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"Yes, I found the place," said Falmer. "It's a queer sort of place, pretty much as the legends describe it." He spat quickly into the fire, as if the act of speech had been physically distasteful to him, and, half averting his face from the scrutiny of Thone, stared with morose and somber eyes into the jungle—matted Venezuelan darkness.

Thone, still weak and dizzy from the fever that had incapacitated him for continuing their journey to its end, was curiously puzzled. Falmer, he thought, had under—gone an inexplicable change during the three days of his absence; a change that was too elusive in some of its phases to be fully defined or delimited.

Other phases, however, were all too obvious. Falmer, even during extreme hardship or illness, had heretofore been unquenchably loquacious and cheerful. Now he seemed sullen, uncommunicative, as if preoccupied with far-off things of disagreeable import. His bluff face had grown hollow— even pointed— and his eyes had narrowed to secretive slits. Thone was troubled by these changes, though he tried to dismiss his impressions as mere distem— pered fancies due to the influence of the ebbing fever.

"But can't you tell me what the place was like?", he persisted.

"There isn't much to tell," said Falmer, in a queer grumbling tone. "Just a few crumbling walls and falling pillars."

"But didn't you find the burial-pit of the Indian legend, where the gold was supposed to be?"

"I found it— but there was no treasure." Falmer's voice had taken on a forbidding surliness; and Thone decided to refrain from further questioning.

"I guess," he commented lightly, "that we had better stick to orchid hunting. Treasure trove doesn't seem to be in our line. By the way, did you see any unusual flowers or plants during the trip?"

"Hell, no," Falmer snapped. His face had gone sud—denly ashen in the firelight, and his eyes had assumed a set glare that might have meant either fear or anger. "Shut up, can't you? I don't want to talk. I've had a headache all day; some damned Venezuelan fever coming on, I sup—pose. We'd better head for the Orinoco tomorrow. I've had all I want of this trip."'

James Falmer and Roderick Thone, professional orchid hunters, with two Indian guides, had been following an obscure tributary of the upper Orinoco. The country was rich in rare flowers; and, beyond its floral wealth, they had been drawn by vague but persistent rumors among the local tribes concerning the existence of a ruined city somewhere on this tributary; a city that contained a burial pit in which vast treasures of gold, silver, and jewels had been interred together with the dead of some nameless people. The two men had thought it worthwhile to investi– gate these rumors. Thone had fallen sick while they were still a full day's journey from the site of the ruins, and Falmer had gone on in a canoe with one of the Indians, leaving the other to attend to Thone. He had returned at nightfall of the third day following his departure.

Thone decided after a while, as he lay staring at his companion, that the latter's taciturnity and moroseness were perhaps due to disappointment over his failure to find the treasure. It must have been that, together with some tropical infection working in the man's blood. However, he admitted doubtfully to himself, it was not like Falmer to be disappointed or downcast under such circumstances. Falmer did not speak again, but sat glaring before him as if he saw something invisible to others beyond the labyrinth of fire—touched boughs and lianas in which the whispering, stealthy darkness crouched. Somehow, there was a shadowy fear in his aspect. Thone continued to watch him, and saw that the Indians, impassive and cryp—tic, were also watching him, as if with some obscure expectancy. The riddle was too much for Thone, and he gave it up after a while, lapsing into restless, fever—turbulent slumber from which he awakened at intervals, to see the set face of Falmer, dimmer and more distorted each time with the slowly dying fire and the invading shadows.

Thone felt stronger in the morning: his brain was clear, his pulse tranquil once more; and he saw with mounting concern the indisposition of Falmer, who seemed to rouse and exert himself with great difficulty,

speaking hardly a word and moving with singular stiffness and sluggishness. He appeared to have forgotten his announced project of returning toward the Orinoco, and Thone took entire charge of the preparations for departure. His companion's condition puzzled him more and more— apparently there was no fever and the symptoms were wholly ambiguous. However, on general principles, he administered a stiff dose of quinine to Falmer before they started.

The paling saffron of sultry dawn sifted upon them through the jungle tops as they loaded their belongings into the dugouts and pushed off down the slow current. Thone sat near the bow of one of the boats, with Falmer in the rear, and a large bundle of orchid roots and part of their equipment filling the middle. The two Indians occupied the other boat, together with lhe rest of the supplies.

It was a monotonous journey. The river wound like a sluggish olive snake between dark, interminable walls of forest, from which the goblin faces of orchids leered. There were no sounds other than the splash of paddles, the furious chattering of monkeys, and petulant cries of fiery—colored birds. The sun rose above the jungle and poured down a tide of torrid brilliance.

Thone rowed steadily looking back over his shoulder at times to address Falmer with some casual remark or friendly question. The latter, with dazed eyes and features queerly pale and pinched in the sunlight, sat dully erect and made no effort to use his paddle. He offered no reply to the queries of Thone, but shook his head at intervals, with a sort of shuddering motion that was plainly involun—tary. After a while he began to moan thickly, as if in pain or delirium.

They went on in this manner for hours. The heat grew more oppressive between' the stifling walls of jungle. Thone became aware of a shriller cadence in the moans of his companion. Looking back, he saw that Falmer had removed his sun-helmet, seemingly oblivious of the mur- derous heat, and was clawing at the crown of his head with frantic fingers. Convulsions shook his entire body, the dugout began to rock dangerously as he tossed to and fro in a paroxysm of manifest agony. His voice mounted to a high un-human shrieking.

Thone made a quick decision. There was a break in the lining palisade of somber forest, and he headed the boat for shore immediately. The Indians followed, whispering between themselves and eyeing the sick man with glances of apprehensive awe and terror that puzzled Thone tre—mendously. He felt that there was some devilish mystery about the whole affair; and he could not imagine what was wrong with Falmer. All the known manifestations of malignant tropical diseases rose before him like a rout of hideous fantasms; but among them, he could not recog—nize the thing that had assailed his companion.

Having gotten Falmer ashore on a semicircle of liana—latticed beach without the aid of the Indians, who seemed unwilling to approach the sick man, Thone administered a heavy hypodermic injection of morphine from his medicine chest. This appeared to ease Falmer's suffering, and the convulsions ceased. Thone, taking advantage of their remission, proceeded to examine the crown of Falmer's head.

He was startled to find, amid the thick disheveled hair, a hard and pointed lump which resembled the tip of a begin– ning horn, rising under the still–unbroken skin. As if endowed with erectile and resistless life, it seemed to grow beneath his fingers.

At the same time, abruptly and mysteriously, Falmer opened his eyes and appeared to regain full consciousness; For a few minutes he was more his normal self than at any time since his return from the ruins. He began to talk, as if anxious to relieve his mind of some oppressing burden. His voice was peculiarly thick and toneless, but Thone was able to follow his mutterings and piece them together.

"'The pit! The pit!", said Falmer. "The infernal thing that was in the pit, in the deep sepulcher! . . . I wouldn't go back there for the treasure of a dozen El Dorados . . . I didn't tell you much about those ruins, Thone. Somehow it was hard— impossibly hard— to talk."

"I guess the Indian knew there was something wrong with the ruins. He led me to the place... but he wouldn't tell me anything about it; and he waited by the riverside while I searched for the treasure.

"Great grey walls there were, older than the jungle: old as death and time. They must have been quarried and reared by people from some lost planet. They loomed and leaned at mad, unnatural angles, threatening to crush the trees about them. And there were columns, too: thick, swollen columns of unholy form, whose abominable carv—ings the jungle had not wholly screened from view.

"There was no trouble finding that accursed burial pit. The pavement above had broken through quite recently, I think. A big tree had pried with its boa-like roots between the flagstones that were buried beneath centuries of

mold. One of the flags had been tilted back on the pavement, and another had fallen through into the pit. There was a large hole, whose bottom I could see dimly in the forest–strangled light. Something glimmered palely at the bot–tom; but I could not be sure what it was.

"I had taken along a coil of rope, as you remember. I tied one end of it to a main root of the tree, dropped the other through the opening, and went down like a monkey. When I got to the bottom I could see little at first in the gloom, except the whitish glimmering all around me, at my feet. Something that was unspeakably brittle and friable crunched beneath me when I began to move. I turned on my flashlight, and saw that the place was fairly littered with bones. Human skeletons lay tumbled everywhere. They must have been removed long ago... I groped around amid the bones and dust, feeling pretty much like a ghoul, but couldn't find anything of value, not even a bracelet or a finger—ring on any of the skeletons.

"It wasn't until I thought of climbing out that I noticed the real horror. In one of the corners— the comer nearest to the opening in the roof— I looked up and saw it in the webby shadows. Ten feet above my head it hung, and I had almost touched it, unknowingly, when I descended the rope.

"It looked like a sort of white lattice—work at first. Then I saw that the lattice was partly formed of human bones— a complete skeleton, very tall and stalwart, like that of a warrior. A pale withered thing grew out of the skull, like a set of fantastic antlers ending in myriads of long and stringy tendrils that had spread upward till they reached the roof. They must have lifted the skeleton, or body, along with them as they climbed.

"I examined the thing with my flashlight. It must have been a plant of some sort, and apparently it had started to grow in the cranium: Some of the branches had issued from the cloven crown, others through the eye holes, the mouth, and the nose holes, to flare upward. And the roots of the blasphemous thing had gone downward, trellising themselves on every bone. The very toes and fingers were ringed with them, and they drooped in writhing coils. Worst of all, the ones that had issued from the toe—ends were rooted in a second skull, which dangled just below, with fragments of the broken—off root system. There was a litter of fallen bones on the floor in the corner.

"The sight made me feel a little weak, somehow, and more than a little nauseated that abhorrent, inexplicable mingling of the human and the plant. I started to climb the rope, in a feverish hurry to get out, but the thing fascinated me in its abominable fashion, and I couldn't help pausing. to study it a little more when I had climbed halfway. I leaned toward it too fast, I guess, and the rope began to sway, bringing my face lightly against the leprous, antler—shaped boughs above the skull.

"Something broke—possibly a sort of pod on one of the branches. I found my head enveloped in a cloud of pearl—grey powder, very light, fine, and scentless. The stuff settled on my hair, it got into my nose and eyes, nearly choking and blinding me. I shook it off as well as I could. Then I climbed on and pulled myself through the opening . . ."

As if the effort of coherent narration had been too heavy a strain, Falmer lapsed into disconnected mumblings. The mysterious malady, whatever it was, returned upon him, and his delirious ramblings were mixed with groans of torture. But at moments he regained a flash of coherence.

"My head! My head!" he muttered. "There must be something in my brain, something that grows and spreads; I tell you, I can feel it there. I haven't felt right at any time since I left the burial pit... My mind has been queer ever since. It must have been the spores of the ancient devil—plant . . . The spores have taken root . . . The thing is splitting my skull, going down into my brain—a plant that springs out of a human cranium—as if from a flower pot!"

The dreadful convulsions began once more, and Falmer writhed uncontrollably in his companion's arms, shriek—ing with agony. Thone, sick at heart and shocked by his sufferings, abandoned all effort to restrain him and took up the hypodermic. With much difficulty, he managed to inject a triple dose, and Falmer grew quiet by degrees, and lay with open glassy eyes, breathing stertorously. Thone, for the first time, perceived an odd protrusion of his eyeballs, which seemed about to start from their sockets, making it impossible for the lids to close, and lending the drawn features an expression of mad horror. It was as if something were pushing Falmer's eyes from his head.

Thone, trembling with sudden weakness and terror, felt that he was involved in some unnatural web of nightmare. He could not, dared not, believe the story Falmer had told him, and its implications. Assuring himself that his com—panion had imagined it all, had been ill throughout with the incubation of some strange fever, he stooped over and found that the horn—shaped lump on Falmer's head had now broken through the skin.

With a sense of unreality, he stared at the object that his prying fingers had revealed amid the matted hair. It was unmistakably a plant—bud of some sort, with involuted folds of pale green and bloody pink that seemed about to expand. The thing issued from above the central suture of the skull.

A nausea swept upon Thone, and he recoiled from the lolling head and its baleful outgrowth, averting his gaze. His fever was returning, there was a woeful debility in all his limbs, and he heard the muttering voice of delirium through the quinine—induced ringing in his ears. His eyes blurred with a deathly and miasmal mist.

He fought to subdue his illness and impotence. He must not give way to it wholly; he must go on with Falmer and the Indians and reach the nearest trading station, many days away on the Orinoco, where Falmer could receive aid.

As if through sheer volition, his eyes cleared, and he felt a resurgence of strength. He looked around for the guides, and saw, with a start of uncomprehending sur– prise, that they had vanished. Peering further, he observed that one of the boats— the dugout used by the Indians— had also disappeared. It was plain that he and Falmer had been deserted. Perhaps the Indians had known what was wrong with the sick man, and had been afraid. At any rate, they were gone, and they had taken much of the camp equipment and most of the provisions with them.

Thone turned once more to the supine body of Falmer, conquering his repugnance with effort. Resolutely he drew out his clasp knife and, stooping over the stricken man, he excised the protruding bud, cutting as close to the scalp as he could with safety. The thing was unnaturally tough and rubbery; it exuded a thin, sanguinous fluid; and he shuddered when he saw its internal structure, full of nerve—like filaments, with a core that suggested cartilage.

He flung it aside, quickly, on, the river sand. Then, lifting Falmer in his arms, he lurched and staggered towards the remaining boat. He fell more than once, and lay half swooning across the inert body. Alternately carrying and dragging his burden, he reached the boat at last. With the remainder of his failing strength, he contrived to prop Falmer in the stern against the pile of equipment.

His fever was mounting apace. After much delay, with tedious, half-delirious exertions, he pushed off from the shore, till the fever mastered him wholly and the oar slipped from oblivious fingers . . .

He awoke in the yellow glare of dawn, with his brain and his senses comparatively clear. His illness had left a great languor, but his first thought was of Falmer. He twisted about, nearly falling overboard in his debility, and sat facing his companion.

Falmer still reclined, half sitting, half lying, against the pile of blankets and other impedimenta. His knees were drawn up, his hands clasping them as if in tetanic rigor. His features had grown as stark and ghastly as those of a dead man, and his whole aspect was one of mortal rigidity. It was this, however, that caused Thone to gasp with unbelieving horror.

During the interim of Thone's delirium and his lapse into slumber, the monstrous plant bud, merely stimulated, it would seem, by the act of excision, had grown again with preternatural rapidity, from Falmer's head. A loath—some pale—green stem was mounting thickly, and had started to branch like antlers after attaining a height of six or seven inches.

More dreadful than this, if possible, similar growths had issued from the eyes; and their stems, climbing vertically across the forehead, had entirely displaced the eyeballs. Already they were branching like the thing from the crown. The antlers were all tipped with pale vermilion. They appeared to quiver with repulsive animations, nodding rhythmically in the warm, windless air . . . From the mouth another stem protruded, curling upward like a long and whitish tongue. It had not yet begun to bifurcate.

Thone closed his eyes to shut away the shocking vision. Behind his lids, in a yellow dazzle of light, he still saw the cadaverous features, the climbing stems that quivered against the dawn like ghastly hydras of tomb-etiolated green. They seemed to be waving toward him, growing and lengthening as they waved. He opened his eyes again, and fancied, with a start of new terror; that the antlers were actually taller than they had been a few moments previous.

After that, he sat watching them in a sort of baleful hypnosis. The illusion of the plant's visible growth, and freer movement— if it were illusion— increased upon him. Falmer, however, did not stir, and his parchment face appeared to shrivel and fall in, as if the roots of the growth were draining his blood, were devouring his very flesh in their insatiable and ghoulish hunger.

Thone wrenched his eyes away and stared at the river shore. The stream had widened and the current had

grown more sluggish. He sought to recognize their location, looking vainly for some familiar landmark in the monotonous dull-green cliffs of jungle that lined the mar– gin. He felt hopelessly lost and alienated. He seemed to be drifting on an unknown tide of madness and nightmare, accompanied by something more frightful than corruption itself.

His mind began to wander with an odd inconsequence, coming back always, in a sort of closed circle, to the thing that was devouring Falmer. With a flash of scientific curiosity, he found himself wondering to what genus it belonged. It was neither fungus nor pitcher plant, nor anything that he had ever encountered or heard of in his explorations. It must have come, as Falmer had sug—gested, from an alien world: it was nothing that the earth could conceivably have nourished

He felt, wih a comforting assurance, that Falmer was dead. That at least, was a mercy. But even as he shaped the thought he heard a low, gutteral moaning, and, peering at Falmer in a horrible startlement, saw that his limbs and body were twitching slightly. The twitching increased, and took on a rhythmic regularity, though at no time did it resemble the agonized and violent convulsions of the previous day. It was plainly automatic, like a sort of galvanism; and Thone saw that it was timed with the languorous and loathsome swaying of the plant. The effect on the watcher was insidiously mesmeric and somnolent; and once he caught himself beating the detestable rhythm with his foot.

He tried to pull himself together, groping desperately for something to which his sanity could cling. Ineluctably, his illness returned: fever, nausea, and revulsion worse than the loathliness of death . . . But before he yielded to it utterly, he drew his loaded revolver from the holster and fired six times into Falmer's quivering body . . . He knew that he had not missed, but after the final bullet Falmer still moaned and twitched in unison with the evil swaying of the plant, and Thone, sliding into delirium, heard still the ceaseless, automatic moaning.

There was no time in the world of seething unreality and shoreless oblivion through which he drifted. When he came to himself again, he could not know if hours or weeks had elapsed. But he knew at once that the boat was no longer moving; and lifting himself dizzily, he saw that it had floated into shallow water and mud and was nosing the beach of a tiny, jungle—tufted isle in mid—river. The putrid odor of slime was about him like a stagnant pool; and he heard a strident humming of insects.

It was either late morning or early afternoon, for the sun was high in the still heavens. Lianas were drooping above him from the island trees like uncoiled serpents, and epiphytic orchids, marked with ophidian mottlings, leaned toward him grotesquely from lowering boughs. Immense butterflies went past on sumptuously spotted wings.

He sat up, feeling very giddy and lightheaded, and faced again the horror that accompanied him. The thing had grown incredibly: the three–antlered stems, mounting above Falmer's head, had become gigantic and had put out masses of ropy feelers that tossed uneasily in the air, as if searching for support— or new provender. In the topmost antlers a prodigious blossom had opened— a sort of fleshy disk, broad as a man's face and white as leprosy.

Falmer's features had shrunken till the outlines of every bone were visible as if beneath tightened paper. He was a mere death's head in a mask of human skin; and beneath his clothing the body was little more than a skeleton. He was quite still now, except for the communicated quiver— ing of the stems. The atrocious plant had sucked—him dry, had eaten his vitals and his flesh.

Thone wanted to hurl himself forward in a mad impulse to grapple with the growth. But a strange paralysis held him back. The plant was like a living and sentient thing— a thing that watched him, that dominated him with its un— clean but superior will. And the huge blossom, as he stared, took on the dim, unnatural semblance of a face. It was somehow like the face of Falmer, but the lineaments were twisted all awry, and were mingled with those of something wholly devilish and nonhuman. Thone could not move— he could not take his eyes from the blasphe— mous abnormality.

By some miracle, his fever had left him; and it did not return. Instead, there came an eternity of frozen fright and madness in which he sat facing the mesmeric plant. It towered before him from the dry, dead shell that had been Falmer, its swollen, glutted stems and branches swaying gently, its huge flower leering perpetually upon him with its impious travesty of a human face. He thought that he heard a low, singing sound, ineffably sweet, but whether it emanated from the plant or was a mere hallucination of his overwrought senses, he could not know.

The sluggish hours went by, and a gruelling sun poured down its beams like molten lead from some titanic

vessel of torture. His head swam with weakness and the fetor—laden heat, but he could not relax the rigor of his posture. There was no change in the nodding monstrosity, which seemed to have attained its full growth above the head of its victim. But after a long interim Thone's eyes were drawn to the shrunken hands of Falmer, which still clasped the drawn—up knees in a spasmodic clutch. Through the ends of the fingers, tiny white rootlets had broken and were writhing slowly in the air, groping, it seemed, for a new source of nourishment. Then from the neck and chin, other tips were breaking, and over the whole body the clothing stirred in a curious manner, as if with the crawling and lifting of hidden lizards.

At the same time the singing grew louder, sweeter, more imperious, and the swaying of the great plant assumed an indescribably seductive tempo. It was like the allurement of voluptuous sirens, the deadly languor of dancing cobras. Thone felt an irresistible compulsion: a summons was being laid upon him, and his drugged mind and body must obey it. The very fingers of Falmer, twist—ing viperishly, seemed beckoning to him. Suddenly he was on hs hands and knees in the bottom of the boat. Inch by inch, with terror and fascination contending in his brain, he crept forward, dragging himself over the disregarded bundle of orchid—plants, inch by inch, foot by foot, till his head was against the withered hands of Falmer, from which hung and floated the questing roots.

Some cataleptic spell had made him helpless. He felt the rootlets as they moved like delving fingers through his hair and over his face and neck, and started to strike in with agonizing, needle—sharp tips. He could not stir, he could not even close his lids. In a frozen stare, he saw the gold and carmine flash of a hovering butterfly as the roots began to pierce his pupils.

Deeper and deeper went the greedy roots, while new filaments grew out to enmesh him like a witch's net . . . For a while, it seemed that the dead and the living writhed together in leashed convulsions . . . At last Thone hung supine amid the lethal, ever—growing web; bloated and colossal, the plant lived on; and in its upper branches, through the still, stifling afternoon, a second flower began to unfold.