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This fic is a reimagining of the episode Super Power Potion

Who Stands for Heroes?

By Knight Writer

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"Finally," Vultureman said as the first rays of the sun grew, bathing his laboratory in crimson light. "It's ready!" He stared at the vial of emerald fluid, his mind awhirl with possibilities.

Performance enhancing drugs had been a huge flield of research back on Plun-Darr, using various types and dosages of steroids to produce Mutant super-soldiers. Despite the intellects and resources directed into such research, every experiment had failed miserably.

"To think," Vultreman said as he pored over the results of his experiments yet again, "that the answer would be found on Third Earth." He glanced at the collection of emerald rocks which lined the shelves of the west wall of his laboratory. He let his gaze linger over the samples of what Third Earthers called meteor rocks with just a trace of awe. The primitives had no clue to the true potential of what these strange speaceborne minerals could do!

"Seventeen years ago," he muttered as the concoction cooled and Vultreman prepared the hypodermic. "They fell on this planet not long ago. The lack of scientific knowledge on Third Earth must be the cause of such weak understanding of this mineral."

And what a mineral it is! he thought, glancing at the samples of meteor rock which rested beneath a glass partition. Radioactive, yet unable to emanate energy through most substances. Yet, that radioactivity had such potential for Mutant enhancement! Over the past months, Vultureman's experiments with the meteor rocks had revealed its properties for mutation. And now...

"This will make me invincible," he whispered as he prepared the hypodermic. All that research, all the experiments had led to the vial of green fluid which he prepared to inject into his left arm. Without a trace of hesitation, Vultureman prepped the hypo and slammed the plunger once the needle hit a vein.

The pain was instant and exruciating as the formula of stimulants and meteor rock flooded into his bloodstream. Vultureman curled into a tight ball with a whimpered cry as the concoction began its insidious work. Fire raced across ever nerve and through every blood vessel as the fluid changed him, leaving Vultureman convulsing on the floor in its wake. Blackness encroached on his vision, consciousness fading as the hellish cocktail took hold.

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"Oh, no..." Jaga muttered as he watched the events unfolding in the Mortal Plane.

"I knew it would come to this," his companion said as he came alongside. "Are you certain?"

"I have visited him many times since his self-imposed exile," Jaga replied. "I only hope I can convince him to help."

"I do as well," the other spirit said gravely. "If not, your ThunderCats are doomed."

"And not only them," Jaga replied. "In any case, the damage is done."

"You must convince him. He is their only hope."

"I shall do all in my power, my friend."

"I knew you would." With that, the other spirit faded as time on the Mortal Plane sprinted forward.

"Gods above, do not let me fail," Jaga prayed as he began his descent into the mortal world.

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"Uuuggghh..." Vultureman croaked as he rose from the floor of his lab. "Ohhh... What happened?" Everything felt different, somehow, muted as though some celestial force had turned down the intensity of the various sensations to be had about him. Or, on the reverse of that, had cranked up the threshold of his nerves to a level past anything Vultureman could comprehend.

The day, he recalled, had broken warm and by now should have been a scorcher in high summer on Third Earth. Instead, the heat and moisture was just... *there*. Nagging at the edges of his awareness, a presence which more or less failed to bother him as much as conditions this time of year should.

He rose from the floor, clutching the edge of his workbench for lift, and heard a distinct crunch as he gained his feet. Vultureman, puzzled, glanced at the spot where his taloned hand grasped the granite surface and nearly did a double-take.

Did I just....? He found himself staring at the cracks in the smooth stone, reminiscent of a spider's web, around the indentations made by his own fingers. I did that? he thought, stunned at the notion. For several seconds, Vultureman's gaze flickered from the cracks on his workbench to the left hand which made them, as if it were some alien appendage someone had attached to his arm rather than the one he'd been born with. A giddy sensation began to bubble up from his stomach, rising into his chest and slamming into his brain like a rocket where it exploded in a nova of insane joy.

"IT WORKED!!!" he cawed triumphantly, bringing his fist down onto his workbench. The granite, easily four inches thick, exploded in a shower of jagged shards as the outer edges of it hit the floor with a solid thud. Mad with glee, he then rammed his fist into a nearby wall. The sight of his arm elbow-deep in the roughly cut stone sent a paroxysm of pleasure throughout the Mutant's body. He wrested himself free of the wall with a lunatic cackle.

Every cell in my body is exploding with *POWER*! he thought, his stride growing more and more sure with each step taken. The super-power serum, it seemed, had worked better than he could have hoped!

"Still a matter of control, though," he muttered after opening the door to his laboratory only to find that he'd torn the study oaken barrier clean from its iron hinges. He released the latch, unsurprised to find it crushed to a misshapen mess. "Oh, well, it doesn't matter. It's not as though the ThunderCats are gonna survive past sundown, anyway!"

"What'ssss all the noissse!" Slythe's hissing, gravelly voice demanded as the Reptillian rounded the corner to Vultureman's right. Monkian and Jackalman, he saw were just behind their so-called leader. Vultureman surveyed them with disdain. What use were they to him now?

"Trying to build a better mousetrap?" Monkian asked with a sneer. "Or maybe a girlfriend?" the Simian and the Scavenger both began to snicker at Monkian's attempt at wit.

"Cram it, shiteater," Vultureman snapped. "At least I don't have a collection of images featuring a certain bathing Warrior Maiden. Willa would castrate you if she knew about it!"

"You shut your cakehole!" Monkian cried, aghast.

"Anyway, if you must know," Vultureman began, chest swelling with pride, "I have just transcended the Mutant state."

"You what?!" Jackalman asked, cringing as usual. Filthy worm.

"To put it in terms you can grasp," he said, energy rushing throughout his body and his perceptions seeming to reach the outer solar system the way really primo Plun-Darr Marching Powder did, "I have gone beyond the limitations of Mutantkind." The next words from his beak felt like the rest of him; oh so GOOD!!! "I have become a god!" Vultureman's eye began to twitch in irritation as the Mutants (insects, insignificant worms) first snickered then lauged out loud.

"Is that right?" Slythe howled in the grip of hilarity. "So, do we bow or do we curtsy?"

"Neither," Vultureman replied, closing in on the guffawing Reptillian. Without further comment he planted his hand firmly into Slythe's chest and shoved. He used more force than intended, but he found himself not caring as the Reptillian soared backward down the corridor in the manner of a rocket before smashing through a wooden doorway at the end. Monkian and Jackalman

gaped openly at him, their good humor suddenly forgotten. "Maybe he's still alive," Vultureman said languidly. What did *he* care? "Maybe not. It doesn't matter anymore. Not to me."

"Wh... What would you have us do?" Monkian asked, his voice choked and wavering.

"Stay out of my way." Vultureman turned and the walls around him became an indistinct blur as he ran for the entrance to Castle Plun-Darr faster than the very wind.

"What..." Jackalman began. "What in the blue *fuck* was that?"

"Whatever Vultureman's done to himself," Monkian replied, "it's got some kick!"

"Do you think Slythe's dead?"

"Makes no difference to me, just so long as I don't end up on the wrong end of a hit like that!"

"I'll look through Vultureman's lab," Jackalman said. "You go see if Slythe's still alive."

"If he's not, I won't mourn him," Monkian spat.

"If he is, don't finish what Vultureman started. We need all the help we can get if we want to find out what he's done. And how to do it for ourselves."

"Hoo-HOO!"

AMAZING!! Vultureman thought once he emerged into the new day. From his lab to the grounds of Castle Plun-Darr in... what? A second? Two, maybe?

I'm as fast as Cheetara, now. Maybe even faster!

The plan began to form, and Vultureman's eyes widened slightly. Unknown to those lower life-forms he was once like, he had a few covert laboratories set up in out-of-the-way spots on Third Earth. It was in one of these, in fact, that his research into the mysteries of the meteor rocks had begun. He hadn't used it in several weeks, preferring to finish the project in his better-equipped lab at the castle.

"Looks like it's time to dust that place off again," he muttered to himself. However, first things first...

Vultureman began to concentrate, testing the sharpness of his new senses, and recoiled slightly at the crashing waves of noise which assaulted his recessed ears. He focused, tuning out animal noises, flowing water, rustling leaves, engine?

ThunderTank, he realized, honing his hearing to bring him only that. And two voices...

(Here you are, Tygra.)

(Thanks for the lift, Panthro. I'll call in a few hours.)

(Don't have *too* much fun out here.)

(We need these soil samples. Once...)

Vultureman ignored the rest. He knew where to find two of them. By the time he got there, after a trip to his hidden lab, Panthro would be gone and Tygra would be his.

"Gotta start somewhere," Vultureman said before rushing off.

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The sunshine was glorious, if a tad warm for Tygra's liking. He knelt in the meadow, feeling the wild grasses crushing against his legs and the lack of a breeze while he secured a sample of thick black loam from the earth. Its scent was rich, absolutely chock full of nutrients. And another small green stone.

Tygra had noticed them several months back, thinking that they were like no stone he'd ever seen. Not emerald, and certainly not jade, but some form of xenomaterial which somehow didn't seem native to Third Earth. The locals he'd asked about them, from the Wollos to the Berbils and even the Warrior Maidens, all claimed that the rocks were harmless and had confirmed his suspicions about the stones not being native to this planet when they all related stories of a great meteor shower which had slammed into Third Earth some seventeen years previous.

Tygra, however, had not been so sure that the rocks were as harmless as the locals believed, and in his lab he had been proven right. The results of his past week of experimentation had been nothing short of alarming. The meteor rocks were dangerous.

VERY dangerous.

And in the wrong hands, Mutant hands, they could cause untold havoc...

"What was that?" Tense and suddenly alert, Tygra cast his gaze about the meadow, bouncing from the treeline to the large jagged boulder situated to his right, seeing nothing but feeling watched. He readied his bolo whip, rising from his knees and...

"Doing your own meteor rock research?" Tyrgra whirled to find Vultureman examining one of his samples with a critical eye. "Too bad you're so far behind me in the field, ThunderCat."

"What are you talking about, Mutant?!" Though his voice was calm, his thoughts were racing. He had hoped to find ways of neutralizing the stones, of finding effective countermeasures for whatever the Mutants could use those alien rocks to create. And now, he knew, he was too late.

"Don't play dumb with me," Vultureman crowed. "You wouldn't be collecting these pretty little stones for no reason. Thinking of making weapons, are you?"

"That's something *your* ilk would do."

"No, that's something *I* have *DONE*!" Vultureman began to cackle with glee, and Tygra braced himself for whatever new weapon the crackpot inventor had cobbled together. His eyes locked with the Mutant's and the slight emerald glow of the irises drove home exactly what Vultureman had done.

"You're... *insane*!" Tygra bellowed, unable to believe what he was seeing. "You actually experimented on yourself with these?"

"And let me tell you," Vultureman returned, "it was a complete success! Since you're also interested in what these darling rocks can do, you'll be my first test subject!"

"We'll see about that! Or rather, we won't see!" The whip encircled him, bending light and hiding him from view.

Nice try, Vultureman thought as he focused his vision. The world became as an x-ray, showing pebbles and larger stones beneath the earth and the skeletal form of Tygra circling him warily. Miserable failure, but nice try.

"Peek-a-boo, I see you," Vultureman cooed before dashing over to the not-so-invisible ThunderCat and clamping his right hand over Tygra's throat. He weighed so little, he noticed as he hoisted the Thunderian into the air and lightly squeezed his airway shut. With his free hand, Vultureman tore the bolo whip away from Tygra's body, bringing him back into normal view.

"Gggghhhhkkk.... Grkhhaa..."

"So well spoken, you are." With a casual wave, Vultureman cast Tygra aside with enough force to sail him nearly across the width of the meadow.

Tygra came to a hard landing despite the soft grasses of the meadow. Along with the pain in his back and throat was a burning line of torment along one arm. As he pushed himself up, he noticed a long thin cut along his left arm from where he had scraped the boulder in the field.

Have to get away, Tygra thought as he regained his feet. That loon's done something to himself, something to do with meteor rocks, and now he's...

Tygra was hardly aware of the rush of wind before Vultureman's hand clamped down on the back of his head. Hard.

"I'm not going to kill you," his taunting voice said from behind, "not yet, anyway. I haven't figured out how. Either way, none of the ThunderCats are going to see tomorrow's sunrise." Helpless, Tygra's feet left the earth as he sailed face-first toward the boulder he had been cut with earlier. Desperate, he had just enough time to shield his face before slamming into it and the blackness descended.

Too easy, Vultureman thought as he strode over to the unconscious Tygra, hardly satisfying at all! Be that as it may, it's still one ThunderCat down, five to go. He slung the limp Tygra over his shoulder and shot into the trees to where he had hidden the supplies he'd brought from his shop. Several lengths of chain, and a small round remote bomb.

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"MMM-HMMM! Wonderful!" Cheetara said as she slowed to a casual stroll at the end of her daily run. The sun had risen higher as she'd raced across the barren fields of rock at the base of the mountain ridge to the west of Cat's Lair. Beginning her day with a good sprint never failed to put her in a good mood, legs tingling and endorphins elevating her into a state of calm euphoria. The feeling of not chasing the wind, not racing it, but leaving it in the dust was one of the highlights of her day.

She gazed about the flat vista, knowing every detail by heart. Out here, there were no trees to dodge, nothing to make her adjust course and lose speed. In this place above all on Third Earth, she could go flat-out without worry. It wasn't much on pleasant views, but that one aspect of this area was why it was so special to her. Now, to head back to...

"What do *you* want?" she snarled, staff at the ready. Vultureman stood before her, arms crossed and a smug look on his face. How the hell did he sneak up on me like that? Cheetara asked herself as she stared the Mutant down.

"You," he replied simply. "Or, to be more accurate, to challenge you."

"I'm right here," she said, twirling her staff and already imagining it firmly upside Vultureman's head and reminding him of the way the cat-and-bird thing was supposed to work.

"Oh, put that away, sweetheart," Vultureman said with a chuckle and a wave of his hand. "You won't need it."

"Don't call me that!" Cheetara snapped, offended.

"What, you don't like pet names? Fine, why don't we stick with plan old 'Bitch'?"

"From you, that's actually a little better."

"It fits you better, too. Now, put the toy away. I'm not here to fight."

"I'll put up my staff once I'm done hitting you with it." To her surprise, Vultureman began to laugh, as though she'd just delivered the punchline to a really good joke.

"You'll be too busy running to do much in the way of fighting," he replied, still chortling. Despite herself, Cheetara was beginning to feel a little unnerved. Something was different about the Mutant, something fundamental. Something downright *dangerous*. More than his attitude of casual cockiness, something she could feel as though it were tickling her sixth sense.

"I will never run from you," she said coldly, a strange sense of foreboding looming above her. Suddenly, she was certain that there were depths to this growing situation that she could see only in vague, things which evaporated before her direct gaze could capture them.

"Not from me," Vultureman said, uncrossing his arms and pointing to her, "with me. A race." At that moment, the foreboding and dread vanished like morning fog as the laughter bubbled up inside and burst into the day. Cheetara laughed long and lound, until her sides hurt and tears were welling in her lovely eyes.

"A race? You? Me? HAHAHAHA!!! Have... Have you taken a giant step away from your good senses?!"

"Not at all, Cheetara. I've always wondered just how fast you really are, and today I intend to find out."

"Get to the point, Vultureman," she snarled, her momentary good humor replaced with impatient anger. And that same damned sense of looming dread. Her sixth sense, while untrained and a little unpredictable, was never wrong and it was warning her in a low yet insistent way that something was horribly amiss. No, not amiss. Just plain *wrong*.

"Will you race me? Will you show me your speed?" Something in his tone, his very words, posture, damnit EVERYTHING seemed off-kilter even for him. Especially the gleam in his eyes.

Green? His eyes aren't green. I've stared him down enough times to know that. What the hell...?

"No," she stated simply. If he wanted a race, she wouldn't give it to him. He had to have some nasty tricks in store if he was willing to commit to such an outwardly ludicrous endeavor.

"I thought you might say that," Vultureman said before heaving a weary sigh. "Good thing I brought along an incentive package." Casually, he reached behind a large boulder to his left and heaved something she instantly recognized from behind it to land between them.

"TYGRA!" she shouted in shock at the sight of him. His arms were bound behind him, lengths of chains about his torso, legs, and ankles. He was unconscious, scraped and bloodied, bruises forming an ugly purple along what she could see of his arms. He looked as if a gang had worked him over, and Cheetara's blood began to boil at the sight. "What have you freaks done to him?!" she roared.

"This was *my* handiwork," Vultureman said, his voice haughty, "and I'd thank you not to associate me with those lesser life forms. I am an entirely new being!"

"How nice for you. Now, release him!!"

"I will, if you win."

"Or, you will when I'm done..."

"Idiot, don't you see what's blinking away on his chest?" Briefly, Cheetara glanced at the round disk secured to Tygra's chest, at its tiny blinking lights. Though she was not an engineer, she recognized the device for what it had to be.

"Bastard," she spat as Vultureman held up a small remote detonator.

"It's not much, but easily enough to blow his heart out of his back. So, about that race?" Cheetara bit back an angry tide of vitriol, felt it clogging her throat.

"Name your terms," she managed. Though Vultureman's skills as an engineer were nowhere near that of Panthro's, when his devices worked they did so with catastrophic effect. The bomb on Tygra's chest might be a dud, yet it might not. The best odds were fifty/fifty, and those were just not good enough with Tygra's life on the line.

"That's better," Vultureman nearly cooed and Cheetara felt her gorge try to rise. "See that outcropping?" He pointed over her left shoulder to a jagged spire of rock some miles distant, and her concern grew. It was a good stretch, and she had used up most of her speed on her run earlier. It was within her remaining distance, yet barely.

"I see it," she replied, wondering just what Vultureman was hoping to accomplish. Traps along the way, she thought. That has to be it.

"The first one there wins."

"I know how a race works, buzzard."

"Watch your mouth, bitch," Vultureman warned, his voice going far lower than she had ever heard it. "Now," he said, disturbingly amiable once more, "if you reach it first, I set Tygra free and go on my merry way."

"Fine." As if I believe that, she thought. Vultureman stared at her, expectant. Cheetara remained silent, refusing to pander to him in the slightest.

"If I win," he said, realizing she would not prompt him, "you surrender to me."

"No way."

"Just who do you think is holding the detonator?" Vultureman asked languidly, raising the hand which held the offensive thing. "You refuse, I kill him. You lose, then refuse to give yourself up, I kill him. Don't think that rock is out of this detonator's range. Not by a longshot."

"Very well." Her words were clipped, anger burning brightly within as she assumed a ready stance. If Vultureman wanted a race, she'd give him one he'd never forget!

"On my mark! Ready! Set!" The silence stretched in the growing heat of the day, Cheetara's muscles tingling with tension and rage. "GO!"

She tore off with every ounce of thrust she had, the landscape blurring as she rocketed forward. Whatever traps he had in store, Cheetara had no choice but hope she could spot them in time to dodge. After the first mile, with her legs beginning to cramp, nothing had come up. A quick glance to her left, however, nearly made her break stride.

Vultureman was there, legs pistoning as fast as hers, and keeping pace with what looked to be almost no effort.

What the hell? she thought before demanding even more from her body. There was no way, no *WAY*, Vultureman could be keeping up with her. NONE! Yet there he was, matching her stride as though it was perfectly natural.

This is the trap, she realized too late as her legs slowed with the bottom of her reserves reached only a mile away from the finish line. He knew I wouldn't expect... Cheetara cut off that train of thought, forcing every ounce of spare energy into her madly pumping legs. She had to win this race! She HAD TO!!

Her speed, after a valiant struggle, finally gave out two hundred maddening yards from the outcropping and ended in an overwhelming yet unbelievable victory for the Mutant. She finished eight agonizing seconds behind him with legs that felt like twin knots of burning agony and a heart that sank like a stone cast into a pond.

"Looks like I win," he said smugly as she panted for breath. How? she asked herself. How could something like this happen? Who could even conceive it? "Remember your word, ThunderCat," the Mutant said. "It's your bond, after all." She looked up to see him holding a pair of shackles joined by an extremely short chain. "Lose the gauntlet."

She wanted to refuse, to suggest that he have carnal relations with himself or possibly his mother. But, to do so would put Tygra's life in grave peril if not sacrifice it outright. As such, she swallowed her wounded pride and obliged. The gauntlet bearing her dormant staff landed well away from Vultureman, however. Be damned if she'd cast her weapon at his feet. He seemed not to care, leering at her in a way that made her sick in her heart, soul, and stomach.

"Walk to me, and turn around." She obliged once more, her face burning with exertion and humiliation, turning about on reaching him. Cheetara breathed a frustrated sigh as her arms were wrenched behind her and the shackles applied far too tightly for comfort. She expected as much.

"You will *NOT* get away with this," she snarled as her wrists were secured.

"On the contrary, I'm pretty sure I will." With that, she felt a harsh impact between her shoulders that sent her sprawling to the dirt before Vultureman began to wrap lengths of what felt like solid steel about her legs above her knees then about her ankles. "Take a rest, Cheetara, you've earned it. The ThunderCats have just retired." An impact to her temple sent her into the merciful grasp of unconsciousness.

Vultureman looked down at her and recalled his prior attraction to her lovely form. For a time, he had considered taking her for himself should the opportunity arise. How he would have loved breaking her will!

But, that was before. Before he became more than a Mutant.

Before he became a god.

Now, looking at her bound and unconscious form, she was nothing more than an object. Not even worthy of a moment of his time beyond what it had taken to subdue her. Cheetara had another use, now. It was all so clear. In its way, it was far superior to using her as his personal toy. She would be instrumental in fully destroying the Lord of the ThunderCats. Her first? Or last?

It didn't matter. He had to get the two he'd captured squared away. He had an appointment with an everliving source of evil that wouldn't wait that much longer.

Vultureman slung her over his shoulder before racing to where he had left Tygra. Bending down, he removed the bomb from his chest and sent it sailing into the distance. It hit another clump of rock and exploded with a small pop. He lifted Tygra onto his other shoulder and tore off across the desert. He had the perfect place to keep these two. Oh, yes...

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"Something's wrong," Lion-O said as he stood just behind Panthro in one of the main command chairs in Cat's Lair. "Tygra should have called in by now, and Cheetara should have been back well over an hour ago."

"Something's screwy," Panthro agreed. "Tygra's usually like clockwork, and Cheetara doesn't even know how to be late." The tone of his voice made it very clear. Something had gone wrong. Something probably very bad. Lion-O looked down to the Sword of Omens. If something untoward was happening, why had the Eye not growled? He had to admit that he didn't understand exactly how the Eye worked, but if it hadn't warned him, they were okay.

Even so, that didn't assuage the knot of dread in his stomach. Not at all.

"Let's look for them," Lion-O suggested, keeping his voice calm. "It might be nothing but damaged communicators, but..."

"But it can't hurt to make sure," Panthro finished. "Good idea. I'll meet you at the ThunderTank."

"I'll get the kittens to stand watch," Lion-O replied as Panthro walked briskly out of the control room. Within minutes of his page, both WilyKit and WilyKat emerged from the doorway.

"What's up?" Kit asked.

"Something wrong?"

"I need you two to hold the fort while Panthro and I are gone," Lion-O explained, not wishing to elaborate on the growing dread he felt. The two kittens didn't need anything worrying them while they were on watch duty. "We'll be back as soon as we can."

"Leave it to us," WilyKat replied. His sister nodded, eager to prove herself even with the mundane task of monitoring the Lair's systems. Lion-O offered them the best smile he could manage before turning to leave the control room at a brisk walk that wasn't quite a run.

"Something's wrong, sis," WilyKat said once Lion-O and Snarf were out of earshot.

"Something big, if he's that tense," WilyKit added. "He's none too good at hiding what he's feeling. I'm worried, bro."

"Me, too. What can we do?"

"Just what Lion-O told us to do. If we try to help with whatever he and Panthro're going out to do..."

"Yeah," he agreed. "Panthro'll have our hides for leaving the Lair empty." With that, he took up a duty station next to the main console before which his sister sat. It sucked mold, but if it was what the Lord of the ThunderCats wanted, then that was that.

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Tygra took stock of the dim environs with a head that pounded fit to explode. It was a laboratory, he saw, set up in a style that was to his eye helter-skelter and more than a little ominous. A Mutant setup, he knew. Vultureman.

It did not surprise him to find that the Avian had a lab other than the one he had in Castle Plun-Darr. Some of his research he would want to keep from Slythe and the other Mutants, secret boom-toys that he'd keep up his feathered sleeve for a rainy day. Tygra had no clue whatsoever as to where this... facility seemed a better term than laboratory for this dank place, could be. It didn't matter. What had him most concerned aside from Vultureman's new abilites and the strange manner of his speech was getting away from said abilities and manner of speech along with Cheetara as soon as possible.

Unfortunately, the chains which threatened to cut off his circulation made that rather problematic.

"Uhhh..." Tygra looked over to Cheetara, who was just beginning to stir. How had he managed to capture her? She didn't look as banged-up as he felt, and thank goodness for that, but he still shouldn't have been able to abduct the fastest ThunderCat alive. At least, not as easily as it seemed to have been.

Tygra's mind drifted back to Vultureman's manner during their confrontation. The usual Mutant posturing, which he had more than enough experience with, had been gone. In its place had been cold confidence, an arrogance that indicated Vultureman had been dealing with little more than an offensive game animal. Like the other Mutants, Vultureman could be a regular blowhard when the advantage seemed to be his.

Then, there was the fact of the Mutant talking to himself.

When Vultureman had returned to wherever this place was with Cheetara over his shoulder, he had been muttering pure nonsense. Tygra had caught snippets of his musings, Panthro's name had leapt out at him, as well as Mumm-Ra's.

To say that Tygra was a little worried at this point would be an example of gross understatement.

"Cheetara," he said softly. Their captor was not present, having moved into another part of this hidden facility. "Cheetara." She blinked her eys once, twice, three times before focusing them on his face and struggling briefly to sit up.

"Where are we?" she asked, her voice thick.

"I have no idea."

"How did he get you?"

"He ambushed me while I was collecting samples. You?"

"Trust me, Tygra, you don't want to go there," she replied, managing to roll onto her back and from there using her legs to inch herself into a sitting position. Cheetara took stock of the steel bands wrapped about her limbs and torso with a grimace. "Sure doesn't want us to leave."

"Perhaps, but his hospitality leaves much to be desired." Tygra tried to keep the banter light, better to keep calm in a situation like this. "Are you alright?"

"I should be asking you that," she replied, looking over at him. "You look pretty beat up."

"I'll be fine," he said. "Cheetara, I have to know how he got you. It's important. Vultureman's changed..."

"I know."

"I don't mean just his abilities. Something is seriously wrong with him. More than the usual, I mean."

"Are you concerned about him?" Cheetara asked with a cocked eyebrow.

"I'm concerned about what he's going to do to the others," Tygra replied. "His next attack may be even more vicious than the assaults on us." Cheetara breathed a frustrated sigh through her teeth. It had to have been bad, he thought.

"Like you, Vultureman surprised me from behind," she began. Ambush tactics, those were a Mutant staple. No surprises there. "I'd just finished my morning run when he appeared."

"Did he say anything out of the ordinary?"

"Challenging me to a footrace seemed pretty odd." Tygra's jaw dropped open at that. Vultureman had wanted to race *Cheetara* of all people?! "To tell the truth, everything about him seemed... different somehow, ominous."

"You agreed to race him?"

"Not at first. He then pulled you from behind a boulder..."

"I was there?"

"You were unconscious, but yes. Vultureman had a small bomb strapped to your chest and a remote detonator in his hand." Her voice grew laden with anger as her recounting went on. "He said if I didn't agree, he'd kill you. Vultureman's contraptions don't always work, but I couldn't take the chance that this one would."

"Thanks for that," Tygra replied with a lopsided smile.

"I had no choice. I didn't see the trap until it was too late."

"Net? Pitfall? Thundrainium?"

"Him."

"Pardon?"

"The finish line was a rock in the distance. I'd pushed myself rather hard on my morning run, but it was just within range of my remaining super speed. I didn't think Vultureman had somehow gotten a boost of his own."

"He beat you?" Tygra could not believe it, would never in a million years have believed someone could outrun Cheetara. Lion-O, during the Annointment Trials, had managed it by taking the shortest route to the finish line, and even then had only barely won once Cheetara's speed had given out. Someone beating her flat-out? Vultureman, at that?! Impossible!

"Strange but true," she went on, replying to the incredulous look he knew was on his face. "The conditions were, if I won he'd release you."

"And if you believed that, I'm certain he would have told you about some waterfront property in the Desert of Sinking Sands he wanted to sell you."

"If he won, I had to surrender to him."

"Cheetara..." He couldn't get you himself, so he used *me* to do it, Tygra thought, for a moment furious. "You were still within range of the detonator, weren't you."

"According to Vultureman, yes. I couldn't risk your life for my pride, Tygra. Never." For an instant, he was speechless at the raw emotion in her voice. He'd always carried something of a torch for the Swift One, but...

No. No time for that now.

"Cheetara, listen to me."

"Not much else I *can* do right now."

"From what I've seen of Vultureman's demeanor..."

"He's completely drunk on his newfound power," Cheetara interjected. "Typical."

"Not this time. I overheard him muttering when he came back with you. Something about Panthro and, if I'm not mistaken, I heard him say something about having become a god."

"That's delusional, even for Vultureman," Cheetara said, shaking her head in disbelief. "Either way, it seems Panthro's his next target."

"Vultureman's behavior," he explained, "is indicative of acute psychosis. I don't know if that's due to whatever he's done to himself, but it's going to get worse."

"Super-powered and crazy," Cheetara said sourly. "Wonderful."

"Crazy, am I?" Vultureman's voice startled them both, snapping their gazes up to his raptor's face. "Crazy?" Neither replied, simply glaring up at him. "I heard you talking the entire time. I heard the laughter in your words." His voice was languid, but his emerald eyes were glowing with power-fueled lunacy. "Vultureman, look at him! Look at him and laugh!" He crouched before Tygra, close enough for him to tell what the Mutant had eaten for breakfast. "Tell me, if I'm so inferior, why are you two the ones tied up and not me?! Huh? Answer me THAT!!"

"Leave him alone!" Cheetara shouted. "Stop this foolishness and release us!"

"Huh? Did you just give me an order?" Vultureman rose to his full height, stalking over to Cheetara's prone form. "Who are you to give an order to a god, hmmm?"

"You're no god," Cheetara snapped. "Stop deluding yourself!"

"You little BITCH!" Vultureman roared, clamping his right hand down on Cheetara's head and hoisting her upward. Her face twisted in a rictus of pain as her feet dangled inches above the floor. "YOU'RE the deluded ones, thinking you can order me around! That you can laugh at me! Go ahead, whore, LAUGH AT ME NOW!!!!"

"Put her down, Vultureman!" Tygra roared. "Please." That one word, so natural to him, tasted foul under the circumstances.

"That's good, Tygra. Very good. You know to show respect to a greater power than yourself." Vultureman released his grip on Cheetara's head, letting her fall gracelessly to the cold stone floor. "I need you two alive, at least for the time being. Still, I can't have you laughing at me. That won't do at all."

"We weren't laughing," Cheetara said from her spot on the floor.

"This'll do the trick," Vultureman said after a moment's rummaging on his workbench. The Mutant turned about with a roll of wide adhesive tape in his hand and a gleam in his eye that made Tygra sick.

"Don't do this, Vultureman," Tygra growled as the other grabbed a fistful of Cheetara's hair and yanked her roughly upward.

"It's been a long time in coming," the Mutant replied as he wrapped layer after layer of tape around Cheetara's jaw and the back of her head, muting her outraged shouts. "The way you Thunderians would prance about, feeling so smug and superior with your Code of Thundera. The way you've won over all the people of Third Earth with your technology and high-handed morality. It's time the ThunderCats paid for their sins." Before Tygra could fire off a rebuff, Vultureman seized his head and began the process of wrapping tape once again.

Silenced, Cheetara was helpless to prevent Vultureman from gagging Tygra or to shout at him to cease his drivel. What Tygra had told her earlier seemed to be true. Vultureman was becoming completely psychotic. The easy, calm tone of his voice, the deslusions of both grandeur and persecution, all coupled with super powers planted the smallest seed of fear deep in her heart where it had all it needed to grow if she let it.

Though she knew he was no god, she also knew he was no longer just a Mutant. He wasn't even their deadliest enemy, despite the extreme power he'd somehow gained. Vultureman was a loose cannon who had far too much ammunition.

"Mmmmph." Cheetara caught Tygra's eye and tried to put as much reassurance in her eyes as she could as Vultureman stepped back. We will get through this, she said silently. He will not break us.

"I have an appointment to keep," Vultureman said. "Mumm-Ra will be most interested in what I'm planning. You two keep cozy, now." She glared daggers at him, refusing to adhere to the stereotype of the damsel-in-distress. "And remember, if you two have any last words for

eachother, you wasted your chance to say them. If I take that tape off, it'll be to hear your screams." Vultureman vanished in a whoosh of displaced air, and silence reigned that both were powerless to fill. Frustrated and more than a little embarrassed at having been captured like a new recruit, Cheetara rested her head on the floor and tried to think of ways to escape.

"Hmmphm." She looked up at Tygra, who was staring at her in an attempt to reassure her. She merely nodded and tried to smile with her eyes.

More than a loose cannon, she thought of Vultureman. He's a ticking time bomb, and he wants the ThunderCats at ground zero when he goes off. Rather than paralyzing her, that thought galvanized her as she kept up the struggle with her bonds. It was futile, she knew, but be damned if she'd just wait placidly for whatever painful and messy end Vultureman had planned for them.

==========

"Find anything?" Slythe groused from his spot on the stool by the entrance to Vultureman's laboratory. His back had been killing him ever since he'd regained consciousness, though he supposed he was lucky that having been turned into a Mutant rocket hadn't done the job.

"Nothing yet," Jackalman replied from the table on which the buzzard's chemistry equipment rested. "No notes, no journals, and nothing to make heads or tails of any of this shit!"

"All I could find are some weird green rocks," Monkian said as he ambled over, scratching his vapid head. "I don't get any of this. I say we smash it all and be done with it!"

"Not until we find out how he made himssself ssso sstrong, yes! Or, at leasst find a way to get around thossse powersss."

"Good luck with that, Slythe," Jackalman returned. "Or, have you forgotten how he launched you down the hall and through a three inch thick door?"

"I haven't forgotten, oh no," Slythe said back. "He cannot be invincible, yess!"

"For now, he might as well be. How long d'you think before he takes on Mumm-Ra?"

"He hasn't come and blasted us yet, so I don't think Vultureman's paid him a visit."

"Bird-brain may be ssstrong and fassst, but Mumm-Ra can deal with that."

"Vultureman may try to strike a bargain with Mumm-Ra," Monkian added, showing a rare spark of intelligence. "When he does, you can bet that'll be our asses in the fire, hoo-hoo!"

"Maybe we should just lay low for awhile," Jackalman said. "Until this sorts itself out."

"I know Vultureman had a secret laboratory somewhere," Slythe mused aloud, "a place where he conducted research he didn't want us to know about. I'll bet that'sss where we'll find hisss ssecret, yesss?"

"So?" Monkian asked. "Any idea where it is?"

"No. But, that won't sstop uss from looking, yess?"

==========

All in all, Vultureman had to admit to himself on sealing the entrance to his mountain laboratory far to the west of Castle Plun-Darr, events were unfolding rather nicely. Those two ThunderCats had no idea where they were, and he didn't see them snapping iron chains and steel bands anytime soon. The fifteen layers of duct tape each would also prevent them from conspiring together.

"All trussed up and nowhere to go," he said. The hilarity of that statement hit him and he spent several moments laughing wildly, his mad cackle rebounding from the other peaks until the sound of his own voice filled his ears and he wanted to...

"Focus!" he snapped at himself, instantly breaking free of the whirling torrent within his center. The sun sat just short of its apogee in the faded blue of Third Earth's sky, and there was still much to be done. Not as though he would have trouble. Not him.

His Flying Machine was conspicuously absent. Though he could not fly on his own (not yet, he thought) he had no trouble reaching his remote hideyhole. Sprinting, Vultureman flung himself into space on reaching the edge of the cliff. The ground passed in a blur of greens, blues, and browns as the miles raced by underneath his taloned feet. He hit the ground running in one of the verdant plains and tore off in the direction of the Black Pyramid. The irony was that he felt as though he were running normally and some unknown force was propelling him at such insane speeds. The thought reminded him of having beaten that high-box bitch Cheetara at her own game. Oh, that had been *FUN*!

The Desert of Sinking Sands appeared before him, then raced past as Mumm-Ra's tomb loomed in the distance. Vultureman poured on even more speed, streaking up the steep slope of the triangular structure and dropping neatly through the upper opening and into Mumm-Ra's chamber.

Dingy as ever, Vultureman thought as he beheld the cobwebbed statuary and the sarcophagus within the mouth of the demonic relief. He hardly felt the dank chill which always permeated the air in this vile place.

"MUMM-RA!" he bellowed into the silence of the crypt. "Come out, Mumm-Ra! You and I have matters to discuss!"

"I have not summoned you," Mumm-Ra's gravelly voice returned, annoyed at having his rest disturbed. The stone lid of the sarcophagus slid noisily open and the dessicated form of the demon priest shuffled into the gloom with baleful red eyes glaring at him. "Why are you here, Mutant?"

"Sorry to disturb your ugly-sleep," Vultureman joked, "but I've come with a proposition. One, I think, you can't refuse."

"This had best be important," the ancient mage growled. "If you are wasting my time..."

"Just bear with me," Vultureman replied, secure in his invincibility. Mumm-Ra may be powerful, but he wasn't a god. Not like him. "By the end of this day, I will have killed all of the ThunderCats..."

"Do not insult my intelligence," Mumm-Ra said. "You have promised this to me many times over the past three years, and have consistently failed to deliver! You could no more end their lives than you could hand me the moon and stars above!"

"That was before," Vultureman said, keeping his tone magnanimous while bristling within. Mumm-Ra obviously did not know, so he must be enlightened.

"Before what?"

"Before my ascencion," Vultureman explained, heat flushing his skin with his own exaltation. "Before I transcended the Mutant state."

"Get to the point!"

"Before I became a god!!!" The expected reaction, awe, curiosity, none of it happened. Just the laughter. Just the laughter.

THE FUCKING LAUGHTER!!!!!

Mumm-Ra roared with it, mocking him, belittling him, assuring himself that Vultureman couldn't possibly be anything more than a lowly Mutant, and he kept laughing and laughing and...

The blood-red rage tainted his vision.

"A god, are you? I was unaware of your newfound status of diety AHHAHAHAHAHA!!!!"

The dam broke.

"GGGRRRRRAAAAAAAAAAGHHH!!!" The inarticulate cry of indignant rage filled his ears along with the rushing of his blood. In an instant he stood before the demon priest, uncaring about the stunned expression on Mumm-Ra's face as he landed a backhand across the mummy's

jaw. Mumm-Ra flew backward, slamming into the wall just above the monstrous head in whose mouth his coffin rested. "DON'T YOU EVER LAUGH AT ME!!!"

"You... DARE... to come into my pyramid," Mumm-Ra snarled as he regained his feet atop the relief, "and strike me?! You shall learn a new definition of PAIN!" Vultureman glared at him, so smug with his magics and his filthy pyramid, and the rage burned even hotter. "Ancient Spirits of Evil... Transform this decayed form... to UWHAAAAA!!!"

"HOW DO YOU LIKE ME NOW?!" Vultureman taunted as the heat built and then smashed from his eyes directly into Mumm-Ra's withered chest. He kept the pressure on, lifting the mage up the wall with a constant barrage of concentrated heat which shimmered the air as it passed. He relented, allowing Mumm-Ra to fall from nearly the top of his pyramid to the floor in a smoking heap.

"To Mumm-Ra, the Ever Living!" Much to Vultureman's surprise, Mumm-Ra rose and assumed his battle form. If he wanted to play hardball...

Vultureman dashed to the base of one of the four avatar statues, grasping it as tightly as he could and heaving for all he was worth. The result was as immediate as it was impressive.

The statue was ripped clean of its foundation, and with little effort Vultureman swung it at Mumm-Ra.

"WAIT!"

The statue missed, smashing into the far wall and crumbling to rubble. Vultureman advanced on Mumm-Ra, fists clenching.

"WAIT, I SAID!"

Mumm-Ra needed to learn some respect. It seemed to Vultureman that he had some mighty tall teaching to do on that subject. He closed to teaching distance in an instant.

"I'll HEAR YOUR OFFER! STATE IT, DAMN YOU!"

"Don't laugh at me," he hissed. Had he cared, he would have noticed how much like Slythe he had sounded.

"I'll not laugh at you. Clearly, you've gained much power." The killing rage faded, leaving Vultureman panting with a fist still ready to smack Mumm-Ra into the middle of next month.

"Because no one laughs at Vultureman," he began, his voice still ragged. With a deep breath, he pushed the anger away. "So, shall we talk business?" he asked, amiable this time.

"What do you propose?" Mumm-Ra asked, outwardly calm. His mind, however, was anything but as questions whirled beneath his ember-like eyes. Where had this power come from? How

did the Mutant have it? How could he take it away? Mumm-Ra knew nothing of words such as psychosis. Or psychopath. But, he knew crazy. The sudden shift in moods, from a killing rage to a calm pitch. Mumm-Ra knew it for certain.

Vultureman was as crazy as a rat in a backed-up shit house.

It seems your newfound power comes with a price that you don't even realize, Mumm-Ra thought. You, Mutant, are going to be trouble.

"As I've said, Mumm-Ra, I am going to kill the ThunderCats for you. Tonight," Vultureman replied, taking a seat on the rim of the bubbling scrying pool. "In fact, I've already caught two of them."

"Have you now? Where are they?"

"In an undisclosed location. But, that won't stop your magics from seeing my little collection, will it."

"Indeed not," Mumm-Ra replied, waving his hands above the fluid. The images of Tygra and Cheetara stunned him for the second time since Vultureman's arrival. "Quite a catch you've made, Vultureman!" This could get interesting before it became too dangerous.

"Two down, four to go," Vultureman said. "Once I have the others, I'll have Lion-O more or less in the bag. From there, I'll make him watch as each and every one of his little cat friends dies. Then, if he's not begging for his own death, I'll begin breaking bones until he does. If that doesn't work, I'll just have to feed that natty little Snarf to him. Raw."

"And here I thought that *I* was evil!" Mumm-Ra cackled with glee. Evil, he thought, just not completely insane. Still, if it gets rid of the ThunderCats, so much the better. "Why bring this to my attention?"

"Well!" he barked, springing to his feet. Mumm-Ra tensed, ready to fight, until he saw that Vultureman was merely moving to pace about the other side of the pool. "As I was capturing those two, I thought to myself that I'd be remiss if I didn't include dear old Mumm-Ra in all the fun. There's just so much of it that for once I had to share."

"Your generosity is astounding! And, just what would you wish Mumm-Ra to do?"

"Watch. That's all. Either in person or from the comfort of your pyramid. Either way, they're dead all the same."

"Truly?" Mumm-Ra could scarcely believe it. It wasn't as though Vultureman either needed or wanted his help in this. It was time, he decided, to dangle his favorite carrot-on-a-stick before Vultureman's beak. "With the ThunderCats dead, we can rule Third Earth!"

"Now who's insulting whose intelligence?" Vultureman asked with a knowing look. "There's no way you'd ever share dominion over this world. Not with me, not with the Mutants, not even with your own mother. Assuming you ever had one, that is. And, you know what? I'm fine with that. Completely."

"Oh?" Mumm-Ra replied, confused.

"Of course! You want Third Earth all for yourselfish, fine by me. I'll even giftwrap it, if you want. Take it, it's yours. *My* ambitions are a bit grander."

"Then, what *are* your ambitions, Vultureman?" he asked. What, indeed...

"In return for murdering the ThunderCats for you, you will transport me back to Plun-Darr."

"What of your crude Mutant friends?"

"THEY are no friends of MINE! I am far, far beyond what they could ever dream of becoming! Kill them, torture them, enslave them, make the whole sorry lot square dance for eternity, I don't care."

"Plun-Darr, eh? I can arrange that. Why?"

"Why would I want partial or even total rule of this little backwater mudball," Vultureman began sweeping his arms about him, "when I can rule the greatest military/industrial complex the galaxy has ever known? Plun-Darr itself!"

"So you can return at the head of an armada?" Mumm-Ra made sure to phrase it as a question, rather than the certainty he knew it to be.

"Don't think so small," Vultureman replied, having resumed his pacing and gesturing as though delivering a lecture to a packed classroom. "The galaxy is unbelievably huge, Mumm-Ra. This sector of it alone would take centuries to fully explore. Once I have Plun-Darr under my thumb, I'll have enough room to expand my empire without ever having to come near this world again. In fact, it would be safe to assume that our paths will never cross again.

"Think about it!" he cawed, suddenly whirling about to face him with that strange, mad green glow in his eyes. "The ThunderCats dead. Third Earth yours. I'll even throw in the Sword of Omens. You get what you want, I get what I want, we all go home happy at the end of the day. So, do we have a deal?"

Frankly, it all sounded too good to be true. And, Mumm-Ra knew all there was to know about too good to be true. He'd made offers like that countless times over the millennia. Even so, it was not as if he couldn't simply double-cross Vultureman himself.

"Very well," he said, "I accept your offer."

"Then sit back and enjoy the show, Mumm-Ra," Vultureman said with a wicked gleam in his eyes. "It's gonna be a killer!" He vanished, a cloud of disturbed dust all that remained.

If nothing else, Mumm-Ra thought, it would be a hell of a show.

==========

Panthro tried the communicator yet again, still receiving no response from Tygra. He told himself for the umpteenth time as he neared the clearing where he had dropped Tygra off that it had to be a fault in the unit Panthro had given him, even though he knew that wasn't the case.

If he built it, it didn't know how to malfunction. Simple as that.

It wasn't so much the pride he felt concerning his not-inconsiderable engineering skills, yet a feeling of foreboding that stole over him like a creeping mist. Neither Tygra nor Cheetara had so much as checked in yet, he had learned after contacting the kittens who were holding down the fort. Lion-O had split off from him earlier, claiming they could cover more ground if they moved separately. Panthro had agreed, and suddenly wondered if he had in fact made a serious mistake.

Come off it, Panthro, he thought as the mighty engine propelled the tank forward through the trees. Tygra probably got caught up in his research, that's all. He could even believe that. Once Tygra sank his teeth into some interesting conundrum or another, he tended to lose himself in unravelling the mystery. It was a trait Panthro had always found admirable, even if it led to embarrassing moments like having been the subject of a sweeping search.

Then what about Cheetara?

Panthro's brow creased at that. Cheetara wasn't one to stop and smell the roses and, so far as he knew, she had no pressing business with any of the natives today. In fact, her schedule was pretty much clear. She *could* have decided to take advantage of the lull in duty to enjoy the view, or take a dip in one of the many clear lakes this planet boasted. Even if she had decided to indulge in a little skinny-dipping, which she hadn't done since their days on Thundera, she wouldn't have been far from her communicator.

Admit it, he thought, something's happened to them, and you know it.

He pushed that thought aside as the meadow in which he'd dropped off Tygra earlier came into view. Panthro slowed the ThunderTank, his head swivelling and searching for any sign of the erstwhile Tygra. The grasses of the meadow hardly stirred in the still, hot day which had replaced the cool interior of the tank once Panthro had opened the canopy and cut off the air conditioner. More than a little alarmed now, he killed the engine and hopped into the knee-deep grass, dry from summer's heat.

"Tygra?!" He called. "Tygra, you still here?" Each step rustled the vegetation and cranked both his ire and his worry up another notch. If Tygra wasn't in trouble, then damnit he was gonna be! Panthro halted when his foot nicked the edge of something solid.

That's his kit, Panthro realized on seeing the open and overturned case lying in the grass. Several vials had spilled from it, twinkling sunlight in tiny sparks from their glass surfaces. Tygra wouldn't just leave it like this. Immediately, Panthro took three steps back to get a look at the big picture.

Signs of a struggle, he thought, observing the disturbed grasses which had been moved by no wind that day. Not much of one, but a struggle alright. Tygra, the available evidence suggested, had been jumped but by whom? The Mutants seemed the most likely answer, and ambush was their stock and trade, but there should have been more evidence of a fight. Even if Tygra had been head-deep in whatever research had caught his eye, he should have still reacted in time to...

Panthro whirled about, suddenly certain he was being watched. Nothing seemed out of place as he scanned the unmoving flora. Quiet, he thought. Way too quiet. His gaze lit upon a boulder which protruded from the earth a few dozen feet to the left, and noticed something most peculiar along one side. He loped over to the protruding rock, tense and searching for any sign of an ambush. Whomever had kidnapped Tygra might have come back to see if someone would come looking for him.

Just try it, he challenged. I'm a whole other ballgame from Tygra. He neared the boulder in question and saw clearly then what had piqued his interest. A small streak of blood that marred one of the sharper edges leapt out at him and sent Panthro's heart thundering. A few feet distant, he saw matted grass where Tygra had somehow landed amid even more spots of crimson.

It was there that things stopped adding up.

Panthro took himself back to the beginning, ran through the scenario again, and frowned deeply.

First, Tygra had been ambushed.

Second, who or whatever was responsible had not only kidnapped him, but had injured him in the process.

"Playing detective, are we?" Panthro's heart leapt into his throat, whirling about to find Vultureman sitting atop the ThunderTank's hood, an elbow resting atop one bent knee as though relaxing on the vehicle was perfectly normal. "I'll save you the effort. It was me."

"You, huh?" Panthro readied his nunchaku, whirling them about for a moment before grasping the twin sticks and pulling the adjustable chain taut. "All by your lonesome?"

"As if I need those pathetic sacks of protoplasm to help," Vultureman snorted. Panthro stared at him, noticing the green light of his irises, and a feeling of wrongness settled into his gut. This was no Vultureman *he'd* ever met. This one was far different, somehow, dangerous in a way he'd never been before and Panthro could not begin to fathom why. He just knew that he didn't like it one bit. Vultureman eased off of the ThunderTank's hood and began to strut slowly toward him.

"Cocky much?" Panthro asked, trying to get a read on a situation that was far worse than it seemed on the outside.

"Tygra didn't put up much of a fight," Vultureman said in reply. "Cheetara, now, she tried. She tired hard, let me tell ya. That one's a fighter, alright. In the final analasys, the fastest of them all just wasn't fast enough. Tough shit, as they say."

"What have you done to them?" Panthro snarled. Vultureman, impossible as it seemed, was telling the truth and he knew it. He'd somehow abducted two ThunderCats.

And it looks like I'm next, he thought. Try me, buzzard.

"Where are they?" Now, Panthro roared.

"Somewhere safe. They wanted to see you again, but they were just so tied up at the time." Vultureman began to chortle, then snicker and finally burst out gales of laughter and the sick light in his eyes actually glowed for a moment before the Mutant brought himself back under control.

"Let 'em go, asshat!"

"Don't strain yourself, Panthro, you'll see them again. You won't be in any position to help, of course, but you'll see them. Now," Vultureman stopped strutting, and smacked a fist into his palm with the sound of a gunshot, "let's see if the strongest of the strong can hang with me!"

"Your funeral!" Panthro shouted, streaking in and delivering a...

The hell?! he thought, stunned at the sudden and vicious impact that sent him sprawling into the meadow's grass with a line of throbbing pain across his abdomen. Somewhat shaken, Panthro regained his feet and glared at Vultureman who stood before the ThunderTank with his arms arrogantly crossed and his emerald eyes shining with madness.

"Oh, come on," he cackled, "You can do better than that!"

"Guess I'd better," Panthro muttered, leaping skyward in a somersault which would land him aside the Mutant...

Again?! The murderously hard impact landed in Panthro's left side this time, resulting in a fire that raced up to his armpit and swelled with each breath. Cracked ribs, his mind told him as he rose once more to face the new and improved Vultureman.

"Too fast for you, huh?" he cawed and Panthro's ire went up yet another notch that day. "Don't take it personal. I was too fast for Cheetara, you know. How can you hope to match me?"

"Too fast for Cheetara, huh," Panthro snarled, "my ass you are!" Whatever he's done to himself, he Panthro thought, I'm not gonna take him barehanded. His injured ribs throbbing like a rotted

tooth, Panthro snapped clear the handles of his nunchaku and the clouds of neuroagent spewed forth. "Get a whiff of this, buzzard!" The hanging mist obscured the Mutant before dissapating into the clear day...

To reveal Vultureman still standing as solid as before. Panthro felt his jaw drop open in stunned horror before the Mutant was suddenly beside him and a brutal impact slammed home in his back. His feet and the ground parted company, the rest of him tumbling out of control until his back made a fresh acquaintence with the closed rear compartment of the ThunderTank.

Can't... give in... Panthro resisted the sharp agony in his side and the throbbing in his back, rising slowly in an attempt to get into the tank. He had to find Lion-O, they had to regroup. If Vultureman, who was standing easily off to the left and watching with disdain, really had managed to kidnap not only Tygra but Cheetara as well, the remaining ThunderCats had to regroup. Whatever the freak's new powers were, they wouldn't stand up to a concentrated assault.

"Running away, kitty?" Vultureman taunted. Panthro didn't deign to respond as he engaged the ThunderTank's mighty engine, partly due to his wounded ribs and mostly because it wasn't worth the breath he'd use. The rear treads engaged and sent the machine screaming about in a tight arc. Time to raise Lion-O and...

"No way!" Panthro exclaimed, which made his ribs hurt even worse, as Vultureman blurred into view directly in the ThunderTank's path with a loud *WHOOOSH* of air. What the hell could let the buzzard *move* like that?! It was as if he really did have Cheetara's speed, and that made his boasts more than plausible. Vultureman was telling the truth, for once, and it just *had* to be about something like this.

"All right, squab," Panthro said through tightly clenched teeth. "If you wanna find out just how tough my baby here is, stand right there!" If the Mutant wanted to play chicken, he should be prepared to fry so far as Panthro was concerned. The distance between them shrank at a drastic pace yet Vultureman made no move to get out of the way. "If that's the way you want it, fine with me!" Panthro didn't see it coming until too late.

Exhilarated at having put the mightiest of the ThunderCats on the run with almost no effort, Vultureman stared down the onrushing ThunderTank with as much of a smile as his beak could create. He'd *always* hated that damned contraption, and now he was going to give it the treatment it deserved.

"So, you wanna find out just how hard my ass really is? BRING IT ON!!!" The ThunderTank rumbled ever closer, grille shining in the bright afternoon sun and the glowering face of Panthro staring directly into his eyes. He knew Panthro would not swerve, would run him down if it came to that. Vultureman had been planning on it.

The moment came when the ThunderTank was inches from his legs. Vultureman's fist swing down and the durable metal of the vehicle's hood caved in on top of the engine, crushing it completely as well as shattering the front axles. Its nose pushed into the dirt and the violent impact threw Panthro against the controls with a choked cry of surprise and outrage.

"Do all your toys break so easily?" Vultureman taunted as he came alongside the smoking wreck of the ThunderTank. Panthro, barely conscious and teeth gritted in pain, glared up at him and if looks could kill that would have been it. "Must be a design flaw." Vultureman began to cackle as he seized Panthro by the shoulders and heaved him out of the vehicle. A pained shout burst from the ThunderCat's lips on impact, which only goaded him further as he seized the upraised rear of the tank.

"Distance," Vultureman mused aloud, "or accuracy?" That sent him off again as he lifted the disabled vehichle and began to spin. After three rotations, he sent the ThunderTank hurtling skyward. Still laughing, Vultureman watched until the ThunderTank vanished into the pale blue sky.

He stalked over to the prone Panthro, who was breathing lightly. His dark sking had taken a grayish pallor and a troubling wheeze accompanied each breath. Vultureman focused his sight, the world going into stark blacks and greens as he studied Panthro's ribs. Several were broken.

"Hmmm... played a little too rough with this one. Oh, well, he'll live. Until I say otherwise, that is." He eased the semi-conscious Panthro onto one shoulder and dashed into the trees. Before leaving the hidden lab, he had activated the remote systems for the Flying Machine and had programmed it to meet him there. Carrying three ThunderCats around would be just too cumbersome to bother without it.

==========

Though the day was already a scorcher and still heating up, Lion-O hardly noticed as he charged along the forest path with Snarf just behind. Though the Eye still had not growled, he knew in his heart that something was horribly wrong. This was exacerbated by the fact that he was now unable to raise Panthro on the comm system. He was not out of range, and certainly not with the emergency frequency he'd ended up using, yet the only reply was static.

I'll feel stupid if all this is due to faulty communicators or atmospheric interference, he thought with levity he did not feel. There was no way four different communicators could fail at one time, the odds just didn't allow it.

"What was that?!" he shouted when the sound of a massive impact hammered his ears from the trees to his right. Lion-O stared into the forest, unsure of what had just happened.

"That sounded like something metal," Snarf said, coming up beside him.

"We'd best check it out," Lion-O replied warily. The two of them stalked cautiously through the trees, alert for any sound or motion out of the ordinary. Outraged calls of different birds filled the empty spaces with a cacophony of noise as they flew above in a panic. Within moments, Lion-O saw the cause of that resting in a clearing and his heart leapt into his neck. "Is that..." he began, unable to believe what he was seeing. "Is that the *THUNDERTANK*?!!"

"Great Jaga!" Snarf cried out. "What happened to it?!" Unmindful of Snarf's exclamation, Lion-O raced over to the smashed vehicle and searched inside it.

"No sign of Panthro," he said, unsure if that were a good thing or not. The left rear tread had been sheared off, just a collection of junked parts littering the area and stretching to the end of the gouge in the dirt.

Gouge?

Lion-O knelt down to study the shredded earth which ended at the spot where the crumpled tank had fetched up. There were no tracks that he could find other than this rather obvious one. Panthro had not gone in this direction, either. Everything Lion-O saw suggested the impossible.

The ThunderTank had just dropped out of the clear blue sky. What had begun as a worry was now a fact.

"Lair to Lion-O, come in."

"Lion-O here," he said, raising the flat black comm unit and pushing TRANSMIT.

"Something just crash landed near your position," WilyKit's voice said.

"I know, I'm looking at it." Lion-O did not want to tell the kittens that it was the wreckage of the ThunderTank. "Can you tell me where it came from?"

"I'm tracing the ballistic arc now. Got it! Whatever it is came from sector 33.1. The sensor logs aren't showing any evidence of a launch. That's pretty weird, Lion-O."

"Isn't that where Tygra went to collect his samples earlier?" WilyKat's voice asked, and Lion-O's blood chilled in his veins.

"Sure is," he heard WilyKit reply. "Lion-O, what's going on?"

"WilyKit, put the Lair's security on full alert status."

"What?"

"Please, I need you to listen to me. Secure the Lair, full measures. Unless Snarf, myself, or one of the others comes to the door, don't open it. Do you understand, WilyKit?"

"Not really, but okay. What's happening, Lion-O?"

"I'd tell you if I knew, but whatever it is I don't want it getting to either of you. Seal the Lair."

"Will do, Lion-O," she replied, clearly worried. "Lair out."

"Aren't you overreacting a bit, shnarrf snrf?" Snarf asked. "Like you said, you don't really know what's happening."

"I have a pretty good idea," Lion-O replied. "Seeing this just confirmed it. Someone's picking us off one at a time."

"The Mutants again," Snarf groused, crossing his arms. "I'd bet on it."

"I wouldn't," Lion-O said, shaking his head. "Whoever's behind this has kidnapped three ThunderCats in just over two hours. That's not exactly an easy feat. Besides," he continued, waving a hand over to the ruined ThunderTank, "we're dealing with someone capable of *that*! Sector 33.1 is over eight miles from here."

"Waaaiiit a second, here," Snarf said. "You're telling me somebody *threw* the *ThunderTank* eight miles, snaarrrrf!"

"I don't know how it got here, Snarf, but the answer's gotta be in sector 33.1. It's the only common link between Panthro and Tygra's disappearance."

"What about Cheetara?" Snarf asked. "She was nowhere near that place."

"That, I intend to find out."

==========

Tygra rested, drawing measured breaths through his nose then releasing them. The tape still sealed his mouth tightly, and Cheetara had been having no luck with the layers which rendered her mute either. She had even ceased her struggles, he noticed with some relief. The metal bands had done nothing but dig into her skin with each minute of fighting them.

Either he's agreed to hand us over to Mumm-Ra, Tygra thought, or he'll kill us himself. He'd seen not a single trace of the other three Mutants nor had he even caught their scents in this place. Vultureman, it seemed, was flying solo. Such would not be a problem other normal circumstances.

Unfortunately, these were far from normal circumstances.

Tygra reviewed what he knew, being able to do little else. He knew that Vultureman had been conducting experiments with the meteor rocks, and had developed a way to amass immense physical abilities from them. What he could see of the Mutant's lab lent him no clues as to how.

Second, and most disturbing, was that one of the side-effects of the process had resulted in rapidly developing psychosis. While Vultureman could never have been called a bastion of rational thought, his patterns had so deviated from the norm of Mutantkind as to be more than a little frightening. Though he was no expert in the field of psychiatrics, the complete change in Vultureman's moods and mannerisms indicated a growing detachment from reason. It was not

just being power drunk, nor was it overblown to the point of megalomania. It was cold, hard, and in many ways unspeakable. Vultureman was building to something, most likely the death of the ThunderCats, and he had a specific plan for making it happen. Escape was not an option, not with the way the two of them had been bound, so they had no choice but to wait for a chance to jump from this train he and Cheetara were on.

The low rumble both echoed in the dark confines of the lab and rumbled slightly beneath them through the floor. Their captor, it seemed, had returned.

Cheetara reigned in her indignant fury at the sound of Vultureman's return. She remained silent, refusing to cry out as the sound of his approach neared. Her eyes resumed a hard stare, not all that difficult, in waiting for him to appear. There was no way she'd look cowed, not for that little...

PANTHRO?! she silently screamed, seeing the strongest ThunderCat trussed and slung over Vultureman's scrawny shoulder. How? she thought. HOW?! What the FUCK was going ON here?

"I brought you some company," Vultureman said as he set Panthro's unconscious form down between them. His breathing was troubled, not helped by the tape over his lips, and the brusing on his side indicative of damaged ribs.

How did you do it? she thought, switching her gaze between Vultureman and her friend. How did you get Panthro? The answer was simple, she realized. Speed wasn't the only thing about the Mutant which had changed recently.

Focus, she told herself as Vultureman rose to his full height. He's gotten three of us. That leaves three more.

Okay, *that's* not reassuring.

She had to assume Panthro had been out looking for her and Tygra. That also meant Lion-O had been as well. Snarf had likely joined his former charge. That left only the kittens minding the Lair...

And none of them could know what was happening. That thought hit her like a splash of icy water. Lion-O was probably out on his own with no clue as to the increasingly desperate situation facing the ThunderCats. WilyKit and WilyKat were likely in the Lair holding down the fort. With what she had seen of Vultureman's new powers, either one was a choice target.

Struggling for two hours, she thought, and I'm no closer to escape. From the look of things, the Mutant had the bulk of the ThunderCats' fighting force in his grip. Kidnapping the rest would take little effort.

"I have a few more preparations to make," he cawed. "You three just get good and comfy. It's almost over for you, now." Vultureman strode away, muttering to himself and leaving her with a burning fury in her heart.

"MMMMMMMMMMM!" she cried as she renewed her fight for freedom. If it came down to that, she would face her own death with the dignity of a ThunderCat but there was no way she'd simply give up without a battle! To do so would be to dishonor all she was as a woman, a Thunderian, and a warrior. The anger burned red hot in her breast and sent waves of heat through her veins which staved off the despair which had begun to encroach on the edges of her consciousness and it felt oh, so *good*!

If I'm going down, she thought while twisting her wrists as much as the shackles upon them would allow, I'll go down swinging!

Stubbornly, one despairing thought refused to go away. Things still weren't looking good for the home team.

Things're shaping up for the home team, Vultureman thought giddily as he entered the hangar at the rear of his workshop. The Flying Machine was there, he saw, its blood shaded armor plating seeming to suck the light from the overhead fixtures. He chuckled despite himself at the irony of needing such a thing with his new power. Even if he'd been capable of flight, and he had no indication that such was on the list of his abilities, he wasn't a damn passenger liner. In fact, summoning the machine by remote had been a fortunate thing.

He hadn't meant to injure Panthro quite so badly...

(You did, you know you did and it felt so fucking GOOD!)

...and Vultureman wanted the ThunderCat alive to see Lion-O's ultimate downfall. All of them deserved to see their leader fall so completely from grace that word of it would spread across the galaxy and the memory of the ThunderCats would be reduced to a joke told in seedy bars on space stations where the drinks were as questionable as the clientele.

You have to keep focused, he admonished himself while retrieving a spare power module from a shelf lined with extra parts for his personal flyer. Just two more to get, now, and you don't want to get careless with them.

It should be another easy win, Vultureman thought. He gently opened the port to the innards of the machine. There was no way that dolt Lion-O could have a clue to what was going on. Even if he used the Eye's second sight, he would not see his friends in here. The electromagnetic resonance of the earth beneath this spot would jam the Eye, as it did the sensor equipment in Castle Plun-Darr. His own equipment worked here only because of the EM shielding he'd layered over the delicate systems before converting these caves into his retreat.

Vultureman smiled to himself after sealing the access port. Nearly everything was in place.

==========

Lion-O refused to slow as he charged through the treeline and into the veldt which rested between the wreck of the ThunderTank and Sector 33.1, his mind awhirl with possibilities and nightmare scenarios.

Someone had kidnapped three of the ThunderCats in a matter of hours. The Mutants had managed such once with specialized traps and Mumm-Ra's assistance. Had they teamed up in such a way again?

Another possibility was that Safari Joe had tried to do it again. It had taken him an entire day to stalk and abduct the ThunderCats, but nothing said he had to stick with the same tactics.

The ThunderTank, he thought, and that was where all the possibilities came crashing to a halt. Except one.

The ThunderCats were facing an entirely new enemy. One that was capable of feats unheard of, and wanted them for... What? To kill them? Enslave them? Keep them as trophies in some sick display? The possibilites were as endless as they were horrific.

Don't get too far ahead of yourself, he thought as the high grasses of the veldt brushed past his exposed legs. Besides, the ThunderKittens were cooped up nice and secure in the Lair. At least they were safe.

==========

Having set his aircraft down a safe distance from the sensors of Cat's Lair, Vultureman hefted his three captives from the rear compartment before leaping down, ignoring the muffled cries of protest from the two who were still conscious. He had connected lengths of chain through their bonds and held them over his shoulder in a grotesque imitation of someone bearing presents before tearing off toward the home of his hated enemies.

"Welcome home," he cawed on reaching the front door of the Lair and frowned at the sight. The main entrance was sealed with a heavy blast door and shutters closed off the visible windows. Sealed? he thought. Could Lion-O have ordered this? "Looks like he's a little smarter than I gave him credit for," Vultureman said, glancing back at the captive ThunderCats he had set down at the head of the stairs which led to the entrance. "But, only a little. Doesn't really matter if he's guessed what's up, now does it?" Tygra and Cheetara glared daggers at him, and Panthro was only just beginning to stir. Vultureman faced the sealed door once more, a sick grin forming on his somewhat malleable beak as he slammed his taloned fingers through the doorjamb and peeled the heavy barricade back to expose the main entrance beneath.

NO! Tygra screamed, which came out a muffled protest as Vultureman forced his way into the Lair. If the Lair had been sealed, then Lion-O must have some idea of what was happening, yet his leader's glimmer of foresight did nothing to alleviate Tygra's mounting horror at what was

taking place. WilyKit and WilyKat had to be in there, and they'd be defenseless against this newly-powered Mutant!

STOP THIS! he roared silently. STAY AWAY FROM THEM, DAMN YOU!! The shackles on his wrists dug deeper cuts into his skin as he renewed his struggles with a vengeance. He did not care how much it hurt him, he couldn't let Vultureman do something so evil! He COULDN'T!

Vultureman tossed an arrogant smirk over his feathered shoulder as if to say, "Why, yes, Tygra, you certainly *can* let me do this." He then entered the Lair, as cavalier as anything, and Tygra couldn't even scream.

"Someone's at the door," WilyKit said. Her eyes widened in stunned horror as he mind tried to wrap itself around what the monitor showed. "VULTUREMAN?!" she squawked as the Mutant sauntered up to the sealed doorway.

"The others..." her brother croaked on seeing Panthro, Cheetara, and Tygra chained and gagged on the top of the stairs. WilyKit paused, unsure of what she should, or even could, do. The sheer strangeness of the sight captivated her attention for a few fateful moments. How could Vultureman, of all the Mutants, manage to capture three ThunderCats? Alone, no less?!

"We've gotta call Lion-O," WilyKat said. "Now!"

"On it... Whoa!" Her fingers paused just above the comm panel as alarms began to wail and damage alerts overlaid the bizzare image on the main screen. She watched as the image of Vultureman pried open the heavy blast door with no trouble, the stone around it beginning to crack as the metal hatch bent. "No way..." WilyKit gasped as, once the blast door was peeled away, the main entrance disintegrated in a cloud of dust and a hail of shattered fragments.

"CRAP!" WilyKat shouted, leaping into the seat before the console to the main screen's right. "Engaging auto-turret!" The image of their three friends shrank to the top left corner and Vultureman filled the remaining space as he stalked across the threshold of Cat's Lair.

On his screen, the young Wildcat got a face-front view of Vultureman's ugly mug which was overlain with a crosshair sight and the blinking words LOCK-ON showing that the defense turret had him pegged.

"FIRE!" he cried unnecessarily as the thin beam of red energy hit home in the Mutant's chest. Vultureman began to laugh as the stun charge washed harmlessly across his torso and approached with the same cocky strut which had carried him inside. Anger rising with alarm, WilyKat increased the intensity of the beam. The Mutant seemed not to notice as the lance of red grew brighter and brighter.

"It's not working!" his sister exclaimed, her voice both awed and worried.

"Ya think?!" WilyKat snapped back just before, on the screens, two different perspectives of Vultureman fired twin streams of shimmering heat from his eyes into the turret. The device burst open in a shower of sparks and melted slag and fell to the floor in a smoldering heap.

"Oh, craaaap..."

"Engage alternate measures!" WilyKit ordered briskly. "We... Where'd he go?"

"I've lost him, too! Wait... KIT! HE'S..." WilyKat didn't have time to finish. The door at the back of the control chamber opened with a terrible wrenching sound, the metal crumpling like an accordion and Vultureman sauntered through.

"We can do this one of two ways," he said as the twins rose and faced the Mutant side-by-side. "The hard way, or the other hard way."

"How about this way?" WilyKat snarled, readying a pellet. WilyKit had one primed as well, identical to his. As one, they lobbed the smoke bombs and made to bolt around Vultureman.

Pathetic, Vultureman thought while the two pellets tumbled end-over-end as he sped himself up. It was a strange sensation, being able to move normally while everything around him ground to a near-halt. He took a shallow breath into his lungs and released it with enough force to shove the pellets back at the brats who'd thrown them. His perception of time returned to normal just when the smoke bombs burst.

The ThunderKittens coughed and choked on the thick cloud they had meant to use as an escape. He resisted the urge to cackle wildly at the sight, though such control was becoming more and more difficult. He was in the home stretch, now, and could ill afford to go on a rampage. That, he would save for the doddering old Mutants of Plun-Darr's High Command. Not letting the kittens get over their coughing fit, Vultureman dashed into the fading smoke and the last of his targets were secured. It was fotunate, he thought, that they had their lariats with them. Vultureman's supply of free chains had bottomed out and rope was something he didn't keep very much of.

Yeah, WilyKit thought, trussed beside her brother on the floor of the control room, this sucks. She looked at her brother and found he was having as little luck getting free as she was having.

"You okay, Bro?" she asked in a low whisper.

"Been a lot better," he said through clenched teeth. "Can you get free?"

"You think I'm not trying?"

"How'd he get the others?" WilyKat asked. "What did he do?"

"I don't know, but I don't like it one bit." WilyKit looked up at the main screen to see Vultureman accessing the comm panel. "He's gonna call his Mutant buddies," she groused.

"On our emergency frequency?" WilyKat asked, bewildered. The twins snapped their gazes to each other, having come to the same conclusion. It wasn't Slythe he was going to call.

It was Lion-O.

"Whatever beak-face's trap is," she began.

"We can't let him lure Lion-O into it," WilyKat finished.

"What's the problem, Kits?" Lion-O's harried voice asked from the speakers. They both nodded to eachother.

==========

Lion-O had yet to arrive at Sector 33.1 when his communicator began to chirp wildly from his left hip. He didn't stop running as he brought to his face, yet came to a sudden halt when the bright red emergency message started blinking on the surface. A swell of dread seemed to loom just over his shoulder as he opened the channel.

"What's the problem, Kits?" he asked, knowing they would never use the emergency frequency without a damn good reason. The swell crashed over him like a vile surf at the sound of their screaming, terrified voices.

"DON'T COME HERE, LION-O!"

"TRAP!!"

"HE'S GOT US ALL! STAY AWAY!!"

It didn't help, he thought for a numb second. Even though he'd ordered the Lair sealed, whatever was behind this had gotten in anyway.

"Who?!" he bellowed, trying to will them to be calm over the channel. "Who has you? What's..."

"HE'S GMMMMPHH!"

"WilyKit!"

"DON'T... MMMMMMMM!"

"WILYKIT! WILYKAT! Damnit, whoever you are, RELASE THEM RIGHT NOW!" Lion-O roared, his own enraged voice echoing madly in the forest at the edge of the Warrior Maiden's territory. His only reply for a few seconds was the muffled voices of the twins until the last voice he had expected to hear that day spoke.

"Kittens should be seen, not heard," Vultureman's squawking voice replied. Enraged, Lion-O did not notice the unusual timbre of the Mutant's words. "What *have* you cats been teaching them?"

"If you don't let them go right the hell NOW!" Lion-O began, "I'll use your feathers to make a new duster for Snarf!!!"

"Sure you will. Listen up, ThunderPunk, and listen GOOD! I've got them. All of them."

That statement managed to pierce the tide of blood-red rage which frothed in Lion-O's mind for a moment. All of them? All the ThunderCats?

"You and those other little Mutant freaks..."

"DON'T GROUP ME WITH THOSE SACKS OF DOGSHIT!" Vultureman's voice reached a pitch shrill enough to nearly overwhelm the communicator's speaker. "Not if you want to make sure these darling kitties are in one piece when you arrive!"

"Lion-O..." Snarf moaned from his right. Lion-O ignored it. He had eyes and ears only for Vultureman and could already feel his fist buried in the Mutant's face.

"You're not dealing with Slythe, Monkian, or Jackalman. Not even Mumm-Ra this time. Only Vultureman! I've decided to throw a party for the Lord of the ThunderCats," he said, his voice becoming calmer by degrees with each word. "I've already invited all your buddies, and they're hanging around waiting for the cat of the hour."

"If you've hurt them..."

"The doors close in an hour, though, and the party starts with or without you. Trust me, Lion-O you won't wanna miss it. It's gonna be a real scream." With that, Vultureman clicked off and Lion-O began to snarl deep in his throat, growing into a growl that would have erupted in a roar had the ephemeral image of Jaga not appeared then.

"Lion-O!" Jaga exclaimed on coming into view directly in his path.

"No time, Jaga!" he replied. "I..."

"You must *not* face Vultureman alone," the spirit said, his tone urgent.

"I don't have a choice," Lion-O said, "he's abducted all the other ThunderCats, and in an hour he'll kill them! He made that pretty clear!"

"Vultureman has gained great power, Lion-O, greater than you know! Should you face him alone, you will not survive! There is one on Third Earth who *can* stand up to Vultureman's new might..."

"I don't have time to search for someone I've never met!" Lion-O snapped. "After my final Annointment Trial, you said part of being Lord of the ThunderCats is making my own decisions, and making them work. Vultureman may have taken the decision from me, but I still have to make it work for the ThunderCats!"

"Lion-O!" Jaga called as the young one-day king rushed headlong toward what could only be the death of all the ThunderCats. There was no more time, now. He had to seek the young man he'd been appearing before for weeks, had to *make* him understand, or all was lost. The ThunderCats would not reject him, nor fear him.

"Jaga," Snarf began, looking about uncertainly, "I don't know if you're still here, but please watch over Lion-O." Snarf began to lope after Lion-O, who had already put a fair amount of distance between himself and the diminutive nursemaid.

"I shall do all I can," the spirit replied before fading away.

==========

Willa crouched on a thick bough, grateful for the shade given by the thick canopy of the forest in the middle of what had to be the hottest day yet this summer. Despite the cool of the shade, she still found herself wiping sweat from her brow every so often. If she hadn't known better, she could have sworn that this summer was hotter than the one past.

There was a waterfall-fed lake in the area of the Treetop Kingdom which neared the northern cliffs, and it was perfect for such a hot day. A quick swim would do wonders, and there weren't many brave enough to spy on the queen of the Warrior Maidens bathing, man or woman. She'd had hunches someone had been watching, yet had never found any proof.

Furious footfalls rustled the dry undergrowth to her left and Willa reached for her dagger out of instinct. Life in the deep forest often went by the rule of kill or be killed even for Warrior Maidens.

What? she thought at the sight of Lion-O charging into the clearing with the angriest look she had ever seen on his face. His thick legs were pistoning like mad as he raced beneath her position without so much as a look upward. He vanished into the trees again a moment later, the only sight of him patches of his red mane between the trunks. Something had to be *very* wrong for him to be in such a rush, and for him to be so upset.

Upset wasn't the word. Lion-O was completely pissed off. Wondering what could have happened, she started to rise when a smaller rustle sounded from the same direction he had just come from.

Every muscle ached and a deep stitch had formed in his side, yet Snarf kept up the brutal pace. Fear and worry for Lion-O had kept him going so far, yet his reserves of strength had been badly flagging for several minutes until they finally gave out and Snarf lost all footing. He tumbled for

a moment before coming to a rest in a clearing in the Treetop Kingdom. He knew he had to get up, keep going, but his body hurt so much and he couldn't catch his breath.

Not as young... as I used to be... Gotta... He was too exhausted to even be startled when a pair of strong feminine legs appeared in his vision. He followed them up to the hem of a short fur tunic which he knew to be Willa's.

"Snarf?" she began, a puzzled expression on her face. "What's happening here? I've never seen Lion-O so fired up before."

"Lair..." he gasped, unable to form a complete sentence. "Vultureman..."

"Vultureman's in your Cat's Lair?"

"Kidnapped... the others... phew... He's got them all..."

"Let me get this straight," Willa replied. "Vultureman's somehow captured *all* of the other ThunderCats, and is holding them in the Lair itself?"

"Pretty... Much..."

"And how could Vultureman, of all that loathsome crew, manage to do this on his own?"

"Jaga said to... Lion-O that he'd... gotten power. Told him not to tackle Vultureman... alone." Gradually, Snarf's breath returned to him. "He's in big trouble! That boy's gonna be the death of me." Snarf hoped his words would not prove prophetic once his recounting of what Lion-O's responses to Jaga led him to believe. Sometimes Snarf wished Jaga would appear to any of the others once. "Hey, what...?"

"You said it yourself," Willa said as she lifted him into her arms. "Lion-O's in danger. That's enough for me. Let's go!"

"Wait!" he gasped as Willa broke into a run along the same path the Lord of the ThunderCats had taken. "I can't ask you to put yourself in danger for us!"

"Then it's a good thing you don't need to," Willa replied. "At least, we might be able to free the others while Lion-O keeps that buzzard busy."

"Well... It's worth a shot, at least. Thanks, Willa."

"Don't mention it."

==========

"Why do you keep following me?!" he exclaimed as Jaga appeared before the young man. His young, strong face was set in a mask of heartsick pain, sea-blue eyes windows into a soul which

has known a harsh betrayal. His midnight black hair hung somewhat long and bedraggled, and his white shirt and plain brown pants were becoming frayed. He looked as though he hadn't slept in a real bed in over a month.

Jaga knew that such was, indeed, the case. Having been essentially forced to leave all the people he ever knew and cared about after saving their entire village from the ravages of an earthquake, his entire view of others had been slanted to the darkness. At the behest of the other spirit with whom he had kept tabs on the young man, Jaga had been trying to coax him into at least meeting the ThunderCats.

The time for coaxing, Jaga knew, had passed. It was time to play hardball.

"They are in imminent danger," he said simply. "If you do not help, then they will die. And Third Earth will know an evil unlike any it has encountered before."

"Those ThunderCats?" he asked, and Jaga was releived to see that his true nature was still there, that he still felt the need to help others. "Are you..."

"There is no time for further debate," Jaga said, keeping his voice firm. "A Mutant by the name of Vultureman has created a super power serum using meteor rock as the primary ingredient."

"What?!"

"His intent is to cold bloodedly murder the ThunderCats in front of Lion-O, then end his life slowly."

"Oh. Oh, no..." He looked up, then, and Jaga knew he had him. Still, he had to make sure the hook was set as firm as it could be. The young man would need to know about Vultureman's power as well. It wasn't as low a blow as it could be.

"I am known for many things," Jaga continued, "but lying is not one of them. If you refuse this time, lives will be ended. Lives you..."

"Okay!" he exclaimed, holding up a hand with the palm out. "Okay. I get you. I'll help them."

"Thank you. They are currently in Cat's Lair. You recall how to find it, I trust?"

"Yes. I remember. Jaga, what kind of powers did this vulture guy gain from the meteor rocks?"

"Yours," Jaga said simply.

"Mine?!" His eyes widened in horror at the thought of his own abilities being mis-used. His inherent goodness had not been as dimmed as Jaga had once feared.

"Every ability, and at your intensity. All that you have gained over the years, he has managed to gain in an instant."

"That with meteor rock... He's got to be out of his mind right now, or close to it!" The young man wasted no more words, departing toward distant Cat's Lair with a great *WHOOOOOOSH*.

"I only hope you are fast enough to stop this," Jaga said as he vanished. He could not return to the Astral Planes just yet, however. His help might still be needed.

No. It would definitely be needed.

==========

Son... of a bitch! Panthro thought as the enormous pain in his sides finally dredged him back to the conscious world. His eyes remained shut as he fought for control over the agony, to determine just what exactly was wrong.

Broken ribs, he realized. A few, at least! He recalled his short fight with Vultureman, reviewing what he had seen before the blackness had claimed him and unable to fully comprehend how it had all happened. He tried to move, and found he was unable to accomplish that. Chains, he thought. Damnit! He opened his eyes then and his heart threatened to fall through the soles of his feet at what greeted his sight.

Never thought I'd wake up *to* a nightmare, he said to himself at the sight of Lion-O on the floor.

==========

Earlier:

The arcology of Cat's Lair stood majestic as Lion-O commanded even more from his now-aching legs. He crossed the bridge at a sprint he'd maintained for a dangerous length of time, up the stairs without a second thought, and paused briefly to note that both the main doors and the blast door which should have covered them were both gone. The fury which had beat like a second heart in his chest began to thud even harder as he charged into the open doorway...

Like all the others, Lion-O never saw it coming. A force slammed into the middle of his back hard enough to lift him off of his feet and send him sailing into the curved wall at the rear of Cat's Lair's foyer. He twisted about, barely able to get his feet in place to absorb the murderous impact and almost didn't make the somersault to land upright. His legs now throbbed, the endorphins the strenuous run produced barely attenuating the pain.

"WHERE ARE THEY?!" he shouted, donning the claw shield and brandishing the Sword of Omens at the leering face of Vultureman. The Mutant remained silent as he effortlessly picked up the blast door and rammed it into place where the main door had once sat. Sparks began to fly from the edges of it as jets of heat from Vultureman's eyes welded it into the doorframe.

If he needs some convincing, that's fine by me!

"HO!" A beam of sapphire shot from the blade only to wash harmlessly against Vultureman's back as he continued to seal them both in. Lion-O relented, rage tinting his vision red as he once more demanded to know about his friends. With a slow and easy motion, Vultureman pointed upward without the slightest deviation from his task.

Great Jaga, NO!

He saw them all, dangling from the ceiling and howling futilely from behind the layers of tape which had them all silenced. Cheetara had been secured with straps of bent metal, while Tygra and Panthro had been placed in chains. The kittens, both staring down at him with wide and terrified eyes, had been bound with their own lariats. Panthro was only semiconscious, he noted.

"What have you done to them?!" he demanded as Vultureman finished welding the blast door in place.

"What the fuck does it look like, you moronic ass?" the Mutant replied, turning about to face him. Lion-O took one look into those glowing green eyes and Jaga's warning returned in force.

I have to win, he told himself. The ThunderCats are counting on me.

Willa increased her pace, panting at the run, as she began to climb the steps with Snarf cradled against her breast. Her bare feet began to sting at the brutal pace, yet she did not care. More and more, she felt that Lion-O was racing toward his demise, and that she was in a waking version of a dream she'd had as a girl. She would run and run yet get nowhere while the dark things drew relentlessly closer.

She crested the stairs in time to see Lion-O snatched across the threshold and a thick metal door slam into the open space hard enough to jam it firmly in place. Snaf leapt out of her arms, then, and both raced to the barricade as a line of red heat began to expand about its outer edges.

"Owwww..." she said, rubbing her shoulder after a fruitless impact. She and Snarf then commenced to shoving and pounding against the closed entryway.

"Lion-OOOO!!!" Snarf wailed, tears beginning to form in his eyes. "LIOON-OOOO!!!!!!"

"SNARF!" she shouted, snapping the small being's attention to her. "Is there another way in?!"

"Not now!" Snarf nearly wailed. "Lion-O had the kittens seal off the Lair earlier! We're STUCK OUT HERE!!!" Snarf began to pound ineffectually on the barrier once more, shouting Lion-O's name in a state of near panic.

The line of heat finished its circuit about the door.

And, muffled but still audible, the screams began.

"Oh, no... Lion-O..." Willa felt her heart freeze at the thought of what was happening to him, to all of them, in their home. What that damned Vultureman seemed to be turning into their execution plaza.

==========

The barren and blasted plains beneath the three peaks of Darkside bore silent witness as a cloud of dust rose behind the scorching speed of one man. Though he had been betrayed and abandoned by many of those whom he once loved, his burning desire to see others pulled from the gaping jaws of death was bright in a way it had not been in a long time. Several statues, in truth alien beings frozen in volcanic rock, bore silent and sightless witness as he shot past.

Just hold on, he thought as he raced ever closer.

==========

Lion-O did not hear the pounding on the door over the storm that raged in his body as he charged Vultureman. The Mutant stood ready, as though the Lord of the Thunder...

"GYAAAAGH!" Lion-O cried out as the fire raged sudden and white-hot along one side. The floor of Cat's Lair greeted his back as he slid along it, kicking upright once more with the Sword of Omens still in his grasp.

Broken ribs, he thought, gasping for breath and sizing Vulureman up once more. Jaga's warning about not taking him on alone returned, seeming to leer at him as the Mutant stalked slowly over to his position.

"Finally," he said, cracking his knuckles with the sound of gunshots. "You have no idea how long I've dreamt of having you at my mercy. Thank you, Lion-O, for rushing so willingly into my trap."

"H... HOOOO!" The beam from the Sword, just as before, splashed across Vultureman's skin and this time the Mutant howled with laughter.

"Is that it?" he asked, stalking toward him against the torrent of power as though it were merely a lightshow. "Is this the might of the Lord of the ThunderCats? Your father would be sick with disappointment to see this!"

"Don't... you... DARE... refer to him that way!" The rage raced neck-and-neck with the pain in his side as he commanded more power from the Sword. Vultureman's approached halted, yet Lion-O's relief was only temporary as the Mutant wrapped his arms about his torso and began to laugh hysterically. The power faded and Vultureman's gales of laughter slowed to mere chuckles.

"Well," he began, slightly breathless, "it seems I'm not completely invulnerable after all. Still a little ticklish."

That... Lion-O thought, shaken, only *tickled* him?! There was no more time for thought once Vultureman had covered the distance between them faster than his eyes could track and the impact slammed home into his abdomen. His feet left the floor and his back impacted the far wall of the Lair's foyer hard enough for color to wash out of his vision for a moment. Pain seemed to define every aspect of his physical form and radiated from his badly abused muscles and his cracked ribs. Lion-O's back throbbed in sickening waves as he slid down to the floor.

Have to get up, he thought and even that seemed distant. Have to... get off my ass... and kick HIS!!

"Never give up," Vultureman gloated from the center of the room, "never surrender. That's right, Lion-O, don't disappoint me by dying too soon." Lion-O slowly regained his feet and the world swam out of focus for a moment. His vision righted itself

only to find Vultureman eyeing the Sword of Omens as though he had never seen it before.

"You can't control the Sword," Lion-O said, his voice steadier than he felt.

"Who says I want to? Lion-O, Lion-O," the Mutant said, shaking his head, "what could I possibly want your sword for? I've tasted *real* power. You know, the kind that lets me kidnap the ThunderCats and smack their leader around like a frightened little bitch. Honestly, I don't know *why* I've wasted so much time lusting after this pathetic little pocket knife." Lion-O could only watch as Vultureman launched the Sword of Omens tip-first at the blast door where the force of the throw embedded it up to the Eye in its hilt.

"You won't win..." Breathing was becoming more difficult and Lion-O began to taste blood at the back of his throat as the pain of his abused ribs began to grow worse.

"You never were the sharpest knife in the drawer, were you? I've ALREADY won!" Vultureman swept his arm to indicate the captive ThunderCats dangling helplessly from the ceiling. "I mean, do you not see them? Are you so damned stupid that you can't tell how much I've hurt you? I've won, and this is BORING THE SHIT OUTTA ME!!!"

Willa's fist paused in mid-pound, sore and throbbing, when the blade of Lion-O's sword pierced the sealed doorway all at once. She stared at it in open dismay and her heart felt as though melting ice flowed through it rather than blood.

"Ohhh noooo..." Snarf wailed, tears falling from his eyes. Then came the scream from the other side, loud enough it seemed to shake the heavens, a desperate, unrestrained howl of pure agony. And it was Lion-O's voice.

"Lion-O... No..." Willa leaned against the barricade, her heart wanting to tear itself in two. It just wasn't right! All those times the ThunderCats had stood for the people of Third Earth and, when the ThunderCats themselves needed help, not a soul could stand up for them. "It's so unfair!" she exclaimed, beating on the door once again. Her mind was spinning with horror, and the one errant thought shot across its surface despite her normally iron will.

Don't let me lose you, Lion-O, that thought said.

==========

He saw the Bolkin village racing nearer, a settlement which was more shantytown than farming community in one of the less fertile regions of Third Earth. He did not slow, having already plotted his course through the small gathering of sheep-like people. They would not see him pass through and so much the better. Time for those ThunderCats, he felt, was growing desperately short.

The Bolkin village passed by in a blur of muted browns and his charge to Cat's Lair continued on.

"WHAT THE...?!" the Bolkin shouted, his simple robe billowing about his wooly frame. The donkey which he had been trying to secure brayed loudly in sudden fear, thrashing in an attempt to bolt.

"There, there, fellow," another Bolkin said, running up to the frightened mount and stroking it at the base of its jaw. The animal began to relax at the touch, becoming more and more calm. "What was that just now, Bundan?" The other Bolkin asked.

"The wind, maybe?" The two of them glanced at the wide, dusty thoroughfare in the center of their town with wonder.

"I've never known the wind to leave footprints..."

==========

Lion-O gathered his will, his anger, and forced his body to move. He charged Vultureman for all he was worth, claw shield ready and aimed at the Mutant's beak. His words to Jaga came back to taunt him and he shoved them rudely away. He had to stop this! He couldn't let everything end this way!

"GGGRRAAAAAAARRHH!" The claw swung around in a savage arc, every ounce of his remaining strength poured into his arm, his fist, as it smashed into Vultureman's face at the base of his beak. The impact, as if he had punched a steel wall, travelled up his arm and the Mutant shook his head with a harsh laugh.

"I've had enough of this," Vultureman said. Lion-O felt the unnaturally strong hand clamp his throat shut and hoist him as if he were a kitten. Desperate, he grasped the offending appendage with both hands, yet Vultureman's arm did not so much as budge. "What say we get to the meat of tonight's feature, hmmm?"

Vultureman couldn't believe it. Here he was, Lion-O at his mercy, the ThunderCats helpless, and he was bored. Bored! He should be exultant, absolutely giddy even! This moment of ultimate triumph should have been better than sex!

Yet, all he wanted was to have done with it. It had been far too easy. No challenge at all! Oh, well, he thought as he choke-slammed the self-righteous Lord of the ThunderCats to the floor, at least this part should entertain me. Before Lion-O could attempt to rise once more, Vultureman pressed his foot down on his right arm and pulled out the spare rebar he'd procured from his lab.

Thaaaaat's more like it! he thought with glee as the three feet of steel speared Lion-O's palm and the stone of the Lair's floor. The ThunderCat's howls of agony were as beautiful music, the muffled cries of rage and horror from the ones hanging above playing a lovely counterpoint to the melody.

"Stick around for the main event, Lion-O," he said, bending the six inches of steel still sticking up paralell to the cat's fingers. "And, if you're not careful, you might learn something!" He looked up at them, once more joyous. Yes, it all made sense. Perfect sense.

"Y'see, Lion-O," he began, pacing back and forth beneath the restrained ThunderCats, "this isn't revenge. Not really. Conquest, old vendettas, strife between Thunderians and Mutants, none of that is involved. Hell, even the whole good-and-evil thing means less than a shit sandwich on a cold morning."

"What... are you babbling about?!" Lion-O demanded. "Let. Them. GO!"

"After I went through the good time and trouble to kidnap them in the first place? Are you fucking RETARDED?!" Vultureman brought himself back under a control that was more tenuous than he knew. "Ever since you ThunderCats got here, you've dominated this world."

"Ngghh... You're... calling ME retarded?! We've done no such thing! Ruling Third Earth is what you scumbags want, what Mumm-Ra wants!"

"And you've all done a splendid job of oppressing them, as well." Vultureman halted his pacing, standing directly in front of Lion-O. He could feel it building, coming faster and faster like an out of control transport freighter. "Might makes right!" he exclaimed, levelling an accusatory finger at his beaten enemy. "You were mightier than the people of Third Earth, and as such you dominated them. It's only the natural way, Lion-O."

"We do no such thing!"

"Really? Whose weather analysis do the Wollos and Bolkins count on to provide greater harvests? Whose medical knowledge do the savages on this planet use to supplement their own? Whose weapons have defended them from Mutant assault again and again and again?"

"It's called doing what's right, buzzard!" Lion-O roared, indignant. "Whatever powers you've gained, you'll still never understand that!" Vultureman merely shrugged.

"Whatever you have to tell yourself to sleep at night," he replied. "Your methods are different, true. More 'Kill 'em With Kindness' and less heavy-handed ham-fisted greed. But the truth is, and I don't know if it just never occurs to you or you just gloss it over, is that in the end the

ThunderCats aren't as different from the Mutants or Mumm-Ra as you'd have others believe. Or yourselves, for that matter."

"Are you insane?!"

"No. Quite the contrary. I am as sane as can be. My actions, looked at in this light, are for the good of all really. I'm not killing their protectors, I'm liberating them from their oppressors! I'm the good guy this time!"

Willa could not stop the shudder which shook her to the core at Vultureman's words, his voice loud enough to carry past the barrier. He was mad, completely mad, and there was nothing she could do to stop him. Unless...

"Snarf, are you certain there's no other way to get inside?"

"None... oh, rrwwlll... Lion-O... I'm so sorry..."

She resisted the urge to break down, she would not give in. No matter how much the thought of what was happening in there hurt. No matter how humiliating it was to be thwarted by something as simple as a sealed door.

Lion-O...

==========

A Wollo village appeared before him, the inhabitants bustling about on their daily routines. It would be a bit tight, as there were far more people about here, but he could make it. Some ruffled skirts and lost hats were insignificant. He knew, deep within, that time for the ThunderCats was almost up and he still had no small distance to cover.

"What in God's Name...?" Salvador shouted, his hat having parted company with his bald pate and his coat billowng madly for a second. Like the other Wollos in his village, he looked frantically about. Whatever had just blazed through the center of their home had been in one all-fired hurry.

And, Salvador thought, it couldn't have been Cheetara...

==========

Vultureman spared one more glance at Lion-O's prone form, the bent piece of visible rebar still holding his hand in place. All was finally ready. Time to be done with this.

"You're going to die here, Lion-O," he said, "but not first. All your friends are going to die before you do. Call it your punishment for such gross oppression."

"YOU LUNATIC!" Lion-O screamed. "LET THEM GO! IF YOU WANT TO KILL ME, HERE I AM!!"

"Offering me something that's already mine won't persuade me," Vultureman cooed as he gazed up at the captives. "Which one first?"

Tygra glared down at Vultureman, whose glowing emerald eyes shone with madness. Despite his desperate pleas for it not to end in such a horrid manner, the powers that be seemed insistent that things would indeed.

"Tygra, maybe?" Vultureman said. "Ya gotta watch out for the shy ones, after all. Really, though, there are better ways. He can't fight what can see him, after all."

Just get on with it, then, he thought sourly as the Mutant's gaze shifted to Cheetara. If you're going to kill us, just do it! Don't drag it out, you bastard!

Cheetara found herself wishing that, at the very least, she hadn't been gagged. There was so much verbal poison she wanted to hurl at Vultureman as he ogled her bound form that it backed up in her throat like stalled traffic.

"How about Cheetara first," Vultureman mused as if whether to have the house red or the port with his meal. Of all the ways I could go out, she thought in disgust, I never thought it would be like this. She hated to think it, but no last-second rescue seemed to be coming and there would be no miracle from the Eye to pull it out. This was it.

"So soft and feminine," Vultreman went on and the lecherous glare in his eyes made her want to vomit. "Yet strong as steel. And those curves! Tell me," he said, turning his emerald eyes to where Lion-O was struggling without success to free his hand and jerked a thumb over his shoulder at her. "Can you look me in the eye and honestly say you've never had an impure thought or two about those bodacious ta-tas? No, I don't think you can."

She kept her gaze even and cold. She would never give him the satisfaction of fear.

"Panthro? First, let me say thanks for joining us. I was beginning to worry you'd miss out on all the fun."

Fun, huh? he thought. We've got two VERY different ideas about that you shit!

"Panthro the Deadly. More like Panthro the Half-Dead. I might just start with you, just to put you out of your misery. Hey," Vultureman continued with a shrug of his shoulders, "I can afford to be a little magnanimous."

Get this sick game of yours over with! Panthro snarled behind the tape, feeling his hands around the buzzard's scrawny neck. You better hope immortality came with all that strength, 'cause I'm gonna be waiting for your ass on the other side!

==========

A Berbil village *this* far out? he thought briefly as the squat huts the strange beings used as homes neared. He began to feel some concern as he dashed through the Berbils which, to his eyes, were standing still. If this Mutant really had all his abilities, and with all the people which had settled out here, a fight between them could end up endangering innocent lives.

The Plains of Fertility should be just past here, he thought as he came ever closer to his goal. I just hope I'm not too late.

RobearBill had the questionable fortune of being the right Berbil in the right place at the right time. His optics had noted a rather large displacement of air just before the blast of wind had nearly bowled him over.

Several other Berbils, many of which had not noticed the distortion when he had, followed the path it had taken with their own optics. RobearBill had noticed something odd about it before losing track. Whatever was responsible for it had been running. VERY fast.

And, it wasn't Cheetara. She would never have torn through the middle of a village like that and, as he accessed his data on ThunderCats, her speed didn't result in such a displacement of air.

Lastly, he noticed that whatever it was had torn off in the direction of Cat's Lair.

==========

"No." WilyKit cringed as Vultureman's hideously glowing eyes locked onto hers like gunsights. "There's only one proper place to begin exterminating Third Earth's stray cat problem."

"STOP THIS, DAMNIT!!!" she heard Lion-O roar, nearly drowning out the mufled protests of the other ThunderCats beside her.

"Looks like *this* got the reaction I was hoping for," the Mutant sneered. "Yes, I'll start with them. But," he said, cocking his head, "which one first? Hmmm..."

Lion-O ignored the thundering pain in his abused body and his savaged hand as he tried valiantly to rise. He could not believe the magnitude of this failure, the base and vulgar ATROCITY of what Vultureman was about to do! The steel bar speared through his right palm held him down, an immutable thing which seemed to mock him with its presence in his hand. Get up, it seemed to say. You can do *that*, can't you?

Can't let this happen! he thought. I can't fail them like this! I FUCKING CAN'T!!!!

"So hard to decide," he heard Vultureman say and his glance over to the Mutant froze him. Oh, Jaga, NO! "I suppose there's always the old standby method." Horrified, with a sickening mixture of rage and fear roiling his insides, Lion-O could only watch as Vultureman placed a hand over his eyes while the forefinger of his other shifted between the terrified kittens.

"Eeny, Meeny, Miney..." Time seemed to freeze on that one second, and his heart finally broke. This was it, then.

I'm sorry, everyone. I know it's nowhere near enough, but oh JAGA I'm sorry!!!

For WilyKat, who dangled beside his twin sister, the moment felt as though it had reached into his chest and wrapped cold steel fingers around his heart. He wanted to shut his eyes, to hug his sister one last time, to do damn near anything other than just hang here and wait for the end, even though he knew that it would not be long when Vultureman's finger stopped.

And was pointing directly to his chest.

"Moe," Vultureman finished, removing his hand from his weirdly glowing eyes and fixing them on his own. "Sucks to be you, kid." The green light shifted to red, and WilyKat's heart broke at his sister's horrified, muffled scream of negation. They had both seen Vultureman's... heat vision seemed the best word for it... and knew what it could do. "Think of it this way," Vultureman said, his tone anything but soothing, "it'll hurt a lot, unlike anything you've ever imagined, but at the end of it you'll never be hurt again. It may be no consolation to you, though."

Lion-O tore his stare away from the black and twisted tableaux to see the Sword embedded in the blast door.

The Sword, you damned idiot! he raged at himself. You're the Lord of the damned ThunderCats, USE YOUR SWORD! He ceased to hear Vultureman's prattle, the gagged cries of terror, all of it, and roared the words with a desperation and fury he had never felt before burning in his very soul.

"SWORD OF OMENS! COME TO MY HAND!!!" The Sword practically leapt out of the blast door and into his hand with a speed that seemed to ask "What the hell took you so long?", and Lion-O wasted no time in sailing it at WilyKat. He forced the Eye to hear his will, to obey his command, and it did so in fine fashion.

WilyKat's heart felt as if it skipped several beats as the Sword streaked to him just as the red in Vultureman's eyes began to shimmer the air. The ancient blade halted a scant foot from him where it immediately became vertical. Sapphire blue energy radiated from the blade, generated by the Eye of Thundera, instantly coalescing into a hemispherical shield of raw power. The heat vision splashed against the barrier field and what would have scorched him to a crisp barely raised sweat on his face. He couldn't help but heave a sigh of relief at having so narrowly avoided death.

"Oh, for the love of..." Vultureman said, disgusted. "Y'know, sometimes struggling 'til the bitter end only makes you a bigger loser, Lion-O."

==========

That's gotta be it, he thought as the cat-like structure rose ahead. Time to put on the brakes.

He dropped out of super speed at the crest of the stairs, the violently disturbed air washing agianst the backs of a woman and a strange creature he'd never seen before, ruffling her rather short tunic and the cat-being's fur. He recognized her as a Warrior Maiden, a queen given the color of her tunic and the particular flower in her midnight hair. Why would a Warrior Maiden queen be so interested in a bunch of outsiders...

No time to think about that.

"Who are you?" Willa asked as the rather strapping young human strode purposefully toward them. Beneath the plain and servicable pants and shirt he wore, she could read a well-built physique. In a day which had gone from strange to pure hell, this somehow rated as the weirdest thing yet.

"I'm here to help," he replied, his voice soft yet strong. "One side."

"Help? You?" Snarf sputtered, incredulous. "What can you do?" The unnamed human did not answer as he stepped up to the welded blast door.

Is he human? Willa asked herself. He seemed so, yet something wasn't quite right about him. He somehow knew what was happening, and that rush of air when he arrived out of nowhere!

"OH! Oh... my..." She said lamely as his cocked fist rammed into the thick sheet of metal...

And sent it hurtling end-over-end through the entrance of Cat's Lair.

The sight which greeted him, the ThunderCats hanging bound and gagged from the ceiling of their own home and their leader held down by a bent length of metal through his hand, enraged him. That, coupled with the fact that the one responsible used abilites the same as his own to do something so evil, lent him an anger that was almost delicious in its heat.

Why don't I share some of this fire? he mused.

==========

The echoing boom from the front of the foyer had been barely enough warning. Vultureman, stunned, almost took the rocketing blast door directly to his face and only accellerating had enabled him to swat it aside to reveal the human who trod across the threshold with a look of unbridled fury on his face. He did not consider, at first, how the barricade had been made into a makeshift missile as the human came to a halt not twenty feet away, as though he were ten feet tall and laserproof.

"And just who," he began, annoyed at this latest interruption, "the fuck are you supposed to be?!"

"That doesn't matter," he replied, his voice brimming with what seemed to be righteous indignation. "You're done mis-using those abilities. I won't let you hurt anyone else!"

Vultureman could not help himself as he doubled over in gales of laughter. The sight of Willa and that pathetic Snarf racing toward the prone Lion-O went barely registered as he howled with mirth and the deepening look of rage on the human male's face only egged him on. He brayed on and on, until he could finally manage to catch a breath.

"Oh... Oh, that was GOOD! You oughtta take that act on the road."

"Shut up, Vultureman," he said. "I know how you got those powers."

"Do you?" What the...

"Stop this now," he demanded. "Powers from meteor rocks tend to come at a price." The human's statement killed any humor Vultureman felt, replacing it with worry and a cold anger.

"How do you know about that?" he hissed, his voice becoming guttural and ugly.

"It doesn't matter," the black-haired, blue-eyed human replied. "Last chance. Stop this right now!"

"Who's gonna make me? You?!"

"That's right," the unnamed man replied, the blue irises in his eyes glowing a volcanic red. "ME!" Vultureman sped himself up just a second too late. All he could do was brace against the sudden burning impact to his chest as the force of the heat beams pushed him off of his feet to sail into one ot the archways at the back of the foyer and beyond. Walls crunched into dust as the beams of heat hammered into his chest, stopping to leave him amid a tunnel of ruination complete with sparks shooting from destroyed elecrtical systems.

That..., he thought, actually HURT! Vultureman lay there amid the wreckage for a moment in stunned diesbelief. How could anything hurt him?

The serum, he thought, missing the fact that his mind was severing its last ties to reality. That bastard had somehow duplicated it!

"LION-O!!!" He ignored the frantic shouts of Willa and Snarf as the yet-unnamed man strode over to his still-prone position. The human looked at his hand with a grimace before grasping the rebar which was still visible and straightened it with what looked to be no effort.

"This might hurt some," he said apologetically.

"No time," Lion-O replied through gritted teeth as Snarf and Willa's faces appeared over his own. "Don't worry about me!"

"You're hurt pretty bad," he returned, as though he could see the injuries beneath the flesh.

"Listen to me," Lion-O said, grasping the human's shoulder with as much force as he could muster. "Whoever you are, if you can stop that maniac, then do it!"

He nodded at Lion-O's statement, yet was unsure if he truly could stop the Mutant who had duplicated the abilities which had lately ruined his life. He managed all of four steps before Vultureman's bellowing, enraged roar seemed to vibrate the walls themselves.

"YOU.... SON OF A BITCH!!!" He sped himself up in time to see the Mutant charging him in the manner of a missile.

"Whoa!" Lion-O grunted when the impact wave hit with the sound of a bomb detonating at his feet. Willa and Snarf, he saw, had been blown back by the force of the displaced air and neither the young man nor Vultureman were in sight. A shaft of brilliant sunlight drew his eyes to the jagged, gaping hole high in the front wall of Cat's Lair, where the image of the Eye of Thundera would be on the outside.

"I'll be fine, Snarf," he said, cutting off his former nursemaid before he could ask the obvious question. The Sword of Omens returned to his free hand, whence Lion-O aimed it at his captive friends. Pale blue energy gently enveloped them, snapping their bonds and shredding the tape before his slowly lowering arm carefully brought them to the floor. As they rushed over, he swung the now-shortened blade in a glittering arc into the straightened length of rebar through his palm. A sickening pop and a wave of intense pain in his palm accompanied the act of ripping his wounded hand free of the floor.

"Lion-O!" most of them said in unison as he slowly regained his feet, the pain from Vultureman's blows trying to keep him down. Willa caught his left side, bearing as much of her weight as she could. He looked up at them, each in their own state of injury, and noted with palpable relief that the kittens seemed unharmed. He took in Panthro's pallid complexion with alarm.

"Get him to the infirmary," Lion-O said, "he's hurt worse than I am."

"NO!" Panthro bellowed, grimacing. "Control room. Get me to the monitors."

"No, Panthro..."

"Look," the elder returned, eyes radiating cold fury, "that bastard's gonna pay for what he's done to us and, if I won't be the one who tears him a dozen new assholes, you can bet I'll watch the one who will!"

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Accellerated, he could see the waves of air he and Vultureman shoved aside as their roaring streak across the sky slowed. The two grasped each other's arms in a death grip, his blue eyes glaring deep into the Mutant's jade ones, and could swear he smelled whatever the bastard had eaten for breakfast just before their leap came to a crashing halt.

He extricated himself from the mound of dirt they had shoved up from the deep trench carved by their landing. Vultureman followed, shaking himself off before he began to circle. They matched step for step, one sizing up the other and neither liking what they saw.

"These abilities weren't meant for you," he said, not bothering to mention that he hadn't been too crazy about them recently himself. "You don't know what they'll do to you in the end."

"Doesn't change the fact that I have them," the Mutant replied. "The question is, how did *you* get them?"

"I've always had them, they developed..."

"BULLSHIT! How did you recreate the serum? I *will* know before I kill you."

"Serum? You shot yourself up with meteor rocks?" At least in his veins, the young man thought, those damn rocks won't affect me directly.

"Tell me..." Vultureman's voice trailed off, menace clear in its growling tone.

I have to take him down, he thought, he's directly out of his mind! I can't let him hurt anyone else!

He wasted no more time in discussion, launching forward and landing a blow to Vultureman's stomach that echoed like an explosion and knocking the other back several dozen feet.

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The image of the two circling opponents filled the main viewscreen, the ThunderCats and Willa watching with rapt attention. Their words passed unheard, the Lair's sensors being unable to enhance the sounds of their speech from so far away.

"Fourteen miles," Panthro said, managing not to wheeze. He sat before the control panel, forcing the pain back as he locked the Lair's analyzers on the super powered pair. Various readouts appeared beside and above each one, measuring and quantifying the data gleaned from each.

"That was like a bomb going off!" Tygra exclaimed as the human darted in and landed a solid blow to Vultureman, the sensors reading and then displaying the force of the hit.

"Yeah," WilyKit said from Cheetara's left, "and I hope it *hurt*!" No one could begrudge her that.

"How did Vultureman gain such power?" Willa asked, watching the unfolding battle as Vultureman's punch missed, and another from the young man slammed into the base of his beak, the force of which smashed him headlong across over seventy feet of the Plains of Fertility.

"A serum," Tygra explained, drawing everyone's attention either in part or in full. "Vultureman used meteor rocks to synthesize it."

"But... those are harmless!" Willa protested.

"They're anything but," Tygra said. "My own research made that quite clear."

"You *knew* about this?" Lion-O asked, stunned. "Don't you think you should have told us?"

"My data was too incomplete," Tygra went on, defensive. "I wanted to devise countermeasures to whatever the Mutants could use them for. I didn't know that Vultureman had beaten me to the punch." He noticed Willa nod once before activating the auxilliary comm system at the far left of the main controls. "What are you..."

"Using the radio you gave us after the last Mutant attack on the Treetop Kingdom," she said, meaning the one which they had abducted her in an attempt to force the Warrior Maidens into surrender by holding their queen hostage. "You all need medical help."

"Willa..."

"No, Lion-O," she said firmly, shaking her head. "You have all done so much for us, it's well past time we did something for you. I'll have Nayda bring supplies here, and I will hear no arguement about it."

"What a woman," Panthro said as the battle unfolded. The two combatants had begun trading blows in earnest, and the Lair's sensors recorded the force of each punch as far beyond anything beings of their size should be able to produce. "They're tearing each other apart!" Cheetara's stunned voice said before they heard Nayda over the radio.

"Go ahead, Cat's Lair."

"Nayda, ready bandages, splints, and pain blends. The ThunderCats have been attacked."

"How bad is it?" Willa's sister asked.

"Bad enough. Bring Seres and Kimmen, we'll need their skills as well."

"It must be bad, indeed..."

"WHAT A HIT!!" Lion-O exclaimed, dismayed, as the human was sent rocketing into the distance from Vultureman's double-fisted uppercut.

"Tracking... Oh, hell..." Panthro said when the computer's calculations of his trajectory popped up on the main screen. "He's gonna land right in the middle of the Treetop Kingdom!!"

"Nayda!" Willa cried into the microphone.

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Nayda recoiled at the panic in her elder sister's voice as it shrieked from the speaker.

"What?!"

"Listen to me!" the urgent tone of Willa's words brought a rising tide of dread. "No matter what, do not provoke Vultureman! He'll be there soon, order all our warriors to fall back!"

"Willa! You're not making any sense... WHAT WAS THAT?!" Nayda crouched as something hit the gound below with massive force. Instinctively, Nayda slapped the green auto-transmit button on the microphone and slung the loop of leather about her neck before charging out of the queen's hut. Nayda sprinted to the rope barrier of the main walkway of the Treetop Kingdom and looked down to find a cloud of pulverized dirt eddying slowly about the grounds below.

"Give the signal!" Willa's voice cried from the unit about her neck. "Do not attack Vultureman or the man below!"

"What about..." Nayda choked off at the rush of air. Hurriedly, she whistled for the arrows to go unlaunched as the dust of the forest floor cleared. At the end of a great trench rose a human male while the form of Vultureman came into view at the edge of the displaced wind.

He rose, shaking off the massive impact which had launched him into this forest. The dust cleared, and a confused amalgam of voices reached his ears from above. Many voices. Human voices. Alarmed, he glanced upward to see a village perched among the boughs of mighty trees, joined by suspended walkways, and a gathering of women brandishing bows notched with arrows.

Warrior Maidens, he thought in dismay. I can't let them get mixed up in this!

"Let's see if you can stand the heat, punk!" Vultrueman screamed as his emerald eyes began to glow red.

DAMNIT! he silently cursed, pushing his own heat burst into the air. The two streams of superheated energy smashed into each other, both combatants pumping more and more power into their gazes. Back and forth they struggled, neither gaining an advantage over the other for too long until he began to smell smoke and alarmed shouts finally began to register.

"They're gonna burn the whole forest down at this rate!" Lion-O exclaimed as the brushfires began to quickly spread across the dry floor of the Treetop Kingdom from where the unnamed young man and Vultureman's heated stares were colliding. Flames were beginning to lick at the trunks of the ancient trees when the black-haired human aburptly shut his eyes and Vultrueman's shimmering beams hit home in his chest.

"This is a total disaster!" Cheetara swore. "I'll bet that bastard... What's happening now?!"

His plain shirt ruined and smoking, the human rose from the ground after impacting one of the abundant trees with only a little less force than a rocket. His chest expanded as he took in an impossibly deep breath and let it out in a silent gale that began to steadily push the Mutant back. Leaves flapped madly in the midst of the impromptu hurricane, the trees themselves beginning to sway as the fires were blown from existence.

"That takes care of the fire," Willa said, her voice awed at the sight. "Now here's hoping he doesn't blow my home down instead."

He poured on more and more, ignoring the growing pain in his ribs as he exhaled harder and Vultureman's feet began to slip. With the first inch lost, the rest immediately followed suit and the Mutant parted ways with the dirt to sail backward into the copse of forest. He didn't pause to catch his breath, looking instead to the brown-haired Warrior Maiden in the pale tan two-piece fur. The world blurred to indistinction about him, everyone seeming frozen in time as he came behind her.

Nayda yelped when the stranger's voice spoke from the rear, sending her heart into her throat and her body several feet from the walkway as she spun to face him.

"Listen," he said, placing strong yet surprisingly gentle hands on her shoulders. Ordinarily, such familiar contact from an unknown man would have been a deep offense. Given the surreal display of strength she had seen from him and the way he had just appeared behind her, however, made clear that this one could do whatever he damn well pleased. "I know. Outsider, man, yeah, I get it." He wasn't even breathing hard, Nayda noticed, despite the massive rush of air he'd pushed from his lungs. "Again, is anyone hurt?"

"N.... No. I don't think so," she replied in a tone far more lame than any she would have used otherwise.

"Good," the raven-haired young man said, clearly relieved and Nayda grew more puzzled than before once he released her. "I'm sorry this happened."

"Who..." A blast of air was the only warning of his rapid departure. "...are you...?"

"Nayda!!"

"Go ahead, Willa," she replied, more confused than the first time she had seen Snarf.

"You're sure no one was harmed?" Nayda needed a second before recalling that the transmitter about her neck was sending automatically.

"Not that I can see. We lost some leaves and a few branches, but that's it. Willa, is this what's happened to the ThunderCats?"

"Vultureman happened to us," the voice of Tygra replied. "We have no idea where that human came from."

"Human?" Nayda asked before she could stop herself. "No human *I've* ever seen could do any of that!"

"Nayda, if no one needs attention over there..."

"I'll gather Kimmen and Seres. We'll be at the lair shortly." On cutting the communicator off, she began shouting for the two resident healers and for supplies.

"He's not human," Willa said, supporting her sister's claim. "With those abilities, he can't be!"

"You're sure?" Lion-O asked.

"When it comes to humans," Willa replied with an arched eyebrow, "I'm something of an expert."

"Clark is not human," Jaga said, appearing before Lion-O with his customary ephemeral glow. "There are many things you do not know about him, things he does not know himself."

"This Clark is the one you talked about earlier?" Lion-O felt a wave of embarrassed despair at having brushed off his mentor's warning earlier wash over him. That episode of petulance had very nearly cost all the ThunderCats their lives.

"Correct. Though it may not seem to be, Clark needs the ThunderCats. Even more than you need him today."

"How?!"

"I shall explain later, Lion-O," Jaga said before fading yet again.

"I've got another fix on Vultureman," Panthro snarled, his face betraying little of the debilitating pain he had to be feeling. The image on the main monitor resolved into the sight of the Mutant shouting defiantly though the sound could not reach them. "Looks pissed, that one." Without warning, the lair's sensors registered an impact comparable in force to roughly a ton of high explosive detonating and Vultureman shooting skyward away from the Treetop Kingdom.

"Jaga told me his name's Clark," Lion-O offered, each pair of eyes locked onto the sight of the human-shaped being standing where Vultureman had once been, his right arm still at the end of an upward hook.

"Whoever he is," WilyKat said, "he musta smacked Vultureman running all-out!"

"Snarrf, I bet that's gonna leave a mark!" Snarf exclaimed. Clark vanished from the screen in a quick blur just as the words "TARGET LOST" appeared atop the viewscreen.

"I'm tracking them," Tygra said from Panthro's left, the former's eyes pinched shut. "Someone get him to the infirmary."

"...'m fine..."

"No, Panthro, you're not," Cheetara said as she grasped him about the arms. "I can bind those ribs, but if you don't lay down somewhere you'll end up puncuring a lung."

"Tell me how it goes, wouldja?" Panthro managed as Cheetara helped him out of the seat.

I never really knew how strong I am, Clark thought as he raced after Vultureman across empty plains of wild grass. He had encountered people who had acquired power from the meteor rocks before, but none of them had been able to match his own abilities. Until now. He thought about how those same rocks affected him, how it felt as if he were being turned inside out whenever he got near one, and had an inkling that the Mutant didn't share that weakness.

Can't think about that now.

Clark caught sight of the wildly tumbling Vultureman and gagued the distance immediately before launching skyward. For a single instant as the Mutant spun and whirled, their eyes locked and the unreasoning hatred in those jade eyes nearly made him flinch. It was what he saw in the eyes of the people after the earthquake that had forced him to reveal his abilities after years of hiding them, stripped of suspicion and accusation, pure and elemental in its seething purity. Clark raised his arms and lowered them in a vicious haymaker that slammed into Vultureman's head and smashed him though the earth below and sent waves of displaced air outward from both impact points.

Could I have become like him? Clark asked himself just as his feet met the ground. All the feelings of hurt and betrayal, memories of his parents being exiled from their small community, guilt at having been the cause, could all of that have started him on the path to enraged delusion that Vultureman had apparently taken? Clark shoved those thoughts away. All that mattered was that a madman had powers like his, and he was the only one on Third Earth who could put a stop to him.

Even if it killed him.

Clark dashed down into the hole he had made via his fists and Vultureman's head and landed inside a massive dome of stone and stalactites. Tunnel entrances dotted the uneven walls about him, the light from the hole above refracting from the quartz and stranger stones within them.

Aside from the crater he stood in, however, there was no sign of Vultureman. Clark took a single step forward when something landed atop his head and bounced behind him. Agony wracked every fiber of his body as his powers faded and his knees buckled. He barely caught himself on his hands and the jagged edge of the crater cut his now-vulnerable flesh. Chancing a glance behind, he spotted a chunk of meteor rock no larger than a pebble by his right foot.

"Crap..." he said before his gorge tried to rise.

"Well, lookee here, folks!"

Vultureman saw the little bastard stagger and fall as he stepped from behind a twisting spire of rock. "Looks like someone's outta gas!" he cawed as the damned human writhed in obvious agony. "Must've fucked up the formula a little, huh?" Those blue eyes glared up at him, and Vultureman decided he would scoop them out first. He hated that stare.

"You won't win..."

"Why does everyone keep saying that today?" Vultureman asked, exasperated. "Those punches of yours really hurt, by the way. I think it's time you paid for that!" Reaching down, he grasped the human by the shoulder and relished in the scream as his fingers dug in before hoisting him upward. "Your powers seem to be gone, but I'm still goin' strong!"

Clark felt himself tumbling through the air, his abilities rapidly surging back just as he struck the unforgiving wall of the strange chamber had enough to embed his side into it. Pain radiated briefly until his power fully restored itself. He had no clue as to how those powers worked, or why the meteor rocks affected him so, but it was immaterial. More of those damn rocks could he down here, and he couldn't afford to go toe-to-toe with Vultureman with one of those present. He fell from the high wall and landed awkwardly, the damage to his body having taken its toll. Before either could act, a fountain of dirt plumed into the air between them to reveal a massive mole-like man in a red coat and pants who weilded a wickedly long whip.

"Outta my way, Molemaster," he heard Vultureman snarl.

"You don't give me orders, Mutant," Molemaster replied, snapping his whip and leaving a thin trail of flame along the floor. "You're here to steal my gold, aren't you?!"

"I don't have time for this shit!" Horrified, Clark could only stare as Vultureman's left right hand lashed out and Molemaster's head vanished in a spray of blood and tissue. Great gouts of it gushed up from the neck, splattering down like a sick rain.

"You son of a bitch!" Clark screamed. "He was..."

"An innocent bystander?" Vultureman asked sharply. "Not hardly. He was in my way."

"HE DIDN'T DESERVE THAT!!"

"Aren't *you* just the model hero?"

Clark took a step back, reconsidering charging him. That chunk of meteor rock was far enough away for safety, but with someone like Vultureman in the same space...

Clark turned and dashed down one of the myriad tunnels, hoping to find one close enough to the surface to get topside and, more importantly, away form any more meteor rocks. He never saw Vultureman coming until, in the middle of nine intersecting tunnels, the Mutant blindsided him and a murderously hard blow launched him through the stone ceiling of the corridor and into the afternoon heat. He had no chance to right himself before Vultureman joined his continued rise and landed a savage kick into his kidney that propelled him on a different vector through the sky.

"I've got them," Tygra announced as the lair's sensor array locked onto Clark's spinning form streaking through the air. WilyKit, for her part, let out a groan of dismay as the stranger slammed into the ground as though fired from an airborne cannon. A great cloud of dust and debris rose from the impact which no being should be able to survive.

"He's still alive," Willa said, laying a reassuring hand on the young girl's shoulder. From what we've seen, I think it'll take more than that to put this Clark down."

"Movement detected," Tygra said as Clark rose and the dust cloud dissipated. The black-haired man shook himself visibly, becoming steadier on his feet. "Crashes like an out of control starship and he just shakes it off." Tygra shook his head in amazement at the sight of it all.

"What the hell is he *made* of?" Lion-O, whose hand was now sporting a bandage after Cheetara's return from taking Panthro to the infirmary.

"Hopefully something better than Vultureman," the Cheetah returned, noticing the glance Willa slid to Lion-O and saying nothing. The two women had spoken of Willa's feelings before.

"They're at it again!" WilyKat shotued as the image of Vultureman streaked toward a waiting Clark. The two began to trade blows in earnest while Tygra's fingers flew across the control panel's buttons.

"Interesting," Tygra said softly as auras were overlaid on each combatant just as Vultureman's fist rammed home in Clark's stomach and sent him back several feet.

"Why's Vultureman's glow weaker than Clark's?" Lion-O asked.

"It appears," Tygra began, "that Vultureman's powers are not infinite."

"He's runnin' outta juice," WilyKit piped up, grinning.

"Perhaps," Tygra said, "but it appears that his abilities are still at full strength."

"So, his abilites will only disappear once he uses up all of his power," Willa said.

"That's my hypothesis. I have no idea how long it will take for Vultureman to use it all up, but I surmise.." He broke off his explanation as one quadrant of the monitor shifted to display Nayda, Kimmen, and Seres loping nearer to Cat's Lair. At the main event, all present watched as Clark grasped Vultureman's arm after a lunging punch missed his head and begin to spin in a manner that would have made a dervish envious.

"Getting dizzy, here," Cheetara quipped just before Clark released Vultureman, sailing him into the sky once again. "Those two're tearing it up all over the..."

"INCOMING!" Tygra shouted, eyes wide in alarm as the portion of the monitor which displayed the three Warrior Maidens showed Nayda stumbling and soon tripping as the lair shook with an impact.

"Don't tell me Clark tossed him back here!" Lion-O said, incredulous.

"He might not have meant to," Cheetara replied just before WilyKit gasped in horror.

"What in Jaga's name is that boy doing?!" Lion-O shouted, seeing WilyKat charging toward Nayda just when Vultureman came into view atop the paw of the hangar.

"Nayda!" WilyKat's voice came from the external pickups. "COME ON!"

The world seemed as though it had ground to a halt for those fateful few seconds as the Thunderian boy's hand reached out for the human woman's before Vultureman's pounce. Both of them looked up as the super powered Mutant sprang toward them and the materials of the courtyard cracked beneath his feet. No one dared breathe as the horror of what had just happened numbed them to the realization that neither WilyKat nor Nayda were there.

"I have them," Tygra said, breaking the pall and calling up the image of the two in the main foyer of Cat's Lair as Clark was releasing them from his grasp. The relief was palpable, yet far from enough to dispel the fact that the maniac had returned to the lair.

DAMNIT! Clark swore to himself as he released the ThunderCat and the Warrior Maiden, the same on he'd seen earlier he recalled. He hadn't meant to throw Vultureman back to their home, and now he had more innocent people to worry about.

"I'm sorry." It was all he could say, though it was woefully inadequate. Without another word, Clark ran through the ruined entryway to Cat's Lair to confront Vultureman once more. He stopped on seeing the Mutant glancing about to lock in on him with undisguised malice.

"Do you get off on getting in my way, or what?!"

"Whatever it takes to stop you," Clark replied. "You're not gonna hurt anyone else, you damn monster!"

"Still mad about Molemaster, huh?" Vultureman asked, shrugging his shoulders. "He should've known better." Clark noticed the blood that trickled from the corner of the Mutant's beak, the various bruises and lesions adorning his bare chest and arms similar to the wounds he bore, except...

He's not healing, Clark realized. I'm healing and he's not! I've got an edge after all! Not wasting another word, he lunged forward fully intent on forcing Vultureman away from his intended targets and was rewarded by the Mutant catching him with a quick jab that starred his vision and preceded a backhand that imbedded him into the wall above the hangar. Shaking his head, Clark leapt down in time to intercept Vultureman as he brought his fists down to smash his head in.

The two struggled against each other, bringing to the fore every ounce of strength they possessed. Back and forth, Clark and Vultureman tried to overpower each other unmindful of the cracks shooting beneath their feet until the sufrace gave way. Surprised, Clark released Vultureman as they landed amid racks of tools and two incomplete machines standing in the available space, each with their inner parts exposed.

He was unprepared for the assault. Vultureman raced toward him, grasping his throat in both hands and smashing him into the stone wall at his back. His air cut off, Clark choked against Vultureman's grasp as one left his neck and rained blow after blow to his face, his stomach, his ribs, over and over and over as his vision starred and became filled with black spots.

Vultureman shouted in inarticulate rage as he hammered and pounded the bastard while choking the life out of him. Welts and bruises formed from each blow, the wall cracking from the impacts as he simultaneously choked and beat the life out of his enemy. Whoever this one was, he'd been the only thing to stand in his way, and did so with his own powers!

Vultureman stopped hammering, taking in the human's battered visage. Most of his face was purple, blood dripping from both nostrils and the corners of his mouth and one eye swollen shut while the other still bored into him. Roaring at the impudence he saw there, Vultureman turned and threw the son of a bitch the length of Panthro's workshop. A strange, half-finished machine which seemed to have a giant fan beneath the pilot's seat was sheared in two as the bloodied human's beaten body rammed through it on his way into the far wall.

Panting, aching, Vultureman dashed to the human's prone form as he tried to rise - unbelievably! - once more.

"DAMN YOUR EYES, STAY THE FUCK DOWN!"

"This is sick," Cheetara said, her voice thick and her pallor a tad green as Vultureman continued to beat on Clark without mercy. Clark, for his part, tried to defend himself, but his injuries

appeared too extensive to fully ward off Vultureman's relentless assault. The attack ended with a mighty blow that send Clark crashing through the wall of the workshop, across the courtyard, and into the opposite hangar just as Kimmen and Seres joined WilyKat and Nayda.

"I won't watch this any further," Lion-O snarled, his good hand grasping the Sword of Omens in a white-kuckled grip.

"Where are you going?" Willa asked, worry clear in her voice.

"To help that boy," he replied. "He won't last much longer if that beating didn't kill him."

"Lion-O," Cheetara said, "Your in no shape to fight Vultureman!"

"None of you are!" Willa added.

"My analasys shows that Vultrueman's power is nearly exhausted," Tygra put in, "but I don't know how long it'll take to use up the rest."

"Listen to me," Lion-O said through clenched teeth. "If that Clark boy hadn't shown up when he had, all of us would be a memory right now."

"He helped us," WilyKit said, moving to Lion-O's side, "now it's our turn."

"Then we'll all go," Cheetara replied as Tygra left his seat at the main console.

Vultureman stood in the courtyard of Cat's Lair feeling more exhausted and frustrated than at any point in his life. Of all the things that could have gone wrong, it just had to be something like this! He glared into the hole he'd made with that damn human's body and began to feel a certain satisfaction that allowed him to ignore the growing pain in his chest and the fact that breathing was becoming just a little difficult.

"Well, well," he said at the sound of approaching footsteps. They were battered as well, bruised and bloodied, yet the ThunderCats still stood against him. "You really should thank that one. He bought you a bit more time, but it's all up now."

"For you!" Lion-O shouted, levelling the Sword of Omens at his head.

"Oh, please... You couldn't handle me... in your top form... What makes you... you... I don't BELIEVE THIS!"

Clark stumbled into the sunlight, grasping the outer edge of the hole as his legs grew steadier. The light invigorated him, the agony from the beating he'd just received beginning to fade, though his vision still tried to swim slightly.

"What does it take to put you down?!" Vultureman cried, pointing an unsteady finger to him.

"Whatever it is," Clark replied, "you don't have it." Remaining upright was proving to be something of a challenge, pain coursing through him again and again despite his increasing recovery.

"Are you fucking decerebrate?! Why are you standing up for them?" Vultureman shrieked. "What have they done for you? What?! Are you fucking one of them?! WHY ARE YOU FIGHTING FOR PEOPLE YOU DON'T EVEN KNOOOOOW!!!"

"Because," Clark replied, "of people like you." Vultureman gaped at him, breathing in deep gulps of air. Clark adjusted his hearing, zeroing in on the rapid-fire thudding in the Mutant's chest and looking through the ribcage to see his heart racing so fast it seemed to be thrumming.

"Don't think this is over..."

"It is for you, Vultureman," Clark interjected. "I told you before. Meteor powers come at a price."

Vultureman, his power now gone, wailed and clutched his chest as though he could prevent his heart tearing itself apart from without. Blood ran in thickening streams from his beak, his eyes, even down his legs as the overabused organ ripped asunder from the strain of having that much power coursing through his veins. The emerald glow having now faded, the Mutant fell to his knees in complete lack of grace before toppling to the ground for the final time.

Clark shook his head at the foolishness of it all.

"Those who seek ultimate power," Tygra said from Lion-O's left as they approached Clark, "must be ready to pay the ultimate price."

"Yeah," WilyKit agreed, "but Vultureman tried to make us split the check." Clark turned to face them, and Lion-O had the good grace not to flinch at the sight. Though the welts and bruises were fading, Clark was still wobbling slightly.

"I'm sorry," he said, closing his good eye. "If I'd listened to Jaga sooner, maybe I could've prevented this."

"Jaga?!" Lion-O asked, taken aback.

"He appears to you?" Cheetara added.

"For some time, now. Kept telling me about you, that I needed to meet you." Clark looked away, shame writ large on his wounded face. "I should go. I've caused you enough trouble," he said as he turned to leave.

"Clark," Lion-O said. He stopped, but did not turn.

"I guess that spirit told you about me, too."

"A little. Clark, listen, none of this is your fault."

"If you didn't notice, I helped trash your home."

"You were trying to stop Vultureman," Tygra rebuked. "Who's to say he wouldn't have developed that serum even if you had been here?"

"We don't forget those who come to our aid," Cheetara said, "and you did."

"Yeah, big-time!" WilyKat added. Clark slowly came about and looked at Lion-O's uninjured hand, which he was offering.

"You're not afraid of me?" he asked, a glimmer of hope in his good eye.

"No reason to be."

"Not scared I might crush your hand?"

"Call it a hunch," Lion-O replied with a genuine smile. Giving a hesitant one of his own, Clark reached out and clasped Lion-O's hand in his own.

"I guess I should help you fix the place up," Clark said, his smile growing stronger.

"That would be most appreciated," Tygra said warmly as the two shook hands.

"So it is done," Jaga said, once more within the Astral Planes. Beside him, the other spirit beheld the scene on the Mortal Plane with a satisfied smile. "You have much to be proud of, Jor-El."

"Indeed, I do," the Kryptonian spirit replied. "Jaga, I cannot thank you enough."

"You do not need to thank me at all," the Thunderian said in response. "I can see why you sent Kal-El to Third Earth."

"Thundera was my first choice."

"Truly?" Jaga replied, stunned. "You know that he would not have been able to blend in. He does not resemble Thunderians."

"I wanted my son to revere justice and truth. Thundera was the best choice. Sadly, your world was destroyed just prior to Krypton's own destruction."

"My condolences," Jaga said with a bow of his head. "Surely, though, others of your world survived?"

"No. I could not save my world, nor could I save my family, but I vowed to at least save my son."

"He is the last, then."

"Yes, but he is not alone any longer."

"He will never be alone again. I promise you that."

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Epilogue

"Are you sure you all can't stay?" Lion-O asked, seated atop one of the beds in Cat's Lair's infirmary. Bandages adorned his arms and legs, several wrapped about his bare torso to bind his damaged ribs. Willa sat next to him, rather close he had to say. He looked down at her, seeing the human woman in a new light. Though she'd been unable to confront Vultureman (thankfully, in his opinion), she had rushed to their side and the thought that the now-dead Mutant could have killed her as casually as swatting a fly sent a shiver through him. Though he hadn't noticed it before, the queen of the Warrior Maidens was really quite beautiful and her close proximity was in fact rather pleasant.

"We're sure," Nayda said as she finished treating Panthro alongside a patched-up Tygra. "Besides, Willa will be staying here tonight. She's a pretty accomplished healer, herself." Lion-O thought he heard a mischevious note in her words, then told himself he had imagined it.

"We'll have guest quarters prepared for you," Cheetara said, looking at Willa with a smile and a wink. What was that about?

"But," Nayda said, throwing a look at WilyKat, "I do have one thing to take care of before we leave." With that, she approached and crouched before him. "You were very brave earlier today."

"Ah... uh.... geez... It's what any ThunderCat woulda done," he yammered, a hand behind his head. Lion-O wanted to say it was rather damn foolish of him and it had nearly gotten him killed, but a look from Tygra and a now-awake Panthro stopped him. Nayda leaned forward and placed a kiss directly on WilyKat's cheek.

"Critical mass in three... two... one..." Tygra said around a smile as the Wildcat's face turned brilliant crimson.

"A brave warrior always receives a Maiden's favor," Nayda said, winking at the stunned Thunderian before rising to her full height.

"I think you just made his day," Lion-O said.

"I think you made his week," Cheetara added.

"I think you melted his brain," WilyKit said last. "His feet aren't gonna touch the ground for a month!" She walked to her brother, grabbing him by the shoulders. "C'mon, Bro, Snarf wanted us to help him with dinner. You remember dinner, right?"

"Dinner," he said absently, "that's WilyKit, nice." WilyKit's face fell before steering him to the door.

"We came real close this time, didn't we?" she asked, looking at each one in turn.

"We did," Cheetara said, moving over to her and placing a hand on her shoulder, "so it's a good thing that close doesn't count." WilyKit smiled up at her just as the door opened and Clark stepped through.

The bruises had faded almost entirely, with only a few ugly yellow marks still marring his face. His ruined clothing had been replaced with an outfit Snarf had to spare, deep blue shirt and pants with a swath of red across the middle with red boots to match. Lion-O had to admit that the red-and-blue look suited him somehow.

"All that strength, and a fast healer to boot?" Panthro asked with a raised eyebrow. "Do you fly, too?"

"Uh... not that I know of," Clark replied. "Really..."

"No more apologizing," Lion-O admonished. "You've got nothing to apologize for. How many times do I have to tell you that?"

"Right," Clark said, embarrassed as the two young ones took their leave. He looked at them all, and they looked at him, clearly wondering about him. He had to acknowledge that he was pretty curious about them as well. Despite the fact that they had seen his abilities in action, both against them and for them, they were unafraid. Even welcoming, and that puzzled Clark. The spirit Jaga had told him they would not shun him, nor fear him. They would welcome him. He'd also said that he was not known as a liar.

So far, Clark thought, Jaga's on the money about these ThunderCats. With that in mind, Clark walked into their midst and began to talk with them. Perhaps this could work out after all.

Mumm-Ra gazed at the dull green stones which floated above the palm of his gnarled, decayed hand with wonder. Despite the fact that Vultureman had failed, he had put on a show for the ages and had revealed things concerning these space-borne rocks that he had never considered before.

"Such potential in these," Mumm-Ra said before summoning the image of the Mutants who were still tearing the late Vultureman's laboratory apart in search of the secret of the powers that had proven to be his downfall. One benefit to being everliving, he mused, was that time was always on his side. The meteor rocks would provide him with the advantage needed to wipe the ThunderCats off of Third Earth, even with that abnormal creature which walked like a human on their side.

He shuffled back to his sarcophagus only somewhat disappointed that the ThunderCats had survived. He would let them lick their wounds, enjoy yet another day.

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First, I would like to thank those who read and enjoyed this fic. Or, at least read it. ;) I had stalled on writing for a while, being stuck on OLWTF, then on FFXII and Rogue Galaxy. I finally got the kick in the arse I needed to get writing again on checking the reviews (thanks a bunch Crolynx, you helped me get outta my little funk) and got to work on this one. The last part took about two days to write, and the whole fic was written largely to the music of Rise Against, Three Days Grace, The Offspring, The Red Jumpsuit Apparatus, and of course Metallica.

I may do a sequel to this, I have some ideas, perhaps as a re-write of the ThunderCats HO! miniseries.

Thank you so much for reading!

Knight Writer