The goal of this thesis is to analyze the features of the classic game "Populous" and recreate them in 3D using the Unity engine, with added procedural generation of terrains and online two-player multiplayer over Steam. Several methods of transforming the 2D terrain into 3D were explored, and it was decided to use a custom mesh plane, whose shape is created by assigning its points heights sampled from Perlin noise. The movement of the units across the terrain was expanded to allow them to move with more purpose and direction based on their active behavior, instead of wander aimlessly. For the networking topology, client-server with listen server was chosen. All of the gameplay systems were implemented: Terrain, Units, Structures, Game Control, UI, and Camera, as well as the Menu and Networking systems that make the connection between the players possible. The result of the thesis is a playable tech demo of the created game, called "Populous+".