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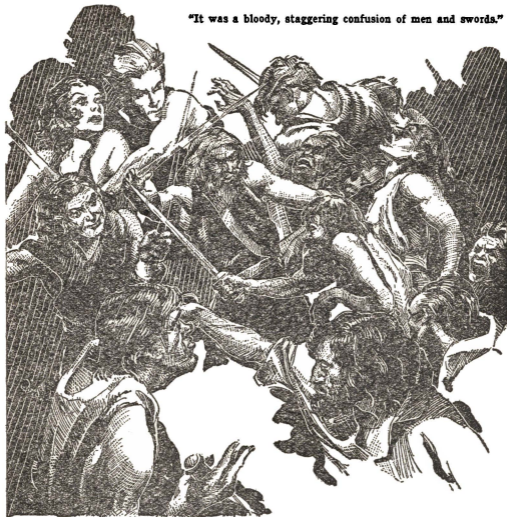
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WEIRD TALES ISSUED 1st OF EACH MONTH

"It was a bloody, staggering confusion of men and swords."



The Great Brain of Kaldar

By EDMOND HAMILTON

*A superb tale of distant Kaldar, world of the
great star Antares*

1. On a Far World

THE sun that was shining in the sky was a colossal crimson sun, an incredible orb whose arc filled a third of the heavens. It was not the familiar yellow sun of earth but was the

giant sun Antares, lying far across the starry universe from earth. Yet the man who stood on a terrace in its red blaze of light was an earthman.

Tall, lean, browned, dressed in a short tunic of woven black metal and wearing

a long sword at his side. Stuart Merrick looked thoughtfully at that huge-rising sun. He turned abruptly as a girl came up to him, a slender feminine figure dressed like himself in the brief metal tunic.

Her dark eyes were alight in her finely chiseled, ruddy face as she greeted him, slipping her arm through his.

"You are not dreaming again of that far world from which you came, my Chan?"

Merrick smiled. "No, Narna. This world of Kaldar is my world, now." He motioned with his hand at the scene that lay before them in the crimson sunlight.

They stood on the terrace of a mighty pyramidal building of black metal, and before them stretched a great city of such pyramids. This black city was laced with gardens of blood-red vegetation and over it hummed sleek, shining air-boats, coming and going.

Miles off from the city's edge rose a stupendous wall of black metal mountains. And out beyond the enclosing mountain-wall, Merrick knew, stretched the crimson jungles that covered so much of this little-explored world of Kaldar.

The city before Merrick was *his* city, the city Corla of which he was Chan, or ruler. For Stuart Merrick, an adventurer whom a group of experimenting earth-scientists had projected across space to this distant world, had by his courage and the strength of his sword-arm won for himself the rulership of this race.

He, an earthman, ruler of a race on a world of Antares! It seemed unreal to Merrick even now. But the unreality of it vanished, as always, as he felt on his arm the warm fingers of his wife Narna, the Corlan girl whom he loved and had fought for and won.

She looked up at him now and said, "Here come Holk and Jurul. Everything must be ready for the start."

Two Corlan warriors were striding across the terrace, one a big, grizzled, bear-like figure, the other slender and wiry.

"The air-boat is ready, Chan Merrick," reported Holk, the bigger warrior, "but before we start on this trip north to visit the Dorta people, I wish you'd order one change made."

"What's that, Holk?" Merrick asked. "Is something the matter with the air-boat?"

"No, it's its captain," Holk replied. "I'd like you to replace Rogor with another captain before we start north."

"What's the matter with Rogor?" Merrick wanted to know. "He's one of the best flyers in Corla."

The big Holk nodded grimly. "Yes, and he's also one of your best enemies. He's been heard to say that it was shame we let ourselves be ruled by you, a man from another world."

"It is true, Chan," put in the quieter warrior, Jurul, "that Rogor has no love for you."

"But that doesn't say that he's disloyal," Merrick told them, laughing. "Forget your worries, and we'll get started."

As he and Narna walked after the two warriors to the air-boat waiting to take them on a trip north to the allied race of the Dortas, Merrick smiled at the girl. "Holk and Jurul see traitors everywhere," he told her.

Narna answered soberly, "They have reason to, my Chan. More than one in Corla still hates you because you are from a different world."

WHEN they stepped up onto the deck of the long, torpedo-shaped air-boat, they were met by a keen-faced, athletic Corlan who wore the insignia of captain on his tunic. Merrick returned the man's salute with a little longer

scrutiny than usual, for this was Rogor, whom Holk distrusted.

"All is ready to start, Chan," Rogor reported. He hesitated a moment, and then added, "And I wish to thank you."

"To thank me? For what?" Merrick asked.

"For letting me retain command of your air-boat on this trip," Rogor answered. "I know that some people have whispered I was disloyal, and I have been anxious."

Merrick felt half ashamed that he had even listened to Holk's suspicions, as he met the man's frank eyes. "There is no doubt as to your loyalty, Rogor," he told the captain.

Quickly Rogor snapped orders to the crew, and as the propulsion-motors at the stern hummed loudly, the craft slanted up into the red sunlight. It circled high over Corla's sky-storming pyramids, then headed north. Soon it crossed the stupendous scarps and peaks and chasms of the black metal mountains that encircled the city. Ahead stretched a sea of crimson jungle, dense and unbroken as far as the eye could reach. Towering trees with scarlet foliage, weird, puffy moss-growths of immense size, hid the ground from sight. Merrick knew this great red jungle covered most of the world of Kaldar.

He wondered, as he had wondered many times before, what weird and alien things might not be wrapped in the concealing fastnesses of this mysterious jungle. He was gripped again by desire to explore the hidden secrets of this unexplored planet.

Night came down as the air-boat arrowed northward over the unending jungles. No sooner had Antares' blazing disk dipped behind the horizon than darkness was upon Kaldar.

Up from the east came a crimson, dull-glowing moon to light the night. It was

one of Kaldar's five wonderful moons, four of which were red and one green. In their light as they rose, Merrick saw down in the dark jungle over which they were flying, glistening, moving things he knew were the terrible protoplasm-monsters that dwelled there.

At last Merrick retired to the small cabin assigned him and Narna. Holk and Jurul parted sleepily from him at the door of their own cabin. The helmsman still crouched watchfully at the wheel of the air-boat, back at the stern.

MERRICK'S last sensation as he fell asleep was the sound of the wind humming outside the air-boat's cabin. When he awoke, he did not know how long he had slept, but his awakening was sudden.

It was a cry in Narna's voice that woke him. He strove to spring up, and discovered that he was bound hand and foot, his hands tied behind his back. He squirmed up into a sitting position and as he did so heard a mocking laugh.

The cabin was fully lighted, the air-boat still humming through the night. Across the cabin two of the crew were holding Narna. Holk and Jurul lay at the door, bound like himself. And over Merrick, staring triumphantly down into his face, stood Rogor.

"Well, Chan Merrick, do you not recognize your faithful servant?" asked Rogor mockingly.

Merrick's stupefied brain endeavored to comprehend. "Rogor, what does this mean?"

"It means," said Rogor coolly, "that I and the friends I picked for this craft's crew are no longer taking your orders."

Merrick saw the explanation. "By heaven, then, you *are* a traitor!"

"A traitor to you, the stranger from another world who usurped the rule of Corla, yes!" Rogor told him.

"A traitor, just as Holk said!" Merrick repeated, still hardly able to believe.

Then a sense of unutterable bitterness possessed him. "This is my fault, Holk," he said. "It wouldn't have happened if I had listened to you."

"It's the fault of that black-hearted wretch there whose neck I'll snap between by fingers when I get loose," Holk growled.

Merrick looked steadily at the traitor. "What are you going to do with us? You and your followers can't return to Corla."

"I don't expect to," Rogor told him calmly. "Did you ever hear of the great brain of Kaldar?"

Merrick's uncomprehending look was answer.

"I see you never did. Well, it is rumored there is a power, a being they call the great brain, in the northeast of Kaldar. We are now speeding in that direction. I am going to find this brain and ally myself with it and so will not need to return to Corla. Narna goes with me, both as an added revenge against you and because I find her beautiful.

"As for you and these two fools," Rogor continued, "we disembarrass ourselves of you here and now. It is simple—we merely toss you over the rail."

Merrick made a sudden tremendous effort to break his bonds. They held, and in a moment his cracking muscles relaxed.

"All right, take them out and heave them overside," Rogor coolly told his followers.

"Good-bye, Narna," said Merrick, his eyes steady on the girl's as the men picked him up.

"Good-bye, Chan Merrick, but if you die be sure that I will not be long behind," she told him steadily.

"A touching farewell, surely," Rogor observed. "Take them on out."

Merrick felt himself carried out of the

cabin. The fresh rush of air in the darkness outside smote against his face. He and his friends were lifted up and their bodies were balanced on the deck-rail a moment as the men prepared to drop them over.

It couldn't be happening, Merrick told himself! He hadn't crossed the universe and fought all this world's perils to end in this way! He would wake up in a moment and he and the others would laugh at this dream. But even as he told himself this, the men gave a mighty heave and Merrick heard the wind scream past his ears as he plunged downward through the dark.

2. Unseen Men

MERRICK'S fall was of short duration, for the air-boat apparently had been flying fairly low over the jungle at the moment they were tossed over. But it endured long enough for him to envision swiftly, as he streamed downward into the darkness, the stunning shock that would end all things for him when he struck.

He struck—a soft, deep mass into whose yielding substance he sank unharmed! He lay for a moment stupefied by the fact that he was still living and conscious. Then as he stirred his bound limbs he found that he lay upon a great mass of puffy fiber, and instantly realized that by sheer good fortune he had landed in the darkness upon one of the huge moss-growths, that had cushioned his fall.

He heard a choking utterance in a deep voice from close beside him in the dark. At once he remembered the two friends who had been tossed over the rail with him.

"Holk! Jurul!" he called into the darkness. "Are you all right?"

"Is that you, Chan Merrick?" came Holk's muffled voice. "I've got my

mouth full of this cursed stuff, but I'm all right, it seems."

"I too, Chan," came Jurul's quick voice. "But how comes it that we still live?"

"We were pitched over just right to fall on this moss-growth," Merrick told them. "It was one chance in a thousand."

He rolled over as he spoke and now could see a little point of light diminishing in the moonlit heavens northeastward.

"There goes the air-boat!" he exclaimed. "With Rogor commanding it and Narna in his power. If I'd only listened to you, Holk!" he added in bitter self-reproach.

"I'm more to blame than you, Chan Merrick," Holk growled, "for I thought Rogor a traitor but failed to watch him. But don't fear—wherever he's taking Narna, whether to that great brain he spoke of or elsewhere, we'll follow and find them."

"We can't follow far," cut in Jurul's quiet voice, "until your thick head finds some way to get us loose of these bonds."

"My thick——" Holk swore in the darkness. "When I do get loose, Jurul, the first thing I'll do is to teach you some respect for your betters."

"Roll over to my side, Chan Merrick," he continued, "and I'll try gnawing your bonds. I'll settle with Jurul later."

Merrick rolled across the soft moss until he bumped into Holk's prone form. By dint of much squirming and twisting he managed to bring his bound hands against Holk's face.

The big warrior at once began chewing on the bonds. The tough cords proved refractory, and Merrick heard him grumbling and growling as he ground them between his teeth.

Merrick, his eyes becoming slowly accustomed now to the dim moonlight of the glade in which they lay, was suddenly aware that the innumerable little noises

of the small forms of life about them had ceased. A heavy silence had abruptly invaded this part of the jungle. The small flying and hopping things had apparently all deserted their vicinity, and Merrick wondered about this as Holk chewed on. Then a sound came to his ears that he had not heard before, a heavy, smooth, rustling sound.

"Holk, listen!" he said suddenly. "Does it sound to you like something coming?"

Holk paused. The rustling grew louder. "By the sun, it's one of the protoplasm-monsters!" the big warrior exclaimed. "The thing has sensed us and is coming toward us!"

Merrick's blood went cold. There were no creatures on Kaldar more feared by the Corlans than these mindless masses of protoplasm that glided through the jungles, engulfing all living things they met.

"Quick, let's roll away from the thing!" Jurul exclaimed.

"We could never escape it that way!" Merrick told him. "Go on chewing, Holk—our only chance is to get free of our bonds before the thing reaches us!"

Holk chewed desperately. The rustling sounds became louder and louder, and they heard small twigs and bushes cracking in the dark as the tide of mindless life rolled over them. Merrick, his heart hammering, watched the far edge of the moonlit glade in which they lay.

He saw in a few moments a little silver rivulet of what seemed glistening jelly flow out from the dark jungle into the glade. It grew wider, thicker, and other rivulets or arms of protoplasm emerge into the glade all along the edge. They merged, became a wave of protoplasm slowly rolling across the glade to the moss-growth on which the three bound humans lay. The wave thickened into a wall of protoplasm six feet high and thirty in width, the extent of its far-

ther mass unguessable, flowing smoothly out of the tangled vegetation.

Merrick, with Holk still chewing madly on his bonds, felt his hair stand on end as the incredible thing approached. No weapon could kill or even harm these mindless things—any wounds made in them simply flowed together again. Now from the huge mass a big glistening tentacle or pseudopod looped across the ground to the three men.

Merrick heard Holk shout at that moment and felt his hands free behind him. He fumbled frantically at the bonds on his feet. He untied them swiftly and was tearing at the cords on Holk's wrists when the great pseudopod swept around them. It strove to draw them back toward the central glistening mass, to be there smothered and ingested. But Merrick tore loose from the slimy grip and managed to loosen Holk's bonds.

Two more pseudopods looped around them as Holk scrambled to his feet. With a great effort they wrenched loose. Holk swiftly picked up Jurul's bound form and he and Merrick sprang away from the questing tentacles.

They threw themselves into a tangle of brush, and soon were out of hearing of the slow, unearthly monster. Then Holk unbound Jurul, who stood stiffly up.

MERRICK saw that the eastern sky was now paling and flushing red, the mighty circle of blazing Antares lifting above the horizon. He stood looking northeastward with fierce, haggard eyes.

"The air-boat was going northeastward when we last saw it," he said, "and Rogor said that in that direction lay his destination, the great brain of Kaldar."

"And what is that?" Holk wanted to know. "Cursed if I think there's a great brain or anything else in these benighted jungles!"

Jurul said, "I've heard talk in Corla,

rumors about the mysterious, all-wise, all-powerful great brain. Sometimes it's spoken of as a brain, sometimes as a city, sometimes as a race of people. No one knows what fact lies behind the vague rumors—Rogor probably knew no more."

"Well, whether it's a brain or city or people, we're going to find it," Merrick said doggedly. "For there Narna will be."

"And there Rogor," Holk said grimly. "I'll get my hands yet around his pipe-stem of a throat."

"Rogor is mine when we find him," Merrick said with deadly emphasis. "But we'll not find him by waiting here. We know the direction, northeast, so we may as well start."

They started through the jungle without further discussion. The huge red sun was now lifting higher into the sky.

Through the hot hours of morning and early afternoon they pressed northeastward through the almost impenetrable tangle of the jungle. They encountered more of the fearsome protoplasm monsters but managed to evade the hideous creatures.

They had also to avoid other of Kaldar's weird forms of life, great flying things with leathery wings, creeping fungi, monstrous worm-creatures. The strain of meeting these and the fight through the red vegetation had wearied them. They had seen no sign yet that they were nearing their destination, or even that it had any existence. Then there came from close ahead the rustling, gliding sound they knew well, and at the same moment a human cry of panic.

"By the sun, it's one of those cursed protoplasm-monsters and it's got a human!" Holk cried.

"The only other humans in this part of Kaldar are Narna and Rogor and his followers!" Merrick cried excitedly. "Quick—come on!"

They raced ahead, emerged from the thicker vegetation into a fairly open grove of huge red-barked trees, and stopped at sight of an amazing scene. A protoplasm-monster of great size had thrown out the looping pseudopods that had apparently grasped its prey. From inside the coiling pseudopods came the human victim's call for help. But the person or being in the pseudopods' grip was absolutely invisible! They could see the tentacles curling around a solid form, could hear the human's agonized shouts, but could not see him!

"By the sun, we've gone crazy!" Holk exclaimed. "There's a man in the grip of those tentacles but he can't be seen!"

"An invisible man? Impossible!" cried Jurul.

The pseudopods looped tighter and another choking scream came to their ears.

"Invisible or not, it *is* a man in that thing's grip!" Merrick cried. "And we're going to save him!"

He rushed forward, Holk and Jurul close behind him.

THEIR heavy clubs crashed through the jelly-like tentacles and momentarily severed them. Unhurt, the protoplasm quickly flowed together again, but in the meantime Merrick was pawing the ground in search of the invisible victim the tentacles had held.

His hands encountered the warm body of a man. The body was absolutely invisible to Merrick but was solid and real as his own. While Holk and Jurul rained blows on the looping pseudopods, he picked up the body he could not see.

He yelled then for Holk and Jurul to flee, and they sprang for the thicker vegetation. The monster's reformed tentacles flowed after them, but they ran on until they were out of danger, and then Merrick laid down his invisible burden.

Merrick felt the man. He was living,

stirring feebly. His body, to the touch, was quite tangible and real, and he wore a tunic and sword. Yet he was completely unseeable by their eyes.

"An invisible man!" Holk exclaimed, thunderstruck. "By the sun, it's unbelievable!"

"It's real enough," Merrick said, "though I admit that I too can hardly believe in this man's existence."

"Why, no one has ever dreamed of such a thing being possible on Kaldar! A man you can not see!" Jurul said, marveling.

Merrick felt the unseen man stir more strongly under his hands. "He's coming round," he said. "I don't think he's badly——"

He was interrupted by a sharp cry from Holk, a rush of feet and scuffle of bodies. He looked up bewilderedly to see Holk and Jurul apparently fighting frenziedly with the empty air. They were striking out fiercely, their fists stopping in mid-air as though encountering solidity of some sort.

Then Merrick felt himself gripped by hands. He could see no one at all about him, but he and Holk and Jurul were rapidly being overcome and held helpless. Out of the air came many voices and the sound of many feet, and Merrick was aware that they were being attacked and overwhelmed by a throng of unseen men.

3. *The City of Invisibility*

MERRICK ceased his useless struggles in a moment. Not only was it evident that he could not free himself of his unseen captors, but his first frenzy of panic at being assailed by beings he could not see was passing. It was now apparent to him that the invisible men around him must simply be others like the invisible man they had just rescued.

He squirmed in the unseen grip and saw that Holk and Jurul too were held helpless. They presented a weird spectacle, their bodies half upright in a strained, twisted position, apparently without support. Holk's face was crimson with rage and with the efforts he had made to free himself.

"Holk, it's no use struggling any more now," Merrick called to him. "They've got us for the time."

"Curse them, if I could only see them I'd be able to wring the necks of a few!" the big warrior panted. "I can fight anything I can see, but when it comes to phantoms——"

"They're not phantoms, they're simply other invisible men like the one we just saved," Merrick said. "Listen, do you hear them talking?"

The invisible men around them were now conversing excitedly. Merrick could understand what they were saying, for they spoke the language used by all races on Kaldar, human and unhuman. He gathered that they were helping up the invisible man they had saved from the protoplasm-monster, and asking him if he was hurt. He assured them he was not, and then Merrick heard him approach.

The invisible man spoke to Merrick, his voice seeming to issue from the empty air but a few inches away.

"I am Durklun, son of Nath, co-ruler of the Talas," he said. "Why did you three save me from the protoplasm-monster?"

Merrick answered into nothingness. "Simply because it was evident you were a man, though an invisible one, and needed help."

The invisible Durklun's voice sounded puzzled. "But why should you save one of us Talas? Are you not men of the great brain?"

Merrick shook his head. "We never

heard of the great brain until a few hours ago, though we are now searching for it."

Another invisible man spoke. "Do not trust them, Durklun," he advised. "They are visible men, and the only visible men are the creatures of the brain."

"They do not speak or look like men of the brain, Zur," answered Durklun's voice. "But there is a way in which we can soon find out. I will examine their skulls."

Merrick suddenly felt the hair on the back of his skull parted, invisible fingers searching and feeling his cranium.

Then he saw Holk and Jurul similarly examined by the invisible man. Holk swore at the indignity.

Then came the bodiless voice of Durklun. "They are *not* men of the brain! Their skulls are without mark or scar! Release them!"

The unseen hands let go of Merrick and Holk and Jurul.

The invisible Durklun again spoke to Merrick. "For this rough treatment I apologize," he said. "I became separated from the rest of my hunting-party, and was attacked by that monster. When Zur and my followers found you with me they thought you men of the brain. But you are not men of the brain, and neither are you of our race of Talas, since you are visible. Of what race then can you be?"

"We are of Corla, a powerful race of humans far to the south," Merrick told him. "I am Merrick, Chan of Corla, and these are two of my warriors. We three were cast from our air-boat by a traitor, but chance saved our lives. This traitor abducted my wife and claimed he was going to ally himself to the great brain of Kaldar; so we have been following to locate the brain and find my wife and her abductor."

Durklun's voice held wonder. "We Talas never dreamed that there were any

other humans than us, except the men of the brain!"

"But are you really human?" Merrick asked. "None of us ever imagined that human beings could exist who were invisible."

"All of the Talas are invisible, yet human," Durklun told him. "Long ago the wise men of our race discovered a method of making matter invisible. To protect us from our enemies, they used this process on all our race and made them all invisible. We are born invisible, of invisible parents. Our bodies are completely transparent to light, and that is why you can not see us. But we ourselves see by other vibrations than light, and so we can see each other and also can see you and everything else."

Holk swore his amazement. "A whole invisible people! Who'd have believed it if we hadn't seen it?"

"Ask them about the great brain, Chan Merrick," put in Jurul.

Merrick nodded, turned back to the invisible Durklun. "The rumored great brain of Kaldar really exists, then?" he said.

"We know well that it exists," Durklun answered, "for the great brain is the most deadly enemy which we Talas have."

"That is why," put in the unseen Zur, "we thought when we first saw you that you were more men the brain had sent against us."

"How far is it from here to the brain's place?" Merrick asked eagerly. "We must get there as soon as possible."

"The city of the brain is but a day's march beyond our own city," Durklun replied, "but you must not go there. The humans who fall into the power of the brain meet a fate whose horror you can not yet imagine."

"I've encountered terrors before and survived," Merrick said grimly. "My wife is there, and there I'm going."

"At least," Durklun urged, "come with us to our city and get weapons and information to aid you in your quest."

Merrick hesitated. Every fiber in his body urged him to waste no time in following Rogor and Narna, but he saw the force of the invisible man's suggestion.

"All right, we'll do it," he told Durklun. "But we stay at the city of the Talas only long enough to learn what we can."

"That is well," Durklun said, "though if you were wise, you would give up your hopeless quest altogether, since to approach the brain's mysterious city is to court an end much worse than death."

DURKLUN gave an order and Merrick heard the invisible men group themselves in obedience to it in a column. Some of the Talas linked hands with Merrick and Holk and Jurul, and they started thus through the jungles.

For two hours they and their invisible companions pushed through the vegetation. Then they emerged onto a sandy plain. The red light of blazing Antares poured down on the red sands, lighting the barren, lifeless expanse.

"There before us lies the city of the Talas," Durklun said.

Merrick and Holk and Jurul stared at the empty plain. "But there's nothing there!" Merrick protested.

He heard Durklun and Zur and the others laugh. "That is because you can not see it," Durklun told him. "The city of the Talas is as invisible as the Talas themselves."

"What?" exclaimed Holk. "You mean that all your buildings and everything else are invisible too?"

"Of course," Durklun replied. "They were made so by the same process used on the bodies of our people. Before you lie the great wall and gates and towers of the city of the Talas, but you can not see them nor the throngs within nor the in-

visible things they use. Neither could any enemy see them or even locate them by sight. That is why we live safely here, since the men of the brain who search for us can not find our city."

He led the way forward onto the plain. As they went on they heard from ahead the dim, confused sounds of a large city. Yet to the eyes of Merrick and his two comrades nothing was in sight but the red sunlight streaming down on the empty plain.

They stopped, and Durklun called out. A voice answered from high above and great hinges grated as a huge, invisible gate opened.

They passed through, and Merrick, extending his hand, could feel that they had come through an unseen wall of great thickness. They heard the invisible gate swinging slowly shut behind them.

Durklun led them onward, their feet now on a hard stone-like paving they could not see, a foot or more above the plain. It was as though they had entered into a weird city of phantoms. On all sides of them they heard voices, footsteps, people hurrying to and fro. Laughs, chatter, shouts, the sound of moving vehicles and the cries of invisible domestic animals assailed their ears.

Holk's face was a mask of astonishment, and Merrick felt hardly less overwhelmed as they went on. For all this babel of noise came from the empty air. To all appearances, he and Holk and Jurul were simply walking alone over the sunlit, barren plain!

Durklun led them into an invisible building, up a stair. They seemed climbing into the sheer air as they mounted the unseen steps. Their invisible host showed them into a room, which by feeling around they discovered to be of some size. They found unseeable chairs and couches, sat down upon them. Servants, un-

seen by their eyes, came to tend their wants.

Holk swore long and loud in his amazement. Jurul looked about him continually with undiminishing wonder in his eyes. So did Merrick, for to all appearances they three were sitting in the air twenty feet above the sandy plain, no one else in sight.

They bathed in an invisible tank in which the water was as unseem as everything else. The phantom servants brought fresh tunics for them, but when Holk tried his on, Jurul and Merrick shouted with laughter. The tunic was invisible like all else and Holk might as well have been wearing nothing. They resumed their own travel-stained tunics.

DURKLUN came then and conducted them into the lower part of the building where his father Nath, one of the co-rulers of the weird city of the Talas, with Zur and other invisible men awaited them. They were led to an invisible table and sat upon unseen chairs to eat.

Here new difficulties awaited them. The food and dishes before them were as invisible as everything else. The animals and even the plants of this city were also unseen. They had to feel for the food and place it cautiously in their mouths.

It seemed much like an imaginary banquet to Merrick and his comrades, but the food was solid and satisfying enough. Yet throughout the meal Merrick chafed with impatience, and before they had finished he was asking Nath concerning the great brain.

He heard Nath utter a sigh at his question. "My son has told me of your quest, but I had hoped you would forego this mad venture to the great brain's city," the Tala ruler said.

"My wife is there and I must go," Merrick told him. "Surely there is a

chance to get into the place and out again with her."

"You do not know of the immense powers of the great brain or you would not think so," Nath told him.

"Just what are those powers—what is the great brain?" Merrick asked. "I have heard that it is sometimes referred to as a brain, sometimes as a city, sometimes as a people."

"It is all three," Nath answered. "It is a brain, and it is also a city and a people."

"Long ages ago there were in this region two cities of humans, people very much like yourselves. One of those races was a highly civilized one that had developed great powers and knowledge through their co-operative form of society. In that city co-operation for the good of all was the supreme aim.

"It came to mean so much to them that they dreamed of their whole race having but a single mind. That, they thought, would make them finally and supremely co-operative, a single being with thousands of bodies rather than a race. They decided to use their scientific powers to bring about that end.

"They took, one by one, the brains out of their citizens and combined them into one great brain of immense size. This huge brain had an artificial environment in which it could live almost for ever, and it had mechanisms that broadcast its thought-commands by electrical vibrations to its thousands of people.

"Those people had installed in their skulls, instead of the brains that had been removed, a compact apparatus for reception and transmission of nerve-messages as electrical vibrations. When any of them saw or heard or sensed anything, it was relayed through that apparatus to the great brain, which saw and heard.

"In the same way, when the brain sent

forth a thought-command to any one of its thousands of subject bodies, that body instantly obeyed. That single great brain, that single mighty intelligence, actuated every movement of every one of that city's thousands of people. The great brain was really the city's only inhabitant, and the throngs of people in it were but the mindless limbs of the brain!

"That happened," Nath continued, "long ago. Since then the great brain has dwelt in its city near here, its thousands of brain-men and brain-women moving like mindless puppets in answer to its commands. And from the first it has taken any humans it could find and made more puppets of them, removing their brains to add to its own single huge intelligence, and making them its mechanical slaves.

"It sent forth its brain-men to take prisoners from the other city of humans. The people of that other city finally resorted to invisibility to protect themselves. So did the ancestors of us Talas make themselves and their city invisible. Yet despite this the brain has remained our most dreaded enemy."

Merrick thought. "Rogor, the traitor who abducted my wife," he said, "was going to ally himself to the great brain. How would the brain receive them, do you think?"

Nath laughed shortly. "That mighty brain take for ally a single puny man? Of course it wouldn't. It would simply have their brains removed for addition to its own, and make them slaves also."

Holk uttered an exclamation. "Narna! If that were done——"

"It's what I'm thinking," said Merrick levelly.

He rose to his feet. "We must go, though we thank you for your help. If you'll direct us to the city of the brain and lend us weapons, we'll lose no more time."

"We'll do more than direct you!" Durklun exclaimed. "Ill go with you to the city of the brain!"

"And I too!" Zur added quickly.

"But we can't let you risk yourselves for us," Merrick was saying, when Nath stopped him.

"Of course you can—my son will be but repaying the debt he owes you of his life. And he and Zur can do much to help you get into the brain's city unobserved."

"By the sun, that's right, Chan Merrick!" Holk said eagerly. "If these invisible men can't get us in, no one can!"

"Very well," Merrick said. "We can start at once?"

"As soon as you have been provided with weapons," Durklun said.

The weapons when brought proved to be long swords and short daggers. They were invisible, like all else in the phantom city.

Holk swung his invisible sword around, making the air whistle. He turned in delight.

"Just let me get within reach of Rogor with this! He'll never know what killed him!"

"For what you've done to aid us, we thank you," Merrick told Nath. "If we come back, we'll try to thank you more fully."

Durklun and Zur led the way down into the street of the invisible city. Even in the fever of purpose that filled Merrick he could not be indifferent to the wonder of the place as they again traversed its unseen, thronging, noisy ways.

Again a great unseen gate opened to let them out, and at the edge of the jungle Merrick and his companions stopped, looking back. Antares was now setting, and in its last rays the plain seemed as empty and lifeless as a desert, the towering and busy city on it completely invisible. Then Durklun uttered a brief

word and they plunged into the darkening jungles with their invisible comrades toward the mysterious and dreaded city of the brain.

4. *Creatures of the Brain*

"THE city of the great brain!" whispered the voice of Durklun. "See—down there!"

"Keep low!" he warned as Merrick raised his head above the ridge behind which they crouched. "You must not be seen."

Merrick, Holk and Jurul shouldering him on one side and Durklun's invisible form on the other, peered down through the night, his heart beating rapidly. Two red moons and the green one were now in the sky, and by their light he made out a large city whose towers and streets and structures were of gray stone.

The city was circular in outline. There were lights here and there along its ways, and a few people clad in white tunics going to and fro in its thoroughfares. Mostly it seemed silent, sleeping. At the city's center reared a gray tower far larger and higher than any other.

For hours that night Merrick and Holk and Jurul had pushed through the jungle with their two guides. It was hard work keeping up to the two Talas, for Zur and Durklun being invisible had to keep within touch of them at all times. Merrick had chafed at the difficulties of their progress now that he felt Narna within reach.

They had passed gliding protoplasm-monsters and other dangers of the jungles unscathed. Durklun and Zur had become ever more careful as they neared their destination, and their excessive caution was evidence of the dangers attending this venture. They had crawled forward on hands and knees to this ridge from behind which they now looked down at the moonlit city of the brain.

"I have never before seen this city," Durklun whispered, "but a Tala who escaped it some time ago told our people something about it.

"That great tower at the city's center contains in its inmost recesses the chamber of the great brain. The tower is strongly guarded for that reason. Prisoners are taken to the tower, and sooner or later their brains are removed, and the vibration-receiving apparatus put in their place. The brains are set aside to be treated before being added to the great brain itself. The Tala who escaped did so just before his brain was to be removed."

"Then it's likely that we'll find Rogor and Narna in the tower somewhere?" Merrick said.

"Yes," Durklun replied, "but I will not disguise from you my belief that even if we penetrate the tower we have but little chance of getting out with the prisoner you seek."

"Never mind that; we'll take our chance," Merrick told him. "Just let me get within reach of Narna."

"And me within reach of Rogor," Holk threatened.

Merrick turned to him. "Holk, our first purpose is to get Narna. If we must, we will let Rogor go to accomplish that."

"Oh, very well," Holk grumbled, "though he'd better not get within reach of this invisible sword of mine."

Jurul laughed quietly in the dark. "What a fencing-bout you and I could have with these blades, Holk!"

"Zur and I," said Durklun, "will go ahead and see if it is practicable for you to enter the city now. Wait here."

The two Talas slipped away, unseen as ever, and Merrick and his comrades waited impatiently. Then in a little while there was the soft sound of a step, and the voice of Durklun again issued from the air near them.

"We will try it," the Tala whispered.

"There are few brain-men abroad, for most of them sleep at night like any other humans, their bodies needing rest. Only guards or those the brain has business for are awake now in the city."

Merrick kept hold of the invisible man's arm as they went over the ridge and crept down toward the city. He had his invisible sword tightly gripped in his other hand, and his pulse pounded with excitement as they approached the gray outer buildings of the silent city.

Holk and Jurul were close beside him, Zur going a little ahead. Merrick wondered if the moons of Kaldar had ever looked down on a stranger sight than this little group of visible and invisible men stealing through the night toward the city of the brain.

The city had no wall, the edge of the gray stone paving forming its boundary. They stepped onto it, started along a street leading inward. They kept to one side of the street, where the shadows were darkest.

They crossed other streets, and far along them could see figures moving under the lights. Then there was a warning hiss from Zur, and Durklun dragged them quickly into the deeper shadow of a crevice between buildings as men turned into the street a little ahead.

There were four of them, dressed in white tunics and carrying tools. They walked stiffly, mechanically, and Merrick felt his skin creep at sight of their faces. They were not human-looking faces at all, but changeless masks, the eyes fixed and staring. The men walked by the place where they crouched.

Durklun whispered them to go on, and they followed his lead once more. They soon turned into a street that was narrower and less well-lit. The big central gray tower loomed up at its end, and Merrick's pulse quickened.

Again they had to take to the shadows

as a man and woman approached, stalked silently by. Behind them came two men who wore swords and were obviously guards. They looked stiffly to right and left as they passed but did not discern the group crouched in the shadow.

MERRICK was now feeling all the horror of this great city, in which there was but one brain, one mind, actuating all these thousands of bodies. The city had really but one inhabitant—the great brain that brooded somewhere deep in the tower. All these people were merely its body's parts, limbs and sense-organs serving it as a man's senses and limbs serve him.

Now they were creeping through the shadows toward the tower's mighty pile, and Merrick saw with sinking heart in the moonlight that there were a half-dozen guards at the nearest door.

Durklun stopped them and whispered close in Merrick's ear. "Be ready to go through that door when the guards leave it. Zur and I will try to get them away long enough."

"But how——" Merrick began, then was silent as the invisible man slipped out of his grasp.

He communicated what the Tala had said to Holk and Jurul, and they crouched in the dark waiting for an opportunity.

In a few moments they heard a scratching sound at the tower's wall some distance from the door. The guards heard it too, or rather the great brain who used their ears heard it. They looked stiffly in that direction.

The scratching was repeated. The brain apparently decided to investigate, for the guards quickly drew their swords and started along the wall to the spot whence came the sounds.

Instantly Merrick and his two companions slipped across the moonlit paving

and through the door. They found themselves in an almost dark corridor and waited there, swords in their hands. They heard the guards come back and take up their places outside the door again, having evidently found nothing. Then a few moments later someone brushed against Merrick's side and he started.

"It's Zur and I," Durklun whispered. "We had only to walk right between the guards, ourselves."

"By heaven, if we were all invisible, this task would be easy!" Merrick whispered.

"The hardest part is to come," Durklun told him. "We must find the cells where your wife and the others are imprisoned, and they will be well inside the tower's mass."

They started along the corridor, Zur again going ahead to give warning if need be. Soon they turned into another corridor. It was dimly lit, and in rooms on either side of it Merrick glimpsed the sleeping forms of men and women—puppets of the brain, resting as a man might allow a tired limb to rest.

Continually they halted while Durklun and Zur investigated the corridors ahead. Merrick was becoming anxious, for he knew that dawn was not far distant, when the city would be crowded with the brain's mindless hordes.

They came to a door watched by guards. Again Durklun and Zur lured them away long enough to permit Merrick and Holk and Jurul to pass through.

"Why don't you simply steal up on these guards and cut them down?" Holk whispered to the invisible Durklun when the two Talas rejoined them, and Zur had again gone ahead to reconnoiter.

"That would mean instant discovery," the Tala said. "Don't you understand?—the brain would know at once if any of its bodies were killed, just as you'd know if

some of your fingers were cut off. We'd never get out of here."

Zur came back, and there was excitement in his whisper. "I have found the cells of the prisoners," he exclaimed. "And in one cell are a man and woman like you."

Merrick's heart bounded. "It must be Rogor and Narna!"

He was leaping forward when Durklun halted him.

"Careful!" the invisible man warned. "We mustn't be discovered now when we've almost succeeded."

They followed Zur around two turns into another dim-lit corridor. Along it were the cage-like metal doors of cells, and inside those they passed could be seen the forms of sleeping men.

Merrick thought he recognized some of Rogor's followers. Then Zur paused at another door. Merrick, gazing in with heart hammering, made out in it the athletic form of Rogor and the slim figure of Narna, stretched in sleep on opposite sides of the cell.

Merrick ripped the cell-door open. There was no lock or bar on it, a circumstance whose significance he was too excited to comprehend. He sprang inside, invisible sword in his hand and the others behind him, and instantly Rogor and Narna leaped to their feet.

Rogor rushed forward, but with a single deadly thrust of the unseen blade Merrick transfixed his heart.

"The death your treachery deserves, Rogor!" he hissed as the traitor Corlan sank to the floor.

Then he turned, breathless, and clasped Narna in his arms. For a moment he held her close.

"Narna, I've found you!" he exclaimed in a passionate whisper. "And we'll get out of here with you now!"

He stepped back a little and in that

moment Narna struck him in the face with all her force!

She darted past the stupefied Merrick to the cell's open door, but Holk grasped her. She fought him furiously, and Merrick saw that her face was cold, stiff, unhuman, her eyes fixed and staring.

"Narna!" he cried, cold fear at his heart. "What's happened to you?"

There was a gasp from Durklun, and the Tala's invisible fingers parted the dark hair on the back of the struggling girl's skull, disclosing a circular, livid scar.

They stared from it down at Rogor and on the back of the fallen traitor's skull saw a similar scar. As they stared in stupefaction they heard from the distant corridors a growing rush of many feet, a clang of nearing swords.

"Those scars!" cried Durklun. "They mean that we're too late, that the great brain has already removed the brains of this girl and the others and that she's now only one of his mindless puppets! The brain knows through her that we're here and is rousing all its guards against us! We've no hope now of getting back out of this city!"

5. In the Brain Chamber

"USE our swords! Fight our way out of here!" roared Holk's great voice.

"But Holk, Narna has been changed—made mindless!" cried Merrick frantically, holding the struggling girl.

"Take her with us anyway!" the Corlan cried. "We've got to break out now if ever."

They burst from the cell out into the corridor, Merrick holding the fighting girl with his left arm, his sword in his right.

Down the corridor from the outer part of the tower was rushing toward them a solid mass of the stiff-faced guards, their swords upraised.

"Too late!" came Durklun's voice.

"They've trapped us in here—the brain's got us!"

"By the sun, I'll take some of those frozen-faced creatures with me, then!" yelled Holk.

His sword clashed out against that of the foremost of the oncoming guards at that moment. The great Corlan's invisible blade beat down the brain-man's sword and swept his head from his shoulders in one terrific slice. And now the swords of Merrick and Jurul, and of the invisible Durklun and Zur, met those of the guards.

It was a bloody, staggering confusion of swords and men there in the dim-lit corridor. The brain-guards came on from the outer part of the tower like the mindless things they were, impelled by the commands of the great brain somewhere within. They attacked with the fearlessness of machines. But they met swords backed by men whose desperation matched their own mechanical lack of fear.

Merrick, clinging to Narna with one arm though his heart was leaden with knowledge of her mindless puppet-state of subjection to the brain, stabbed like a man gone mad at the guards who crowded forward. They reeled down from his thrusts, for mindless as they were, their bodies still were human and could be killed. His invisible sword was now red-stained and visible.

Holk was yelling hoarsely at the top of his voice, his shouts making the corridors ring. Before the sweeping slashes of the crimson-faced warrior's blade the guards were going down like ripe grain. Shoulder to shoulder with Holk and Merrick, Jurul fought in the deadly fashion that was his own. He had begun to laugh a little as he fought, and now as the fight grew wilder he was laughing more and more, his eyes glittering as his lightning-like strokes stabbed out.

It was Durklun and Zur who were doing the most execution, though. The invisible men constantly changed position and out of the empty air their stabs struck down the unseeing guards. The two Talas seemed at once nowhere and everywhere, the only evidence of their presence the bodies that tumbled here and there from their strokes.

Ordinary men could not have come on against the deadly blades of these five. But the brain-guards were not mere men, they were bodies actuated by a distant mind that drove them on to the attack. More and more guards crowded into the corridor from the outer end, climbing stiffly over the pile of slain to attack.

Merrick and his companions were forced back along the corridor despite themselves. They left its floor slippery with blood as they backed along, Merrick still holding Narna in the circle of his left arm. She had not ceased to struggle against him, actuated by the commands of the great brain whose will now swayed her body.

Holk slipped on the bloody floor and went down, and the guards leaped at his prone form. Jurul sprang over his comrade and the slender Corlan's blade for a few terrific moments danced like a destroying death among the brain-men. Holk had a chance to regain his feet, but now the five were hard-pressed to hold back the attackers.

Merrick, dull desperation in his heart, struck and stabbed until a voice yelled in his ear. It was the voice of Zur.

"There's a door back here!" the Tala was crying. "We can bar the other side."

"Holk! Jurul! Back this way!" Merrick cried at once.

He and Holk and Jurul, at a shouted command from the two Talas, turned and raced for the door at the corridor's inner end, Merrick half-dragging Narna along.

The brain-men ran quickly after them

like wolves after prey, but out of the empty air death smote suddenly among them as they met the two invisible men.

Durklun and Zur held off the brain-men until the others were through the door, then raced through it after them.

"All right, bar the door!" yelled Zur.

Merrick slammed the heavy metal door shut and shot the bar home as the brain-guards threw themselves against it. It quivered beneath their impact, but held. They could be heard hammering against it.

Merrick looked around. They were in a narrow corridor, apparently leading inward into the tower.

He looked desperately into the fixed, unhuman eyes of the girl he held. "Narna!" he cried. "Surely you know me, Merrick?"

"It's no use, Chan Merrick!" Durklun exclaimed. "You're not talking to Narna but to the brain that now possesses her body."

The metal door shook violently as the brain-guards hammered upon it. "We've got to find some way out of here!" Holk said. "They'll have that door down in a minute more."

"This corridor leads inward—we'll never get out by it!" he cried, after a glance along it.

"What difference whether we get out or not when there's a fight like this to take part in?" Jurul exclaimed.

The ordinarily quiet Corlan's face was laughing, exultant, transfigured with the wild joy of battle.

Merrick took a step forward, still holding Narna. "On down this corridor!" he ordered. "We may find a passage that leads outward."

"Even if we did get out of the tower it would do us no good," came Zur's cool voice. "The whole city has been roused against us now by the brain."

THEY hastened along the corridor, around one turn and then another. There were no cross-passages. They could hear the metal door behind cracking beneath the brain-men's assault.

They raced around still another turn in the dim-lit corridor, came face to face with another door. But this one was closed and immovable.

"A blind alley!" Jurul cried. "Well, this is as good a place to end as any."

He turned, raising his blood-stained blade in readiness. But Merrick caught his arm.

"No, there must be a way to get this door open," he cried. "It can't be barred on the other side, for if there were brain-men on the other side to bar it, they'd have come out against us. There must be some secret way of opening it. If we can find it we still have a chance."

He began hastily to run his hand around the door-frame in search of a secret button or switch. The others, except for Narna who still struggled silently, followed his example.

Suddenly something clicked under Holk's fingers and the door swung open. They heard the first door go down with a crash as they threw themselves through this one. Merrick swung it shut, looked frantically for a bar, then saw a metal catch and shot it home.

The brain-men reached the door and hurtled against it as they did so. But now Merrick and the others were staring around this place into which they had burst from the corridor.

It was a huge, circular hall with floor and walls and high domed ceiling of burnished metal. Light from some hidden source illuminated this great room brilliantly and flashed and shimmered from the shining walls. At the hall's center was a sunken metal tank thirty feet across. In the tank, connected by a myriad of slender cables to tall mechan-

isms all around the hall's edge, there lay an enormous, corrugated soft gray mass that twitched and quivered slightly.

"It's the brain!" Merrick yelled. "We've penetrated into the chamber of the great brain itself!"

"Then here's where I end the brain and its people once and for all!" cried Durklun. They heard the invisible man leap forward, saw his red-stained sword flash up to strike the giant, helpless brain.

Merrick caught his arm. "No, don't do it."

Durklun struggled, his voice expressing his stupefaction. "Why not? Don't you realize that if I destroy the great brain here, all those mindless people out there will sink down in death?"

"Let him do it, Chan Merrick!" Holk cried. "We'll end this hell-city for all time!"

"No, you can't!" Merrick cried. "Narna here—she's one of its mindless puppets too now, and if you kill the brain she dies with all the rest."

They stared at the girl, who was still struggling to free herself from Merrick's grasp.

From outside came crash after crash as the brain-men in the corridor hurled themselves against the door.

"What are we going to do, then?" Holk demanded. "That damned brain will have its guards in here on us in a moment."

"There's just one chance to save Narna," Merrick said. "You told us, Durklun, that the brains removed from prisoners were preserved and treated for a while before being added to the great brain?"

"Yes, that is what the Tala prisoner who escaped from here said," Durklun answered.

"Very well," Merrick said swiftly. "If Narna's brain is preserved somewhere

here, we can make the great brain have it put back into her skull or we'll kill it!"

They stared. "But how can you make the thing there understand?" Holk said, motioning to the huge gray mass.

"Through Narna herself!" Merrick exclaimed. "She's now one of its puppets and we can speak to it through her!"

He took the girl and twisted her about so that her eyes looked into his. It was not the fine, sensitive face of the Narna he loved that faced him, but a cold, unhuman mask whose fixed eyes had behind them an intelligence vastly greater than any human one.

Merrick spoke to her. "You, the great brain, understand me when I speak to you, do you not?" he said.

"I understand you, of course," the brain answered through the girl's stiff lips. "I have been listening to what you said."

"Then you know our proposition," Merrick told it. "Unless you have this girl's brain replaced, you and your creatures die."

"I am willing to do what you say," the brain answered. "But you must promise that when her brain is replaced you will leave here without harming me."

"We promise," Merrick said readily, "on condition that you allow us all to leave your city without harm."

"You have my promise," the brain assured him.

At that moment the hammering on the door ceased and was succeeded by silence.

"You observe," the brain said through Narna's lips, "that my guards are no longer trying to break in. I am now having some of my scientists remove this girl's brain from the treatment-serums and bring it here with the instruments necessary for replacing it in her skull."

In a few minutes there was a sound of footsteps outside the door.

"It is the party of my scientists with

the girl's brain," said the great brain. "Allow them to enter."

Merrick hesitated. "Holk, you and Jurul stand there beside the great brain," he said. "If any guards come through that door, strike at the brain at once."

"There is no need for these precautions," the brain told him. "I am only too anxious to have you gone from this chamber, where no enemy has ever before penetrated."

HOLK and Jurul took their positions with upraised swords and Merrick opened the locked door.

Four of the stiff-faced brain-men were outside, bearing wheeled instruments and metal containers. They came inside, and Merrick again locked the door.

The brain spoke again to Merrick through Narna. "The operation will now take place. Do not interrupt."

Stiffly Narna stretched herself upon a wheeled table the scientists had brought. The four scientists quickly adjusted a cap-like metal thing upon her skull. They connected it to other instruments, and there was a hum of force. They lifted off the cap and with it a circle of the girl's cranium. Merrick, watching sickly, saw them deftly remove from her skull a compact little metal apparatus, the receiving-apparatus by which the great brain had controlled her body.

The scientists then took from one of the containers the small gray mass of the girl's own brain, skilfully and gently fitted it into her skull, fused nerve-endings together once more. Then the metal cap-thing was replaced, the forces hummed again, and when the cap was lifted her cranium was again solid and unbroken, save for a round scar.

Merrick, watching with his heart pounding, saw Narna open her eyes. Gone from them was the look of stiff mindlessness, and gone from her eyes the

fixed expression. She sat up, saw him and reached her arms toward him.

"Chan Merrick!" And as he held her she said wonderingly, "What has happened?"

"You remember nothing, Nama?" he asked.

"Nothing but that Rogor brought me here after tossing you and Holk and Jurul from the air-boat. Guards seized us, scientists came with mechanisms, and then all was blackness."

Merrick told her briefly what had happened. Then he became aware that the great brain was speaking again to him, now through the lips of one of the scientists.

"The girl is now restored to her former state," the brain said. "You will now fulfill your part and leave this chamber and the city."

"Remember that we are not to be molested going through the city," Merrick warned.

"You will not be," the brain answered. "I have given you my promise."

"All right, Holk!" Merrick said. "Open the door and we'll get going."

HOLK opened the door. The corridor outside was quite empty.

"You will meet with no resistance in leaving," the brain told them. "But go as quickly as possible."

"Come on," Merrick told the others, starting through the door with Holk and Jurul, Narna clinging to him. "Durklun, are you and Zur there?"

"We're coming," answered the voices of the two invisible men, behind.

They went through the corridor, meeting no one, and on through the next corridor, over the dead they had slain. Merrick, walking with Narna by his side, felt as though they had experienced a strange dream. Through corridor after corridor they went until ahead they saw bright

sunlight. Dawn had come while they were in the tower, and they hastened their steps along this last corridor.

"By the sun, we did it!" Holk was exclaiming. "Got a captive away from the great brain of Kaldar!"

"I never thought it possible," Jurul said. "It was Chan Merrick who—look out!"

Jurul's yell of warning came too late. From doors on either side of the corridor, scores of brain-guards leapt out on them.

The swords of Holk and Jurul accounted for a few of the brain-men in the first moment of surprize, but they were then borne down by sheer weight of numbers in the narrow hall. Held helpless by scores of hands, their weapons were torn from them.

"By heaven, the brain has tricked us!" Merrick cried. "It's broken its promise!"

"Of course I have broken my promise," said the great brain through the brain-guard who held Merrick's arm. "It would be quite irrational for me to allow you to escape simply because I said you could. You will all make very excellent slaves like these others when your brains have been removed," it continued. "My guards will take you now to——"

The words stopped in the brain-guard's throat. He stared, his eyes and face suddenly blank; then he fell prone, lifeless. And all the other brain-men in the corridor were falling limp and dead in the same moment. Looking out into the sunlit city outside, Merrick and his companions saw all the throngs of the brain-city wilting down simultaneously like flowers slain by frost!

"They're dead!" said Holk unbelievably. "By the sun, they're all dead!"

"But how—what——" Jurul said, stupefied.

"The brain!" Merrick cried. "Some-

thing must have happened to the great brain."

They turned to race back to the brain chamber and collided squarely with two invisible forms approaching from there. They were Durklun and Zur, and the swords the two invisible men carried were now gray-smearred.

"You!" cried Merrick. "You two stayed there in the chamber—destroyed the great brain!"

"We did!" said Durklun triumphantly. "We heard you promise not to harm the brain, but *we* made no promise. We said we were following you, but we stayed there in the chamber, invisible and unsuspected. Then when the scientists had gone we went over and slashed the great brain into a mass of fiber. We've killed the greatest enemy that the race of Talas ever had."

"And you've saved us all!" Merrick said, and related to them the brain's last treachery.

"Let's get out of this place," Holk urged. "One more hour here and I feel that I'll become a gibbering madman."

"The air-boat on which Rogor brought me here must be somewhere outside this tower," Narna exclaimed.

Search through the dead-strewn structures outside the tower soon located the air-boat. In a few moments Holk had its motors working, and as they hummed with power, Jurul sent the craft slanting up into the light of rising Antares. Merrick and Narna and the two invisible men stood beside him.

"Make for the city of the Talas, and when we've left Durklun and Zur there we'll head back home to Corla," Merrick said.

"It's really too bad," Jurul said regretfully as he looked back, "that we never did get to finish that fight in the corridor."

Holk's great paw swept down on him.

"That's enough, Jurul! I've had all of that place I want, and I don't want ever to see it again, not even in my dreams."

Merrick, with Narna close beside him, looked back as the air-boat darted over the crimson jungle. The gray city with its hosts of silent, dead forms, was receding rapidly behind them, and was soon

swallowed up almost completely by the red vegetation. Only the gray tip of the central tower still stood out against the blazing disk of rising Antares, marking the place of the dead city of the dead great brain. Then that too vanished and nothing remained visible against the crimson glory of the climbing sun.
