

THE
DOCTOR WHO
PROJECT

THE WEB OF TIME

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The Vortex.

Suspended within a tumbling rectangle as black as the deeps of space, the Doctor raced through the vortex, a speck of life adrift in a churning sea of time. Shielded from the scouring chronal winds, the Doctor was going home. Home to Gallifrey, seat of the greatest temporal power in the universe. Home once more to a people who had again betrayed him.

To the Time Lords, the Vortex was a lofty perch from which to observe the universe and, when the whim took them, to manipulate events for their own purposes. In the shadowed corners of the cosmos, there were other powers, greater and lesser, which looked upon the Time Lords with envy. They hungered for the power and influence the rulers of Gallifrey held. For them, toppling the Time Lords meant dominion over time and space, a dreadful suzerainty over all creation.

His mind closed to all external stimuli, the Doctor lay in a deep coma, unaware of the activity around him. Buoyed by the waves of chronal energy displaced by the Doctor's passage, the Temperon, that great ponderous beast, slid passed. Chasing each other down the time winds, hooting vortisaurs spiralled around the Doctor before plunging away. One turned back and tried to penetrate the protective cocoon, but was thrown back in a cloud of iridescent sparks. Even Great Kronos, riding the Seat Temporal, spared a moment to observe this oddity trespassing on his domain. The Doctor slumbered on. And in his sleep, he dreamed.

In that dream, the world was a smoke filled room, lights flashing and alarms echoing loudly off bulkheads and shattered control panels. Men screamed and fought and fell in a tumult of surging bodies and harried cries. But the Doctor ignored it all for the woman standing in front of him, the woman who had birthed him and then guided him on his first faltering steps. The woman he was about to abandon in a past alien to her, to follow the deep, atavistic yearning to return home and face his people once again.

Silver.

"I have to go, Silver...you know that..." His strained voice makes the words harsh. But watching her, his eyes dark hollows, the Doctor sees something like understanding cross her face. Her eyes are shining, but she squares her shoulders, and a smile lights her face. An unconscious tension between them eases.

"You'll be safe here and perhaps...one day."

In the depths of the vortex, the Doctor's inexorable passage suddenly shifts. The rectangle slows, then shudders, shifting through possibilities and eventualities with the quicksilver speed of a shoal of fish. In his dream world, the Doctor felt a sudden wrenching

motion. Reality loosened its moorings and dropped vertiginously away. With it goes the room, the cacophony and the choking, acrid smoke. And Silver.

He could just see her, so alone, so lost without him. Despite his words, the sense that he had betrayed her welled up. He felt the first dark surge of anger and bitterness. Before he had time to examine them, the universe dragged him away in an ebbing tide of scarlet light. Within that crimson burst, he glimpsed screaming faces being overwhelmed by a tide of darkness which chattered and howled. Mercifully, the images are soon lost within the throbbing glare and moments later, he found himself...

...sprawled in bank of dry leaves. He lay there, breathing in the familiar smell of autumn and fallen leaves. So like Earth, and yet...there is an essence in the air, at once ancient and yet full of vitality. A cool breeze curled across his exposed neck and he shivered. He felt a sharp prickling across his skin and he saw energy lifting away like fireflies in the night sky.

Home.

The word was heavy with old emotions, old sorrows. Groaning, he dug his fingers into the soft warmth and pushed himself up. Crouching in the litter of leaves, the Doctor inhaled the heady smell of rotting leaves, the loamy, thickness of it bringing back a cascade of memories.

Home.

Gallifrey.

Opening his eyes, he looked into a night sky stitched bright with familiar constellations. Omega's Heart, a patch of utter darkness ringed with stars, pulsed silently. A single, red burning eye, Rassilon's Orb, stood immediately above the Doctor, the baleful glare reaching out across the cosmos. And on the edge of comprehension, skirting the lost horizon lurked the dark magnificence of the Soul of the Other, a black nebulae masking Rassilon's last, great secret.

The moon rode high, a copper disc mottled with grey-green streaks. Verdigris, the ancients named it, watching it wax and wane across the centuries. Its dull light washed over the forest, casting shadows like clotted blood. The little light it reflected was chancy, doubtful.

The forest around him shivered, branches clacking as the breeze shifted. Leaves hissed like waves racing up and down a beach. The shadows crept closer, long fingers of darkness reaching for the Doctor.

The Doctor saw all this, yet didn't. The emotions he had felt in his dream started to build, his hearts beating faster in time to the angry emotions pulsing in his chest. Savouring the unfamiliar bitterness, the Doctor twisted his hands into claws and then into fists.

"Where are you?" He tossed his head about like a trapped beast, his face a contorted mask of rage. "Show yourselves so I may wring your craven necks." He stopped, panting, ashamed yet exultant at his outburst. The last echoes died away.

"If you want revenge, best dig two holes," he murmured. His anger had cooled and without it, he felt diminished. Brushing down his clothes and smoothing back his hair, the Doctor looked carefully around. Tilting his head, he sniffed the wind. His nose twitched at the faint tang of smoke and without a thought he spun on his heel and slipped into the undergrowth like a willow-the-wisp.

After a few minutes, the Doctor broke out into a large clearing. On three sides, it was hemmed in by trees. In places, dark rock emerged from the flowing grass. On the far side,

partially built into the mountain, was a cottage. Rough-hewn blocks of dark stone had been carefully piled one atop the other. White veins of thick mortar stood out in the gloom. A twist of smoke from the chimney curled into the air and the Doctor saw a shadow move passed the amber tintured window. His stomach rumbled in response to the smell of food and he ruefully smiled.

The Doctor thought the thick, metal-banded door looked ominous as he approached. He rapped on it sharply and stepped back, conscious of how exposed he was. There was silence, then the sound of a scraping chair. Footsteps approached and with a muffled rattling, the door creaked inwards. Into the narrow gap stepped a tall, lean figure, face obscured by flickering shadows.

“Good evening,” the Doctor said, smiling winningly. “I was just wandering by and hoped...”

The figure stepped back and allowed the door to swing open. Taking his cue, the Doctor entered.

The cottage was larger than he had first thought. Its one room burrowed deep into the mountain, the farthest reaches lost in shadow. Dried flowers and vegetables hung from the rafters over a rough hewn bench that doubled as dinner table. Scattered across it were utensils and tools, mingling with charts and pages scrawled with figures and numbers in a looping hand. The remains of a meal rested on a pewter plate, gleaming from the light cast by the blaze merrily dancing in the fireplace. Against the window rested a comfortable looking chair, books piled up around it.

His host took the seat, turning its face to the fire. Dancing shadows from the crackling blaze obscured his host’s features. A faint purring sound distracted the Doctor and he caught a glimpse of a cat weaving through scattered furniture in the back of the room. Apprehension trickled down his spine and the feeling grew of having stepped within the jaws of a trap. Warily, he nodded towards the seated figure.

“My thanks to you.” He saw the cat again, hunkered under a low chair, just within the shadow’s margin. The creature blinked and its amber eyes caught fire.

Seconds ticked by and the figure remained silent. Nervously fingering his cufflinks, the Doctor cleared his throat. The silence continued and then the figure chuckled, not the deep sound the Doctor expected, but light, almost girlish. Strangely familiar.

“You are most welcome, Doctor,” the woman said, leaning towards the fire and revealing her face in the orange glow. Barely suppressing a gasp, the Doctor stepped back. His jaw tightened.

“This is a cheap trick.” His voice rasped, cutting and biting with barely suppressed fury. “It is one thing to drag me off course, but it something else entirely to steal my friend’s face and impersonate her.”

Once more, that laugh, that gentle, mocking laugh. His eyes flashed angrily. The cat’s purring became a menacing growl.

“They’re waiting for you, Doctor,” not-Silver said. She rose smoothly from the chair and glided out of the shadows, the light of the fire rendering her face as unyielding as bronze. The jaws of the trap felt ready to spring, but the Doctor kept his nerve.

"The Council, you mean?" The cat's purring was now a deep throb within its oddly broader chest. The tawny stripes along its back were vivid.

"The Council?" Her laughter mocked him. "Much is now different, Doctor." The corners of her mouth turning upwards. She tapped her nose, her lips parting to reveal a ferocious smile. "So much more different than you could possibly imagine."

The shadows gathered like ravens falling from the sky, flitting at the corner of the Doctor's vision. He wanted to look, to jerk his head away for a moment to catch them, but dared not.

"And if I refuse?" He hedged, crossing his arms and tilting his head.

Not-Silver lifted an arm, and the Doctor saw that her fingers had become sharpened metal talons, glittering in the light. She reached for the Doctor, and in the half light, her arms seemed to stretch further and further across the room.

"Then all this will cease to be."

The Doctor paused and smiled. "Idle threats from a manikin are hardly to be credited, would you not agree?" He stepped forward, ignoring the warning growl from the beast sitting at not-Silver's feet. "You may threaten me all you like, but a cheap simulacrum is still a cheap simulacrum. Are your masters hiding in the Capital?" he said, voice raised and haughty. "I refuse to deal with the help. Summon your masters now."

Not-Silver's face froze mid-smile, the lips drawn back in a startled snarl.

"Tread carefully, Time Lord. You may mock me," her voice sounded oddly distant and the tiger's throbbing rumble dwindled, "but my masters are less forgiving. This is only the beginning." The blaze grew incandescent and her body, limned in an amber flame, melted away, leaving behind something which crawled and chittered into the shadows. Just passed where it had crossed into darkness, furniture erupted, splintering and crashing against the walls. A dark mass rose to the ceiling.

The Doctor turned and lunged for the door as a tentacle licked out towards him. The door, edged in starlight, began to recede and, like in a dream, the Doctor couldn't quite reach it. Willing himself forward with a terrible cry, he stumbled against the door and wrenched it open. Behind, he heard a loud hissing, like a steam engine ready to explode. Leaping through the gap, he heard the door close behind him with a resounding crash.

The Doctor sprawled on the ground. Rolling onto his back, he saw the moon riding directly overhead. He looked for the cottage but only a bare patch of rock remained. Dead leaves swirled over him and he shivered. Rising to his feet, the Doctor brushed his clothes down, his mind furiously ticking over.

"A transcendental trap," he murmured, rubbing an ear. "Primitive, and all the more lethal for it. Nice to know someone finds me dangerous." Something the simulacra of Silver had said occurred to him. "Who, though? Who?"

Pivoting on his heel, he peered into the shadows, probing the undergrowth and glancing up through the branches. Nothing. The clearing was empty. The trees moved with the wind, creaking and cracking. Walking across the clearing, the Doctor was conscious of how exposed he was. Warily he watched the moon, unnerved by the vividness of the streaks marring its surface.

At the edge of the clearing, he spied the faintest of trails, no more than a gap between two large trees, their boles twisted and slumped. Through them, he saw a distant light, too low and dim to be a star, but large enough to stir a memory.

"Il-katir," he murmured almost reverently in High Gallifreyan, the syllables dry and dusty. "The Heart. The seat of Gallifreyan power, where hubris and arrogance are handmaidens to an elite cut adrift from reality." Casting a last look behind, he began picking his way along the trail. After a few minutes, it emerged onto a narrow spur of rock which thrust out over a dizzying drop. Swaying on the edge, the Doctor watched pebbles, disturbed by his shoes, tumble into the abyss.

"Home." He sounded uncertain. On a plain spread out like a rumpled blanket, the light speckled Capital sprawled like a dark stain. Not nearly as much light as he remembered and then he realised what was missing.

"The transduction barrier is down. Why?" The freezing wind gusted once again. Ignoring it, the Doctor gazed out across the plain, aghast at the barriers' absence.

"Remarkable, Silver," he said, thoughts chaotic. "To think that the Time Lords stand naked beneath the stars..." Embarrassed, he stumbled to a stop. The Doctor glared at the city.

"I should leave you all to rot out here," he yelled, voice echoing hollowly. "See what it is like to have to fend for yourselves." He stopped, panting, ashamed at his outburst. *Such rage and bitterness*, a quiet voice said. *One could almost mistake you for a human.* The Doctor allowed his face to twist in anger.

"I really do need a companion," he said, bitterness worming into his words. "Someone to while away the time until fate rips them away from me."

A shrill scream split the air and instinctively, the Doctor turned and raced towards it. Plunging through the undergrowth, the Doctor stumbled into another, smaller clearing. All around, branches rusted and crashed against each other. The wind gusted and fading out of a vortex of leaves at the centre of the clearing a crumpled figure emerged. The wind fell as abruptly as it had risen and in its place a raw sobbing emerged, distracting the Doctor who a moment before had been sure he had seen something prowling around the clearing's edge.

Cautiously, the Doctor approached, holding out his hands to show he meant no harm. At his approach, the head turned towards him and he stopped, shocked. Eyes like wells of darkness stared at him out of a pale, drawn face. She wore a simple tunic and leggings, and plain leather boots were laced to her feet.

The Doctor stared at her for a minute, projecting calm and allowing her time to become used to his presence. Like a rabbit wary of any hint of danger, she twitched at every sound, every movement. By inches, however, she relaxed and her eyes lost that dark quality that had so startled the Doctor. When he thought she wouldn't bolt at the first opportunity, the Doctor relaxed.

"Hello there," he said, carefully reaching into his pocket. She stilled when he pulled out a crumpled paper bag. Picking through it, he plucked out a small, orange coloured ball.

"Jaffa, I believe they are called. The provenance is odd, though. Australian delicacy, not the Middle Eastern port city." Looking slyly at her, he winked. "But I'm rambling, aren't I?" He smiled and she returned it. Her smile broadened when he tossed the sweet to her. It became incandescent when she popped it into her mouth and began chewing.

"I'm the Doctor, by the way," he said, as she reached out and snatched the bag from him. Her hands rummaged carelessly, feeding sweet after sweet into her bulging mouth. Suddenly remembering her manners, she stopped and looked at him, smiling her thanks.

"You are welcome," the Doctor said, settling onto the ground in front of her. He started to ask her a question but was distracted by a strange buzzing noise that rose around them. He cocked his head and concentrated, trying to find the source. He missed seeing the girl's eyes become vacant, her mouth slack. Before he could get fix on the source of the noise, it faded away. He shrugged.

"As I was saying, I'm the Doctor. What is your name?"

The girl swallowed before answering.

"Alienka. My name is Alienka." Her voice was light, a fey sound that had a musical ring to it.

"Alienka? Aahh. It means wild rose, if memory serves?" Alienka nodded. "Where are your people, Alienka, your family?" He feared he knew the answer already.

For an instant, her face was etched in sorrow. "Dead," she said simply, her mouth quivering. She turned away and the Doctor reached for her, but after a moment, let his arm drop. He felt a pang of regret at his questions, but was desperate for hard information. He sensed a tension in the air, of things gone awry. It deeply unsettled him, as if the moorings of his existence had been shorn away, leaving him with nothing to cling to. He considered Alienka again. Her demeanour seemed normal, considering the trauma he believed she had undergone. He trusted his instincts, but... For the child to have become separated from her tribe, something unusual must have happened to them. There was an old saying from his Academy days that still rung true. Outside of the Capital, there were no natural predators on Gallifrey.

"Inside, however..." He looked at her again, but she stayed silent, seemingly wrapped in her own pain.

"Never mind. It seems we both tread the same path. I think it would be best if you accompanied me to the Capital. The Guard has its faults, but I'm sure they will be able to offer some useful assistance. They do such a wonderful job of keeping tabs on anything and anyone out of the ordinary."

Nodding sombrely, Alienka carefully levered herself up from the ground and brushed down her leggings. The top of her head reached the Doctor's shoulder and her slight, willowy frame seemed ready to blow away on the next breeze. The Doctor smiled at her. He pointed towards the path.

"Come along then, the sooner we get going the sooner we arrive. Now, tell me a little about yourself..."

Buried deep within the Capital lay an ancient vault. Long dead ivy clung to walls of crumbling brick. Slumped pillars stood like melted candles. The air was musty, heavy with the scent of dust and old, old memories. Above and below, there were half a hundred similar vaults, each hiding a secret lost to time.

The vault had mouldered for millennia, its original use forgotten. Occasionally, an insect would crawl from one of the myriad cracks in the walls, taste the air, and then scuttle away into the darkness. Its entrances were sealed and the darkness was absolute. That was before. Now...

A black sphere, darker than the night, sat in the centre of the vault. It throbbed and swelled with an inner light, a canker consuming all it touched. Little by little, the sphere grew larger. Piece by piece, brick by brick, the sphere consumed whatever it touched, becoming larger in the process. Bursts of colour would occasionally slide across its surface, a dazzling array of rainbow streaks quickly swallowed into the darkness. With each pulse, it grew. And inside...

Living creatures of shadow and amber swarmed around discarded Time Lord raiment. The collars and robes lay trampled beneath feet ending in hooks, or pincers or claws or strange jagged shapes capable of hacking and tearing. In all, they numbered thirteen, progeny of a world between worlds. They were led by a taller creature, clad in chitinous armour that made it look like a monstrous praying mantis. Glittering bulbous eyes twitched constantly on their stalks, filled with a malign intelligence. In its narrow chest was embedded the physical manifestation of the null event; a dull grey stone that sustained them in this reality.

One of its limbs twitched and his fellows stilled, the chittering dying away to a dull buzz. It traced one wicked looking talon in the air, and they all watched an image appear. The tiny, ant-like figure of the Doctor was revealed, almost lost against the mountain's vast bulk. Alienka bounced around him, a stick figure waving her arms enthusiastically.

"The face of our enemy, brothers. Puny, is it not? Those arrayed against us are desperate to rely on one such as this, when we have so many resources at our disposal. When we are ready, we will emerge from this sanctuary and consume him just as we have consumed all that came before." Eagerly, they raised a chorus of hisses and clicks, while their leader's eyes twitched over the torn clothing scattered at their feet.

"Soon, my brothers." Its words were a bubbling hiss that buzzed around the confines of the sphere. "Soon, our reach will extend into the physical word and we will feed...forever!"

Outside, a trickle of dust sifted from the ceiling. Amid a swirl of colours, the sphere pulsed gently and within its depths, hungry shadows capered and danced.

In the pre-dawn gloom, the Doctor and Alienka passed through a field of ancient barrows. Trudging along, the Doctor kept glancing at the weathered mounds looming around them. They were covered with clumps of thick grass, though here and there several had been worn down in places by the constant wind, revealing smoothed rocks beneath. They reminded the Doctor uncomfortably of skulls. Taking great care in the fog swirling around her feet, Alienka simply ignored the barrows. The Doctor wondered at what lay buried within each, unseen for ten thousand generations.

After a while, the light of the sun finally broke over the mountains, revealing the vast bulk of the Capital, thrusting towards the sky like an obsidian mountain. To the Doctor's very

great relief, the sight of it stilled Alienka's tongue, her mouth hanging open at the size of the city.

The Doctor snorted, wondering at the paranoia of a people who would bury themselves behind a wall of rock, under the transduction barrier and beneath the quantum force fields surrounding the planet. Yet, he shivered at the monstrous size of it all and shivered again at the absence of the bell-jar shaped energy dome that had glimmered across the plain for untold millennia.

The barrows faded into the fog. The track gradually widened until it merged with a broad, straight road peppered with weeds. With their footsteps echoing loudly, they made better time. Despite this, the Doctor found himself looking uneasily around, conscious of how exposed they were.

"Not much of a day for a walk, I must admit, Alienka. What do you think?" Alienka looked up from the now empty bag of sweets, her face mournful. The Doctor smiled apologetically.

"Perhaps a good thing, all things considered. A good friend of mine would have said all that chocolate could only go one place." Alienka smiled, an empty stretching of her mouth which the Doctor found unnerving.

Silver. He wondered what she was doing. Building a life in an unfamiliar past, a cold, dry voice murmured. That hurt, a little.

"Probably with style and panache," the Doctor said brightly, though with no real enthusiasm. His sleeve was tugged and he looked down and saw Alienka excitedly pointing ahead.

To the Doctor's very great surprise, the walls of the Capital were suddenly right in front of them, stretching left and right before curving away. The surface, finished to mirror brightness, was broken by a pair of gates.

"The Gates of Rassilon." In spite of himself, the Doctor looked in awe at the magnificent friezes on either gate. At that moment, the fog was pierced by the early morning sun, bursting over the gates and illuminating them in a bronze fire that blazed higher and higher.

"Such opulent displays are unusual for my people," the Doctor said, taking in the full their full height. "We tend to be plodding geniuses, with the style to match." He shook his head. "This is simply magnificent."

"The left hand door depicts Rassilon in what we believe to have been the face he wore during his first incarnation." A long nose and piercing eyes glared into the dead past. "A chill sort of fellow, don't you think? All ambition and a lack of morals, I imagine.

"Not much change on the other face, I have to say. A touch gentler, but perhaps that is due solely to the beard. Though, to hear him speak you would think otherwise." On the right, a craggy, bearded face contemplated mortality and a universe without his guiding hand.

"Even now, he watches over us." The Doctor tilted his head, fancying he heard the distant braying of a horn.

"All ancient history. Now, let us ..." His voice trailed off in shock. Now that the initial glare of sunlight had faded, the Doctor saw that the gates stood narrowly open.

"Impossible. Who is responsible for this?" Distantly, the Doctor was aware his voice was shaking. Alienka moved away from him, cringing.

“What’s impossible, Doctor?” Her thin, fluting voice served only to increase the Doctor’s agitation.

“Can you not see? The gates, child, the gates. How is it they are open and unguarded?”

Striding towards the gates, the Doctor felt a massive pressure building inside his head. He staggered to a halt, lifting a hand to his brow. He sensed he was being watched from afar, like an insect under a magnifying glass. Squinting at the sky, he saw the clean sunlight fade to an amber wash. For one terrible moment, he thought the heavens were going to split asunder and he was terrified at what might be revealed. The ground shifted beneath his feet and he staggered again, only saved from collapse by Alienka, who was suddenly by his side, supporting him.

“There is something badly wrong here,” the Doctor muttered, wiping his brow with a trembling hand.

Shrugging off Alienka, he stumbled away, seeking shelter under the nearest tree. Resting against it, the Doctor felt the rough bark pressing into his back, relishing the sense of normalcy. Closing his eyes, he strove to compose his thoughts and marshal his strength. Gradually, he gained control of his swirling thoughts and when he opened his eyes, everything seemed normal. He tilted his head back, glad for the rest and the chance to compose his thoughts. Ignoring Alienka for the moment, he looked about wondering at the absence of people. Usually, the Guard would be marching and countermarching to the delight of the jaded young Time Ladies titillated by the experience of unfiltered sunlight on their faces for the first time in decades. Gone, all gone. Only the silver leaves now, edged black with rot, skittering up the road in a whirling dance before collapsing into scattered mounds.

The tension in the air had returned, stretched to breaking. The lack of people and the utter silence were an enigma. Where was everyone? Once more, panic bubbling up inside him.

“Where are you?” His voice echoed flatly and then shrivelled up. He was aware of a great loneliness, crushing down on him. The Doctor’s sense of self, his understanding of why he had come home deserted him and he felt a wrenching sensation deep in his chest. With a brutal, savage effort, the Doctor forced himself upright, swaying in the light. A vicious look was carved across his face.

‘Where have you all gone?’ he whispered fiercely, using his anger to steady himself. Alienka hugged herself, her fear of him palpable. Looking down on her from what seemed a great height, the Doctor saw her in a new light. Beneath his withering gaze, she seemed to be some sort of construct, a collection of abstractions serving no conceivable purpose. Then, that irritating burst of static seared across his mind and the world righted itself.

Slowly, he turned back to the gates, eyes roving over the gap. A prickling sensation across the back of his skull made him edgy. Moving closer, he was conscious that Alienka followed. Something enormous crossed behind the gates, something so at odds with his surroundings the Doctor was almost physically ill. Like oil on water, the image shimmered.

Then it was gone.

Even with his back to her, the Doctor could sense Alienka’s burning gaze upon him. In that moment, that still, dismal moment where sanity was a relative concept crumbling in his shaking hands, the Doctor felt the urge to turn and walk away, leaving all his cares and troubles behind. The feeling was so tempting he pivoted on one heel, then stopped.

“Why am I thinking like this?” he wondered, the first lucid thought he had had in the last few minutes. The gates stood open, mocking and beckoning him at the same time. Turning his face to the sun, he basked in the warm sunlight and felt the tension in his shoulders ease.

“An old friend once said something very profound to me,” he said to Alienka, and to himself. A ripple of unease crossed her face. “She said, challenge your deepest fears, embrace them and then grow stronger. Not bad advice in these fallen times.”

Though he was bone weary, the words gave the Doctor a renewed sense of purpose. Straightening, he squared his shoulders and resolutely set off for the gates, Alienka hurrying to keep up. Without a word, he slipped through into the darkness beyond.

As abruptly as the darkness embraced them, they emerged in the reception area. Inside, the room was cold and the air thin and stale. The Doctor’s neck crawled with gooseflesh. The usually bustling room was utterly empty, its floor littered with scattered paper and dry, rustling leaves.

A long, low counter dominated the far wall. Empty now, it had been where a number of junior Time Lords ensured those who passed in and out of the Capital had the necessary paperwork. One end of the counter was splashed with a horribly suggestive dark stain. Dust layered everything, rendering drab the decorative pastel colours.

His new found confidence crumbling, the Doctor ushered Alienka passed the desk and down the main corridor, which quickly opened onto an arcade. Usually bustling with people gawping and buying the trinkets on display, the arcade stood empty. Walking along, the Doctor’s feet crunched on a tide of silver leaves. In the still air, the noise was loud. Alienka watched with wide eyes at the brooding architecture, which swept up and up until it vanished in the shadows.

Frantically, the Doctor hurried onwards, moving from the arcade to a wide, echoing hall, then onto a sweeping gallery that wound up several stories. They crossed back into an arcade that then branched out in several directions. It was all the same. Every window was shuttered, every door firmly shut, their bio-scanners powered down. The sound fountains dotting every landing were still, their ethereal and vibrant music silenced.

They slogged on, through the Records Room with its immense stacks, out into the empty markets with only the echoes of their passage to keep them company. They barely paused in the Hall of Incarnations with its legions of imposing statues of august men and women staring blindly off into the past. Nothing. Not one living thing walked or crawled or ran or flew through the empty city. Sometimes, when they paused to get their bearings, the Doctor thought he heard a distant buzz of static, but when he asked Alienka if she could hear it, her response was a shrug and a vacant look.

After an hour of this, his mind as numb as his feet, the Doctor collapsed onto a stone bench in a quiet corner of the Plaza of Memories. Bedraggled ivy clung limply to the crumbling stone pillars and fretwork that lined the plaza. Eddies of dust blew gently around them, scattering more decaying leaves with a dry scratching noise that set his teeth on edge. His head in his hands, the Doctor stared blindly through his fingers.

The Doctor’s earlier depression had returned, creeping up on him while they had hunted through the echoing, empty city. He was ready to abandon his search, afraid now of

what he might around the next corner. Beside him, Alienka stared off into the shadows, the ghost of a smile playing on her lips.

It was then that they heard a tapping noise. There would be a shuffling sound, then a single tap, then more shuffling, then another tap. The Doctor lifted his head, hope and fear crossing his face. A thin, wavering light bobbed into view, revealing the stooped figure of a man clutching a staff in one hand. His free hand gripped a grey beard that reached his knees. A lantern swung from the top of the staff, the light soft and yellow.

Pulses quickening, the Doctor sprang to his feet and hurried over.

"My dear fellow," the Doctor cried, almost stumbling over his words in his eagerness. "What a wonderful surprise." He seemed on the verge of tears.

The old man paused. Bird-like, he tilted his head one way, then the other. With some difficulty, he leaned back and fixed the Doctor with a pair of rheumy eyes. His face was lined and seamed like old leather, and a thin line of spittle hung his lower lip. His robes were patched and dirty, and he smelt stale. The Doctor coughed.

"Eh, who said that?" The voice was a thin whistle. The Doctor eyes were drawn uncomfortably to the wobbling line of spit. The old man threateningly brandished his staff, the lantern swinging around.

"I'll warn you now I won't stand for any shenanigans. You hear me?"

Shifting closer, the Doctor forced a friendly grin onto his face.

"I'm the Doctor," he said, enunciating each word loudly and slowly. "It's a pleasure to meet you."

"A pleasure? To meet me?" The old man cackled for a moment. "Did you say doctor? No, no. Don't want any doctor." He paused, panting. "I'm off to see a valeyard – time's long past to get my will in order. I'm on my last chance, you see. Last incarnation and all that."

"No, I'm the Doctor, not a doctor. Look, do you know what has happened here? Where is everyone? Why are the barriers down?"

Around them, eddies of dust grew stronger and the Doctor felt the first hints of a subtle vibration.

"Gone!" the old man cried, tightening his grip on the staff. "Locked themselves away or fled to the Outside. Would never go Outside, you know? Too much...grass and leaves and insects! Yes, insects! Don't you look funny at me. Nasty crawling things, forever and ever buzzing. Watch out for the insects, Doctor, they've a nasty bite." He winked, a wrinkled eyelid slowly sliding down, then up. The old man seemed to notice Alienka for the first time and his face coloured.

"Outside's no place for civil folk," he went on hurriedly. The vibrations grew stronger and the Doctor heard the buzzing begin again. "Only safe place is here, even with the dreams wandering about." His voice drifted off.

So incongruous was the last comment that it took the Doctor a moment to fully grasp it. When he did, his mind turned back to the vision he had seen while standing outside the gates.

"Dreams? Why do you mean, dreams?" Clutching the old man's shoulder, he felt the thin, brittle bones shifting under his grip.

The red rimmed eyes glared up at the Doctor.

"They walk the Capital. Sometimes they hunt those of us desperate enough to go out. But mostly they chase us in our dreams. That's why I need to see a Valeyard before..." His eyes widened and the Doctor felt the vibrations turn into a rumble.

The tip wavering, he lifted the staff and pointed it over the Doctor's shoulder. The old man wriggled free of his grasp, leaving the Doctor clutching at empty air.

"Visions," the old man croaked. He turned and shuffled off. "Visions made flesh. The Teteo-Colotl will have us all." The air rang with a vicious burst of static and the old man and his lantern disappeared into the gloom.

"How very odd." Alienka's voice sounded hollow. "Perhaps we should ask him what he saw?" The Doctor looked askance at Alienka, remembering the anxiety the old man showed when they met. There was something odd about her posture, something...insectile. A shiver crawled down his back.

"I think we have wasted enough time already. Let's go." A scowl crossed Alienka's face and the buzzing started again, the ragged sound rising and falling. Feeling a surge of frustration, the Doctor pressed his fists to his temples.

"That noise," he choked. "What is that noise?" When he opened his eyes again, he was startled to see Alienka standing in front of him, her eyes wide with concern.

"Are you all right?" she asked. Her face looked worried, but her voice was devoid of empathy. The Doctor paused, marshalling his thoughts. Whatever had happened to the girl and her people on the mountain could not account for the troubling sense he had of her.

"We cannot dither any longer. Our only chance to find the source of all this trouble is to locate the High Council. No doubt they are lurking in their chambers in Citadel, plotting and scheming while their city is emptied of life."

The Doctor turned on his heel and pointed to a gallery stretching away into the gloom.

"The most direct is that way, then on through to the Panopticon. Beyond that are located the High Council chambers. Are you ready?"

A slow smile crept across Alienka's face. Unable to look her in the eye, the Doctor beckoned her to follow. The darkness closed in behind them, swallowing the echo of their footsteps.

They hurried down a gallery carpeted with dust and silence, passing through an archway then descending two massive flights of stairs. The Doctor's face was intent and he all but ignored Alienka, who struggled along after him. Taking the steps two at a time, the Doctor's shoes slapped a staccato beat. Once he reached the bottom, he allowed his momentum to carry him to a stop in front of a large, ornate portal.

Standing within the gap, the Doctor peered intently into the vast, empty space. The Panopticon had a hush about it different to the brooding silence which marked the rest of the city. Scattered across the darkened dome were faint gleams which the Doctor took to be sunlight trickling in through the cracks in the extensive mosaic set in the ceiling. A grey, watery light pervaded the rest of the space.

The Doctor thought it was bigger than the last time he had visited, though he put that down to the gloom and the changeable nature of the Capital itself. He reckoned that it would take a good five minutes to traverse. He could see a faint smudge of light on the far side, and his confidence grew.

"The Panopticon," the Doctor breathed, ancient memories stirring. He turned to Alienka, who had crept up alongside him, a strange hunger in her eyes.

"So much of our ancient history has been played out here, the very heart of the Capital. Time Lords in their thousands gather each year to sing Omega's Lament. That old stager Rassilon ensured his first regeneration took place at the exact centre, surrounded by the elite of Time Lord society. The Founding of the Colleges. The banquet for the Sisters of Karn. All here. Remarkable." He had a distant look in his eyes.

"And without anyone to remember them, all that history will simply fade away. Come along then, the people and answers we seek are on the other side."

It was like stepping into a void. The world fell away and the darkness pressed close. A moment passed while the Doctor searched his pockets, plucking out a small box with a flourish. Taking out a match, he scratched it into life, holding the flame aloft. The Doctor rattled the box then tucked it away.

"Eternal matches. I must confess something of a gimmick, but endlessly useful. I heard the company went out of business, though." He smiled down at Alienka, who seemed more interested in staring into the shadows.

The Doctor had long considered the Panopticon's dimension to be elastic, and so it proved. It seemed like they had been walking for hours and the sense of disorientation was worsened by their isolation. Despite the terrible quality of the light, the Doctor could sense the tiers of seating looming precipitously over them, making him feel tiny, like an ant crossing the vast plaza. It was an echo of the feeling he had experienced during an astro-cartography class at the Academy, when the realisation that the immense sweep of the universe rendered everything in it tiny and insignificant. That led to memories of Borusa's booming voice chiding him for daydreaming. He ruefully smiled.

After a few more minutes, the Doctor estimated that they were at best, half way across. The smudge of light had barely strengthened and the sounds of their passage faded into the distance. Despite all this, the Doctor felt his spirits lifting. With a little luck, he would find an answer to the problems plaguing... With a cry, Alienka darted from his side and vanished into the darkness. At the same time a sickly light began to lighten the gloom, bringing with it a foul stench of carrion.

Amid a whirl of running feet and hysterical laughter, the Doctor looked up at the dome, watching a tracery of blue threads unfurl. He could sense the energy pouring through each tendril, crossing and doubling with each circuit. A subtle whispering grew in his mind, a chorus of voices that rose higher and higher.

The laughter ceased and the pressure in his head grew until he felt it would crack open. Static sizzled through the air, a constant sibilant hiss eating away at his mental defences.

Changing pitch, the static was suddenly all around him, pressing him to the ground. Then, as quickly as it came, it subsided. The probing vanished with it, leaving the Doctor trembling on his knees, too exhausted to rise. Warily, he looked around, searching for

Alienka. Then, like a knife being dragged across his nerves, he felt an alien presence clawing at his mind. Grimacing in agony, he looked up with burning eyes and choked back a cry.

Clinging with jointed legs to a vast web of was the heavy, bulbous body of an enormous spider. It wove a web that was in constant flux, surging with power one moment, fading away the next to the point of invisibility. The sense that here was a creation of enormous power bore down on the Doctor, who began to feel a sense of despair.

The creature's eyes, glittering wells of malice and hunger, sought to probe the Doctor's mind, searching for a weak point through which it could break him. With a groan of effort, the Doctor resisted the intrusion, building multiple defences against the predations of the coldly alien mind.

"I will not yield," he choked through gritted teeth. Through slitted eyes he saw a hint of movement and a familiar face appeared.

"Alienka?" He had no time to wonder at where she had disappeared to. A strange chittering noise echoed around the chamber and he sensed movement towards them.

"Run." Shrugging off the mental assault, the Doctor grabbed Alienka's arm and ran. Keeping his eyes firmly fixed on the distant light ahead, the Doctor ignored tried to ignore Alienka's shriek of surprise. Risking a glance over his shoulder he saw a dark blur falling to the ground. There was a concussion which threw them both to the ground amidst the sound of rocks grinding and cracking.

Struggling to his feet, the Doctor looked back. He saw a spider unfold its legs one by one, slowly raising its ungainly body off the ground until it had reached its full height. It swayed hypnotically for several seconds and then began to advance on them, its heavy, pointed legs tearing gouges into the stone floor in a sparking blaze.

"To the door, Alienka, make for the door." The light had at last resolved into a short flight of steps leading up to a set of double doors, so close yet so achingly distant.

With Alienka in the lead and the Doctor close behind, the chittering sound again filled the air. The sound of the spider's approach drew closer and, purely on instinct, the Doctor through himself to one side, narrowly avoiding a massive talon which scythed through the space he had just occupied. The creature attempted to swerve and pounce, but its headlong rush caused it to fall amidst a tangle of legs. The Doctor watched it thrash on the ground before he sped away, heels flying.

Ahead, Alienka tripped and fell in her headlong rush. Without breaking his stride, the Doctor bent and scooped her up in one agonising motion, his back burning with the effort. He lifted Alienka over one shoulder, vaguely surprised at how light she was. He lowered his head, and ran on.

By the time he reached the door, the Doctor was gasping for air, his lungs burning with a white heat. Frantically ascending the worn steps, he grappled with the handles, conscious he was almost sobbing. An irresistible desire to look back overwhelmed him and he craned his neck around.

Unaccountably, the creature had given up. At odds with its vast bulk, it delicately climbed a beam of pure energy to the shimmering web. Energy throbbed along each thread, in time with the tidal surge of blood racing through his veins. The Doctor's elation at their escape lasted only long enough for a disturbing thought to intrude.

“Why weave a temporal matrix? Here, at the heart of Capital?” The doors creaked open of their own accord and he lowered Alienka to the floor. Ushering her inside, he glanced once more at the web. The spider had settled in its centre, burning eyes glaring into the Doctor’s own. He imagined himself reflected in those malign orbs and shivered. He closed the doors behind him with a resounding thud.

Only then did the Doctor relax. He slumped against the doors and closed his eyes, trying to bring some order to the turmoil raging in his head. Opening them he raised his hands to his face, marvelling at how they trembled. Suddenly, it all seemed too difficult. He felt like a black tide was swamping him as he slowly slid to the floor. The urge to curl into a ball with his head in his arms grew irresistible. Only when he balled his hands and struck his legs did the sensation leave him.

“No. No, I will not surrender. What is happening here is inexplicable. Facts, not supposition, are required. And the answer lies that way.” An open door opposite beckoned. Alienka had half turned and a smile creased her face. Climbing gingerly to his feet, he crossed the empty dimly lit reception area.

Alienka and the Doctor stopped in the doorway. A short corridor led to another, more ornate set of doors.

“Beyond those doors are the High Council’s chambers. The President and the Chancellor each have a set of rooms within. Always best to know what the other hand is doing, as it were. And I am very, very interested in getting an explanation from them both.” His voice held an edge of menace and his thoughts briefly returned to the bridge of the Spearhead.

“Oh yes, they have much explaining to do.” He ushered Alienka down the corridor.

At his touch the heavy doors swung silently open. Cool air whispered past him. A long rectangular table dominated the room. Against the left wall several sleek looking consoles sat, while the wall opposite was comprised of a dark sheet of glass. A shadowy alcove marked the far end. Upon entering, lights set in the ceiling faded into view, spotlighting a lone figure seated at the table. It wore the traditional regalia of the Time Lords; gem encrusted skull cap and the heavy, high collar that made it look faintly reptilian.

A wave of relief washed over the Doctor and he rushed forward.

“At last! You do realise that the entire population has vanished? And what about the very serious problem you have lurking in the Panopticon. I trust you have not been holed up in here waiting for me to save your skins? Why...”

The Doctor words fell like stones into a pond, swallowed whole by the silence that greeted him. As the light grew stronger, bitter anger rose up within him.

“Again,” he whispered. He felt something break in his chest. “Who are you that takes her face?” he yelled, spittle flying.

The figure rose smoothly from her chair, the light revealing the contours of her face in an achingly familiar way.

“Silver.”

The figure cocked her head, a quizzical look on her face.

“We thought a familiar form would ease the transition, Doctor. We certainly meant no offence. Trust me when I say I am your friend, unlike that poor creature beside you.”

The Doctor looked at Alienka, who was scrabbling at the glass wall, her face twisted and black with rage. She slumped to her hands and knees, her suddenly loose joints making her posture look grotesque.

"They used her to watch you, to help probe your mind and set the trap outside from which you escaped." The creature wearing Silver's form glared at Alienka coldly, her face fixed as a marble bust. Alienka's body began to shimmer and she hissed at them both.

Bones twisted with a horrible cracking noise. Her face flattened and the mouth widened. Dark bristling hairs erupted along her arms and legs, punching through her clothing. One eye started to erupt in a prismatic blur but the process was halted when a cone of light shone down from the ceiling, freezing her in place.

The Not-Silver walked around the table, a small device in one hand. She paused beside the twisted, frozen form, her robes rustling loudly. Lifting the device, she pressed another button and the beam intensified. The creature that Alienka had become began to disintegrate, the body boiling and breaking down into a swirling mist of dust which quickly evaporated. When the cone of light snapped off, there wasn't even a stain on the floor to mark her existence.

"Monstrous," the Doctor said, taking a step forward. "You cannot expect any help from me if you act in this manner."

"Your sanctimony is shop-worn, Doctor," Not-Silver angrily accused, hefting the control in her hand. "In the absence of the Council, I am in control."

"And what is it that you are exactly? I was given an impossible decision to make on Earth and I do not expect my choice to be flung back in my face. Who are you?"

"Patience, Doctor, patience. I was told how insatiably curious you were, but not how tiresome. Be so good as to sit down and listen." She gestured impatiently at an empty chair.

Angrily, the Doctor stalked round the table until he stood next to the President's chair, a heavy wooden affair covered in delicate carvings. He pulled it out and sat down abruptly, crossing his arms and glaring at the woman. Not-Silver settled opposite him.

"You may not be interested in one of my impassioned monologues, but you will at least treat me with the status a former President deserves."

She inclined her head.

"Very well, Doctor, I will give you a minute to pour your frustrations out. Then it will be my turn to talk."

The Doctor considered the spot where Alienka had been a minute before, then looked back, his face strained.

"I presume the situation on Gallifrey can be traced back to the null event's arrival?"

Not-Silver nodded agreement.

"Then all this, the empty city, that abomination crawling about the Panopticon is all the fault of the Council and their lackeys. This disaster is born of their meddling and their colossal arrogance." He half rose, his face heated. "I demand to know where they are so that they may be made to pay." His anger broke against her implacable features like a wave against the shore and after a moment in which they both glared at each other, he sat down.

"Have you finished?" Her voice was cold. "Revenge is a luxury we can ill afford. Time is, as they say, of the essence." Pressing a button on the device, the glass wall sprang into life.

Images flitted across the screen as symbols ran along the bottom. A series of graphs and charts along one side gave readouts and measures of energy transfer.

"The null event opened up a rupture in space/time which allowed creatures known as the Teteo-Colotl to enter our universe. They followed your return via the Timescoop and at the moment of your rematerialisation, overwhelmed the members of the High Council. The Teteo-Colotl consumed their bodies to enable them to incarnate in this universe." Not-Silver let this last point hang in the air for a moment before going on.

"You may be interested to know that their arrival caused a temporal inversion which cast you forward in time. You arrived well after the Teteo-Colotl had dug their claws into Gallifrey and had begun the creation of the Great Web."

The Doctor sat in silence, his attention seemingly focussed on the information flowing across the screen. Not-Silver went on.

"In the High Council's...absence, the digital life forms in the Matrix called me into being. The gravest emergencies call for the gravest measures. Omega's Gambit showed us that. Time looks after its own children, but only if we grasp the opportunity granted us."

"So, the Matrix is under attack, is that it? How is it that a panotropic network of distilled mental essences held outside time and space can be so threatened?"

"Threatened? Given our position in the universe and the sheer breadth and scale of the Matrix, the situation is far worse than mere threats. The Matrix risks being co-opted. Can you imagine what would happen to reality if the Matrix were harnessed to the temporal web being created in the Panopticon? The boundaries of reality would fall and with it the very structure of the universe."

Tenting his fingers, the Doctor considered her words. After a moment's consideration he sat back, relief flowing across his face.

"So the Teteo-Colotl have a foot in both the Matrix and on Gallifrey, forcing the Matrix Lords out of their habitual torpor?" He rubbed his nose. "This would explain why I keep seeing constructs wearing Silver's face. Both sides are trying to tempt me onto their team. Devilishly clever, I suppose. Exceedingly cruel when you think about it. Though why should I be surprised, given the ruthlessness displayed by all of you?" Watching him, Not-Silver remained silent.

"The Teteo-Colotl are temporally anomalous, Doctor. They seem able to exist in the real world and the Matrix. Given time, their foothold in both would lead to utter usurpation of both. If either falls to them, then the universe will crumble under the assault of 100,000 generations of maddened Gallifreyan minds."

From a pocket, she pulled out a small rod and placed it gently on the table. It gleamed dully in the light, a spare, unadorned key.

"Your ancestors were obsessed with forging massively powerful devices in the shape of ordinary house keys. A Time Lord's mind never runs straight and true." Her smile was wintry as she stabbed at a control.

At the far end of the room, the shadow alcove blossomed into a starburst of silvery light. Not-Silver straightened in her chair, her face imperious.

"In this time of direst need the High Council calls upon you to help rid Gallifrey of this most insidious threat. Will you once again be Gallifrey's champion? Or her nemesis?" She

pushed the key towards him and he picked it up. The metal felt cool to the touch and a faint tingle ran up his arm.

"One of the Great Keys, eh? I take it you want me enter the Matrix via the Seventh Door and sort things out from the inside?"

Her smile grew warmer.

"Precisely. There isn't enough time to establish mental link to the Matrix, so you will have to physically enter. You need to locate the Matrix's reset function. Do that and the Teteo-Colotl's foothold will be dislodged, scouring them from the Matrix and Gallifrey. Perhaps that will be sufficient to achieve the revenge you have your hearts set on?"

The Doctor considered the key. He rolled it between his fingers then flipped it end of over end. His mouth set in a grim smile.

"You really don't offer me much choice, do you? Champion it is then." He tossed the key into the air once more, caught it, then made a fist.

"There comes a time when even my patience runs out. This will be the instance where I offer my services to you and the power-mad cabal running this planet. When the new ruling elite emerges from whatever rock they have hidden themselves, impress upon them the understanding that never again will I save them from their arrogance and incompetence. Enough is more than enough."

The Doctor stood and walked around the table. He readied himself to plunge through the door when Not-Silver called to him in a ringing voice.

"Beware Doctor. As within, so it is without."

He looked back, his face a brittle mask. "When I return, make sure you are not wearing her face. Cheap emotional tricks like that will see you join the Teteo-Colotl in the void." Turning his back to her, he stepped through in a burst of light...

...and landed amidst a battle.

Staser fire crackled through the air as the Doctor sprawled on the floor. He heard the sounds of booted feet running about, then felt hands grab and drag him roughly along until the light vanished. Distantly, he heard a shrill chattering echo, and a shiver ran through him. In the confined space, he heard several people whispering urgently. There was more staser fire, then someone's hot, ragged breath whispered into his ear.

"Who in blazes are you?" The voice sounded exhausted, harried. "Get on your feet, we're falling back to the barricades."

Dazed, the Doctor stumbled with the milling group in a dash down a corridor, which doglegged to the right, before opening up. He was helped over a crude barricade, then down another corridor that emptied into an ivy choked courtyard. He was shoved roughly against a crumbling pillar and stood there, rubbing at his bleary eyes. When they cleared, the first thing he saw was a staser rifle pointed at his head.

Leaning to one side, the Doctor looked up the length of the barrel until he focussed on the figure at the other end.

"Be a good fellow and point that somewhere else, eh? I've had a rather rough day and I would rather you didn't make it worse."

Another figure stepped into view, holding what looked to be a scanning device. The Doctor watched with interest while the figure, a woman, waved it over him. It trilled once then quietened. She looked to the others and nodded her head.

"He's clean, for all that's worth."

The Doctor observed their interaction with a keen eye. The Matrix was capable of creating worlds out of whole cloth, populated with figures indistinguishable from those in the real world. Here he saw a woman and two men, exhausted, on edge. Terrified even. One of them, a tall, curly haired man staggered, then slumped to the ground with a groan.

The Doctor was quickly by his side. The injured man's eyes fluttered and he moaned a little. A line of spittle hung from his lips and he seemed delirious. A dark spine jutted from his shoulder and the Doctor reached for it.

"Don't," yelled the other man, knocking his hand aside. "There's little you can do for him." The woman gave a tiny sob and her companion drew her close.

"Is it poison?" the Doctor asked. "Some sort of toxin? Given the right tools I can brew up a cure for him."

"No." The man's voice cracked and he took in a deep breath. "No, there's no use. Once the infection sets in, it's too late." He hefted the staser rifle and approached the man. He hunkered down and briefly, almost tenderly, smoothed back the sweat stained hair.

"Goodbye, Patraxas. You deserved better than this." He stood and aimed the rifle at the injured man's head.

Rising, the Doctor stepped between the rifle and the shivering man.

"This is monstrous. You cannot possibly kill him out of hand."

"Where have you been?" the woman said, a tear trickling down her face. "There's no hope for him, only...a nightmare."

The Doctor looked at both of them, astonished by their seeming callousness.

"Hurry, Constans, it's beginning."

The Doctor looked back and was astonished at what he saw. A tide of darkness crept across Patraxas' flesh, leaving a glossy black shell behind. A thick crop of dark hairs, almost like spikes, had begun to tear through his clothing. Patraxas's face bulged and the eyes started to craze and expand. The Doctor stepped back involuntarily when the mouth opened, emitting an utterly alien sounding chittering.

With his face half turned, Constans took aim and fired, once. The sound of the staser bolt was like a whip crack. What was left of Patraxas shuddered, then lay still.

For all that he knew this was merely a projection, even so the Doctor shuddered at the sight. He thought the figure might vanish, but when it didn't he realised that the Matrix was endeavouring to ensure its creations stayed true to the projection set out for them.

"It will not do if the struggle against the Teteo-Colotl is undermined when the foot soldiers realise they are the windup variety," he murmured to himself. Still, the entire scene was deeply unsettling.

Another figure rushed in, this one a taller man with a military bearing. He too carried a staser rifle, and the remnants of a uniform denoting his status as a member of the Chancellory Guard.

"Constans, we must be quick. The outer barricade is almost breached." It was then he saw the still body of his comrade stretched out on the ground, with the Doctor standing nearby. He approached, shaking his head. Squaring his shoulders he glared at the Doctor.

"And who exactly is this?" he said. "We've no time for stragglers who won't fight with us. Which one are you, eh?"

"Peace, Paulus, peace," the woman said, reaching out her hand. Paulus frowned, but nodded.

"I'm here on a mission from the Council," the Doctor said, watching the trio carefully. "I was wondering if someone could lead me to..." Raised voices sounded up the corridor and then a group of people erupted into the courtyard.

"They've overrun the barricades," someone yelled amidst the tumult. People scattered and headed for the several exits leading from the courtyard. The Doctor felt a tugging on his arm.

"This way," the woman insisted, her face pale. "Constans can lead us to the sub-vaults." Unsure, the Doctor followed, turning his head in curiosity at what the mob were fleeing from. And then he saw them.

The talon tipped tentacle with ruby red suckers lining one side flowed along the floor into the courtyard, then rose and began sawing through the air in search of prey. One struck a column, which exploded in a rain of stone chips. This was followed by a repulsive stench not unlike rot and burning rubber and a massive black shape, all chitinous armour and multi-jointed legs, heaved its bulk into view. More tentacles, this time tipped with razor sharp pincers, lashed the air and its taloned feet gouged great channels in the stone floor.

"Amazing," the Doctor breathed and was then almost yanked off his feet as he was dragged away. He heard someone scream, a long, lingering sound that made his skin crawl, then he was led into a side tunnel and the sound faded away.

The next ten minutes were a nightmare of clattering echoes and shadowy tunnels that went deeper and deeper. They paused at one point, silent and watchful, while hunched shadow inched along a tunnel ahead. When it was gone, their flight continued until they emerged in a small round room. Water dripped from the low ceiling and nitre sprouted like pallid tumours up the walls.

"Charmingly appointed," the Doctor said, his smile tight.

"It's hardly the Prydonian College's reading room, but it'll do for our purposes," Constans replied sardonically. He hefted his rifle.

"Now then, who are you?"

The Doctor looked at his rescuers. Constans was haggard, his dark face drawn and furrowed with deep lines. The Doctor could see that the woman, who Constans had called Illiria, nursed a private grief. The other armed man seemed to be coping quite well, which, given his evident military training, didn't overly surprise the Doctor.

"Me? I'm the Doctor. Perhaps you've heard of me."

The effect was startling. The exhaustion immediately drained from Constans and he stood straighter, sharing an exultant look with Illiria, who beamed back. The Doctor caught the other man readying himself to salute him until he waved his hand.

"Please, please. If you knew what it took to get me here you would be less eager to display such enthusiasm."

"Surely you're here to help us Doctor," Constans said, his smile dropping a little.

"Oh yes, I am certainly here to render what assistance I can. Let us just say once my services are complete, I will not be staying about to accept the Council's less than eager thanks. I would appreciate it, however, if I knew the names of my rebel army."

"I'm Constans, this is my sister Illiria, and our friend over there is Captain Axelor. He's our resident military expert. He helped devise the barricades."

"Little good they were," the man mumbled, his face sour.

"We all do what we can," the Doctor said. "Every little bit helps. They seemed to slow down the arrival of that...thing."

Alexor brightened a little and the Doctor nodded encouragement.

"Now then, if someone could fill me in on the details."

What followed was a fragmented account that plotted the frighteningly swift capitulation of the planet. While he listened the Doctor once again admired the ability of the Matrix to weave together an utterly convincing narrative as a response to the attack of the Teteo-Colotl.

"So you say the Teteo-Colotl dominates the upper levels with its army of drones, blocking access to the main council chambers and the transduction barrier control centre? That is a blow. I had hoped their penetration of the infrastructure had only just begun. Either way, I must access the Matrix systems so I can purge the Teteo-Colotl. I need some way in that attracts no attention whatsoever."

Alexor mulled it over for a moment, before looking at Constans.

"We need something from you in return, Doctor," he said. The Doctor quirked an eyebrow.

"The people we lead have scattered to pre-arranged boltholes. Soon enough they'll emerge to carry on the fight. But we are hopelessly outnumbered. We need access to the Guard's Armoury. To fight effectively we need the weaponry held there. Helping us helps you get access to the Matrix's systems."

"But surely as a ranking officer you have the access codes?"

Alexor ran his hands through his thinning hair.

"That fool of a Castellan ensured he was the only one who had the codes. Made a great show opening the Armoury each day. Near enough to a religious ceremony, really. Damn irresponsible. I made several complaints to the High Council, but you know what they're like. Door mice, if you ask me."

"Oh, something worse than door mice now," the Doctor said, then shook his head at their questioning looks.

"But why ask me for the codes, unless...aah, I see." He smiled.

"Yes, Doctor. As a former President, you would know the correct override sequence. Will you help us?"

"A very, very former President," the Doctor warned. "Occasionally, someone changes the locks, even on moribund Gallifrey. Though, if the override codes have been updated, I

think my bio-scan should do the trick." He looked over at Constans and Illiria. "Come along then, let us be about our business."

Along the way, the Doctor's new companions filled in more of the details. The arrival of the null event had been recorded as a backwash of energy that rocked the Capital. When the Council members hadn't returned, a troop of Guardsmen were sent to investigate, but never returned. After a few hours, reports began to swirl of strange creatures attacking from the darkness and carrying people away.

"You have a plan to deal with them?" Alexor asked.

"Oh yes," the Doctor said, ducking his head as they crossed into another tunnel. "In bridging both realms, they have spread themselves too thin. Eject them from one dimension, and they lose their footing in both. After we raid the Armoury, I will need assistance to access the Matrix from the Council chambers"

"A diversionary action," Alexor said shrewdly.

"Yes. There will be...losses, I am afraid. I imagine you have all lost someone to this menace?"

Constans looked away and Illiria stared off into the shadows.

"It's a burden we all have, Doctor." Alexor shrugged. "Our people won't be the same for many years to come. I fear trouble even if we clear these pests from our home."

"One problem at a time, Alexor."

"Yes, I suppose so. Constans?"

Constans looked up and rubbed his face.

"I'll gather a few more people to assist with the raid. We'll need them to help the Doctor later. Meet me at the junction of the access tunnel closest to the Panopticon entrance."

Nodding curtly, Alexor marched into the shadows, the sound of his boots fading with each step.

"You have had no trouble with the Panopticon?" The Doctor tried keeping the tension from his voice.

"It's a no go zone, that is true," Constans said. "The shadows are deep and the creatures like to congregate there. Why?"

The Doctor considered. He didn't want to disrupt the pattern the Matrix had created. Unpick a thread with a hint of doubt about their reality and the whole tapestry would flutter away. Still, he needed to know.

"Any odd energy signals, a sort of power loci?"

Illiria shook her head. "I'm a technician attached to the Panopticon. When the Teteo-Colotl came, the readings were off the scale, but there was nothing that indicated anything odd about the Panopticon itself, other than the usual background readings."

"Background readings?"

"The Eye of Harmony, Doctor. What we thought was myth is now a reality, thanks to you. Of course, it has been reconfigured and moved to a more secure home beneath the Panopticon."

"Yes, of course," the Doctor said, remembering. "It all seems so long ago." He smiled. "Excuse my reminiscing. Let us see if we can beat Alexor and his men to the meeting point."

Twenty minutes later and the Doctor, Constans and Illiria reached the junction ahead of Alexor.

"There's no end of tunnels down here," Constans commented, peering through the grill down at the entrance.

"Yes, the great genius of our people is to bury our secrets very, very deep. A forest of keys. Rassilon's true, final resting place. There are all manner of delights to be found if you dig deep enough." The Doctor shook his head at his morbid thoughts and Illiria chuckled. They all smiled at the sound, and it occurred to the Doctor that it was the first time he had heard laughter since he had arrived.

The Doctor looked thoughtfully at the Panopticon's entrance. The Matrix had crafted a remarkable simulacrum, but he could see no sign of the web or its creator. Still, there was a sensation in the air, a vibration operating at a frequency just beyond comprehension.

"Something worrying you, Doctor?"

Temporising, the Doctor managed a strained smile. "No, nothing Constans. Just thinking about how empty the city feels. The hallways are choked with the memory of people, but where are they?"

Illiria spoke first, her hands wringing unconsciously.

"We think most of them escaped the city. Others, dead. Some...well, some seemed to have been turned."

"Like your friend?"

"Yes, like poor Patraxas. He was a librarian, you know? Stayed behind after his family fled. Couldn't bare the thought of his precious books being lost to those..." Her voice trailed away.

Awkwardly, the Doctor patted her arm and she smiled sadly.

"A man after my own heart. We'll do our best to ensure his sacrifice is not in vain."

They stirred at the sound of approaching footsteps. Constans had his staser rifle trained on the only approach when a low, trilling whistle floated towards them. Relaxing, Constans replied in kind and soon a large group of men and women jostled for space. After the introductions were made, the Doctor was embarrassed to see the looks of awe on most of the faces.

"You would all do well keep an eye out for each other, rather than gawping at me," he said, amid a burst of quiet laughter. After that, the staring eased and they quickly settled down to making their plans.

A haze of rainbow colours ran like oil on water across the sphere's pulsing surface. Tendrils of energy erupted from it in lazy arcs, tearing apart the vault surrounding it. More and more of the City fell to its sway.

The throb of power pitched higher and the sphere again grew larger. A loud cracking noise issued from it and the vault shuddered. The ceiling fell in with a crash, bringing down the walls. A massive crack opened up along the length of the floor. A blizzard of dust obscured the room.

Inside the sphere, the lesser members of the council communed with their leader. Energy crackled between them, a linking of minds and power. Raising its massive arms over them, their leader held them in its thrall. A web of energy crawled over its body, anchored to the null event buried in its chest. It laughed, a tearing noise that burned the air.

“The Doctor has his plans, but we are ready to begin our rise to power.” Its mandibles clacked hollowly, quickly followed by the others. Quickly, the sphere echoed to the sound.

“Soon my brothers, soon all of time and space shall be ours to feast on.”

The sphere began to ascend slowly, gobbling up the remains of the ceiling then disappearing from sight.

The last of the rumbling died away and those who had fallen were helped to their feet.

“We must be away,” urged the Doctor. “The Teteo-Colotl mean to have this planet in its grasp before the night is over. And once it has that, the universe will begin to crumble around us.”

The grill was forced open and the group issued hurriedly into the corridor. The Doctor felt someone grab his arm.

“You understand we’re walking into a trap, Doctor?” Constans said. Nodding, the Doctor patted him on the shoulder.

“The entire Capital is a trap. The only way out is to fight.” Constans blinked, then straightened, seeming to take renewed energy from the Doctor’s bravado. He called his people to him, and with Alexor, ensured that their weapons were primed. Then they moved as one into the Panopticon.

It was as the Doctor remembered – the vast open space, the thick shadows, the sense of being watched. Staring up into the empty space overhead, he felt a prickling down his neck. For a moment, he thought he saw a shimmer in the air, but was distracted when the crackle of staser fire began.

A running battle quickly ensued. Energy bolts filled the air, blasting away at chattering creatures which emerged from the shadows. For the most part, their armoured bodies soaked up the multiple attacks, but the Doctor saw several go down, steam hissing from massive wounds. Ducking under one lumbering creature, the Doctor was able to see how close they now were to the doors leading into the council chambers. An uncomfortable sense of déjà vu filled him.

Then Illiria fell. One moment she was running beside the Doctor, then, buffeted by the close press of bodies around her, she fell heavily. Seeing her fall, the Doctor skidded to a stop, ducked under a flailing pincer, then barged his way towards her. He shrugged off Constans, who bellowed something unintelligible in his ear.

Stretching his arm out until he felt something tear in his shoulder, the Doctor was distantly aware that he was too late. Illiria reached for him, horror etched on her face. Then, the air became alive with lashing tentacles and she was lifted up, screaming. Before the Doctor’s disbelieving eyes, Illiria was torn apart in a welter of blood and gore.

"No," his whispered. His disbelief was so profound that he was unaware that Constans and several surrounded him, pouring volley after volley into the approaching mass of creatures.

"The Matrix Lords and their plans be damned. I deny this reality," the Doctor said, his face slack. Hands lifted him up and he was carried away. The fighting continued, and more of Constans' people fell.

"I deny this reality," he said again, louder. Approaching the doors, he saw a man go down under the weight of tentacles and multi-jointed legs.

"I deny this reality," he roared. The smoking body of a drone collapsed at his feet, its mandibles clicking even as it died. A dreadful awareness crashed down on him like a mountain.

He had been deceived. Again. He had been tricked. Again. He wasn't in the Matrix, a voice in his head remonstrated with him. You've been fooled, taken in, manipulated.

"This is Gallifrey," he said, looking around with disbelieving eyes. "Not the Matrix." One of the people carrying him up the steps scowled.

He stretched out his mind, hoping to find any trace of the gestalt that was a hallmark of the Matrix. Nothing. Just screaming and volley fire and the tang of sweat and blood on his lips.

He shrugged off the people holding him and he stood in the doorway, his face haggard and shoulders slumped. A swarm of creatures raced towards him, their cries a blurring haze of static that sent shivers down his back. Overhead, he could see a thin tracery of energy lines begin to emerge from the shadows and at its centre, a malevolent, pulsing blot of darkness.

"Get inside," hissed Constans, grief etched across his face. The Doctor allowed himself to be pulled aside and watched as the doors were closed with a resounding boom. They shook and shook again under the tremendous assault of the creatures outside. But they held.

The Doctor stood with his hands braced against the doors. He laid his forehead against the cool metal, which felt like a balm against feverish brow. Something shifted inside him. What was once molten had become as cold and as hard as steel.

"Tricked," he murmured. "Tricked so I wouldn't baulk at coming here and facing these creatures. Tricked into doing the bidding of all those frozen minds brooding within the Matrix. Played for a fool because of the face they chose to wear."

Turning around, the Doctor swept the survivors with a cold, hard gaze. He pulled out a handkerchief and wiped his face clean of Iliria's blood, in full view of the others. Some flinched, unable to match the adamantine glare in the Doctor's eyes. Only Constans maintained a matching stare and it was to him the Doctor nodded.

"The Armoury is this way," he said, stepping forward. The shell-shocked group fell in behind the Doctor, who swept forward, turning passed the reception desk and down a short corridor. The seal on the door marked it as the Castellan's offices. The doors opened at his touch and they entered, passing quickly into an outer chamber then through to a corridor which ended with a massive, reinforced vault door.

A touchpad sat next to it. Quickly, the Doctor tapped in a series of numbers with staccato precision. A hum was followed by a melodic chime. A series of crunching metal noises sounded, then, with a sigh, the door eased open.

Standing aside, the Doctor watched as the others, led by Axelor, poured into the room. As Constans moved past, he reached and grabbed his elbow.

"A moment, Constans. Please."

Constans nodded. They stepped aside and watched the others enter.

"There is an arsenal in there, enough to keep your forces supplied for some time. I take it you have a way of getting these weapons to your people?"

"Aye, Doctor. This part of the Citadel is a warren of tunnels and conduits. We'll be able to supply our people easily enough."

"Excellent. But these supplies are not sufficient, not nearly sufficient, to beat your enemies."

Constans lips compressed into an angry line, and he nodded.

"Then it will be my plan that sees these creatures removed. I've helped you gain the weapons, now I need your co-operation with my plan."

"And what is your plan, Doctor?"

And so the Doctor told him. Constans' face went from shock to uncertainty to stunned amazement. When the Doctor finished, he looked at him closely.

"Well, Doctor. You certainly don't do things by half measures. Will it succeed?"

"It must. If Gallifrey falls, then all of reality goes with it. The unravelling of the universe that begins here will be unstoppable."

Clapping him on the shoulder, Constans grinned.

"We'll aim to sweep the Panopticon clear and set up a perimeter. Are you sure you don't need any help?"

"No, this is a one man operation."

"Well, good luck then Doctor." Constans watched as the last of his team filed out. "We'll see you on the other side."

"Perhaps," the Doctor said, watching Constans retreating back. "Perhaps."

He stepped into the vault. The weapons racks were empty and many of the lockers had been ransacked. Another door, much more unobtrusive, was set flush into the far wall.

Unconsciously, he put his hand into his vest pocket and pulled out the key Not-Silver had given him, a lifetime ago. He could feel a pulse within it, a thrumming of energy that was frighteningly alive. Holding it before his eyes, the Doctor squinted at the glittering line of fire running along the edge. He wondered about it. How had the creature wearing Silver's face known he would need it? The sense of being manipulated grew stronger, but he shoved it brutally aside.

He pushed the key into the lock, feeling a prickle of energy run up his arm. A humming noise was accompanied by a burst of light from around the edges of the door. As the door dissolved, the key fell into his hand, leaving tiny motes of energy floating in the air. The Doctor walked through the gap.

The chamber beyond was empty save for a stand and a plinth. A strange hush hung over the room. The light seemed to come from everywhere. On the stand hung a sash of gold mesh, the light splitting off it in a riot of colours that hurt the Doctor's eyes. There was something strange about it, the shimmering making it seem less part of the real world than it ought. Without hesitation, the Doctor reached out and lifted the sash from its stand. The metal

rings that formed it rang musically at his touch, a cascade of sound which echoed to the pulse of his hearts. He settled it over his right shoulder and under his left arm. It had no discernable weight. The sound faded, replaced by an almost imperceptible humming noise on the edge of hearing.

On the plinth sat a plain circlet. On the inside the Doctor saw the most delicate circuitry, fine as lace, embedded in the metal. His hand hovering over the circlet, the Doctor hesitated, remembering. The image of Iliria's death rose unbidden and his resolve hardened. When his fingers touched the circlet a sound like the tolling of a bell rang in his mind. His head filled with a chorus comprised of a thousand thousand voices whispering all at once. Gritting his teeth, the Doctor placed the circlet on his head.

And screamed.

At that moment, a buzzing noise rose up around the Teteo-Colotl, a huge distortion of sound which threatened to sunder reality. Several of the council fell to the ground, their bodies hissing and smoking as a massive energy feedback from the Matrix ripped through them. In the leader's chest, the null event shrank a little and the energy feeding through it to them all diminished. Rising on his hind legs, the leader issued a wordless bubbling hiss of rage. The others shrank back, fearful of its wrath.

"Who dares? Who dares challenge us, on the cusp of our victory?" Closing its eyes, it cast its mind into the ether, searching, searching. The figure of a man, stooped with exhaustion but held upright by something indefinable, emerged abruptly. Linked to this image, the group hissed in anger until they were silenced by the leader's savage cry.

"We have planned for this moment," it said, though it sounded unsure. "We will face him and destroy him utterly." His words were lost in a creaking rumble of shattering stone as the sphere finally broke through the final layer. A blue light pulsed over them and the leader's certainty returned.

"Behold." Rising through the shattered gap, the sphere emerged into a vast chamber. Overhead, a blue lattice throbbed with energy. At its centre, a creature, born of the Teteo-Colotl's will and imagination, raved with hunger, eager to devour all of time and space.

"Behold our final victory." The sphere shattered the Teteo-Colotl surveyed what they thought would be the centre of their new empire.

And then the men and women of Gallifrey emerged from the shadows in their ones and twos, all armed, all ready to lay down their lives and reclaim their planet. Energy bolts from half a hundred stasers erupted in a glittering hail. The Teteo-Colotl howled their defiance. Gravity grenades lobbed through the air, the dull crump of their explosions echoing as the area around each warped and split. The shadows twisted and grew taller. And deep, deep beneath the Panopticon, deeper even than the lair from which the Teteo-Colotl had emerged, there came a rumbling noise which shook the city from the tallest spire down to the deepest foundations laid when Rassilon was young.

A thousand disconnected images overwhelmed the Doctor's mind as he lay curled in a ball on the floor of the Armoury vault. His body shook and spasmed and a line of drool ran from his mouth. He had stopped screaming minutes before and only a broken humming emerged. He was barely conscious of someone calling his name, nagging away at his memory.

The images slowed to a crawl and he sensed a light burning brightly on the margins of his mind's eye.

"Doctor!" He reached for the familiar voice, conscious that the burning pain searing his mind had eased. He opened his eyes and saw Silver standing over him, holding out her hand. He reached up and she helped him to his feet.

"Silver? Is this another trick?"

"If it's a trick, Doctor," she said, smiling broadly, "then it is one you're playing on yourself." She motioned to a chair sitting next to a fire. Outside, the wind moaned and tree branches scratched across the roof. The hint of bitter cold hung in the air, but that soon eased when the Doctor sat by the fire. He realised with a jolt he was back in the cabin on the mountain.

"Don't worry, Doctor. I'm not about to have Mortimer rip you limb from limb. The balance in the Matrix has tilted in our favour."

"So, we are winning?"

"We aren't losing. But the critical moment is upon us. You must choose and in choosing, decide our fate."

"I should let you all rot for what you have done, both in the Matrix and on Gallifrey." The Doctor didn't care that his voice was had grown plaintive.

"We understand, Doctor. The Council committed a grave error. The Lords of the Matrix have some influence, but it extends only so far. We watch and we advise, but in the end, life is for the living and all its consequences are theirs to bear."

The Doctor sat quietly for a moment, watching the flickering flames dance in the hearth. He sighed.

"I suppose so. The choice forced upon me on the Spearhead...you know it wasn't one I would have made given different circumstances?" Not-Silver nodded then smiled. "Would you like to see her?"

The Doctor looked cautiously at Not-Silver.

"Would it do any good? Would it be real?"

"That would be for you to decide Doctor. You know her best."

"All right then. Show me."

Not-Silver snapped her fingers and the hearth vanished, replaced with a sun dazzled image. Silver, the real Silver, on the beach, laughing and running. The images flickered. In a library, pouring over books, in a class room leading a debate. Dancing and singing boisterously at a concert, hiking through the mountains. Faster and faster now, a life racing past the Doctor's eyes, a life full of love and full of joy. The images slowed until the final one hung in the air. Silver was older now, but wore the burdens of age lightly. There was a little grey at her temples, but her smile was still vital, still young. His lips quirking into a smile, the Doctor leaned forward, his hand reaching for the image. But the spell was broken and the image began to fade. But before it did, he watched Silver look directly at him, wink, then break into laughter. And then she was gone.

The fire crackled. Staring out the window, the Doctor listened to the moaning of the wind. He looked at Not-Silver.

"When do we get started, then?" he asked.

“Now.”

The room faded away and the Doctor found himself back in the Armoury, standing within a nimbus of golden light. There was a wrenching shift and he began sinking into the ground, passing through layers of metal and stone. He could feel the power pouring from the circlet, the Matrix’s inhabitants lending him their energy, bending reality to enable his descent. The Doctor felt his hearts swell with the tidal surge of power and he tilted his head back and laughed in exhilaration.

He passed through an empty space that had been eaten away. The crumbled remnants of columns and walls were all that were left of a relentless cancer that was now free. His descent continued until he broke through the final layer and found himself in a space that had no limits, no boundaries, no horizon, and no conceivable end. And at its centre pulsed an impossibility, the heart of a black hole which neither fluxed nor withered, nor changed its state, but simply, was.

Within his protective cocoon the Doctor could see, like the Aurora Borealis, great sheets of energy blasting around the area surrounding the singularity. With the aid of the Sash, the Doctor harnessed the Eye’s energy with a thought and felt it pulsing through every cell of his body. His back arched and he howled in agony, striving to master the energy before it consumed him. Steadily, he did just that and he raised both arms, filled with exhilaration beyond anything he had ever experienced.

He felt his breast pocket go hot and he plucked the key from it. The rod began to change into a new form. Within moments, the Doctor held a great ebon sword. The blade was mirror smooth and he could see his features reflected back at him, dark and twisted and full of power.

“Teteo-Colotl,” he roared, his voice echoing in the Matrix and across Gallifrey. “The Matrix bends to my will and so does the Eye of Harmony. Know that I will contend with you and bring you and all your plans undone.”

In his mind, he heard an answering cacophony of chattering noises that swelled into an enormous cry of defiance.

“Gallifrey is ours, Time Lord. Soon it and the Matrix Lords will bend their knee in acknowledgement of our domination. And when we unravel reality and impose our own, we will long remember your pleading screams for mercy.”

The Doctor did not answer, only smiled. His thoughts were pure will and with a twitch of his eyebrow, he was gone.

The spider sensed a growing well of power, which it hungered to feed on. It had always known hunger, from the moment it had appeared in the heart of the Matrix through a tiny rent in its protective field and scuttled into the dark corners of the imaginations of all those collected minds. Soon, it had cast its first thread and felt the first thrum of power coursing down it into its body and steadily, stealthily, it had grown, casting more and more threads until the shadowed heights of the Panopticon analogue seethed with them. And as the threads increased, so did its power and commensurately, its hunger. And the Matrix Lords, stunned by the fall of the High Council, had missed the signs until the Chrono-Spider had emerged from the shadows and become a conduit of power to the Teteo-Colotl on Gallifrey. Its position

impregnable, its power unstoppable, the Spider sat at the centre of a web that sought to bring down all of creation.

And then the Doctor arrived.

A fizzing burst of light indicated his arrival. The Spider reared back, its mandibles clacking and its thorax arched, ready to attack. The glow died away and its eyes swept the ground, searching and searching and searching until...

It hissed in satisfaction. The man-thing had returned. The creature felt a surge of hunger and a longing to sate itself and have its revenge for the earlier humiliation. It saw the black stick wielded in one hand, but took little notice of it. Had it not seen off the legions mustered by the Matrix Lords? Had it not consumed the terrible bolts of power poured into it and its precious web without hint of damage? No, there was nothing to fear here, only a momentary easing of its monstrous hunger.

Looking up, the Doctor saw the dark blot shift across the web, an eclipse of life. The web neared completion, and he shuddered to think what would happen when the final threads were woven into place, connecting the power of the Matrix with the might of the Eye of Harmony.

Concentrating his will, he focussed the power of the Matrix. The dim light flickered and he felt the air around him shift, revealing the raging battle taking place on Gallifrey, so close as to touch, but so far as to be beyond the rim of the galaxy. People, his people, were fighting and dying in a vicious assault on the Teteo-Colotl. The creatures scuttled back and forth, dodging staser fire and launching sallies of their own. He could see Constans, bodies littered around him, holding the Teteo-Colotl at bay long enough buying him the time to launch his own assault.

The images faded. The Doctor watched the spider looming over him and his mind went back to a memory that was still as sharp and as bright and as terrifying.

"Needs must and all that," he mumbled to himself. He raised his foot and stamped it down, sending a massive surge of power rippling around him, lifting and dropping the flagstones in a wave that sounded like toppling dominos. The surge climbed the walls, mazing them with cracks until the energy washed through the web, shaking it. He could feel the air throb and saw the spider begin its dizzying descent on a length of fiery thread.

Almost as a reflex, the Doctor's mind tapped the Matrix. The Panopticon seemed to shrink as he grew larger and larger until his size and proportions matched that of the spider, which by now was dragging its bulk towards him. It no longer stood over him, but now faced the prospect of looking up at the Doctor, who smiled grimly and pointed his sword at it.

"Not so high and mighty now, are we?" the Doctor thundered. Its body unnaturally still, the creature paused, watching. Staring at it, the Doctor grew conscious of the sword in his hand, and how oddly that sat with him. It grew heavier and heavier, until he cast it aside, sending it skittering across the flagstones.

"There is a better way to deal with you," he said. Closing his eyes, the Doctor concentrated, all the while aware that the spider was scuttling towards him. Raising an arm, the Doctor clenched one fist and the spider's onrush came to an abrupt halt.

Opening his eyes, the Doctor smiled in satisfaction when he saw the creature begin to hiss and twitch. Pouring his will into it, he watched the spider dwindle, its heaving bulk

diminishing by the second. He felt himself begin to revert to his normal size and when he had done so, he could see the spider rushing around his feet. Kneeling, the Doctor cupped the spider in his hand, now no larger or more harmful than a moneyspider.

“Better, much, much better. For you and me both.” He looked up at the web. “You may have been created out of chronons from the vortex, but I think you will be far happier burrowing beneath the Panopticon.” He gently brushed the spider onto the ground where it quickly vanished down a crack. Sighing, the Doctor stood up and walked over to where the sword, which had resumed its former size, lay. Seizing it up, the Doctor flung it into the air with a wordless cry, the blade spinning end over end, rising higher and higher until it crashed into the web, slicing through a thread before vanishing.

After a few silent moments, the web shivered. First one, then another, then dozens of threads were fluttering towards the ground, the whole mass unravelling at an astonishing speed. All the stars and planets and nebulae vanished one by one, portals to other times and spaces closing in their wake. The Doctor thought he heard a distant, despairing cry, and grinned wolfishly.

Finally, the Panopticon’s distant ceiling was clear and the vast space empty. The Doctor straightened his jacket, swiftly clicked his heels together, and vanished.

And reappeared amidst a swirling battle.

Constans was still alive, still rallying his people, despite a terrible gash along his ribs. He continued firing, aiming his staser single-handed at the surviving Teteo-Colotl. At the Doctor’s appearance, a ragged cheer went up and the attackers pressed forward, forcing the Teteo-Colotl to huddle protectively around their leader. Within moments, the creatures were surrounded and the attack slackened off.

Staser fire fell away as the Doctor waved the attackers back. In the quiet that emerged, the groans and cries of the wounded were shockingly loud. The Doctor shook his head.

“Enough,” he said, his voice resonating around them. “More than enough. All of this stops now.” He pointed towards the Teteo-Colotl.

“Go. Your time here has run past that allotted you. This universe will not be yours to shape to your will.”

A buzzing rose up and the creatures parting, allowing their leader to emerge and stand before them.

“There is nothing you can do to stop us, little Time Lord. You may have destroyed our web, but another can be spun just as easily.” Its head twitched and the bulbous eyes swivelled. Scissored arms clacked and reached menacingly forward.

“I think not. I think you had more of yourselves invested in that web and the spider than even you allow. You are much diminished from what you once were.”

The creatures moaned and swayed backwards and forth. With a savage chopping motion, their leader silenced them.

“Lies, Time Lord, all lies. We will show you and then...”

“You will show me nothing.” The Doctor’s retort was savage. He opened his arms wide, the Sash’s golden mesh rippling brightly.

“I was given a choice today; be Gallifrey’s champion or her nemesis. Today, I will be her champion, come what may. Come to me. Come to me if you dare and we will see who wins this day.”

The creatures surged forward and the Doctor smiled. He touched the Crown and it began to glow, but their approach did not slow. To the dismay of the surviving Time Lords, who fell back, the Doctor was soon surrounded. But try as they might, they were unable to touch him, held back by the golden nimbus which grew stronger by the moment. The Doctor began to laugh, a gently mocking noise that sent them into a howling rage.

Then, as if a switch had been flicked, the Crown burst into an iridescent flame so bright it seemed that the burning heart of a star shone within the confines of the Panopticon.

Within that coruscating, roaring furnace, the Doctor impassively watched the Teteo-Colotl writhe and shriek. A tendril of energy snaked out and touched the null event, which began to smoke. It quickly ruptured, the escaping energies consuming it and its host. Bereft of their power, the Teteo-Colotl changed, black carapaces cracking and falling away. Their voices cried out, thin whistling sounds lost amidst the roaring energies. Soon, their outer forms burned away, leaving the huddled bodies of the enslaved High Council scattered across the floor.

The Doctor felt the power around him surge. It sought to infiltrate his mind. The urge to harness the power, to sweep across the universe and make it bow before him grew irresistible. Unbidden, Silver’s face appeared in his mind and with it came an enormous feeling of exhaustion. All desire to dominate and rule fell away. With an effort, he cut the link to the Matrix and the Eye of Harmony. The nimbus faded, leaving him standing amid the dead and dying.

He discarded the sash, then the crown, watching it roll away into the shadows. He ignored the congratulations of those around him, watching instead the huddled group of aged Councillors struggling to their feet, blinking as if they had spent the last few weeks asleep. Some caught his eyes and looked away, while the rest lacked the courage even for that.

Looking at the men and women who had unleashed a terrible blight on their own people, the Doctor felt a great weariness settle across his shoulders. He thought back to his earlier anger and bitterness with shame. “How could I have felt that about this pitiful lot?” he thought, then turned his back and walked away.

In the distance, he heard a familiar bellowing noise announce the arrival of the TARDIS. A smile quirked his lips and he broke into a trot, fishing through his pockets for the key. By the time he had spotted the Ship, he was running full tilt, a broad grin lighting his face. Reaching the TARDIS, he patted it, leaning his forehead against the doors.

“I’m home,” he said, turning the key. The door creaked open and he stepped inside. Moments later, the engines erupted into life and the TARDIS faded away, leaving nothing but echoes. And then they too were gone.

ABOUT THE AUTHOR

Robert Mammone first publication with *The Doctor Who Project* was *Dreadnought*, the second last tale of Season 36. Before this, he was published way back in *Doctor Who Magazine* 214 with a story called *Roses*. Since then, he has seen publication in fanzines such as *Circus*, *Sonic Screwdriver*, *Time/Space Visualizer*. His has also contributed the opening story for the Brief Encounters range, *Fear the Dark*.



Returning to Gallifrey via the Timescoop, the Doctor ventures to the Capital, where he finds that its people and the High Council have vanished.

With the assistance of a young woman named Alienka, the Doctor discovers that the events of *Journey's End* have impacted on his home world – creatures from the Void have infected the Capital, and seek to extend their influence not only through the Matrix, but across all of time and space as well.

Angry and embittered, can the Doctor summon up the will to save his people and the universe from the depredations of an alien species intent on rampaging across the cosmos and feeding on every living being?

This is another in a series of original fan authored Doctor Who fiction published by The Doctor Who Project featuring the Ninth Doctor as played by Anton Robbins

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