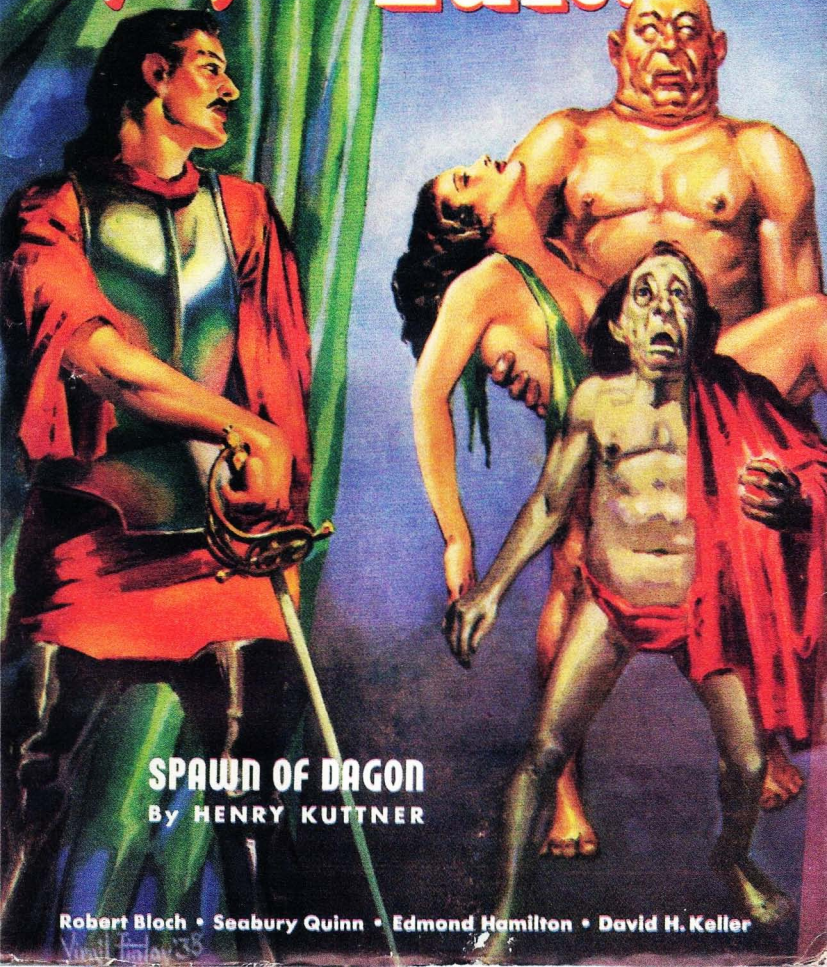


16th Year of Publication

# Weird Tales

JULY

25c



**SPAWN OF DAGON**

By HENRY KUTTNER

Robert Bloch • Seabury Quinn • Edmond Hamilton • David H. Keller

*Visual Fantasy '38*

A MAGAZINE OF THE BIZARRE AND UNUSUAL

# Weird Tales

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CONTENTS FOR JULY, 1938

Number 1

Cover Design . . . . .	Virgil Finlay	
<i>Illustrating a scene in "Spawn of Dagon"</i>		
The Weird Sisters from Shakespeare's "Macbeth" . . . . .	opposite this page	
<i>Pictorial interpretation, drawn by Virgil Finlay</i>		
Spawn of Dagon . . . . .	Henry Kuttner	2
<i>A weird story of Elak of Atlantis, and the worship of the fish-god</i>		
Fortune's Fools . . . . .	Seabury Quinn	14
<i>A thrill-tale of the Dark Ages, about wolves that were men, and men that were wolves</i>		
Dust in the House . . . . .	David H. Keller	36
<i>A shuddery story about the skeletons that sat across the table from each other</i>		
The Defense Rests . . . . .	Julius Long	45
<i>An eery tale of a heartless lawyer, who nevertheless wanted to acquit his own murderer</i>		
The Messenger . . . . .	H. P. Lovecraft	52
<i>Verse</i>		
The Black Drama (part 2) . . . . .	Gans T. Field	53
<i>An eldritch tale about the eery personality that was called Varjuk—a story about Lord Byron</i>		
He That Hath Wings . . . . .	Edmond Hamilton	70
<i>The story of a modern Icarus, who tasted the freedom of the sky</i>		
Microcosms . . . . .	Edgar Daniel Kramer	85
<i>Verse</i>		
Mother of Toads . . . . .	Clark Ashton Smith	86
<i>Weird and powerful was the effect of the old woman's potion on the young apprentice</i>		
Escape . . . . .	Paul Ernst	91
<i>A brief tale about the escape of a madman</i>		
Return to the Sabbath . . . . .	Robert Bloch	95
<i>A story of Hollywood—and the gruesome thing that emerged from the burial crypt</i>		
Ships . . . . .	Robert E. Howard	104
<i>Verse</i>		
Weird Story Reprint:		
Saladin's Throne-Rug . . . . .	E. Hoffmann Price	105
<i>A popular story from an old issue of WEIRD TALES</i>		
The Eyrie . . . . .		122
<i>The readers of WEIRD TALES express their opinions</i>		

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WEIRD TALES ISSUED 1st OF EACH MONTH

# Spawn of Dagon

By HENRY KUTTNER

*An eldritch, fearsome tale of the worship of the fish-god in the ancient world,  
and the prowess of a doughty swordsman in old Atlantis*

Under all graves they murmur,  
They murmur and rebel,  
Down to the buried kingdoms creep,  
And like a lost rain roar and weep  
O'er the red heavens of hell.  
—*Chesterton.*

**T**WO streams of blood trickled slowly across the rough boards of the floor. One of them emerged from a gaping wound in the throat of a prostrate, armor-clad body; the other dripped from a chink in the battered cuirass, and the swaying light of a hanging lamp cast grotesque shadows over the corpse and the two men who crouched on their hams watching it. They were both very drunk. One of them, a tall, extremely slender man whose bronzed body seemed boneless, so supple was it, murmured:

"I win, Lycon. The blood wavers strangely, but the stream I spilt will reach this crack first." He indicated a space between two planks with the point of his rapier.

Lycon's child-like eyes widened in astonishment. He was short, thick-set, with a remarkably simian face set atop his broad shoulders. He swayed slightly as he gasped, "By Ishtar! The blood runs up-hill!"

Elak, the slender man, chuckled. "After all the mead you swilled the ocean might run 'up-hill. Well, the wager's won; I get the loot." He got up and stepped over to the dead man. Swiftly he searched him, and suddenly muttered an explosive curse. "The swine's as

bare as a Bacchic vestal! He has no purse."

Lycon smiled broadly and looked more than ever like an undersized hairless ape. "The gods watch over me," he said in satisfaction.

"Of all the millions in Atlantis you had to pick a fight with a pauper," Elak groaned. "Now we'll have to flee San-Mu, as your quarrels have forced us to flee Poseidonia and Kornak. And the San-Mu mead is the best in the land. If you had to cause trouble, why not choose a fat usurer? We'd have been paid for our trouble, then, at least."

"The gods watch over me," Lycon reiterated, leaning forward and then rocking back, chuckling to himself. He leaned too far and fell on his nose, where he remained without moving. Something dropped from the bosom of his tunic and fell with a metallic sound to the oaken floor. Lycon snored.

Elak, smiling unpleasantly, appropriated the purse and investigated its contents. "Your fingers are swifter than mine," he told the recumbent Lycon, "but I can hold more mead than you. Next time don't try to cheat one who has more brains in his big toe than you have in all your misshapen body. Scavenging little ape! Get up; the innkeeper is returning with soldiers."

He thrust the purse into the wallet at his belt and kicked Lycon heartily, but the small thief failed to awaken. Cursing with a will, Elak hoisted the body of the other to his shoulders and staggered

toward the back of the tavern. The distant sound of shouting from the street outside grew louder, and Elak thought he could hear the querulous complaints of the innkeeper.

"There will be a reckoning, Lycon!" he promised bitterly. "Ishtar, yes! You'll learn——"

He pushed through a golden drapery and hurried along a corridor—kicked open an oaken door and came out in the alley behind the tavern. Above, cold stars glittered frostily, and an icy wind

blew on Elak's sweating face, sobering him somewhat.

Lycon stirred and writhed in his arms. "More grog!" he muttered. "Oh gods! Is there no more grog?" A maudlin tear fell hotly on Elak's neck, and the latter for a moment entertained the not unpleasant idea of dropping Lycon and leaving him for the irate guards. The soldiers of San-Mu were not renowned for their soft-heartedness, and tales of what they sometimes did to their captives were unpleasantly explicit.



"Ishtar!" Elak breathed. "What wizardry is this?"

However, he ran along the alley instead, blundered into a brawny form that sprang out of the darkness abruptly, and saw a snarling, bearded face indistinct in the vague starlight. He dropped Lycon and whipped out his rapier. Already the soldier was plunging forward, his great sword rushing down.

Then it happened. Elak saw the guard's mouth open in a square of amazement, saw horror spring into the cold eyes. The man's face was a mask of abysmal fear. He stung himself back desperately—the sword-tip just missed Elak's face.

The soldier raced away into the shadows.

WITH a snake-like movement Elak turned, rapier ready. He caught a blur of swift motion. The man facing him had lifted quick hands to his face, and dropped them as suddenly. But there was no menace in the gesture. Nevertheless Elak felt a chill of inexplicable uneasiness crawl down his back as he faced his rescuer. The soldiers of San-Mu were courageous, if lacking in human kindness. What had frightened the attacking guard?

He eyed the other. He saw a medium-sized man, clad in voluminous gray garments that were almost invisible in the gloom—saw a white face with regular, statuesque features. A black hollow sprang into existence within the white mask as a soft voice whispered, "You'd escape from the guards? No need for your rapier—I'm a friend."

"Who the—but there's no time for talk. Thanks, and good-bye."

Elak stooped and hoisted Lycon to his shoulders again. The little man was blinking and murmuring soft appeals for more mead. And the hasty thunder of mailed feet grew louder, while torchlight

swiftly approaching cast gleams of light about the trio.

"In here," the gray-clad man whispered. "You'll be safe." Now Elak saw that in the stone wall beside him a black rectangle gaped. He sprang through the portal without hesitation. The other followed, and instantly they were in utter blackness as an unseen door swung creakingly on rusty hinges.

Elak felt a soft hand touch his own. Or was it a hand? For a second he had the incredible feeling that the thing whose flesh he had touched did not belong to any human body—it was too soft, too cold! His skin crawled at the feel of the thing. It was withdrawn, and a fold of gray cloth swung against his palm. He gripped it.

"Follow!"

Silently, gripping the guide's garment, bearing Lycon on his shoulders, Elak moved forward. How the other could find his way through the blackness Elak did not know, unless he knew the way by heart. Yet the passage—if passage it was—turned and twisted endlessly as it went down. Presently Elak had the feeling that he was moving through a larger space, a cave, perhaps. His footsteps sounded differently, somehow. And through the darkness vague whisperings came to him.

Whispers in no language he knew. The murmurous sibilants rustled out strangely, making Elak's brows contract and his free hand go involuntarily to the hilt of his rapier. He snarled, "Who's here?"

The invisible guide cried out in the mysterious tongue. Instantly the whisperings stopped.

"You are among friends," a voice said softly from the blackness. "We are almost at our destination. A few more steps—"

A few more steps, and light blazed up,

They stood in a small rectangular chamber hollowed out of the rock. The nitrous walls gleamed dankly in the glow of an oil lamp, and a little stream ran across the rock floor of the cave and lost itself, amid chuckles of goblin laughter, in a small hole at the base of the wall. Two doors were visible. The gray-clad man was closing one of them.

A crude table and a few chairs were all the furnishings of the room. Elak strained his ears. He heard something—something that should not be heard in inland San-Mu. He could not be mistaken. The sound of waves lapping softly in the distance . . . and occasionally a roaring crash, as of breakers smashing on a rocky shore.

He dumped Lycon unceremoniously in one of the chairs. The little man fell forward on the table, pillowing his head in his arms. Sadly he muttered, "Is there no mead in Atlantis? I die, Elak. My belly is an arid desert across which the armies of Eblis march."

He sobbed unhappily for a moment and fell asleep.

**E**LAK ostentatiously unsheathed his rapier and laid it on the table. His slender fingers closed on the hilt. "An explanation," he said, "is due. Where are we?"

"I am Gesti," said the gray-clad one. His face seemed chalk-white in the light of the oil lamp. His eyes, deeply sunken, were covered with a curious glaze. "I saved you from the guards, eh? You'll not deny that?"

"You have my thanks," Elak said. "Well?"

"I need the aid of a brave man. And I'll pay well. If you're interested, good. If not, I'll see you leave San-Mu safely."

Elak considered. "It's true we've little money." He thought of the purse in his

wallet and grinned wryly. "Not enough to last us long, at any rate. Perhaps we're interested. Although——" He hesitated.

"Well?"

"I could bear to know how you got rid of the soldier so quickly, back in the alley behind the tavern."

"I do not think that matters," Gesti whispered in his sibilant voice. "The guards are superstitious. And it's easy to play on their weakness. Let that suffice!" The cold glazed eyes met Elak's squarely, and a little warning note seemed to clang in his brain.

There was danger here. Yet danger had seldom given him pause. He said, "What will you pay?"

"A thousand golden pieces."

"Fifty thousand cups of mead," Lycon murmured sleepily. "Accept it, Elak. I'll await you here."

There was little affection in the glance Elak cast at his companion. "You'll get none of it," he promised. "Not a gold piece!"

He turned to Gesti. "What's to be done for this reward?"

Gesti's immobile face watched him cryptically. "Kill Zend."

Elak said, "Kill—Zend? *Zend?* The Wizard of Atlantis?"

"Are you afraid?" Gesti asked tonelessly.

"I am," Lycon said without lifting his head from his arms. "However, if Elak is not, he may slay Zend and I'll wait here."

Ignoring him, Elak said, "I've heard strange things of Zend. His powers are not human. Indeed, he's not been seen in the streets of San-Mu for ten years. Men say he's immortal."

"Men— are fools." And in Gesti's voice there was a contempt that made Elak stare at him sharply. It was as though Gesti was commenting on some

race alien to him. The gray-clad man went on hurriedly, as though sensing the trend of Elak's thoughts. "We have driven a passage under Zend's palace. We can break through at any time; that we shall do tonight. Two tasks I give you: kill Zend; shatter the red sphere."

Elak said, "You're cryptic. What red sphere?"

"It lies in the topmost minaret of his palace. His magic comes from it. There is rich loot in the palace, Elak—if that's your name. So the little man called you."

"Elak or dunce or robber of drunken men," Lycon said, absently feeling the bosom of his tunic. "All alike. Call him by any of those names and you'll be right. Where is my gold, Elak?"

But without waiting for an answer he slumped down in his chair, his eyes closing and his mouth dropping open as he snored. Presently he fell off the chair and rolled under the table, where he slumbered.

"What the devil can I do with him?" Elak asked. "I can't take him with me. He'd——"

"Leave him here," Gesti said.

Elak's cold eyes probed the other. "He'll be safe?"

"Quite safe. None in San-Mu but our band knows of this underground way."

"What band is that?" Elak asked.

Gesti said nothing for a time. Then his soft voice whispered, "Need you know? A political group banded together to overthrow the king of San-Mu, and Zend, from whom he gets his power. Have you more—questions?"

"No."

"Then follow."

Gesti led Elak to one of the oaken doors; it swung open, and they moved forward up a winding passage. In the dark Elak stumbled over a step. He felt the cloth of Gesti's garment touch his

hand, and gripped it. In the blackness they ascended a staircase cut out of the rock.

Half-way up, Gesti paused. "I can go no further," he whispered. "The way is straight. At the end of the stairway there is a trap-door of stone. Open it. You'll be in Zend's place. Here is a weapon for you." He thrust a tube of cold metal into Elak's hand. "Simply squeeze its sides, pointing the smaller end at Zend. You understand?"

Elak nodded, and, although Gesti could scarcely have seen the movement in the darkness, he whispered, "Good. Dagon guard you!"

He turned away; Elak heard the soft rush of his descent dying in the distance. He began to mount the stairs, wonderingly. Dagon—was Gesti a worshipper of the forbidden evil god of ocean? Poseidon, a benignant sea-god, was adored in marble temples all over the land, but the dark worship of Dagon had been banned for generations. There were tales of another race whose god Dagon was—a race that had not sprung from human or even earthly loins. . . .

**G**RIPPING the odd weapon, Elak felt his way upward. At length his head banged painfully against stone, and, cursing softly, he felt about in the darkness. It was the trap-door of which Gesti had spoken. Two bolts slid back in well-oiled grooves. And the door lifted easily as Elak thrust his shoulders against it.

He clambered up in semi-darkness, finding himself in a small bare room through which light filtered from a narrow window-slit high in the wall. A mouse, squeaking fearfully, fled as he scrambled to his feet. Apparently the room was little used. Elak moved stealthily to the door.

It swung open a little under his cau-

tious hand. A corridor stretched before him, dimly lit by cold blue radiance that came from tiny gems set in the ceiling at intervals. Elak followed the upward slant of the passage; the red sphere Gesti had mentioned was in the topmost minaret. Up, then:

In a niche in the wall Elak saw the head. The shock of it turned him cold with amazement. A bodiless head, set upright on a golden pedestal within a little alcove—its cheeks sunken, hair lank and disheveled—but eyes bright with incredible life! Those eyes watched him!

"Ishtar!" Elak breathed. "What wizardry's this?"

He soon found out. The pallid lips of the horror writhed and twisted, and from them came a high skirling cry of warning.

"Zend! Zend! A stranger walks your—"

Elak's rapier flew. There was scarcely any blood. He dragged the blade from the eyesocket, whispering prayers to all the gods and goddesses he could remember. The lean jaw dropped, and a blackened and swollen tongue lolled from between the teeth. A red, shrunken eyelid dropped over the eye Elak had not pierced.

There was no sound save for Elak's hastened breathing. He eyed the monstrous thing in the alcove, and then, confident that it was no longer a menace, lengthened his steps up the passage. Had Zend heard the warning of his sentinel? If so, danger lurked all about him.

A silver curtain slashed with a black pattern hung across the corridor. Elak parted it, and, watching, he froze in every muscle.

A dwarf, no more than four feet tall, with a disproportionately large head and a gray, wrinkled skin, was trotting briskly toward him. From the tales he had heard Elak imagined the dwarf to be Zend,

Behind the wizard strode a half-naked giant, who carried over his shoulder the limp form of a girl. Elak spun about, realizing that he had delayed too long. Zend was parting the silver curtain as Elak raced back down the corridor.

At his side a black rectangle loomed—a passage he had overlooked, apparently, when he had passed it before. He sprang into its shielding darkness. When Zend passed he would strike down the wizard and take his chances with the giant. Remembering the smooth hard muscles that had rippled under the dead-white skin of the man, Elak was not so sure that his chances would be worth much. He realized now that the giant had seemed familiar.

Then he knew. Two days ago he had seen a man—a condemned criminal—beheaded in the temple of Posedion. There could be no mistake. The giant was the same man, brought back to life by Zend's evil necromancy!

"Ishtar!" Elak whispered, sweating. "I'd be better off in the hands of the guards." How could he slay a man who was already dead?

Elak hesitated, his rapier half drawn. There was no use borrowing trouble. He would keep safely out of sight until Zend was separated from his ghastly servitor—and then it would be an easy matter to put six inches of steel through the wizard's body. Elak was never one for taking unnecessary risks, as he had a wholesome regard for his hide. He heard a shuffling of feet and drew back within the side-passage to let Zend pass. But the wizard turned suddenly and began to mount the steeply sloping corridor where Elak lurked. In Zend's hand was a softly glowing gem that illuminated the passage, though not brightly.

Elak fled. The passage was steep and narrow, and it ended at last before a blank wall. Behind him a steady padding



of feet grew louder in the distance. He felt around desperately in the dark. If there was a hidden spring in the walls, he failed to find it.

A grin lighted his face as he realized how narrow the passage was. If he could do it—

**H**E PLACED his palms flat against the wall, and with his bare feet found an easy purchase on the opposite one. Face down, swiftly, with his muscles cracking under the strain, he walked up the wall until he was safely above the head of even the giant. There he stopped, sweating, and glanced down.

Only an enormously strong man could have done it, and if Elak had weighed a little more it would have been impossible. His shoulders and thighs ached as he strained to hold his position without moving.

The trio were approaching. If they should glance up, Elak was ready to drop and use his blade, or the strange weapon Gesti had given him. But apparently they did not notice him, hidden as he was in the shadows of the high ceiling.

He caught a glimpse of the girl the giant carried. A luscious wench! But, of course, Zend would undoubtedly choose only the most attractive maidens for his necromancy and sorcery.

"If that dead-alive monster weren't here," he ruminated, "I'd be tempted to fall on Zend's head. No doubt the girl would be grateful."

She was, at the moment, unconscious. Long black lashes lay on cream-pale cheeks, and dark ringlets swayed as the giant lurched on. Zend's hand fumbled out, touched the wall. The smooth surface of stone lifted and the gray dwarf pattered into the dimness beyond. The giant followed, and the door dropped again.

With a low curse of relief Elak swung

noiselessly to the floor and rubbed his hands on his leather tunic. They were bleeding, and only the hardness of his soles had saved his feet from a similar fate. After a brief wait Elak fumbled in the darkness and found the concealed spring.

The door lifted, with a whispering rush of sound. Elak found himself in a short corridor that ended in another black-slashed silver curtain. He moved forward, noticing with relief that the door remained open behind him.

Beyond the silver curtain was a room—huge, high-domed, with great open windows through which the chill night wind blew strongly. The room blazed with the coruscating brilliance of the glowing gems, which were set in walls and ceiling in bizarre, arabesque patterns. Through one window Elak saw the yellow globe of the moon, which was just rising. Three archways, curtained, broke the smooth expanse of the farther wall. The chamber itself, richly furnished with rugs and silks and ornaments, was empty of occupants. Elak noiselessly covered the distance to the archways and peered through the curtain of the first.

Blazing white light blinded him. He had a flashing, indistinct vision of tremendous forces, leashed, cyclopean, straining mightily to burst the bonds that held them. Yet actually he saw nothing—merely an empty room. But empty he knew that it was not! Power unimaginable surged from beyond the archway, shuddering through every atom of Elak's body. Glittering steel walls reflected his startled face.

And on the floor, in the very center of the room, he saw a small mud-colored stone. That was all. Yet about the stone surged a tide of power that made Elak drop the curtain and back away, his eyes wide with fear. Very quickly he turned

to the next curtain—peered apprehensively beyond it.

Here was a small room, cluttered with alembics, retorts, and other of Zend's magical paraphernalia. The pallid giant stood silently in a corner. On a low table was stretched the girl, still unconscious. Above her hovered the gray dwarf, a crystal vial in one hand. He tilted it; a drop fell.

Elak heard Zend's harsh voice.

"A new servant . . . a new soul to serve me. When her soul is freed, I shall send it to Antares. There is a planet there where I've heard much sorcery exists. Mayhap I can learn a few more secrets. . . ."

Eiak turned to the last alcove. He lifted the curtain, saw a steep stairway. From it rose-red light blazed down. He remembered Gesti's words: "Shatter the red sphere! His magic comes from it."

Good! He'd break the sphere first, and then, with no magic to protect him, Zend would be easy prey. With a lithe bound Elak began to mount the stairs. Behind him came a guttural cry.

"Eblis, Ishtar, and Poseidon!" Elak said hastily. "Protect me now!" He was at the top of the staircase, in a high-domed room through which moonlight crept from narrow windows. It was the room of the sphere.

Glowing, shining with lambent rose-red radiance, the great sphere lay in a silver cradle, metallic tubes and wires trailing from it to vanish into the walls. Half as tall as Elak's body it was, its brilliance soft but hypnotically intense—and he stood for a moment motionless, staring.

**B**EHIND him feet clattered on the stair. He turned, saw the pallid giant lumbering up. A livid scar circled the dead-white neck. He had been right, then. This was the criminal he had seen ex-

cuted—brought back to life by Zend's necromancy. In the face of real danger Elak forgot the gods and drew his rapier. Prayers, he had found, would not halt a dagger's blow or a strangler's hands.

Without a sound the giant sprang for Elak, who dodged under the great clutching paws and sent his rapier's point deep within the dead-white breast. It bent dangerously; he whipped it out just in time to save it from snapping, and it sang shrilly as it vibrated. Elak's opponent seemed unhurt. Yet the rapier had pierced his heart. He bled not at all.

The battle was not a long one, and it ended at a window. The two men went reeling and swaying about the room, ripping wires and tubes from their places in the fury of their struggle. Abruptly the red light of the globe dimmed, went out. Simultaneously Elak felt the giant's cold arms go about his waist.

Before they could tighten, he dropped. The moon peered in at a narrow window just beside him, and he flung himself desperately against the giant's legs, wrenching with all his strength. The undead creature toppled.

He came down as a tree falls, without striving to break the force of the impact. His hands went out clutchingly for Elak's throat. But Elak was shoving frantically at the white, cold, muscular body, forcing it out the narrow window. It overbalanced, toppled—and fell.

The giant made no outcry. After a moment a heavy thud was audible. Elak got up and recovered his rapier, loudly thanking Ishtar for his deliverance. "For," he thought, "a little politeness costs nothing, and even though my own skill and not Ishtar's hand saved me, one never knows." Too, there were other dangers to face, and if the gods are capricious, the goddesses are certainly even more so.

A loud shriek from below made him

go quickly down the stairway, rapier ready. Zend was running toward him, his gray face a mask of fear. The dwarf hesitated at sight of him, spun about as a low rumble of voices came from near by. At the foot of the stairway Elak waited.

From the passage by which Elak had entered the great room a horde of nightmare beings spewed. In their van came Gestí, gray garments flapping, white face immobile as ever. Behind him sheer horror squirmed and leaped and tumbled. With a shock of loathing Elak remembered the whispering voices he had heard in the underground cavern—and knew, now, what manner of creatures had spoken thus.

A race that had not sprung from human or even earthly loins. . . .

Their faces were hideous staring masks, fish-like in contour, with parrot-like beaks and great staring eyes covered with a filmy glaze. Their bodies were amorphous things, half solid and half gelatinous ooze, like the iridescent slime of jellyfish; writhing tentacles sprouted irregularly from the ghastly bodies of the things. They were the offspring of no sane universe, and they came in a blasphemous hissing rush across the room. The rapier stabbed out vainly and clattered to the stones as Elak went down. He struggled futilely for a moment, hearing the harsh, agonized shrieks of the wizard. Cold tentacles were all about him, blinding him in their constricting coils. Then suddenly the weight that held him helpless was gone. His legs and arms, he discovered, were tightly bound with cords. He fought vainly to escape; then lay quietly.

Beside him, he saw, the wizard lay tightly trussed. The nightmare beings were moving in an orderly rush toward the room in which Elak had sensed the surges of tremendous power, where lay

the little brown stone. They vanished beyond the curtain, and beside Elak and the wizard there remained only Gestí. He stood looking down at the two, his white face immobile.

"What treachery is this?" Elak asked with no great hopefulness. "Set me free and give me my gold."

But Gestí merely said, "You won't need it. You will die very soon."

"Eh? Why—"

"Fresh human blood is needed. That's why we didn't kill you or Zend. We need your blood. We'll be ready soon."

An outburst of sibilant whispers came from beyond the silver drape. Elak said unsteadily, "What manner of demons are those?"

The wizard gasped, "You ask *him*? Did you not know—"

GESTÍ lifted gloved hands and removed his face. Elak bit his lips to choke back a scream. Now he knew why Gestí's face had seemed so immobile. It was a mask.

Behind it were the parrot-like beak and fish-like eyes Elak now knew all too well. The gray robes sloughed off; the gloves dropped from the limber tips of tentacles. From the horrible beak came the sibilant whisper of the monster:

"Now you know whom you served."

The thing that had called itself Gestí turned and progressed—that was the only way to describe its method of moving—to the curtain behind which its fellows had vanished. It joined them.

Zend was staring at Elak. "You did not know? You served them, and yet did not know?"

"By Ishtar, no!" Elak swore. "D'you think I'd have let those—those—what are they? What are they going to do?"

"Roll over here," Zend commanded, "Maybe I can loosen your bonds."

Elak obeyed, and the wizard's fingers worked deftly.

"I doubt—no human hands tied these knots. But——"

"What are they?" Elak asked again. "Tell me, before I go mad thinking hell has loosed its legions on Atlantis."

"They are the children of Dagon," Zend said. "Their dwelling-place is in the great deeps of the ocean. Have you never heard of the unearthly ones who worship Dagon?"

"Yes. But I never believed——"

"Oh, there's truth in the tale. Eons and unimaginable eons ago, before mankind existed on earth, only the waters existed. There was no land. And from the slime there sprang up a race of beings which dwelt in the sunken abysses of the ocean, inhuman creatures that worshipped Dagon, their god. When eventually the waters receded and great continents arose, these beings were driven down to the lowest depths. Their mighty kingdom, that had once stretched from pole to pole, was shrunken as the huge land-masses lifted. Mankind came—but from whence I do not know—and civilizations arose. Hold still. These cursed knots——"

"I don't understand all of that," Elak said, wincing as the wizard's nail dug into his wrist. "But go on."

"These things hate man, for they feel that man has usurped their kingdom. Their greatest hope is to sink the continents again, so that the seas will roll over all the earth, and not a human being will survive. Their power will embrace the whole world, as it once did eons ago. They are not human, you see, and they worship Dagon. They want no other gods worshipped on Earth. Ishtar, dark Eblis, even Poseidon of the sunlit seas. . . . They will achieve their desire now, I fear."

"Not if I can get free," Elak said. "How do the knots hold?"

"They hold," the wizard said discouragedly. "But one strand is loose. My fingers are raw. The—the red globe is broken?"

"No," Elak said. "Some cords were torn loose as I fought with your slave, and the light went out of it. Why?"

"The gods be thanked!" Zend said fervently. "If I can repair the damage and light the globe again, the children of Dagon will die. That's the purpose of it. The rays it emits destroy their bodies, which are otherwise invulnerable, or almost so. If I hadn't had the globe, they'd have invaded my palace and killed me long ago."

"They have a tunnel under the cellars," Elak said.

"I see. But they dared not invade the palace while the globe shone, for the light-rays would have killed them. Curse these knots! If they accomplish their purpose——"

"What's that?" Elak asked—but he had already guessed the answer.

"To sink Atlantis! This island-continent would have gone down beneath the sea long ago if I hadn't pitted my magic and my science against that of the children of Dagon. They are masters of the earthquake, and Atlantis rests on none too solid a foundation. Their power is sufficient to sink Atlantis for ever beneath the sea. But within that room"—Zend nodded toward the curtain that hid the sea-bred horrors—"in that room there is power far stronger than theirs. I have drawn strength from the stars, and the cosmic sources beyond the universe. You know nothing of my power. It is enough—more than enough—to keep Atlantis steady on its foundation, impregnable against the attacks of Dagon's breed. They have destroyed other lands before Atlantis."

Hot blood dripped on Elak's hands as the wizard tore at the cords.

"Aye . . . other lands. There were races that dwelt on Earth before man came. My powers have shown me a sunlit island that once reared far to the south, an island where dwelt a race of beings tall as trees, whose flesh was hard as stone, and whose shape was so strange you could scarcely comprehend it. The waters rose and covered that island, and its people died. I have seen a gigantic mountain that speared up from a waste of tossing waters, in Earth's youth, and in the towers and minarets that crowned its summit dwelt beings like sphinxes, with the heads of beasts and gods and whose broad wings could not save them when the cataclysm came. For ruin came to the city of the sphinxes, and it sank beneath the ocean—destroyed by the children of Dagon. And there was——"

"Hold!" Elak's breathless whisper halted the wizard's voice. "Hold! I see rescue, Zend."

"Eh?" The wizard screwed his head around until he too saw the short, ape-featured man who was running silently across the room, knife in hand. It was Lycon, whom Elak had left slumbering in the underground den of Gesti.

The knife flashed and Elak and Zend were free. Elak said swiftly, "Up the stairs, wizard. Repair your magic globe, since you say its light will kill these horrors. We'll hold the stairway."

**W**ITHOUT a word the gray dwarf sped silently up the steps and was gone. Elak turned to Lycon.

"How the devil——"

Lycon blinked wide blue eyes. "I scarcely know, Elak. Only when you were carrying me out of the tavern and the soldier screamed and ran away I saw something that made me so drunk I couldn't remember what it was. I remem-

bered only a few minutes ago, back downstairs somewhere. A face that looked like a gargoyle's, with a terrible great beak and eyes like Midgard Serpent's. . . And I remembered I'd seen Gesti put a mask over the awful face just before you turned there in the alley. So I knew Gesti was probably a demon."

"And so you came here," Elak commented softly. "Well, it's a good thing for me you did. I—what's the matter?" Lycon's blue eyes were bulging.

"Is this your demon?" the little man asked, pointing.

Elak turned, and smiled grimly. Facing him, her face puzzled and frightened, was the girl on whom Zend had been experimenting—the maiden whose soul he had been about to unleash to serve him when Elak had arrived. Her eyes were open now, velvet-soft and dark, and her white body gleamed against the silver-black drape.

Apparently she had awakened, and had arisen from her hard couch.

Elak's hand went up in a warning gesture, commanding silence, but it was too late. The girl said,

"Who are you? Zend kidnapped me—are you come to set me free? Where——"

With a bound Elak reached her, dragged her back, thrust her up the stairway. His rapier flashed in his hand. Over his shoulder he cast a wolfish smile.

"If we live, you'll escape Zend and his magic," he told the girl, hearing an outburst of sibilant cries and the rushing murmur of the attacking horde. Yet he did not turn. "What's your name?" he asked.

"Coryllis."

"Ware, Elak!" Lycon shouted.

Elak turned to see the little man's sword flash out, shearing a questing tentacle in two. The severed end dropped, writhing and coiling in hideous knots,

The frightful devil-masks of monsters glared into Elak's eyes. The children of Dagon came sweeping in a resistless rush, cold eyes glazed and glaring, tentacles questing, iridescent bodies shifting and pulsing like jelly—and Elak and Lycon and the girl, Coryllis, were caught by their fearful wave and forced back, up the staircase.

Snarling inarticulate curses, Lycon swung his sword, but it was caught and dragged from his hand by a muscular tentacle. Elak tried to shield Coryllis with his own body; he felt himself going down, smothering beneath the oppressive weight of cold, hideous bodies that writhed and twisted with dreadful life. He struck out desperately—and felt a hard, cold surface melting like snow beneath his hands.

The weight that held him down was dissipating—the things were retreating, flowing back, racing and flopping and tumbling down the stairs, shrieking an insane shrill cry. They blackened and melted into shapeless puddles of slime that trickled like a little gray stream down the stairway. . . .

Elak realized what had happened. A rose-red light was glowing in the air all about him. The wizard had repaired his magic globe, and the power of its rays was destroying the nightmare menace that had crept up from the deeps.

In a heartbeat it was over. There was no trace of the horde that had attacked them. Gray puddles of ooze—no more. Elak realized that he was cursing softly, and abruptly changed it to a prayer. With great earnestness he thanked Ishtar for his deliverance.

**L**YCON recovered his sword, and handed Elak his rapier. "What now?" he asked.

"We're off! We're taking Coryllis with us—there's no need to linger here,

True, we helped the wizard—but we fought him first. He may remember that. There's no need to test his gratefulness, and we'd be fools to do it."

He picked up Coryllis, who had quietly fainted, and quickly followed Lycon down the steps. They hurried across the great room and into the depths of the corridor beyond.

And five minutes later they were sprawled at full length under a tree in one of San-Mu's numerous parks. Elak had snatched a silken robe from a balcony as he passed beneath, and Coryllis had draped it about her slim body. The stars glittered frostily overhead, unconcerned with the fate of Atlantis—stars that would be shining thousands of years hence when Atlantis was not even a memory.

No thought of this came to Elak now. He wiped his rapier with a tuft of grass, while Lycon, who had already cleaned his blade, stood up and, shading his eyes with his palm, peered across the park. He muttered something under his breath and set off at a steady lope. Elak stared after him.

"Where's he going? There's a—by Ishtar! He's going in a grog shop. But he has no money. How——"

A shocked thought came to him, and he felt hastily in his wallet. Then he cursed. "The drunken little ape! When he slashed my bonds, in the wizard's palace, he stole the purse! I'll——"

Elak sprang to his feet and took a stride forward. Soft arms gripped his leg. He looked down. "Eh?"

"Let him go," Coryllis said, smiling. "He's earned his mead."

"Yes—but what about me? I——"

"Let him go," Coryllis murmured. . . .

And, ever after that, Lycon was to wonder why Elak never upbraided him about the stolen purse.