~T~~iger was a cowardly cat -- hiding from danger when convenient and satisfied to lie by the fire like an old yellow and black rug.

During these formative years, eyes on Infinita kept watch over the actions on Eternia. Skeletor and his companions ~~xxxxxx~~ lusted and raged at what they saw. Fortunately, the Sorceress ~~xxxx~~ hid from prying eyes

those things which should be secret -- such as Teela's true parentage.

Skeletor, with the help of Evil-Lyn, Beast-Man, Tri-Klops and other heinous characters such as Mer-Man who made his home in the SLIME SWAMP of Infinia, plotted and planned how to break the seal of the Space Portal. Then it happened. The combined power of Skeletor's evil, Evil-Lyn's sorcery and Tri-Klops gammavision began to melt the seal. Slowly the Space Portal opened and Skeletor knew his day had arrived.

That day coincided with Adam's and Teela's eighteenth birthdays -- for they celebrated at the same time. A great feast took place within the palace. Teela sat with her father, Man-At-Arms, ~~while~~ while King Randor and Queen Marlana looked anxiously at the <sup>chamber</sup> door ~~the chamber~~ waiting for Adam's appearance. Musicians, magicians and acrobats entertained the gathered throng with the finale being a mime presented by the great Eternian actor MAN-E-FACES, ~~MAN-E-FACES~~ master of disguise who could look, act and talk like anyone he chose. Finally, Randor spoke to Man-At-Arms in order to find out if he knew ~~where~~ why the prince was late. The warrior-inventor shrugged his armor clad shoulder, but Teela spoke up in a sarcastic voice.



"He's probably out in the fields somewhere playing with that chicken-hearted tiger and trying to impress some girls," she said derisively.

Queen Marlana requested that Teela remind Adam of the celebration and his duty to his people. Teela ~~was~~ <sup>objected</sup> ~~to object~~, but Man-At-Arms' stern glance convinced her to do as she was told.

Skeletor and his band of renegades stood before the portal which now ~~opened~~ opened wide. He relished this moment just before stepping through and onto the surface of Eternia. The others stood behind their master only waiting for the word. Evil-Lyn rubbed her hands with glee while Beast-Man snapped his STUN WHIP in the air. Tri-Klops tried looking through the Space Portal, but even his vision wasn't ~~sharp~~ <sup>sharp</sup> enough to cut through the murky cloud. Mer-Man, still dripping with primordial ooze, ~~he~~ salivated at the thought of new worlds to conquer.

Beast-Man turned to Skeletor and a light blazed in his eyes as he reminded the skelton-faced brute that beneath Eternia's surface dwelt monsters upon which he could call to do his bidding. The monsters had been kept in ~~a deep slumber~~ <sup>confinement</sup> for thousands of years by the combined mind power of the planet's ancients. Once they entered the portal all the

~~XXXXXXXXXX~~

forces of evil would unleash themselves and the dragons, griffins, gorgons, orcs and other foul beasts would be under Beast-Man's subjugation. Skeletor reminded the lion-maned recreant that while those base creatures might be under Beast-Man's influence, Beast-Man remained under Skeletor's power.

Teela almost forcibly dragged Adam back to the festal chamber and all the court rose and cheered the young prince who one day would rule Eternia. He sat between his parents and proposed a toast.

"Friends, all who know me for these eighteen years, I raise a cup to the one who taught me everything ~~and~~ and to whom I owe my strength of arms -- Hail, Man-At-Arms!"

When everyone had drained the first cup, Adam stood once more. "And a toast to one other with whom I've fought, laughed and played. someone who tried and still tried to keep me on the straight and narrow path -- unfortunately, it doesn't work too often. To my best friend, Teela!"

The young woman didn't know whether to acknowledge the toast or throw her cup at the prince. Restrained by her father she settled back. <sup>King Randor</sup> ~~as Man At Arms stood and announced that in his honor of her eighteenth birthday, Teela would~~ ~~announced that in celebration of Teela's~~ ~~birthday and in honor of her~~ <sup>strength and</sup> ~~proven~~ <sup>proven</sup> with weapons she would be named Captain of the Royal Guard.

~~demonstrate her skill with weapons and hand-to-hand combat.~~

*(bowed to the king then)*

Teela leaped to the center of the room. Targets had been mounted on the walls and as swift as a bird, with the strength of a she-lion, she literally shattered each bullseye with ax, laser, halberd and Photon gun. Then she whipped out a quaser and quickly carved the royal signet in the granite wall of the chamber. Next, three of the strongest men in Eternia entered the room and challenged her at one time. Teela darted back and forth lashing out with fists and feet in lightning thrusts until all three adversaries found themselves on their backs from the onslaught.

~~At that very moment,~~ *all of a sudden,* the palace shook as if an earthquake rolled across the land. Everyone ~~stopped what they were doing~~ *paused* and waited for the aftershock, but none came. The king bade the people to continue feasting. Only Man-At-Arms seemed ill at ease and Adam saw it in his eyes.

He tried to speak to his teacher, but the warrior sat as if in a trance. A voice spoke to Man-At-Arms, a voice he hadn't heard in eighteen years. The voice of the Sorceress.

"Man-At-Arms", she whispered in his inner ear, "you, who have been the guardian of Eternia's war secrets, an evil power, greater than any witnessed in all the universe,

threatens our world. You must come to Castle Grayskull with Prince Adam. There can be no delay."

Man-At-Arms turned to Adam and grabbed him by the arm. They ~~xxxxxxx~~ had to leave immediately and no one must know where they are. The look on his teacher's face told Adam more than mere words. He nodded his head and suggested that Man-At-Arms leave first. The prince would join him at the edge of the castle grounds.

During Man-E-Faces' ~~mime~~ <sup>mime</sup> Adam slipped out the side door and ran to Man-At-Arms side. He wanted to know what was going ~~xxxx~~ on and where they were going. Man-At-Arms told him they headed for Castle Grayskull and the prince laughed.

"Castle Grayskull?" questioned Adam, "it doesn't exist. It's part of Eternia's mythology. No one's ever seen it or been able to find it."

An immense shadow passed overhead as Zoar the Falcon skimmed the very treetops. Man-At-Arms pointed skyward. "There's our guide. Don't ask questions."

Far to the north, on the ~~Ice~~ <sup>Ice</sup> Mountains, an avalanche rolled down the slopes. ~~Where~~ <sup>Where</sup> the snow and rock had been high on the crag there now shimmered a hole <sup>e</sup> -- not a cave or

cavern, not part of the mountain, but hovering in space blinked and winked the once sealed Space Portal which had kept the tyrants of Infinita from invading Eternia.

Skel<sup>e</sup>tor, Beast-Man, Evil-Lyn, Tri-Elops and Mer-Man strode from the portal. They stepped out and ~~and~~ fierce winds roared about them. Skeletor stretched out his arms. ~~In one hand~~ he clenched the Havoc Staff and from its ram's head eyes rays poured. Skeletor laughed as the staff quivered in his hands.

~~He said~~ "You can feel it in the very air, that sense of goodness and purity. Oh, I remember the stories my ancestors passed down through the ages. Conquer that spirit of goodness -- whatever it is and I could rule the universe for within it lies all the wisdom of Eternia. Come on, my friends, let's look at our future home." With that he called Panthor and the great purple cat bounded to his side, the green saddle in place. Skeletor mounted the beast and charged off leaving his companions behind.

Man-At-Arms and Adam forged their way deeper and deeper into the Evergreen Forest. Always ahead of them the ~~great~~ falcon slowly glided every now and then, <sup>it</sup> flapped ~~and~~ its immense wings, <sup>Catching</sup> ~~catching~~ the updrafts, spiraling ~~up~~ skyward then ~~defixly~~ drifting <sup>down</sup> in ever-widening circles.

Adam thought Man-At-Arms had ~~lost~~ his wits. Following a bird into the uncharted depths of the forest seemed folly until Man-At-Arms halted his relentless trek and ~~pointed~~ pointed through the great trees. The prince peered through the interlaced branches. Something glimmered green and gray; something ~~solid~~ solid and substantial, but hidden behind the ferns and trees of the Evergreen Forest. ~~Something~~ Something ancient, dark and mysterious loomed ahead ~~of them~~.

The falcon disappeared with a dive into the thicket as the two Eternians stood before an impenetrable wall of tree trunks, branches, ~~leaves~~ and thorn bushes. Adam asked Man-At-Arms how he intended to get through and his teacher unholstered his laser gun. ~~With one blast he could~~ <sup>would</sup> clear the way. Before he drew it out, however, the Sorceress' voice told him to put away his weapon. The trees began to separate as intertwined branches let go of each other and the thorn bushes parted a path. Adam and Master-At-Arms stood rooted to the spot for before them towered the ~~eminence~~ eminence of CASTLE GRAYSKULL.

The castle ~~seemed to grow~~ <sup>glowered</sup> down at them. The immense jawbridge appeared ~~sealed~~ sealed tight after centuries of inactivity. The black tower windows stared at them as if daring them to step closer. Adam thought he must be dreaming for Grayskull was only a story told to children at bedtime yet here was the ancient ~~fortress~~ <sup>fortress</sup> supposedly the ~~guardian~~ <sup>guardian</sup>.

of all Eternia's secrets.

Many times he had heard the gallads and tales that he who possessed Grayskull could have untold wealth and power. Now it was here, in front of him and he was timid before its awesomeness.

Adam's revery snapped ~~when~~ <sup>on</sup> the sound of thunder rolled from the castle and the jawbridge ~~begann~~ descended. Within the entrance to Grayskull stood the figure of a woman holding a golden, serpentine staff which seemed alive. The Sorceress beckoned ~~them~~ ~~to~~ Man-At-Arms and Adam to follow her her inside the edifice. Slowly and carefully they entered and the jawbridge snapped ~~shut~~ closed, shutting out all light. The Sorceress staff provided a ~~lesson~~ <sup>lesson</sup> as the strange trio moved through rock carved corridors and up narrow staircases until they reached a great bolted door. The Sorceress pointed her staff at the entry. The bolts flew back and the door ~~swung~~ swung open <sup>revealing</sup> a chamber which delighted Man-At-~~Arms~~ Arms' eyes.

~~There~~ A myriad of scientific instruments filled the room. Lights blinked from ~~microprocessors~~ <sup>microprocessors</sup> created from the very stuff of the universe. An amorphous shape hovered in the center of the sanctum. The Sorceress addressed the two men. She knew they were curious and wanted to understand what was ~~transpiring~~ transpiring. Man-At-Arms had only been

told that great danger existed. Adam still remained in the dark. She would show them the danger, she said, as she pointed her staff at the cloud and a picture resolved itself. There, at the Space Portal within the Ice Mountains, stood Beast-Man, Evil-Lyn, Tri-Klops and Mer-Man. The picture quivered and now Skeletor appeared with his gruesome, fearful countenance.

The Sorceress proceeded to tell Man-At-Arms and Adam a brief history of Eternia and how Grayskull came into existence. She with~~held~~<sup>held</sup> the story of the Council of Elders for that would be told in its time. Adam asked who this champion would be? Where did he come from? With that the Sorceress looked upon the prince with her stern, dark, wise eyes.

~~"You are Eternia's champion. Only you can save the world and the universe from Skeletor's evil. You shall be the protector of Castle Grayskull and all its wonders."~~

~~Adam rocked back, impressed as he cried out. To do battle against Skeletor and his evil companions would take an individual with immense power and strength. Power and strength more than equal to Skeletor's. The Sorceress peered ~~stared~~ deeply at Adam.~~ She told him there



~~was~~ one who ~~could~~ save Eternia and the universe. Perhaps, in time, he would also rule ~~it~~ as the true Master of the Universe along with others of good heart and true.

Man-At-Arms at last broke his silence. He also wished to know where this champion lived and why hadn't he come forth at once. To this the Sorceress answered:

"He is one among you. The last to be thought ~~of~~ <sup>of</sup> yet the first in many minds."

She raised her serpent staff and out of the very air within the chamber a brilliant light ~~was~~ gathered together into a magnificent sword which gleamed with the soul of a thousand fires.

"Behold the SWORD OF POWER ~~was~~ <sup>created</sup> from the very heart of Castle Grayskull and imbued with the forces of the ancients who once ~~dwelt~~ <sup>dwelt</sup> bodily within its walls at a very different time. Take hold of the sword Man-At-Arms."

The warrior-teacher reached out and grabbed the handle. A knot of pain raced from the weapon through his hand and into his arm. As quickly as ~~it~~ he snatched the sword he ~~dropped~~ let it go. Man-At-Arms had never experienced such excruciating anguish in his life and he had been through battles <sup>of</sup> where swords and lasers and photons left scars as testimony to his bravery.

Adam watched in amazement. ~~fxr~~ Never before had he seen his teacher flinch at anything. "The sword knows its master," intoned the Sorceress. "Adam, take the sword!"

The prince backed off, shaking his head. If it could make Man-At-Arms wary he was no match for this dancing blade. The Sorceress voice poured forth like a trumpet. "Take the sword, Prince Adam!"

With a pounding heart Adam reached out a steady hand ready to retreat in a moment. He didn't have to grasp the hilt for it floated gently into his palm. The grip felt as if it had been molded to his hand. It was light as a feather and seemed to shine brighter as he held it. Adam looked questioningly at the Sorceress. Man-At-Arms backed away from his young pupil as the guardian of Grayskull approached the prince.

"Hear me and hear me well," she said, firmly. "The mastery of the Sword of Power is insignificant to the mastery of yourself and the conquest of evil which even now stands upon Eternia. You, Prince Adam, are heir to all Eternia's wisdom and power, but it shall not come easily for you must earn it by your actions and your actions will be dictated by your heart and your head. You shall go forth and battle the power-mad, Skeletor-- that spawn of a base and vile world where treachery rules. You shall use

your might to defeat his renegade companions who subject themselves to his will for the hope they may rule Eternia by his side."

Standing straight and tall, Adam demanded to know how he, a mere mortal, could accomplish all the things desired by the Sorceress.

"Within you," chanted the ~~keeper~~<sup>keeper</sup> of Grayskull," "is a soul of power and might and truth. The soul of one called HE-MAN." Adam continued looking <sup>(without comprehension upon)</sup> this strange woman of miracles. ~~wit~~<sup>wit</sup>"Raise the sword above your head, Prince Adam." He lifted the blade toward the ~~heavens~~ heavens. "Now call out 'By the power of Grayskull!'"

Adam opened his mouth, but the words ~~couldn't come~~<sup>stuck in his throat</sup> out. Man-At-Arms stepped to Adam's side and prodded his student. Adam ~~cleared his throat and~~ finally shouted the words. A blazing, brilliant, flaring burst of light illuminated the room. Man-At-Arms ~~shut~~<sup>shut</sup> his eyes from the incredible white blast of energy. The prince was obliterated from sight except for the Sword of Power which seemed suspended over the spot where Adam stood.

The light faded and ~~where~~<sup>when</sup> Man-At-Arms opened ~~his~~<sup>his</sup> eyes ~~in place of the prince stood~~<sup>stood in place of the prince</sup> an awesome vision. A man, vaguely resembling ~~the~~ Prince Adam, with mighty ~~power~~

rippling muscles, taller by a head than the prince, with wild ~~skaggy~~ shoulder-length hair, piercing eyes, clad in a battle kilt, <sup>buckles,</sup> ~~shod~~ with leather boots strapped about with supple metal bands and girded by a belt of many pockets, ~~with a buckle emblazoned by the symbol of his power, the~~  
~~HE-MAN~~ This was ~~the~~ champion of Eternia, bearer of all Eternia's virtue.

Cage

He-Man looked down and about himself in amazement ~~for even if he physical changed, the mind remained the prince's.~~ Incredulously he asked the Sorceress what happened <sup>to him</sup> in a voice which boomed with great authority. The Sorceress ~~had~~ told him that his destiny was to drive the evil powers from Eternia, to protect it and ~~the~~ <sup>its</sup> people from Skeletor who wished to rule the universe through the dark powers and to prevent the demon of Infinita from discovering and destroying the secret of Grayskull.

the Sorceress informed him that  
 The Sword of Power had the ~~ability~~ <sup>ability</sup> to cut through almost anything on Eternia as well as ward off magic and sorcery. She held out a ~~buckler which almost vibrated with a life force of its own and as well as a shield made vibrated with a life force of its own.~~ <sup>which almost vibrated with a life force of its own.</sup> ~~of the same strangely alive material. The buckler acted as~~ <sup>the shield could repel</sup> ~~a force shield and~~ <sup>with magic spells and weapons.</sup> ~~prevented He-Man from mortal danger. The Sorceress would hold it for him and when he needed the~~ ~~curse cuirasse~~ ~~it would be available. The shield~~

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he would always have to protect him from the devices of his enemies.

With that, He Man wanted to know what was ~~the~~ the secret. The Sorceress ~~beckoned~~ <sup>beckoned</sup> the mighty warrior to follow her. Man-At-Arms walked behind He-Man, but she stopped him. The ~~secret~~ <sup>Secret</sup> would be He Man's alone for Man-At-Arms was a mere mortal and should not be subjected to the possibility of inadvertant<sup>ly</sup> revealing the mystic power of Grayskull.

Slipping the Sword of Power into his belt, He Man descended into the very bowels of the ~~castle~~ castle. She ~~beckoned~~ Sorceress tapped her staff upon the dark, moss covered stones of the lowest dungeon. The floor dissolved as if made of water and a vapor flowed up and about them as they slowly sank through a star filled chamber where the very walls glowed with an inner light. Then the stones ~~above~~ <sup>above</sup> them became solid once more.

The chamber in which He Man and the Sorceress stood seemed construct<sup>ed</sup> ~~ed~~ entirely of crystal which contained a light of purity and beauty. Within one of the crystal panels pul<sup>s</sup>ated a blue-white orb neither quartz ~~or~~ nor organic. The Sorceress bade He Man listen carefully and he heard voices eman<sup>ating</sup> ~~ating~~ from the pul<sup>s</sup>ing sphere. It wasn't one voice, but multiple sounds -- ~~as~~ <sup>as</sup> of many people speaking at once.

"These are the voices of Eternia's ancient elders," whispered the Sorceress. "Concentrated within that globe all the wisdom of the planet awaits he who shall destroy the purveyors of disaster and redeem the universe. But be warned, He Man, that if Skeletor discovers the secret of Grayskull he will crush it -- for wisdom and virtue are fragile things, indeed. Then all goodness will be wiped out permitting corruption to reign over the galaxies, planets and the stars. This is your challenge!

"Use your strength wisely. As He Man you can run as swift as the arrow flies. ~~With your bare hands~~ You can move and lift thousands of pounds. You have the power of concentration which permits you to to bend steel bars and crush iron <sup>(with your bare hands)</sup> gates. Your wisdom can overcome illusion cast by evil and dark powers. You have one great advantage, He Man, over all Eternia's enemies and that is steadiness of purpose and the knowledge that you fight for right."

"These are the voices of Eternia's ancient Elders,"  
 A whispered the Sorceress. "Concentrated within that globe  
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 virtue are fragile things indeed. Then all goodness  
 will be wiped out permitting corruption to reign over the  
 galaxies, planets and the stars. This is your challenge!"

Man-At-Arms waited for the Sorceress' return. He  
 ruminated what he had seen — or thought <sup>he</sup> saw. Perhaps  
 it had been illusion. To think of Adam as the planet's  
 savior seemed ludicrous, but it was a perfect disguise. Who  
 would ever think that the fun-loving prankster could be a  
 majestic warrior? At that moment, ~~he~~ a hollow laugh  
<sup>rang</sup> ~~rang~~ out and when he peered at the amorphous cloud another  
 picture emerged — Skeletor and his evil compatriots stood  
 at the walls of the ~~the~~ royal palace. With a wave of his  
 Havoc Staff the ~~very~~ iron  
 ram-headed ~~staff~~ bound doors splintered  
 and crashed to the ground. Panthor, with his master astride,  
 padded into the king's ~~own~~ council room. Teela charged  
 the demon, but her weapons were no match for Skeletor's  
 sorcery as the very energy ~~seemed to~~ disappear <sup>all</sup> from her  
 quaser and she was driven back to witness a blinding flash  
~~xxxxxx~~ which locked Randor and Marlana into the

Space/Time Dimension as if they were disembodied souls. Teela knew she had to find her father and escaped with Cringer at her heels.

*In Castle Grayskull,*

Adam entered the chamber to see a white face Man-At-Arms. He told the prince what happened. They had to get <sup>back</sup> to the ~~palace~~ <sup>palace</sup> in order to rescue his mother and father. As they bolted through the jawbridge they saw the Sorceress standing atop one of the parapets.

"It begins now!" she called.

As Man-At-Arms and ~~Adam~~ Adam raced through the Evergreen Forest, the teacher asked the prince if he had dreamed all that occurred. With that question Adam drew the sword from its scabbard, ~~and~~ <sup>the blade flashed</sup> cried "by the Power of Grayskull!", and the transformation took place without a break in stride. ~~xxxxxxx~~ Man-At-Arms knew the vision had been no dream.

The blaze ~~xxxxxx~~ from the sword shot upward, glanced off the bright, snow-capped peaks of the Ice Mountains and caromed back to earth where it struck Cringer running at Teela's heels. The cat stumbled with a dazed look on his feline face and underwent a phenomenal metamorphosis. The cowardly cat grew huge and muscular. His color changed to green with yellow stripes girded with saddle and helmet and snarling for a fight. With great leaps BATTLE CAT loomed through the forest heading for his master, He Man.



Man-At-Arms was the first to see the gigantic beast and he drew his laser gun only to have his hand stayed by He Man. The champion told the warrior this was Battle Cat, the Sorceress' answer to Skeletor's Panthor. He leaped upon the animal pulling Man-At-Arms with him and they careened toward the palace. Battle Cat's transfiguration not only gave him bravery and strength, but the power of speech and he growled that Teela had escaped from the palace and headed their way. He Man gave the steed his head.

The armor-clad cat unerringly aimed for Te<sup>e</sup>la and when their paths crossed the Captain of the Guard veered back with sword in hand. Man-At-Arms jumped from the cat's back surprising Teela with his sudden appearance on that apparition. Explanations could wait, he informed her, they had to rescue the king and queen and free the palace from ~~by~~ Skeletor's dominion. He Man reached down and with an easy lift propelled Teela onto Battle-Cat's back along with her father. The woman grasped the champion about the waist as the animal almost soared through the trees.

Skeletor rampaged through the palace chortling with fanatic glee. Randor and Marlana, locked in the Space/Time Dimension, could only hear ~~Tom~~ and Skeletor knew it taunting them with his demonic desire to conquer Eternia, learn its secrets and rule the universe through

40

havoc, rage, desolation and destruction.

In their own way, Evil-Lyn, Beast-Man and Tri-Klops relished their dominion over Marlana. Without telling her who they had once been, they tortured the queen with their knowledge of her past life and their eagerness to get her dissolute son, Adam, in thier grasp. They'd teach him the ways of Infinita and watch the king and queen squirm <sup>with</sup> ~~in~~ anguish.

He Man, Man-At-Arms, Teela and Battle Cat moved carefully toward the palace. No guards watched the destroyed entrance or stood upon the towers. The once bright and happy mansion reeked with a fetid odor -- the smell of Infinita. Teela warned He Man of Skeletor's magic and the paladin smiled confidently.

First they had to get rid of Skeletor's companions and since Evil-Lyn was also a sorceress she might be difficult so ~~subterfuge~~ <sup>the day</sup> subterfuge was the order of ~~the day~~. Battle Cat would make a frontal assault leading Beast-Man away from the palace while Teela enticed the three-eyed terror from his post. Man-At-Arms would force Evil-Lyn into a wild goose chase permitting He Man's confrontation with Skeletor. He trusted his buckler, shield and sword would work. At least it ~~would~~ provided a good testing ground.

Battle ~~the~~ Cat roared into the palace and, just as He Man predicted, Beast-Man charged after the cat snapping and cracking his Stun Whip thinking that he could control the ~~giant~~ giant tiger.

Teela encountered Tri-Klops, but not before his ~~gamma~~ vision picked her out as he came around a corner. His power mace whistled through the air, but Teela leaped out of the way, wrested a staff from the wall and Tri-Klops found himself in a battle with one of the strongest, most agile, cunning warriors on Eternia.

Man-At-Arms needed all the skill at his command when he encountered Evil-Lyn and Mer-Man. Her fierce sorcery could render a man into a charred ash. Unfortunately, her wild, intemperate nature prevented Evil-Lyn from living up to her potential. Man-At-Arms' armor protected him from the onslaught of energy darts, lightning bolts and fire balls. And Evil-Lyn wasn't helped by a cowardly Mer-Man who ran at the first opportunity. Using his own lasers and photon guns he countered her wizardry with science as they careened through the ~~palace~~ <sup>passage</sup>.

~~Through the great estate~~ Randor's and Marlana's cries echoed through the great estate and He Man shuddered ~~at~~ <sup>at</sup> the thought of their capture by Skeletor. Bursting ~~xxx~~ through one door after another he hunted the bony-faced terror. A

clap of thunder broke before the champion and there stood Skeletor, his Havoc Staff held before him. The vicious devil had never seen such a person before — one who dared challenge his destructive powers. He Man strode forward and demanded Skeletor release his prisoners. His answer was a flash of fire enveloping He Man, ~~the~~ <sup>The</sup> ~~fiery~~ <sup>fiery</sup> fighter concentrated his energy and the fiery illusion disappeared. ~~waved his shield and sword whipping up a wind which~~

~~emanated out~~ He ~~to~~ charged headlong toward the demon. Bolts of force flared forth from Skeletor only to be warded off by He Man's weapons. Then Skeletor summoned up a phalanx of ghastly creatures from the depths of hell. Harpies and hags, gargoyles and goblins, spectres and quasits with fangs, ~~scales~~ <sup>spines</sup>, barbs and claws formed a shield between the hero and villain. Although his ~~shield and sword~~ <sup>shield and sword</sup> prevented him from mortal wounds he felt their hot, ~~expansive~~ <sup>expansive</sup> repulsive breath upon his face; their claws and fangs tearing at him; the utter miasma of their malodorous bodies surrounding him while he ~~was~~ tore through the creatures.

Skeletor raised his Havoc Staff, but not before He Man retrieved a razor-edge Whizzer from his belt and ~~threw~~ <sup>propelled</sup> it ~~slaying~~ at the staff slashing it from Skeletor's hand. ~~Expansive~~ The magic shield before him he dived forward slamming the skeleton-faced brute against a wall and warning him to release Randor and Marlana or all the power of Grayskull would destroy him.

Skeletor had never faced such a foe as He Man before and released control of the king and queen. They reappeared and He Man ran to their side allowing Skeletor to escape through the Space Portal to Infinita and the relative safety of Snake Mountain.

The palace rejoiced and accolades were rained upon He Man, champion and defender of Eternia. However, he didn't wait for the honors. This new knight-errant swiftly flew from the palace and in ~~ix~~ his place came Prince Adam, the boy who loved to play and never seemed to grow up.

Our story doesn't end here, it only begins. Adam/ He Man must ~~stay~~ always stay vigilant against the forces of evil forged by the demonic hand of Skeletor. The ruler of Infinita realizes that within Castle Grayskull resides, not only He Man's power, but the secret to ruling the universe. He doesn't know its true nature and He Man must prevent Skeletor from finding out.

~~Skeletor will call up a wicked arsenal of wizardry, sorcery, beasts and madmen and women in his quest to destroy all that's good on Eternia.~~

~~He Man has the help of tried and true friends in Man-At-Arms, Teela and Battle Cat. Man-At-Arms inventions will prove invaluable to the conquest of evil as He Man's needs ~~xxxxxxxxxxxxxxxx~~~~

He Man has the help of tried and true friends in Man-At-Arms, Teela and Battle Cat. Along the way, others join forces with He Man. Fighters for justice such as:

GORPO\* - a tiny, mystical alien who dropped in quite unexpectedly from another dimension and made himself at home in the royal palace. Gorpo doesn't usually walk, instead he floats a couple of feet off the ground. His amusing tricks and quick wit <sup>entertained</sup> ~~amused~~ the king and queen who decreed the alien to be the official Magical Jester-in-Residence. Unfortunately, Gorpo's magic doesn't always work as well as it should. Gorpo has a hard ~~time~~ enough time just pulling a rabbit from a helmet or making an egg materialize. The rabbit inevitably gets loose and sends Cringer up a tree. And the egg may materialize in Man-At-Arms' pocket -- broken. Because he's always popping up <sup>at</sup> odd place, Gorpo discovers Adam's other persona and is sworn to <sup>loyal</sup> secrecy by the Sorceress.

STRATOS - feathered hero of the skyways and leader of ~~the~~ Avion, situated high among the peaks of the Mystic Mountains, where his people and family dwell. Stratos wife, DELORA, is a human from the fertile ~~land~~ lands ~~and children~~ near the ~~royal~~ royal palace. Stratos became He Man's lifelong friend when the champion of Eternia saved Avion from Skeletor's vengeance. His aerial acrobatics create discord among Skeletor's ~~many~~ minions and he uses his agility in the air to help He Man in ~~his~~ constant fight against evil.

RAM MAN - the bullet-headed, armor-plated fighter's greatest ~~asset~~ asset is his ability to ram down any object that gets in his or He Man's way. Ram Man's a bit of a klutz who often stumbles over solutions without ~~being~~ any awareness that he's done so - ~~thus~~ <sup>helping</sup> He Man uncover plots, ~~get~~ ~~such~~ ~~situations~~ and solve ~~some~~ some of Eternia's more enigmatic mysteries.

MAN-E-FACES - Eternia's most distinguished actor ~~and~~ a master of disguise who can, in an instant transform himself into anyone -- or anything. He'd like nothing better ~~than~~ ~~to~~ ~~perform~~ ~~his~~ ~~tricks~~

45

than to perform on the stage, but since Skeletor's coming he places himself at He Man's command whenever his unique skills are required. Man-E-Faces has one disguise which he uses infrequently -- he becomes a raging beast, but only against the enemies of Eternia.

LIZARD MAN\* - moves quietly, quickly and has the agility of his namesake. He ~~can~~ climb perpendicular walls and his tough lizard skin provides protection against most of his enemies. Liz has one drawback -- every year he molts and becomes vulnerable to attack and completely useless to anyone.

SPY MAN\*- an able fighter, ~~xxxx~~ he has the ability to literally ~~ex~~ periscope his neck above ~~xxxxxx~~ obstacles in order to survey the landscape. This trait comes in handy when he's with He Man and they have to know ~~where~~ the enemy's location.

Q BUGOFF\*- part man, part beetle, but with high-tech wings, ~~is~~ flies swiftly and fast. His sword and lance are his stingers. Bugoff's beetle-like armor protects him from many dangers including some of the laser ~~Weapons~~ of Skeletor and his crew.

\* These names are not set yet and may change.





It obeys only He Man's commands. If one of the villains attempts to ride the Attack Trak, it bucks and rears like a bronco with a burr under its saddle. Anyone <sup>trying</sup> ~~tries~~ to steal the machine ~~will find it impossible to do so~~ finds ~~it~~ feet a much more reliable mode of transportation.

TALON FIGHTER - this winged flying vehicle carries two passengers and is able to execute death-defying aerial acrobatics. Equipped with a special bombpack under its belly, He Man can call the fighter when its needed. Its resting place is atop a far peak called PT. DREAD which materializes whenever the Talon Fighter comes to rest. Only He Man has the physical fortitude and strength of will to control it. The flying machine goes out of control unless He Man's in command.

TRI TRAK - a three-wheeled motorcycle which He Man uses whenever he needs a fast ground transport. Tri Trak ~~can~~ travels most of the places the Attack Trak goes only much faster. The motorcycle bears two very deadly photon ~~beam~~ machine guns.

ROTON - when this vehicle's in the fight, ~~the~~ He Man's enemies scatter, literally. ~~The~~ He Man rides atop the round vehicle which has a swiftly moving buzzsaw zipping around its center. Instead of blades, the ~~blade~~

buzzsaw's blunted, club-like appendages sweep away anything or anyone in the way.

What of Skeletor's company? He'll call up a wicked arsenal of wizardry, sorcery, beasts and creatures in his quest to destroy all that's good on Eternia.

Some of his Renegades of Revenge are:

TRAP JAW - part human, part robot, he's a fearsome criminal ~~who~~ stranded on Infinita and fallen under the command of Skeletor. Trap Jaw has a removable artificial arm which can be replaced by a laser blaster, hook<sup>d</sup> sword or other devices of evil. ~~xxxx~~ Sometimes he isn't fast enough to make the change and the He Man or his friends get the better of the vicious criminal. His jaw is <sup>a</sup> hideous steel trap which can chew through almost anything and ~~he's~~ is totally evil and ~~villainous~~ villainous.

FAKER - looks exactly like He Man, but he's an android created by Skeletor's evil science. Skeletor ~~tried to use~~ Faker in order to gain the confidence of He Man's friends, thus making it easier for the skull-faced demon to wreak his havoc on Eternia. Faker can be outwitted by having his microprocessors fouled up. His machinery is hidden beneath ~~his~~ <sup>a removable and</sup> breastplate ~~the~~ ~~mechanism~~ The android must be serviced regularly or he acts up.



50.

GRINDER\* - a four-wheeled vehicle capable of ~~crushing~~ <sup>crushing</sup> anything in its path to a pulp. Beast-Man loves this machine because of its cruel, insensitive nature.

These than, are the forces of good and evil at work in that ~~galaxy~~ far solar system where ~~magic~~ demons, demi-gods, heroes and champions battle. Where He Man fights ~~the~~ never-ending war to wipe out evil from Eternia and insure that goodness, purity and virtue reign supreme throughout the universe.

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\*These names are not set and may change.