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A GRIPPING. FULL-LENGTH NOVEL OF A MAGIC OUTER WORLD By Erik Fennel BLACK PRIESTESS OF VARGA She was well-named—Sin, foul witch and raving beauty, Beloved of Sasso, the Dark Power striving to capture, with her help, a lovely little world. Their only fear was a whispered legend —Elvedon, the Savior . . . But this crippled idiot, blundering through a shower of sparks into their time and space—he could not be Elvedon! A SMASHING NOVELETTE OF THE FUTURE EARTH IS MISSING! By Carl Selwyn 87th Century Earth, entombed in a relentless, mile-thick coat of ice—its buried cities groan-ing in slow-congealing despair—still dreaded far more that bestial horror known only as The Bear! For that monster with a human brain was threatening to stead the sworld was SIX THRILLING PLANETTALES ME. MYSELF AND I By Kenneth Putnam 48 Never before in history had such an amazing, baffling and faintly horrifying thing happened to anyone as it did to Galahad McCarthy. But—whaddya mean, history? FAILURE ON TITAN By Robert Abernathy Terror flared across the Saturnian moons. One of the Woollies, that perfect slave-race, had killed a man! But to Big Bill, shambling away from his bloody, suddenly silent master, the ancient pattern of obedience was unchanged. THE RUNNING OF THE ZAR . By Vaseloes Garson 67 Big Joe Stevens asked only two things of Rick Briggs—guts and loyalty. But a man planning to rob the tree-folk of Pluto is in no position to demand anything. AMONG THE SCENTED ONES By Basil Wells 75 To Besan Wur this backward planet of stampeding monsters and stinking humanoids was Sanctuary. Here he would be free—until they discovered he gave off no odor! EARTHBOUND By Henry Guth Never was there a spaceflight more during! Virgil and Lanya sought what everyone else their age had given up in despair. DUEL IN BLACK By John Foster West 113 In Luna's shroud-like shadows two men lay waiting each other's move, even their guns obscured. But the dancing space-moths weren't fooled.

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FAILURE ON TITAN

By ROBERT ABERNATHY

Terror flared across the Saturnian moons. One of the Woollies, that perfect slave-race, had killed a man! But to Big Bill, shambling away from his bloody, suddenly sllent master, the ancient pattern of obedience was unchanged.

Illustrated by MARTIN

BIG BILL LUMBERED swiftly forward across the frozen ground, and behind him came the rest of the work gang—a score of bent and mighty manlike shapes, draped like Big Bill from head to foot in long white hair.

They moved in a straggling group, but the rhythmic side sway of the great bodies was more uniform than the tread of marching men. Their red eyes pecred ahead through the noonday twilight toward the landing strip two hundred yards away, slashed clean and straight across the ragged low-gravity terrain.

There were human figures—three of them—moving along the edge of the strip that was nearer to the cluster of lighted Company buildings. At the distance they all looked alike, big-headed and thickwaisted in their vacuum suits, but even so, Big Bill identified them with case. Behind those dull red eyes were perceptions wholly alien to Man's, senses to which the distinctive personalities of the men were things as obvious as are apples or oranges to eyes and fingers.

Brilliant lights flashed on all along the landing strip. Thin incititating membranes descended over the eyes of the approaching Woollies, and the gang came to a simultaneous halt. They sank slowly to their haunches on the iron-hard, fire-cold surface, and in the act became less like furclad men and more like crouching, hairy beasts.

Big Bill hunkered unmoving in his place, but his peculiar senses were probing with an unusual curiosity at the familiar minds of the three men. The one who had just risen from bending over the switchbox that controlled the lights was named Paige, and, when Big Bill's mind touched his, the Woolly felt an odd apathy behind which something tense and secret smoldered like a fire

banked under ashes. And the fire was hate.

The second, who stood stiffly near Paige, was called Doc. In his brain too burned hate, a dense and palpable thing to Big Bill, mixed with a fear which turned the hatred inward on the mind that had given it birth.

The third man was Paul Gedner.

He stood a little apart from the others. gazing into the starry sky from which the rocket would come. For the watching Woollies his tall figure was clothed in a tangible aura of power, commanding all their inborn, robot-like obedience. He towered like a sublime and terrible god between the narrow horizons of Phoebe. over the desolate landscape of weird lights and shadows cast by Saturn and the distant Sun, And in his thoughts the Woollies glimpsed dimly something beyond their understanding-a Plan, worthy of godhead in its cosmic vastness, leading toward some unguessable triumph-and it was that Plan which the other men hated and feared,

There was still a fourth human on Phoebe, But that man's mind had gone where not even a Woolly's perceptions could follow it.

Abruptly Gedner gestured, and though the furry watchers could not hear what he said into his helmet radio, they turned as one to stare eastward.

H IGH up in the dusky sky a white star was moving. In seconds it grew through magnitudes; it became a fiery, onrushing comet, then a polished, hurtling cylinder of steel lit up by the glare that went on before it. Swiftly the rocket descended; its underdrive flared briefly out, flattening its trajectory, and it came in over the jagged horizon on a long slant toward the landing strip.

The flame of the drive perished, and an



In a smothered whisper she exclaimed, "Paul-look out!"

instant later the face of the little moon vibrated to the shriek of steel runners on fire-glazed rock. The ship sledded forward in a shower of red sparks for five hundred yards before friction slowed it to a stop.

The men were running toward the ship even as it was still sliding, their little topheavy figures increasingly dwarfed by the great gleaming hull, though they were coming nearer to the slope on which the Woollies squatted.

Big Bill watched intently as a forward port swung slowly open in the smooth side of the rocket. His mind was still attuned to that of the tall Gedner, and beneath his flat skull stirred an excitement, utterly strange to the Woolly, yet in some way pleasant. The feeling was not Big Bill's, yet for the moment it was as much a part of him as it was of the man whose thoughts imprinted themselves upon his. Big Bill was a complete extrovert; his mind, like those of all his race, was a sensitive instrument attuned to the mental

atmosphere around him, and almost incapable of independent ideation. By that token the Woollies were willing slaves of the introverted, insensitive Earthmen.

The metal gangway had descended to grate against the rocky ground. Two vacuum-suited silhouettes appeared in the lighted airlock and began to clamber down, the first with a self-possessed, leisurely poise, the other showing signs of a jerky impatience. Behind them came another, grotesquely burdened with a weight of luggage which would have given trouble to half a dozen men under Taarth gravity.

But Big Bill's mounting interest was focused on the first of the new arrivals. He sensed clearly that this was the visitor expected, with various and puzzling reactions, by the three waiting men, and also that the coming of this strange, great rocket, long before the scheduled arrival of the little freighter which stopped at long intervals to load the Phoebean iade, had something to do with the fourth

man— the one who now lay out on the frigid rock outside the dwelling of the humans, without a vacuum suit, a tarpaulin nulled up over what had been his face.

All these things, Big Bill knew, had one meaning: the fruition of the great Plan was close at hand.

Abruptly the Woolly rose from his squatting position, disregarding the others who remained motionless, and rolled silently forward on his great splayed feet to within a short distance of the knot of humans. His telepathic sense groped curiously at the mind of the visitor, but told him little, since he was unaccustomed to the interpretation of its vibrations; but his vision served him better. The figure turned to give some order to the porter, who was still on the gangway, and the combined light of Saturn and the Sun fell on the face behind the transparent mask, a feeble illumination that was yet enough

He saw that the face was subtly different from any he had known beforemore rounded, with less prominent feature, smaller bones better sheathed in flesh, and, more spectacularly and superficially, it was framed in long soft hair which gleamed with almost metallic brightness at the edges of the faceplate.

for the great red eyes of Big Bill.

It was Big Bill's first glimpse of an Earthly woman, and the sight of this alien being set up a queer unease in his little,

heteroplasmic brain.

LEILA FREY gazed round her, at the ill-lit Phoebean landscape, with a look of no great rapture. She said flatly, "I think, if I were in charge of Saturn Colonial, I'd give this rock back to the Indians."

The tallest of the Company men said, shrugging, "That's probably what they'll do before another year is out. It won't be that long before the market for genuine Phoebean jade has worked down a couple more income levels, to the point where it can't compete with the just-as-genuine synthetic product."

"That's a pre-eminently dirty trick," send Leila Frey with sudden heat, "Some of my friends bought your jade when you were holding production down and the price was just about out of reach. Now you start flooding the market with the

stuff, and—" She had turned to look directly at the tall Earthman, and the Saturnlight was on his face. Her lips parted in surprise and for a moment she was quite dumb; then she essayed a laugh of pleased surprise, which rang hollow inside her air helmet. "Why, Paul! Fancy meeting you here!"

Gedner's smile showed strong white teeth. "What would life be without coincidences?"

"But this one is rather too good to be true," insisted the girl on a false note of gaiety. "Everybody knew you'd buried yourself somewhere in the wilds. But imagine me stumbling onto your grave!"

Paul Gedner's grin tightened. "Not so surprising, Leila darling. You're royally paid to go around the System digging things up, aren't you?"

Captain Manoly of the Zodiac broke in, his voice betraying his irritation. "I believe Miss Frey's luggage has all been landed."

"Fine," said Gedner, glancing toward where Mark Paige was already wrestling with an assortment of trunks and cases far too expensive and extensive to be appropriate on the little mining moon. "You must have thought this was another society assignment, Leila... You're in a hurry to lift, Captain."

"That's right," snapped the spaceman. "Twe got a schedule to keep up." But neither his schedule, nor the unhappy fact that he was seeing none of the impressive sum which Leila Frey's syndicate had paid to persuade the managers of the line to allow a troublesome unscheduled stop, could have warranted his obvious nervousness. He had already cast more than one apprehensive glance into the twilight beyond the little group of humans. Now Leila caught the movement of his helmet and followed the look.

She could not suppress a gasp. Scarcely a dozen yards away crouched a huge white shape, somewhat like a man, more like a gorilla, a strange albino gorilla with a fell of hair like a muskox, covering all its face save the expressionless crimson eyes. Its great three-fingered hands rested on the ground as it cowered and stared.

Leila recovered her composure. "Is this one of your renowned killer Woollies?" she asked coolly of Gedner.

"Not him. Big Bill's my right hand man." Gedner beckoned and the creature rose and padded toward him. "Carry the

lady's luggage, Bill.

Paige relinquished his task with alacrity. The great Woolly embraced the entire load with ease, and moved toward the lighted buildings. Leila's eyes followed him, and, accustomed as she was to the sight of Woollies, a faint shudder shook her. The news which had brought her to Phoebe was responsible for that shudder; two days before, the message from the lonely moon had shaken the whole Saturnian system-"A Woolly has killed a man!"

N OW on all the moons of Saturn, the human colonists paled in terror before their familiar and trusted slaves; families trembled behind locked doors, streets were deserted, industry at a standstill. On the Earth and Mars exchanges, the stocks of Saturn Colonial dropped sickeningly and continued to drop. The whole thriving economy of the Subsystem, based on Woolly slave labor-far cheaper than human workers, cheaper even than robots-rocked on its foundations.

It was impossible, unbelieveable-but frightened millions believed. All experience and all psychological tests pointed to the complete, robot-like reliability of the Woollies. The great race which had ruled Saturn's moons before the Age of Man had, before its unexplained extinction, bred its slave-creatures with superb skill, for vast strength, for adaptability to the diverse environments of the satellites-and for a perfect susceptibility to telepathic control.

But, if a Woolly had killed a man-

The Company had declared at once its intention of sending an investigating commission to Phoebe; it did not request the interference of the Colonial Government, and that, from the Company was equivalent to a stern KEEP OUT in the face of the police and everyone else. But before the corporation heads had recovered sufficiently to issue their statement, the All-Planet News Syndicate had Leila Frey aboard the Zodiac, traveling toward Phoebe at sixty miles a second.

Gedner took the girl's arm in one heavily-gloved hand and led her away from the ship at a leisurely pace. Captain Manoly had already vanished thankfully into the airlock of his vessel.

As if coming out of a trance, Leila made a sudden effort to shake her arm from Gedner's grip, Failing, she walked on beside him in stiff silence. It was the man who spoke, when they had almost reached the largest of the lighted structures.

"So now your employers send you out after scoops," he remarked thoughtfully.

"I just happened to be in the Subsystem, looking for general interest stuff on the colonies," put in Leila quickly, almost defensively, Gedner went on as if she had not spoken, and with like disregard for the fact that every word was ringing also in the helmet phones of the two other men plodding on behind.

"You've been doing well since you got rid of me. But I always knew you had what it takes to get ahead, darling; you've never been anything but a grasping, selfish,

irresponsible little monster.

Leila wrenched herself away from him, as they paused at the airlock door of the Company headquarters, "I assure you I haven't changed in the least," she told him icily, "And neither have you, You're still one huge hypertrophicd ego. Nothing matters to you except being the boss-Say!" She began to laugh, staccato. "Why, Paul, you've found the one ideal place for yourself here, out of the whole System. A planet little enough to make you feel as big as you want to, where you're almost alone with a crew of subhuman things that don't know anything but obedience...

Her own words called back the jarring memory of what had brought her here, and she stopped on an indrawn breath. Gedner had stared at her in silence-she knew that of old as a sign that she had come near the quick of his pride-and abruptly she was aware of the ghostly mass of Big Bill, looming erect behind his master.

Out on the landing strip blue lightning ripped through the noonday dusk. The ground vibrated as the Zodiac began to glide forward; the rocky landscape stood out in harsh light and shadow, and the glare of atomic flame silhouetted the misshapen figures of the two other men, who had come up and were waiting.

Gedner operated the airlock mechanism. and they passed through; the throbbing vibration underfoot rose to a higher pitch and died suddenly as the space ship left the surface of the moon. In three days, Earth time, it would return to pick Leila up on the return trip to Titan.

After the three men and the girl entered the giant Woolly. The thin translucent lids descended again over his eyes as he

rolled into the brightly-lit room.

The room, Leila observed, was large and slovenly, arranged for both business and relaxation, a scarred desk and file-cabinet keeping company with a table, armchairs and a tired-looking couch. Walls and ceilings were naked insulation; the iron floor was unswept of dust and cigarette butts, and patched with rust. But it was a relief for her to feel her great iron-soled shoes, like those of a medieval Russian peasant, assert their magnetic grip, Without further ado, the girl unfastened the bulky ballast belt about her slender waist, wriggled out of the shoulder harness, and let what on Earth would have been a thousand pounds of lead slide to the floor.

Gedner lounged against the table; he had raised the faceplate of his helmet, and his features had the pallor which comes with a long stay on the outer planets. He remarked lightly, "The Company would raise hell if they knew you were here."

"That's not my worry," retorted Leila.
"I'm on assignment from A.P."

"Maybe you'd like to interview Sam Chandler. He's right outside."

The girl recoiled from Gedner's easy smile. "No!" she said sharply, and then added, "Later...perhaps."

"The All-Planet people want the details,

don't they?"

"For God's sake, Paul!" exploded Mark Paige. But his mouth twitched beneath his hopelessly straggly little mustache as Gedner's gaze met his.

"Shut up," said Gedner evenly. "Miss Frey and I are old friends. We under-

stand each other."

LEILA said nothing, but her red lips were compressed to a thin line as she fumbled with the air-tight zippers of her suit. As she wriggled with difficulty out of the heavy garment, Gedner's hard black eyes dwelt with pleasure on the white silk blouse and shorts she had donned in the stuffy cabin aboard the rocket, on the soft

curves of her breasts and her slender legs ... And in the corner crouched Big Bill, a great white-furred faceless thing with dull red eyes fixed unwinkingly on the girl.

Leila sat down in one of the worn armchairs, but she failed to relax from the tension, the nameless apprehension that had begun to grip her when she first set foot on this little twilight moon. Her gaze flicked from Gedner to Paige, who had picked up her discarded vacuum suit and was arranging it meticulously on the hangers beside the outer door, and from him to the third man, who, without even removing his helmet, had bent over the desk and seemed to be absorbed in the disordered papers atop it. The humming undertone of the air pump, which had started automatically on the opening of the inner airlock door, stopped suddenly as the room pressure reached normal, and left a heavy silence...

She looked back to Gedner, leaning lazily against the battered table, one thumb hooked into the belt that sagged awkwardly over his ballast belt to support a holstered flame pistol. He smiled at her again, and she had a panicky feeling of being alone with him in this bare room millions of miles from civilization.

But what he said was not at all alarming. "Care for something to eat?"

"I had dinner on the rocket," said Leila.

"Cup of tea, then?" said Gedner. Leila nodded, grateful for a distraction. Paige had already moved toward what was evidently the kitchen door, methodically removing his gloves as he went. Presently he came back with a tray and a single steaming cup.

Gedner slid off the edge of the table and turned to Paige. "We'd better flame that strip before it cools off entirely," he said matter-of-factly, and, to Leila, with a gesture at the still-helmeted figure bending over the desk, "Doc Chaikoski here can entertain vou while we're busy."

The one indicated looked up quickly, and, though his face was obscured by the reflection of light in his helmet, his very posture, even in the grotesque space suit, spoke of taut hatred as he glanced toward Gedner. The latter took no notice, but turned away to join Paige, who had silent-

ly opened a chest in the far end of the room and was dragging out two heavy portable electron torches.

The two men snapped their faceplates shut and went out through the airlock. Leila sat quite still for a little while, glancing nervously from the crouching, silent Woolly against the wall to the equally silent man. At last she exclaimed in exaperation, "Won't you take that thing off your head? Two gargoyles in a room this size are too many!"

The other spoke for the first time. "It won't help much," he said in a toneless voice, but he removed the helmet, set it carelessly on the desk-top, and, turning, began to unzip his vacuum suit. The girl saw a pale, thin, youthful face, shockingly marred by a huge, angry sear which cut diagonally across the cheek, ruined the bridge of the nose, and disappeared under an unkenpt shock of dun-colored hair. A terrific blow, perhaps from a hot fragment of metal, must have left that mark.

"My name isn't Doc," There was increasing bitterness in his voice. "It's Leo. It's just that it amuses him to call me that, because I happen to be a petrologist."

"Oh," said Leila. She watched him cross the room and toss his space suit onto a hanger, return and sprawl limply in the chair behind the desk. Then she remembered that she was a reporter with the biggest story of her life to get. "Perhaps you can tell me something of what I need to know," she suggested.

Leo Chaikoski stared fixedly at the tangle of papers. "What do you mean?" "Well..." she hesitated. "Something about the general setup here, to begin

"Setup? It's simple enough. Paul Gedner gives the orders to the Woollies and to the rest of us—officially, he's only the Woolly boss, but—well, you seem to know him"

"Yes," said Leila.

"I have a degree from North American Geological, so whenever the Woollies have worked out a jade site, I go out and kick over a couple of rocks to uncover a new one. It's not a job—the surface supply will outlast the market. Paige keeps the accounts and production records and makes out requisitions once in a while and spends the rest of his time with a book and a

bottle. Chandler—was—our maintenance man for the mechanical equipment. And the Woollies dig the jade and load it when the rocket comes, and Saturn Colonial pays our salaries."

But Leila seized on the mention of the dead man. She said, "I'm here to get the facts on Chandler's death, you know."

H IS HEAD snapped up; the girl fancied she saw alarm flash into his eyes. Then he looked down again, "You'd better ask the others. They were both there when it happened; I wasn't."

"But you must know how it happened."
"Chandler was out at the diggings, inspecting a drill, when one of the Woollies on the job attacked him. There wasn't any provocation, nor any warning. Paul killed the Woolly with that gun he carries, but Chandler was done for."

There was a guarded look in the scarred face, and Leila was not satisfied. She remembered her training in interviewing—the you-approach.

"What do you think made that Woolly run amok?" she demanded pointblank.

Leo rose to his feet with a jerk, as if the abrupt question had carried a physical impact. He said in a savage voice, "I don't think, I—" He bit off the last word and fell silent, the great scar growing more apparent as his face paled. His eyes strayed fearfully toward the outer door; then he looked back at the girl and advancing toward her, lowered his voice. "Listen, I'll tell you. But you mustn't let him see that you know... Paul killed Chandler."

Leila sat open-mouthed. But there was no need for her to say anything; the words came now from Leo Chaikoski in a jerky torrent.

"You've seen how it is. He controls the Woollies, like he dominates everything else around him. The rest of us know the technique, too—but we can't do anything with them. He's strong. He made the Woolly kill Chandler—and he could kill Paige or me the same way—or you. Yes, he could kill you, too, if he wanted to. He has us all in his hands." The young man's voice had sunk lower and lower, and a thread of mortal terror ran through it.

"That's why he can murder us and never

be caught." Leo's scarred face twisted with impotent rage. "I'd kill him ... but he always has the gun. . and the Woollies. If I had a gun, I could do it..." He grasped pleadingly at the girl's limp hand on the arm of her chair. "Do you happen to have a gun?"

"No," said Leila curtly. Her blue eyes stard into space, past Leo and his fear; her mind raced, envisaging the widening ripples of consequence that were even now spreading throught the whole System from the death of a mechanic. If that death had been murder—had the killer acted without considering those consequences?

Leo's abject terror gave the weight of truth to his accusation—a weird indictment, but no more preposterous than the simple fact that a Woolly had killed a man. But there was still something missing, the fundamental—

"Why?" said Leila suddenly, almost to herself. "I don't doubt that Paul's capable of murder. But it would have to be for

profit."

"The motive?" Leo hesitated, then, "Oh, that's simple. He sabotaged the radio. Chandler was going to fix it...he wasn't afraid. So Paul made the Woolly kill him."

Now Leila too glanced apprehensively at the door. She exclaimed, "But this makes less and less sense. Why should Paul Gedner want the radio out of commission?"

Leo was silent, avoiding her penetrating gaze; at last he said sullenly, "Chandler wanted to send a message."

Leila's hands tightened on the arms of her chair. "What message?" she persisted fierely.

"Why shouldn't I tell you what he's doing" Leo wondered dully. "HE's going to
kill me, anyway, because I know, and then
he'll kill you too—" His words were
choked off in a gasp; he sprang back,
crashing bruisingly into the desk, and
cowered against it. Into a deathly silence
came the grating of the inner airlock door.
It opened, and Gedner came in, followed
by Paige burdened with the two glazing
torches. Gedner's eyes traveled from the
girl to Leo and back again, and his grin
flashed as he lifted off his helmet.

"Having a nice chat?" he inquired softly.

N OBODY answered; in the intolerable silence, Gedner crossed to the despicked up a package of cigarettes and inhaled one into life as he began removing his vacuum suit. Leo Chaikoski sidledaway from him, slumped into a chair in the corner, and sat staring into space.

"I hope you've found time to admire Big Bill," said Gedner lightly, gesturing at the giant creature, which had not moved or shifted its red gaze from Leila for a moment. "Quite a man, isn't he? You always liked the big, husky type, didn't you, darling?"

"Wouldn't it be better," said Leila in a carefully governed voice, "to leave that beast outside? After—what happened, I mean."

"Big Bill's all right, All the Woollies are all right; you just have to know how to get along with them."

The girl shuddered inwardly; it no longer occurred to her to doubt what Leo had told her. Another silence fell; it was broken by Paige, who, having hung up his outer garments, had stood for a time, glancing about uncertainly, and at last looked elaborately at his watch, moved toward the inner door, and announced, "I'm going to bed."

"Go easy on the nightcap," advised Gedner. He looped his pistol belt carefully over the back of a chair, with the gun hanging on the outside, then sat down on the edge of the desk and drew contentedly on his cigarette. "Our bedtimes are various," he told Leila. "No proper night or day here, and damn little system. The Company doesn" worry as long as we get out the jade."

"The Company's worried now," said Leila, uncomfortably, feeling Gedner's probing gaze upon her. "They're sending a commission to investigate Phoebe."

"A commission!" mocked Gedner. There was silence again for a space, and an infinitesimal change crept into his hard, smiling face; Leila strove in vain to read it. Only at the last moment did she become aware of the pale shadow looming beside her.

She looked up into the scarlet eyes of the monster, and screamed uncontrollably. Shaggy white arms went round her and lifted her into the air; she could feel the muscles bulging like plastic iron against her, pressing her to the furry body that was almost painfully hot. Leila went wild for a few seconds, striking at the white mask of Big Bill's face, struggling uselessly; then she made herself lie still.

"Your idea of a joke..." she choked.

"Quite a man, isn't he?" chuckled Gedner. He made an unconcerned gesture, and Big Bill bent to deposit Leila with care in her place in the armchair again. The Woolby backed away to huddle as before against the naked wall, his mighty three-fingered hands resting on the floor.

Leo Chaikoski had come to his feet, his scarred face distorted, hands clenched at his sides. He made an inarticulate sound; Gedner turned and looked at him for a long moment, then asked softly, "Don't you think it's your bedtime too, Doc?"

Leo jerked out, "You damned...stinking...I'm not afraid..."

"Take it easy," said Gedner. He took Leo's arm in a sure grip, turned him about and walked him firmly to the door, "You're all worked up, Doc. You need a bit of sleep." As if in a dream Leo walked on through the doorway; Gedner watched him go, pressed the stud that closed the door, and turned a key in the lock.

Leila felt herself white and shaking from the reaction, and angrier thereby. It was a minute before she could command her voice; then she told Paul Gedner what he was, in terms that Leo Chaikoski would never have thought of, in English, Spanish, and Martian.

Gedner laughed, thrusting the key into his pocket. "You're all right. But for about two seconds I'll bet you thought Big Bill was going to carry you off, like the gorillas do the beautiful white girls in the story books. Bill could hardly have a gorilla's motives, though—the Woollies reproduce by budding when you feed them phosphorus. He couldn't even eat you alive; you'd probably poison him. That's not a crack; it's metabolism."

Leila was relatively calm again. "I think it's my bedtime too," she said frozenly. "I'm tired from my trip—and this friendly reception—"

"Not yet," insisted Gedner. "We ought to have a lot to talk about. It's been a long time since I saw you." He added, "Or any woman, for that matter." His eyes fell on the teacup, which had toppled unnoticed from the arm of Leila's chair and rolled away across the floor. "You didn't drink your tea... Maybe you'd like something more stimulating?" He bent to open a drawer of the file-cabinet and take out a half-filled bottle.

"No." the girl said sharply, Gedner shrugged, and put the bottle back, He crossed the room and leaned against the wall beside Big Bill, letting a hand rest on the great Woolly's flattened head and running his fingers idly through the fine white hair. Lelia could not face the intent, identical gaze in the eyes of man and monster.

A BRUPTLY Gedner said, "That little crackpot was talking to you, wasn't he?" At the girl's nod, he went on, "He's not particularly sane. They get that way, out in these stations."

She looked at him at last, "He seems to be about as sane as you are, Paul."

"So you think I'm crazy?" said Gedner amusedly.

A surge of anger nerved Leila, "You've always been a little crazy, Now I think you're crazy a lot. Power-crazy."

"That's right," answered the man unexpectedly. Something glowed in his black eyes, smothering the mocking light; he straightened. "And I've got it, now. Here —as you've seen—I'm the boss. And that's not all."

"That's not all!" echoed Leila with a scornful laugh. "Wait till the Company investigators get here. Where will your little kingdom be then?"

"We won't be here to meet them," said Gedner readily. "The Zodiac will be back here inside sixty hours. It won't be hard —with the Woollies' help—to commandeer her."

"Now I know you're crazy!" But there was a doubt behind her incredulity. In the confident figure of Gedner she saw the author of the fear and menace that had spread out from this remote moon to grip the whole Saturnian Subsystem. But the why was still unanswered.

"I'm glad you showed up here, Leila darling," he was saying. "I'd intended to catch up with you before you got out of the moons, anyway—but you've saved me a lot of trouble. From now on, you're going along with me."

Leila knew a sinking sensation, but she

rallied bravely. "What do you think you're going to do—convert the Zodiac into a pirate warship, with a Woolly crew? Those days are gone."

"Nothing so stupid; she'll go on schedule to Titan. I've made some discoveries, and I intend to use them. People have been using Woollies for fifty years, and nobody has realized their full possibilities. I'd already begun to a year ago, when I took this job on this God-forsaken rock; and here I've had the leisure and the oppor-

tunity to work the possibilities out."
"For murder?" asked Leila bluntly.

"I had to get rid of Chandler-he had one of those single-track minds full of ideas about 'loyalty to the company' and so on- But I see you don't understand. Yet you must know better than I do just what's happened in the Subsystem since I sent out the news that one Woolly had killed one man." He paused, and when she did not answer, "Panic, financial collapse, the whole system starts falling to pieces. Before long, there are going to be more such incidents-not on Phoebe this time. but on Titan, right in the heart of Saturnian civilization. You can imagine what will happen then. Now suppose, in the midst of the turmoil, appears a small group of men who have learned to control the Woollies. fully control, so that no untrained human mind can challenge their commands, Like I control Big Bill," He gestured at the immobile monster. "Look at him; he thinks only what I think, he wants only what I want-never before did two hearts beat so completely as one... Suppose, then, that this group-a few friends and I-take over the central offices of the Company, and incidentally the Colonial Government. Then, of course, the secret can come out: that Woollies don't run wild, they don't kill unless they're ordered to, and they won't be ordered to kill anybody who stays in line and does as he's told. There'll be a general sigh of relief, and nobody will worry about the change of administra-

Leila sat very still, assimilating the picture his words built up. It wasn't impossible; it was the ancient pattern of successful revolution: first bring in chaos, then out of the chaos a new order of brutal force. There was only one flaw... She laughed. "It ought to work very nicely, Paul. Until the Earth Government hears about it and send a couple of battleships to blast you out of the Universe."

Gedner grinned confidently. "But Earth is in opposition, beyond the Sun, It'll take over two weeks for a ship to get there, if any escapes before we seize the ports. And by the time they can get any Fleet units here, we'll be ready for them, with men crecruited—there will be plenty willing to join us—and the defenses of the major moons could stand off half a dozen battle-ships. They won't dare bomb the cities because of the civilian populations—"

"War with Earth?" cried Leila unbelievingly. That was preposterous, unheardof

"Why not? In a year, two years, I'll be stronger than Earth!"

LEILA stared at him again. "The population of the moons is about twenty million. Earth has over three billion," she recited as if in a classroom. "'Stronger than Earth?"

"Your thinking in terms of population figures," said Gedner, "is very crude. Don't you know what the real strength of Earth has been for the past three hundred years? Not a mass of three billion people-but ten or a dozen battleships, the backbone of the fleet. Do you know what a star-class battleship is? A thousand feet of hull, tungsten-alloy armor ten feet thick, twentysix-gravity mercury engines, fifteen to twenty-one atomic blast guns, a thousand tons or so of atomic explosives. Those are the surface features-but what matters is that they're the biggest carriers and distributors of pure energy that have ever operated in the Solar System. And they remain effective as long as there's atomic energy to power their weapons."

"I know all that," said the girl impatiently.

"All right. What you evidently don't know is that right now, in the year of civilization 745, Earth is almost at the end of its supply of power metals. They've been importing Martian power—solar power—for the last two decades, hoarding their own dwindling stores of the heavy elements, in case of war, and at the same time trying to build up the domestice heliodynamic plants. But it's plain that Earth

hasn't the power to fight a major war at present."

"A major war?" said Leila helplessly. "What makes you think it would take a major war to smash your scheme?"

"Evidently," said Gedner, "Doc Chaikoski didn't tell you all he knows."

Leila remembered, with a queer chill, the Gedner's return. She opened her mouth and closed it without saying anything. Gedner, who had been pacing up and down paused and gave her a long, intent look.

"I intended you to know, in any case. You'll go with me to Kroniopolis, as soon as the Zodiac comes back... Leila, my love, this moon is lousy with uranium."

"That can't be true!" cried Leila, but her voice shook, "The scientists—the whole

theory of planetary origins-"

"You've been reading your own Science and Progress supplements. Certainly, the theory says there can't be any heavy metals on the surfaces of the major planets or their moons. But Phoebe isn't a moon of Saturn, Look at its retrograde revolution! It wandered in a long time ago from somewhere nearer the Sun, and wherever it came from there was plenty of uranium. That's the way Chaikoski explained it, at least. He happened onto a deposit the last time he went prospecting for jade, and once he knew what to look for, he found three more. And that's just a sample of what there must be. With that, and the Woollies- Do you see now?"

"Yes...I see," answered Leila slowly. She raised her blond head and met Gedner's look steadfastly. "Paul... did you ever read any history? About six hundred years ago, there was a man called Hitler, who had ideas a lot like yours. He got pretty far with them too, because he had the same advantages you count on: beter weapons than anybody else in the world, and a whole nation of people that were almost like the Woollies, trained to obey and not to think. But what happened to him—"

are going to be the next centers of the Solar System. And inside the next couple of weeks I'm going to be the boss of Saturn." He was smilling triumphantly down at the girl as she sat in the armchair. For the moment, staggered by Gedner's dream of conquest, Leila had forgotten her own present situation; now, with a tremor, she realized that he was very close.

"How are you going to like being Queen of Saturn. Leila?" he asked softly.

"I...don't know," faltered the girl, rising stiffly, mechanically to her feet as she spoke. Gedner laid a hand on her arm, but she jerked away and retreated from him. "You'd better let me think that over."

Gedner's smile twisted down at one conner; his intense gaze followed her slim figure in the scanty white costume, and his eyes narrowed. "I didn't ask you whether you wanted to be Queen of Saturn. I asked you how you were going to like it."

"It doesn't sound like my kind of a job," said Leila. As she spoke, she was still moving cautiously away, keeping her eyes on him. But at the last moment, Gedner saw where she was going, and swore in fury as he flung himself forward.

"The job's yours," he muttered, "and you start now!" She fought, but his arms were about her with a strength that seemed to equal that of the giant Woolly. When he tried to kiss her panting mouth, she bit his check until the blood ran, but he only laughed and swung her clear of the floor. He twisted a hand in her blond hair, pulled her head back and bent to plant a savage kiss on her throat instead.

Suddenly the girl stopped struggling; her eyes dilated, looking past Gedner's shoulder. In a smothered whisper she exclaimed. "Paul—look out!"

THE urgency in her voice made him glance up; in an instant he had released her and spun around. To face Big
Bill, who had silently risen half-erect and
as silently advanced upon the two. The
Woolly's flat head was sunk between his
shoulders; his huge three-fingered hands
dangled below his shaggy knees, and almost all his resemblance to a man was lost.
His red eyes glinted coldly in the bright
light.

As Gedner wheeled, Big Bill halted his stealthy approach. He reared abruptly to his full seven feet of height, then slowly raised his great mitten-like hands.

Leila, in a dazed huddle on the floor, saw the first look of utter stupefaction on Gedner's face replaced by one of scowling mental effort—and then by a dawning horror. Big Bill sank into a tense crouch. Then Gedner threw himself sidewise, and his hand came up with the gun; and in that instant Big Bill went for him in one terrible rolling rush.

Before the man's finger could jerk the firing lever, one of those huge three-fingered hands closed on his forearm. There was a snapping, and the flame pistol spun away; Gedner screamed out in agony then, and once again as the Woolly lifted him into the air to smash him down against the iron floor.

That was all. Big Bill stood quietly, a stooping white-furred figure with dangling hands, over a red thing on the floor that squirmed painfully and was still. In the silence the sobbing gasps of Leila's own breathing rang in her ears.

Knuckles crashed against the door panels, and Mark Paige's voice came in, edged with anxiety— "Hey, Paul!" Leila stirred from her stunned apathy and picked herself off the floor; and then she did the bravest action of her life.

With heart banging against her front teeth, she walked across the room and knelt beside the shattered body. The great red eyes of the Woolly looked dully down at her. Fortunately, the key was in the first and most accessible pocket.

It took her several tries, with her back to Big Bill, to fit it into the lock. She had picked up the flame pistol and held it in her left hand, pointing away from the door at a wavering angle; that was just as well, for Paige's headlong entry when the door slid open nearly tripped her taut nerves into pulling the trigger.

"Hey!" said Paige again in a low voce. His eyes fell on Leila's shalding hand, and he reached across to take the gun away from her and aim it pointblank at Big Bill. There was a strong odor of liquor on his breath, but his hand holding the pistol was perfectly steady. "Shall I shoot him?" he asked almost casually.

Leila shook her head numbly, "I - I don't think it's necessary."

He was silent a moment, regarding the Woolly. "But we'd better get him out of here." He gestured and frowned at Big Bill, and by sign language and telepathy made the great creature understand. Big Bill retreated to the airlock, fumbled with its controls, and rolled out into the lock. The clang of the outer door brought an involuntary sigh from Leila. One mittenlike hand had left a red smear on the opening lever.

"What happened?" inquired Paige at

"I don't know," said Leila confusedly. Her knees had gone boneless; she sank into a chair. "It was just sitting against the wall there—" she pointed "—and then it got up and killed him." She hesitaed, "Paul seemed to be trying to control it

... but I guess he couldn't."
Paige laid the gun carefully on the
desk, walked deliberately to the couch, unfolded a blanket, and went to spread it
over Paul Gedner and his dream of an
Empire of Saturn. The blanket could not
outie cover everything.

DIG BILL rolled ponderously through the inky Phoebean night, his huge red eyes picking an aimless path by the starlight. There was a nagging emptiness in his little mind—a vacuum left by the vanishing of Gedner's dominant will. The vanishing Big Bill could not explain. But he knew that he had had no thoughts that were not also those of the godlike master, no desires that were not the reflection of Gedner's ...

Dimly he remembered the final scene in the humans' dwelling. There had been a strange storm of unprecedented emotions, and Big Bill too had felt a moment of overpowering desire for the slight fairheaded human who had come in the rocket . . . And then came an instant of blind, alien fury to which Big Bill could give no name or meaning, and whose deeds he could not remember.

Nor could he know that, mirroring Gedner's passions, he had only felt and acted as the man would have if he, instead of the Woolly, had been the onlooker.

He had gone mad with jealousy.