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We are next.

PREY

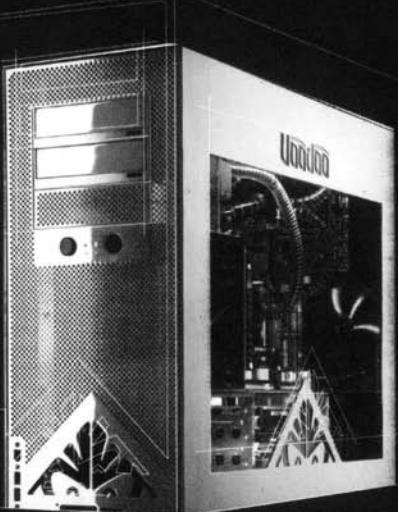


PC
CD-ROM
SOFTWARE
PC
DVD-ROM
SOFTWARE



CRAFTING INSPIRATION

SINCE 1991



CALL US CRAZY BUT THERE IS SOMETHING ABOUT 'THE LOOK' OF A CLASSIC, FULL-SIZED TOWER PC THAT MAKES US A LITTLE BIT WEAK IN THE KNEES. THE PURE ELEGANCE OF ITS SIMPLE GEOMETRY COMMANDS ATTENTION AND QUIETLY EARNS RESPECT.



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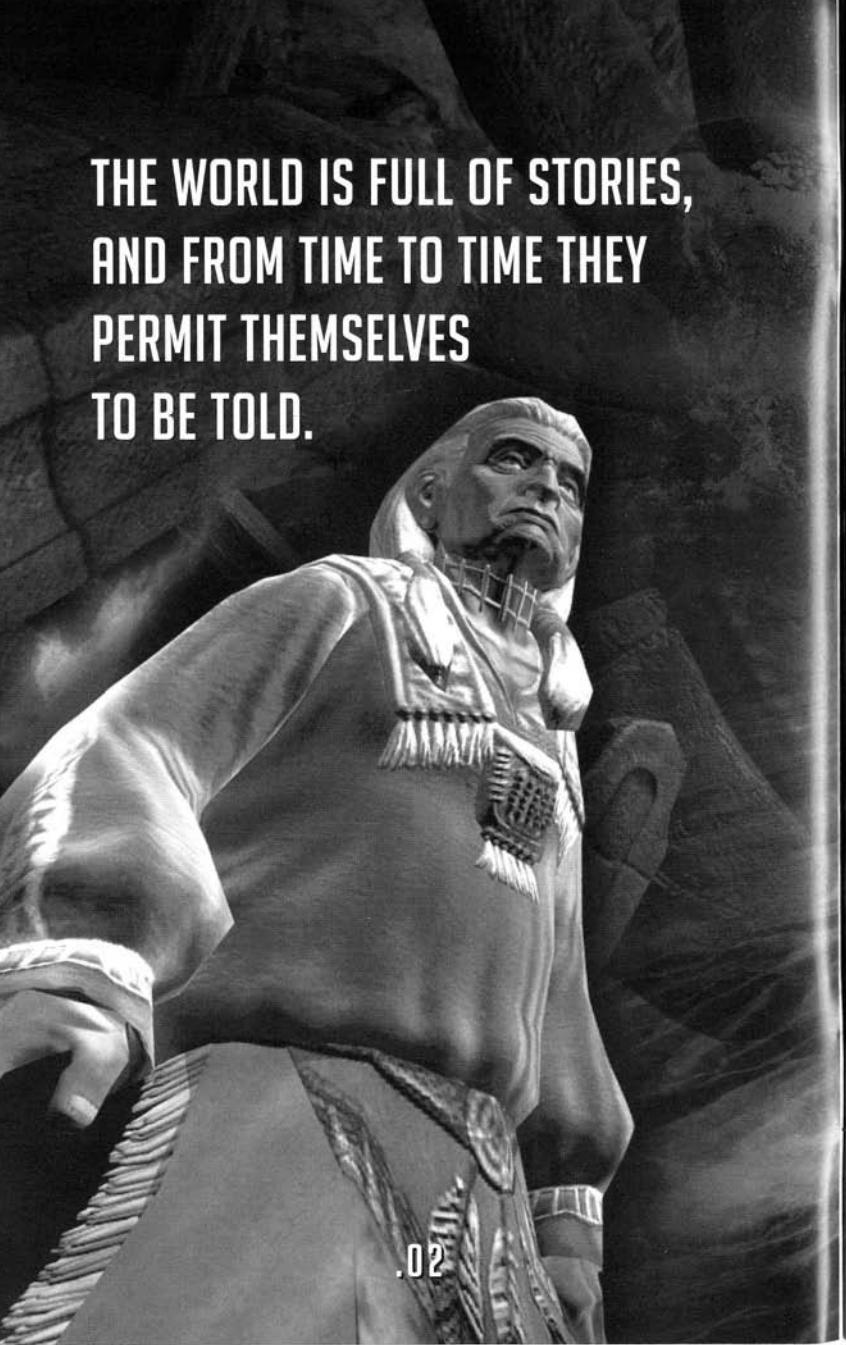
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THE WORLD IS FULL OF STORIES,
AND FROM TIME TO TIME THEY
PERMIT THEMSELVES
TO BE TOLD.

.02

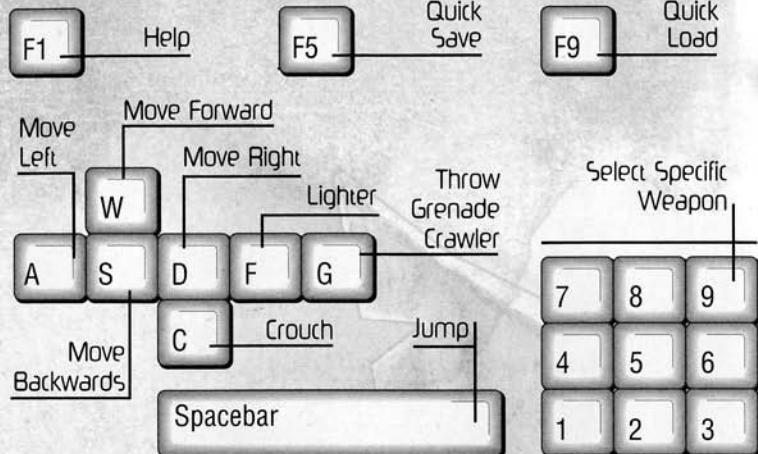
The skies caught fire, bathing the Roadhouse in a harsh green glow. The earth shook as if giants were lumbering towards us. Before we could find cover, light bored through the roof, ripping it to shreds. No one had time to react as the giant craft above us sucked everybody up with a whirring thunder.

Just minutes before, callers flooded radio talk-shows, reporting strange lights in the sky throughout the southwest. The media was loath to report these sightings, figuring them to be pranks. But soon the truth became evident. There were...things in the sky, large flying discs, sending forth wide iridescent beams. People yelled, "They're coming! They're coming!"

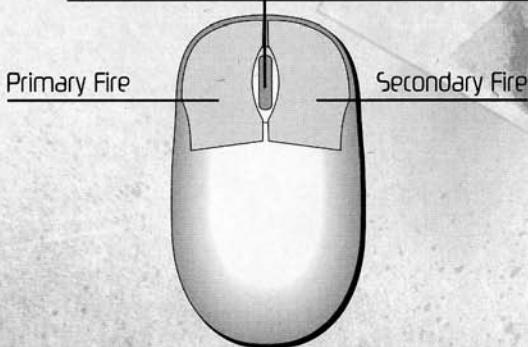
But they weren't coming —
they were already here.

.03

CONTROLS



Mouse:
Look Around Push: Spirit Walk
Up: Next Weapon Down: Previous Weapon



INSTALLATION

To install PREY, please first ensure your computer meets the minimum system requirements (as listed on the packaging) and that your hardware drivers are completely up to date (drivers can be down-

loaded from the websites of your PC manufacturer or video card/sound card manufacturer).

Insert PREY CD Disc One (from the CD standard edition) or the PREY DVD (from the DVD Limited Collector's Edition) into your computer's disc drive. Follow the on-screen instructions to install the game. If you have inserted the PREY DVD from the Limited Collector's Edition into the drive and the disc is not visible in the drive's letter (typically D: or E:) in My Computer, please ensure your computer's hardware includes a DVD drive and not just a CD drive. If you have multiple disc drives, please ensure the disc is placed in the drive with the DVD logo visible on the drive.

LOADING/SAVING

Tommy's progress through the game can be saved and loaded from a saved game file in a few different ways.

TO SAVE A GAME

Saving your game will allow you to continue your game at a later time. It is recommended that you save periodically, especially prior to quitting your current play session.

Auto Save: Additionally, there are checkpoints throughout the game where your progress will be automatically saved. This requires no action on your part. At the beginning of each level, your progress will be saved. Certain areas within levels also have auto save points as well, often just before areas of higher difficulty.

Quick Save: You can quickly save your progress at any time by pressing the Quick Save button (F5). This will save your exact current location without the need to go through the Main Menu screen. **NOTE:** You cannot save inside Death Walk, but while in Death Walk mode you can load a game.

TO LOAD A GAME

You can load a saved game from the main menu by selecting Load Game. Pressing the "Esc" key will take you from the game to the Main Menu.

Quick Load

You can load your Quick Save location at any time by pressing the Quick Load button (F9).

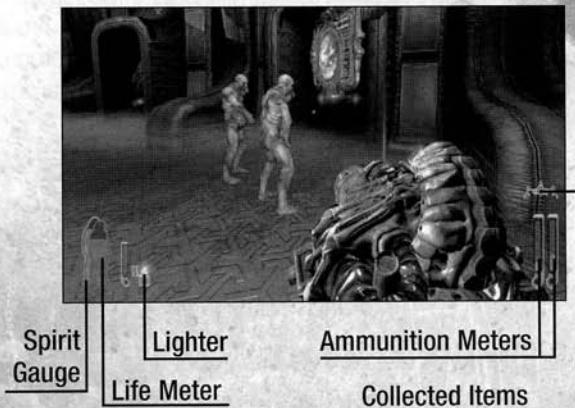
DEATH WALK

After the player obtains the ability to Death Walk, they will not see a Game Over screen.

Instead, upon losing all your health, or life reserve, you will be taken to a spiritual realm where your life will be restored in a matter of moments. You will then return to the game near the location where you died. The red Wraiths will earn you additional life reserves when you return to the physical game world, while the blue Wraiths will earn you additional spirit reserves.

THE HUD INTERFACE

The Heads-Up Display allows the player to quickly reference Tommy's life reserve, spirit power, and current ammunition levels, as well as notifying the player of recently acquired items.



LIFE METER

The Life Meter reflects how much health Tommy has in reserve.

Throughout play, as he takes damage from enemies and the environment, this icon will reflect a decrease in health. As he progresses, Tommy will learn how to Death Walk. When Death Walk becomes active, Tommy will be pulled into the Death World upon dying where he must fight his way back to the land of the living. (See "Death Walk" at left.)

SPIRIT GAUGE

The Spirit Gauge reflects the level of spirit energy Tommy has remaining to use his Spirit Bow. Neither the Spirit Gauge nor the Spirit Bow is available at the start of the game. Tommy will acquire both early in the game during normal progress.

Gaining Spirit

Tommy can increase his spiritual energy by collecting the life force of fallen enemies. Life forces can be picked up by walking over them, or can be quickly pulled in from a distance by entering Spirit Walk mode.



Losing Spirit

Since spiritual energy acts as ammunition for the Spirit Bow, Tommy will lose a small amount of spirit energy every time he fires the bow. Tommy will also lose spirit energy if attacked by enemies when he is Spirit Walking.

AMMUNITION METERS

The Ammunition Meters reflect the amount of ammo remaining in the current weapon. Some weapons only use one type of ammo, so only one meter is visible. Other weapons utilize two ammo types, and so there will be two meters on-screen for those weapons. The left meter is for normal fire mode and the right meter reflects the ammo for the secondary fire mode.

When the weapon is low on ammo, a low-ammo sound is played and the ammunition meter will flash bright red. When the ammo is depleted, the meter will cease flashing and turn dark red.

LIGHTER

To see in particularly dark areas, Tommy can use his trusty lighter. You activate the lighter by pressing the lighter button (F). When the lighter is on, its icon will appear in the lower left of the screen. As it is in use, it builds up heat as represented by the meter that will slowly fill up. When the meter is full, the lighter will shut off.

COLLECTED ITEMS

As Tommy picks up items such as weapons and ammunition, icons detailing the acquired item will briefly appear along the right hand side of the screen, above the ammo meters.

THE ENVIRONMENTS

Throughout play, Tommy will interact with three different environments: the physical world of aliens and humans; the co-existing spirit world that may contain hidden features that Tommy can use to his advantage; the death world where Tommy must fight Wraiths to return to the physical world.

THE PHYSICAL WORLD

The physical world consists of the Roadhouse, the alien craft, and outer space. This is the default environment in which Tommy will journey.

Basic Movement

Tommy has three basic modes of movement: Run, Jump, and Crouch.

RUN

Running is Tommy's default movement. By utilizing the basic movement commands, you will send Tommy running in whatever direction you choose.

JUMP

Tommy has the ability to jump over objects and obstacles that lie in his path. To make Tommy jump, press **SPACE**.

CROUCH

To access low areas or go under certain obstructions, Tommy can crouch to move under them with ease. To make Tommy crouch, press **C**.

Weapons

To complete his quest, Tommy must use a wide array of weapons. Most of the weapons are obtained from the fallen bodies of enemies, so they are alien in nature. Each has its unique abilities and ammunition. A selection of weapons is detailed below.

WRENCH

The wrench is Tommy's default weapon, and he is never without it. The standard attack with the wrench is a quick brute force blow. As the alternate attack, Tommy holds the wrench in the air for a more powerful downward attack.

PROJECTILE/LONG-RANGE WEAPONS

As Tommy advances, he will acquire a wide range of projectile weapons. Each weapon has a standard fire as well as an alternate method of attack.

Alternate Attack

Every weapon has an alternate method of attack. Experiment with each weapon in order to discover its secondary capabilities—some will have uses that are not readily apparent.

Example Guns

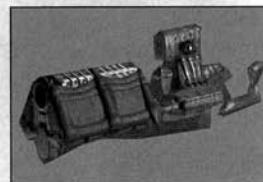
HUNTER RIFLE

The Hunter Rifle is the first long-range weapon in the game. You can tap the fire key to shoot at your own pace, or you can hold down the fire button for a rapid-fire effect. **NOTE:** If you continually hold the attack button down, it will quickly run out of energy within its current chamber. After the current chamber is empty, it will rotate to a new chamber after a brief delay.

The Hunter Rifle, when empty of energy, has the ability to recharge a minor amount of energy in a few seconds so that you'll never be in a situation where you have no ammo at all.

The alternate-fire button brings up a sniper scope, which allows Tommy

to more easily kill enemies at great distances. When the sniper scope is active, the normal fire button fires the sniper round, and the mouse wheel zooms the scope both in and out. Pressing alternate fire again will disable the sniper scope. Don't get too freaked out: the scope is a living eyestalk that actually attaches to Tommy's eye!



LEECH GUN

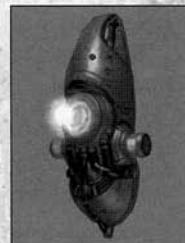
The Leech Gun is a unique weapon whose ammunition is found within energy nodes located throughout the alien craft. The weapon must be charged at these energy nodes.

There are several types of energy nodes; each one imbues the Leech Gun with a unique attack.

To retrieve the energy from a Leech Node, equip the Leech Gun and point it towards the node. Press and hold the alternate fire button to send out a beam that will leech the energy from the node.

The primary fire button will fire the energy leached from the node.

NOTE that only one type of energy can be stored in the Leech Gun at a time, so choose wisely when faced with more than one energy choice!



Health

Because Tommy is trapped on an alien spacecraft, the health system in PREY is based around alien technology.

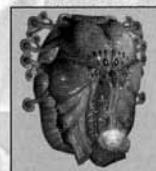
GAINING HEALTH

Tommy gains health through two main sources: Health Spores and Health Basins.

Health Spores replenish a small amount of Tommy's health.



Health Basins replenish a considerable amount of health.



NOTE that many enemies can use Health Spores and Basins as well, so attacking them near one of these may result in that enemy fleeing for health, only to return stronger than ever!

HEALTH REGENERATION

If Tommy has less than a quarter of his health left, it will slowly recharge back up to a quarter health, but only if he finds cover and is safe from enemy attacks; his health will not regenerate if he is currently taking fire. The health icon will blink when Tommy is dangerously low on health.

Wall Walk

There are special surfaces throughout the alien craft that allow humans and creatures to walk up walls or even upside down. Beings using Wall Walk can attack and be attacked as normal—so watch out for attacks from above and below when using this surface.

Tommy enters Wall Walk by running right up the Wall Walk surface; he will cling automatically. To leave the Wall Walk surface, Tommy can simply run to a different surface or jump off the path onto another surface.

NOTE that when Tommy is attacked while on Wall Walk, the energy of the path will keep him adhered to the path; he will not simply fly off from sustaining a hit.

Some Wall Walks can be turned on and off. Look for these controls and use them to your advantage.

Consoles

There are control consoles throughout the game that Tommy will have to activate or manipulate to solve certain puzzles. When Tommy approaches a console he can manipulate, his left hand will appear on the screen. When this happens, you can activate the console by pressing the primary fire button.

The Shuttle

Along the way, Tommy will discover a shuttle he can use in the game. The controls for the shuttle follow Tommy's movement controls. Any particular controls are detailed on screen.

The shuttles are found on docks. Tommy must return the shuttle to a dock in order to exit. If Tommy maneuvers the shuttle to a dock, but does not exit, the shuttle will recharge. As the shuttle takes damage, it will need to be recharged.

SHUTTLE FIRE

The shuttle's standard fire is an energy cannon. The alternate fire for the shuttle is a tractor beam that is useful for moving objects in the world (including creatures).

Hazards

Tommy will encounter parts of his environment that can hurt him just as much as the enemies he will face. Some example hazards are:



CILIA

These fibrous tendrils spray out damaging acid upon contact. Take care that you remove these from Tommy's path or move Tommy around these at a safe distance.



VOMITERS

These disgusting growths spew forth acidic waste. If Tommy is hit by it, he will take damage.



EGG SPAWNERS

These orifices will occasionally spew out an egg which, if left undisturbed, will hatch a Fodder, a creature that sniffs out foreign organisms (such as Tommy) and attacks them.

THE SPIRIT WORLD

There is a spiritual world that overlaps the physical realm. Throughout play, Tommy will be able to enter Spirit Walk. This allows him to interact with the physical realm while in spirit form as well as gain access to special areas available only while in spirit form.

Spirit Walk

Tommy will gain the ability to separate his spirit from his body. This is known as Spirit Walk. When in this mode, Tommy leaves his physical body behind to wander the world in his spirit form. Tommy's physical body remains vulnerable to attack, though, so it is best to stash the body somewhere safe before transcending to Spirit Walk.

To activate Spirit Walk, press the middle mouse button.

Enemies will generally not attack your spirit form unless you attack first. **NOTE** that if you leave your physical body while under attack, the enemies can sense your transcendence and will continue attacking your spirit form.

Mechanisms that require a physical presence, such as doors, will not open for Tommy when he is in Spirit Walk since they cannot detect his presence.

Attacks sustained while in Spirit Walk will lower your Spirit Gauge.

SNEAKING, CONSTRUCTS, HIDDEN AREAS

Some areas are only accessible while in Spirit Walk. Likewise, Tommy will encounter puzzles where he must utilize Spirit Walk before advancing. Enemies cannot see Tommy's spirit form as long as he does not attack, which can be helpful when you need to sneak around or bypass a potentially deadly situation.

While in Spirit Walk, some constructs and panels will become visible that Tommy cannot otherwise see. These can lead to areas and items Tommy will need on his journey.

Spirit Bow

Unable to access his regular weapons while in Spirit Walk, Tommy relies on his Spirit Bow—a weapon that utilizes his spirit energy as ammunition. When Tommy's Spirit Gauge reaches zero, the Spirit Bow disappears.

THE DEATH WORLD

When Tommy's health meter goes empty, he will die and be drawn into the land of the dead. This is called the Death Walk.

Death Walk

Throughout play, Tommy will learn the power of the Death Walk. Tommy's spirit form enters Death Walk in an effort to save his mortal form from ultimate destruction.

If Tommy dies prior to obtaining the ability to Death Walk, you will be able to load from your last save point, or restart the current level.

Fighting for Your Life

In the center of the Death World is Tommy's body, slowly being pulled down a path of light toward the ground. Tommy can shoot Death Wraiths and steal the energy trapped inside them.

Tommy only has until his body is pulled into the earth to replenish both his Life Meter and Spirit Gauge as much as he can.

RED ENERGY

Red energy replenishes Tommy's health. To fill Tommy's Life Meter, destroy as many Death Wraiths filled with red energy as you can.

BLUE ENERGY

Blue energy replenishes Tommy's spirit power. You should destroy Death Wraiths filled with blue energy to build up your spirit power.

CHARACTERS

A story is nothing without its characters. PREY tells the story of Tommy's fight against the aliens, but he is not alone on his quest.

Tommy

A simple garage mechanic on his home reservation, Tommy dreams of bigger things. He wants to venture out into the bigger world, away from his family and roots. But his girlfriend, Jen, wants to stay, to build her life here. Tommy doesn't understand what she loves so much about living on a reservation. More than anything, he wants her to leave this place behind and see the world with him.



Jen

Jen runs the Roadhouse, a popular watering hole for the locals. She is also the love of Tommy's life, though he's sometimes too bullheaded to see that. Jen loves Tommy, but she loves her home and her heritage as well. She wishes Tommy would embrace his ancestry and understand why it means so much that he be who he is.



Enisi

Tommy's only link to his bloodline, Enisi is Tommy's grandfather and teacher. Enisi has much wisdom to bestow upon his grandson but Tommy must first open his heart and open his mind to the ways of old.

Other Humans

Tommy and his loved ones were not the only humans sucked into the alien craft. Other humans are trapped inside as well. It is through these people's fates that Tommy will begin to discover the horror of his surroundings.

CREATURES

Tommy will find that he is the outcast on the ship when he discovers the multitude of alien aggressors onboard. The creatures below are just a small sampling of the monstrosities Tommy will face during game play.

Fodder

These feral bipeds roam the craft in search of food. While they make do with carrion, they prefer the taste of fresh meat over a rotting corpse.



Hounds

These beasts began life as normal animals, but their mutation has not only altered their physical body; it has ramped up their instincts as well.



Hunters

The foot-soldiers of the invading force, it is their responsibility to track down and eliminate any captives that get loose. Their weapon fires a high-impact charge that deals a lot of damage to whatever mark they hit.



Mutilated Humans

These poor souls have been tortured and twisted into slave laborers. Their humanity stripped from them, they perform menial tasks throughout the ship. They are oblivious to the player and will only respond if they are first attacked. Their alarming strength is formidable and it is best to let them be.



MULTIPREY

MULTIPREY's multiplayer features allow up to 8 players to duke it out online or via LAN.

MODES

There are two modes for MultiPrey: Death Match and Team Death Match.

Death Match

This mode pits all the players against each other in a free-for-all combat where the one who frags most, wins.

Team Match

This mode splits players into two teams whose common goal is to destroy each other. Like Death Match, the winner is the team who kills the most.

ITEMS

Two pickup items are especially useful in MultiPrey. You will find these scattered across the multiplayer maps.

Medicine Pouch

The Medicine Pouch will refill the player's spirit power back to full.



Pipe

The pipe adds 100% health to the player, increasing the player's maximum health to 200%. They will only be able to heal themselves up to 100%, though, so if a player picks up the pipe, and then is damaged to less than 100% health, a health spore will only charge them back up to 100%.

The pipe lasts until the player is killed – they will then respawn with only 100% health.

MULTIPREY HINTS AND TIPS

A few hint and tips while playing MultiPrey:

Weapons and ammo respawn after a short period of time. When they have been picked up, a ghost image is left behind to let you know where the item will respawn.

Pay attention to the color an enemy flashes when you damage them. The color tips you off to their remaining health:

- **WHITE:** over 100%
- **YELLOW:** 100% - 75%
- **ORANGE:** 75% - 25%
- **RED:** 25% - 0%

Spirit Mode works slightly differently in MultiPrey: You can only enter SpiritWalk if you have spirit energy, and your spirit energy slowly ticks away while in SpiritWalk. So, transcend into Spirit Walk and find someone quickly so you can kill them before your energy is gone!

HINTS FROM THE HEADS

Keep the following in mind if you get stuck on a level or puzzle:

- Talon will translate alien monitors if you stand near them.
- Not all beings in PREY are hostile.
- The alt-fire on the crawler grenade will not explode unless an enemy is close to it or if it is shot. Use them to set traps!
- The sun symbol carved into a wall or floor is a hint you should try Spirit Walking.
- Sometimes you need to flip to the wall or ceiling in order to advance. Keep an eye out for gravity switches.
- Listen closely to the Hunters' chatter. They can sometimes give you clues about their actions or plans.
- Even if you are out of Spirit Energy, you can still Spirit Walk.
- The launcher shield doesn't protect you from radius damage, so be careful!
- Head shots do more damage to certain enemies.
- You can exit from Wall Walk by jumping off or striding off at any time.
- The Shuttle has a powerful tractor beam you can use to pick up and fling enemies.
- Remember, there is a secondary fire to every weapon. Certain attacks are more effective in certain situations.

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Digital distribution at its finest.

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The Come Back In - Madison, WI

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The Original Beta Tester

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Many of their ideas finally saw the light of pixelized magic. This game
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Bob Blau

David Boutry

Ryan Brant

Alice Chuang

Scott DeFreitas

David Edwards

Dan Einzig

David Gershik

Susan Lewis

Jerry Luna

Xenia Mul

Matt Schlossberg

Nan Teh

Natalya Wilson

Peggy Yu

Michael Greyeyes

Crysile Lightning

John William Galt

Lee Ernst

Tyne Turner

Eleni Valasis

C.J. Schellbach

Jason L Blair

Terry White

"Cat Scratch Fever"

performed by Ted Nugent

Courtesy of Sony/BMG

Music Entertainment and Magidland

Music

"Don't Fear the Reaper"

performed by Blue Oyster Cult

Written by Donald Roeser

Published by Sony/ATV Tunes LLC

(ASCAP)

Courtesy of Sony/BMG Music

Entertainment

"Free Ride" performed by The

Edgar Winter Group

Courtesy of Sony/BMG Music

Entertainment and EMI Music

Publishing

"If We Could Be" by Railer

Album: Frame of Mind

Copyright: 2003 Underground Inc.

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"Human Resources" by

The Countdown

Album: Scratch & Sniff

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Both songs written by

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"Machine Sex" by Sheep on Drugs:

Album: F**K

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"Take Me Home" performed
by After Midnight Project

Written by Jason Evigan

Courtesy of Evigan Music (BMI)
& Diversified Music Group (BMI)

"The Setting Sun"

Performed by MxPx

Recorded and produced at the
Clubhouse in Bremerton, WA
by MXPX

Written and mixed at the
Clubhouse by Mike Herrera

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Bibliography

"Myths of the Cherokee" by James Mooney

"Beginning Cherokee" by Ruth Bradley Holmes, Betty Sharp Smith

"James Mooney's History, Myths, and Sacred Formulas of the Cherokees"
by James Mooney, George Ellison

"Cherokee Legends and the Trail of Tears" by Tom Underwood

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