TOME OF NECROMANCY, TOME OF FIENDS, DUNGEONOMICON, RACES OF WAR

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Races

1.1 Unusual Races

For a long time, there has been a definite pro-prettiness bias in the rules of D&D. That is, elves (who are pretty) get a much better deal as player characters than do hobgoblins (who are ugly). This dates back to when races had mandatory alignments and people wanted to discourage Evil player characters from coming in and ruining games (which let's face it, a lot of evil PCs do). And while this has had the desired effect of keeping the number of orc player characters down and their impact minimal, it hasn't been good for game balance at all. Some people really want to be a gray skinned dude with shark's teeth, and they'll play whatever game mechanics are given to them. These players will be playing at the same level as other characters, and that means that they should be playing at the same power level! Really, all the unusual races are optional, so there's no purpose served in screwing them over. In the past, many races have simply been given insufficient goodies to be worth playing (Half-Orcs), or were given good enough abilities but then over-charged in levels for them so horribly as to make the character unplayable (Hobgoblins). We don't hold with that at all. If you don't want someone to play an ogre or goblin in your game, just don't let them play one. It's seriously not even a deal.

Furthermore, for some reason there has been a massive fear of giving straight statistic enhancements to characters without a level adjustment. I don't even understand that, because Halflings already get all that and more. Really, a character who gets +2 to two attributes and a total of +4 to skills and darkvision isn't even impressive compared to a Deep Halfling, so the ginormous fear that people have of letting Hobgoblins and Aasimar into games is perplexing. That being said, what follows are write-ups for the following races playable as normal starting characters in a 1st level game:

1.1.1 Aasimar
"My ancestors were more beautiful than you can imagine."

Aasimar get a short stick from just about everyone. They get screwed as PCs by the Level Adjustment rules, and they get no respect from players. Frankly, Celestials just don't have a lot of dramatic tension most of the time. Sure you can have the occasional "Legacy" scenario where you couldn't possibly live up to your awesome ancestors, but generally when it's important that someone has powerful family members it's so that you can introduce evil family members, not additional heroes.

So here's the deal: Aasimar are the great grandchildren of beautiful outsiders. They aren't just for being dudes with Devas as ancestors, the same game stats represent characters who come from Erinyes or Marilith stock.

- Medium Size
- 30' movement.
- Outsider Type (Native and Human subtype)
- Darkvision
- +2 Charisma, +2 Wisdom

- Aasimar with a Charisma of at least 10 may cast light as a spell-like ability with a caster level equal to their character level once per day.
- +2 bonus to Spot, and Listen checks.
- Favored Classes: Paladin and Sorcerer
- Automatic Languages: Common
- Bonus Languages: Abyssal, Aquan, Auran, Celestial, Formian, Ignan, Slaad, Sylvan, Terran.

1.1.2 Drow
"Time to die for the Spider Queen."

The Drow are perhaps the most overused bunch of villains ever. Their entire ability set is one that is supposed to neutralize the advantages of player characters so that characters can have mirror matches against NPC parties without doubling their treasure. With magic items that turn off once they are brought out of Drow controlled regions, spell-resistance, and spell-like abilities designed to specifically negate common player-character tactical advantages, they can easily compete with Player Characters with massively more permanent magical equipment. And that means that they can be fought and killed several times without supercharging party treasure.

But if you want to play a Drow character, you don't want any of that crap. In fact, if you want a Drow character, probably the maxim you are looking for is "WWDD?" and the answer is probably "Fight with two scimitars." But more than that, there are a number of abilities that Drow characters in stories exhibit that people want. And then there are the game mechanical abilities in the rulebook that the characters in stories obviously don't have (like Touch of Fatigue, what's up with that?) So here it is, the LA +0 Drow that people actually want to play:

- Medium Size
- 30' movement.
- Humanoid Type (Elf subtype)
- Darkvision 120'
- +2 Dexterity, -2 Constitution
- Daylight Sensitivity: While in brightly lit surroundings (such as a daylight spell), a Drow suffers a -2 penalty to attack rolls and precision-based skill checks.
- Drow with a Charisma of at least 10 may cast deeper darkness (duration 4 hours), and fairie fire as spell-like abilities with a caster level equal to their character level once per day each.
- +2 bonus to saving throws against spells and spell-like abilities.
- +2 bonus to Spot, and Listen checks.
- Drow never sleep and are immune to sleep effects. Drow must still perform their 4 hour daily trance to stay coherent and rested.
- Drow live an exceedingly interesting life and every Drow has proficiency with the rapier and an exotic ranged weapon of their choice.
- Favored Classes: Cleric and Wizard
- Automatic Languages: Elvish
- Bonus Languages: Abyssal, Beholder, Common, Draconic, Drow Sign Language, Dwarvish, Gnome, Kuo-Toa, Terran, Undercommon.

1.1.3 Feytouched – Preview
"All my life, I have never fit in. Not in town, not in the forest. In some integral fashion I am unlike those around me, and I believe it is my fate to live and die alone."

WotC has made no secret of the fact that they like doing bad things to the bad touched races. But if there was one Bad Touched race that is almost worth the level allowance, it would be the Feytouched. Every one of them looks completely different, but they all have the same power set: spell-like charm, and of course an Immunity to Mind Affecting effects. That goes a long way to being worth something, though of course there is no way you can survive as a character with a Level Allowance and a Constitution penalty – the very idea is absurd. So of course, the race has to be overhauled, because that just isn't reasonable.

Now if you're one of the people who wonders why a product of fairies and humans, who both conspicuously lack an immunity to mind affecting magic, would have an immunity to mind affecting magic – you aren't alone.

That question comes up about as often as any other with regards to the Feytouched. Of course, not all of those born to fey and human stock are immune to mind affecting magic, as you might expect from a group so diverse that some have bug parts and others are simply beautiful humans, while still others look like crazy rock men with teeth sticking out all kinds of places, the powers that a fey-touched is born with are extremely random. The powers of the fairies are more than a little bit chaotic in nature, and no two babes born to these couplings are the same. Unfortunately, these mulish offspring are also interesting both in the general sense and, much more to their detriment, to other fairies in particular. The unmitigated interest of the fey is hard on a small child, so Feytouched who are not immune to compulsion effects are going to find themselves at the bottom of a pond or jumping out of a tall tree long before they reach adulthood. Indeed, Feytouched immune to compulsion effects are the only ones that ever reach maturity – the well meaning but deadly interest of the fairy family members simply weeds out any other possible results.

That's not an excuse for the package presented in the Fiend Folio as a whole, that's simply unplayable. But it's close. Here's our version:

- Fey Type
- 30 foot movement rate
- Low-Light Vision
- +2 Dexterity, +2 Charisma, -2 Constitution. Feytouched are graceful and those which are not beautiful are terrifying, but they are fragile like flowers.
- Immunity to [Compulsion] Effects
- Magic Affinity: Every Feytouched is different, and marked by the signature magics of the fey in a different manner. Every Feytouched has one spell that can be used once per day as a spell-like ability. This spell is chosen at 1st level and cannot be changed. Any 1st level Illusion or Enchantment spell from the Sorcerer/Wizard list is fair game, and the save DC is Charisma-based.
- Favored Class: Bard
- Feytouched speak Common and Sylvan. Bonus Languages may be selected from the following list: Aquan, Auran, Elvish, Draconic, Dwarvish, Druidic, Goblin, Gnoll, Gnome, Halfling.
- Level Adjustment: +0

1.1.4 Goblin
"You weren't hired to think. You were hired because you have opposable thumbs."

Goblins are the weakest and smallest of the Goblinoid races, and that means that in society in general they get a really crap deal. But that's not really important for a Player Character, because player characters get access to classes like Rogue, Knight, and Wizard for whom being small is not a huge problem. Indeed, Goblins have a number of saving graces that in the wild barely keep them alive that when used by a player character can make them very effective. Naturally adept at stealth, Goblins are virtually made to be a Rogue or Wizard, and indeed most Goblins who have class levels are one or the other.

But the Goblins are also extremely gifted mounted combatants. And why is that? Because they are the smallest and weakest of the Goblinoids, the Worgs long ago enslaved the Goblin people. That's right, the Worgs came in and imposed their dominion upon Goblins, not the other way around. But time does funny things… Worgs are pretty stupid, and they don't have thumbs. So while they are individually powerful, eventually they were forced to have the Goblins do all the important stuff – like keep records and make decisions.

So now, the Worgs have gone many generations doing pretty much whatever it is that their "servants" tell them to do. Which means that really the Goblins are totally in control. And because of this, Goblin children are practically born into the saddle. Those rich enough to afford a wolf to ride (like well, player characters) can be devastatingly effective lancers.

- Small Size
- 30' movement (despite small size).
- Humanoid Type (Goblinoid subtype)
- Darkvision
- +2 Dexterity, -2 Strength, -2 Charisma
- +4 bonus to Move Silently and Ride checks.
- Bonus Feat: Mounted Combat
- Goblins benefit from an ancient pact with the Worgs, and every Goblin receives a +2 bonus to any Bluff, Diplomacy, Handle Animal, Sense Motive, or Survival check made with respect to a Worg.
- Favored Classes: Rogue and Wizard
- Automatic Languages: Common, Goblin
- Bonus Languages: Draconic, Elvish, Dwarvish, Giant, Gnoll, Infernal, Orcish, Undercommon, and Worg.

1.1.5 Hobgoblin

"That's some tough talk from a man who wears a basket on his head."

Hobgoblins are totally awesome at everything they do. They don't have any telling weaknesses, and their strengths are general enough that they excel at everything they put their mind to. And like humans, this can seem like they are overpowered. But the thing is, each character is made separately. While many of the armies of the world are created of a single race, each player character can be something unique and crazy. So for the Hobgoblin people there is a substantial advantage to being good at any class. But a player character probably never sees that. A Hobgoblin [anything] is a viable character, but if you want your mouth to taste like velveeta you'd make your Rogue a Deep Halfling, you'd make your Wizard a Gray Elf, and you'd make your Fighter a Dwarf.

But there's more to being a Hobgoblin than being able to ably fill any party role without overpowering the world. You get to have orange or gray skin, sharp teeth, and depending upon which version of D&D Hobgoblin you're using – either radically more or radically less body hair than a human. So what does that mean? It means that an influential Hobgoblin character in your campaign is going to be played by Robin Williams. But while that means that Hobgoblins can be portrayed in a humorous light, chances are that the humor is going to be more like that in The Big White or Death to Smoochy. These guys have an incredibly baroque system of laws and an interlocking system of fealties that are actually a parody of Feudal Japan.

- Medium Size
- 30' movement.
- Humanoid Type (Goblinoid subtype)
- Darkvision
- +2 Dexterity, +2 Constitution
- +4 bonus to Move Silently checks.
- Favored Classes: Fighter and Samurai
- Automatic Languages: Common, Goblin
- Bonus Languages: Draconic, Elvish, Dwarvish, Giant, Gnoll, Ignan, Infernal, Orcish.

1.1.6 Orc

"Waaarrrggghhhh!"

Orcs get the short end of the stick. They can eat pretty much anything and they have to because their race has lost every major war since... well forever. Orcs are extremely specialized, and rarely see play as anything except a Barbarian. However, some players will want to diversify the concept into say... a Rogue, Assassin, or Fighter build. That works OK, but remember that an Orc always brings "hitting things really hard" to the party. The Orcs other limitations are pretty severe, so taking a class combination that doesn't accentuate the narrow scope of Orc advantages is probably a mistake in the long run.

- Medium Size
- 30' movement.
- Humanoid Type (Orc subtype)
- Darkvision 60'
- +4 Strength, -2 Intelligence, -2 Charisma, -2 Wisdom
- Daylight Sensitivity: While in brightly lit surroundings (such as a daylight spell), an Orc suffers the dazzled condition and is thus at a -1 penalty to attack rolls and precision-based skill checks.
- +2 bonus to saving throws vs. Poison and Disease.
- Immunity to ingested poisons.
- +2 to Jump and Survival checks.
- Favored Classes: Barbarian and Cleric
- Automatic Languages: Orc, Common
- Bonus Languages: Dwarvish, Elvish, Giant, Gnoll, Goblin, Sylvan, Undercommon.

1.1.7 Half-Orc
"I don't fit in anywhere, but you may be surprised to know that this dagger fits all kinds of places."

Ah, the Half-Orc. Has any race ever gotten quite as dusty a drumstick as they? The reason that we have half-orcs at all is because they were around in Tolkien. But they didn't really do much in those books, they were just easily deluded villains who were borderline racist stereotypes and made us want to forget them altogether. But time moves on, and where once the Half-Orcs were debased and pathetic pawns of The Dark One, now we have them as a legitimate playable race. And yet, their game mechanics have never really been compatible with that.

Here's what they're supposed to be: Half-Orcs have the smarts of a human and the strength of an Orc. If people didn't hate them so much, they'd rule everything. But people do hate them so much.And here's why: Human women are, compared to Orcs, weak; Orcish women are, compared to Humans, gullible. Making Half-Orcs is easy, and since the modern Orc looks like an Orc from World of Warcraft more than a pig-man, perfectly understandable.

With all the wars that Orcs and Humans have, even periods of relative peace are rarely considered periods of friendship. So any time a Half-Orc happens, both races tend to consider it an abomination. It doesn't matter that a Half-Orc is a better leader than any of the other Orcs. It doesn't matter that the Half-Orc is tougher than any of the other Humans – he's hated for his talents. And that makes him perversely really good at finding out things he wants to know from people. He's dealt with prejudice all his life, and knows pretty much everything you'd want to know about working around it.

- Medium Size
- 30' movement
- Humanoid Type (Orc and Human subtype)
- Darkvision
- +2 Strength
- +2 to Intimidate, Gather Information, and Survival checks.
- Favored Classes: Assassin and Barbarian
- Automatic Languages: Orc, Common
- Bonus Languages: Any.

1.1.8 Tiefling

Tieflings are the most popular of the bad touched races, and for good reason. They are awesome. Not mechanically, they're kind of unimpressive. But they have pizzazz as characters. They have fiendish ancestry, and that makes them great villains and great tortured heroes. What it doesn't make them is particularly powerful. Tieflings aren't actually that great. Darkness appears on some class lists as a cantrip, and that's not an accident. Fundamentally, darkness just isn't a good effect.

Tieflings are honestly somewhat less powerful than Aasimar are (having as they do, some reasonably annoying penalties), but they are descended from hideous monsters from all over the planes, and they are generally speaking more fun to play.

- Medium Size
- 30' movement.
- Outsider Type (Native and Human subtype)
- Darkvision
- +2 Dexterity, +2 Intelligence, -2 Charisma
- Tieflings with a Charisma of at least 10 may cast darkness as a spell-like ability with a caster level equal to their character level once per day.
- +2 bonus to Bluff, Hide, and Move Silently checks.
- Favored Classes: Rogue and True Fiend
- Automatic Languages: Common
- Bonus Languages: Abyssal, Aquan, Auran, Celestial, Formian, Ignan, Slaad, Sylvan, Terran.

1.2 Powerful Races

Level adjustments don't work at all. Characters end up with skill rank maximums that prevent them from taking prestige classes appropriate to their level and they have hit dice that are low enough that they end up getting caught by spells like cloudkill that are designed to keep the henchmen out of a climactic battle, and so on and so forth. Furthermore, while the concept is busted, the implementation is even worse. Characters end up getting LAs assigned to them based on the sum total of their abilities (disregarding hit dice) and then having them added on to the hit dice (disregarding abilities). Monstrous creatures end up paying for rather minor abilities more than once and the end result is that characters who really aren't good at anything end up being counted as being higher level than "normal" characters who can outperform them in every way. That has to stop. In general, a monster that is built like a PC is about 1 CR better than one right out of the Monster Manual. CR really is supposed to equal Level, so we're going to be running with the races which are playable under that rubric: Powerful Monsters As PCs, or "Beholder Mages That Don't Make Us Cry."

Monsters need to be able to be easy blends of character levels and monster stats. We know that its completely awesome to fight evil mastermind wizards that might just be beholders or giants or some other big monster, and its equally neat to play a cursed vampire warriors who's trying to redeem his soul. Designers up to this point have attempted to stop players from doing both by making these options unplayable or "the suck", so its time to right this wrong. To start, let us be perfectly honest about two things:

1. We want to play monsters.
2. We know that the current ECL (Effective Character Level), LA (Level Adjustment), monster PrCs, and monster progression systems don't work... like, at all.

Ok, now that we've cleared that up, we can begin. [I could get into elaborate explanations of why these separate systems don't work, but lets just say that the flaws are self-evident if you put a PC frost giant with only Wizard levels up against an NPC frost giant with only Wizard levels and CRed at the PC's level, or you try to play a Vampire with its +8 level adjustment and minimum character level of 5. We don't even have to talk about the Beholder Mage, an atrocity against the D&D community in both its incarnations.]

Monsters tend to be build along four kinds of design philosophies.

- **Characters:** This is the "as a character" philosophy, which makes monsters at a certain CR where they are perfectly suited to fight parties of characters at that level, but might overpower a weaker party or single character or be a total pushover to more powerful individuals or parties. Giants, gnolls, yuan-ti, goblinoids and other monsters who are expect to use PC-level tactics and equipment fall into this category.
- **Glass Jaws and Sucker Punches AKA Suckers:** These monsters, which we'll just call "Suckers" for their ability to suck and sucker punch. Usually they have an extremely powerful attack that can sucker punch a party, but they have some glaring weakness that means that they will go down extremely quickly if you exploit this weakness. Sprites, with their fabulously low HPs and powerful magic are a fine example of this monster. "Closet trolls" like trolls and Pouncing dire animals fall into this category because they are extremely dangerous in enclosed spaces (better than any three fighting characters of their CR), but they die easily if you can attack them at range and stay at a distance.
- **Puzzle Monsters:** These monsters are in fact more puzzle than monster. They usually are unbeatable unless you know their one weakness, meaning that players who don't know the right Monster Manual by heart usually die to these things. Classic examples from old editions of D&D like the Windwalkers would only die to a single spell from the spell list which you may or may not know or have on hand, but 3.x has from eased away from this level of arbitrariness. Now we have monsters like Swarms and incorporeal monsters who may be immune to all your normal weapon attacks (a killer for a party without a damage-capable spellcaster) and several kind of plants or oozes that seem to have random and crazy defenses when you attack them (like splitting into more monsters).
- **Awesome Because Its Awesome AKA Player Killers (PKs):** Some Monsters are just built to make players cry. Dragons are the classic example, as they are traditionally CRed about two to four lower than they should be, and some other monsters have also been unofficially given the [awesome] subtype, meaning that players will always remember these monsters for being Party Killers. Angels, beholders, monsters with PC spellcasting, and drow typically fall into this category.

Can you see the problem with making these creatures into playable and balanced characters? Character monsters and PKs can be easily modified into playable characters by modifying raw stats, but Suckers and Puzzle Monsters need massive rewrites before they can be playable characters.

1.3 Converting Monsters Into Characters

1.3.1 Method 1: The Easy Way

Assume that a monster is a character of its CR+1(modified if it is a monster with the [Awesome] tag), and that its stat modifiers are derived from the assumption that the base monster was built using the Elite Array (highest monster stat – highest elite stat, then repeat for next lowest, etc). For level-dependant effects like skill point maxes, feat prereqs, etc, use the monster's CR+1. Round ability stat mods down to nearest multiple of 2(negative mods up to multiple of 2), and CRs down to nearest whole number.

The nice part of this method is that it is easy, fast, and you can get to playing a monster immediately without as lot of DM intervention or paperwork. The downside is that you might get an underpowered or overpowered monster character if you are not careful (like you forgot that Dragons are actually CRed two less than they should be, or that Sprites are unplayable).

Here's two examples:

- **Minotaur:** Its Base CR is 4, and add +1 for being a PC. Its stat mods are (monster-elite array) Str 19-15=+4, Con 15-14=+0(rounded down) Dex 10-13=-2 (rounded) Wis 10-12= -2 Int 10, Cha 8-10= -2 Int 8-7=+0, for a total of +4 Str, -2 Dex, -2 Int, -2, Cha -2 Wis, which is perfectly reasonable. It's a level 5 PC with skill rank maxes of 8 and 6 monster HD. Frankly, it's a warrior class with a little bit of punch from natural armor, small stat mods from its size, and some fun but not good noncombat abilities. It's nothing to write home about as a 5th level character, and that's much more reasonable than the ECL 8 the MM would have you play it at.
- **Succubus:** CR 7, +1 for being a PC. Stat mods equal Cha 26-15=+10(rounded), Int 16-14=+2, Wis 14-13=+0(rounded), Str 13- 12=+2, Con 12- 10= +2, Dex 12-8=+4 for a +10 Cha, +2 Int, +2 Str, +2 Con, +4 Dex. It's an 8th level character who is almost as good as a Warlock of its level. Generally, it's a far better 8th level character than the than the ECL 14 the MM would have you pay. The fact that its abilities will never grow in power is offset by the fact that it has a high Cha, and so good DCs on its spell-likes.

1.3.2 Method 2

This method is the same as Method 1, but it goes a bit further by converting HD to actually appropriate HD by giving the monster the HD that equals its CR and BAB. This corrects problems just as excess HD from giants and undead.

Basically, look that the monster's HD and BAB. What kind of HD would it need to keep about the same BAB and HPs, but would give it the appropriate number of HD to fit its CR/level (which also fixes Saves to reasonably levels). Assign it that HD, and move on with your life.

Here's an example: Fire Giant. Ok, the Fire Giant is a CR 11 as a PC, and notice that it has a BAB of 11, Great! Normally, it has 15 HD which leads to some craziness if he ever gets a Con boost and it has saves that are a little too big, so lets convert it. Lets give it 11 Barbarian HD(d12s, +1 BAB, good Fort save). We see that he keeps his BAB of 11, his HPs change from 142 to 133, and its base saves are Fort +7, Will/Ref +3 like an actual 11th level character instead of Fort +9, Will/Ref +5.

1.3.3 Method 3

This Method is being saved for our upcoming Tome of Tiamat. Lets just say that is the version of monster progression classes that you actually wanted to be written.

1.3.4 Sample conversions

Here are some relatively simple character conversions:

Gnoll (Minimum Level 2)

Lazy Hyena men filled with awesome? Where do I sign!?
- Medium Size
- 30' movement
- Humanoid Type (Gnoll subtype)
- Darkvision 60'
- +4 Strength, +2 Constitution, -2 Intelligence, -2 Charisma
- Proficiency in Light Armor, Shields, Simple and Martial Weapons, and the Flindbar.
- +1 level in the first Divine Spellcasting class a Gnoll takes.
- Scent.
- +1 Natural Armor.
- Favored Classes: Ranger and Druid
- Automatic Languages: Gnoll, Common
- Bonus Languages: Abyssal, Blink Dog, Giant, Goblin, Infernal, Loxo, Orc, Sphinx, Sylvan, Worg.
- 2 Starting Hit Dice (2d8 HP; 4 + Int Bonus x 5 skill points; +3 Fort Save; +1 BAB)

Bugbear (Minimum Level 3)

- Medium Size
- 30' movement
- Humanoid Type (Goblinoid subtype)
- Darkvision 60'
- +4 Strength, +2 Constitution, +2 Dexterity, -2 Charisma
- Proficiency in Light Armor, Shields, Shuriken, and all Rogue Weapons.
- +2 levels in the first Sneak Attack or Sudden Strike class a Bugbear takes.
- +3 Natural Armor.
- +4 Racial bonus on Move Silently checks.
- Favored Classes: Rogue and Ninja
- Automatic Languages: Goblin, Common
- Bonus Languages: Abyssal, Draconic, Elvish, Giant, Gnoll, Orc, Undercommon.
- 3 Starting Hit Dice (3d8 HP; 4 + Int Bonus x 6 skill points; +1 Fort, +3 Reflex, +1 Will; +2 BAB)

Ogre (Minimum Level 4)

Giants, even the lowly Ogre, are very specialized creatures. They dominate melee at their level, and really suck at everything else. As monsters, that makes them dangerous. While their glass jaws often leave them in situations that they cannot survive or even put up a decent showing, their laser-like focus can allow them to brutalize characters higher level than themselves if the lighting is just right. As characters, though, this makes them somewhat underwhelming. The ability to win super hard in one encounter only to die horribly in the next is worth less than nothing in a campaign game. An Ogre is a vulnerable and weak character for his level, but he does shine brightly if he can sucker opponents into melee. As such, Ogres really only do well in large, highly varied parties. As long as the remaining characters have potential bases covered extremely well, the fact that a single Ogre can't always pull his weight won't matter as much. For this reason, an Ogre often makes a better cohort than he does a primary character.
- Large Size
- 40' movement
- Giant Type
- Low-light vision and Darkvision (60')
- +6 Strength, +2 Constitution, -2 Dexterity, -2 Intelligence, -4 Charisma.
- +5 Natural Armor
- Proficiency in Light Armor, Medium Armor, Martial Weapons, and Simple Weapons.
- Favored Classes: Barbarian and Ranger
- Automatic Languages: Giant, Common
- Bonus Languages: Draconic, Dwarvish, Goblin, Halfling, Orc, Terran.
- 4 Starting Hit Dice (4d10; 4 + Int Bonus x 7 skill points; +4 Fort, +1 Reflex, +1 Will; +4 BAB)

Frost Giant (Minimum Level 10)

Right out of the box, the Frost Giant is a bad dude capable of rescuing the head of state from ninjas. Based largely on Norse mythology, these bad boys are big and bad. In fact, at 15 feet tall, they are about as big as you can get and still count as a large creature. That makes it pretty hard for them to find mounts, or fit into small buildings, and do all kinds of other crap that adventurers want to do. But it's not impossible. A Frost Giant isn't a Cloud Giant, he doesn't need people to make new doors to accommodate him, he just needs special doors to get through without it being really inconvenient.

A frost giant gets by in human society mostly because most people wouldn't dare mess with him. And that makes for a decent enough 10th level character.

- Large Size
- 40' movement
- Giant Type (Cold subtype)
- Low-light vision
- +12 Strength, +8 Constitution, +2 Wisdom
- +9 Natural Armor
- Proficiency in Light Armor, Medium Armor, Shields, Simple Weapons, and Martial Weapons.
- Rock Throwing and Catching (a Frost Giant's rocks have a range increment of 120 feet).
- Favored Classes: Fighter and Barbarian
- Cold Immunity and Fire Vulnerability
- Automatic Languages: Giant, Common
- Bonus Languages: Abyssal, Aquan, Auran, Draconic, Dwarvish, Gnoll, Orc.
- 10 Starting Hit Dice (10d10; 4 + Int Bonus x 13 skill points; +7 Fort, +3 Reflex, +3 Will; +10 BAB)

Alignment

Unlike the Revised Necromancer Handbook, which is a compilation of the Necromancy rules as they stand, what you are reading now is the rules for Necromancy as they should be. We feel there is a need for this because despite (or let's not kid ourselves, because of) the considerable amount of space spent given over to Necromancy in officially sanctioned products, the classical Necromancer does not function under the rules as written. Vampires can't run or be staked, there aren't any prestige classes that make you any more of a necromancer than you are with the base classes, and honestly no one even knows how the basic necromancy spells work. Not because they are stupid, but because the rules for such things are contradictory in several key places.

2.1 The Morality of Necromancy: Black and Gray

The rules of D&D attempt to be all things to all people, and unfortunately that just isn't possible if you're trying to make a system of objective morality. By trying to cater to two very different play styles as regards to the moral quandaries of the use of negative energy, the game ends up catering to neither – and this has been the cause of a great many arguments for which there actually are no possible resolutions. Ultimately therefore, it falls to every DM to determine whether in their game the powers of Necromancy are inherently evil, or merely extremely dangerous. That's a choice which must be made, and has far reaching implications throughout the game. That's an awful lot of work, and most DMs honestly just don't care enough to be bothered with it, and I understand. Fortunately, we have collated those changes for you right here:

2.1.1 Moral Option 1: The Crawling Darkness

Many DMs will choose to have Negative Energy in general, and undead in particular, be inherently Evil. So much so that we can capitalize it: Evil. And say it again for emphasis: Evil. That means that when you cast a negative energy wave you are physically unleashing Evil onto the world. When you animate a corpse, you are creating a being whose singular purpose is to make moral choices which are objectionable on every level.

That's a big commitment. It means that anyone using Inflict Wounds is an awful person, at least while they are doing it. The Plane of Negative Energy is in this model the source of all Evil, more so than the Abyss or Hell. It's Evil without an opinion, immorality in its purest most undiluted form.

2.1.2 Moral Option 2: Playing with Fire

Many DMs will choose to have Negative Energy be a base physical property of the magical universe that the D&D characters live in – like extremes of Cold or Fire it is inimical to life, and it is ultimately no more mysterious than that. An animate skeleton is more disgusting and frightening to the average man than is a stone golem, but it's actually a less despicable act in the grand scheme of things because a golem requires the enslavement of an elemental spirit and a skeleton has no spirit at all.

The Plane of Negative Energy in this model is precisely the same as all the other elemental planes: a dangerous environment that an unprotected human has no business going to.

Implications

It's not actually enough to simply make a sweeping generalization about the morality of Negative Energy and leave it at that. Like a butterfly flapping its wings, such changes will eventually cause Godzilla to destroy Tokyo. Or something like that, I stopped math at Calculus.

2.1.3   Creatures

Some monsters have been written up with the (incorrect) assumption that either "The Crawling Darkness" or "Playing With Fire" was the general rule. Others have been written in such a fashion that is actually incompatible with any possible interpretation of morality in D&D.

Revenants

If Negative Energy is inherently Evil, Revenants are Lawful Evil. They are undead who live only to kill and survive on hatred and the desire for vengeance. While they are victims and their actions are understandable, the Justice of their actions makes them Lawful, but they are still Evil and can be treated accordingly.

With the Playing with Fire option, there is no change to the Revenant. All is fair in avenging your own death, and they are the unliving emissaries of the Balance in its pure form.

Skeletons

If Negative Energy is inherently Evil, Skeletons must be as well. That means that they actually do Evil things. An uncontrolled skeleton will find the nearest source of life and start ripping it to pieces. A skeleton does not need to be commanded to attack, but to stop tearing up your vegetable garden (assuming even that it had not already found a more vigorous source of life such as the family dog). A commanded skeleton is a vicious, unthinking killer on a chain – not an inert construct awaiting commands.

If Negative Energy isn't Evil by itself, neither are skeletons. As described they aren't moral agents. That means that they don't have an alignment other than Neutral. Like a viper or a scorpion, though they do things that a paladin wouldn't necessarily condone (such as use poison for the snake or move around after death for the skeleton), they aren't gifted with the ability to make moral choices and default to the same Neutrality of the animated cabinet. Ordering a skeleton around could be Good, Evil, or Neutral depending on whether you are telling it to save children from a burning house, throw bloated corpses into the town well, or just carry your swag out of your basement.

Vampires

Vampires are the rockstars of the undead world, but also the most affected by the gulf between Playing With Fire and Crawling Darkness Necromancy. Either vampires are tragically cursed Euro-trash with nice outfits or they are blood hungry princes of death . . . heck, sometimes they are depicted as both, as in the case of the patron saint of D&D vampires, Strahd Von Zarovich.

Unlike most undead, vampires are morally affected by negative energy in a perversely contrary fashion; Zombies are evil if (and only if) negative energy makes zombies evil, but the opposite is true of the vampire. If Negative energy is a hungry and malevolent force that hungers for the light of the living, the vampire is a tragic figure compelled by dark desires he cannot control. He can even just be Good, but that's not going to stop him from taking a nip from the farmer's daughter. If negative energy is an objective force, then being a vampire is actually an evil act since you don't have to eat babies for eternal life . . . you're just a jerk.

Zombies

Like Skeletons, Zombies must hunger for the flesh of the living or have no moral indictments. Either they sit and wait for their chance to devour your liver or they are Neutral. The Monster Manual version cannot stand. A zombie in the fields is either a figure of horror or comedy.

Energons

Eregons are actually made out of energy. So if Positive and Negative Energy have an alignment, so do they. If using the Crawling Darkness option, the Xag-Ya is Neutral Good, and the Xeg-Yi is Neutral Evil. If using the Playing With Fire option, both remain as printed – they are Neutral.

2.1.4   Spells

Animate Dead

If Negative Energy isn't Evil, this spell isn't either. Zombies and Skeletons are the only possible creations of this spell, so the alignment tag is contingent on Negative Energy itself being a moral choice. Interestingly, create undead and create greater undead stay [Evil] even if animate dead doesn't. Regardless of the moral inclinations of negative energy in general, Ghouls and shadows are just not nice people – they are a disease that exists for no purpose but to consume the living. So those [Evil] tags are on no matter what skeletons do with their free time.

Deathwatch

This spell doesn't even use Negative Energy, it allows you to see positive energy. There's no reason for this spell to be evil no matter what version you use – this is just a typographical error as far as we can tell. Maybe this evil tag was supposed to be on death knell.

Create Undead

While animate dead may or may not be evil depending upon your setup, create undead and create greater undead is an [Evil] spell regardless of the morality version you use. It creates evil creatures that unlive for nothing but to slay innocents, so it gets the Evil tag for the same reason that planar binding gets the [Evil] tag if it is used to call a Demon – it's bringing irredeemable evil into the world – the moral implications of the negative energy used are irrelevant.

2.2   Alignment

2.2.1   Morality: How Black is the Night?

Those readers who have been following this series will remember the basic moral question regarding Necromancy namely the fundamental decision for each game as to whether to treat Negative Energy as an objective force or an ultimate moral indictment. The central question surrounding fiends is less obvious, but in no way less important to your game. We *know* that a Gelugon is Evil, he's got a *subtype* that denotes him as being specifically Evil, that's not the question. What we don't know is *how* Evil he is. That's a central question that has to be addressed within the context of each game. Let's face it, a lot of people really aren't comfortable with villainy more pernicious than the antagonists in a Saturday morning cartoon. Other people have a different and equally valid hang-up: they aren't comfortable having their characters stab enemies in the face repeatedly until they bleed to death unless those enemies are *extremely bad people*. As so frequently happens, the rules for Dungeons and Dragons are written to accommodate both play styles, which in reality ends up including *nothing*. Perhaps unfortunately, you *must* come to a table-wide consensus about what your gaming is not doing before you can have your game do anything at all. Keep in mind that none of these play styles are "worse" or "better".

Moral Option 1: A Worthy Opponent
"Fools! You have interfered with my plans for the last time!"

For many games, the fact that the bad guys are bad is pretty much sufficient. Like the villains in Saturday Morning Cartoons, their villainy requires – and gets – no explanation. Actual villainy is fairly upsetting to

contemplate, and a lot of people don't want to do it. I don't blame them, cannibalism, deliberate infliction of pain, and exploitation of the innocent are *unpleasant*. Talking about secret prisons where torture is conducted night and day without respite or reason is *super depressing*.

Implications: The biggest implication here is that since Evil and Good are basically just political parties or ethnic hats, it is perfectly OK to have mixed alignment parties *or* to ban mixed alignment parties. You're never going to have a serious discussion about what it is that Evil people do, so it's actually not important how you handle them. You can even switch how you're handling it in the middle for no reason. One day, the Atomic Skull can just chip in to save the world from Darkseid. Another day you can go kill the Atomic Skull without feeling bad. It's very liberating, because you can tell a lot of stories – so long as none of those stories involve actual evil actions happening on camera.

Pit Falls: While it is certainly a load off the mind to not be constantly reminded of child abuse, torture, and sexual misconduct, bear in mind that this is Dungeons and Dragons – your foes are more than likely going to be killed with extreme stabination. Possibly in the face. Possibly more than once. If the villains *aren't* doing anything overwhelmingly bad, it's entirely possible that it won't seem like they *deserve* being killed. If subjected to enough analysis, one might even find that your own "heroes" appear to be the villains in your cooperative storytelling adventure. Certainly, He-Man never took that sword and chopped Skeletor into chunks. Star Wars: Episode One was such an unsatisfying movie in no small part because the villains never did anything bad.

Glossing over the villainous activities of the bad guys should go hand in hand with all of the players acknowledging and understanding what you are doing and why you are doing it. As long as everyone is making the active and informed choice to not deal with the heavy moral questions – it's all good.

Moral Option 2: The Banality of Evil
"It's 9 o'clock, time to get back to some Evil."

Many DMs will want to play their fiends pretty much like Nazis – their agenda is hateful, but in their off time they go hang out at the pub just like everyone else. You could even sit there with them and drink together unless you happen to be a Jew. This is the default assumption of a lot of Planescape literature, for example. An Evil creature is Evil because it *ever* does Evil things, not because it's necessarily doing any Evil *right now*. Darkness and light are, in this model, pretty ephemeral concepts – characters who wish to save their own sanity will end up either paying perhaps too much attention or ignoring them completely often as not.

Implications: Since bad guys (and presumably good guys as well) spend most of their time being regular guys and only infrequently perform acts worthy of praise or scorn, it's extremely easy for heroes to fall to Evil and extremely easy for villains to be redeemed for full value. People on both sides of the Good/Evil axis are doing pretty unexceptional stuff most of the time, so the allegiance that even Evil Clerics have to darkness is pretty tenuous.

This way of handling things is so much better at handling mysteries than are other morality systems that it may as well be a requirement if you ever want to play a "who-done-it" adventure. Since the good guys and bad guys spend most of their day being actually indistinguishable one from another, it makes distinguishing them actually difficult – and that has to happen if there is to be any question of who the PCs are supposed to stab.

Pit Falls: Be wary of over-humanizing the villains. In many stories, the bad guys are a lot more interesting than the white hats; and that can seriously derail a campaign if it happens in a role playing scenario. Beware also of the fact that if the Evil Overlord is mostly chillin' like a villain with his family and having brews with his bros, it's going to be pretty hard to justify it when you inevitably stab him right in the face. Also remember that while The Banality of Evil is great for mysteries, it's actually so good for mysteries that the game can bog down. Players can get caught up in the minor goings-on of characters you don't even care about. Paranoia can be paralyzing when any scullery maid could really just go Evil at any time and poison your food to try to get your wallet. It can be realistic, but realism takes place in real time. That's not good if you're trying to raise hippogriffs as steeds.

Moral Option 3: The Face of Horror.
"I think I have Evil sand. In my pants."

Many DMs will want to make their Evil as **Evil** as possible. That can get... pretty Evil. It can actually get so Evil that people who *overhear* you playing the game will get a very bad impression about your group and the things you talk about. The starker the contrast between Good and Evil, the more righteous the acts of heroism the players commit. Tales of monstrous action are fascinating and the horrid and disgusting can hold people's interest indefinitely. By having the forces of Evil disembowel people in loving detail you can capture

the imaginations of your players with actually relatively little creative work on the part of the DM. There have been over 10 Jason movies because those things practically write themselves, and people keep watching them because they genuinely are as intriguing as the are revolting.

Implications: With the forces of Evil running around doing actual stomach churning crime, having Evil and Good "team up" is essentially implausible. In fact, having Good and Evil characters in the same party is pretty much a non-starter. When playing with The Face of Horror the universe is essentially a cosmic battle between Good and Evil, the forces of Law and Chaos have some fights too, but essentially that's just crime compared to the world shaking conflict of darkness and light.

Further, while Good and Evil being as immiscible as Rubidium and Water makes for a well defined party demographic, it also has other far reaching consequences. When you go to the Abyss, the sand itself is Evil. Once you've made the determination that this means more than that Paladins can find every grain – you've bought yourself into the determination that beaches in the Abyss are themselves morally reprobate somehow.

Pit Falls: While The Face of Horror ends up making Good and Evil a much more important distinction than Law vs. Chaos, that's not really a *problem*. Sure, it's not reciprocal or equivalent and that's a breach of the Great Wheel tirade, but that's not really important to the game. Let's face it, when was the last time you saw a statted up enemy prepared to cast *dictum*? No, the problem is that if you make Evil as nasty as it can be made, it's really nasty. It makes other people in the game uncomfortable, and it disturbs people who hear portions of your game out of context. People like talking about stabbing their sword into an evil monster, that's all heroic and crap, but actually looking at sword wounds is icky. People don't want to do it.

Evil, if defined as "things we don't like," is pretty much exclusively composed of things we *don't like*. That means that the more we focus our attention on the details of what's going on, the more we'll want to clean our eyes out with soap. And while skirting that line can make a story grimly compelling, remember always that different people have different tolerances for this sort of thing. Just because something is gross enough to catch your prurient interest without wrecking your lunch doesn't mean that it isn't so nasty as to drive other people away. Tolerance for discussing child murder in the context of a story is not a virtue, and there is absolutely nothing wrong with the people who don't enjoy watching movies in the splatter horror genre.

Moral Option 4: Perfection in Balance
"What use is the light that casts not a shadow?"

In this model, evil is a force that sits diametrically opposed to good. In order for one to exist, the other must exist as well. Evil is what gives good its meaning, and in fact one can simply define one by the other: to be good is not-evil, and to be evil is to be not-good. When playing with this option, evil plays a vital role in society and cannot be eliminated without dire consequences. For example, when the Jedi eliminate the Sith Lords, they set themselves up for an even more powerful Sith Lord to rise and kill them all, ushering in a new order of Evil, which is in turn later demolished by the calling out of a powerful Jedi who can defeat it. Neutrality is the rule of the day in this model, in the sense that evil and good will always be in the midst of trumping each other in an effort to "win", a goal that is as meaningless as it is impossible.

What does that mean for your game? In this model, evil will always be the fly in your ointment and the piss in your cheerios, and good will always be the silver lining in the stormcloud and the complementary bag of nuts in your red-eye flight. Even the most powerful and good organization of clerics in your world will have a cruel inquisitor, and even the most death-hungry cabal of necromancers will have a guy who is kind to puppies and little children. Organizations and people will be "mostly" one thing or the other, but not all of anything, and people will be OK with that. Kind kings will be mostly good, but will have no problem massacring an entire generation of goblinkind in an effort to keep the roads safe, and liches who eat souls will defend the land from rampaging chimera without reward in an effort to keep the peace.

Implications: In a sense, this is the easiest of moral options, as you won't need to really keep track of what's going on with alignments. People will occasionally do things out of character, and that's fine. Society will be quite tolerant, as they completely think its OK for there to be a Temple Street with a shrine for Orcus worshippers competing for space with a hospital sponsored by the clergy of Pelor. When one organization for good or evil gets stomped down, another one will pop up to replace it in an endless game of cosmic whack-a-mole.

For character with alignment related class features, *atonement* is a far easier process. Occasional deeds that violate your alignment are tolerated, as long as attempts at acts of *atonement* are made in a reasonable time frame. The Paladin that kills an innocent to defeat a powerful demon may have to visit the innocent's family and make restitution after the battle, and the Cleric of Murder who defends the king from an assassin may have to seek out several of the King's loved one's in order to rededicate himself to his dark god.

Pit Falls: It can be pretty cool to have a party that has an assassin, a druid, and a champion of light in it – there's a lot of early D&D that has that as virtually the iconic party – but if the great game between Good and

Evil is an inherently *pointless* game, that can make the story of your characters seem pretty banal. It's a line that can be hard to walk. It's just plain difficult to simultaneously have any individual attempt to destroy the world be important while having it be built into the contract that there will be another one tomorrow.

2.2.2 To Triumph Over Evil

Equally important to the place of ultimate Evil in your game is the activities of Good in your game. Like Evil, the designers have tried to run the spectrum of possible interpretations of righteousness... and the results are that the overlap of actions depicted as Good with those described as Evil is almost total. Ultimately, your campaign is going to have to come to a consensus over what you are going to accept as Good. Most importantly, the inverse of Evil *is not Good*. It really takes a lot less harm to be Evil than it takes aid to be Good. If you fix twenty people's roofs, you're Jimmy the Helpful Thatcher. But if you eat your neighbor's daughter, you're Jimmy the Cannibal – and no additional carpentry assistance will change that. This is why the Book of Exalted Deeds is such an unsatisfying read... you can't just take the material in the Book of Vile Darkness and multiply by negative one to get Good.

The Importance of Consequentialism

Every action has motivations, expectable results, and actual results. In addition, every action can be described with a verb. In the history of moral theory (a history substantively longer than *human* history) it has at times been contested by otherwise bright individuals that any of those (singly or collectively) could be used as a rubric to determine the rightness of an action. D&D authors agreed. With all of those extremely incompatible ideas. And the result has been an unmitigated catastrophe. No one knows what makes an action Good in D&D, so your group is ultimately going to have to decide for yourselves. Is your action Good because your intentions are Good? Is your action Good because the most likely result of your action is Good? Is your action Good because the actual end result of that action is Good? Is your action Good because the verb that bests describes your action is in general Good? There are actually some very good arguments for all of these written by people like Jeremy Bentham, Immanuel Kant, and David Wasserman – but there are many other essays that are so astoundingly contradictory and ill-reasoned that they are of less help than reading nothing. Unfortunately for the hobby, some of the essays of the second type were written by Gary Gygax.

This is not an easy question to answer. The rulebooks, for example, are no help at all. D&D at its heart is about breaking into other peoples' homes, stabbing them in the face, and taking all their money. That's very hard to rationalize as a Good thing to do, and the authors of D&D have historically not tried terribly hard.

Godliness isn't Goodliness

Whatever religion you personally have, the religion in D&D revolves around a set of gods both Good and Evil of equal strength and importance. Most modern day religions have however many gods they worship be of sufficient goodness that they are at least worthy of respect – so it can be hard to remember that in D&D the gods as a whole are precisely zero sum on any issue. Being "divine" doesn't make you Good in D&D, it just makes you more. If you're Good it makes you more Good, but if you're Evil it makes you more Evil. Clerics detect strongly of whatever alignment they have, but there's nothing Good about priests as a whole. Turning your back on the gods isn't a bad thing in D&D, it's a perfectly valid *and neutral* choice. If Ur Priests are to have any alignment restriction at all, it should be the same as Druids – stealing from the gods is a profoundly neutral act, not Good and not Evil.

There is no Salvation or Redemption in D&D

All of the major religions of our world that utilize the concepts of Ultimate Good and Ultimate Evil use the concept of Redemption (that people have a state of innocence that they can lose and perhaps regain through *atonement*) or Salvation (that people have a state of inherent unworthiness that they can overcome). D&D, despite having a spell called *atonement* actually has neither of those concepts. The *atonement* spell actually dedicates (or rededicates) a character to any alignment, Good or Evil, Law or Chaos. Baby kobolds are not born into original sin and baby elves are not born in a state of grace, D&D doesn't even have those concepts. Creatures with an alignment subtype (most Fiends, for example) are born into that alignment and are only going to stray from it if subjected to powerful magic or arguments. Everyone else is born neutral.

In D&D, creatures do not "fall" into Evil. Being Evil is a valid choice that is fully supported by half the gods just as Good is. Those who follow the tenets of Evil throughout their lives are judged by *Evil Gods* when they

die, and can gain rewards at least as enticing as those offered to those who follow the path of Good (who, after all, are judged by *Good Gods* after they die). So when sahuagin run around on land snatching children to use as slaves or sacrifices to Baatorians, they aren't putting their soul in danger. They are actually keeping their soul *safe*. Once you step down the path of villainy, you get a *better deal* in the afterlife by being *more evil*.

The only people who get screwed in the D&D afterlife are traitors and failures. A traitor gets a bad deal in the afterlife because whichever side of the fence they ended up on is going to remember their deeds on the other side of the fence. A failure gets a bad deal because they end up judged by gods who wanted them to succeed. As such, it is *really hard* to get people to change alignment in D&D. Unless you can otherwise assure that someone will die as a failure to their alignment, there's absolutely no incentive you could possibly give them that would entice them to betray it.

Code of Conduct: Paladins

Nothing causes more arguments in-game than Paladins. Can Paladins kill baby kobolds? What about baby mind flayers? Honestly, while these questions have generated a lot of ink and a lot of bad feelings, they aren't important. Paladins are Lawful Good, but they aren't "champions of Law and Good" – that's an Archon. A Paladin doesn't get Smite *Chaos*, they aren't forced to abandon team members who behave in a Chaotic fashion (whatever that means, see below). Paladins are Champions of Good™ *and* they are required to be Lawful. Whether or not that makes any sense depends on how you're handling Law and Chaos.

Paladins are as Good as any character can be, and they are required to follow a code of conduct. However, following this code is no what makes them Good, we know this because Clerics of Good (who detect as being just as Good as Paladins) don't have to follow that code. The code is completely arbitrary, and has no bearing on the relative Goodness of a character. Paladins also lose their powers if they don't drink for a few days, but that doesn't put Blackguards in danger of losing their alignment when they quaff a glass of water.

The Paladin's code is uncompromising, but it is also exhaustive about what it won't allow:

- **The Use of Poison:** If a park ranger hits a bear with a tranq dart, that's not an Evil act. Poison isn't any more or less Evil than a blade. Paladins can't use poison because they agreed not to – not because there's anything wrong with poison. Maybe Paladins only get to keep their magically enhanced immune system so long as they don't take it for granted by using things that would tax it on purpose. Maybe their concern for public safety is so great that they are only willing to use weapons that *look* like weapons. Whatever. The point is that Paladins have to be Good *and* they can't use Poison, and these are separate restrictions.

- **Lies:** A Paladin can't lie. Whether telling a lie is a good or evil act depends on what you're saying and who you are saying it to. But a Paladin won't do it. That means that if the Nazis come to the door and demand to know if the Paladin is hiding any Jews (she is), she can't glibly say "No." That does not mean that she has to say "Yes, they're right under the stairs!" – it means that she has to tell the Nazis point blank "I'm not going to participate in your genocidal campaign, it's wrong." This will start a fight, and may get everyone killed, so the Paladin is well within her code to eliminate the middle man and just stab the Gestapo right there before answering. That's harsh, but the Paladin's code isn't about doing what's easy, or even what's *best*. It's about doing what you said you were going to.

- **Cheating:** Paladin's don't cheat. They don't have to keep playing if they figure out that someone else is cheating, but they aren't allowed to cheat at dice to rescue slaves or whatever. Again, there's nothing Good about not cheating, it's just something they have to do *in addition* to being Good all the time.

- **Association Restrictions:** Paladins are not allowed to team up with Evil people. They aren't allowed to offer assistance to Evil people and they aren't allowed to receive assistance *from* Evil people. Intolerance of this sort isn't Evil, but it isn't Good either. It's just another thing that Paladins have to do.

2.2.3 Law and Chaos: Your Rules or Mine?

Let's get this out in the open: Law and Chaos do not have any meaning under the standard D&D rules.

We are aware that especially if you've been playing this game for a long time, you personally probably have an understanding of what you *think* Law and Chaos are supposed to mean. You possibly even believe that the rest of your group thinks that Law and Chaos mean the same thing you do. But you're probably wrong. The nature of Law and Chaos is the source of more arguments among D&D players (veteran and novice alike) than any other facet of the game. More than attacks of opportunities, more than weapon sizing, more even than spell

effect inheritance. And the reason is because the "definition" of Law and Chaos in the Player's Handbook is written so confusingly that the terms are not even mutually exclusive. Look it up, this is a written document, so it's perfectly acceptable for you to stop reading at this time, flip open the Player's Handbook, and start reading the alignment descriptions. The Tome of Fiends will still be here when you get back.

There you go! Now that we're all on the same page (page XX), the reason why you've gotten into so many arguments with people as to whether their character was Lawful or Chaotic is because absolutely every action that any character ever takes could logically be argued to be **both**. A character who is honorable, adaptable, trustworthy, flexible, reliable, and loves freedom is a basically stand-up fellow, and meets the check marks for being "ultimate Law" *and* "ultimate Chaos". There aren't any contradictory adjectives there. While Law and Chaos are *supposed* to be opposed forces, there's nothing antithetical about the descriptions in the book.

Ethics Option 1: A level of Organization.

Optimal span of control is 3 to 5 people. Maybe Chaotic characters demand to personally control more units than that themselves and their lack of delegation ends up with a quagmire of incomprehensible proportions. Maybe Chaotic characters refuse to bow to authority at all and end up in units of one. Whatever the case, some DMs will have Law be well organized and Chaos be poorly organized. In this case, Law is objectively a virtue and Chaos is objectively a flaw.

Being disorganized doesn't mean that you're more creative or interesting, it just means that you accomplish less with the same inputs. In this model pure Chaos is a destructive, but more importantly *incompetent* force.

Ethics Option 2: A Question of Sanity.

Some DMs will want Law and Chaos to mean essentially "Sane" and "*In*sane". That's fine, but it doesn't mean that Chaos is *funny*. In fact, insanity is generally about the least funny thing you could possibly imagine. An insane person reacts inappropriately to their surroundings. That doesn't mean that they perform *unexpected* actions, that's just surrealist. And Paladins are totally permitted to enjoy non sequitur based humor and art. See, insanity is when you perform the same action over and over again and expect different results.

In this model we get a coherent explanation for why, when all the forces of Evil are composed of a multitude of strange nightmarish creatures, and the forces of Good have everything from a glowing patch of light to a winged snake tailed woman, every single soldier in the army of Chaos is a giant frog. This is because in this model Limbo is a place that is *totally insane*. It's a place where the answer to every question *really is* "Giant Frog". Creatures of Chaos then proceed to go to non Chaotically-aligned planes and are disappointed and confused when doors have to be pushed and pulled to open and entrance cannot be achieved by "Giant Frog".

If Chaos is madness, it's not "spontaneous", it's "non-functional". Actual adaptability is **sane**. Adapting responses to stimuli is what people are supposed to do. For reactions to be sufficiently inappropriate to qualify as insanity, one has to go pretty far into one's own preconceptions. Actual mental illness is very sad and traumatic just to watch as an outside observer. Actually living that way is even worse. It is strongly suggested therefore, that you don't go this route at all. It's not that you can't make D&D work with sanity and insanity as the core difference between Law and Chaos, it's that in doing so you're essentially making the Law vs. Chaos choice into the choice between good and bad. That and there is a certain segment of the roleplaying community that cannot differentiate absurdist humor from insanity and will insist on doing annoying things in the name of humor. And we hate those people.

Ethics Option 3: The Laws of the Land.

Any region that has writing will have an actual code of laws. Even oral traditions will have, well, *traditions*. In some campaigns, following these laws makes you Lawful, and not following these laws makes you Chaotic. This doesn't mean that Lawful characters necessarily have to follow the laws of Kyuss when you invade his secret Worm Fort, but it does mean that they need to be an "invading force" when they run around in Kyuss' Worm Fort. Honestly, I'm not sure what it even *means* to have a Chaotic society if Lawful means "following your own rules". This whole schema is workable, but only with extreme effort. It helps if there's some sort of divinely agreed upon laws somewhere that nations and individuals can follow to a greater or lesser degree. But even so, there's a lot of hermits and warfare in the world such that whether people are following actual laws can be just plain hard to evaluate.

I'd like to endorse this more highly, since any time you have characters living up to a specific arbitrary code (or not) it becomes a lot easier to get things evaluated. Unfortunately, it's really hard to even imagine an entire nation fighting for not following their own laws. That's just... really weird. But if you take Law to mean law, then you're going to have to come to terms with that.

Ethics Option 4: My Word is My Bond.

Some DMs are going to want Law to essentially equate to following through on things. A Lawful character will keep their word and do things that they said they were going to. In this model, a Lawful character has an arbitrary code of conduct and a Chaotic character does not. That's pretty easy to adjudicate, you just announce what you're going to do and if you *do it*, you're Lawful and if you *don't* you're not.

Here's where it gets weird though: That means that Lawful characters have a *harder time* working together than do non-lawful characters. Sure, once they agree to work together there's some Trust there that we can capitalize, but it means that there are arbitrary things that Lawful characters won't do. Essentially this means that Chaotic parties order one mini-pizza each while Lawful parties have to get one extra large pizza for the whole group – and we know how difficult that can be to arrange. A good example of this in action is the Paladin's code: they won't work with Evil characters, which restricts the possibilities of other party members.

In the world, this means that if you attack a Chaotic city, various other chaotic characters will trickle in to defend it. But if you attack a Lawful city, chances are that it's going to have to stand on its own.

Adherence to Self: Not a Rubric for Law

Sometimes Lawfulness is defined by people as adhering to one's personal self. That may *sound* very "Lawful", but there's no way that makes any sense. Whatever impulses you happen to have, those are going to be the ones that you act upon, *by definition*. If it is in your nature to do random crap that doesn't make any sense to anyone else – then your actions will be contrary and perplexing, but they will still be completely consistent with your nature. Indeed, there is literally nothing you can do that isn't what you would do. It's circular.

Rigidity: Not a Rubric for Law

Sometimes Lawfulness is defined by people as being more "rigid" as opposed to "spontaneous" in your action. That's crap. Time generally only goes in one direction, and it generally carries a one to one correspondence with itself. That means that as a result of a unique set of stimuli, you are *only going to do one thing*. In D&D, the fact that other people weren't sure what the one thing you were going to do is handled by a Bluff check, not by being Chaotic.

2.2.4 I Fought the Law

Regardless of what your group ends up meaning when they use the word "Law", the fact is that some of your enemies are probably going to end up being Lawful. That doesn't mean that Lawful characters can't stab them in their area, whatever it is that you have alignments mean it's still entirely acceptable for Good characters to stab other Good characters and Lawful characters to stab other Lawful characters (oddly, no one even asks if it's a violation of Chaotic Evil to kill another Chaotic Evil character, but it isn't). There are lots of reasons to kill a man, and alignment disagreements don't occupy that list exclusively.

Code of Conduct: Barbarian

A Barbarian who becomes Lawful cannot Rage. Why not? There's no decent answer for that. Rage doesn't seem to require that you not tell people in advance that you're going to do it, nor does it actually force you to break promises once you're enraged. It doesn't force you to behave in any particular fashion, and no one knows why it is restricted.

Code of Conduct: Bard

If *anyone* can tell me why a concert pianist can't be Lawful I will personally put one thing of their choice into my mouth. Music is expressionistic, but it is also mathematical. Already there are computers that can write music that is indistinguishable from the boring parts of Mozart in which he's just going up and down scales in order to mark time.

2.2.5 Beating Back Chaos

Long ago "Law" and "Chaos" were used euphemisms by Pohl Anderson for Good and Evil, and that got taken up by other fantasy and science fiction authors and ultimately snow-balled into having a Chaos alignment for D&D. If you go back far enough, "Chaos" actually *means* "The Villains", and when it comes down to it there's no logical meaning for it to have other than that – so the forces of Chaos really are going to show up at your door to take a number for a whuppin at some point. Depending upon what your group ends up deciding to mean by Chaos, this may seem pretty senselessly cruel. If the forces of Chaos are simply unorganized then you are essentially chasing down hobos and beating down the ones too drunk to get away. If Chaos is insanity than the Chaos Hunters in your game are essentially going door to door to beat up the retarded kids.

The key is essentially to not overthink it. Chaos was originally put into the fantasy genre in order to have bad guys without having to have black hatted madmen trying to destroy the world. So if Team Chaos is coming around your door, just roll with it. The whole point is to have villains that you can stab without feeling guilty while still having villains to whom your characters can *lose* without necessarily losing the whole campaign world.

Code of Conduct: Knight

Sigh. The Knight's code of conduct doesn't represent Lawful activity no matter what your group means by that term. They *can't* strike an opponent standing in a grease effect, but they *can* attack that same person *after they fall down in the grease!* They also are not allowed to win a duel or stake vampires (assuming, for the moment that you were using some of the house rules presented in The Tome of Necromancy that allow vampires to be staked by *anyone*). So the Knight's code is not an example of Lawfulness in practice, it's just a double fistful of stupid written by someone who obviously doesn't understand D&D combat mechanics. If you wanted to make a Knight's Code that represented something like "fighting fair", you'd do it like this:

- May not accept benefit from Aid Another actions.
- May not activate Spell Storing items (unless the Knight cast the spell into the item in the first place).
- May not use poison or disease contaminated weapons.

But remember: such a code of fair play is no more Lawful than *not* having a code of fair play. Formians are the embodiment of Law, and they practically wrote the book on cooperation. So while a Knight considers getting help from others to be "cheating", that's not because he's Lawful. He considers getting such aid to be cheating *and* he's Lawful. What type of Lawful a Knight represents is determined by your interpretation of Law as a whole. Maybe a Knight has to uphold the law of the land (right or wrong). Maybe a Knight has to keep his own word. Whatever, the important part is that the arbitrary code that the Knight lives under is just that – *arbitrary*. The actual contents of the code are a separate and irrelevant concern to their alignment restriction.

Code of Conduct? Monk

Again with the sighing. No one can explain why Monks are required to be Lawful, least of all the Player's Handbook. Ember is Lawful because she "follows her discipline", while Mialee is not Lawful because she is "devoted to her art". FTW?! That's the same thing, given sequentially as an example of being Lawful and not being Lawful. Monk's training requires strict discipline, but that has nothing to do with Lawfulness no matter what setup for Law and Chaos you are using. If Lawfulness is about organization, you are perfectly capable of being a complete maverick who talks to no one and drifts from place to place training constantly like the main character in Kung Fu – total lack of organization, total "Chaotic" – total disciplined Monk. If Law is about Loyalty, you're totally capable of being treacherous spies. In fact, that's even an example in the PHB "Evil monks make ideal spies, infiltrators, and assassins." And well, that sentence pretty much sinks any idea of monks having to follow the law of the land or keeping their own word, doesn't it? The only way monk lawfulness would make any sense is if you were using "adherence to an arbitrary self" as the basis of Law, and we already know that can't hold.

Code of Conduct: Paladin Again

This has to be repeated: Paladins don't get Smite Chaos. They are not champions of Law and Good, they are Champions of Good who are required to be Lawful. If your game <u>is not</u> using Word is Bond Ethics, Paladins have no reason to be Lawful. Paladins are only encouraged to follow the laws of the country they live in if those laws are Good. They are actually forbidden by their code of conduct from following the precepts of Evil

nations. The Paladin shtick works equally well as a loner or a leader, and it is by definition distinctly disloyal. A Paladin must abandon compatriots.

Character Base Classes

3.1 NPC Classes

3.1.1 Adept [NPC]

"The acolytes of the college of sorceries will not allow an outsider to see the Necromancer."

The worlds of D&D have a multitude of world altering magicians who slay dragons with their mighty magics and transform the very fabric of history and reality with their minds. But while these characters are often the primary focus of the D&D game, the fact remains that magic is an extremely palpable and utilitarian force in the D&D world, and the vast majority of those who use it are not actually capable of performing such awesome displays of magical prowess. These are the Adepts – the people who wield sorceries in a manner that is entirely unlikely to get their names told in lasting song and story.

Adepts in the Game: Adepts aren't playable as PCs. They lack the depth and tactical versatility to be an interesting character and they are not powerful enough to pull their weight in any real adventuring setup. They have a CR equal to half their Adept level and don't get multiclassed with real classes at all. In order to keep this from being potentially unbalanced, we strongly suggest that Adepts show up in groups. So while a 4th level Adept is nominally a CR 2 opponent, he's not really a good challenge for a 2nd level party. But 2 of them are an appropriate challenge for a 4th level party. And that's really what the Adept is for – showing up in groups and getting smacked around anyway.

Hit Die: d8

Class Skills: The Adept's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Knowledge (Any, Int), Profession.

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Replaceable, Elemental Attack
2nd	+1	+0	+0	+3	Dangerous Magic
3rd	+1	+1	+1	+3	Versatile Magic
4th	+2	+1	+1	+4	Defensive Magic
5th	+2	+1	+1	+4	Specific Magic

All of the following are Class Features of the Adept class.

Weapon and Armor Proficiency: An Adept is proficient with all simple weapons, as well as Light Armor.

Replaceable: Adepts represent the faceless hordes of assistant spellcasters, acolytes, and cultists. They are intended to be easy to use, and relatively easy to replace. Instead of worrying about the feats that an Adept has, simply give Adepts +1 to the damage of their magic powers for each feat they would be eligible for.

Elemental Attack (Sp): Depending upon what school of magic or cult they belong to, the Adept may use one of a number of different energy types. Necromancers and Death cultists use Negative Energy, Fire Adepts and

Pyromancers use Fire, and so on. Each Adept has an elemental attack which does one kind of energy damage chosen when the Adept is created. It does a d8 of damage to a single target within Medium range and allows a Saving Throw of the *target's* choice to halve the damage. The Save DC is either Intelligence, Wisdom, or Charisma based depending upon what the precepts of the group happen to be. This is a spell-like ability, but it has Somatic and Verbal Components anyway (no Arcane Spell Failure though). Energy types are chosen from the following list (though nothing prevents unique cults from having Adepts which use more obscure energy types):

- Negative Energy
- Fire
- Electricity
- Acid
- Cold
- Force

Dangerous Magic: 2nd level Adepts have magic that causes a dangerous side effects on those who fail their save against the effect and take at least one point of damage. The effects are based on what kind of magic is being used:

- **Negative Energy:** Targets who fail their save are *frightened* for one round.

- **Fire:** Targets who fail their save are *on fire* until they are put out.

- **Electricity:** Targets who fail their save are *stunned* for one round.

- **Acid:** Targets who fail their save will take damage again next turn (save for half), and will continue to take damage every round until they make a save or they are washed off with alcohol.

- **Cold:** Targets who fail their save are *slowed* for 10 rounds.

- **Force:** Targets who fail their save are pushed back a number of 5' squares equal to the bonus damage the Adept has from lost feats, minus one square for every size category the target is larger than Medium.

Versatile Magic: 3rd level Adepts can use their choice of two different energy types, which are still both selected when the Adept is created (the original and the extra energy type).

Defensive Magic: 4th level Adepts use magic defensively somehow. All allies within 10' of a 4th level Adept have a +2 Resistance Bonus to Saving Throws and a +2 Deflection bonus to AC.

Specific Magic: 5th level Adepts no longer allow their target to select the Saving Throw type they make against their Magic. The Adept selects one save type (Fort, Reflex, or Will), and all targets must make that saving throw type against their Elemental Attacks regardless of whether that's a good thing for them or not.

Trading Out Adept Levels: Adept levels aren't capable of doing anything good. If for some reason an Adept became a named character, he becomes a member of a real character class. That is, simply trade levels of Adept for levels in a real class that has a casting or spell-like abililty progression.

3.1.2 Warrior [NPC]
"Guards! Get them!"

The worlds of D&D have a multitude of powerful champions who slay dragons with their swords and break necromancers over their knees. But while these characters are often the primary focus of the D&D game, the fact remains that the way of the sword is traveled quite frequently by orcs and elves alike, and the vast majority of those who do so are not actually capable of performing such awesome displays of martial prowess. These are the Warriors – the people who wield weapons in a manner that is entirely unlikely to get their names told in lasting song and story.

Warriors in the Game: Warriors aren't playable as PCs. They lack the depth and tactical versatility to be an interesting character and they are not powerful enough to pull their weight in any real adventuring setup. They have a CR equal to half their Warrior level and don't get multiclassed with real classes at all. In order to keep this from being potentially unbalanced, we strongly suggest that warriors show up in groups. So while a 4th level Warrior is nominally a CR 2 opponent, he's not really a good challenge for a 2nd level party. But 2 of them are an appropriate challenge for a 4th level party. And that's really what the Warrior is for – showing up in groups and getting smacked around anyway.

Hit Die: d8

Class Skills: The Warrior's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Craft (Int), Escape Artist (Dex), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), Profession (Wis), Ride (Dex), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Replacable
2nd	+2	+0	+0	+3	Signature Weaponry
3rd	+3	+1	+1	+3	Loyal to Death
4th	+4	+1	+1	+4	Rank
5th	+5	+1	+1	+4	Unshakable Morale

All of the following are Class Features of the Warrior class.

Weapon and Armor Proficiency: A Warrior is proficient with all simple and martial weapons, as well as Light and Medium Armor and Shields. In addition, a Warrior is proficient with either Heavy Armor or an Exotic Weapon.

Replaceable: Warriors represent the faceless hordes of grunts, guards, and mooks. They are intended to be easy to use, and very easy to replace. Instead of worrying about the feats that a Warrior has, simply give Warriors +1 to-hit for each feat they would be eligible for.

Signature Weaponry: 2nd level warriors are proficient with all racial and cultural weapons and armor of their people. For example, 2nd level Dwarven Warriors are proficient with the Dwarven Waraxe and Stone Plate armor, while 2nd level Elven Warriors are proficient with Elven Thinblades and Darkleaf Armor.

Loyal to Death: 3rd level Warriors will fight to the death and remain conscious when below 0 hit points (they are still staggered as normal).

Rank: 4th level Warriors are qualified to lead troops, and have a Command Rating equivalent to being a Sergeant.

Unshakable Morale: 5th level Warriors never have to make Morale checks and receive a +2 bonus on saves vs. Fear.

Trading Out Warrior Levels: Warrior levels aren't capable of doing anything good. If for some reason a Warrior became a named character, he becomes a member of a real character class. That is, simply trade levels of Warrior for levels in a real class that has a full BAB progression.

3.2 PC Classes

3.2.1 Assassin

"I kill people. Individually, you are a person. Collectively, I think you count as people."

An assassin is a master of the art of killing, a vicious weapon honed by experience and inclination to learn the myriad ways to end a life. Unlike common warriors or rogues, an Assassin does not study various fighting arts or muddle his training with martial dirty tricks, he instead studies the anatomy of the various creatures of wildly different anatomies and forms of existence, and he uses this knowledge to place his blows in areas vital for biological or mystical reasons. Stealth and sudden violence are his hallmarks, and various exotic tools and killing methods become his tools.

While most societies consider assassination to be a vile art, or at best a dishonorable or unvalorous one, the reasons that drive these killers vary. Cold-hearted mercenaries share a skill set with dedicated demon-hunters, differing only in the application of their skills. Only the most naïve student of ethics believes that all killing is evil, or that nobility cannot be found in a mercifully quick death.

Alignment: An Assassin may be of any alignment.

Races: Any

Starting Gold: 6d4x10 gp (150 gold)

Starting Age: As Rogue.

Hit Die: d6

Class Skills: The Assassin's skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (all) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha).

Skills/Level: 6 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+0	Poison Use, Death Attack +3d6, Personal Immunity, Spellcasting
2nd	+1	+3	+3	+0	Uncanny Dodge, Death Attack +4d6
3rd	+2	+3	+3	+1	Hide in Plain Sight, Death Attack +5d6
4th	+3	+4	+4	+1	Cloak of Discretion, Death Attack +6d6
5th	+3	+4	+4	+1	Traps, Trapmaking, Death Attack +7d6
6th	+4	+5	+5	+2	Palm Weapon, Death Attack +8d6
7th	+5	+5	+5	+2	Full Death Attack, Death Attack +9d6
8th	+6/+1	+6	+6	+2	Nerve of the Assassin, Death Attack +10d6
9th	+6/+1	+6	+6	+3	Improved Uncanny Dodge, Death Attack +11d6
10th	+7/+2	+7	+7	+3	Skill Mastery, Death Attack +12d6
11th	+8/+3	+7	+7	+3	Poisonmaster, Death Attack +13d6
12th	+8/+3	+8	+8	+4	Personal Immunity, Death Attack +14d6
13th	+9/+4	+8	+8	+4	Exotic Method, Death Attack +15d6
14th	+10/+5	+9	+9	+4	Personal Immunity, Death Attack +16d6
15th	+11/+6/+6	+9	+9	+5	Killer's Proof, Death Attack +17d6
16th	+12/+7/+7	+10	+10	+5	Exotic Method, Death Attack +18d6
17th	+12/+7/+7	+10	+10	+5	Death by a Thousand Cuts, Death Attack +19d6
18th	+13/+8/+8	+11	+11	+6	Mind Blank, Death Attack +20d6
19th	+14/+9/+9	+11	+11	+6	Exotic Method, Death Attack +21d6
20th	+15/+10/+10	+12	+12	+6	Killing Strike, Death Attack +22d6

	Assassin Spells Per Day								Assassin Spells Known						
	0	1	2	3	4	5	6		0	1	2	3	4	5	6
1	2	-	-	-	-	-	-	1	4	-	-	-	-	-	-
2	3	0	-	-	-	-	-	2	5	2	-	-	-	-	-
3	3	1	-	-	-	-	-	3	6	3	-	-	-	-	-
4	3	2	0	-	-	-	-	4	6	3	2	-	-	-	-
5	3	3	1	-	-	-	-	5	6	4	3	-	-	-	-
6	3	3	2	-	-	-	-	6	6	4	3	-	-	-	-
7	3	3	2	0	-	-	-	7	6	4	4	2	-	-	-
8	3	3	3	1	-	-	-	8	6	4	4	3	-	-	-
9	3	3	3	2	-	-	-	9	6	4	4	3	-	-	-
10	3	3	3	2	0	-	-	10	6	4	4	4	2	-	-
11	3	3	3	3	1	-	-	11	6	4	4	4	3	-	-
12	3	3	3	3	2	-	-	12	6	4	4	4	3	-	-
13	3	3	3	3	2	0	-	13	6	4	4	4	4	2	-
14	3	3	3	3	3	1	-	14	6	4	4	4	4	3	-
15	3	3	3	3	3	2	-	15	6	4	4	4	4	3	-
16	3	3	3	3	3	2	0	16	6	5	4	4	4	4	2
17	3	3	3	3	3	3	1	17	6	5	5	4	4	4	3
18	3	3	3	3	3	3	2	18	6	5	5	5	4	4	3
19	3	3	3	3	3	3	3	19	6	5	5	5	5	4	4
20	3	3	3	3	3	3	3	20	6	5	5	5	5	5	4

All of the following are Class Features of the Assassin class.

Weapon and Armor Proficiency: Assassins are proficient with all Light Weapons, as well as simple weapons, repeating crossbows, and hand crossbows. At first level, an Assassin gains proficiency with one Exotic Weapon of her choice. Assassins are proficient with Light Armor but not with shields.

Spellcasting: The Assassin is an Arcane Spellcaster with the same spells per day and spells known progression as a Bard, except that he gains no more than three spell slots per level. An Assassin's spells known may be chosen from the Sorcerer/Wizard list, and must be from the schools of Divination, Illusion, or Necromancy. To cast an Assassin spell, she must have an Intelligence at least equal to 10 + the Spell level. The DC of the Assassin's spells is Intelligence based and the bonus spells are Intelligence based.

Poison Use (Ex): An Assassin may prepare, apply, and use poison without any chance of poisoning herself.

Death Attack (Ex): An Assassin may spend a full-round action to study an opponent who would be denied their Dexterity bonus if she instead attacked that target. If she does so, her next attack is a Death Attack if she makes it within 1 round. A Death Attack inflicts a number of extra dice of damage equal to her Assassin level plus two dice, but only if the target is denied its Dexterity Bonus to AC against that attack. Special attacks such as a coup de grace may be a Death Attack. Assassins are well trained in eliminating magical or distant opponents, and do not have to meet the stringent requirements of a sneak attack, though if a character

has both sneak attack and death attack, they stack if the character meets the requirements of both. As long as the victim is denied their dexterity against attacks from the assassin during the study action and the attack itself, it counts as a death attack. An Assassin may load a crossbow simultaneously with his action to study his target if he has a Base Attack Bonus of +1 or more.

Personal Immunity (Ex): Choose four poisons, an Assassin is immune to all four of those poisons, even if they are made available in a stronger strength. At levels 5, 7, and 12 the Assassin may choose one more type of poison to become immune to. At level 14, an Assassin becomes immune to all poisons.

Uncanny Dodge (Ex): Starting at 2nd level, an Assassin can react to danger before his senses would normally allow him to do so. He retains her Dexterity bonus to AC (if any) even if she is caught flat-footed or struck by an invisible attacker. However, he still loses her Dexterity bonus to AC if immobilized. If an Assassin already has uncanny dodge from a different class he automatically gains improved uncanny dodge (see below) instead.

Hide in Plain Sight (Ex): A 3rd level Assassin can hide in unusual locations, and may hide in areas without cover or concealment without penalty. An Assassin may even hide while being observed. This ability does not remove the -10 penalty for moving at full speed, or the -20 penalty for running or fighting.

Cloak of Discretion (Su): At 4th level, an Assassin is protected by a constant *nondetection* effect, with a caster level equal to his character level.

Trapfinding: At 5th level, Assassins can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Finding a nonmagical trap has a DC of at least 20, or higher if it is well hidden. Finding a magic trap has a DC of 25 + the level of the spell used to create it. Assasins can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the spell used to create it. An Assassin who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

Trapmaking: At 5th level, the Assassin learns to build simple mechanical traps in out of common materials. As long as has access to ropes, flexible material like green wood, and weapon-grade materials like sharpened wooden sticks or steel weapons, he can build an improvised trap in 10 minutes. He can build any non-magical trap on the "CR 1" trap list that doesn't involve a pit. These traps have a Search DC equal to 20 + the Assassin's level, have a BAB equal to his own, and are always single-use traps. He may add poison to these traps, if he has access to it, but it will dry out in an hour.

Palm Weapon (Su): At 6th level, the Assassin learns to conceal weapons with supernatural skill. Any weapon successfully concealed with Sleight of Hand cannot be found with divination magic.

Full Death Attack: At 7th level, if the Assassin studies an opponent to perform a Death Attack, she can make a full attack during the next round where every attack inflicts Death Attack damage as long as the target was denied their Dexterity bonus to AC against the first attack in the full attack action.

Nerve of the Killer: At 8th level, an Assassin gains a limited immunity to compulsion and charm effects. While studying a target for a Death Attack, and for one round afterward, he counts as if he were within a *protection from evil* effect. This does not confer a deflection bonus to AC.

Improved Uncanny Dodge (Ex): An Assassin of 9th level or higher can no longer be flanked. This defense denies another character the ability to sneak attack the character by flanking him, unless the attacker has at least four more levels in a class that provides sneak attack than the target. If a character already has uncanny dodge (see above) from a second class, the character automatically gains improved uncanny dodge instead, and the levels from the classes that grant uncanny dodge stack to determine the minimum level required to flank the character.

Skill Mastery (Ex): At 10th level, an Assassin becomes so certain in the use of certain skills that she can use them reliably even under adverse conditions. When making a skill check with Climb, Disable Device, Hide, Move Silently, Search, Spellcraft, Use Magic Device, Use Rope, or Swim, she may take 10 even if stress and distractions would normally prevent her from doing so.

Poisonmaster: At 11th level, the Assassin learns alchemic secrets for creating short-term poisons. By expending an entire healer's kit worth of materials and an hour of time, he can synthesize one dose of any poison in the DMG. This poison degrades to uselessness in one week.

Exotic Method: At 13th, 16th, and 19th level the Assassin learns an exotic form of killing from the list below. Once chosen, this ability does not change:

- **Carrier:** Three times per day, the Assassin can cast *contagion* as a swift action spell-like ability.
- **Poison of the Cockatrice:** Twice per day, the Assassin can cast *flesh to stone* as a swift action spell-like ability.

- **Killer Faerie Arts:** Twice per day, the Assassin can cast *polymorph other* as a swift action spell-like ability.

- **Proxy Assassin:** Twice per day, the Assassin can cast *summon monster VII* as a spell-like ability. This effect lasts 10 minutes.

- **Death By Plane:** Once per day, the Assassin can cast *plane shift* as a spell-like ability.

- **Dimesional Rip:** Once per day, the Assassin can cast *implosion* as a spell-like ability. The duration of this effect is three rounds.

- **New School:** The Assassin may now choose spells known from a new school.

Killer's Proof (Su): At 15th level, the Assassin learns to steal the souls of those he kills. If he is holding an onyx worth at least 100 GP when he kills an enemy, he may place their soul within the gem as if he has cast *soul bind* on them at the moment of their death.

Death by a Thousand Cuts: At 17th level, the assassin has learned to kill even the hardiest of foes by reducing their physical form to shambles. Every successful Death attack inflicts a cumulative -2 Dexterity penalty to the Assassin's victim. These penalties last one day.

Mind Blank (Su): At 18th level, the Assassin is protected by a constant *mind blank* effect.

Killing Strike (Su): At 20th level, the Assassin's Death Attacks bypass his victim's DR and hardness.

3.2.2 Barbarian
"My name is Sharptooth of the Wolf Tribe. Your women, lands, and riches are mine."

Playing a Barbarian: Playing a Barbarian is actually very easy. In general, you hit things, and they fall down. A Barbarian's action in almost any circumstance can plausibly be "I hit it with my great axe!" As such, a Barbarian character can be a good method to introduce a new player to the game or kill some orcs when you've had a few glasses of brew.

Alignment: Every alignment has its share of Barbarians, however more Barbarians are of Chaotic alignment than of Lawful Alignment.

Races: Anybody can become a barbarian, and in areas with little in the way of civilization, a lot of people do.

Starting Gold: 4d6x10 gp (140 gold)

Starting Age: As Barbarian.

Hit Die: d12

Class Skills: The Barbarian's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge: Nature (Int), Listen (Wis), Move Silently (Dex), Sense Motive (Wis), Spot (Wis), Survival (Wis), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Barbarian class.

Weapon and Armor Proficiency: Barbarians are proficient with simple weapons, martial weapons, light armor, medium armor and with shields.

Rage (Ex): When doing melee damage to a foe or being struck by a foe, a Barbarian may choose to enter a Rage as an immediate action. While Raging, a Barbarian gains a +2 morale bonus to hit and damage in melee combat and may apply any Rage Dice he has to his melee damage rolls. He also gains a +2 to saves, a -2 to AC, and he gains DR X/– with "X" being equal to half his Barbarian level +2 (rounded down). For example, a 1st level Barbarian has DR 3/– while Raging and a 10th level Barbarian has DR 7/– while Raging. While Raging, a Barbarian may not cast spells, activate magic items, use spell-like abilities, or drop his weapons or shield. Rage lasts until he has neither struck an enemy for three consecutive rounds nor suffered damage from an enemy for three consecutive rounds. He may voluntarily end a Rage as a full-round action.

Fast Healing: Barbarians shrug off wounds that would cripple a lesser man, and have learned to draw upon deep reserves of energy and stamina. At 1st level, they gain Fast Healing 1. At 5th level this becomes Fast Healing 5, Fast Healing 10 at 10th level, Fast Healing 15 at 15th level, and Fast Healing 20 at 20th level. This healing only applies while he is not raging.

If a Barbarian ever multiclasses, he permanently loses this ability. A multiclass character does not gain this ability. A character with 4 or more levels of Barbarian gains this ability even if multiclassed.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+0	Rage, Fast Healing 1
2nd	+2	+3	+0	+0	Rage Dice +1d6, Combat Movement +5'
3rd	+3	+3	+1	+1	Battle Hardened
4th	+4	+4	+1	+1	Rage Dice +2d6, Combat Movement +10'
5th	+5	+4	+1	+1	Sidestep Hazards , Fast Healing 5
6th	+6/+1	+5	+2	+2	Rage Dice +3d6, Combat Movement +15'
7th	+7/+2	+5	+2	+2	Great Blows
8th	+8/+3	+6	+2	+2	Rage Dice +4d6, Combat Movement +20'
9th	+9/+4	+6	+3	+3	Great Life
10th	+10/+5	+7	+3	+3	Rage Dice +5d6, Combat Movement +25', Fast Healing 10
11th	+11/+6/+6	+7	+3	+3	Call the Horde
12th	+12/+7/+7	+8	+4	+4	Rage Dice +6d6, Combat Movement +30'
13th	+13/+8/+8	+8	+4	+4	Watched by Totems
14th	+14/+9/+9	+9	+4	+4	Rage Dice +7d6, Combat Movement +35'
15th	+15/+10/+10	+9	+5	+5	Primal Assault, Fast Healing 15
16th	+16/+11/+11/+11	+10	+5	+5	Rage Dice +8d6, Combat Movement +40'
17th	+17/+12/+12/+12	+10	+5	+5	Savagery
18th	+18/+13/+13/+13	+11	+6	+6	Rage Dice +9d6, Combat Movement +45'
19th	+19/+14/+14/+14	+11	+6	+6	One With The Beast
20th	+20/+15/+15/+15	+12	+6	+6	Rage Dice +10d6, Combat Movement +50', Fast Healing 20

Rage Dice: While Raging, a Barbarian may add these dice of damage to each of his melee attacks. These dice are not multiplied by damage multipliers, and are not applied to any bonus attacks beyond those granted by Base Attack Bonus. These dice are not sneak attack dice, and do not count as sneak attack dice for the prerequisites of prestige classes or feats.

Combat Movement: While Raging, a Barbarian moves faster in combat, and may add his Combat Movement to his speed when he takes a move action to move.

Battle Hardened: At 3th level, a Raging Barbarian's mind has been closed off from distractions by the depths of his bloodlust and battle fury. While Raging, he may use his Fortitude Save in place of his Will Save. If he is under the effects of a compulsion or fear effect, he may act normally while Raging as if he was inside a *protection from evil* effect.

Sidestep Hazards (Ex): At 5th level, a Raging Barbarian learns to sidestep hazards with an intuitive and primal danger sense. While Raging, he may use his Fortitude Save in place of his Reflex Save.

Great Blows (Ex): At 7th level, a Raging Barbarian's melee attacks are Great Blows. Any enemy struck by the Barbarian's melee or thrown weapon attacks must make a Fort Save or be stunned for one round. No enemy can be targeted by this ability more than once a round, and the save DC for this ability is 10 + half the Barbarian's HD + his Constitution modifier.

Great Life (Ex): While Raging, a 9th level Barbarian is immune to nonlethal damage, death effects, stunning, critical hits, negative levels, and ability damage (but not ability drain).

Call the Horde (Ex): An 11th level Barbarian becomes a hero of his people. He gains the Command feat as a bonus feat, but his followers must be Barbarians. In campaigns that do not use Leadership feats, he instead gains a +2 unnamed bonus to all saves.

Watched by Totems (Ex): At 13th level, a Barbarian may immediately reroll any failed save. He may do this no more than once per failed save.

Primal Assault (Ex): At 15th level, a Raging Barbarian may choose to radiate an effect similar to an *antimagic field* when he enters a Rage, with a caster level equal to his HD. Unlike a normal antimagic field, this effect does not suppress magic effects on him or the effects of magic items he is wearing or holding.

Savagery (Ex): At 17th level, a Raging Barbarian may take a full round action to make a normal melee attack that has an additional effect similar to a *mordenkainen's disjunction*. Unlike a normal *mordenkainen's disjunction*, this effect only targets a single item or creature struck.

One With The Beast: At 19th level, a Barbarian may no longer needs to be in a Rage to use any Barbarian ability.

3.2.3   Elementalist
"Feel the wrath of the natural order you have angered!"

Alignment: An prospective Elementalist must be of a neutral alignment (N, NG, NE, LN, or CN) in order to learn the secrets of Elementalism. Once a character already has at least one level of Elementalist, nothing prevents her from changing alignment.

Races: Every race has elementalists, but races that have more draconic heritage mixed in have decidedly more elementalists. Dwarves have a natural affinity for stone and often choose the route of the Elementalist. Kobolds are naturally inclined towards elementalism and only jealous guarding of the secrets of elementalism by

Starting Gold: 4d4x10 gp (100 gold)

Starting Age: As Druid.

Hit Die: d6

Class Skills: The Elementalist's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Escape Artist (Dex), Handle Animal (Cha), Heal (Wis), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (nature) (Int), Knowledge (the planes) (Int), Profession (Wis), Ride (Dex), Search (Int), and Spellcraft (Int).

Skills/Level: 4 + Intelligence Bonus

	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+0	+2	Armored Casting, *Create Water*
2	+1	+0	+0	+3	Elemental Survival
3	+1	+1	+1	+3	Advanced Learning
4	+2	+1	+1	+4	*Create Air*
5	+2	+1	+1	+4	Elemental Faminilar, Advanced Learning
6	+3	+2	+2	+5	
7	+3	+2	+2	+5	Resistance to Energy: 5, Advanced Learning
8	+4	+2	+2	+6	
9	+4	+3	+3	+6	*Create Fire*, Advanced Learning
10	+5	+3	+3	+7	Timelessness
11	+5	+3	+3	+7	Advanced Learning, Elemental Traits
12	+6	+4	+4	+8	
13	+6	+4	+4	+8	Resistance to Energy: 10, Advanced Learning
14	+7	+4	+4	+9	*Create Wood*
15	+7	+5	+5	+9	Advanced Learning, Improved Summoning
16	+8	+5	+5	+10	Elemental Wildshape 1/day
17	+8	+5	+5	+10	*Create Earth*, Advanced Learning
18	+9	+6	+6	+11	Elemental Wildshape 2/day
19	+9	+6	+6	+11	Resistance to Energy: 15, Advanced Learning
20	+10	+6	+6	+12	Elemental Wildshape 3/day

All of the following are Class Features of the Elementalist class.

Weapon and Armor Proficiency: Elementalists are proficient with all simple weapons, as well as the scimitar, the battle axe, the trident, the pick (heavy and light), and the longbow (including composite longbows). Elementalists are proficient with light armor but not with shields of any kind.

Spellcasting: The Elementalist is an Arcane Spellcaster with the same spells per day progression as a Sorcerer. An Elementalist casts spells from the Elementalist Spell List (below). An Elementalist automatically knows every spell on her spell list. She can cast any spell she knows without preparing them ahead of time, provided that spell slots of an appropriate level are still available.

To cast an Elementalist spell, she must have an Intelligence at least equal to 10 + the Spell level. The DC of the Elementalist's spells is Wisdom based and the bonus spells are Intelligence based.

Create Water (Su): An Elementalist can create water as a standard action at will as the spell create water with a caster level equal to her character level.

Armored Casting: An Elementalist casts arcane spells, but she is not affected by the arcane spell failure of any armor or shield she is proficient with. This ability only applies to her Elementalist spells, if she is able to cast any other arcane spells, they are affected by arcane spell failure normally.

Elemental Survival (Ex): An Elementalist of 2nd level or higher survives in elemental planes as easily as on the prime. Whenever on any elemental, paraelemental, or energy plane, she is able to ignore any harmful planar traits and moves through any of these planes without impediment.

Advanced Learning: At 3rd level and every two levels afterwards, the Elementalist may permanently add one spell to her spell list. This spell must be of a level she can already cast, and may not be of the Illusion or Necromancy school. Only spells from the Druid or Wu Jen spell list may be added in this way.

Create Air (Su): At 4th level an Elementalist can create air at will as if she was an open Bottle of Air.

Elemental Familiar: At 5th level, an Elementalist can acquire a familiar in the same manner as a Sorcerer. Unlike a Sorcerer, the Elementalist has only 5 choices for her familiar:

- **Small Air Elemental:** +2 to Tumble and Jump Checks.
- **Small Earth Elemental:** +3 on Bullrush checks, whether the attacker or defender.
- **Small Fire Elemental:** +3 to Intimidate checks.
- **Small Water Elemental:** +4 bonus to Swim checks, you may take 10 on swim checks at any time.
- **Small Wood Elemental:** +2 to Survival and Climb checks.

Resistance to Energy (Ex): At 7th level, an Elementalist has accumulated an inherent resilience in the face of all manners of elemental adversity. She has an Energy Resistance of 5 against any form of energy damage she is exposed to. At 13th level, this general resistance increases to 10 points. At 19th level, the resistance increases to 15.

Create Fire (Su): At 9th level, an Elementalist can set a creature or object on fire at will as a standard action. The target must be within short range, and suffers 2d6 of fire damage every round until the fire is extinguished. A victim can attempt to extinguish itself as a full-round action by making a Reflex Save (DC 15). The flames, once begun, are non-magical.

Timeless: At 10th level, an Elementalist is infused with the uncompromising nature of the raw elements themselves. Se stops aging and never dies of old age.

Elemental Traits: At 11th level, an Elementalist attunes herself to a specific element, becoming in some way like the element of her choice:

- **Air Elemental:** Gains Air Mastery and a Flight Speed (perfect maneuverability) equal to her walking speed.
- **Earth Elemental:** Gains Earth Mastery, a 30' Tremorsense, and a Burrowing Speed equal to half her walking speed.
- **Fire Elemental:** Gains Immunity to Fire, and her body immolates whenever desired inflicting an additional 4d6 of fire damage on any creature struck with her unarmed strikes or which strike her with an unarmed strike.
- **Water Elemental:** Gains Water Mastery, the [Aquatic] subtype, and a swim speed equal to her walking speed.
- **Wood Elemental:** Gains Immunity to Polymorphing, a 60 foot Woodsense, and a Climb Speed equal to her walking speed.

Create Wood (Su): At 14th level, an Elementalist can create a full sized tree as a standard action, as if using a Quaal's Feather Token (Tree). This is an at-will ability.

Elemental Wildshape (Su): At 16th level, the Elementalist can actually become an Elemental in a manner simply to wildshape. Once per day, an Elementalist can assume an Alternate Form of an Air Elemental, an Earth Elemental, a Fire Elemental, a Water Elemental, or a Wood Elemental as a standard action. The alternate form may be dismissed at will, but otherwise persists for 24 hours. Only True Elemental forms may be assumed, and the forms in question must be smaller than Elder (Small to Huge Size is acceptable). Every 2 levels, the Elemental Wildshape may be activated an extra time each day.

Create Earth (Su): At 17th level, an Elementalist can create a wall of stone at any time as a standard action.

Elementalist Spell List:

0th level: *Attune Form, Caltrops, Detect Magic, Detect Poison, Light*

1st level: *Air Breathing, Entangle, Gust of Wind, Obscuring Mist, Pass Without Trace, Produce Flame, Speak With Plants, Stone Shatter, Summon Elemental I, Wall of Smoke, Water Breathing*

2nd level: *Binding Winds, Command Plants, Creeping Cold, Earth Bind, Earthen Grace, Fog Cloud, Heat Metal, Protection From Arrows, Soften Earth and Stones, Summon Elemental II*, Wall of Sand, Warp Wood, Wood Shape*

3rd level: *Blight, Control Water, Earth Reaver, Fire Shield, Fly, Plant Growth, Stone Shape, Stone Skin, Summon Elemental III*, Wall of Fire, Wall of Water, Wind Wall*

4th level: *Briar Web, Greater Stone Shape, Scry, Summon Elemental IV*, Wall of Stone*

5th level: *Animate Plants, Move Earth, Stone Tell, Summon Elemental V*, Wall of Thorns*

6th level: *Control Plants, Energy Immunity, Flesh to Stone, Stone to Flesh, Summon Elemental VI**

7th level: *Greater Scrying, Summon Elemental VII*, Transmute Rock to Lava*

8th level: *Summon Elemental VIII**

9th level: *Elemental Swarm, Summon Elemental IX*, Summon Elemental Monolith*

3.2.4 Fighter

"I've seen this kind of fire-breathing chicken-demon before. We're going to need more rope. Also a bigger cart."

The Fighter is a versatile combatant who is able to actively disrupt the activities of his enemies. Fighters represent plucky heroes and grizzled veterans, but they always appear to surmount impossible odds. Which means in retrospect that the odds weren't all that impossible. At least, not for someone with a Fighter's talents.

Playing a Fighter: Fighters are often handed to beginning players in order to help them learn the ropes. This is a cruel practice that dates back to when the Fighter was explicitly a weak class that players were forced to play to the (quit proximate) death if for whatever reason they didn't roll well enough on their stats to play a real character. The Fighter described here is not the hazing ritual of old, but it is a more complicated character than many others, being the non-magical equivalent to the Wizard. Beginning characters should probably be given a Barbarian, Conduit, or Rogue character to introduce them to the game mechanics of D&D.

A Fighter has an answer for virtually any circumstance and a great deal of adaptability and flexibility, and benefits greatly from being played by a player who actually knows how far a Roper's strands or a Beholder's rays reach. The Fighter character is archetypically a character who uses her opponent's limitations against them, and it really slows down play if the player needs to have those limitations explained during combat. As such, a full classed Fighter is recommended for experienced players of the game.

That being said, a level or two of Fighter can give some breadth and resilience to almost any martial build, and makes a good multiclassing dip even (sometimes especially) for inexperienced players.

Alignment: Every alignment has its share of Fighters, however more Fighters are of Lawful alignment than of Chaotic Alignment.

Races: Every humanoid race has warriors, but actual Fighters are rarer in societies that don't value logistics and planning. So while there are many Fighters among the Hobgoblins, Dwarves, and Fire Giants, a Fighter is rarely seen among the ranks of the Orcs, Gnomes, or Ogres.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: As Fighter.

Hit Die: d10

Class Skills: The Fighter's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skills/Level: 6 + Intelligence Bonus

All of the following are Class Features of the Fighter class.

Weapon and Armor Proficiency: Fighters are proficient with all simple and Martial Weapons. Fighters are proficient with Light, Medium, and Heavy Armor and with Shields and Great Shields.

Weapons Training (Ex): Fighters train obsessively with armor and weapons of all kinds, and using a new weapon is easy and fun. By practicing with a weapon he is not proficient with for a day, a Fighter may permanently gain proficiency with that weapon by succeeding at an Intelligence check DC 10 (you may not take 10 on this check).

Combat Focus (Ex): A Fighter is at his best when the chips are down and everything is going to Baator in a handbasket. When the world is on fire, a Fighter keeps his head better than anyone. If the Fighter is in a situation that is stressful and/or dangerous enough that he would normally be unable to "take 10" on skill checks, he may spend a Swift Action to gain Combat Focus. A Fighter may end his Combat Focus at any time to reroll any die roll he makes, and if not used it ends on its own after a number of rounds equal to his Base Attack Bonus.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Weapons Training, Combat Focus
2nd	+2	+3	+3	+3	Bonus Feat
3rd	+3	+3	+3	+3	Problem Solver, Pack Mule
4th	+4	+4	+4	+4	Bonus Feat
5th	+5	+4	+4	+4	Logistics Mastery, Active Assualt
6th	+6/+1	+5	+5	+5	Bonus Feat
7th	+7/+2	+5	+5	+5	Forge Lore, Improved Delay
8th	+8/+3	+6	+6	+6	Bonus Feat
9th	+9/+4	+6	+6	+6	Foil Action
10th	+10/+5	+7	+7	+7	Bonus Feat
11th	+11/+6/+6	+7	+7	+7	Lunging Attacks
12th	+12/+7/+7	+8	+8	+8	Bonus Feat
13th	+13/+8/+8	+8	+8	+8	Array of Stunts
14th	+14/+9/+9	+9	+9	+9	Bonus Feat
15th	+15/+10/+10	+9	+9	+9	Greater Combat Focus
16th	+16/+11/+11/+11	+10	+10	+10	Bonus Feat
17th	+17/+12/+12/+12	+10	+10	+10	Improved Foil Action
18th	+18/+13/+13/+13	+11	+11	+11	Bonus Feat
19th	+19/+14/+14/+14	+11	+11	+11	Intense Focus, Supreme Combat Focus
20th	+20/+15/+15/+15	+12	+12	+12	Bonus Feat

Problem Solver (Ex): A Fighter of 3rd level can draw upon his intense and diverse training to respond to almost any situation. As a Swift action, he may choose any [Combat] feat he meets the prerequisites for and use it for a number of rounds equal to his base attack bonus. This ability may be used once per hour.

Pack Mule (Ex): Fighters are used to long journeys with a heavy pack and the use of a wide variety of weaponry and equipment. A 3rd level Fighter suffers no penalties for carrying a medium load, and may retrieve stored items from his person without provoking an attack of opportunity.

Logistics Mastery (Ex): Fighters are excellent and efficient logisticians. When a Fighter reaches 5th level, he gains a bonus to his Command Rating equal to one third his Fighter Level.

Active Assault (Ex): A 5th level Fighter can flawlessly place himself where he is most needed in combat. He may take a 5 foot step as an immediate action. This is in addition to any other movement he takes during his turn, even another 5 foot step.

Forge Lore: A 7th level Fighter can produce magical weapons and equipment as if he had a Caster Level equal to his ranks in Craft.

Improved Delay (Ex): A Fighter of 7th level may delay his action in one round without compromising his Initiative in the next round. In addition, a Fighter may interrupt another action with his delayed action like it was a readied action (though he does not have to announce his intentions before hand).

Foil Action (Ex): A 9th level Fighter may attempt to monkeywrench any action an opponent is taking. The Fighter may throw sand into a beholder's eye, bat aside a key spell component, or strike a weapon hand with a thrown object, but the result is the same: the opponent's action is wasted, and any spell slots, limited ability uses, or the like used to power it are expended. A Fighter must be within 30 feet of his opponent to use this ability, and must hit with a touch attack or ranged touch attack. Using Foil Action is an Immediate action. At 17th level, Foil Action may be used at up to 60 feet.

Lunging Attacks (Ex): The battlefield is an extremely dangerous place, and 11th level Fighters are expected to hold off Elder Elementals, Hezrous, and Hamatulas. Fighters of this level may add 5 feet to the reach of any of their weapons.

Array of Stunts (Ex): A 13th level Fighter may take one extra Immediate Action between his turns without sacrificing a Swift action during his next turn.

Greater Combat Focus (Ex): At 15th level, a Fighter may voluntarily expend his Combat Focus as a non-action to suppress any status effect or ongoing spell effect on himself for his Base Attack Bonus in rounds.

Intense Focus (Ex): A 19th level Fighter may take an extra Swift Action each round (in addition to the extra Immediate Action he can take from Array of Stunts).

Supreme Combat Focus (Ex): A 19th level Fighter may expend his Combat Focus as a non-action to take 20 on any die roll. He must elect to use Supreme Combat Focus before rolling the die.

3.2.5 Fire Mage

"Yes, fire is *cool."*

Alignment: Fire is a destructive force, and a lot of Fire Mages are Chaotic. But they don't have to be.

Races: Fire Mages appear in all races, though significant portions of many races live in areas where being a Fire Mage is illegal.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: As Rogue.

Hit Die: d8

Class Skills: The Fire Mage's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Craft (Int), Concentration (Con), Disguise (Cha), Escape Artist (Dex), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Profession (-), Ride (Dex), Search (Int), Spellcraft (Int), Spot (Wis), Survival (Wis), and Use Rope (Dex).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+2	Fire Resistance, Fire Burst, Fire Bolts, Impress Flames, Fire Magic
2nd	+1	+3	+3	+3	Ignite
3rd	+2	+3	+3	+3	Piercing Flames, Hand of Fire
4th	+3	+4	+4	+4	Fire Immunity, Smokeless Flame
5th	+3	+4	+4	+4	Fireballs
6th	+4	+5	+5	+5	Mindfire
7th	+5	+5	+5	+5	Visions of Flame
8th	+6/+1	+6	+6	+6	Soul of Cinders
9th	+6/+1	+6	+6	+6	Sculpt Flames
10th	+7/+2	+7	+7	+7	Conflagration
11th	+8/+3	+7	+7	+7	Beacon, Firewalk
12th	+9/+4	+8	+8	+8	Bond of Fire
13th	+9/+4	+8	+8	+8	Fire Clouds
14th	+10/+5	+9	+9	+9	Searing Light, Ray of Light
15th	+11/+6/+6	+9	+9	+9	Sending, Rain of Fire

All of the following are Class Features of the Fire Mage class.

Weapon and Armor Proficiency: Fire Mages are proficient with all simple weapons, as well as the whip, all martial axes, and all sizes and varieties of scimitar (including falchions). Fire Mages are proficient with light armor but not with shields of any kind.

Fire Resistance (Ex): A Fire Mage has a Resistance to Fire equal to twice his level.

Fire Burst (Sp): As a standard action, a Fire Mage can emit a burst of flame from his body, striking all creatures and objects within 10' of his position except himself. This burst of flames inflicts 1d6 of fire damage, with an allowed Reflex Save for half (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier).

Fire Bolts (Sp): A Fire Mage can throw bolts of fire as an attack action. A Fire Bolt travels out to short range, and inflicts 1d6 of Fire damage per level. A Fire Bolt strikes its target with a ranged touch attack.

Impress Flames (Ex): Every time a Fire Mage inflicts Fire damage on any target, whether with his class abilities or another source of fire, he inflicts an amount of extra Fire Damage equal to his class level or his Charisma modifier, whichever is less.

Fire Magic (Ex): A Fire Mage is considered to have every spell with the Fire Descriptor on his spell list for the purpose of activating magic items.

Ignite (Sp): As a standard action, a 2nd level Fire Mage can cause any creature or object to burst into flame. A creature on fire suffers 1d6 of Fire damage per round (the Mage's Impress Flames ability applies to each round of course), and the creature can attempt to put itself out with a DC 15 Reflex save (see the DMG, p. 303). This ability can be used out to Medium range, and it always hits.

Piercing Flames (Ex): From 3rd level on, a Fire Mage's Fire cuts through Fire Resistance, hardness, and Immunity. No more than $\frac{1}{2}$ of the damage inflicted by his fire damage can be negated by hardness or immunity or resistance to Fire. In addition, the Fire Mage ignores the first 5 points of Fire Resistance that a target has.

Hand of Fire (Su): A 3rd level Fire Mage can set fire to their own body, causing them to count as armed at all times, even with unarmed attacks. The Fire Mage also causes an extra 1d6 of Fire damage with all melee attacks.

Fire Immunity (Ex): A 4th level Fire Mage is immune to Fire.

Smokeless Flames (Sp): A 4th level Fire Mage can create fires that produce no heat and do not burn. These fires can be anything from the size of a torch to a bonfire, and produce light accordingly. Each lasts until the next time the sun rises. Smokeless Flame can be created anywhere within Medium range.

Fireballs (Sp): A 5th level Fire Mage can hurl explosive fire anywhere within Long Range as a Full Round Action. This Fire explodes into a 20' radius burst and inflicts 1d6 of Fire Damage per level. All creatures within the area are entitled to a Reflex save to halve damage (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier).

Mindfire (Sp): A 6th level Fire Mage can start a Fire in a creature's mind, duplicating the effects of *rage* or *confusion* for a number of minutes equal to his Level. The victim must be within Medium Range, and is entitled to a Will Save to negate this effect (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier). This is a Mind influencing Compulsion effect.

Visions of Flames (Sp): A 7th level Fire Mage can *contact other plane* to communicate with the denizens of the Elemental Plane of Fire. A Fire Mage is in no danger of becoming insane or damaged by this experience.

Soul of Cinders (Sp): An 8th level Fire Mage has burnt his soul to ash, and is no longer susceptible to Energy Drain or Fear.

Sculpt Flames (Sp): A 9th level Fire Mage can create delicate shapes and walls made of fire. The Fire is fully shapeable, but cannot pass through more than 2 squares per level. Any creature passing through a square with fire in it suffers 1d6 of fire damage per level. A creature which is in a square that is being filled with fire is entitled to a Reflex Save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier) to move to the nearest non-flaming square as an immediate action. These fires persist for 1 round per level. Alternately, the Fire Mage can replicate a *wall of fire* which persists for 1 minute per level.

Conflagration (Sp): At 10th level, a Fire Mage can surround himself with a nimbus of flames that extends for 10' in all directions from his person. All other targets in this area suffer a d10 of Fire Damage per level, but are entitled to a Reflex Save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier). In addition, a Fire Mage can cast *fireshield* at will (Hot Shield only).

Beacon (Sp): An 11th level Fire Mage can create a magically permanent bonfire as a standard action. He always knows exactly where each Beacon he has created is and will know if it is put out by any means.

Firewalk (Sp): At 11th level a Fire Mage can walk into any fire large enough to fit his person and appear in any other fire that is likewise of sufficient size anywhere on any plane of existence. The Fire Mage must know where the target fire is. The Fire Mage can take any number of willing creatures or carried objects that are also able to fit in both flames.

Bonds of Fire (Sp): A 12th level Fire Mage can craft solid fire and entrap a victim in it. The bonds will immobilize a creature which fails a Reflex Save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier), and will *entangle* the creature unless it succeeds in its save by more than 5. A creature can attempt to escape by taking a Full round action to make a Strength or Escape Artist test with a DC equal to the Use Rope Skill Result of the Fire Mage. The victim suffers 20 points of Fire Damage per round, and the bonds of fire last until the victim escapes or the Fire Mage dismisses them.

Fire Clouds (Sp): As a Full Round Action, a 13th level Fire Mage can create huge billowing clouds of Fire. The Fire Clouds must be created within Long range, and persist for 3 rounds whether they are still in range or not. The cloud is shapeable, and covers at most 3 10' cubes per Level. Each round, everyone and everything inside the cloud suffers 1d6 of Fire damage per level, but is entitled to a Reflex save for half damage (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier).

Searing Light (Sp): A 14th level Fire Mage can call levels of illumination that are painful and destructive as the unmitigated baleful glare of the sun itself. All darkness within 5 miles is dispelled, and everything is illuminated. All undead suffer a 10 points of damage per round. All creatures specifically vulnerable to light suffer 10 damage per round (thus, vampires suffer 20 damage per round). All creatures are *dazzled*. Creatures must pass a Fortitude save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier) every minute or become *blind* for the remainder of the effect. Creatures that are blinded when the effect ends are entitled to another Fort save to get their vision back, but if they fail this save the blinding is permanent. This effect lasts until the Fire Mage dismisses it or he is incapacitated.

Ray of Light (Sp): As an attack action, a 14th level Fire Mage can fire a ray of Light at any target within Short Range. It inflicts 1d6 of Light Damage per level if it hits with a Ranged Tuuch Attack. Undead take 10 extra damage. Creatures specifically vulnerable to Light suffer an additional 10 damage.

Sending (Sp): A 15th level Fire Mage can send a message, as the *sending* spell to any creature on any plane of existence with a standard action and receive a reply even if they are on different planes of existence.

Rain of Fire (Sp): At 15th level, the Fire Mage can open the skies and dump raw inferno upon all who would oppose him. The fires inflict 1d6 of Fire Damage per level, and victims are permitted a Reflex save (DC 10 + $\frac{1}{2}$ level + Charisma Modifier). The Fire Mage chooses which squares are struck with fire, and the only limits to how many squares can burn is how many squares the Fire Mage can see. There are no range limits to this power save line of sight.

3.2.6 Jester
"Well no, but if I was doing it to anyone else, you'd think it was funny."

To be a Jester is to see the joke in every tragedy. For them, life's a party, and most poor bastards are not invited. They live hard, play hard, and laugh hard knowing that at any moment their life might be cut short by an uncaring world. Jesters may play at being buffoons, but each is a student of life and of people, and they understand not only what makes people laugh, but what makes them cry. As adventurers, they often appreciate baubles and magical trinkets as much as anyone else, but their main goal is to have fun. When fighting enemies, their sense of humor takes a macabre and dark turn, becoming cruel and vicious to better demoralize their foe. As followers of the Laughing God Who Has No Temples, they are generally disrespectful atheists who wander the world looking for excitement and amusement, righting wrongs or committing crimes as the mood takes them.

Alignment: A Jester may be of any non-Lawful alignment.

Races: Jesters appear in all cultures and all races have need of buffoons.

Starting Gold: 6d4x10 gp (150 gold)

Starting Age: As Rogue.

Hit Die: d6

Class Skills: The Jester's skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha).

Skills/Level: 6 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells Per Day						
						0	1	2	3	4	5	6
1st	+0	+0	+2	+0	Harlequin's Mask, Ignore Components, Poison Use	2	-	-	-	-	-	-
2nd	+1	+0	+3	+0	Laugh It Off	3	0	-	-	-	-	-
3rd	+2	+1	+3	+1	+1d6 Sneak Attack, Power Slide	3	1	-	-	-	-	-
4th	+3	+1	+4	+1	Jester's Fient	3	2	0	-	-	-	-
5th	+3	+1	+4	+1	Cruel Comment	3	3	1	-	-	-	-
6th	+4	+2	+5	+2	+2d6 sneak Attack	3	3	2	-	-	-	-
7th	+5	+2	+5	+2	Sight Gag	3	3	2	0	-	-	-
8th	+6/+1	+2	+6	+2	Low Comedy, Slapstick	3	3	3	1	-	-	-
9th	+6/+1	+3	+6	+3	+3d6 sneak Attack	3	3	3	2	-	-	-
10th	+7/+2	+3	+7	+3	Jack-in-the-Box King	3	3	3	2	0	-	-
11th	+8/+3	+3	+7	+3	+4d6 sneak Attack	3	3	3	3	1	-	-
12th	+8/+3	+4	+8	+4	Killer Clown	3	3	3	3	2	-	-
13th	+9/+4	+4	+8	+4	+5d6 sneak Attack	3	3	3	3	2	0	-
14th	+10/+5	+4	+9	+4	Annoy the Gods	4	3	3	3	3	1	-
15th	+11/+6/+6	+5	+9	+5	+6d6 sneak Attack	4	4	3	3	3	2	-
16th	+12/+7/+7	+5	+10	+5	Prat Fall	4	4	4	3	3	2	0
17th	+12/+7/+7	+5	+10	+5	+7d6 sneak Attack	4	4	4	4	3	3	1
18th	+12/+7/+7	+5	+10	+5	Last Trick	4	4	4	4	4	3	2
19th	+14/+9/+9	+6	+11	+6	+8d6 sneak Attack	4	4	4	4	4	4	3
20th	+15/+10/+10	+6	+12	+6	Eternal Trickster	4	4	4	4	4	4	4

All of the following are Class Features of the Jester class.

Weapon and Armor Proficiency: Jesters are proficient with light armor but not with shields of any kind. A Jester is proficient with no weapons, but suffers no attack penalty for using a weapon with which they are not proficient or which is made for a character of a different size than themselves. Even, perhaps especially, improvised weapons may be used without the usual -4 penalty.

Spellcasting: The Jester is an Arcane Spellcaster with the same spells per day progression as a Bard. A Jester casts spells from the Jester Spell List (below). A Jester automatically knows every spell on his spell list. He can cast any spell he knows without preparing them ahead of time, provided that spell slots of an appropriate level are still available. To cast a Jester spell, he must have a Charisma at least equal to 10 + the Spell level. The DC of the Jester's spells is Charisma based and the bonus spells are Charisma based.

Poison Use (Ex): A Jester may prepare, apply, and use poison without any chance of poisoning himself.

Ignore Components: A Jester may cast spells from the Jester list without using material components, regardless of whether they are costly or not. This has no effect on any spells that a Jester casts from any other spell-list.

Harlequin's Mask (Ex): As long as a Jester's face is painted, masked, or adorned in the manner of a harlequin or other comedic figure, he is immune to compulsion effects.

Laugh It Off (Ex): Fate protects fools and little children, and Jesters certainly adopt the role of fools. At 2nd level, a Jester may add his Charisma modifier as a morale bonus to his saves.

Power Slide (Ex): If a 3rd level Jester takes damage from an attack, he may allow herself to be flung backwards, thereby lessening the impact. He may make a Balance check with a DC equal to the damage inflicted and if she succeeds, he suffers only half damage. This is a skill check, not a Saving Throw, so abilities such as Evasion do not apply. He is moved away from the source of damage by 5' for every 5 points of damage (or part there of) negated in this way. If there is not enough space for him to move, he suffers a d6 of damage for each square not moved. If he passes through an occupied square, the Jester would have to make a tumble check to avoid attacks of opportunity.

If this ability is gained from another class, then the Jester may choose to increase or decrease the total distance moved by 50% (so a Power Slide that negated 12 points of damage can cause him to move 5', 10', or 15' at her choice).

Sneak Attack (Ex): At 3rd level, a Jester gains the ability to make sneak attacks as a rogue would. At 3rd level, his sneak attacks inflict 1 extra d6 of damage, and this increases by 1d6 at levels 6, 9, 11, 13, 15, 17, and 19.

Jester's Feint (Ex): At 4th level, a Jester learns to shock and unnerve his enemies by throwing unexpected objects at them. At a swift action, he may toss a brightly colored object in the square of an enemy with a Sleight of Hand Check opposed by the enemy's Spot check. If it succeeds, the enemy is denied his Dex bonus for the Jester's next attack.

Some Jesters use objects with magical or alchemic effects that act in an enemy's square to use with this ability, while others use colored balls, fruit, pieces of cloth or scarves, or other cast-off materials that fit the requirement of being brightly colored. Wealthy, desperate, or foolish Jesters sometime used coins or gems.

Cruel Comment (Ex): At 5th level, the Jester has learned to say extremely funny but hurtful things about others. As a swift action, the Jester can make a Bluff check opposed by the target's level plus Charisma check. If the target fails this check, he suffers a -4 to attack rolls, saves, and all other checks. This effect lasts 3 rounds. This is a language-dependant ability.

Sight Gag: At 7th level, the Jester may apply the Silent Spell and Still Spell metamagics spontaneously to his spells, but only if he casts them as full-round actions. This ability only works with spells on the Jester list, and it does not increase the spell's level or slot used.

Low Comedy (Ex): By using this ability, a Jester of 8th level or higher can double the armor check penalty of an opponent within 50 feet that he hits with a ranged touch attack. Using this ability is an attack action

Jester Spells:

0th Level: *Alarm, Detect Magic, Detect Poison, Grease, Unseen Servant, Ventriloquism.*

1st Level: *Fire Trap, Glitterdust, Magic Mouth, Misdirection, Pyrotechnics, Reduce Person, Sleet Storm, Tasha's Uncontrollable Hideous Laughter, Teleport Trap, Touch of Idiocy.*

2nd Level: *Baleful Transposition, Explosive Runes, Glyph of Warding, Rage, Rope Trick, Secret Page, Sepia Snake Sigil, Unluck.*

3rd Level: *Feeblemind, Minor Globe of Invulnerability, Modify Memory, Mordenkainen's Faithful Hound, Nightmare, Servant Horde, Shrink Item.*

4th Level: *Globe of Invulnerability, Greater Glyph of Warding, Insect Plague, Persistent Image, Sword of Deception, Symbol of Weakness, Tree Shape, Wood Rot.*

5th Level: *Bigby's Interposing Hand, Energy Immunity, Eyebite, Repulsion, Screen, Symbol of Insanity, Telekinesis.*

6th Level: *Creeping Doom, Insanity, Refuge, Symbol of Sleep, Symbol of Stunning, Temporal Stasis.*

and counts as a thrown weapon. The penalty can be restored to its normal value with 10 minutes and a bar of soap.

Slapstick (Ex): At 8th level, any successful sneak attack also inflict a -2 Dex penalty to an enemy for one round.

Jack-in-the-Box King (Sp): Twice per day, a 10th level Jester may use *fabricate* or *major creation* as a spell-like ability, but only if he is constructing weapons or traps.

Killer Clown (Ex): At 12th level, so long as he meets the requirements of his Harlequin's face ability, the Jester can make a special Intimidate check as a move action. If successful, this check causes the enemy to suffer the panicked condition for a round per Jester level. This is a mind-effecting fear effect.

Annoy the Gods (Su): As world-class pranksters, Jesters must learn to avoid the curses and transformations of enemies with a sense of humor. Any time a 14th level Jester has spent at least one round as the victim of an effect that could be removed by a *break enchantment* effect, the effect is removed.

Prat Fall (Ex): At 16th level, any time a Jester strikes an enemy with a sneak attack, the Jester can make a free Trip attack that does not provoke an Attack of Opportunity. This ability cannot be used on any one enemy more than once a round. The Jester may not be tripped if this fails, and it may be used with ranged sneak attacks. The Jester may substitute his Dexterity modifier for his Strength modifier for the opposed test to trip his foe.

Last Trick (Su): At 18th level, the Jester can turn even his death into a joke. Any time the Jester is killed or knocked unconscious, one of his spells known is cast as if it were spell in a *contingency* effect.

Eternal Trickster (Ex): At 20th level, the Jester can become a personification of the Laughing God Who has No Temples. While meeting the requirements of his Harlequin's Mask ability, he does not age and is under the effects of a *mind blank* effect.

3.2.7 Knight
"Do you hear me you big lizard? You unhand that young man this instant!"

Knights are more than a social position; in fact many knights don't have any social standing at all. These knight errants uphold the values of honor, and make a name for themselves adventuring.

Playing a Knight: A Knight has the potential to dish out tremendous damage to a single opponent, and it is tempting to think of them as monster killers. However, it is best to realize in advance that the Knight does not often realize their tremendous damage output. The threat of the Knight's Designate Opponent ability is just that – a threat. A Knight excels at defensive tasks, and attacking a Knight is often one of the least effective options an opponent might exercise.

So by making it be a logical combat action for your opponents to attack your party's defensive expert, you've really contributed a lot to the party. A Knight can take a lot of the heat off the rest of the party. So don't get frustrated if enemies constantly interrupt your Designate Opponent action – that's the whole point. A Knight's role is to protect others, and the best way you can do that is to provide a legitimate threat to your opponents.

Alignment: Many Knights are Lawful. But not all of them. You have to maintain your code of conduct, but plenty of Chaotic creatures can do that too.

Races: Knights require a fairly social background to receive their training. After all, a solitary creature generally has little use for honor. As such, while Knights often spend tremendous amounts of time far from civilization, they are almost exclusively recruited from the ranks of races that are highly urban in nature.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: As Fighter.

Hit Die: d12

Class Skills: The Knight's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Diplomacy (Cha), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Knowledge (History, Nobility, and Geography) (Int), Listen (Wis), Perform (Cha), Ride (Dex), Sense Motive (Wis), Spot (Wis), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Knight class.

Weapon and Armor Proficiency: Knights are proficient with all simple weapons and Martial Weapons. Knights are proficient with Light, Medium, and Heavy Armor, Shields and Great Shields.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Designate Opponent, Mounted Combat, Code of Conduct
2nd	+2	+0	+0	+3	Damage Reduction
3rd	+3	+1	+1	+3	Energy Resistance, Speak to Animals
4th	+4	+1	+1	+4	Immunity to Fear, Knightly Spirit
5th	+5	+1	+1	+4	Command
6th	+6/+1	+2	+2	+5	Defend Others, Quick Recovery
7th	+7/+2	+2	+2	+5	Bastion of Defense, Draw Fire
8th	+8/+3	+2	+2	+6	Mettle, Spell Shield
9th	+9/+4	+3	+3	+6	Sacrifice
10th	+10/+5	+3	+3	+7	Knightly Order

Designate Opponent (Ex): As a Swift Action, a Knight may mark an opponent as their primary foe. This foe must be within medium range and be able to hear the Knight's challenge. If the target creature inflicts ay damage on the Knight before the Knight's next turn, the attempt fails. Otherwise, any attacks the Knight uses against the opponent during her next turn inflict an extra d6 of damage for each Knight level. This effect ends at the end of her next turn, or when she has struck her opponent a number of times equal to the number of attacks normally allotted her by her Base Attack Bonus.

Example: Vayn is a 6th level Knight presently benefiting from a haste spell, granting her an extra attack during a Full Attack action. On her turn she designates an Ettin as her primary opponent, and the Ettin declines to attack her during the ensuing turn. When her next turn comes up, she uses a Full Attack and attacks 3 times. The first two hits inflict an extra 6d6 of damage, and then she designates the Ettin as her opponent again. It won't soon ignore her!

Mounted Combat: A Knight gains Mounted Combat as a bonus feat at 1st level. If she already has Mounted Combat, she may gain any Combat feat she meets the prerequisites for instead.

Code of Conduct: A Knight must fight with honor even when her opponents do not. Indeed, a Knight subscribes to honor to a degree far more than that which is strictly considered necessary by other honorable characters. Actions which even hint at the appearance of impropriety are anathema to the Knight:

- A Knight must not accept undue assistance from allies even in combat. A Knight must refuse bonuses from Aid Another actions.
- A Knight must refrain from the use poisons of any kind, even normally acceptable poisons such as blade toxins.
- A Knight may not voluntarily change shape, whether she is impersonating a specific creature or not.
- A Knight may not sell Magic Items.

A Knight who fails to abide by her code of conduct loses the ability to use any of her Knightly abilities which require actions until she atones.

Damage Reduction (Ex): A Knight trains to suffer the unbearable with chivalry and grace. At 2nd level, she gains Damage Reduction of X/-, where X is half her Knight level, rounded down.

Energy Resistance (Ex): A Knight may protect herself from energy types that she expects. As a Swift Action, a 3rd level Knight may grant herself Energy Resistance against any energy type she chooses equal to her Knight Level plus her Shield Bonus. This energy resistance lasts until she spends a Swift Action to choose another Energy type or her Shield bonus is reduced.

Speak to Animals (Ex): A Knight can make herself understood by beasts. Her steed always seems to be able to catch the thrust of anything she says. A 3rd level Knight gains a bonus to any of her Ride and Handle Animal checks equal to half her Knight Level. In addition, there is no limit to how many tricks she can teach a creature, and her her Handle Animal checks are not penalized for attempting to get a creature to perform a trick it does not know.

Immunity to Fear (Ex): At 4th level, a Knight becomes immune to [Fear] effects.

Knightly Spirit (Ex): As a Move Equivalent Action, a 4th level Knight may restore any amount of attribute damage or drain that she has suffered.

Command: A Knight gains Command as a bonus feat at level 5.

Defend Others (Ex): A 6th level Knight may use her own body to defend others. Any ally adjacent to the Knight gains Evasion, though she does not.

Quick Recovery (Ex): If a 6th level Knight is stunned or dazed during her turn, that condition ends at the end of that turn.

Example: Vayn is hit by a mindblast and would be stunned for 7 turns. She misses her next action and then shakes off the condition ready to fight.

Bastion of Defense (Ex): A 7th level Knight can defend others with great facility. All adjacent allies except the Knight gain a +2 Dodge bonus to their Armor Class and Reflex Saves.

Draw Fire (Ex): A 7th level Knight can exploit the weaknesses of unintelligent opponents. With a Swift Action, she may pique the interest of any mindless opponent within medium range. That creature must make a Willpower Save (DC 10 + $\frac{1}{2}$ Hit Dice + Constitution Modifier) or spend all of its actions moving towards or attacking the Knight. This effect ends after a number of rounds equal to the Knight's class level.

Mettle (Ex): An 8th level Knight who succeeds at a Fortitude Partial or Willpower Partial save takes no effect as if she had immunity.

For example, if Vayn was hit with an inflict wounds spell and made her saving throw, she would take no damage instead of the partial effect in the spell description (half damage in this case).

Spell Shield (Ex): An 8th level Knight gains Spell Resistance of 5 + her character level. This Spell Resistance is increased by her shield bonus to AC if she has one.

Sacrifice (Ex): As an immediate action, a 9th level Knight may make herself the target of an attack or targeted effect that targets any creature within her reach.

Knightly Order: What is a powerful Knight without a descriptive adjective? Upon reaching 10th level, a Knight must join or found a Knightly order. From this point on, she may ignore one of the prerequisites for joining a Knightly Order prestige class. In addition, becoming a member of an order has special meaning for a 10th level Knight, and she gains an ability related to the order she joins. Some sample orders are listed below:

- **Angelic Knight:** The Angelic Knights are a transformational order that attempts to live by the precepts of the upper planes. An Angelic Knight gains wings that allow her to fly at double her normal speed with perfect maneuverability. Also an Angelic Knight benefits from protection from evil at all times.

- **Bane Knight:** The Bane Knights stand for running around burning the countryside with extreme burning. Bane Knights are immune to fire and do not have to breathe. In addition, a Bane Knight may set any unattended object on fire with a Swift Action at up to Medium Range.

- **Chaos Knight:** Chaos Knights stand for madness and Giant Frog. With the powers of Giant Frog, they can Giant Frog. Also their natural armor bonus increases by +5 and they are immune to sleep effects.

- **Dragon Knight:** Dedicated to the Platinum Dragon, the Dragon Knights serve love and justice in equal measure as dishes to those who need them. A Dragon Knight gains a +5 bonus to Sense Motive and any armor she wears has its enhancement bonus increased to +5 (it also gains a platinum sheen in the process, and as a side effect a Dragon Knight is never dirty for more than a few seconds).

- **Elemental Knight:** The Elemental Knights may be dedicated to a particular element, or somehow dedicated to all of them. An Elemental Knight can planeshift at will to any Inner plane or the Prime Material plane. Also, she is immune to stunning and always benefits from attune form when on any Inner Plane.

- **Fey Knight:** Using the powers of the Sprites, the Fey Knight has many fairy strengths. Firstly, she gains DR 10/Iron. Also, any of her attacks may do non-lethal damage at any time if this is desired. Also she never ages and does not need to drink.

- **Great Knight:** Clad in opulent armor, the Great Knight cares only for her own power. The Great Knight gains a +4 bonus on Disarm or Sunder tests, and gains a +4 Profane bonus to her Strength.

- **Hell Knight:** Forged in the sulphurous clouds of Baator, the Hell Knight is bathed in an evil radiance. In addition to being granted a ceremonial weapon made of green steel, a Hell Knight gains the coveted see in darkness ability of the Baatorians. Also, she has an inherent ability to know what every creature within 60' of finds most repugnant.

- **Imperial Knight:** The great Empire needs champions able to unswervingly support its interests, and the Imperial Knight is one of the best. She may impose a zone of truth at will as a Supernatural ability, and all of her attacks are Lawfully aligned. Also, she continuously benefits from *magic circle against chaos*.

3.2.8 Marshall

"The Jarls of Niefelheim think to banish our summers to a land of darkness. If they succeed there will be no second chances, no future generations. We will stop them here. For if our children's children are to even exist, they must remember our bravery on this day!"

The Marshall is a leader of men. Whether a member of a squad of Halfling special forces or the head of a rampaging horde of Bugbears, the Marshall's true home is the battlefield.

Alignment: Leaders arise on every aspect of the wheel. From the hordes of the Orcs to the formations of the Dwarves, there is almost always a charismatic leader at the head of any serious army. Serious armies are often employed by the forces of Law, as the forces of Chaos are often wont to be embodied by individuals pillaging without reference one to another. But the forces of Chaos have their share of tyrants as well.

Races: Almost all Marshalls are humanoids. There are few races of Giants or Magical Beasts that form warbands sufficient to warrant military leadership.

Attributes: Charisma is of prime importance to a Marshall. Other than that, a Marshall spends a lot of time yelling in plain view of enemies, so Constitution is of perhaps greater importance for them than it is to many other classes.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: As Paladin.

Hit Die: d12

Class Skills: The Marshall's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Craft (Int), Concentration (Con), Diplomacy (Cha), Disguise (Cha), Gather Information (Cha), Handle Animal (Cha), Heal (Wis), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge [Any] (Int), Listen (Wis), Move Silently (Dex), Profession (-), Ride (Dex), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+2	+2	Battle Shout, *Heal Injuries*, Inspire Bravery
2	+2	+3	+3	+3	Untiring, Magic Circle
3	+3	+3	+3	+3	Dispelling Glare, War Shout
4	+4	+4	+4	+4	Bolster Allies, Inspire Heroism
5	+5	+4	+4	+4	*Aura of Healing*, Project Voice
6	+6/+1	+5	+5	+5	Leadership, *Restoration*
7	+7/+2	+5	+5	+5	*Heal*, Terrible Shout
8	+8/+3	+6	+6	+6	Inspire Foolishness, Delaying Shout
9	+9/+4	+6	+6	+6	Inspire the Masses, *Revive the Dead*
10	+10/+5	+7	+7	+7	*Mass Heal*, Command Enemies
11	+11/+6/+1	+7	+7	+7	Massive Presence, Inspire Greater Heroism
12	+12/+7/+2	+8	+8	+8	Convert Opponents

All of the following are Class Features of the Marshall class.

Weapon and Armor Proficiency: Marshalls are proficient with all simple and Marshall weapons, as well as any Exotic Weapons appropriate to their race, religion, or culture. Marshalls are proficient with light, Medium, and Heavy armor as well as Shields and Great Shields.

Battle Shout (Ex): With a Swift Action, a Marshall may scream super loud and work up his allies for battle. All allies within short range gain a Morale Bonus to attack and damage rolls for 10 rounds. This bonus is half the Marshall's class level (rounded up) or the Marshall's Charisma modifier, whichever is less. Allies must be able to see and hear the Marshall for this bonus to take effect.

Heal Injuries (Sp): The blood of an army is the life of its men, and soldiers who cannot fight are less than worthless. With a one minute ritual, a Marshall can heal a number of characters equal to his class level of a number of hit points of damage equal to his ranks in the Heal skill. This action may be taken a number of times per day equal to 3 + the Marshall's Charisma Modifier (if any), and all affected characters must be within close range of the Marshall or the entire period.

Inspire Bravery (Ex): A Marshall's mere presence is a boon to the morale of his compatriots. All allies within short range of a Marshall may add the Marshall's Charisma modifier to their saves against [Fear] effects.

Untiring (Ex): A 2nd level Marshall need not ever sleep and is immune to any effects which cause *fatigue*, *exhaustion*, or *sleep*.

Magic Circle (Su): A 2nd level Marshall radiates a *magic circle* against an alignment of his choice at all times. He can end, resume, or change the alignment of his circle as a Swift action.

Dispelling Glare (Su): A 3rd level Marshall can attempt to destroy a magical effect by staring at it really hard. As a Swift Action, the Marshall may attempt to dispel a single magical effect or suppress a single magical item within medium range and line of sight. The dispelling effect and DC is as per *dispel magic*, and the Marshall's check is a d20 + Marshall Level.

War Shout (Ex): At 3rd level, a Marshall's Battle Shout effects all allies within Long Range. The allies must still be able to hear and see the Marshall as normal.

Bolster Allies (Ex): With a Swift action, a 4th level Marshall may assist all allies within short range of himself. These allies may each reroll one die roll made before the Marshall's next turn. They must be able to see and hear the Marshall when the reroll is called for.

Inspire Heroism (Ex): The allies of a 4th level Marshall are capable of heroic, even improbable feats so long as they can see and hear the Marshall. All allies within Short Range of the Marshall gain a +1 Luck bonus on attack rolls, skill and ability checks, and saves.

Aura of Healing (Su): A 5th level Marshall can activate an Aura of Healing as a Swift Action. This aura lasts for 10 rounds and may be activated a number of times per day equal to the Marshall's Charisma modifier. All allies within short range heal a number of hit points equal to the Marshall's ranks in Heal during the Marshall's turn while the aura is in effect.

Project Voice (Ex): The voice of a 5th level Marshall carries super far. In anything approaching normal conditions, the Marshall can project his voice out for a mile. The Marshall can automatically dispel a *silence* or similar effect as a Swift action.

Leadership: At 6th level, a Marshall gains a Leadership feat that he qualifies for as an additional feat.

Restoration (Sp): A 6th level Marshall can cast *restoration* as a spell-like abilty at will.

Heal (Sp): A 7th level Marshall may use *heal* as a spell-like ability with a caster level equal to his Character Level. This may be used a number of times per day equal to his Charisma modifier.

Terrible Shout (Ex): A 7th level Marshall can spook all enemies within Medium range with a terrible war howl. Enemies who can see and hear the Marshall within range must make a Will save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier) or become *frightened* for 10 rounds. This is a [Fear] effect and only affects creatures with an Intelligence score. Creatures who succeed in their save are unaffected for the next 24 hours.

Inspire Foolishness (Ex): People do dumb stuff for an 8th level Marshall. All allies within Short Range of a Marshall are immune to Fear so long as they can see and hear the Marshall.

Delaying Glare (Ex): An 8th level Marshall can trip up and delay enemies with a steady Glare and an intimidating stance. With a Swift Action, the Marshall may force all enemies within Medium Range to make a Will save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier) or become *slowed* for 10 rounds. Enemies must be able to see the Marshall, but they need not hear him.

Inspire the Masses (Ex): The Inspiration abiilties of a 9th level Marshall extend to Long range, provided that the allies can still see and hear the Marshall.

Revive the Dead (Sp): A 9th level Marshall can refill the ranks of his army by returning the fallen to life. With a 10 minute ritual, the Marshall can return a dead creature back to life so long as it has died within a number of days equal to the Marshall's ranks in the Heal skill. The newly alive awaken with a number of hit points as if they had had zero and then rested for 1 day (usually 2 hit points per hit die). The Marshall may do this a number of times per day equal to his Charisma modifier. This abiilty does not affect a character's level, nor does it restore removed body parts.

Mass Heal (Sp): A 10th level Marshall can cast *mass heal* as a spell-like ability a number of times per day equal to his Charisma modifier.

Command Enemies (Ex): With a standard action, a Marshall can issue commands to opponents as the spell *greater command*. Unless enemies make a Will Save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier), these commands are obeyed. This is a [Mind Affecting] [Language Dependant] ability.

Massive Presence (Su): An 11th level Marshall can grow one size category and emit light as a bonfire at will. In addition to making the Marshall stronger and more powerful as normal, the Marshall is of course much easier to see. This effect may be begun or ended as a Swift Action.

Inspire Greater Heroism (Ex): At 11th level, the Luck bonus provided by Inspire Heroism increases to +2. It still affects all allies who can see and hear him within Long Range (because of the Inspire the Masses ability).

Convert Opponents (Ex): A 12th level Marshall can make an opponent within Medium Range Friendly to himself and his cause with a Standard Action unless the creature makes a Will Save (DC 10 + $\frac{1}{2}$ Level + Charisma Modifier). This is a [Mind Affecting] [Compulsion] effect, but any changes in attitude caused by subsequent Diplomacy or actions are not. In all other respects, this functions as *charm monster*. This ability may be used at will.

3.2.9 Monk

"I am a Grand Master of Flowers. You are not."

Fantasy literature's view of the "martial artist" has about as much to do with a real martial artist as its view of salamanders has to do with real salamanders. But let's face the facts: Monks are totally sweet. They flip out and kill people with their hands. A Monk does not practice any "real" martial art, we call those people "Fighters" – a Monk practices an entirely magical martial art that only works in areas where badgers can talk and winged horses can fly.

Every Monk follows a different martial path that involves jumping super high and having glowing things coming off of their hands when they perform their super moves. Some monks use weapons, but most just use their hands and feet to devastating effect. Some Monks shout the names of their techniques in battle to demoralize their opponents, others stay aloof and silent during even the toughest of challenges.

Alignment: Monks may be of any alignment. Really. If a bar brawl breaks out, some Monks will try to break it up, other Monks will join in. Whatever.

Races: Because the martial paths of a Monk embrace all manners of comportment, from Stoic Lawfulness to Boisterous Chaos, almost every sapient race has those who take up the monk's path. With its lack of emphasis on ranged weaponry, few of the slower races turn towards these magical combat styles, and halflings and dwarves rarely become monks. The discipline emphasizes physical strength as much as it emphasizes perceptiveness and inner strength, so orcs are as likely to become monks as Kuo-Toa are.

Starting Gold: 2d4x10 gp (50 gold)

Starting Age: As Monk.

Hit Die: d8

Class Skills: The Monk's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Spot (Wis), Swim (Str), and Tumble (Dex).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Monk class.

Weapon and Armor Proficiency: Monks are proficient with all simple weapons, as well any weapon defined as a special monk weapon, such as the sai, the nunchuka, the kama, the shuriken, and the triple staff. Monks are not proficient with any armor or shields of any kind.

Armored in Life (Su): A Monk has a special Armor bonus whenever they are not using armor or shields that he is not proficient in. This Armor Bonus applies against Touch Attacks and Incorporeal Touch Attacks, and has a value of +4. Every even numbered class level, the Armored in Life bonus increases by 1. If the Monk wears armor which he is proficient in (for example: normal clothing) that has an enhancement bonus, that enhancement bonus applies to his Armored in Life Armor Bonus.

Wilow Step (Su): A true monk does not seek to outrun the fist, but to anticipate it. If a Monk would be allowed to add his Dexterity modifier to a Reflex Save or Armor Class, he may add his Wisdom bonus (if positive) instead.

Fatal Strike (Su): A Monk has a natural weapon Slam in addition to whatever else he is capable of doing. As a natural slam attack, if he uses no other natural or manufactured weapons he adds his Strength and a half to damage and may make iterative attacks if he has sufficient BAB. If the slam is used with other weaponry, it becomes a secondary natural attack, suffers a -5 penalty to-hit, and adds only half his Strength modifier to damage. A monk's slam attack does a base of 1d8 damage for a medium sized monk and does more or less damage as appropriate if the Monk is larger or smaller than medium size.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	AC Bonus
1st	+1	+2	+2	+2	Armored in Life, Fatal Strike, Willow Step, Fighting Style	+4
2nd	+2	+3	+3	+3	Rain of Flowers, Abundant Leap	+5
3rd	+3	+3	+3	+3	Fighting Style	+5
4th	+4	+4	+4	+4	Diamond Soul	+6
5th	+5	+4	+4	+4	Fighting Style	+6
6th	+6/+1	+5	+5	+5	Walk of a Thousand Steps	+7
7th	+7/+2	+5	+5	+5	Fighting Style	+7
8th	+8/+3	+6	+6	+6	Immaculate Diamond Soul	+8
9th	+9/+4	+6	+6	+6	Master Fighting Style	+8
10th	+10/+5	+7	+7	+7	Leap of the Clouds	+9
11th	+11/+6/+6	+7	+7	+7	Master Fighting Style	+9
12th	+12/+7/+7	+8	+8	+8	Master of the Four Winds	+10
13th	+13/+8/+8	+8	+8	+8	Master Fighting Style	+10
14th	+14/+9/+9	+9	+9	+9	Master of the Four Seasons	+11
15th	+15/+10/+10	+9	+9	+9	Grand Master Fighting Style	+11
16th	+16/+11/+11/+11	+10	+10	+10	Master of Diamond Soul	+12
17th	+17/+12/+12/+12	+10	+10	+10	Grand Master Fighting Style	+12
18th	+18/+13/+13/+13	+11	+11	+11	Perfect Mastery	+13
19th	+19/+14/+14/+14	+11	+11	+11	Grand Master Fighting Style	+13
20th	+20/+15/+15/+15	+12	+12	+12	Grand Master of Flowers	+14

Fighting Style (Su): At levels 1, 3, 5, and 7, the Monk learns a Fighting Style. Each Fighting style requires a Swift Action to activate, lasts one round, and is usable at will. Each Fighting Style must have a name (see Naming Your Fighting Style below), and provides two bonuses from the Fighting Style Abilities:

- While Active, your Fighting Style provides a +4 Dodge Bonus to AC.
- While Active, your Fighting Style provides a +4 Dodge Bonus to Saving Throws.
- While Active, your Fighting Style forces any opponent struck by your slam attack to make a Fortitude Save (DC 10 + $\frac{1}{2}$ your character level + your Wisdom Modifier) or become stunned for one round.
- While Active, your Fighting Style allows you to make an attack of opportunity against any opponent who attacks you. This attack of opportunity must be a trip or disarm attempt.
- While Active, your Fighting Style provides you with concealment.
- While Active, your Fighting Style provides a +30' Insight Bonus to your movement rate.
- While Active, your Fighting Style allows your slam attacks to ignore hardness and DR.
- While Active, your Fighting Style provides any bonuses it gives to your slam attack to any attack you make with any weapon.
- While Active, your Fighting Style causes your slam attack to inflict piercing damage and to inflict 2 points of Constitution damage.
- While Active, your Fighting Style causes your slam attack to inflict slashing damage and to reduce your opponent's movement rate by 10' every time they suffer damage from it. This movement rate reduction can be healed like ability damage (treating 5' of movement as 1 point of ability damage).
- While Active, your Fighting Style allows you to move through occupied spaces as if they were unoccupied and you provoke no attacks of opportunity for your movement.

Rain of Flowers (Su): Any time a 2nd level Monk inflicts lethal damage, he may elect to inflict non-lethal damage instead. Any time a Monk inflicts non-lethal damage, he may elect to inflict lethal damage instead.

Abundant Leap (Su): At 2nd level, a Monk's ability to jump is unbounded by his height. In addition, the DC for any jump check is divided by two.

Diamond Soul (Su): At 4th level, the Monk gains Spell Resistance equal to 5 + his character level. At 8th level, his soul becomes immaculate and his Spell Resistance improves to 10 + character level, and at 16th level he masters his diamond soul and his spell resistance improves to 15 + character level.

Walk of a Thousand Steps: Once per day, a Monk of sixth level or higher may activate a Fighting Style and extend its duration to 1 round/level rather than 1 round. Activating this Fighting Style is still a Swift Action. Other Fighting Styles may be activated during this period, though their duration is normally going to be only 1 round.

Master Fighting Style (Su): At levels 9, 11, and 13, the Monk learns a Master Fighting Style. Each Master Fighting style requires a Swift Action to activate, lasts one round, and is usable at will. Each Master Fighting

Style must have a name (see Naming Your Fighting Style below), and provides two bonuses from the Master Fighting Style Abilities. When a Monk gains a new Master Fighting Style, he may replace one of his Fighting Styles with a different Fighting Style.

- While Active, your Master Fighting Style allows you to *teleport* yourself and everything you are physically carrying 60 feet in any direction as a free action usable once per round.
- While Active, your Master Fighting Style provides total concealment.
- While Active, your Master Fighting Style transforms your slam attacks into Force effects that inflict Force damage.
- While Active, your Master Fighting Style affects any creature struck with your slam attack with a *banishment* effect that transports it back to its home plane unless it succeeds at a Will save (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier). Outsiders suffer a -4 penalty to their saving throw. A creature so banished, may not return to the plane it was banished from for a year.
- While Active, your Master Fighting Style forces any creature struck by your slam attack to make a Reflex Save (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier) or be helpless for one round.
- While Active, your Master Fighting Style provides you the effect of an *air walk* spell, and gives you a +20' Competence bonus to your speed.
- While Active, your Master Fighting Style affects any opponent you successfully trip or bulrush with the violent thrust version of *telekinesis*, with a caster level equal to your character level. There is no saving throw against this effect.
- While Active, your Master Fighting Style allows you to shoot fire out of your hands or mouth as a standard action. The fire can be shot out to medium range, requires a ranged touch attack, and inflicts 1d6 of fire damage per character level if it hits.
- While Active, your Master Fighting Style causes your slam attack to inflict vile damage.
- While Active, your Master Fighting Style forces every creature within 10 feet of you to make a Will save (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier) or become panicked for one minute.
- While Active, your Master Fighting Style affects any target you strike with your slam attack with a targeted version *greater dispelling* with a caster level equal to your character level.
- While Active, your Master Fighting Style causes 5d6 of Sonic damage to everything within 30 feet of you when you inflict damage with your slam attack against any target. You are immune to Sonic damage while your Master Fighting Style is active.
- Instead of gaining a Master Fighting Style Ability, you may choose two regular Fighting Style Abilties.

Leap of the Clouds (Su): At 10th level, the DC for any jump check is divided by 5.

Master of the Four Winds (Su): The Monk's breath of life is carried on the winds of fate. At 12th level, if the monk is restored to life, he doesn't lose a level for doing so.

Master of the Four Seasons: Time passes relentlessly in the world, but for a monk of 14th level, the change of seasons is as no change at all. He no longer appears to age, never accumulates any additional penalties for growing older and will never die of old age.

Grand Master Fighting Style (Su): At levels 15, 17, and 19, the Monk learns a Grand Master Fighting Style. Each Grand Master Fighting style requires a Swift Action to activate, lasts one round, and is usable at will. Each Grand Master Fighting Style must have a name (see Naming Your Fighting Style below), and provides two bonuses from the Grand Master Fighting Style Abilities. When a Monk gains a new Grand Master Fighting Style, he may replace one of his Fighting Styles or Master Fighting Style with a different Style of the same type. Grand Master Fighting Style Abilities:

- While Active, your Grand Master Fighting Style makes you and everything you are carrying incorporeal, your slam attacks are incorporeal touch attacks.
- While Active, your Grand Master Fighting Style slows down time to the point where you can act twice each round, you do not gain an extra Swift Action during your extra actions.
- While Active, your Grand Master Fighting Style allows you to punch a hole through space and time, allowing you to open a travel version of *gate* with a slam attack.
- While Active, your Grand Master Fighting Style prevents all [Teleport] effects from entering or exiting within 1 mile of your location.
- While Active, your Grand Master Fighting Style causes your slam attacks to reduce the spell resistance of enemies by an equal amount to the damage the slam attack inflicts.
- While Active, your Grand Master Fighting Style forces every creature struck with your slam attack to make a Fortitude save (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier) or die.
- While Active, your Grand Master Fighting Style affects any target you strike with your slam attack with a *disintegrate* effect, with a caster level equal to your character level (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier).
- While Active, your Grand Master Fighting Style causes you to regenerate. You recover a number of points of non-lethal damage each round equal to your character level. Unarmed or Slam attacks inflict regular damage.

- While Active, your Grand Master Fighting Style forces any opponent you strike with your slam attack to make a Willpower save (DC 10 + $\frac{1}{2}$ character level + Wisdom Modifier) or become *feebleminded*.
- While Active, your Grand Master Fighting Style affects every target you strike with a slam attack with the violent thrust version of *telekinesis*, with a caster level equal to your character level. There is no saving throw against this effect.
- Instead of gaining a Grand Master Fighting Style Ability, you may choose two Master Fighting Style Abilties.

Naming your Fighting Style: Roll a d10, or choose an adjective, an animal, and a noun:

1	Running	1	Ox	1	Fist
2	Hungry	2	Tiger	2	Stance
3	Angry	3	Dragon	3	Spinning Kick
4	Naked	4	Crane	4	Attack
5	Drunken	5	Monkey	5	Technique
6	Fortunate	6	Turtle	6	Style
7	Lazy	7	Manticore	7	Dance
8	Swift	8	Serpent	8	Movement
9	Powerful	9	Hummingbird	9	Touch
10	Enlightened	10	Demon	10	Fu

Note from the authors: Feel free to add any adjectives, animals, or nouns that you want. There's no reason that your character's fighting style has to be called "Naked Tiger Stance" rather than "Astonished Centaur Defense".

Perfect Mastery: Once per day, a Monk of 18th level or higher may activate a Fighting Style, Master Fighting Style, or Grand Master Fighting Style and extend its duration to 1 round/level rather than 1 round. Activating this style is still a Swift Action. Other styles may be activated during this period, though their duration is normally going to be only 1 round.

Grand Master of Flowers: At 20th level, the Monk becomes an Outsider, and immortal of legend. He gains the augmented subtype of his previous type, and has Damage Reduction of 20/Epic.

3.2.10   Samurai

"My ancestors had words for people who would do such a thing. They were not nice words."

The war torn countrysides of many a land are held together with tremendous amounts of dedicated work by masters of weaponry and honor. These martial specialists represent the structure of society by their very existence, and beat the living crap out of any who would dare to stand against it.

At least, that's the idea. In truth, there are those who take upon the mantle of the Samurai only to betray its ideals. Those who trample the fabric of the social network they are supposedly sworn to protect.

Alignment: The Samurai can be of any alignment. All of them must maintain the veneer of honor and civility, though there is no reason that they have to actually be Lawful.

Races: The Samurai is primarily found in societies where the law of the land is held in primacy over other things. So while a Samurai himself does not have to be Lawful, Lawful races bear the vast majority of Samurai.

Starting Gold: 4d6x10 gp (140 gold), plus one masterwork weapon.

Starting Age: As Fighter.

Hit Die: d8

Class Skills: The Samurai's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Swim (Str), and Tumble (Dex).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Samurai class.

Weapon and Armor Proficiency: Samurai are proficient with all simple and martial weapons, as well as a single Exotic weapon appropriate to the Samurai's tradition. Samurai are proficient with Light and Medium Armor, but not with shields of any kind.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Ancestral Weaponry, Pledge of Loyalty
2nd	+2	+0	+0	+3	Horde Breaker
3rd	+3	+1	+1	+3	Kiai!
4th	+4	+1	+1	+4	Whirlwind Attack
5th	+5	+1	+1	+4	Ancestral Guidance
6th	+6/+1	+2	+2	+5	Blindfighting, Terrible Blows
7th	+7/+2	+2	+2	+5	Iaijutsu
8th	+8/+3	+2	+2	+6	Parry Magic
9th	+9/+4	+3	+3	+6	Subtle Cut
10th	+10/+5	+3	+3	+7	Blade of Devastation
11th	+11/+6/+6	+3	+3	+7	Iaijutsu Focus
12th	+12/+7/+7	+4	+4	+8	Cut Magic
13th	+13/+8/+8	+4	+4	+8	Deny Arcane Defenses
14th	+14/+9/+9	+4	+4	+9	Final Cut
15th	+15/+10/+10	+5	+5	+9	Iaijatsu Master
16th	+16/+11/+11/+11	+5	+5	+10	Reflect Magic
17th	+17/+12/+12/+12	+5	+5	+10	Blade of Souls
18th	+18/+13/+13/+13	+6	+6	+11	Deny Armor
19th	+19/+14/+14/+14	+6	+6	+11	Iaijutsu Grandmaster
20th	+20/+15/+15/+15	+6	+6	+12	Scrolls of Wisdom

Ancestral Weaponry: Every culture with a Samurai tradition has a signature weapon that Samurai from that culture use. Whether it is the Spiked Chain of the Hobgoblin Khanate of Khadun or the Katana of the Human Empire of Rokugan, the weapon serves as a symbol of the office and prowess of the Samurai.

A samurai can only have one weapon designated as his Ancestral Weapon at a time, and this weapon must be a masterwork weapon exalted by the Samurai's warrior culture. He must perform a 24 hour ritual to call his ancestral spirits into the weapon and designate it as his Ancestral Weapon. This ritual costs 100 gp in incense and offerings, and once performed grants the following abilities:

- Counts as his Ancestral Weapon for all Samurai abilities.
- Has a minimum enhancement bonus to attack and damage equal to his level divided by three (maximum of +5 for a samurai of 20th level or lower).
- The Ancestral weapon has double HPs and +10 Hardness, and has the Ghost Touch special property.

Example: Bandy Humaido is a halfling samurai, and his people greatly extort the halfling skiprock as a weapon of war – but because the skiprock is thrown weapon ammunition, it is inappropriate as an Ancestral Weapon (which, of course, you could only have one of). As such, Bandy instead draws the power of his ancestors into a short sword.

Pledge of Loyalty: Samurai pledge their loyalty to a Lord, a figure of temporal power and head of a noble family or clan. To retain this Lord, they must follow this Lord's orders and uphold any Code of Conduct the Lord obeys. As long as a Samurai does these two things, he cannot be forced to act against his Lord or Lord's family by mind-affecting effects.

Samurai who have broken their vows to their lord are called ronin, while samurai who have never been pledged to a lord or are unwilling to do so are weaponmasters called kensai, sword saints, or simply "master swordsman" or other descriptive title. Regardless of their name, Samurai without a Lord receive a +4 bonus against mind-affecting effects.

Horde Breaker: A Samurai gains Horde Breaker as a bonus feat at 2nd level. If the Samurai already has this feat, he may choose a [Combat] Feat instead, but only if he meets the prerequisites of that feat.

Kiai! (Ex): At 3rd level, a Samurai may convert a successful strike into a confirmed critical hit. He may use this ability a number of times per day equal to his half his Samurai level +2. This ability is a free action that is declared after the strike is rolled and confirmed as a hit, but before damage is rolled. This ability cannot be used on Attacks of Opportunity.

Whirlwind Attack: A Samurai gains Whirlwind Attack as a bonus feat at 4th level.

Ancestral Guidance(Sp): At 5th level, a Samurai may seek guidance from his ancestors. This counts as a *commune* effect that can be used once a day. A samurai can also seek guidance from other peoples' ancestors if they are available. This works like a *speak with dead* effect that may be used once per day.

Blindfighting: A Samurai gains Blindfighting as a bonus feat at 6th level. If the Samurai already has this feat, he may choose a [Combat] Feat instead, but only if he meets the prerequisites of that feat.

Terrible Blows (Su): At 6th level, a Samurai's Ancestral Weapon bypasses Damage Reduction and ignores Hardness.

Iaijutsu (Ex): When a 7th level Samurai has the Edge on an opponent, he may take an attack of opportunity against that opponent as an immediate action at any time.

Parry Magic (Su): At 8th level, a Samurai may use his Ancestral Weapon to parry magic targeted at him with Attacks of Opportunity provoked by the targeted effect. If he can make an attack roll against an AC equal to the spell or effect's DC with this Attack of Opportunity, the effect is automatically dispelled.

Subtle Cut: A Samurai gains Subtle Cut as a bonus feat at 9th level. If the Samurai already has this feat, he may choose another [Combat] Feat instead, but only if he meets the prerequisites of that feat.

Blade of Devastation (Su): At 10th level, the Samurai may attack enemies within his reach through objects and walls, his Ancestral Weapon automatically destroying any unattended object or wall in the way with a Hardness less than 20. As a result, enemies do not gain cover bonuses against an attacking Samurai. This effect can also pierce [force] effects.

As a standard action, he can also destroy unattended objects of any Hardness with a successful Ancestral weapon attack, or dispel up to a 10' by 10' section of a [force] effect.

Iaijutsu Focus (Ex): At 11th level, a Samurai may make up to his per round limit of Attacks of Opportunity against any opponent(s) that he threatens as an immediate action.

Cut Magic (Su): At 12th level, a Samurai may attack ongoing spell effects by attacking the square they are in for Area of Effect effects or the object or person for targeted effects (which does damage as normal to the object or person). This attack is handled like the Samurai's Parry Magic ability, but it only dispels a 10' by 10' section of an Area of Effect spell or spell-like ability.

Deny Caster Defenses (Ex): At 13th level, a Samurai attacking with his Ancestral Weapon ignores any AC bonuses on his targets that come from spells or spell-like abilities.

Final Cut(Ex): At 14th level, a Samurai's Ancestral Weapon gains the Vorpal Special quality, even if it is not a slashing weapon.

Iaijutsu Master(Ex): At 15th level, any enemy struck by a Samurai's Attacks of Opportunity must make a Fortitude save against a DC equal to 10 + half the Samurai's HD + the Samurai's Wisdom bonus or be dazed for one round. A successful save against this effect makes the enemy immune to this effect for five rounds.

Reflect Magic(Su) : At 16th level, an spell effect that would be dispelled by a successful use of the Samurai's Parry Magic ability can instead be reflected back on the caster, as per a spell turning effect.

Blade of Souls: At 17th level, any enemy killed by a Samurai's Ancestral Weapon has his soul sucked into it, and this enemy cannot be raised, resurrected, or otherwise returned to life until the Ancestral Blade is broken. Each time the Ancestral Weapon takes a soul, the Samurai gains a single bonus use of his Kiai! ability that must be used before the next sunrise.

Deny Armor(Su): At 18th level, a Samurai attacking with his Ancestral Weapon ignores any AC bonuses on his targets that come from armor or natural armor.

Iaijutsu Grandmaster (Ex): At 19th level, any Attack of opportunity made by the Samurai is automatically a confirmed critical hit.

Scrolls of Wisdom: At 20th level, the Samurai has reached the pinnacle of his art, and he may compose a treatise of his collected wisdom. If he spends one month composing this treatise, he may distribute it and spread his wisdom. Anyone who reads this treatise gains a +2 competence bonus to attack characters with Samurai levels, but a -8 penalty to attack the writer of the treatise.

In addition, a Samurai who writes his treatise no longer takes ability penalties for aging as long as one copy of the treatise exists.

3.2.11 Summoner
"Watch me pull a rhinoceros out of my hat."

Alignment: A Summoner may be of any alignment.

Races: Summoners appear in every race. Halflings in particular are very likely to adopt the way of the Summoner.

Starting Gold: 4d4x10 gp (100 gold)

Starting Age: As Rogue.

Hit Die: d6

Class Skills: The Summoner's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Escape Artist (Dex), Handle Animal (Cha), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (nature) (Int), Knowledge (the planes) (Int), Profession (Wis), Ride (Dex), Sense Motive (Cha), and Spellcraft (Int).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells Per Day									
						0	1	2	3	4	5	6	7	8	9
1st	+0	+0	+2	+2	Rapid Summoning, Summoned Cohort, Armored Casting, Aura	5	3	-	-	-	-	-	-	-	-
2nd	+1	+0	+3	+3	Sudden Extend	6	4	-	-	-	-	-	-	-	-
3rd	+1	+1	+3	+3	Advanced Learning	6	5	-	-	-	-	-	-	-	-
4th	+2	+1	+4	+4	Extended Summoning: 1st level	6	6	3	-	-	-	-	-	-	-
5th	+2	+1	+4	+4	Advanced Learning	6	6	4	-	-	-	-	-	-	-
6th	+3	+2	+5	+5	Master Tactician	6	6	5	3	-	-	-	-	-	-
7th	+3	+2	+5	+5	Advanced Learning, Summon	6	6	6	4	-	-	-	-	-	-
8th	+4	+2	+6	+6		6	6	6	5	3	-	-	-	-	-
9th	+4	+3	+6	+6	Advanced Learning, Extended Summoning: 2nd level	6	6	6	6	4	-	-	-	-	-
10th	+5	+3	+7	+7	Medium Armor Proficiency	6	6	6	6	5	3	-	-	-	-
11th	+5	+3	+7	+7	Advanced Learning, Improved Summoning	6	6	6	6	6	4	-	-	-	-
12th	+6/+1	+4	+8	+8	Advanced Aid	6	6	6	6	6	5	3	-	-	-
13th	+6/+1	+4	+8	+8	Advanced Learning	6	6	6	6	6	6	4	-	-	-
14th	+7/+2	+4	+9	+9	Extended Summoning: 3rd level	6	6	6	6	6	6	5	3	-	-
15th	+7/+2	+5	+9	+9	Advanced Learning, Improved Summoning	6	6	6	6	6	6	6	4	-	-
16th	+8/+3	+5	+10	+10	Shield Proficiency	6	6	6	6	6	6	6	5	3	-
17th	+8/+3	+5	+10	+10	Advanced Learning	6	6	6	6	6	6	6	6	4	-
18th	+9/+4	+6	+11	+11		6	6	6	6	6	6	6	6	5	3
19th	+9/+4	+6	+11	+11	Advanced Learning, Extended Summoning: 4th level	6	6	6	6	6	6	6	6	6	4
20th	+10/+5	+6	+12	+12	Perfect Summon	6	6	6	6	6	6	6	6	6	6

All of the following are Class Features of the Summoner class.

Weapon and Armor Proficiency: Summoners are proficient with all simple weapons, as well as the bola, the whip, the net, and the harpoon. Summoners are proficient with light armor but not with shields of any kind. At 10th level, a Summoner gains proficiency with Medium Armor. At 16th level, the Summoner gains proficiency with shields.

Spellcasting: The Summoner is an Arcane Spellcaster with the same spells per day progression as a Sorcerer. A Summoner casts spells from the Summoner Spell List (below). A Summoner automatically knows every spell on her spell list. She can cast any spell she knows without preparing them ahead of time, provided that spell slots of an appropriate level are still available.To cast a Summoner spell, she must have a Charisma at least equal to 10 + the Spell level. The DC and bonus spells of the Summoner's spells is Charisma based.

Rapid Summoning: A Summoner can cast summoning spells in less time than most other casters. Any Conjuration spell of the [Summoning] subschool that a Summoner casts that would have a casting time of one full round have a casting time of 1 standard action instead. This ability has no effect on spells which already require less than one full round to cast, nor does it affect spells with a casting time greater than one full round.

Summoned Cohort: Once per day when a Summoner casts a Conjuration spell of the [Summoning] subschool, she may extend its duration to 24 hours. This ability is not cumulative with other effects that increase the duration of a spell.

Armored Casting: A Summoner casts arcane spells, but she is not affected by the arcane spell failure of any armor or shield she is proficient with. This ability only applies to her Summoner spells, if she is able to cast any other arcane spells, they are affected by arcane spell failure normally.

Aura: A Summoner's strong connection to the outer planes causes them to be detected very strongly of whatever alignment she has. For purposes of spells like *detect chaos*, levels in Summoner count as Outsider hit dice.

Sudden Extend: At 2nd level, the Summoner gains Sudden Extend as a bonus feat. If she already has Sudden Extend, she may gain any metamagic feat that she qualifies for instead.

Advanced Learning: At 3rd level and every two levels afterwards, the Summoner may permanently add one spell to her spell list. This spell must be of a level she can already cast, and it must be of the Conjuration school. Only spells from the Cleric, Druid, or Wizard spell list may be added in this way.

Extend Summoning: Conjuration spells of the [Summoning] subschool that the Summoner casts can be affected by the Extend Spell metamagic for free. At 4th level, the Summoner may apply this free spell extending to spells of 1st level or lower. At 9th level, she may apply it to 2nd level spells, at 14th level she may apply it to 3rd level spells, and at 19th level she may apply Extend Spell for free to 4th level spells.

Master Tactician: A Summoner learns to fight with many allies. At 6th level, any ally within 30 feet of her may gain a +4 bonus for flanking instead of the normal +2 bonus as long as they can perceive the Summoner.

***Summon (Sp)*:** At 7th level, a Summoner can attempt to summon outsiders with an alignment identical to her own. Summoning another creature of the same character level has a 40% chance of success, and summoning a creature of a lower level increases the chances of success by 10% for every level the Summoner's level exceeds the CR of the target.

Advanced Aid (Ex): A Summoner of 12th level may take the Aid Another action as a free action once per round.

Improved *Summoning*: At 11th level, the Summoner's chances to *summon* an outsider increase by 10%. This chance increases by another 10% at 15th level.

Perfect *Summon*: At 20th level, the Summoner's *summon* power has a 100% chance of success, even when summoning a creature of equal level to herself.

Summoner Spell List:

0th level: *Anticipate Teleportation, Caltrops, Darkness, Detect Magic, Detect Poison, Light, Protection from Alignment, Read Magic, Resist Planar Alignment*

1st level: *Avoid Planar Effects, Comprehend Languages, Grease, Portal Beacon, Summon Frost Beast I, Summon Monster I, Summon Nature's Ally I, Summon Undead I, Wall of Smoke*

2nd level: *Analyze Portal, Baleful Transposition, Dimension Hop, Daylight, Deeper Darkness, Entangle, Phantom Steed, Planar Tolerance, Portal Alarm, Regroup, Sleet Storm, Summon Frost Beast II, Summon Monster II, Summon Nature's Ally II, Summon Undead II, Tongues, Web, Wind Wall*

3rd level: *Clairaudience/Clairvoyance, Dimension Step, Dimensional anchor, Greater Anticipate Teleportation, Magic Circle Against Alignment, Plant Growth, Stinking Cloud, Summon Frost Beast III, Summon Monster III, Summon Nature's Ally III, Summon Undead III, Vipergout, Wall of Ice*

4th level: *Dimension Door, Dismissal, Drawmij's Instant Summons, Lesser planar ally, lesser planar binding, Summon Frost Beast IV, Summon Monster IV, Summon Nature's Ally IV, Summon Undead IV, Wall of Fire*

5th level: *Dimension Shuffle, Dimensional Lock, Evard's Black Tentacles, Greater Dimension Door, Planeshift, Summon Frost Beast V, Summon Monster V, Summon Nature's Ally V, Summon Undead V, Teleport, Wall of Iron, Wall of Stone, Word of Recall*

6th level: *Antipathy, Greater Planeshift, Planar Ally, Planar Binding, Planar Bubble, Summon Frost Beast VI, Summon Monster VI, Summon Nature's Ally VI, Sympathy, Wall of Thorns*

7th level: *Binding, Forcecage, Greater Teleport, Maze, Shadowwalk, Summon Frost Beast VII, Summon Monster VII, Summon Nature's Ally VII, Teleport Object*

8th level: *Freedom, Greater Planar Ally, Greater Planar Binding, Shades, Summon Frost Beast VIII, Summon Golem, Summon Monster VIII, Summon Nature's Ally VIII*

9th level: *Elemental Swarm, Gate, Imprisonment, Refuge, Summon Elemental Monolith, Summon Frost Beast IX, Summon Monster IX, Summon Nature's Ally IX, Teleportation Circle, Unbinding*

3.2.12 Thief Acrobat
"They put their safe on the ceiling, it's like they wanted me to take these scrolls."

While the common rogue is a thief, con-man, and scout extraordinaire, the thief acrobat is a highly trained specialist in the art of housebreaking and feats of dexterity and acrobatics. As an adventurer, they are masters of negotiating difficult terrain and situations with flair and panache. Masters of athletics and gymnastics, they

hone their art to a level that seems to be magical to the initiated. Most use these skills to gain the easy score or poorly defended hoard, but some take up the life of an adventurer as a chance to test their purely mortals skills against the world full of magic and supernatural creatures.

Alignment: Any.

Races: Any

Starting Gold: 4d4x10 gp (100 gold)

Starting Age: As Rogue

Hit Die: d6

Class Skills: The Thief Acrobat's skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Disable Device (Int), Escape Artist (Dex), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skills/Level: 6 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+0	Acrobatic Flair, Trapfinding, Pole Jump
2nd	+1	+0	+3	+0	+1d6 Sneak Attack, Evasion
3rd	+2	+1	+3	+1	Sure Climb, Kip Up
4th	+3	+1	+4	+1	*Detect Magic*, Grapple Line
5th	+3	+1	+4	+1	+2d6 Sneak Attack, Rapid Stealth
6th	+4	+2	+5	+2	Mercurial Charge
7th	+5	+2	+5	+2	+3d6 Sneak Attack, Unsettling Choreography
8th	+6/+1	+2	+6	+2	Improved Evasion
9th	+6/+1	+3	+6	+3	+4d6 Sneak Attack, Athletic Cascade
10th	+7/+2	+3	+7	+3	Skill Mastery
11th	+8/+3	+3	+7	+3	+5d6 Sneak Attack, Aggressive Stealth
12th	+8/+3	+4	+8	+4	Dedicated Evasion
13th	+9/+4	+4	+8	+4	+6d6 Sneak Attack, Power Slide
14th	+10/+5	+4	+9	+4	Shadow Tumble
15th	+11/+6/+6	+5	+9	+5	+7d6 Sneak Attack
16th	+12/+7/+7	+5	+10	+5	Death From Above
17th	+12/+7/+7	+5	+10	+5	+8d6 Sneak Attack
18th	+13/+8/+8	+6	+11	+6	Supreme Skill Mastery
19th	+14/+9/+9	+6	+11	+6	+9d6 Sneak Attack
20th	+15/+10/+10	+6	+12	+6	Supreme Evasion

All of the following are Class Features of the Thief Acrobat class.

Weapon and Armor Proficiency: Thief Acrobats are proficient with all simple weapons, as well as the sap, the shortsword, the whip, the bolas, the long staff, and the shuriken. Thief Acrobats are proficient with light armor but not with shields of any kind.

Trapfinding: At 1st level, Thief Acrobats can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Finding a nonmagical trap has a DC of at least 20, or higher if it is well hidden. Finding a magic trap has a DC of 25 + the level of the spell used to create it. Thief Acrobats can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the spell used to create it. An Thief Acrobat who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

Acrobatic Flair (Ex): A Thief Acrobat may move her full movement while using the Tumble or Balance skill without suffering a penalty or increasing the DC of her check.

Pole Jump (Ex): If holding a pole, spear, staff, long staff, or other pole-like object in both hands, a Thief Acrobat can add twice her reach to her final distance moved during a Jump check, and in this instance her jump distances are not limited by her height.

Sneak Attack (Ex): At 2nd level, a Thief Acrobat gains the sneak attack ability as a Rogue. Her sneak attacks inflict an extra d6 of damage at 2nd level. This damage increases by 1d6 at levels 5, 7, 9, 11, 13, 15, 17, and 19.

Evasion (Ex): If a 2nd level Thief Acrobat succeeds in a Reflex Save to halve damage, she suffers no damage instead.

Sure Climb (Ex): At 3rd level, a Thief Acrobat gains a climb speed equal to half her land speed.

Kip Up (Ex): At 3rd level, a Thief Acrobat may stand up from prone as a free action that does not provoke an attack of opportunity.

***Detect Magic (Sp)*:** At 4th level, a Thief Acrobat may use *detect magic* at-will as a spell-like ability. A Thief Acrobat may use her Appraise Skill in place of her Spellcraft in order to glean additional information from her *detect magic*.

Grapple Line: At 4th level, a Thief Acrobat becomes a master of using grapples and grappling lines. By firing a missile weapon designed as a grappling weapon at an unoccupied square and doing at least 1 point of damage to an object filling that square (wall, ceiling, statue, etc) or a securely affixed object (ceiling post, small statue affixed to floor, etc), a Thief Acrobat can run a rope from his current potion to that location as a full round action. He may then use this rope to make Balance or Climb checks as normal.

Weapons designed as grappling weapons have a simple pulley and loop attached at the end and are balanced for this modification, and have at least a 50' length of strong thread running through it and connected to a rope so that it can be pulled through swiftly. They cost an additional +1 GP each (ammunition costs as much as normal weapons), and suffer a 5 ft reduction in range increment. Many grappling weapons are made out of adamantite in order to better penetrate hard materials like stone.

Rapid Stealth (Ex): At level 5, the Thief Acrobat does not suffer the -10 penalty to Move Silently or Hide for moving at her full normal speed. She still suffers the normal -20 penalties to hide and move silently for running or fighting if she performs those actions.

Mercurial Charge (Ex): At level 6, a Thief Acrobat need not move in a straight line to charge, nor must she charge the closest available space. She still may not move back on herself during a charge, and her charge move still ends as soon as she threatens her target.

Unsettling Choreography (Ex): A Thief Acrobat of 7th level is adept at making other creatures fall down, and may use her Dexterity Modifier in place of her Strength modifier when making a trip or bullrush attempt.

Improved Evasion (Ex): When a Thief Acrobat of 8th level fails a Reflex Save to halve damage, she takes half damage anyway.

Athletic Cascade (Ex): At 9th level, if a Thief Acrobat moves before making an attack, for the purposes of flanking she may count any square she has moved through as threatening an opponent, in addition to the space she is actually attacking from. In this manner, she may even flank with herself.

Skill Mastery (Ex): At 10th level, a Thief Acrobat is able to take 10 on any Appraise, Balance, Disable Device, Jump, Hide, Move Silently, and Tumble checks even in stressful or dangerous situations.

Aggressive Stealth (Ex): A Thief Acrobat of 11th level does not suffer the -20 penalty to Hide or Move Silently checks for running or fighting.

Dedicated Evasion (Ex): At 12th level, a Thief Acrobat gains the ability to evade with almost supernatural skill. As a standard action, she can add her Thief Acrobat level as a Dodge bonus to her Reflex Saves and AC for one round.

Power Slide (Ex): If a 13th level Thief Acrobat takes damage from an attack, she may allow herself to be flung backwards , thereby lessening the impact. She may make a Balance check with a DC equal to the damage inflicted and if she succeeds, she suffers only half damage. This is a skill check, not a Saving Throw, so abilities such as Evasion do not apply. She is moved away from the source of damage by 5' for every 5 points of damage (or part there of) negated in this way. If there is not enough space for her to move, she suffers a d6 of damage for each square not moved. If she passes through an occupied square, the Thief Acrobat would have to make a tumble check to avoid attacks of opportunity.

Shadow Tumble (Su): At 14th level, a Thief Acrobat has learned to tumble through the Plane of Shadow. She may make a tumble check with a DC equal to 10 plus five for every square she wishes to pass through another plane of existence. Intervening terrain, even walls of force have no effect on movement through the plane of shadow. The Thief Acrobat's total distance moved does not increase, no matter how much of it may be taken through the plane of shadow.

Death From Above (Ex): At 16th level, the Thief Acrobat has learned to used the energy of a fall to devastating effect. If the Thief Acrobat can fall at least 30' (by falling from a height or by using a Jump check) and end in her enemy's square, any attacks made at the end of that fall do triple damage. Sneak Attack is not multiplied in this way.

Supreme Skill Mastery: At 19th level, a Thief Acrobat is able to take 20 on any Appraise, Balance, Disable Device, Jump, Hide, Move Silently, and Tumble checks even in stressful or dangerous situations, and does not take twenty times as long as usual for taking 20.

Supreme Evasion (Ex): At 20th level, a Thief acrobat takes no damage from any effect requiring a Reflex save.

3.3 Monster Base Classes

3.3.1 Fiendish Brute [Fiend]
Rowwr!"

The power of a fiend goes beyond mere magical power: it is a transformation into a form that most suits one's evil. For some fiends, physical power is the route by which they work their will on the world, and fangs and claws are just a few of the weapons that fiends develop in order to rend the helpless flesh of their prey. Physical transformations like stingers, wings, poisons, and vile diseases all find their way into the armaments of fiends, but do not think that these are the limits of their evil; fiends are nothing if not creative in the pursuit of their own particular brand of evil.

Alignment: A character must be non-good to take any levels in Fiendish Brute. Nothing happens to a Fiendish Brute if he becomes Good, save that he must look elsewhere for class advancing.

Races: The Fiendish Brute is *only* available to Outsiders with a plane of origin in the Lower Planes. Creatures from the prime material plane whose ancestors were from a Lower Plane may take this class, but they must have the Outsider type.

Starting Gold: 4d4x10 gp (100 gold)

Starting Age: As Warforged Rogue.

Hit Die: d10

Class Skills: The Fiendish Brute's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Sense Motive (Wis), Spot (Wis), Survival (Wis), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+0	Natural Weapons, Natural Armor, Attribute Boost
2nd	+1	+3	+3	+0	Bonus Feat
3rd	+1	+3	+3	+1	Attribute Boost
4th	+2	+4	+4	+1	Bonus Feat
5th	+2	+4	+4	+1	Attribute Boost
6th	+3	+5	+5	+2	Bonus Feat
7th	+3	+5	+5	+2	Attribute Boost
8th	+4	+6	+6	+2	Bonus Feat
9th	+4	+6	+6	+3	Attribute Boost
10th	+5	+7	+7	+3	Bonus Feat

All of the following are Class Features of the Fiendish Brute class.

Weapon and Armor Proficiency: Fiendish Brutes are proficient only with armor spikes, and aren't inherently proficient with any armor.

Natural Weapons: A Fiendish Brute has 2 claw attacks, one attached to each arm (or its two front legs if it is a quadruped, if it has no limbs at all it grows two vestigial arms that have claws at the end). These claws are natural weapons and inflict damage normal for the creature's size.

Natural Armor: A Fiendish Brute has a natural armor bonus of 3 plus its class level. So a 7th level Fiendish Brute has a natural armor bonus of +10.

Attribute Boost: At 1st level and every odd numbered level afterwards, the Fiendish Brute's physical attributes improve, as if it had gained several character levels. Every time the Fiendish Brute gains an attribute boost, two of his physical attributes irrevocably increase by 1.

Bonus Feat: At every even numbered level, the Fiendish Brute gains a bonus feat. This feat may be any [Fiend], [Monstrous], or [General] feat, and the Fiendish Brute must meet the prerequisites.

3.3.2 Conduit of the Lower Planes [Fiend]
"My powers are more than enough to deal with the likes of you!"

A fiend is more than an individual; he is a representative of a particular brand of evil, and that role carries power with it. To become a Conduit of the Lower Planes is to embrace that role and become a living pathway by which the energies of the Lower Planes can be made manifest. Raw magical power is the result of this process, and a fiend that walks this route refines his mastery of his innate mystical arts to a terrible degree.

Alignment: A character must be non-good to take any levels in Conduit of the Lower Planes. Nothing happens to a Conduit of the Lower Planes if he becomes Good, save that he must look elsewhere for class advancing.

Races: The Conduit of the Lower Planes is *only* available to creatures with a plane of origin in the Lower Planes. Creatures from the prime material plane whose ancestors were from a Lower Plane may take this class.

Starting Gold: 4d4x10 gp (100 gold)

Starting Age: As Wizard.

Hit Die: d6

Class Skills: The Conduit of the Lower Planes's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Handle Animal(Cha), Knowledge (arcana) (Int), Knowledge (history) (Int), Knowledge (religion) (Int), Knowledge (the planes) (Int), Profession (Wis), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Sphere, Petitioner Immunities
2nd	+1	+0	+0	+3	Enhanced Sphere Access
3rd	+2	+1	+1	+3	Sphere
4th	+3	+1	+1	+4	Bonus Feat
5th	+3	+1	+1	+4	Sphere
6th	+4	+2	+2	+5	Petitioner Skills
7th	+5	+2	+2	+5	Sphere
8th	+6/+1	+2	+2	+6	Bonus Feat
9th	+6/+1	+3	+3	+6	Sphere
10th	+7/+2	+3	+3	+7	Magical Training

All of the following are Class Features of the Conduit of the Lower Planes class.

Weapon and Armor Proficiency: Conduits of the Lower Planes are proficient with all simple and martial weapons, as well as the whip, the scourge, and the dire flail. Conduits of the Lower Planes are proficient with light armor but not with shields of any kind.

Sphere: The Conduit of the Lower Planes gains basic access to a sphere at every odd numbered level. If the Conduit of the Lower Planes selects a sphere that he already has basic access to, he upgrades it to advanced access. If he already had advanced access, he gains expert access.

Petitioner Immunities: A Conduit of the Lower Planes gains his power from a specific lower plane, and is protected by the nature of that plane:

- **Pandemonium:** Sonic Immunity
- **The Abyss:** Immunity to Electricity
- **Carceri:** Immunity to Cold
- **Hades:** Immunity to Fear and Morale Effects.
- **Gehenna:** Immunity to Acid
- **Baator:** Immunity to Fire
- **Acheron:** Immunity to [Compulsion] effects.

Enhanced Sphere Access: At 2nd level, the Conduit of the Lower Planes gains extra uses of the spell-like abilities that he gains from his Spheres. The Conduit of the Lower Planes gains a number of extra uses of any spell-like ability equal to half the number his character level exceeds the minimum character level to use the spell-like ability (rounded up). So if the Conduit of the Lower Planes has a character level of 4, he would gain 1 extra use of a spell-like ability that is granted by one of his spheres at character level 3 and 2 extra uses of any spell-like from one of his spheres with a minimum level of 1. Upon gaining this ability, the Conduit of the Lower Planes immediately gains a number of extra feats that must all have the [Fiend] tag equal to the number of spheres he has expert access to. If he ever gains expert access to another sphere, he also gains an extra [Fiend] feat.

Bonus Feat: At 4th level, the Conduit of the Lower Planes gains a bonus feat. This feat may be any [Fiend], [Monstrous], or [Item Creation] feat, and the Conduit of the Lower Planes must meet the prerequisites. He gains another such feat at level 8.

Petitioner Skills: A Conduit of the Lower Planes gains his power from a specific lower plane, and at 6th level gains abilities from the nature of that plane (this must be the same plane as was chosen at 1st level):

- **Pandemonium:** +10 to Listen checks.
- **The Abyss:** +10 bonus to Survival checks.
- **Carceri:** +10 bonus to Bluff checks.
- **Hades:** +10 bonus to Hide checks.
- **Gehenna:** +10 bonus to Climb checks, if he doesn't already have a climb speed, he gains one equal to half his normal ground speed (bonuses to Climb from having a Climb speed gained in this way would be included in the +10 bonus)
- **Baator:** +10 bonus to Disguise checks.
- **Acheron:** +10 bonus to Intimidate checks.

Magical Training: At 10th level, the Conduit of the Lower Planes is able to cast magic in a more traditional fashion. He has the spells known and spells per day of a 6th level Sorcerer. The Conduit of the Lower Planes has a caster level of 10, and can take classes that improve spellcasting in order to gain additional spellcasting ability.

3.3.3 True Fiend [Fiend]

"I am a lord of the realms infernal, if I wanted your opinion I would beat it out of you."

Tanar'ri, Baatezu, Yugoloth, Demodand... these are the names that inspire terror throughout the planes, and with good reason. These True Fiends are far more powerful than the other denizens of the Dark Realms. These fiends stand above others and are destined to a life of greatness, to be legendary in the annals of Evil.

These true fiends are good at everything they do, but this doesn't make them more powerful at any particular level than any other fiend. Indeed, level is a measure of power. The most powerful fiends are True Fiends and higher level than Fiendish Brutes. The True Fiend advances in everything all at once, and thus gains new abilities relatively slowly compared to what other, more focused Fiendish progressions are capable of.

Alignment: Nothing *requires* a True Fiend to be Evil, but it's... highly recommended that they be Evil.

Races: The True Fiend is *only* available to Outsiders with a plane of origin in the Lower Planes. Creatures from the prime material plane whose ancestors were from a Lower Plane may take this class, but they must have the Outsider type.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: Since a True Fiend is immortal and never ages, a character may claim any starting age she wishes.

Hit Die: d8

Class Skills: The True Fiend's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Concentration (Con), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Knowledge (all skills taken individually) (Int), Listen (Wis), Move Silently (Dex), Search (Int), Sense Motive

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Immortality, Fiendish Traits
2nd	+2	+3	+3	+3	Telepathy
3rd	+3	+3	+3	+3	Fiendish Damage Reduction
4th	+4	+4	+4	+4	Sphere
5th	+5	+4	+4	+4	Greater Fiendish Traits
6th	+6/+1	+5	+5	+5	
7th	+7/+2	+5	+5	+5	Greater Fiendish Damage Reduction
8th	+8/+3	+6	+6	+6	Sphere
9th	+9/+4	+6	+6	+6	Summon
10th	+10/+5	+7	+7	+7	
11th	+11/+6/+6	+7	+7	+7	Bonus Feat
12th	+12/+7/+7	+8	+8	+8	Sphere
13th	+13/+8/+8	+8	+8	+8	Greater Fiendish Damage Reduction
14th	+14/+9/+9	+9	+9	+9	
15th	+15/+10/+10	+9	+9	+9	Greater Summoning
16th	+16/+11/+11/+11	+10	+10	+10	Sphere
17th	+17/+12/+12/+12	+10	+10	+10	Dark Power
18th	+18/+13/+13/+13	+11	+11	+11	
19th	+19/+14/+14/+14	+11	+11	+11	Epic Damage Reduction
20th	+20/+15/+15/+15	+12	+12	+12	Sphere

(Wis), Sleight of Hand (Dex), Spellcraft (Int), Spot (Wis), Survival (Wis), Use Magic Device (Cha), and Use Rope (Dex).

Skills/Level: 8 + Intelligence Bonus

All of the following are Class Features of the True Fiend class.

Weapon and Armor Proficiency: True Fiends are proficient with all simple and martial weapons, as well as the whip, the scourge, and the dire flail. True Fiends are proficient with light armor but not with shields of any kind.

Immortality (Ex): Like a pizza on the counter, the True Fiend only gets worse with age.

Fiendish Traits: A True Fiend is a member of one of the iconic aristocracies evil. Starting at first level she has gains access to the distinctive abilities of her race, as befits her plane of origin:

- **Baator:** Baatezu Traits:
  - ▷ **See in Darkness (Ex):** A Baatezu can see in normal or magical darkness as if it was fully illuminated.
  - ▷ **Immunity to Fire:** A Baatezu takes no damage from fire of any kind.
- **Gehenna:** Yugoloth Traits:
  - ▷ **Magic Resistance (Ex):** Yugoloths are inherently resistant to magic, and have a Spell Resistance of 10 + their character level. If a Yugoloth has SR from any other source, this ability increases that SR by +2 (if that would be more beneficial than simply replacing the other SR).
  - ▷ **Immunity to Acid:** A Yugoloth takes no damage from Acid of any kind.
- **The Abyss:** Tanar'ri Traits:
  - ▷ **Bonus Feat:** Forged with unbridled Chaos, every Tanar'ri is unique. Upon gaining access to its Fiendish Traits, a Tanar'ri gains one bonus feat of any [Fiend] feat that it qualifies for.
  - ▷ **Immunity to Electricity:** A Tanar'ri takes no damage from electricity of any kind.
- **Carceri:** Demodand Traits:
  - ▷ **Freedom of Movement (Ex):** A Demodand benefits from the effects of a freedom of movement spell at all times.
  - ▷ **Immunity to Poison (Ex):** A Demodand suffers no harmful effect from poisons of any kind.

Telepathy (Su): At 2nd level, a True Fiend gains the ability to communicate telepathically with any creature that speaks a language within 100 feet.

Fiendish Damage Reduction (Su): At 3rd level, the True Fiend gains damage reduction that stops their class level in damage and that can be penetrated by Good weapons or weapons made out of a material that is baneful to the Fiend's race (Silver for Baatezu, Wood for Yugoloths, Iron for Tanar'ri, and Stone for Demodands). At 7th level, the Damage Reduction can be penetrated only by Good weapons. At 13th level the Damage Reduction is only penetrated by weapons which are both Good and made of a baneful substance. At 19th level, the True Fiend's Damage Reduction can only be penetrated by Epic weapons.

Sphere: The True Fiend gains basic access to a sphere at 4th level, and gains a new sphere at every fourth level afterwards. If the True Fiend selects a sphere that she already has basic access to, she upgrades it to advanced access. If she already had advanced access, she gains expert access.

Greater Fiendish Traits: A True Fiend of 5th level or more gains access to more of the distinctive abilities of her race, as befits her plane of origin:

- **Baator:** Baatezu Traits:
  - ▷ **Mundane Poison Immunity (Ex):** A Baatezu is immune to all non-magical poisons.
  - ▷ **Resistances:** A Baatezu has Cold and Acid Resistance 10.
- **Gehenna:** Yugoloth Traits:
  - ▷ **Mundane Poison Immunity (Ex):** A Yugoloth is immune to all non-magical poisons.
  - ▷ **Resistances:** A Yugoloth has Cold, Fire, and Electricity Resistance 10.
- **The Abyss:** Tanar'ri Traits:
  - ▷ **Mundane Poison Immunity (Ex):** A Tanar'ri is immune to all non-magical poisons.
  - ▷ **Resistances:** A Tanar'ri has Cold, Fire, and Acid Resistance 10.
- **Carceri:** Demodand Traits:
  - ▷ **Immunities:** The worlds of Carceri are varied beyond belief and each is filled with a new torture that defies comprehension. Upon reaching 5th level, a Demodand gains immunity to 2 Energy Types. Once chosen, the energy types cannot be changed.

Summon (Sp): At 9th level, a True Fiend can attempt to summon others of its kind *(for example: a Yugoloth could summon other Yugoloths)*. Summoning another Fiend of the same character level has a 40% chance of success, and summoning a Fiend of a lower level increases the chances of success by 10% for every level the summoner's level exceeds the CR of the target.

Bonus Feat: At 11th level, a True Fiend gains a bonus feat. This feat may be any [Fiend] feat for which she meets the prerequisites.

Greater Summoning: A True Fiend of 15th level may attempt to use her summon power to summon a fiend of a level higher than her own, though doing so carries only a 30% chance of success.

Dark Power: The powers of the lower planes are awesome to behold. At 17th level, the True Fiend gains a +10 bonus to defeating Spell Resistance with the spell-like abilities granted by her spheres.

3.3.4 Genie
"Who controls the past, controls the future. Who controls the wishes*, controls the past."*

Djinn, Efreet, Marid, Dao... these are the names that inspire terror and greed throughout the planes, and with good reason. These Genies are far more powerful than the other denizens of the Elemental Sultanates, and it is for this reason that they rule them. They control the wishes, and for many they may as well control the *universe*.

The Genies are universally accomplished, but this doesn't make them more powerful at any particular level than any other character. Indeed, level is a measure of power. The most powerful denizens of the Elemental Planes are Genies *and higher level* than mere elementals. The Genie advances in everything all at once, and thus gains new abilities relatively slowly compared to what other, more focused Outsider progressions are capable of.

Alignment: While the Elemental Planes are Neutral, the denizens often are not. Genies can be of any alignment and often are.

Races: The Genie is *only* available to Outsiders with a plane of origin in the Elemental Planes. Creatures from the prime material plane whose ancestors were from an Elemental Plane may take this class, but they must have the Outsider type.

Starting Gold: 6d6x10 gp (210 gold)

Starting Age: Since a Genie is immortal and never ages, a character may claim any starting age she wishes.

Hit Die: d8

Class Skills: The Genie's class skills (and the key ability for each skill) are Appraise (Int, Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Knowledge (all skills taken individually) (Int), Listen (Wis), Move Silently (Dex), Profession (-), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Speak Language (-), Spellcraft (Int), Spot (Wis), Survival (Wis), Use Magic Device (Cha), and Use Rope (Dex).

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Immortality, Planar Traits
2nd	+2	+3	+3	+3	Telepathy, Lesser Genie Powers
3rd	+3	+3	+3	+3	Genie Powers
4th	+4	+4	+4	+4	Sphere
5th	+5	+4	+4	+4	Greater Planar Traits
6th	+6/+1	+5	+5	+5	
7th	+7/+2	+5	+5	+5	Greater Genie Powers
8th	+8/+3	+6	+6	+6	Sphere
9th	+9/+4	+6	+6	+6	*Summon*
10th	+10/+5	+7	+7	+7	
11th	+11/+6/+6	+7	+7	+7	Grant Wishes
12th	+12/+7/+7	+8	+8	+8	Sphere
13th	+13/+8/+8	+8	+8	+8	Damage Reduction
14th	+14/+9/+9	+9	+9	+9	Awesome Planar Traits
15th	+15/+10/+10	+9	+9	+9	Greater Summoning
16th	+16/+11/+11/+11	+10	+10	+10	Sphere
17th	+17/+12/+12/+12	+10	+10	+10	Elemental Power
18th	+18/+13/+13/+13	+11	+11	+11	*Gate*
19th	+19/+14/+14/+14	+11	+11	+11	Epic Damage Reduction
20th	+20/+15/+15/+15	+12	+12	+12	Sphere

Skills/Level: 8 + Intelligence Bonus

All of the following are Class Features of the Genie class.

Weapon and Armor Proficiency: Genies are proficient with all simple and martial weapons, as well as the whip, the net, and the lajatang. Genies are proficient with light armor but not with shields of any kind.

Immortality (Ex): Ageless as the earth and endless as the sky, the True Genie never ages and retains a youthful appearance unto a thousand thousand generations.

Planar Traits: A Genie is a member of one of the iconic aristocracies of the Elemental Conflux. Starting at first level she may travel on any elemental plane without suffering the baleful effects of those extreme environments, in addition she gains access to the distinctive abilities of her race, as befits her plane of origin:

- **Fire:** Efreet Traits:
    - ▷ **Heat(Ex):** Any time an Efreet hits an opponent with a melee attack or she is struck with a natural weapon she inflicts her Constitution Modifier in Fire Damage in addition to whatever else she does. This ability may be suppressed as a standard action and resumed as a Swift action.
    - ▷ **Immunity to Fire:** An Efreet takes no damage from fire of any kind.
- **Air:** Djinn Traits:
    - ▷ **Air Mastery (Ex):** Airborne creatures suffer a -1 penalty to attack and damage rolls against a Djinn.
    - ▷ **Immunity to Acid:** A Djinn takes no damage from Acid of any kind.
- **Water:** Marid Traits:
    - ▷ **Water Mastery (Ex):** A Marid gains a +1 bonus to attack and damage rolls against opponents touching water.
    - ▷ **Water Breathing (Ex):** A Marid benefits as per *water breathing*, but non-magical and all the time.
    - ▷ **Immunity to Cold:** A Marid takes no damage from cold of any kind.
- **Earth:** Dao Traits:
    - ▷ **Earth Mastery (Ex):** A Dao recieves a +1 bonus to attack and damage rolls if both it and its opponent are touching the ground.
    - ▷ **Immunity to Electricity:** A Dao takes no damage from electricity of any kind.

Telepathy (Su): At 2nd level, a Genie gains the ability to communicate telepathically with any creature that speaks a language within 100 feet.

Genie Powers (Sp): At 2nd level, a Genie may cast *create food and water* once per day. At 3rd level, the Genie can *planeshift* at will. The only planes which can be accessed in this manner are the Elemental planes and the prime material. Only willing creatures may be transported. At 7th level, a Genie may cast *major creation* 3 times a day. Any objects created which last more than 12 hours are permanent.

Sphere: The Genie gains basic access to a sphere at 4th level, and gains a new sphere at every fourth level afterwards. If the Genie selects a sphere that she already has basic access to, she upgrades it to advanced access. If she already had advanced access, she gains expert access.

Greater Planar Traits: A Genie of 5th level or more gains access to more of the distinctive abilities of her race, as befits her plane of origin:

- **Fire:** Efreet Traits:
  - ▷ **Size Changing (Sp):** An Efreet can change a creature's size up or down one size category for an hour, and can do this twice per day. This can be used offensively, and the save DC is Charisma based. This is the equivalent of a 2nd level spell.
  - ▷ **Start Fires (Su):** An Efreet can set anything she can see on fire as a standard action.
- **Air:** Djinn Traits:
  - ▷ **Whirlwind (Ex):** A Djinn can assume the form of a whirlwind, as described in the description of the Air Elemental.
  - ▷ **Gust of Wind (Sp):** A Djinn can use *gust of wind* at will.
- **Water:** Marid Traits:
  - ▷ **Drench (Ex):** A Marid can extinguish normal or magical fires with a touch. This always works.
  - ▷ **Resistances:** A Marid has Sonic, Fire, and Acid Resistance 10.
- **Earth:** Dao Traits:
  - ▷ **Earth Glide:** At 5th level, a Dao is able to move through solid stone as if it were open space. She may take any non-living objects she can carry with her.

Summon (Sp): At 9th level, a Genie can attempt to *summon* vassals and others of its kind (for example: a Djinn could summon other denizens of the Plane of Air). Summoning another creature of the same character level has a 40% chance of success, and summoning a creature of a lower level increases the chances of success by 10% for every level the summoner's level exceeds the CR of the target.

Grant Wishes (Sp): At 11th level, a Genie bcomes a steward of the *wish* economy. She may grant up to three mortal wishes each day. Doing so takes a few minutes to word the *wish* properly and any costs are paid by the recipient (remember that many wishes do not have a special cost).

Damage Reduction (Su): A 13th level Genie has Damage Reduction of Level/Adamantine. At 19th level this becomes DR of Level/Epic.

Awesome Planar Traits: A Genie of 14th level or more gains access to more of the distinctive abilities of her race, as befits her plane of origin:

- **Fire:** Efreet Traits:
  - ▷ **Firestorm (Sp):** An Efreet can use *firestorm* at will.
- **Air:** Djinn Traits:
  - ▷ **Telekinesis (Sp):** A Djinn can use *telekinesis* at will.
- **Water:** Marid Traits:
  - ▷ **Acid Fog (Sp):** A Marid can use *acid fog* once per hour.
- **Earth:** Dao Traits:
  - ▷ **Transmute Rock and Mud (Sp):** A Dao can use *transmute rock to mud* and *transmute mud to rock* at will.

Greater Summoning: A Genie of 15th level may attempt to use her summon power to summon a creature of a level higher than her own, though doing so carries only a 30% chance of success.

Elemental Power: The powers of the lower planes are awesome to behold. At 17th level, the True Fiend gains a +10 bonus to defeating Spell Resistance with the spell-like abilities granted by her spheres.

Gate (Sp): At 18th level, a Genie can open a *gate* (transport version) whenever she wants.

3.4 Multiclassing Characters

"What do I do? I stab things in the face. . . Fine, I'm a Fighter/Ranger/Barbarian/Master of Black Fire/Cloud Jumper."

It's time to face the music, Warriors are the only people who multiclass, and thus the proper place to discuss multiclassing characters is right here in the book about War. The reasons for this are extremely simple: the only level appropriate abilities that Warriors get are based on skill ranks and BAB, and those things stack up between classes just fine. A Warrior can take three different classes and still be getting abilities that are as appropriate to his level as if he had taken one all the way through. Spellcasting, on the other hand, grants its primary level appropriate abilities based on the class spell level chart, and that does not stack between classes at all. In fact, if a Spellcaster takes prestige class that simply does not advance spellcasting every level, he has

permanently sacrificed he ability to ride the level appropriate ability train forever, and D&D does not have the possibility of a quick fix for this. Maybe 4th edition is going to have a universal ability slots system in which characters have level appropriate daily slots and different classes could allow you to use them for different things (such as casting powerful spells or performing amazing non-magical stunts) – certainly it would if I were writing it. But for now that kind of overhaul is simply outside the scope of this document.

What we can do is eliminate some of the rough edges that occur with multiclassing non-spellcasting classes. That's pretty simple, and most of it is common sense:

3.4.1 XP Penalties

I don't know why these ever seemed like a good idea to anyone, but they weren't. The best spellcasters are single classed and classically warrior builds have rarely taken more than 2 levels of anything. So really multiclass XP penalties only happen to organic and concept characters. And those are the characters we don't want to jack over. So poof! No multiclass XP penalties. That was easy, wasn't it?

3.4.2 Favored Classes

So we're getting rid of Multiclassing XP Penalties because they are dumb... what then is the Favored Class supposed to do? Well, it's supposed to be a minor advantage for races to play those classes (instead of being a complete waste of our time like it is in the base book), so let's make it a real minor advantage. If you are taking your race's favored class, you can take racial substitution levels, if you want. And yes, that means that a Human can take any racial substitution levels that they want – merry christmas.

And while we're on the subject, it has probably come to your attention that when the idea of Favored Classes was first thrown down there were only 11 base classes. Now there are... many classes. That's why all the races listed in this document have two favored classes. We suggest that you do the same for any other races you allow (for example: Gnomes have favored classes of Bard and Wizard).

3.4.3 Saving Throws

As we all know, characters multiclassing get saving throws that are crazy-go-nuts. The simple fact that the good save is restarted every time you start a new class (or prestige class into a variant class) means that the maximum save bonus at 20th level is 40, and the minimum is zero. That means that two characters are different in their base saves by more than two entire random number generators. And while you can come up with fractional schemes to fix this problem, experience has shown that players actually can't keep track of those. What's needed is something simple that works within the existing D&D rules framework. Our suggestion is to throw down the caveat that if you start a progression with a good save and you already have at least one level with a good save in that category that you gain +1 instead of +2. It's simple, easy to understand, and pulls in the crazy just enough that you can overlook the mathematical inadequacies of the system and play the game.

3.4.4 Skill Points

It goes without saying that the entire idea of paying skill points at the cross-class rate breaks D&D. No one should ever buy things at the cross-class rate. Ever. Cross class skill maximums are fine, but the Cross Class skill rate exists only as a method to perform repeatable actions to permanently increase or reduce your total skill points.

Feats

4.1 Character Backgrounds

"I... I'm a fighter. I stab people. In the face."

D&D is a cooperative storytelling game, and we would hope that the stories it generates will be worth retelling again and again. In the interest of that actually happening, it is imperative that each and every point of view character in the story (that is, the Player Characters) be interesting. To be interesting, a fictional character really only has to have three things: An interesting motivation, an interesting schtick, and an interesting set of adventures. The schtick of the character is generally going to be handled by a character's class levels and equipment and is really up to the game mechanics themselves to generate – ideally the classes contained in this writing will cover that. Interesting adventures are the game itself and hopefully involve challenges only barely overcome and dastardly deeds thwarted in the nick of time – and this falls largely upon the DM to properly gauge the talents of the PCs and provide challenges that can be bested by the skin of the teeth. But the character's motivation, their backstory, really comes from the player's own mind. That's something that the player really needs to bring to the table on his own lookout.

A character with an interesting backstory is fundamentally better for the story than one without. And while it is true that the DM's world is going to highly flavor it (sorry, there are no elven maidens in those mountains!) the fact remains that the player is pretty much going to get what he puts into this. And yet, while the story is frankly going to be somewhat uninteresting if the players don't put some effort into their backstories, putting effort into anything is... well... effort. If people don't get some tangible effect from putting in that effort, they are quite likely to just not do it at all.

So here's what we're going to do: we're going to make some minor character advantages accessible only by writing yourself a character background. Then, when your character has a simple set-piece introduction, you get a tangible bonus that isn't especially game breaking. Note that we don't expect, or even want your character's background to be 7 pages of narrow font before the beginning of the first game. In fact, we probably want it to never get that long. This is a cooperative storytelling game, in D&D you tell the story with the input of the other players and the DM. If you just want to write the story of an awesome character without the input of other players – don't play D&D at all. You really can just type up a story and either submit it for publication or hide it in your diary all emo style as your relative shyness dictates. So no, we want your character's background to be short, but we need it to be there. The kind of thing that a character might actually be able to relate in a one-paragraph info-dump in a book without causing the reader to skim. Normally, a character gets one background. This is as much to keep character background from filling up the world as anything else.

War Profiteer
The War came... and that spells P-R-O-F-I-T. Hoo boy! Maybe you just came from a Goblin family and you really like this sort of thing, maybe you consider yourself a visionary who can see through to a new economic theory based less on gold and more on value. Whatever, you've sold people daggers to cut themselves out of snare traps, and you're proud of it.
Effect: Appraise and Search are class skills for you no matter what you do. Also, you're a jerk. Your personal weapons and armor start masterwork at no cost.

Veteran of The War
There was a great and terrible war that wracked the lands, and you fought on one or more sides of it.

Effect: Veterans have proficiency with 3 Martial weapons and one armor type. Veterans who belong to a class that already has martial weapon proficiency begin play with proficiency in 3 Exotic weapons appropriate to the lands upon which the battles raged. Veterans also have nightmares sometimes and talk about The War more than is perhaps strictly required.

Street Rat

You grew up on the hard end of the streets. The part where kids are total jerks and sometimes the wererats just make one of your friends disappear, and no one else seems to care. You had to lie and steal just to survive, man.
Effect: You have Bluff and Sleight of Hand as class skills no matter what you do. You don't catch normal diseases because you've already had them all. You get a +2 bonus on handle animal checks with street animals like dogs, rats, and pigeons. Also, you have a small shell that a girl gave you when you were twelve. You think she's dead, but really she's been turned into a wererat, so when eventually you meet again it'll be traumatic and you might have to kill her. Or maybe you'll be able to convince her to turn away from Team Monster and live happily ever after.

Slave of the Hobgoblin Clans

The Hobgoblin Clans take slaves every generation, and the children of those slaves are also slaves, but also members of the clans, and they can potentially be promoted within the clan to the point where they aren't even a slave anymore. You may have done that. Or you may have simply run away and escaped Hobgoblin society to become an adventurer.
Effect: You speak Goblin. You also speak any other language you know with a Goblin Accent that makes Dwarves distrust you. If you ran away from the Hobgoblins, there may be a group of them out looking for you who will start adventures for you. If not, then you are still part of the Hobgoblin clans and there will be Hobgoblin plothooks that will draw you into adventures. Of more importance, perhaps, is the fact that you've grown up your whole life among Hobgoblins, and have a +2 racial bonus to Move Silently (yes, that's a racial bonus, so it doesn't stack with the racial bonus you get from actually being a Hobgoblin). Also, Listen is a class skill for you no matter what you do.

Royalty of a Fallen Nation

Welcome to the harsh realities of the Iron Age. If the last hard core member of a noble house dies, there is nothing keeping people from arbitrarily taking all their lands and gold away. Such was apparently the case with your family. When you were young, the last powerful Fighter (or Wizard, or whatever) in your family was slain, and now the only people left in your family with more than a level or two have aristocrat levels. Needless to say, more powerful characters came and took all your stuff. Now you wander the land attempting to gain power and secure your revenge.
Effect: People believe in you for no good reason. Some ancestor of yours was awesome, and people just assume that you'll get the band back together. You get free drinks when people know who you are, and your Leadership value is increased by +2. People will also offer you assistance and otherwise try to get on your good side. Of course, your family's enemies will send ninja and assassins to finish off your line (note: this may seem like a disadvantage, but it's really not – you're a D&D character so you are going to get into fights all the time, the fact that it's ninja attempting to erase your family name is just flavor). And of course, not everyone liked the way your family did things, so sometimes people are going to spit on your horse or in your burritos.

The Resistance

Your nation got overrun by someone you didn't like. And those Halfling oppressors (or whatever) went way too far. You were in a cell of revolutionaries dedicated to removing the foreign devils from the lands of your people.
Effect: Those who spent time in The Resistance have a number of contacts and can easily make contacts in new areas. Essentially this means that they get a +2 bonus on Gather Information checks. Members of The Resistance can make disguises out of substandard materials and suffer no penalties while doing so. Of course, The Resistance is a downright cannibalistic organization what with all the time all of the members spend betraying people. Every even modestly successful member is certain to have a wide variety of enemies, and not just from the oppressors they are fighting! Of course, it would be folly to claim that having large numbers of enemies is much of a disadvantage for a D&D character. I'm more concerned about the fact that you can never really be sure about the loyalty of another person. Not enough to risk sleeping with them anyway.

Refugee from The War

When the big war came, not everyone was old enough or brave enough to fight in it, and your character was in one of those categories and fled to a new land. The people already living in the new land treated your people poorly and made them live in ghettos with little food and poor access to magical healing. You spent several years living as a pawn in someone else's lands and all you got was a disease. Now you're adventuring, to find a

new place where you fit in and possibly get a little vengeance on all those peoples who took time out of their day to screw your people.

Effects: Refugees are exposed to a wide variety of places, dangers, diseases, and people that those who live relatively comfortable lives will never know. In essence, they can be thought of as adventurers already, though they rarely get any rewards out of the deal. A refugee begins play knowing one additional language, and this language need not be an available bonus language for her race. In addition, a refugee may consider Knowledge (Geography) and Sense Motive as class skills for the rest of their lives. A refugee character is missing teeth or has the distinctive circular scars of having survived The Pox.

Raised by Owlbears

Tarzan was raised by an ape, Mowgli was raised by a bear, Romulus was raised by a wolf, and in the D&D world your character can be raised by creatures much more exotic. The sky is really the limit here: simply pick some improbable beast and your character was protected and fed as a small child by that beast after she was orphaned or abandoned in the wilderness. While I'd like to think that we've all read enough Burroughs that this story pretty much tells itself, the truth is even more astonishing. This character background has become clichéd and we're totally fine with that. You can really have an interesting and memorable character with a clichéd backstory and a three sentence intro that ends with "And then I came to this village to reclaim my birthright as a gnome."

Effect: Characters who were raised by Girallon (or whatever) are arbitrarily able to talk to magical beasts and animals as if they shared a language. No one knows how they do it, but they do. Unfortunately, such characters didn't grow up surrounded by humanoid languages, and your only starting language is Common no matter what your Intelligence is.

Moil Wrought

Every setting has some horribly tainted land filled with necromantic power. People who live there become tainted with necromantic power and grow up twisted and evil more often than not. You grew up there too, which means that either you grew up all evil, or you grew up tragically misunderstood, which makes you Good and totally awesome.

Effect: You are damaged by Positive Energy as if you were undead. You are also healed by negative energy as if you were undead. Also, some people find you really creepy and you have a tendency to talk in flat affect like the girl in Aliens.

Hero of the Peasants

You're the third son of a poor woodcutter or something. Maybe your father remarried and your new mother hates you. Whatever. The point is that you come from an exceedingly poor background, and your plucky spirit and do-gooder nature propels you forward to make a difference in the world.

Effect: It's not that you're too lazy to pick starting equipment it's that... OK, you're too lazy to pick out starting equipment. Believe me, I understand. A Hero of the Peasants character begins play practically naked. Leather armor or functional clothing, a sling, a quarterstaff, 10 copper pieces, and some bread. Have fun with that. But you're just generally kind of awesome. You get a +2 bonus on Survival, Handle Animal, and Sense Motive checks for no reason. And don't forget that you probably have a destiny of some sort, which means that periodically the DM will go off on a tirade about your destiny (this is worth nothing, all D&D characters have a destiny).

Experimental Stock

You, or your parents, were experimented upon by one of the many mad arcanists that dot the D&D landscape. Maybe they were members of the dreaded Mad Wizards Guild that claims responsibility for Gulguthhydras and Perytons. Maybe it was another group. You might not even know.

Effect: You have a positive, if really messed up looking trait grafted into you. You either have a natural weapon, or your natural armor bonus is increased by 1, or you have low light vision. But you also have some bad trait, like a 5' reduction in speed, or a flipper hand, or a -2 to initiative checks. Also, in polite company you might want to cover up your eyestalk. The ladies do not find it your most attractive feature.

Apprenticed

You learned from the best. Or maybe not the best. But you learned from a successful adventurer, and that's pretty good. Maybe they were your parents, maybe your parents saw fit to hire you on to a master wizard.

Effect: Hide, Spot, and Spellcraft are class skills for you. That's how people stay alive in the adventuring business, after all. You probably know some adventurers, and that means that they'll show you all the tricks like how to identify objects or scribe spells for free, how to turn artifacts into artifacts you want, and how to spend planar currency.

Amnesia
Sometimes a player is really lazy or cannot think of a backstory.
Effect: None. If you're too lazy to think of a damned backstory, you get nothing at all. If the DM is feeling generous or vindictive, she can have things gradually get surreal on you like a David Lynch extravaganza. In doing so, you'll gradually find out that you actually have a backstory, and all the perks and flaws of whatever it is.

4.2 The Failure of Feats

"How about instead of being able to travel anywhere in the multiverse, transform yourself into anything you can think of, stop time, and slay everyone you can see, we just give a nice +1 to hit with your secondary weapon? Deal?"

Feats were an interesting idea when they were ported to 3rd edition D&D. But let's face it; they don't go nearly far enough. Feats were made extremely conservative in their effects on the game because the authors didn't want to offend people with too radical a change. Well, now we've had third edition for 6 years, and we're offended. Feats are an interesting and tangible way to get unique abilities onto a character, but they have fallen prey to two key fallacies that has ended up turning the entire concept to ashes in our mouths. The first is the idea that if you think of something kind of cool for a character to do, you should make it a feat. That sounds compelling, but you only get 7 feats in your whole life. If you have to spend a feat for every cool thing you ever do, you're not going to do very many cool things in the approximately 260 encounters you'll have on your way from 1st to 20th level. The second is the idea that a feat should be equivalent to a cantrip or two. This one is even less excusable, and just makes us cry. A +1 bonus is something that you seriously might forget that you even have. Having one more +1 bonus doesn't make your character unique, it makes you a sucker for spending one of the half dozen feats you'll ever see on a bonus the other players won't even mention when discussing your character.

We all understand this problem, what do we do about it? Well, for starters, Feats have to do more things. Many characters are 5th level or so and they only have 2 feats. Those feats should describe their character in a much more salient way than "I'm no worse shooting into melee than I am shooting at people with cover that isn't my friends." This was begun with the tactical feats, but it didn't go far enough. It's not enough to add additional feats that do something halfway interesting for high level characters to have – we actually have to replace the stupid one dimensional feats in the PHB with feats that rational people would care about in any way. Spending a single feat should be enough to make you a "sniper character" because for a substantial portion of your life you only get one feat. Secondly, we have to clear away feats that don't provide numeric bonuses large enough to care about. The minimum bonus you'll ever notice is +3, because that's actually larger than the difference between having rolled well and having rolled poorly on your starting stats. Numeric bonuses smaller than that are actually insulting and need to be removed from the feats altogether. 3.5 Skill Focus was a nice start, but that's all it was – a start.

Furthermore, the fundamental structure of feats has been a disaster. The system of prerequisites often ensures that characters won't get an ability before it would be level appropriate for them to do so, but actually does nothing to ensure that such characters are in fact getting level appropriate abilities. Indeed, if a 12th level character decides that they want to pursue a career in shooting people in the face, they have to start all over gaining an ability that is supposed to be level appropriate for a 1st level character. Meanwhile, when a wizard of 12th level decides to pursue some new direction in spellcasting – he learns a new 6th level spell right off – and gets an ability that's level appropriate for a 12th level character.

4.2.1 Exploits

Getting proficiency with a weapon isn't worth a feat. They hand that crap out with your character class for free. Seriously, even exotic weapon proficiencies aren't a big deal. Therefore, we're instituting Exploits as something that can be acquired in-game. These are for any of the binary abilities that simply don't have a massive impact on your character's performance at any level.

If you have Martial Weapon Proficiency, it's really unreasonable for it to be that hard to learn how to use a new weapon, whether it's exotic or not. If you spend a week training with a weapon, you can make an Int check (DC 10) to simply gain the Exploit of Exotic Weapon Proficiency. And no, you can't take 10 on that.

If you don't have Martial Weapon Proficiency and you want to use a new weapon, that's touchier. But if you have a weapon for an entire level, you should just gain proficiency in it when you gain your next level whatever level you happen to select.

4.2.2 The New Feat System

So where are we going with this? First of all, feat chains are gone. That seemed like a good idea, but it wasn't. Secondly, the vast majority of feats don't have prerequisites at all, they scale. A [Combat] feat scales to your Base Attack Bonus, a [Skill] feat scales to your ranks in a skill, and a [Metamagic] feat scales to the highest level spell you can cast. And that's because those are the only things in the game that actually have anything to do with the level your character is in any way that we feel good about.

4.3 [Combat] Feats

Blind Fighting [Combat]
You don't have to see to kill.
- **+0:** You may reroll your miss chances caused by concealment.
- **+1:** While in darkness, you may move your normal speed without difficulty.
- **+6:** You have Blindsense out to 60', this allows you to know the location of all creatures within 60'.
- **+11:** You have Tremorsense out to 120', this allows you to "see" anything within 120' that is touching the earth.
- **+16:** You cannot be caught flat footed.

Blitz [Combat]
You go all out and try to achieve goals in a proactive manner.
- **+0:** While charging, you may opt to lose your Dexterity Bonus to AC for one round, but inflicting an extra d6 of damage if you hit.
- **+1:** You may go all out when attacking, adding your Base Attack Bonus to your damage, but provoking an Attack of Opportunity.
- **+6:** Bonus attacks made in a Full Attack for having a high BAB are made with a -2 penalty instead of a -5 penalty.
- **+11:** Every time you inflict damage upon an opponent with your melee attacks, you may immediately use an Intimidate attempt against that opponent as a bonus action.
- **+16:** You may make a Full Attack action as a Standard Action.

Combat Looting [Combat]
You can put things into your pants in the middle of combat.
- **+0:** You may sheathe or store an object as a free action.
- **+1:** You get a +3 bonus to Disarm attempts. Picking up objects off the ground does not provoke an attack of opportunity.

- **+6:** As a Swift action, you may take a ring, amulet/necklace, headband, bracer, or belt from an opponent you have successfully grappled. You may pick up an item off the ground in the middle of a move action.
- **+11:** If you are grappling with an opponent, you may activate or deactivate their magic items with a successful Use Magic Device check. You may make Appraise checks as a free action.
- **+16:** You can take 10 on Use Magic Device and Sleight of Hand checks.

Combat School [Combat]
You are a member of a completely arbitrary fighting school that has a number of recognizable signature fighting moves.
- **+0:** First, name your fighting style (such as "Hammer and Anvil Technique" or "Crescent Moon Style", or "Way of the Lightning Mace"). This fighting style only works with a small list of melee weapons that you have to describe the connectedness to the DM in a half-way believable way. Now, whenever you are using that technique in melee combat, you gain a +2 bonus on attack rolls.
- **+1:** Your immersion in your technique gives you great martial prowess, you gain a +2 to damage rolls in melee combat.
- **+6:** When you strike your opponent with the signature moves of your fighting school in melee, they must make a Fortitude Save (DC 10 + 1/2 your level + your Strength bonus) or become dazed for one round.
- **+11:** You may take 10 on attack rolls while using your special techniques. The DC to disarm you of a school-appropriate weapon is increased by 4.
- **+16:** You may add +5 to-hit on any one attack you make after the first each turn. If you hit an opponent twice in one round, all further attacks this round against that opponent are made with The Edge.

Command [Combat] [Leadership]

You lead tiny men.

- **+0:** You have a Command Rating equal to your Base Attack Bonus divided by five (round up).
- **+1:** You can muster a group of followers. Your leadership score is your Base Attack Bonus plus your Charisma Modifier.
- **+6:** You are able to delegate command to a loyal cohort. A cohort is an intelligent and loyal creature with a CR at least 2 less than your character level. Cohorts gain levels when you do.
- **+11:** With a Swift Action you may rally troops, allowing all allies within medium range of yourself to reroll their saves vs. Fear and gain a +2 Morale Bonus to attack and damage rolls for 1 minute. This is a language-dependent ability that may be used an unlimited number of times.
- **+16:** Your allies gain a +2 morale bonus to all saving throws if they can see you and you are within medium range.

Danger Sense [Combat]
Maybe Spiders tell you what's up. You certainly react to danger with uncanny effectiveness.

- **+0:** You get a +3 bonus on Initiative checks.
- **+1:** For the purpose of Search, Spot, and Listen, you are always considered to be "actively searching". You also get Uncanny Dodge.
- **+6:** You may take 10 on Listen, Spot, and Search checks.
- **+11:** You may make a Sense Motive check (opposed by your opponent's Bluff check) immediately whenever any creature approaches within 60' of you with harmful intent. If you succeed, you know the location of the creature even if you cannot see it.
- **+16:** You are never surprised and always act on the first round of any combat.

Elusive Target [Combat]
You are very hard to hit when you want to be.

- **+0:** You gain a +2 Dodge bonus to AC.
- **+1:** Your opponents do not gain flanking or higher ground bonuses against you.
- **+6:** Your opponents do not inflict extra damage from the Power Attack option.
- **+11:** Diverting Defense – As an immediate action, you may redirect an attack against you to any creature in your threatened range, friend or foe. You may not redirect an attack to the creature making the attack.
- **+16:** As an immediate action, you may make an attack that would normally hit you miss instead.

Expert Tactician [Combat]
You benefit your allies so good they remember you long time.

- **+0:** You gain a +4 bonus when flanking instead of the normal +2 bonus. Your allies who flank with you gain the same advantage.
- **+1:** You may Feint as an Immediate action.

- **+6:** As a move action, you may make any 5' square adjacent to yourself into difficult ground.
- **+11:** For determining flanking with your allies, you may count your location as being 5' in any direction from your real location.
- **+16:** You ignore Cover bonuses less than full cover.

Ghost Hunter [Combat]
You smack around those folks in the spirit world.

- **+0:** Your attacks have a 50% chance of striking incorporeal opponents even if they are not magical.
- **+1:** You can hear incorporeal and ethereal creatures as if they lacked those traits (note that shadows and the like rarely bother to actively move silently).
- **+6:** You can see invisible and ethereal creatures as if they lacked those traits.
- **+11:** Your attacks count as if you had the Ghost Touch property on your weapons.
- **+16:** Any Armor or shield you use benefits from the Ghost Touch quality.

Giant Slayer [Combat]
Everyone has a specialty. Yours is miraculously finding ways to stab creatures in the face when it seems improbable that you would be able to reach that high.

- **+0:** When you perform a grab on Grapple maneuver, you do not provoke an attack of opportunity.
- **+1:** You gain a +4 Dodge bonus to your AC and Reflex Saves against attacks from any creature with a longer natural reach than your own.
- **+6:** You have The Edge against any creature you attack that is larger than you. Also, an opponent using the Improved Grab ability on you provokes an attack of opportunity from you. You may take this attack even if you do not threaten a square occupied by your opponent.
- **+11:** When you attempt to trip an opponent, you may choose whether your opponent resists with Strength or Dexterity.
- **+16:** When involved in an opposed bull rush, grapple, or trip check as the attacker or defender, you may negate the size modifier of both participants. You may not choose to negate the size modifier of only one character.

Great Fortitude [Combat]
You are so tough. Your belly is like a prism.

- **+0:** You gain a +3 bonus to your Fortitude Saves.
- **+1:** You die at -20 instead of -10.
- **+6:** You gain 1 hit point per level.
- **+11:** You gain DR of 5/-.
- **+16:** You are immune to the fatigued and exhausted conditions. If you are already immune to these conditions, you gain 1 hit point per level for each condition you were already immune to.

Horde Breaker[Combat]
You kill really large numbers of people.

+0: You gain a number of extra attacks of opportunity each round equal to your Dexterity Bonus (if positive).

+1: Whenever you drop an opponent with a melee attack, you are entitled to a bonus "cleave" attack against another opponent you threaten. You may not take a 5' step or otherwise move before taking this bonus attack. This Cleave attack is considered an attack of opportunity.

+6: You may take a bonus 5' step every time you are entitled to a Cleave attack, which you may take either before or after the attack.

+11: You may generate an aura of fear on any opponents within 10' of yourself whenever you drop an opponent in melee. The save DC is 10 + the Hit Dice of the dropped creature.

+16: Opponents you have the Edge against provoke an attack of opportunity from you by moving into your threatened area or attacking you.

Hunter [Combat]
You can move around and shoot things with surprising effectiveness.

+0: The penalties for using a ranged weapon from an unstable platform (such as a ship or a moving horse) are halved.

+1: Shot on the Run – you may take a standard action to attack with a ranged weapon in the middle of a move action, taking some of your movement before and some of your movement after your attack. That still counts as your standard and move action for the round.

+6: You suffer no penalties for firing from unstable ground, a running steed, or any of that.

+11: You may take a full round action to take a double move and make a single ranged attack from any point during your movement.

+16: You may take a full round action to run a full four times your speed and make a single ranged attack from any point during your movement. You retain your Dexterity modifier to AC while running.

Insightful Strike [Combat]
You Hack people down with inherent awesomeness.

+0: You may use your Wisdom Modifier in place of your Strength Modifier for your melee attack rolls.

+1: Your attacks have The Edge against an opponent who has a lower Wisdom and Dexterity than your own Wisdom, regardless of relative BAB.

+6: Your melee attacks have a doubled critical threat range.

+11: You make horribly telling blows. The extra critical multiplier of your melee attacks is doubled (x2 becomes x3, x3 becomes x5, and x4 becomes x7).

+16: Any Melee attack you make is considered to be made with a magic weapon that has an enhancement bonus equal to your Wisdom Modifier (if positive).

Iron Will [Combat]

You are able to grit your teeth and shake off mental influences.

+0: You gain a +3 bonus to your Willpower saves.

+1: You gain the slippery mind ability of a Rogue.

+6: If you are stunned, you are dazed instead.

+11: You do not suffer penalties from pain and fear.

+16: You are immune to compulsion effects.

Juggernaut [Combat]
You are an unstoppable Juggernaut.

+0: You may be considered one size category larger for the purposes of any size dependant roll you make (such as a Bull Rush, Overrun, or Lift action).

+1: You do not provoke an attack of opportunity for entering an opponent's square.

+6: You gain a +4 bonus to attack and damage rolls to destroy objects. You may shatter a Force Effect by inflicting 30 damage on it.

+11: When you successfully bullrush or overrun an opponent, you automatically Trample them, inflicting damage equal to a natural slam attack for a creature of your size.

+16: You gain the Rock Throwing ability of any standard Giant with a strength equal to or less than yourself.

Lightning Reflexes [Combat]
You are fasty McFastFast. It helps keep you alive.

+0: You gain a +3 bonus to your Reflex saves.

+1: You gain Evasion, if you already have Evasion, that stacks to Improved Evasion.

+6: You may make a Balance Check in place of your Reflex save.

+11: You gain a +3 bonus to your Initiative.

+16: When you take the Full Defense Action, add your level to your AC.

Mage Slayer [Combat]
You have trained long and hard to kill magic users. Maybe you hate them, maybe you just noticed that most of the really dangerous creatures in the world use magic.

+0: You gain Spell Resistance of 5 + Character Level.

+1: Damage you inflict is considered "ongoing damage" for the purposes of concentration checks made before the beginning of your next round. All your attacks in a round are considered the same source of continuing damage.

+6: Creatures cannot cast defensively within your threat range.

+11: Your attacks ignore Deflection bonuses to AC.

+16: When a creature uses a [Teleportation] effect within medium range of yourself, you may choose to be transported as well. This is not an action.

Murderous Intent [Combat]
You stab people in the face.

+0: You may make a Coup de Grace as a standard action.

+1: When you kill an opponent, you gain a +2 Morale Bonus to your attack and damage rolls for 1 minute.

+6: Once per round, you may take an attack of opportunity against an opponent who is denied their Dexterity bonus to AC.

+11: You may take a Coup de Grace action against opponents who are stunned.

+16: You may take a Coup de Grace action against opponents who are dazed.

Phalanx Fighter[Combat]
You fight well in a group.

+0: You may take attacks of opportunity even while flat footed.

+1: Any Dodge bonus to AC you gain is also granted to any adjacent allies for as long as you benefit from the bonus and your ally remains adjacent.

+6: Charging is an action that provokes an attack of opportunity from you. This attack is considered to be a "readied attack" if it matters for purposes like setting against a charge.

+11: You may attack with a reach weapon as if it was not a reach weapon. Thus, a medium creature would normally threaten at 5' and 10' with a reach weapon.

+16: You may take an Aid Another action once per round as a free action. You provide double normal bonuses from this effect.

Point Blank Shot [Combat]
You are crazy good using a ranged weapon in close quarters.

+0: When you are within 30' of your target, your attacks with a ranged weapon gain a +3 bonus to-hit.

+1: You add your base attack bonus to damage with any ranged attack within the first range increment.

+6: You do not provoke an attack of opportunity when you make a ranged attack.

+11: When armed with a Ranged Weapon, you may make attacks of opportunity against opponents who provoke them within 30' of you. Movement within this area does not provoke an attack of opportunity.

+16: With a Full Attack action, you may fire a ranged weapon once at every single opponent within the first range increment of your weapon. You gain no additional attacks for having a high BAB. Make a single attack roll for the entire round, and compare to the armor class of each opponent within range.

Sniper [Combat]
Your shooting is precise and dangerous.

+0: Your range increments are 50% longer than they would ordinarily be. Any benefit of being within 30' of an opponent is retained out to 60'.

+1: Precise Shot – You do not suffer a -4 penalty when firing a ranged weapon into melee and never hit an unintended target in close combats or grapples.

+6: Sharp Shooting – Your ranged attacks ignore Cover Bonuses (total cover still bones you).

+11: Opponents struck by your ranged attacks do not automatically know what square your attack came from, and must attempt to find you normally.

+16: Any time you hit an opponent with a ranged weapon, it is counted as a critical threat. If your weapon already had a 19-20 threat range, increase its critical multiplier by 1.

Subtle Cut [Combat]
You cut people so bad they have to ask you about it later.

+0: Any time you damage an opponent, that damage is increased by 1.

+1: As a standard action, you can make a weapon attack that also reduces a creature's movement rate. For every 5 points of damage this attack does, reduce the creature's movement by 5'. This penalties lasts until the damage is healed.

+6: As a standard action, you may make a weapon attack that also does 2d4 points of Dexterity damage.

+11: Any weapon attack that you make at this level acts as if the weapon had the wounding property.

+16: As a standard action, you may make an attack that dazes your opponent. This effect lasts one round, and has a DC of 10 + half your level + your Intelligence bonus.

Two Weapon Fighting [Combat]
When armed with two weapons, you fight with two weapons rather than picking and choosing and fighting with only one. Kind of obvious in retrospect.

+0: You suffer no penalty for doing things with your off-hand. When you make an attack or full-attack action, you may make a number of attacks with your off-hand weapon equal to the number of attacks you are afforded with your primary weapon.

+1: While armed with two weapons, you gain an extra Attack of Opportunity each round for each attack you would be allowed for your BAB, these extra attacks of opportunity must be made with your off-hand.

+6: You gain a +2 Shield Bonus to your armor class when fighting with two weapons and not flat footed.

+11: You may Feint as a Swift action.

+16: While fighting with two weapons and not flat footed you may add the enhancement bonus of either your primary or your off-hand weapon to your Shield Bonus to AC.

Weapon Finesse [Combat]
You are incredibly deft with a sword.

+0: You may use your Dexterity Modifier instead of your Strength modifier for calculating your melee attack bonus.

+1: Your special attacks are considered to have the Edge when you attack an opponent with a Dexterity modifier smaller than yours, even if your Base Attack Bonus is not larger.

+6: You may use your Dexterity modifier in place of your Strength modifier when attempting to trip an opponent.

+11: You may use your Dexterity modifier in place of your Strength modifier for calculating your melee damage.

+16: Opportunist – Once per turn, when an opponent is struck, you may take an attack of opportunity on that opponent.

Whirlwind [Combat]

You are just as dangerous to everyone around you as to anyone around you.

+0: As a full round action, you may make a single attack against each opponent you can reach. Roll one attack roll and compare to each available opponent's AC individually.

+1: You gain a +3 bonus to Balance checks.

+6: As a full round action, you may take a regular move action and make a single attack against each opponent you can reach at any point during your movement. Roll one attack roll and compare to each available opponent's AC individually.

+11: Until your next round after making a whirlwind attack, you may take an attack of opportunity against any opponent that enters your threatened area.

+16: As a full round action, you take a charge action, overrunning any creature in your path, and may make a single attack against each opponent you can reach at any point during your movement. Roll one attack roll and compare to each available opponent's AC individually.

Zen Archery [Combat]

You are very calm about shooting people in the face. That's a good place to be.

+0: You may use your Wisdom Modifier in place of your Dexterity Modifier on ranged attack rolls.

+1: Any opponent you can hear is considered an opponent you can see for purposes of targeting them with ranged attacks.

+6: If you cast a Touch Spell, you can deliver it with a ranged weapon (though you must hit with a normal attack to deliver the spell).

+11: As a Full Round Action, you may make one ranged attack with a +20 Insight bonus to hit.

+16: As a Full Round Action, you may make one ranged attack with a +20 Insight bonus to hit. If this attack hits, your attack is automatically upgraded to a critical threat. If the threat range of your weapon is 19-20, your critical multiplier is increased by one.

4.4   [Skill] Feats

Mounted Combat [Skill]

You are at your best when fighting with an ally that you are sitting on.

Ride Ranks:

0: Once per turn, you may attempt to negate an attack that hits your mount by making a Ride skill check with a DC equal to the AC that the attack hit. Attacks that do not require an attack roll cannot be negated in this way.

4: While Mounted, you may take a charge attack at any point along your mount's movement, so long as your mount is moving in a straight line up to the point of your attack.

9: You suffer no penalty to your ride or handle animal skill checks when training or riding unusual mounts such as magical beasts or dragons.

14: You may use your Ride Check in place of your mount's Balance, Jump, Climb, or Reflex Saving Throws.

19: Any time a spell effect would target your mount, you may elect to have it target you instead. Any time a spell effect would target you, you may elect to have it affect your Mount instead.

4.5   [Fiend] Feats

A feat with the [Fiend] tag can only be taken by a creature who is a Fiend. For this purpose, any creature from any lower plane is a Fiend regardless of its alignment. Further, any elemental or outsider with an Evil alignment is a Fiend regardless of its plane of origin. The abilities granted by feats with the [Fiend] tag are Extraordinary abilities unless otherwise stated.

Apprenticeship

New Mentor Types for the Lower Planes:
While the race of a mentor is usually irrelevant, some mentors draw their knowledge and experience solely from their racial heritage and the magical radiations of their home plane. To choose one of these extraplanar mentors, the character must have at least 2 ranks

in Knowledge (planes).

Devil: A devil mentor is a powerful baatezu from the Nine Hells of Baator that has decided to share its knowledge with a worthy apprentice. An apprentice of this mentor gains an innate understanding of infernal contracts, and may use Knowledge(planes) to influence the attitude of any native of a plane that is aligned to law and evil, or any subject of a calling spell.

- Knowledge(Planes)
- Knowledge(any one)

Demon: A demon mentor is a powerful tanar'ri from the Abyss, and it has forced his apprentices to hide a portion of his power. Once per month, you may use one of its spell-like abilities of a 2nd level effect or less.

- Bluff
- Knowledge(Planes)

Yugoloth: While utterly evil, Yugoloth mentors are honorable in their own way and have been known to train apprentices in the dark arts. Apprentices of these fiends learn the true nature of evil, and may choose to count as evil for the prerequisites of feats or prestige classes, and for magical effects like spells or magic items.

- Knowledge(Planes)
- Diplomacy

Demondand: A demondand mentor is a powerful fiend from Carceri. An apprentice of this mentor learns the arts of punishment at the hands of these extraplanar jailors, and may use Intimidate to influence a creature's attitude to Helpful by accepting a +10 to the DC of the check.

- Knowledge(Planes)
- Intimidate

Attune Domain

You incorporate the workings of a divine domain into your magic.
Prerequisite: Caster level 1+, Must follow a god or philosophy consistent with the chosen domain.
Benefit: Choose a domain when this feat is selected. Every spell from that domain is considered to be on your spell-list for any spellcasting classes you happen to have. These spells are considered to be spells known at the level they appear in the chosen domain. These spells are cast (and prepared, if appropriate) as normal for your class.
Special: You may select this feat multiple times, its effects do not stack. Each time you may select a new domain, so long as your chosen god or philosophy can incorporate all of them. As usual, your DM must approve any god or philosophy. You may not have more than three attuned domains or spheres together.

Attune Sphere

You incorporate the workings of a fiendish sphere into your magic.
Prerequisite: Caster level 1+, Must have bled from a wound inflicted by a fiend with access to the chosen sphere.
Benefit: Choose a sphere when this feat is selected. Every spell from that sphere is considered to be on your spell-list for any spellcasting classes you happen to have. You are considered to know each of those spells at the level they appear in the chosen sphere. These spells are cast (and prepared, if appropriate) as normal for your class.
Special: You may select this feat multiple times, its effects do not stack. Each time you may select a new sphere. You may not have more than three attuned domains or spheres together.

Blood War Sorcerer

As a battle magician in the Blood War, you've learned killing arts that would amaze common spellcasters.
Prerequisite: Blood War Squaddie, Caster level 5, must have fought in the Blood war for one year.
Benefit: Each time one of your spells successfully damages a creature with Spell Resistance, they take a cumulative -1 penalty to SR. This penalty is reduced by 5 for every day of rest, and can be otherwise healed as ability damage. In addition, you may cast any spell that requires you to be of a fiendish race.

Blood War Squaddie

Due to your time during the Blood War, you've been tainted, honed, and hardened by the horrors you've seen.
Prerequisite: Knowledge(planes) 2, must have fought in the Blood War for one year.
Benefit: You are immune to fear, and actually gain a +2 Morale bonus to hit, damage, and saves when exposed to an enemy's fear effect (this bonus lasts one minute). In addition, you may treat any fiendish Exotic weapons as martial weapons.
Special: This can only be taken at 1st level.

Spell	CR
Summon Monster I	2
Summon Monster II	4
Summon Monster III	6
Summon Monster IV	8
Summon Monster V	10
Summon Monster VI	12
Summon Monster VII	14
Summon Monster VIII	16
Summon Monster IX	18

Breath Weapon[Fiend]

Prerequisites: Character level 6.
Benefits: Choose a spell-like ability with a duration of Instantaneous: this ability can be used as a supernatural breath Weapon with an area equal to a 10' per spell level of the spell-like ability used. Each use of this ability expends one use of the spell-like ability. Each time this breath weapon is used, it cannot be

used again for 1d4 rounds.

Broker of the Infernal
Dues to the study of the Infernal laws, you have learned to harness the powers of True Names in your summoning magic.
Prerequisites: Knowledge(Planes) 10, must be able to cast a spell of the [calling] subtype
Benefits: When you possess the True Name of a creature, you may summon it with a Summon Monster spell. The version of the summon monster spell used must equal half their CR, as shown below. For all effects, this spell is a summoning spell, and functions as if the creature were a summoned monster, but if killed the creature is dead as normal and cannot be summoned again until it is returned from the dead.

Carrier [Fiend]
You are a carrier of a dangerous disease, though you are immune to its effects
Prerequisite: Must have one level of a Fiend class.
Benefit: When you gain this ability choose a disease with a DC equal to the DC your disease would have(Half HD + Con mod). You disease does ability damage or special effects equal to the disease chosen. Once chosen, your disease type does not change, but your disease DC will increase when your HD or Con modifier increase. Unlike a normal disease, this is a supernatural disease, and its initial effects occur immediately.

Constricting Fiend [Fiend]
Your legs merge into a long tail, and you gain the ability to squeeze the life from your foes.
Prerequisites: Character level 6.
Benefits: On a successful Grapple check, you can choose to do a 4d6 Constricting attack as a normal attack. Due to you change in form and body type, you can only use nonstandard-sized armor.

Craft of the Soulstealer
By studying stolen souls, you have learned to fully tap their power for your magical creations.
Prerequisites: Three or more item creation feats, caster level 6.
Benefits: When creating magic items, you can bind a soul into the item by adding the actual receptacle of the soul into the item. In many cases, this is a gemstone that is added as decoration. A single soul is worth GP equal to its CR square, times 100 for magic item creation purposes, and is worth 1/5th of that value in XP. Only one soul may be added to an item, and any extra gold or XP provided by the soul above the cost of the item is wasted. Also, if the creature whose soul was taken had spell-like abilities, these spells may be used as prerequisites for the item's creation. Any item created by this art radiates the alignment of the soul inside the item, and it also

radiates strong evil. If the receptacle containing the soul is removed from the item, the item is destroyed and the soul is released.

Devour the Soul [Fiend]
As a fiend, you gain nourishment from devouring souls.
Prerequisite: Must have one level of a Fiend class.
Benefit: Each time a soul is consumed (either a receptacle or petitioner), you regain HPs equal to 10 times its CR, and heal ability damage or drain equal to its CR. Souls eaten in this fashion cannot be restored from the dead until you are killed.

Dominions of the Infernal
When you call, armies of those you have defeated are forced to answer in service.
Prerequisite: Must have the signature *summon* ability of the great Fiendish Houses; must have a Leadership score.
Benefit: If you successfully *summon* a fiend with a CR less than your level, more than one creature may appear. The weaker the creatures are, the more are summoned.

CR	Number Appearing
Level-2	d2
Level-3	d3
Level-4	d4
Level-5	d6
Level-6	d8
Level-7	2d6
Level-8	2d10
Level-9	3d10
Level-10	7d6
Level-11	3d20
Level-12	7d12
Level-13	d100
Level-14	6d20
Level-15	25d6
Level-16	10d20
Level-17	40d6
Level-18	60d6
Level-19	80d6

Elemental Aura [Fiend]
Your close relationship with primal elemental forces has manifested in a damaging aura.
Prerequisites: Character level 7, must have a subtype granting immunity to a form of elemental damage.
Benefits: Choose one of your elemental subtypes granting immunity to a form of elemental damage. You radiate a damaging aura that does 4d6 of elemental damage of that type to any creature within 10' of you at the beginning of your turn.

Extra Arms [Fiend]
You have more arms than normal.
Prerequisite: Character level 6 (per extra pair).
Benefit: You have two extra humanoid arms. Each

arm has your full strength and dexterity.

Special: You may take this feat more than once, its effects stack. You must have a minimum of 6 levels for each iteration of this feat (so a 12th level character may have 2 sets of extra arms).

Essence Gourmand [Fiend]

Even among soul-eating fiends, you are a accomplished eater.

Prerequisite: Must have one level of a Fiend class, Devour the Soul.

Benefit: Whenever you devour a soul, you gain knowledge of your victim's personal history and important memories (not skills, levels, feats, etc), in addition to the normal effects. You also may cure any one status effect.

Extra Summons

You may use your Fiend Summoning ability two extra times each day

Prerequisite: Must have the signature *summon* ability of the great Fiendish Houses.

Benefit: Your *summon* ability may be used two extra times each day (the ability is normally usable once each day, so it could be used for 3 separate chances to conjure a fiend.)

Fiend Cabalist

You were trained in the mystic arts by a powerful fiend, and your magical power stems from a dark source.

Prerequisite: Caster level 1

Benefit: You gain Knowledge(planes) as a class skill, and all of your spells gain the [evil] subtype, and spells you cast and magic items you create radiate an evil aura equal to the strength of their normal magical aura. Any spells you cast that already have the Evil subtype gain a +4 caster level.

Special: This can only be taken at 1st level.

Fiendish Invisibility [Fiend]

You cannot be seen.

Prerequisite: Character level 6

Benefit: You are naturally invisible, as with the spell improved invisibility.

Special: Fiendish Invisibility always has a flaw, something that will allow your character to be seen. Examples include:

- **Invisible in Light:** If you are ever in shadowy illumination, you are visible.

- **Visible by Breath:** You are only invisible if you hold your breath for 3 rounds first. When you next exhale, you become visible again.

- **Invisible on Stone:** Your character is invisible when touching the ground. While standing on worked floors or flying, you can be seen.

Greater Teleport [Monstrous]

The extraplanar blood running through your veins allows you to use the signature travel methods of the outer planes.

Prerequisite: Outsider, character level 5+

Benefit: You may use *greater teleport* at will as a spell-like ability. You may only transport yourself and 50 pounds of carried items.

Harmless Form[Fiend]

You can assume the likeness of a mortal.

Prerequisites: Character level 4

Benefits: You can Change Shape into a medium-sized Humanoid appearance. You can use this ability to Disguise yourself as other people, and it gives a +10 to Disguise checks as normal. When using this ability, your reflection in mirrors is of your true form.

Heighten Spell-like Ability

You can treat your spell-like abilities as more powerful spell effects.

Benefit: When you use a spell-like ability, you may use it as if it were of a higher than normal spell level. You may not raise a spell-like ability to in this fashion to an effective spell-level higher than half your character level.

Hellscarred

Having had your mind or body twisted by the essence of a fiend, you have gained some sensitivity and immunity to their power.

Prerequisites: Must have failed a saving throw to a spell or effect associated with a fiend, and cannot be a fiend or have any feats with the [Fiend] subtype.

Benefits: If you ever fail a save to a Special attack, Special Quality, or spell of a fiend, you may a reroll that save (once per save). This ability may be used a number of times per day equal to your Charisma modifier (minimum 1). In addition, you may cast detect fiends as a spell like ability at will. This spell functions as enlarged detect magic (120 foot range), but it only detects the presence of fiends and their magical effects. This effect also cannot determine school of magic, but instead will indicate the race of the fiend (baazetu, tanar'ri, yugoloth, or demondand subtype if appropriate).

Huge Size [Fiend]

Your size increases to Huge.

Prerequisites: Character level 10

Benefits: If your size would normally be Large without this feat, it increases to Huge (with all the usual changes).

Large Size [Fiend]

Your size increases to Large.

Prerequisites: Character level 5.

Benefits: If your size would normally be Medium without this feat, it increases to Large (with all the usual changes).

Memories of Death
You retain your memories perfectly after you are slain and brought back from the dead.
Prerequisite: Must be a native to the Prime Material Plane
Benefit: When you die and are returned back from the dead by any means, you do not lose a level, any XP, or Constitution. Any other penalties associated with returning to life (such as being exhausted or waking up in a new body) are unchanged. Note that this means that you have flawless intelligence as to the alignment of whoever brought you back from the dead.

Pincers [Fiend]
Two of your hands are converted into pincers.
Benefit: Each Pincer is a natural weapon, and attacks made with the Pincer are considered to have the Improved Grab ability.

Poison Sacs [Fiend]
One of your natural weapons is envenomed.
Prerequisite: Must have one level of a Fiend class.
Benefit: When you gain this ability choose any poison in Dungeons and Dragons with a DC equal or less to the DC your poison would have(Half HD + Con mod). You poison does ability damage or special effects equal to the poison chosen. Once chosen, your poison type does not change, but your poison DC will increase when your HD or Con modifier increase.

Product of Infernal Dalliance
One of your recent ancestors mated with an infernal creature, and now the tainted blood of a Lower Planar creature flows in your veins. Though you can resist the call of your evil heritage, it manifests itself in an inheritance of fiendish power.
Benefits: You may take any feat with the [Fiend] subtype. In addition, you radiate faint evil, have either two claws or one bite natural weapon, and have Cold Resistance 5 or Fire Resistance 5. When this feat is gained, you also gain the [baazetu], [tanar'ri], [yugoloth], or [demondand] subtype.
Special: Can only be taken at 1st level.

Slime Trail [Fiend]
You bodies secretes a slick mucus that dries quickly in contact with air, but you've learned to use this to your advantage.
Prerequisites: Character level 2.
Benefits: Your square counts as is the spell grease has been cast in it, and this effect ends when you leave a square and renews itself at the end of your turn. You are immune to this grease effect. You also gain a +4 bonus any checks to escape a Grapple.

Spines of Fury[Fiend]
Spines cover your body, and you may fire these spine at your enemies.
Prerequisites: Character level 3.
Benefits: You may fire up to two of your body's protruding spines per round as a standard action. You are proficient in these spines, and they have the same game effects as daggers. You may also remove them and use them as daggers, and they count as your natural weapons for purposes of damage reduction and spell effects. You body has a number of spines equal to twice your character level, and regenerate these amounts after one day of rest.

Sting of the Scorpion [Fiend]
You have a viciously barbed tail that carries a lethal poison.
Benefit: You have a stinger as a natural weapon that carries a poison that inflicts initial and secondary damage of 1d6 Con. The save DC is Constitution based. You may only inject a number of doses of poison per day equal to your Con bonus.

Stolen Breath [Fiend]
Prerequisites: Character level 3.
Benefits: On a successful grapple check, your opponent may not speak or breathe for one round in addition to any normal effects of a successful Grapple check.

Stoning Gaze [Fiend]
Your gaze petrifies the living and leaves them as statue to decorate your domain as a warning to others.
Prerequisite: Character level 9
Benefit: Once per round as a Free Action, you must designate one living creature within 60 feet of you. If that creature meets your gaze before your next turn, it must make a Fortitude save or be permanently transformed into Stone as by a stone to flesh spell. The save DC is Charisma based. The effects of this feat are a Supernatural Ability.

Supernatural Virulence [Fiend]
Your poison is as much magical as it is biological.
Prerequisite: Must have a poisonous natural weapon.
Benefit: Choose one of your spell-like abilities of 3rd level or lower. Any time you successfully poison a victim, they are also targeted by this spell-like ability as if this effect was cast (this expends one use of the ability). While poisoned with your venom, the victim cannot be affected by your spell-like ability again.

Wings of Evil [Fiend]
You have sinister bat-like wings growing from your back.

Prerequisite: Character level 5.
Benefit: You have a fly speed double that of your normal ground speed. You have good maneuverability, and you must be able to flap your wings to stay aloft (meaning that it requires very specialized armor or cloaks to permit flight).

Special: If you would prefer to have insectile wings or feathered wings instead, you can do that. The maneuverability and speed are unchanged. Once the look and feel of the wings is selected it cannot be changed.

4.6 [Necromantic] Feats

Necromantic Creation Feats:

Any feat with the [Necromantic] tag is a necromantic creation feat. This means that it is merely one part of the dark tradition of necromancy; other means such as necromancy spells or other effects can create these undead, but this an easy path for the serious Necromancer. One trait shared by these feats is that each feat has a separate control pool for the undead it creates. For example, if a necromancer has the Path of Blood feat and the A Feast Unknown feat, he may control up to his unmodified charisma modifier in vampires or vampire spawn in addition to controlling up to his unmodified charisma modifier in ghouls. It is a move action to give commands any one undead creature. Any undead controlled by this feat cannot create undead or use the Spawn Undead ability.

The rituals are inexpensive, but require the flesh and blood of intelligent creatures as well as living creatures or fresh corpses as subjects. Any additional costs or conditions are listed in the individual feat. These rites take 1 hour per CR of the creature created, and can only be performed at night or in a location that has never been touched by the sun (such as a deep cave). The maximum CR of an undead creature created with these rites is two less than the creator's Character level.

Materials to create any undead always cost at least 25 gp per hit die. Creating undead by these method generally requires at least an hour.

Body Assemblage [Necromantic]
The discarded husks of life are nothing more than a building material to you.
Prerequisite: Caster Level 1, ability to cast 1st level spells of the Necromancy school.
Benefit: You may create skeletons and zombies that serve you alone. You automatically control up to your unmodified Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less than your Character level.
Special: A first or second level character can create undead less than their own CR, but each undead creature counts as two for control purposes.

A Feast Unknown [Necromantic]
You have partaken of the feast most foul and count yourself a king among the ghouls.
Prerequisite: You must have consumed the rapidly cooling flesh of an intelligent mortal creature. Must be evil.
Benefit: You can create Ghouls or Ghasts from any dying person (at -1 to -9 hps). Any undead you create have the Scent special quality. In addition, any time you completely consume the flesh of a sentient creature, you regain 5 hps per HD.
You automatically control up to your Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less your Character level.

Feed the Dark Gods [Necromantic]
You have attracted the attention of dark gods and demon lords, and they are willing to grant dark life to your creations in exchange for pain and power.
Prerequisite: Any two necromantic feats, Character level 7, 10 ranks in Knowledge(Religion)
Benefit: You may create any undead creature through the art of sacrifice. For every CR of the creature you wish to create, you must sacrifice one sentient soul (Int of 5 or better) and 500 gp. For example, if you wish to create a CR 8 Slaughterwight, you must sacrifice eight sentients and 4,000 gp. You cannot create any undead with a CR greater than two less than your Character level.
You automatically control up to your unmodified Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less than your character level.

The Path of Blood [Necromantic]
You have learned the dark and selfish rites that create vampires, the legendary immortal blood drinkers of the night.
Prerequisite: Character level 5
Benefit: You can create Vampires and Vampire Spawn. Your unintelligent undead heal fully at the next sunset following them killing a living creature with a piercing or slashing attack. A spellcaster with

this feat has access to any spell with a [blood] component. You automatically control up to your unmodified Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less than your Character level.

Whispers of the Otherworld[Necromantic]
You have learned the tricks of torturing a soul past the veil of life, and into the shadow of death.
Prerequisite: Character level 4
Benefit: You may create incorporeal undead. In addition, any undead you create have a +2 to Initiative, +4 to Move Silently checks, and Lifesight as a Special Quality.
You automatically control up to your Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less than your character level.

Wrappings of the Ages [Necromantic]
The ancient secrets by which unlife can be sustained in mummification have been unearthed.
Prerequisite: Character level 8
Benefit: You can create mummies. In addition, any undead you create has their natural armor increase by +3. Also, any time your undead rest (take no actions) in an enclosed space that has never been touched by the sun, the location counts as a Tomb for them as long as they inhabit it (see New Rules). In all other ways, the area is not a Tomb.
You automatically control up to your Charisma modifier in undead created by this feat, but no undead can have a CR greater than two less than your character level.

Blood Painter
By painting magical diagrams out of your own blood, you can spontaneously cast spells using only your own life energy. This is especial use to casters who prepare spells, or to casters who have run out of spells.
Prerequisite: Path of Blood, Caster level 5, Spellcraft 4 ranks
Benefit: At any time, a caster with this feat can cast any spell he knows by painting a magical diagram on a flat 10' by 10' surface. This takes one minute per spell level, and deals two points of Constitution damage per spell level to the caster (or loses a like amount of Blood Pool if he has one). If the caster's current Con or Blood Pool is less than double the spell's level, the spell cannot be cast.
Any spells cast with this feat are Supernatural effects.

Boneblade Master
You have mastered the alchemic processes needed to create boneblades, as well as their use in combat.
Prerequisite: Craft(alchemy) 4, Craft 4 (scrimshaw)
Benefit: You are considered to be proficient in the

use of any weapon made from the special material Boneblade, and you may craft weapons out of Boneblade. In addition, you are considered to have the Improved Critical feat for any boneblade weapons you use in melee combat.
You also gain a +2 to Initiative checks.

Child Necromancer
An obsession with death and experimentation with necromancy early in your childhood perverted your body and blossoming magical talent. As a result, your body never aged past childhood, and you are an adult in a child's body, magically powerful but physically weak.
Prerequisite: Caster level 1, must know at least one necromancy spell of each spell level you can cast.
Benefit: All Necromancy spells you cast are at +4 caster level, and you gain the effects of Weapon Finesse for all Necromancy touch attack spells you use (if you desire). You have -4 Strength, and appear to be a child despite your actual age category (this does not prevent penalties or bonuses from advancing in age categories, or stop the aging process). You are one size category smaller than normal for your race (do not further adjust ability modifiers). If you are a spontaneous caster, you may permanently exchange any spell known for any Necromancy spell you possess in written or scroll form. If you are a preparation caster, you may learn any Necromancy spell you possess in written or scroll form from any list, and you may not select Necromancy as a restricted school. These Necromancy spells may be from any list, can be exchanged at any time, and once gained are cast as spells of your spellcasting class. These spells remain as spells known even if you later lose this feat.
Special: This feat can only be taken at 1st level. If circumstances ever cause a character to no longer meet the prerequisites of this feat, they may choose any metamagic feat they qualify for to permanently replace this feat.

Devil Preparation
By learning dark culinary techniques, you have learned to consume the flesh of devils, demons, and other infernals, absorbing their taint and some of their power.
Prerequisite: A Feast Unknown, Character level 10, must have eaten the flesh of a Devil or Demon.
Benefit: You gain the ability to cast one spell from the Half-Fiend template per day as a spell-like ability (limited by your HD on the Half-fiend chart). In addition, all spells from the Evil Domain are considered spells known for you, you gain a +2 to Intimidate checks, and you can choose to count as a Tanari or Baazetu for the effects of spells, magic items, or prerequisites for feats or prestige classes.

Fairy Eater
By consuming the flesh of fairies, you have absorbed a

fraction of their magic.
Prerequisite: A Feast Unknown, must have eaten the flesh of a creature with the Fey type.
Benefit: All figments and glamers you cast have their duration extended by two rounds. In addition, all spells from the Trickery Domain are considered spells known for you, you gain a +4 to Disguise checks, and you can choose to count as a Fey for the effects of spells, magic items, or prerequisites for feats or prestige classes.

Ghost Cut Technique

Study of the ephemeral essence of incorporeal undead has taught you combat techniques that transcend the limitations of the flesh.
Prerequisite: Whispers of the Otherworld
Benefit: Each day, you can use the spell *wraithstrike* as swift action spell-like ability a number of time equal to half your character level.
You also gain a +2 to initiative checks, a +4 to Move Silently checks, and Lifesight as a Special Quality.

Heavenly Desserts

By gorging on the sweet flesh of angels, you have digested a portion of their divine essence.
Prerequisite: A Feast Unknown, Character level 10, must have eaten the flesh of an Angel, Archon, Eladrin, or Deva.
Benefit: You gain the ability to cast one spell from the Half-Celestial template per day as a spell-like ability

(limited by your HD on the Half-Celestial chart). In addition, all spells from the Gluttony Domain are considered spells known for you, you gain a +2 to Diplomacy checks, and you can choose to count as Good for the effects of spells or magic items.

Sleep of the Ages

Your mastery of ancient mummification techniques has revealed a secret technique for sleeping away the ages.
Prerequisite: Character level 8, Wrappings of the Ages, you must remove all of your internal organs and place them within canoptic jars during a magic ritual
Benefit: By arranging focuses worth 1,000 GP in a ritual manner and wrapping yourself in the funeral arrangements of a mummy, you can initiate the Sleep of the Ages. Until your focuses are disturbed, you will stay in suspended animation. In this state, you do not age, breath, need to eat, or are subject to any effect requiring a Fort Save.
As a side effect of learning this technique, you remove all of your internal organs and place them within canoptic jars during a magical ritual. This process does not harm you, and from this point onward you are no longer subject to critical hits or sneak attacks. Having your organs in canoptic jars has no other game effect, but if they are destroyed you no longer gain the effects of this feat (your organs magically return to your body and you must remove them again to regain the use of this feat.)

4.7   [Undead] Feats

The powers of the undead are legendary, in part because they are so varied. A feat with the [Undead] tag can only be selected or used by a character who is undead.

Enervating Touch [Undead]

Your undead nature allows you to drain the life out of living victims.
Benefit: Your unarmed attacks and natural weapons inflict one negative level. The DC to remove that negative level is Charisma based. You gain 5 temporary hit points every time you inflict a negative level on an intelligent creature in this way.

Control Spawn [Undead]

Your victims serve you eternally in death.
Prerequisite: Enervating Touch
Benefit: When a creature dies from the negative lev-

els you inflict and rises as a Wight, it comes under your control. At any one time, you may control a number of Wights in this manner equal to your Charisma modifier (minimum of one). If you create additional Wights, you choose which spawn you lose control over.

Paralyzing Touch [Undead]

The touch of your clawed hand freezes the lifeblood of the hardiest of mortals.
Prerequisite: Ghoul
Benefit: Your unarmed strikes and natural attacks cause paralysis for one minute unless your victim makes a Fortitude save. This save is Charisma based.

Prestige Classes

5.1 Introduction

The prestige class system is as old as Advanced Dungeons & Dragons, and it has never really lived up to peoples' high expectations of it. From the original Bard on, there has always been an expectation that getting into a Prestige Class somehow *should be* an ordeal where you get less power now and more power later. Others think that you should get more power now and pay for it by getting less power later on. That's crap.

Gaining levels isn't like purchasing a car. You shouldn't be allowed to save up character power in interest drawing accounts. You shouldn't be allowed to borrow power from the future at heinous interest rates. The fact is that every game of D&D is a *game*. And that doesn't just mean that each campaign is a game, it means that each individual session of D&D is a game. And games that aren't fair aren't very fun. In the greater scheme of things it is theoretically possible to arrange a situation where one session might be unfair to one player and another session is unfair to the same player in the *opposite fashion*, but the fact is that in practice this is just very mean to all the players all the time. People feel it when they're being screwed far more than when the chips are stacked with them, so this sort of thing is just highly oppressive to everyone involved.

Worse, while you can create some sort of abstract proof about potential long-term balance in either the "buy now, pay later" or "save up for the awesome" models, in actual D&D games this simply does not work. It can't. While D&D is inherently open ended, each actual game has a beginning, a middle, and an end. And while it would be convenient if every game began at 1st level and ended at 20th, we know that isn't what really happens. Campaigns begin at later levels (after the pay-offs have kicked in or setups have become obsolete), and they end before Epic (before pay-offs or interest payments kick in). And this is *normal*. Any set up in which a character is supposed to have less power at one part of his career and more in another is unenforceable, there's no possible guarantee that both the low power and the high power period will ever actually happen in-game. In fact, in almost all cases it's a pretty good bet that they *won't*.

A character's level determines what they should be able to do. That's their *character level*, not their Class level. When a character is 7th level they should go 50/50 with a Medusa, a Hill Giant, a Spectre, and a Succubus. We know this, because that's what being a 7th level character *means* according to the CR system. If a character lacks the abilities or the numerics to compete evenly against those monsters, then he's underpowered. If a character has the mad skills to consistently crush that kind of opposition, then he's overpowered. And that's where Prestige Classes can come in to patch things up – because PrCs have a tendency to be available at about 7th level. So if the party Fighter isn't doing well against monsters of his level (and unless he's a pretty min/maxed build, he probably won't be), feel free to throw in PrCs for that character that are much more powerful. And if the party Druid is smacking those opponents down like a line of shots in a red light bar – then you should consider cutting him off.

What follows are some examples of prestige classes you can introduce into your game to do what Prestige Classes do well – give characters flavor abilities that they can be proud of and keep underperforming characters on track with the rest of the party.

5.1.1 Fiendish PrCs

For something that has received so much ink, the world of fiend related prestige classes is remarkably non-functional. Fiendish Cultists, Dark Summoners, and Fiend-blooded Sorcerers are classic D&D fodder. But unfortunately, the previously published classes for these archetypes are generally not good. And that makes us sad. Here are some classes designed to fill those perceived holes.

5.1.2 Necromatic PrCs

The degree to which the published classes of Necromancy aren't good causes people physical pain. The degree of malarkey that people are willing to attempt in order to use these classes in a half-way level appropriate way causes us physical pain. While the flavor of published necromantic classes is frequently adequate or even engaging the mechanics just aren't there. You shouldn't have to cheat just to make a concept character nearly the equal of a standard Cleric or Wizard. As a solution, we propose having actually mechanically viable prestige classes for the necromantically inclined to use:

5.2 Spellcasting

5.2.1 Barrister of the Nine
"Perhaps unfortunately, your contract actually does not allow that."

The rules governing planar contracts are inviolate, but they are not written down in their entirety in any book of laws or treatise on the planes. Only the most agile, creative, and logical of minds can grasp the entirety of the mystical laws governing contracts between the planes, and these individual find service among power brokers and demon princes of the Nine Hells. If they survive this term of service, they eventually learn all the ways to abuse and exploit the unclear language and loopholes in the contract agreements of the planes.

Requirements:
    Skills: Knowledge (planes) 10 ranks, Profession (Infernal Lawyer) 10 ranks, Diplomacy 4 ranks, Intimidate 4 ranks.
    Feats: Broker of the Infernal, Apprentice(Devil)
    Spells: Ability to cast 5th-level arcane spells, and the spell *lesser planar binding*
    Special: Must be a native of the Prime Material Plane
    Special: Must be lawful and cannot be good.

Hit Die: d4

Class Skills: The Barrister of the Nine class skills (and the key ability for each skill) are Bluff(Cha), Concentration (Con), Craft (Int), Diplomacy (Cha), Intimidate(Cha), Knowledge (all) (Int), Profession (Wis), and Spellcraft (Int).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Seal the Contract, Corner Office, Immunity Deal	+1 spellcaster level
2nd	+1	+0	+0	+3	Penalized	+1 spellcaster level
3rd	+1	+1	+1	+3	Pacts: Stability Pact	+1 spellcaster level
4th	+2	+1	+1	+4	Contractual Obligations	+1 spellcaster level
5th	+2	+1	+1	+4	Pacts: Renewal Pact	+1 spellcaster level
6th	+3	+2	+2	+5	Proof of Payment	+1 spellcaster level
7th	+3	+2	+2	+5	Pacts: Death Pact	+1 spellcaster level
8th	+4	+2	+2	+6	Inheritance Clause	+1 spellcaster level
9th	+4	+3	+3	+6	Pacts: Contingency	+1 spellcaster level
10th	+5	+3	+3	+7	Loophole	+1 spellcaster level

All of the following are Class Features of the Barrister of the Nine prestige class. Any use of the Barrister of the Nine's class abilities (except Corner Office) creates a written contract. If this written contract is destroyed, the spell modified by the Barrister's class ability ends.

Weapon and Armor Proficiency: Barristers of the Nine gain no proficiency with any weapon or armor.

Spellcasting: Every level, the Barrister casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Seal the Contract(Su): At first level, a Barrister of the Nine may use any of the planar binding spells to seal an agreement between any two individuals. While the Barrister must cast the spell, one of the two individuals becomes the caster for the purposes of services owed and payments.

Corner Office (Sp): At 1st level, the Barrister gains an extraplanar office for his dealings. This effects may be used at will, and is in effect a magnificent mansion, except that it is the same location between castings, meaning that when the duration ends this extradimensional space is inaccessible, but items and creatures still be there when this ability is used again (effectively trapped unless planar travel magic is used) . This location counts as the Prime for calling spells, and has a permanent calling circle and an unchanging layout.

Immunity Deal (Ex): A Barrister of the Nine is immune to energy drain and wisdom drain.

Penalized: At 2nd level, the Barrister of the Nine has learned to incorporate double-talk and legal trickery in his calling spells, meaning that if called creatures survive to complete their service(s), they must return half the GP value treasure used to buy their services. Note: If a creature accepted the caster's services in return for their service, they must instead pay half the value of such services in GP or magic items.

Pacts (Sp): At 3rd level, the Barrister of the Nine can cast *Stability Pact* as a spell-like ability one per day. At 5th level, he may cast *Renewal Pact* once per day as a spell-like ability. At 7th level, he may cast *Death Pact* once per day as a spell-like ability. At 9th level, he may cast *Contingency* once per day as a spell-like ability.

Contractual Obligations: When making a bargain with a extraplanar being, the Barrister can gain one additional service for every +5 added to the DC of bargaining check.

Proof of Payment: At 6th level, the Barrister of the Nine has learned to add in clauses to his planar binding spells that delays payment for services until those services are completed. If the called creature is killed before the service is complete, the Barrister does not need to pay for services.

Inheritance Clause: A Barrister of the Nine of 8th level can transfer services owed him by creatures he has bound to other creatures, even if those creatures are not present at the time a calling spell is cast.

Loophole: At 10th level, the Barrister of the Nine has learned to word his agreements is such a way as to avoid payment. He no longer needs to pay for any agreements made with his calling spells.

5.2.2 The Boneblade Reaper
"I have bested Death itself and cannot die. Your powers do not impress me."

Necromancy is the magic of death, and the study of this art can reveal martial secrets for dealing of death. To be a Boneblade Reaper is not just to study death as a means of bringing it to your enemies, but it is a path of dark enlightenment. To reach a pinnacle of this art, one must embrace death as a lover, and to erase his name from the book of life and enter it into the book of death. This is not the embrace of corrupted state of undeath, but the rewriting of the self as an avatar of an implacable and unknowable force of existence. death itself.

To begin this path, one masters the boneblade, a symbol of the art of dealing death. Then he etches the necromantic runes into his own flesh that mark him as one of Deaths Own. From there, he begins learning the death art of the boneblade, mastering martial techniques culled from the study of necromancy.

Prerequisites:
    Skills: Move Silently 9 ranks, Concentration 4 ranks
    Feats: Boneblade Master, Improved Unarmed Strike, Weapon Finesse
    Spellcasting: Must be able to cast first level spells.
    Special: Cannot be undead.
    Special: Evasion ability.

Hit Die: d8

Class Skills: The Boneblade Reaper's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Disable Device (Int), Hide(Dex), Intimidate (Cha), Knowledge (all skills, taken

individually) (Int), Listen (Wis), Move Silently(Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot(Wis), and Spellcraft (Int).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+1	+2	+2	+2	Deathscribed Flesh, Death Art Strike	+1 spellcasting level
2	+2	+3	+3	+3	Secrets of the Boneblade Art	+1 spellcasting level
3	+3	+3	+3	+3	Dark Life	+1 spellcasting level
4	+4	+4	+4	+4	Stunning Blade, Speed of Death +20 feet	+1 spellcasting level
5	+5	+4	+4	+4	Runes of Lifetrapping	+1 spellcasting level
6	+6	+5	+5	+5	Speed of Death +40 feet	+1 spellcasting level
7	+7	+5	+5	+5	Ghost Strike	+1 spellcasting level
8	+8	+6	+6	+6	Speed of Death +60 feet	+1 spellcasting level
9	+9	+6	+6	+6	Dance with the Reaper	+1 spellcasting level
10	+10	+7	+7	+7	Runes of the Dark Reaper, Speed of Death +80 feet	+1 spellcasting level

Weapon and Armor Proficiency: The Boneblade Reaper gains no proficiency with armor or weapons, although if he has the flurry ability he may use it with any Boneblade weapon.

Spellcasting: Every level, the Boneblade Reaper casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Deathscribed Flesh (Ex): The Boneblade Reaper has scribed necromantic runes into the own flesh of his arms and chest, never healing and faintly shimmering with dark energy. As long as these runes are not covered by clothing or armor, these runes provide protection from the blades and claws of the Boneblade Reapers enemies. In game terms, this counts a +8 armor bonus that counts against touch attacks and incorporeal touch attacks. For each additional level of this class, this bonus increases by +1.

These runes also make the Boneblade Reaper immune to any effect that would turn him into an undead creature, even if he is currently dead.

Death Art Strike(Su): Each time the Boneblade Reaper kills an enemy with a boneblade weapon melee attack, he may make an additional touch attack with a free hand at the same attack bonus. If this attack hits, it does 1d6 points of Con damage plus 1 for every HD of the killed enemy (Will save for half).

Secrets of the Boneblade Art(Su): From 2nd level on, the Boneblade Reaper may cast his targeted Necromancy spells through his boneblades. On any successful melee attack on an enemy with a boneblade weapon, the Boneblade Reaper may cast a targeted Necromancy spell as a swift action that does not provoke an attack of opportunity. This spell affects the enemy as if the boneblade had been enchanted with the Spellstoring attribute and the spell had been inside it when it struck (and been activated during the attack).

Dark Life(Su): At 3rd level, the Boneblade Reaper has learned to draw power from negative energy. Any damage he would receive from negative energy is instead converted to healing on a point for point basis. He is still healed by Positive Energy as well.

Stunning Blade (Ex): At 4th level, the Boneblade Reaper can make stunning attacks and similar special attacks with a bone blade as if it was an unarmed strike or slam attack.

Speed of Death (Ex): Even light is not faster than the dark, and nothing living is faster than death. When the Boneblade Reaper achieves 4th level, his speed increases by 20 feet. His speed increases 20 more feet at 6th, 8th, and 10th level.

Runes of Life Trapping(Ex): At 5th level, the Boneblade Reaper is immune to any effect that moves his soul from his body, even if he is currently dead. This includes effects like *magic jar*, *soul bind*, *trap the soul*, and the class features of PrCs like Soul Merchant and Heartless Mage (even if he has levels in these PrCs).

Also, the Boneblade Reaper gains Heavy Fortification in addition to the armor bonus he gains from his Deathscribed Flesh ability.

Ghost Strike(Su): At 7th level, the Boneblade Reaper can "lose" any prepared spell in order to cast *Wraithstrike*, even if this spell is not on his spell list. This casting does not provoke Attacks of Opportunity

Dance with the Dark Reaper(Ex): Due to a bargain with Death, you must battle the Dark Reaper to win freedom from Deaths grasp. Should the Boneblade Reaper die, his body is pulled into a featureless pocket demiplane that cannot be accessed or exited by dimensional traveling magic. Once there, the Boneblade Reaper is stripped of his equipment and he receives the effects of a true resurrection spell and a disjunction, and he is fully healed. A boneblade weapon is created for him while he is in this demiplane.

He is then immediately forced into a battle with the Dark Reaper (treat as an Entropic Reaper without the Entropic Blade ability). Should he win this battle, he is returned with all his equipment to a safe location 1d4 miles from the place where he died and he does not age for 10 years.

If he loses, he dies again and can only be returned to life with resurrection magic that does not require his body; casting this kind of spell calls a Dark Reaper to the location of the spellcaster and he must kill the Dark Reaper without aid for the spell to take effect. Once returned to life, the Boneblade Reapers equipment is transported to the location of his new body. The Boneblade Reaper cannot refuse to return to life if resurrection magic is used on his behalf.

If the Boneblade Reaper dies due to reaching his maximum age, his life is extended long enough for him to finish his battle with the Reaper. Should he defeat the Reaper, his maximum age is instead increased by 10 years (during which he does not age any further). If he fails, he cannot be returned to life by any means.

Runes of the Dark Reaper(Ex): At 10th level, the Boneblade Reaper ascends to the honored position of Dark Reaper, and so he cuts the representative runes into his flesh. Any creature he kills with a boneblade is affected by a *soul bind* effect that binds the soul to the body of the Boneblade Reaper. The only way to release a soul affected by this power is to convince the Boneblade Reaper to release the soul (he can do so as a standard action).

At this level, the Boneblade Reaper also becomes immune to mind-affecting magic or effects.

5.2.3 The Boneblade Reaper, Dungeonomicon Monk Version
"I have bested Death itself and cannot die. Your powers do not impress me."

> **Editor's Note**
> After the Dungeonomicon was released, there was a request for a version of the Boneblade Reaper that interacted with the Dungeonomicon Monk instead of the PHB Monk. To that end, K wrote this redone version of the PrC.

While the original Boneblade Reaper was intended to address the fact that Monk levels from the PHB don't make a spellcaster any good in combat (although admttedly they do allow you to come in *second* in any 1 on 1 combat), the Boneblade Reaper for th Dungeonomicon Monk shoud be there to address the problem that taking Wizard levels doesn't really help your Monk combatting.

Prerequisites:
    Skills: Move Silently 9 ranks, Concentration 4 ranks
    Feats: Boneblade Master, Weapon Finesse
    Spellcasting: Must be able to cast second level spells.
    Special: Cannot be undead.
    Special: Must have two Fighting Styles *or* must have the Evasion ability.

Hit Die: d8

Class Skills: The Boneblade Reaper's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Disable Device (Int), Hide(Dex), Intimidate (Cha), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently(Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot(Wis), and Spellcraft (Int).

Skills/Level: 4 + Intelligence Bonus

Weapon and Armor Proficiency: The Boneblade Reaper gains no proficiency with armor or weapons, although if he has any ability that applies to a Slam attack he may use it with any Boneblade weapon.

Spellcasting: Every level, the Boneblade Reaper casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Deathscribed Flesh (Ex): The Boneblade Reaper has scribed necromantic runes into the own flesh of his arms and chest, never healing and faintly shimmering with dark energy. As long as these runes are not covered by clothing or armor, these runes provide protection from the blades and claws of the Boneblade Reaper's enemies. In game terms, this counts a +8 armor bonus that counts against touch attacks and incorporeal touch attacks. For each additional level of this class, this bonus increases by +1.

These runes also make the Boneblade Reaper immune to any effect that would turn him into an undead creature, even if he is currently dead.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+1	+2	+2	+2	Deathscribed Flesh, Death Art Strike	+1 spellcasting level
2	+2	+3	+3	+3	Secrets of the Boneblade Art	+1 spellcasting level
3	+3	+3	+3	+3	Dark Life	+1 spellcasting level
4	+4	+4	+4	+4	Fighting Style, Speed of Death +20 feet	+1 spellcasting level
5	+5	+4	+4	+4	Runes of Lifetrapping	+1 spellcasting level
6	+6	+5	+5	+5	Speed of Death +40 feet	+1 spellcasting level
7	+7	+5	+5	+5	Ghost Strike	+1 spellcasting level
8	+8	+6	+6	+6	Master Fighting Style, Speed of Death +60 feet	+1 spellcasting level
9	+9	+6	+6	+6	Dance with the Reaper	+1 spellcasting level
10	+10	+7	+7	+7	Runes of the Dark Reaper, Speed of Death +80 feet	+1 spellcasting level

Death Art Struke (Su): Each time the Boneblade Reaper kills an enemy with a boneblade weapon melee attack, he may make an additional touch attack with a free hand at the same attack bonus. If this attack hits, he may cast one targeted spell against the target of his attack as a free action.

Secrets of the Boneblade Art (Su): From 2nd level on, the Boneblade Reaper may cast his targeted Necromancy spells through his boneblades. Once per turn, with a successful melee attack on an enemy with a boneblade weapon, the Boneblade Reaper may cast a targeted Necromancy spell as a free action that does not provoke an attack of opportunity. This spell affects the enemy as if the boneblade had been enchanted with the Spellstoring attribute and the spell had been inside it when it struck (and been activated during the attack).

Dark Life (Su): At 3rd level, the Boneblade Reaper has learned to draw power from negative energy. Any damage he would receive from negative energy is instead converted to healing on a point for point basis. He is still healed by Positive Energy as well.

Fighting Style: At 4th level, the Boneblade Reaper gains a Monk's Fighting Style. Appropriate names are generally of a dark tone such as "Wasting Serpent Style" or "Hopeless Basilisk Stance".

Speed of Death (Ex): Even light is not faster than the dark, and nothing living is faster than death. When the Boneblade Reaper achieves 4th level, his speed increases by 20 feet. His speed increases 20 more feet at 6th, 8th, and 10th level.

Runes of Life Trapping (Ex): At 5th level, the Boneblade Reaper is immune to any effect that moves his soul from his body, even if he is currently dead. This includes effects like *magic jar*, *soul bind*, *trap the soul*, and the class features of PrCs like Soul Merchant and Heartless Mage (even if he has levels in these PrCs).

Also, the Boneblade Reaper gains Heavy Fortification in addition to the armor bonus he gains from his Deathscribed Flesh ability.

Ghost Strike (Su): At 7th level, the Boneblade Reaper can lose any prepared spell in order to cast *wraithstrike*, even if this spell is not on his spell list. This casting does not provoke Attacks of Opportunity.

Master Fighting Style: A Boneblade Reaper of 8th level gains access to a Master Fighting Style as a Monk.

Dance with the Dark Reaper (Ex): Due to a bargain with Death, a 9th level Boneblade Reaper must battle the Dark Reaper to win freedom from Death's grasp. Should the Boneblade Reaper die, his body is pulled into a featureless pocket demiplane that cannot be accessed or exited by dimensional traveling magic. Once there, the Boneblade Reaper is stripped of his equipment and he receives the effects of a *true resurrection* spell and a *disjunction*, and he is fully healed. A boneblade weapon is created for him while he is in this demiplane.

He is then immediately forced into a battle with the Dark Reaper (treat as an Entropic Reaper without the Entropic Blade ability). Should he win this battle, he is returned with all his equipment to a safe location 1d4 miles from the place where he died and he does not age for 10 years.

If he loses, he dies again and can only be returned to life with resurrection magic that does not require his body; casting this kind of spell calls a Dark Reaper to the location of the spellcaster and he must kill the Dark Reaper without aid for the spell to take effect. Once returned to life, the Boneblade Reaper's equipment is transported to the location of his new body. The Boneblade Reaper cannot refuse to return to life if resurrection magic is used on his behalf.

If the Boneblade Reaper dies due to reaching his maximum age, his life is extended long enough for him to finish his battle with the Reaper. Should he defeat the Reaper, his maximum age is instead increased by 10 years (during which he does not age any further). If he fails, he cannot be returned to life by any means.

Runes of the Dark Reaper (Ex): At 10th level, the Boneblade Reaper ascends to the honored position of Dark Reaper, and so he cuts the representative runes into his flesh. Any creature he kills with a boneblade is

affected by a soul bind effect that binds the soul to the body of the Boneblade Reaper. The only way to release a soul affected by this power is to convince the Boneblade Reaper to release the soul (he can do so as a standard action).

At this level, the Boneblade Reaper also becomes immune to mind-affecting magic or effects.

5.2.4 Celestial Beacon

The Lower Planes are realms of evil of such magnitude that the good are oppressed in such a place. Those whose goodness is so strong that it radiates from them are beacons to the denizens of these realms, and some have learned to harness this light to burn away the unclean presence of the fiends.

Requirements
> **Skills:** Knowledge (Planes) 4 ranks, Knowledge (Religion) 9 ranks.
> **BAB:** +5
> **Special:** Must radiate moderate good.
> **Special:** Must be proficient in heavy armor.

Hit Die: d8

Class Skills: The Celestial Beacon's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Intimidate(Cha), Heal(Wis), Knowledge (Religion) (Int), Profession (Wis), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+1	+2	+0	+2	Aura of Good, Smite Evil	+1 spellcaster level
2nd	+2	+3	+0	+3	Halo of the Righteous	+1 spellcaster level
3rd	+3	+3	+1	+3	Arms of the Holy	+1 spellcaster level
4th	+4	+4	+1	+4	Armament of the Holy	+1 spellcaster level
5th	+5	+4	+1	+4	Death Ward	+1 spellcaster level
6th	+6	+5	+2	+5	Flare of Goodness	+1 spellcaster level
7th	+7	+5	+2	+5	Light of Peace	+1 spellcaster level
8th	+8	+6	+2	+6	Holyfire Shield	+1 spellcaster level
9th	+9	+6	+3	+6	Celestial Aspect	+1 spellcaster level
10th	+10	+7	+3	+7	Ward Against Evil Magic	+1 spellcaster level

All of the following are Class Features of the Celestial Beacon prestige class.

Weapon and Armor Proficiency: Celestial Beacons gain no proficiency with any weapon or armor, but do gain proficiency in the Tower Shield.

Aura of Good (Ex): The power of a Celestial Beacon's aura of good (see the *detect good* spell) is equal to her Celestial Beacon level. This stacks with any other Aura of Good Ability gained from other sources.

Smite Evil (Su): As a free action, a Celestial Beacon may attempt to smite evil with one normal melee attack. She adds her Charisma bonus (if any) to her attack roll and deals 1 extra point of damage per Celestial Beacon level. If the Celestial Beacon accidentally smites a creature that is not evil, the smite has no effect, but a use of the ability is expended for that day. The Celestial Beacon may use this ability once for every level of Celestial Beacon, and uses per day and bonuses of this effect stacks with any Smite Evil gained from other classes.

Halo of the Righteous(Su): At 2nd level, the Celestial Beacon emanates a *Magic Circle Against Evil* effect, as the spell.

Arms of the Holy: At 3rd level, any melee attack performed by a Celestial Beacon counts as good-aligned for the purposes by bypassing damage reduction.

Armament of the Holy (Su): At 4th level, any armor worn by the Celestial Beacon takes on a silvery of golden shine, and it is one category lighter than normal for purposes of movement and other limitations. Heavy armors are treated as medium, and medium armors are treated as light, but light armors are still treated as light. Spell failure chances for armors and shields worn by a Celestial Beacon are decreased by 10%, maximum Dexterity bonus is increased by 2, and armor check penalties are lessened by 3 (to a minimum of 0). The Celestial Beacon gains DR 5/evil

Death Ward(Su) : At 5th level, the Celestial Beacon is continuously under the effects of a *death ward*, as the spell. The irises of his eyes become gold or silver.

Flare of Goodness (Su): At 6th level, the Celestial Beacon may perform a Flare of Goodness as an immediate action. This has the effects of a *Sunburst* spell, and any evil magic in the radius is automatically dispelled. After using this ability, all class features gained from Celestial Beacon levels cease functioning for 1d4+1 rounds.

Light of Peace: Upon reaching 7th level, the Celestial Beacon is continuously under the effects of a *sanctuary* spell. If the Celestial Beacon attacks during a round, this effect ends for 1d4 rounds, then renews itself.

The Celestial Beacons also gains the ability to shine as brightly as a torch. He may suppress or renew this ability as a swift action.

Holyfire Shield (Sp): As a swift action, an 8th level Celestial Beacon can cast use a spell-like ability called Holyfire Shield at will. This effect is like a golden-colored *fire shield*, but the damage it inflicts is holy damage and it grants immunity to unholy damage.

Celestial Aspect: At 9th level, the Celestial Beacon becomes an Outsider, and gains a +2 to Str, +2 to Wis, and +2 to Cha. He may be restored to life according to his previous type.

Ward Against Evil Magic: At 10th level, the Celestial Beacon gains SR of 15 + character level, but only against [evil] spells and spell-like abilities and the spells and spell-like abilities cast by evil-aligned creatures.

5.2.5 Corpselight Whisperer
"Come into my house, it is warm and the nights are both cool and damp in the swamp."

The bogs of the Bane Mires are stagnant and reek with the stench of decay. But while they are a boundless well of sickness and death, they are also part of nature, at least according to the merciless will-o-wisps that live there. There are few even among the druids who are willing to make their home in such an inhospitable land. But there are secrets to be learned, for those who with a keen ear and a light step. For while the corpse lights may share their secrets, they may also lead one into the fast bogs from which there is no escape.

There is a side of nature that few admit the existence of, and even fewer have seen first hand. It is dangerous and cruel, filled with moldering corpses and rank spoilage. But it is perhaps not as different from the forests of home as the elders would have one believe...

Prerequisites:
> **Skills:** Knowledge(Nature) 4 ranks, Listen 4 ranks, Survival 9 ranks
> **Special:** Ability to wild shape
> **Special:** Must have made friendly contact with a Will-o-Wisp.

Hit Die: d8

Class Skills: Concentration (Con), Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Intimidate (Cha), Knowledge (nature) (Int), Knowledge (religion) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Spellcraft (Int), Spot (Wis), Survival (Wis), and Swim (Str).

Skill Points/Level: 4 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+2	+2	Spell-like Abilities: Animate Dead	+1 spellcaster level
2nd	+1	+0	+3	+3	Wildshape: Will-O-Wisp, +1 Wildshape Use	+1 spellcaster level
3rd	+2	+1	+3	+3	Spell-like Abilities: Dancing Lights, Terrible Nectar	+1 spellcaster level
4th	+3	+1	+4	+4	Summon Wisps, +1 Wildshape Use	+1 spellcaster level
5th	+3	+1	+4	+4	Wildshape: Large Plant, Sanctum Spell	+1 spellcaster level
6th	+4	+2	+5	+5	Bonus Domain (Deathbound)	+1 spellcaster level
7th	+5	+2	+5	+5	Spell-like Abilities: Programmed Image, +1 Wildshape Use	+1 spellcaster level
8th	+6	+2	+6	+6	Bog's Heart, Bonus Necromantic Feat	+1 spellcaster level
9th	+6	+3	+6	+6	Hands of the Corpselight	+1 spellcaster level
10th	+7	+3	+7	+7	Incorporeal Wildshape 1/day	+1 spellcaster level

All the following are Class Features of the Corpselight Whisperer prestige class.

Weapon and Armor Proficiencies: The Corpselight Whisperer gains no new armor or weapon proficiencies.

Spellcasting: Every level, the Corpselight Whisperer casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level.

Spell-like Abilities (Sp): A Corpselight Whisperer can use *animate dead* as a spell-like ability. At 3rd level, she is able to use *dancing lights*, and at 7th level she is able to use *programmed image*. Her caster level is equal to her hit dice, and these abilities are usable at will.

Wildshape: At 2nd level, a Corpselight Whisperer can use her Wildshape ability to assume the form of a Will-o-Wisp, regardless of the allowed size, type, or hit dice of her Wildshape ability. Becoming a Will-o-Wisp in this manner gives the Whisperer all of the Will-o-wisp's Extraordinary abilities and Weapon Finesse as a bonus feat. At level 7, the Whisperer can use her Wildshape ability to assume the form of a Plant of up to Large size. Becoming a Plant in this fashion uses the normal rules for a Druid's Wildshape ability. The Corpselight Whisperer may use her Wildshape ability one extra time per day at levels 2, 4, and 7. Levels in Corpselight Whisperer stack with levels in other Wildshaping classes for the purposes of maximum hit dice and duration.

Terrible Nectar (Su): At 3rd level the Corpselight Whisperer gains sustenance from the terror of others. If she is within 60 feet of an intelligent creature that is affected by a [Fear] effect, she needs one less meal that day and can get by with 2 hours less sleep. If such a creature is killed while under the influence of a [Fear] effect and within 60 feet of her, she does not need to eat or sleep that day at all.

Summon Wisps (Su): A Whisperer of 4th level or higher can summon Will-O-Wisps to aid her. The wisps serve faithfully for one hour and then vanish. The Whisperer can summon one wisp for every two class levels each day, and can choose to summon all of them at once or to conjure them in smaller groups as desired.

Bonus Feat: At 5th level, the Corpselight Whisperer gains Sanctum Spell as a bonus feat. A magical sanctum created in this manner must be in a marshy natural setting (though it does not have to be a structure). At 8th level, the Corpselight Whisperer gains an additional Necromantic Creation Feat that she meets the prerequisites for as a bonus feat.

Bonus Domain: At 6th level, the Whisperer gains the Deathbound Domain as a bonus domain. She gains the granted ability (to animate 50% more undead with each use of *animate dead*), and can prepare one extra domain spell at every spell level using the normal rules for domain spell preparation.

Bog's Heart (Su): A Corpselight Whisperer of 8th level or higher who dies is *reincarnated* 1d10 days later in the middle of her magical sanctum, provided that no one has cut off her magical sanctum in the meantime (either by physically making the area into something other than a swamp, or through magic such as *desecrate*). Being reincarnated in this fashion does not result in level loss and costs no XP. Unlike the normal spell, the Corpselight Whisperer will return with a new young adult body if he dies by reaching his maximum age.

Hands of the Corpselight (Ex): Like a Will-o-Wisp, a Corpselight Whisperer of 9th level can deliver powerful electric shocks. Any touch or natural weapon attack of the Corpselight Whisperer can also inflict 2d8 of electricity damage (even if it would already inflict electricity damage).

Incorporeal Wildshape (Su): A Corpselight Whisperer of 10th level or higher can Wildshape into an Undead creature with the Incorporeal subtype. The Whisperer gains all of the assumed form's Extraordinary, Supernatural, and Spell-like abilities. The Corpselight Whisperer may only Wildshape in this manner once per day, but if she would gain additional uses of Elemental Wildshape for any reason, she gains an equal number of additional uses of Incorporeal Wildshape.

5.2.6 Death King
"I have returned."

The will of the people is great, and their need for heroes is sometimes greater. Sometimes, it is so great as to keep a great warrior from dying. Living but dead, these heroes of the people are pulled back from the dead time and time again, feeling the pain of each death but unable to end the cycle.

Some seek vengeance, while others seek redemption, but all have death in their eyes. Each has returned from death and been changed. Each has grown crueler and harder, and known the bliss of death. None have given up, though many have been destroyed. Underestimate them, and they will destroy you.

Prerequisites:
    Feats: Power Attack, Expertise, Leadership
    BAB: +8
    Special: Must have proficiency with all martial weapons.
    Special: Must have been returned from the dead.

Hit Die: Unknown

Class Skills: The Death King's class skills (and the key ability for each skill) are Climb (Str), Concentration(Con), Craft (Int), Intimidate (Cha), Jump (Str), Ride (Dex), and Swim (Str).

Skill Points/Level: 2 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+1	+2	+0	+2	Mantle of Death	+1 spellcaster level
2nd	+2	+3	+0	+3	+1 Natural Armor, Gaze of the Terrible	+1 spellcaster level
3rd	+3	+3	+1	+3	+2 Natural Armor, Fast Healing 1	+1 spellcaster level
4th	+4	+4	+1	+4	+3 Natural Armor, Regeneration 1	+1 spellcaster level
5th	+5	+4	+1	+4	+4 Natural Armor, Horrors from Beyond	+1 spellcaster level
6th	+6	+5	+2	+5	+5 Natural Armor, Eternal Hero	+1 spellcaster level

All of the following are Class Features of the Death King class.

Weapon and Armor Proficiency: The Death King gains no proficiency with armor or weapons.

Spellcasting: Every level, the Death King casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level. If the character does not have any levels in any spellcasting classes when he takes his first level of Death King, this class feature gives him levels in Sorcerer spellcasting.

Mantle of Death: The Death King's type changes to Undead (and he gains the augmented subtype for his original type) and he gains the Dark Minded and Unliving subtypes.

Natural Armor: Every level past 1st, the Death King's natural armor increases by 1.

Gaze of the Terrible (Su): As a swift action, a 2nd level Death King can target an opponent within short range who meets its gaze with a *fear* effect. This effect is handled as the spell, but targets only a single opponent.

Fast Healing 1 (Ex): The Death King gains Fast Healing 1 at 3rd level.

Regeneration 1 (Ex): The Death King gains Regeneration 1 at 4th level. Non-magical weapons do normal damage to the Death King.

Horrors from Beyond (Su): As a swift action, a 5th level Death King can target an opponent within short range with a *phantasmal killer* effect. This effect is handled as the spell.

Eternal Hero (Ex): Should a 6th level Death King be destroyed and his remains interred in a Tomb, he is restored to life in one week with no level loss.

5.2.7 Defiler of Temples
"That stuff is all sacred to Nerull, so we should desecrate it thoroughly. I'm going to need more beer."

The gods are jealous creatures and demand that their followers forsake the other gods. More over, they ask their most devoted followers to destroy the icons and worshippers of their peers. A Defiler of Temples is one who has taken up that cause and seeks to destroy the gods that oppose his own.

Prerequisites:
    Skills: 9 ranks in Knowledge (Religion), 4 ranks in Knowledge (Dungeoneering)
    Spellcasting: Must be able to cast Divine Spells.
    Special: Must have slain a divine caster following a god other than your own or a cleric dedicated to a philosophy you find abhorrent.

Hit Die: d8

Class Skills: The Defiler of Temples' class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), Swim (Str), and Use Magic Device (Cha).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+0	+0	+2	+2	*Find traps*, Avoid Divine Wrath	+1 spellcasting level
2	+1	+0	+3	+3	Unreproachable Alignment, Divine Spell Resistance	+1 spellcasting level
3	+2	+1	+3	+3	*Desecrate*	+1 spellcasting level
4	+3	+1	+4	+4	Stolen Power	+1 spellcasting level
5	+3	+1	+4	+4	*Mindblank*	+1 spellcasting level

All of the following are Class Features of the Defiler of Temples class.

Weapon and Armor Proficiency: A Defiler of Temples gains proficiency with no new weapons or armor.

Spellcasting: Every level, the Defiler of Temples casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Find Traps (Sp): A Defiler of Temples can cast *find traps* as a spell-like ability with a caster level equal to his character level. This ability is usable at will.

Avoid Divine Wrath (Ex): Magical effects created by divine magic are unable to perceive a Defiler of Temples, so a contingent effect such as a *glyph of warding* will not activate in the Defiler of Temples' presence. A Defiler of Temples can still be affected by a divine spell which targets him or for which he is in the area of effect. Only divine contingent effects are incapable of acting upon him.

Unreproachable Alignment (Ex): All effects that have any effect dependent upon the alignment of a character affect a 2nd level Defiler of Temples as if he had or lacked whatever alignment would cause the least possible effect. So a *blasphemy* would not affect him as if he was Evil, while an *order's wrath* would not affect him as a non-Chaotic individual.

Divine Spell Resistance (Ex): The powers of the gods roll off the back of a Defiler of Temples like butter off a warm sofa. At 2nd level a Defiler of Temples gains Spell Resistance of 15 + Character level. This Spell Resistance only applies against Divine spells.

Desecrate (Sp): A Defiler of Temples loves nothing more than to defile the temples of his enemies. It's what he lives for. At 3rd level, he can do it reflexively with whatever he has on hand. A Defiler of Temples is then able to cast *desecrate* as a spell-like ability with a caster level equal to his character level. This ability is usable at will.

Stolen Power: By 4th level, the Defiler of Temples has captured enough of the divine power from his enemies that he can use it himself. The Defiler of Temples gains one bonus domain that must be one not offered by his deity or consistent with his own philosophy. Spells can be prepared and cast from this extra domain in precisely the same manner as a normal Cleric's Domains.

Mindblank (Su): At 5th level, the Defiler of Temples benefits from the effects of the spell *mindblank*. Even the gods themselves cannot find him with their magic.

5.2.8 Heartless Mage

"Now that I live forever, it seems that I no longer need you. Our relationship is most likely over."

Some necromancers seek to emulate the immortality of the lich without losing the pleasures of the flesh, and they master techniques to remove their own heart and place it within a box of polished obsidian. The price is terrible emotional stasis, but in return the Heartless Mage is free from death. Having sacrificed their own hearts in pursuit of power, they are emotionally sterile, driven by pure ambition.

Prerequisites:

   Spells: Must be able to cast 5th level arcane spells including *magic jar*.
   Skills: Knowledge(arcana) 10 ranks, Knowledge (religion) 10 ranks

Hit Die: 1d6

Class Skills: The Heartless Mage's class skills (and the key ability for each skill) are Concentration (Con), Craft (alchemy) (Int), Knowledge (all skills taken individually) (Int), Profession (Wis), Search (Int), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

All of the following are Class Features of the Heartless Mage class.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+2	+0	+2	Box the Mortal Heart	+1 spellcaster level
2nd	+1	+3	+0	+3	Lessons of the True Heart	+1 spellcaster level
3rd	+1	+3	+1	+3	True Ownership	+1 spellcaster level
4th	+2	+4	+1	+4	Heartless Resurrection	+1 spellcaster level
5th	+2	+4	+1	+4	Heartless Immortal	+1 spellcaster level

Weapon and Armor Proficiency: The Heartless Mage gains no proficiency with armor or weapons.

Spellcasting: Every level, the Heartless Mage casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Box the Mortal Heart(Ex): At 1st level, the Heartless Mage removes his own heart and places it within an obsidian box worth at least 1,000 gp. The effect of this transformation is that whenever the Heartless Mage is killed, the obsidian box holding his heart may be used as a focus component to a *raise dead* or *resurrection* spell. Using his heart in this way means that he is returned to life without level or XP loss. Should the Heartless Mage's heart be destroyed or removed from the box, he is instantly killed wherever he stands.

In addition, each level of Heartless Mage grants a cumulative -1 penalty on all Charisma-based checks. Also, from this point onward the Heartless Mage does not age further or advance in age categories.

Lessons of the True Heart: At 2nd level, a Heartless Mage may use any of the following spells as spell-like abilities: *heart of stone*, *hoard life*, and *false life*, each usable once per day. When he uses these abilities he must use the obsidian box holding his heart as a focus component, and the box counts as the final resting place of his heart for the effects of *heart of atone* spell.

True Ownership (Sp): At 3nd level, the Heartless Mage improves the mystical connection to his heart. He may cast *scrying* and *discern location* as a spell-like abilities at will, but only if he is seeking the obsidian box holding his heart.

Heartless Resurrection: At 4th level, the Heartless Mage does not die when his body is killed. Instead, his soul is transferred to the obsidian box containing his heart (treat as a tiny construct with a hardness of 20 and no movement abilities). While in this form, he may cast *magic jar* at will as a spell-like ability(caster level equal to his character level, and his obsidian box is the focus). For the purposes of this effect, soulless bodies in perfect physical condition (such as clones preserved by *gentle repose* or soulless bodies produced by *magic jar* effects) can be targeted by this effect as if they were living. If the body possessed is a duplicate of the Heartless Mage's own body (via *clone* or a *simulacrum* spell, for example), successful use of this ability counts as a *true resurrection* on the Heartless Mage with a material component being the body he is possessing (it is consumed).

Heartless Immortal: When a Heartless Mage is possessing a body with his Heartless Resurrection ability, he may perform a 12-hour ritual costing 1,000 gp in material components that recreates his current body into duplicate of his original body. This counts as a casting of *true resurrection* with a material component of the body he is using.

5.2.9 Hellwalker

"What terrors do you think I have not already seen?"

Life in the Lower Planes is generally nasty, brutish, and short, and it is only the strongest survive long enough to learn the mysteries and unique properties of these locales. The Hellwalker is one such individual. Trained in the Lower Planes and weaned on the taint of evil, these solitary hunters roam the Lower Planes, traveling along planar byways and through networks of portals too dangerous or erratic for regular use.

Requirements

Skills: Knowledge (Planes) 4 ranks, Survival 8 ranks.

Feats: Track

Special: Must have visited every Lower Plane, and lived at least one year in the Lower Planes.

Hit Die: d8

Class Skills: The Hellwalker's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Diplomacy (Cha), Handle Animal (Cha), Hide (Dex), Knowledge (geography) (Int), Knowledge (planes) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Speak Language, Spellcraft(Int), Spot (Wis), and Survival (Wis).

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+2	+2	+0	Members Only	+1 spellcaster level
2nd	+1	+3	+3	+0	Craft of the Lower Planes	
3rd	+2	+3	+3	+1	Free Traveller's Checks	+1 spellcaster level
4th	+3	+4	+4	+1	Craft of the Lower Planes	
5th	+3	+4	+4	+1	Membership has Privileges, Skill of War	+1 spellcaster level

Skill Points at Each Level: 4 + Int modifier.

All of the following are Class Features of the Hellwaker prestige class.

Weapon and Armor Proficiency: Hellwalkers gain no proficiency with any weapon or armor.

Spellcasting: At levels 1, 3, and 5, the Hellwalker casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level. If the character does not have any levels in any spellcasting classes when he takes his first level of Hellwalker, this class feature gives him levels in Sorcerer spellcasting.

Members Only(Ex): At 1st level, a Hellwalker attunes himself to energies of the Lower Planes. While on the Lower Planes, he counts as if under the effect of a *Attune Form* spell. If not currently on a Lower Plane, he may cast *plane shift* at will, with his target destination being a location on a Lower Plane.

Craft of the Lower Planes: At 2nd and 4th level, the Hellwalker learns the martial or mystical arts of the Lower Planes. He can choose to gain a +1 to spellcasting level, or a +1d6 to sneak attack dice (but only if he has sneak attack dice from another class), or a [Combat] feat (which he qualifies for). Once chosen, this ability cannot be changed.

Free Traveller's Checks(Sp): At 3rd level, the Hellwalker has so attuned himself to the energies of the Lower Planes that he can call this energy to himself, ferrying himself with it when the energy is strong and drawing it to him when it does not exist. While on a Lower Plane, the Hellwalker can cast *greater teleport* at will as a spell-like ability, with a limit of 50 pounds over his own weight. While not on a Lower Plane, a Hellwalker can cast *planar bubble* on himself, at will, and he can choose to be a native of any one Lower Plane (chosen each time this effect is used) for the purposes of this spell.

Membership has Privileges(Sp): A Hellwalker of 5th level has tapped into a rarely used and poorly maintained network of portals dotting the Lower Planes, and he can manipulate those portals for his own purposes. The Hellwalker may cast *gate* (travel version only) as a spell-like ability once per day. Unlike a normal *gate*, only living creatures and attended objects may pass through this gate. This ability can only be used if at least one side of the gate is on a Lower Plane.

Skill of War: At 5th level, the Hellwalker's Base Attack Bonus increases by 1 permanently.

5.2.10 Initiate of the Black Tower
"Bow before your new Master!"

Fiends and mortals have played the slavery game for eons, each tempting the other with promises of greater power and threats of greater tortures. In this game, there are favored playing pieces, and they are The Initiates of the Black Tower. These fiend-trained conjurers are weapons in the Blood War, aimed at rival fiends and upstart mortals who have little respect for the scions of the Lower Planes. In exchange for otherworldly secrets, these casters pay a terrible price in service to the fiends of the Black Tower.

Requirements:
    Skills: Knowledge (planes) 10 ranks, Spellcraft 10 ranks, Diplomacy 4 ranks, Intimidate 4 ranks.
    Feats: Broker of the Infernal
    Spells: Ability to cast 5th-level arcane spells, and the spell *lesser planar binding*
    Special: Must be a native of the Prime Material Plane, and must either specialize in the conjuration school or have one [summoning] or [calling] spell known at each spell level available.

Hit Die: d4

Class Skills: The Initiate of the Black Tower's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Diplomacy(Cha), Intimidate(Cha), Knowledge (all skills taken individually) (Int), Profession (Wis), Search (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Access to the Registrar, Binding Sense	+1 spellcaster level
2nd	+1	+0	+0	+3	Dispel the Chains of Service	+1 spellcaster level
3rd	+1	+1	+1	+3	Marks of the Black Tower	+1 spellcaster level
4th	+2	+1	+1	+4	True Scrying	+1 spellcaster level
5th	+2	+1	+1	+4	Usurp Services	+1 spellcaster level
6th	+3	+2	+2	+5	Share Name	+1 spellcaster level
7th	+3	+2	+2	+5	Calling Ruse	+1 spellcaster level
8th	+4	+2	+2	+6	Unnamed	+1 spellcaster level
9th	+4	+3	+3	+6	Recall the Servant	+1 spellcaster level
10th	+5	+3	+3	+7	Master of the Black Tower	+1 spellcaster level

All of the following are Class Features of the Initiate of the Black Tower prestige class.

Weapon and Armor Proficiency: Initiates of the Black Tower gain no proficiency with any weapon or armor.

Spellcasting: Every level, the Initiate casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Access to the Registrar: At 1st level, the Initiate gains access to The Registrar, a library of True Names of extraplanar beings. For each level in this class, he learns one True Name of a creature of a CR equal to his character level at the time this ability is gained, minus two.

Binding Sense(Su): At 1st level, an Initiate of the Black Tower may make a Spellcraft check to identify a [calling] or [summoning] effect as if it was a spell being cast whenever he come within of 100' of such an effect. Also, he is alerted whenever a creature whose True Name he knows is called or summoned.

Dispel the Chains of Service: at 2nd level, this spell is added to the Initiate of the Black Tower's list of spells known as a 3rd level spell. This spell functions in all ways as *Dispel Evil*, but it affects [calling] and [summoning] effects instead of evil effects.

Marks of the Black Tower(Ex): By scratching runes and magical diagrams into the walls, ceilings, and floors of a building, an Initiate of the Black Tower of 3rd level can ward an area from the effects of [calling] and [summoning] spells used by other casters. No creature can be called from the area unless a True Name is used, and no other caster can use [summoning] spells in the area. To create these marks, chalks or paints must be used to inscribe the marks, and a Spellcraft check must be made (DC equals 10 + 5 for every 20' radius). Up to one 10' by 10' area in each Marked area can be free of chalk or paint and still have the Marks be effective. If any markings are disturbed, the effect ends. It takes 10 minutes per 10' radius to scribe these Marks.

If the character uses 100 GP in magical reagents and silver per 10' radius, these markings can be made more difficult to disturb. A Disable Device check is needed to disturb these Marks (DC 25).

True Scrying (Sp): At 4th level, the Initiate gains the ability to scry on creatures whose True Name he knows as a spell-like ability usable at-will. By casting this effect on any reflective service, the Initiate of the Black Tower can *Scry* on any creature whose True Name he knows with no chance of failure. This also gives enough information to cast *teleport* or other transportation magic as if the location of creature was a well known location.

Usurp Services (Sp): At 5th level, an Initiate of the Black Tower may make a caster level check as swift action to Usurp a [calling] or [summoning] effect. If this check is successful, the Initiate becomes the caster of the spell for that effect, gaining services, control over summoned monsters, etc.

Share Name (Sp): At 6th level, the Initiate of the Black Tower may Share Spells with a creature whose True Name he knows as if the creature was a Familiar of the Initiate.

Calling Ruse: At 7th level, the Initiate of the Black Tower may substitute himself whenever a creature whose True Name he knows is called by a summoning or calling effect. Instead of the creature, he appears and he has three rounds to act as he pleases before the spell affects him as if he were the original creature called.

Unnamed (Sp): At 8th level, the Initiate of the Black Tower's knowledge of True Names has become so great that he has learned a way to remove True Names from creatures without removing them from existence. He may use this ability once per month, and for all effects, they no longer have a True Name, and can no longer be a target for [summoning] or [calling] spells.

Recall the Servant (Sp): At 9th level, the Initiate of the Black Tower gains the ability to cast a special version of *gate* to call any creature whose True Name he knows. This may be used three times per day, and it ends any preexisting [calling] or [summoning] effects.

Master of the Black Tower: At 10th level, the Initiate of the Black Tower has mastered the secrets of the Black Tower. He may now use his Unnamed ability once per day, except that when he uses this ability he can instead takes their True Names. Taking a True Name means that these creatures are now immune to any [calling] or [summoning] effects, except for effects cast by the Initiate.

5.2.11 Lord of the Damned

"Your resistance is interesting, but ultimately futile. Whether now at my hands, or a hundred years hence... you will die. And you will join our legion."

It is a well known fact that undead are created from natural forces. Great pain, fear, or despair are but a few of the many ways for undead to rise, and the circumstances of one's death determine what kind of undead one may become, and the raw power that undeath will bestow upon one. The Lord of the Damned in as earnest student of this phenomenon, and a practitioner of the most vile of tortures. He creates undead not by magic or negative energy, but by his understanding of the psychology and physiology of undeath. He controls his creations not by supernatural power, but by shattering the mind within the undead shell and reshaping it to his own purposes. To him, the greatest weakness of the undead is not that they are the walking dead, but that they were once alive.

Prerequisites:
> **Skills:** Knowledge (Religion) 9 ranks, Handle Animal 4 ranks
> **Alignment:** Any Evil.
> **Spellcasting:** Must be able to cast Divine Necromancy spells.

Hit Die: d8

Class Skills: The Lord of the Damned's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Handle Animal(Cha), Knowledge (arcana) (Int), Knowledge (history) (Int), Knowledge (religion) (Int), Knowledge (the planes) (Int), Profession (Wis), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Rebuking/Turning, Lord of the Damned Creation Feat, Aura of Evil	+1 spellcaster level
2nd	+1	+0	+0	+3	Train Undead	+1 spellcaster level
3rd	+2	+1	+1	+3	Lord of the Damned Creation Feat	+1 spellcaster level
4th	+3	+1	+1	+4	The Hunger Denied	+1 spellcaster level
5th	+3	+1	+1	+4	Lord of the Damned Creation Feat	+1 spellcaster level
6th	+4	+2	+2	+5	Heel to the Master	+1 spellcaster level
7th	+5	+2	+2	+5	Lord of the Damned Creation Feat	+1 spellcaster level
8th	+6	+2	+2	+6	Parade of Atrocities	+1 spellcaster level
9th	+6	+3	+3	+6	Lord of the Damned Creation Feat	+1 spellcaster level
10th	+7	+3	+3	+7	The Obsession	+1 spellcaster level

All the following are Class Features of the Lord of the Damned prestige class.

Weapon and Armor Proficiency: The Lord of the Damned gains no proficiency with armor or weapons.

Spellcasting: Every level, the Lord of the Damned casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Rebuking/Turning (Su): The Lord of the Damned gains the ability to convert uses of Turning into Rebuking or uses of Rebuking into Turning regardless of alignment or god. Levels in Lord of the Damned stack with any other class levels that provide Turning or Rebuking.

Lord of the Damned Creation Feat: At first and every subsequent odd numbered level, the Lord of the Damned may choose any Necromantic Creation feat if he would normally qualify to take it. When he uses a feat learned with this class feature, he can and must create undead from living subjects (instead of corpses, as is normal for most of these feats).

Aura of Evil: The Lord of the Damned radiates evil at a power equal to his level. This feature stacks with any other class features that cause a character to radiate evil, such as those of evil clerics or blackguards.

Train Undead: At 2nd level, the Lord of the Damned may train any uncontrolled undead as if they were Magical Beasts by using the rules for the Handle Animal skill. Undead only need to be "reared" for one month

for them to be loyal to the Lord of the Damned, and intelligent undead do not need to be taught tricks. The Lord of the Damned may substitute Knowledge(Religion) for Handle Animal when training undead.

The Hunger Denied (Su): At 4th level, the Lord of the Damned radiates an effect similar to an *antilife shell*, except that it only affects undead. He may end or renew this effect as a move action.

Heel to the Master (Su): If a 6th level Lord of the Damned expends two uses of Turning/Rebuking while making a Rebuking attempt, any undead that would normally be Rebuked are instead Commanded (limited by the normal amount of undead he can command).

Parade of Atrocities: At 8th level, the Lord of the Damned gains some of the abilities of a Necromantic Intelligence. He sees anything that any undead he has created sees, and he may alter the weather as a Necromantic Intelligence within a radius of 1 mile for every two character levels. Any creature of HD 1 or less violently killed within the radius of this weather becomes a Zombie under his control.

The Obsession: By 10th level, the Lord of the Damned has learned the exact circumstances needed to turn himself into a Lich. He does not gain a level adjustment or expend gold or experience points for this transformation, and he must designate one Tiny-sized magical object to become his phylactery.

5.2.12   Lurker in the Swarm
"You cannot know what we know. Your terror smells so. . . delicious. . . to. . . bees."

Through the ages, terrible necromantic practices have flourished in the dark and forgotten places of the world, but none has been so insidious as the practice of producing Blood Honey. Composed of the dying essences of sentients and produced by undead bees in necromantically-charged obsidian hives, Blood Honey has the remarkable qualities restoring vigor and youth to any that consume it. Kingdoms have fallen and lives have been lost due to the addiction for this substance as the Lurkers in the Swarm have peddled it among the powerful and elite in exchange for dark favors.

The Lurkers in the Swarm are masters of the art of summoning and controlling undead swarms of bees, adding their minions' powers to their own. Each maintains a hidden lair for their obsidian hives, commanding their undead bees to produce blood honey. Often, they conduct raids on the lairs of other Lurkers, each attempting to corner the market on Blood Honey and loot the stores of others. When cabals of Lurkers form, terrible plans are hatched and atrocities are committed as these necromancers have the patience of an immortal and the alien insights of an undead insect.

Prerequisites:

Skills: Knowledge (Nature) 9 ranks. Handle Animal 4 ranks

Spellcasting: Must be able to cast *summon swarm* and *vampiric touch* as arcane spells.

Hit Die: d4

Class Skills: The Lurker in the Hive's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Handle Animal (Cha), Knowledge (all skills, taken individually) (Int), Listen (Wis), Profession (Wis), Spot(Wis), Search (Int), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Speech of the Queen, Swarms of Bees	+1 spellcaster level
2nd	+1	+0	+0	+3	Queen's Right	+1 spellcaster level
3rd	+1	+1	+1	+3	Gather the Blood Honey	+1 spellcaster level
4th	+2	+1	+1	+4	Husks of the Swarm	+1 spellcaster level
5th	+2	+1	+1	+4	Harvest of the Bitter Nectar	+1 spellcaster level
6th	+3	+2	+2	+5	The Plague that Swallows the Sun	+1 spellcaster level
7th	+3	+2	+2	+5	The Sight that is Shared	+1 spellcaster level
8th	+4	+2	+2	+6	Greater Plagues	+1 spellcaster level
9th	+4	+3	+3	+6	Spirits of the Hive	+1 spellcaster level
10th	+5	+3	+3	+7	Hive Storm	+1 spellcaster level

Weapon and Armor Proficiency: The Lurker in the Swarm gains no proficiency with armor or weapons.

Spellcasting: Every level, the Lurker in the Swarm casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level.

Speech of the Queen (Ex): The Lurker in the Swarm can communicate with vermin as if they were capable of communicating in a language she understands. She can likewise communicate with any creature that probably should have been classified as a vermin, subject to the DM's whim. She is fully able to speak to and understand a Hellwasp Swarm, a Phase Spider, or a Gelugon, for example. With respect to such creatures, the Lurker in the Swarm can use her ranks in Handle Animal or Diplomacy to influence their opinion, as well as using her Intelligence bonus instead of her Charisma bonus.

Swarms of Bees: When the Lurker in the Swarm casts *summon swarm*, she instead gets a swarm of bees rather than a swarm of bats, rats, or spiders. This is considered a Wasp Swarm (FF, p. 172).

Queen's Right (Ex): At 2nd level, the Lurker in the Swarm can control the movements of the Swarms she summons. Any swarms resulting from a casting of summon swarm, or other conjurations on her part will be able to move normally on her turn, and do so under the direction of the Lurker. In addition, the Lurker in the Swarm no longer takes damage while in the space occupied by a swarm.

Gather the Blood Honey: At 3rd level, the Lurker in the Swarm gains the ability to produce the notorious Blood Honey. Composed of the necromantically extracted essence of dying sentients and produced by undead bees, this blood red honey has the ability to heal wounds and restore vigor. When consumed, each dose of Blood Honey has the effects of a restoration and a regenerate spell.

Blood Honey is created when the Lurker's swarms kill a creature with at least 5 HD and an Int of 5 or better and then spends one hour in an obsidian hive. Only one dose can be produced each day by any one swarm.

Husks of the Swarm: The Lurker in the Swarm gains such power over death and bees that at 4th level she can summon a swarm of Animate Bee Corpses: treat as a Bloodfiend Locust Swarm (FF, p. 170) with the Corpse Template (BoVD, p. 185).

Harvest of the Bitter Nectar (Su): At 5th level, the Lurker in the Swarm gains the ability to hold onto her youth indefinitely by producing the Royal Jelly form of Blood Honey out of the blood and energy she harvests from living intelligent creatures caught in by her Animate Bees. After her swarms kill a creature with at least 10 HD using negative levels she can make a dose of magical honey sufficient to restore a single character to the Young Adult Age Category. Age penalties are removed, but mental attribute bonuses for her true age do not change. This effect lasts for one month, and then the Lurker must consume another dose of Royal Jelly or else she returns to the true age (and dies if she has surpassed her maximum age). It gradually becomes more difficult to benefit from Royal Jelly. For every year a Lurker maintains her youth in this fashion, it requires an extra dose each month to retain the benefit (but never exceeds 30 doses for a month).

The Plague that Swallows the Sun: A lurker in the Swarm learns the spell insect plague at 6th level even though it is most likely not on her list. The spell is still a 5th level spell, though the Lurker's Swarms of Bees, Queen's Right, and Husks of the Swarm abilities all apply (allowing the Lurker to produce swarms of bees or animated bee corpses which move at her direction). At 8th level, the lurker learns the creeping doom spell, which again can take the form of various bees and move at her command without needing to expend actions.

The Sight that is Shared (Su): At 7th level, the Lurker in the Swarm is capable of sharing her senses with all bees within long range (400' + 40' per caster level) of herself, whether or not line of effect exists between the Lurker and the bees. The Lurker can make a Search, Spot, or listen check as if she shared the location of any bees in that area, and anything noticed by the Lurker (or any of the bees) is automatically noticed by the Lurker and all of the bees. The Lurker in the Swarm can see through swarms of bees as if they did not block vision at all. The Lurker can also replicate animal messenger at will, though the messenger can and must be a bee.

Spirits of the Hive: At 9th level, any time the Lurker in the Swarm summons bees, she may opt to replace summoned bees with Ephemeral Swarms (of bees). The constituents of the swarms are fine creatures, but otherwise conform to the listing of the Ephemeral Swarm (MM3, p. 50).

Hive Storm(Su): At 10th level, the Lurker in the Swarm contains an improbable number of bees within her own body, and can surround herself with a swarm of them at any time as a move action (these bees are considered a Hellwasp swarm (MM, p. 238) while they are surrounding her). The swarm moves with the Lurker, and while they may be dispersed as normal, the Lurker can replace the swarm at any time with a move action.

In addition, the Lurker in the Swarm is immune to the Distraction ability of swarms.

5.2.13 Master of the Seven Necromantic Mysteries
"Did you think that you could oppose me? Death itself is no mystery to one such as I."

The Master of the Seven Necromantic Mysteries is a necromancer extraordinaire, a grandmaster of the necromantic arts. He transcends the normal limitations of magic and finds the common threads that link all Necromancy magic. Great is his power and terrible is his anger, as he wields the powers of life and death with terrible skill. Both the living and the dead fear him, as he wields powers from beyond life. All those who study the arts of necromancy acknowledge his skill.

Prerequisites:

   Feats: Spell Focus(Necromancy), Greater Spell Focus (Necromancy), two necromantic creation feats

   Skills: Knowledge (Arcana) 12 ranks, Knowledge (Religion) 12 ranks

   Spells: Must be able to cast 5th level Necromancy spells and must be able to cast one Necromancy spell at each spell level available.

Hit Die: d4

Class Skills: The Master of the Seven Necromantic Mysteries? class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (All Skills Individually) (Int), Profession (Wis), Sense Motive (Wis), Spellcraft (Int), and Use Magic Device (Cha).

Skills/Level: 2 + Intelligence modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+2	+0	+2	Master of Necromancy, First Mystery: Secrets of Commanding	+1 spellcaster level
2nd	+1	+3	+0	+3	Second Mystery: Secrets of Necromantic Spells	+1 spellcaster level
3rd	+1	+3	+1	+3	Third Mystery: Secrets of Negative Energy	+1 spellcaster level
4th	+2	+4	+1	+4	Fourth Mystery: Secrets of Undead Creation	+1 spellcaster level
5th	+2	+4	+1	+4	Fifth Mystery: Secrets of Life Draining	+1 spellcaster level
6th	+3	+5	+2	+5	Sixth Mystery: Secrets of the Soul	+1 spellcaster level
7th	+3	+5	+2	+5	Seventh Mystery: Secrets of Eternal Life	+1 spellcaster level

All the following are Class Features of the Master of the Seven Necromantic Mysteries prestige class.

Weapon and Armor Proficiency: A Master of the Seven Necromantic Mysteries gain no proficiency with any weapon or armor.

Master of Necromancy: The Master of the Seven Necromantic Mysteries gains a bonus to his caster level when casting spells of the school of Necromancy equal to his class level.

Secrets of Commanding (Su): The Master of the Seven Necromantic Mysteries can Rebuke Undead as a cleric of his character level plus his Master of the Seven Necromantic Mysteries class level. This does not stack with any Rebuking the Master may have gained from other classes with grant Rebuking (such as Cleric or Dread Necromancer). He may also ignore the turning resistance of any undead creature he has already successfully rebuked (so a Ghoul counts as only 2 commanded hit dice instead of 4).

Secrets of Necromancy Spells: At 2nd level, The Master of the Seven Necromantic Mysteries can learn any Necromancy spell from any list provided he has deciphered the spell in written form. If he is of a class that has a limited number of spells known, he must sacrifice one of his other spells known of an equal level.

   In addition, the Master of the Seven Necromantic Mysteries learns one additional free spell from the school of Necromancy every level (including this one). This spell may be from any list, but must be of a level he can cast.

Secrets of Negative Energy (Su): At 3rd level, The Master of the Seven Necromantic Mysteries may convert the damage from any spell with the cold, ice, fire, or acid subtype to instead inflict negative energy damage.

Secrets of Undead Creation (Su): At 4th level, The Master of the Seven Necromantic Mysteries gains the feat Feed the Dark Gods as a bonus feat.

   In addition, the Master may choose three undead creation spells per day to cast as spell-like abilities usable once per day.

Secrets of Life Draining (Su): At 5th level, The Master of the Seven Necromantic Mysteries gains the ability to draw life from his spells that inflict negative levels or ability drain. For every negative level bestowed of point of ability damage inflicted, the Master gains 5 temporary hit points. These temporary hit points vanish after one hour, and cannot cause the Master to have more temporary hit point than twice his fully healed number of hit points.

Secrets of the Soul: At 6th level, The Master of the Seven Necromantic Mysteries may cast *magic jar* at will as a Supernatural ability. Any body that he possesses counts as a second receptacle, meaning that he gains the benefits of being in a receptacle while in another?s body, and he still has an object receptacle to return to if the body he is possessing is killed or destroyed.

Secrets of Eternal Life: At 7th level, The Master of the Seven Necromantic Mysteries becomes immortal. He no longer ages, and if killed he becomes a ghost. As a ghost, he automatically succeeds on his Rejuvenation check.

5.2.14 Master of Snake Mountain

"Now you muscle-bound boobs, prepare to meet your doom. Hahahahaha!"

Dungeons are hot property. They are enormously expensive to build, and are by their nature defended from magical interventions that would otherwise render their occupants extremely vulnerable. Thus, when a dungeon is over run, it is generally not long before it gains a new occupant. The Master of Snake Mountain is in control of a dungeon, but there's no reason to believe he's the first occupant. He might not even be the second.

A Master of Snake Mountain is one who has taken control of a dungeon and used it as a military staging area to launch grand plans. Such men could politely be described as egomaniacs, and rarely have a kind word to say to anyone that isn't spoken in an extremely sarcastic fashion.

Prerequisites:

    Skills: 9 ranks in Knowledge Dungeoneering and Perform (oratory)

    -or-

    9 ranks in Knowledge Architecture and Engineering and Perform (oratory)

    Feat: Leadership, Any Item Creation Feat.

    Special: Must have control of a dungeon, whether by having it built yourself or by taking it from someone else by force.

Hit Die: d8

Class Skills: The Master of snake Mountain's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Perform (Cha), Profession (Wis), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+0	+0	+2	+2	Stable of Henchmen, Bardic Music, Code of Conduct	+1 spellcasting level
2	+1	+0	+3	+3	Disposable Monstrous Cohort, Speak with Monsters	+1 spellcasting level
3	+2	+1	+3	+3	Belittling Tirade	+1 spellcasting level
4	+3	+1	+4	+4	Enhance Minions	+1 spellcasting level
5	+3	+1	+4	+4	Eyebeams, Wondrous Architect	+1 spellcasting level

All of the following are Class Features of the Master of Snake Mountain class.

Weapon and Armor Proficiency: A Master of Snake Mountain gains no proficiency with any weapons or armor.

Spellcasting: Every level, the Master of Snake Mountain casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Stable of Henchmen: A Master of Snake Mountain is a landlord and his dungeon fills up will all manner of ne'er-do-wells and hooligans. Practically this means that a Master of Snake Mountain can swap out his cohort for another cohort of an appropriate level at the beginning of each adventure. This doesn't mean that the Master of Snake Mountain can simply loot a cohort's worth of equipment every adventure, because while the different available cohorts are interchangeable, they actually don't go anywhere special when they are traded out. A cohort that is traded out is not dismissed, he simply doesn't accompany the Master of Snake Mountain

on a particular adventure. Such a cohort continues to be available in later adventures if the Master of Snake Mountain decides to swap back. All available cohorts gain levels when the Master of Snake Mountain does, whether they were accompanying his adventures or not.

Bardic Music (Su): A Master of Snake Mountain can produce Bardic Music effects with his Perform (Oratory) as if he was a Bard with a level equal to his class level. If he actually has Bard levels, the abilities and uses per day stack if he is using Perform (Oratory).

Code of Conduct: A Master of Snake Mountain must conduct his affairs with senseless, yet restrained villainy. He must abide by the following restrictions:

- A captured or surrendered foe may not be summarily executed, though they may be left in situations almost certain to kill them.
- A Master of Snake Mountain boasts constantly and gives believes himself far more accomplished and powerful than he is. He must explain his big plans to anyone who will listen.
- A Master of Snake Mountain must behave in a cowardly and villainous fashion. A Master of Snake Mountain may not accept a challenge he regards as fair or sacrifice himself for the good of others.

A Master of Snake Mountain who fails to abide by these restrictions loses his ability to use his Bardic Music abilities until he atones.

Disposable Monstrous Cohort: At the beginning of every adventure, the Master of Snake Mountain is followed by a monster for no reason once he reaches 2nd level. This monster must be at least 2 CR less than his character level, and will be a Magical Beast, an Aberration, a Plant, a Dragon, or an Ooze. It will follow his orders to the best of its ability, but whether it survives or not it will be replaced just as mysteriously by another monster at the beginning of the next adventure.

Speak with Monsters (Ex): The general gist of whatever a 2nd level Master of Snake Mountain happens to be ranting about gets across to any Magical Beasts, Plants, Aberrations, Dragons, or Oozes that can hear his tirades but do not have a language.

Belittling Tirade (Su): At 3rd level, the Master of Snake Mountain can use his Bardic Orations to make people feel bad about themselves. Such creatures receive a -2 morale penalty to attack rolls and saving throws and a -4 morale penalty to their Level Check to oppose intimidate checks. A Master of Snake Mountain can belittle any number of creatures within medium range as a standard action. The feelings of inadequacy last for 1 hour.

Enhance Minions (Su): At 4th level, the Master of Snake Mountain gains the ability to make grafts. He may supply grafts from any graft list, and may apply grafts from different lists to the same creature (though the maximum of 8 grafts still applies). The costs for applying these grafts are half normal, though he cannot implant grafts into himself.

Eyebeams (Su): A Master of Snake Mountain of 5th level has the ability to fire painful or deadly rays from his eyes. The Eyebeams are a ray effect with short range, and a creature struck with them (a ranged touch attack) is affected as per a *symbol of pain*. At his option, the Eyebeams may also inflict 4d6 of Force Damage. Once fired, the Eyebeams may not be used again for 1d4+1 rounds.

Wondrous Architect: At 5th level, a Master of Snake Mountain becomes a master of improving his own pad. He may make Wondrous Architecture in half the normal time at half the normal expense.

5.2.15   Ninja of Gax
"Of course I'm not a ninja."

In a world of gates, planar travel, and teleportation, cultural cross-pollination is a sure result. One such product is the Ninja Of Gax, a figure of stealth and deception born of an oriental tradition adopted by outsiders in order to gain access to mystical arts of disguise and obfuscation. Unlike common rogues or assassins, these covert operatives are part of an ancient tradition of ninjas passed from wily teacher to ambitious student, steeped in secrets gained from generations of practice and discipline. Unlike the originators of this tradition, these students do not hold allegiance to lords or owe loyalty to family or dynasty, making them among the most dangerous deceivers and spies. Their skills are their own to command, and they are free to pursue adventure or wealth as they see fit, unbound by the ties that enslave common ninja clans.

Prerequisites:
   Skills: 9 ranks in Concentration, 4 ranks in Disguise, 4 ranks in Knowledge Dungeoneering
   Race: Must have the [Human] subtype.
   Feat: Must have proficiency with at least one exotic weapon.

Spellcasting: Must be able to cast Arcane Spells.

Hit Die: d4

Class Skills: The Ninja of Gax's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), Swim (Str), Tumble (Dex), and Use Magic Device (Cha).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+0	+0	+2	+2	Trapfinding, Good in Black, Cover Identity	+1 spellcasting level
2	+1	+0	+3	+3	Ki Breath, +1d6 Sneak Attack	+1 spellcasting level
3	+1	+1	+3	+3	Touch of the Ring, Ki Stride	+1 spellcasting level
4	+2	+1	+4	+4	+2d6 Sneak Attack	+1 spellcasting level
5	+2	+1	+4	+4	Ki Transport, Great in Black	+1 spellcasting level

All of the following are Class Features of the Ninja of Gax class.

Weapon and Armor Proficiency: A Ninja of Gax gains proficiency with the katana, the shuriken, the sai, the long staff, and the nunchaku.

Good in Black: A Ninja looks good in black, and knows it. While he's wearing only black clothing, he gains a +2 circumstance bonus to his Charisma.

Cover Identity: A Ninja of Gax rarely admits that he is a member of an ancient Ninja Tradition. The Ninja of Gax gains a +10 bonus to his disguise checks to convince people that he is not a Ninja and is instead an ordinary arcane Spellcaster.

Spellcasting: Every level, the Ninja of Gax casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Ki Breath (Su): A Ninja of 2nd level gains the ability to hold his breath for an additional minute each day for each level of the Ninja of Gax class.

Sneak Attack (Ex): At 2nd and 4th level, the Ninja of Gax gains a die of Sneak Attack as a Rogue.

Touch of the Ring (Ex): A Ninja of Gax of 3rd level suffers no non-lethal damage from the Ring of Gax.

Ki Stride (Su): At 3rd level, the Ninja of Gax may walk on water for 1 round per class level per day.

Ki Transport (Su): At 5th level, a Ninja of Gax may walk through walls. By spending three rounds concentrating, the Ninja of Gax may transport himself up to 5 feet in any direction, completely bypassing any intervening obstructions. This ability may not be used if the Ninja of Gax has previously used his ability to hold his breath or walk on water that day.

Great in Black: At 5th level, the Ninja of Gax looks great in black and his self confidence is bolstered enormously when he is clothed entirely in that color. His circumstance bonus to his Charisma increases to +4.

5.2.16 Pumpkin King
"Rise my children, and taste the fruits of our enemies."

The sight of the ghostly green pumpkin fires has haunted many a soul. The light it casts reveals not the world beneath the cloak of shadows, but a world of nightmares and terror. The children of the vine are called into service by it. The light calls to them, and they rise to obey their Pumpkin King.

Requirements:
    Skills: Knowledge (religion) 8 ranks, Knowledge (nature) 4 ranks.
    Feats: Body Assemblage [Necromantic].
    Spells: Able to cast 3rd level spells and cast necromancy spells from every spell level available.

Hit Die: d8.

Class Skills: The Pumpkin King's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Heal (Wis), Intimidate (Cha), Knowledge (all) (Int), Perform (Cha), Profession (Wis), and Spellcraft (Int).

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Children of the Vine, Grow Vines	+1 spellcaster level
2nd	+1	+0	+0	+3	Pumpkin Bomb, Plant Spells	+1 spellcaster level
3rd	+1	+1	+1	+3	Pluck the Ripe, Soul of the Harvest	+1 spellcaster level
4th	+2	+1	+1	+4	Pumpkin Men	+1 spellcaster level
5th	+2	+1	+1	+4	Reap the Unworthy, Soul of the Pumpkin	+1 spellcaster level
6th	+3	+2	+2	+5	Patch of Doom	+1 spellcaster level
7th	+3	+2	+2	+5	Dark Harvest	+1 spellcaster level
8th	+4	+2	+2	+6	Cornucopia of Death	+1 spellcaster level

Skill Points at Each Level: 2 + Int modifier.

All the following are Class Features of the Pumpkin King prestige class.

Weapon and Armor Proficiency: Pumpkin Kings gain proficiency in the scythe, but otherwise gain no proficiency with any weapon or armor.

Spellcasting: Every level, the Pumpkin King casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Children of the Vine (Sp): At first level, the Pumpkin King has learned to create the Children of the Vine. As an at-will spell-like ability, you may cast a special version of *animate dead* to create skeletons, and only skeletons, from bones or corpses. To use this effect, you must place a pumpkin seed in the mouth or eyes of the skulls used. Vines then creep out of the eyes and wrap themselves around the newly created skeleton's bones. These Children of the Vine last until the next dawn, and this ability shares a control pool with *animate dead*. Children of the Vine that fall inert with the Sun's rise may be reanimated as normal. If a corpse has any flesh remaining upon its bones when animated by this effect, that flesh is scrubbed clean by the vines.

Grow Vines (Sp): A Pumpkin king can grow pumpkin seeds into lush vines with fully ripened fruit at will.

Also at this level, leaves and small vines start to grow out of your hair. If you are an undead creature, these vines and leaves appear brown and dried; otherwise, they are dark green.

Pumpkin Bomb (Su): A 2nd level Pumpkin King may throw a Pumpkin Bomb up to fifty feet. He conjures a pumpkin blazing with green and black flames that detonates with unholy energy when it reaches its target. The explosion is 15 feet in radius and inflicts 1d6 per character level of Unholy Damage. A successful Reflex save halves the damage and the Save DC is Charisma based. Throwing a bomb is a full-round action that may be used at will.

Plant Spells: At 2nd level, the spells *entangle*, *command plants*, *control plants*, *plant growth*, and *wall of thorns* are added to the Pumpkin King's spells known. The spells are known at the level they appear on the Druid spell list.

Pluck the Ripe (Ex): At 3rd level, any undead you create with spells, class features, or feats have vines and leaves protruding from their bodies. This infestation means that your skeletons have a minimum natural armor bonus equal to your levels in the Pumpkin King class, and they gain immunity to unholy damage.

Soul of the Harvest: At 3rd level, the irises of your eyes become orange and seem to have an inner light. You gain immunity to unholy damage.

Pumpkin Men (Sp): At 4th level, you may replace the heads of existing skeletons or Children of the Vine with specially carved pumpkins, creating Pumpkin Men. Pumpkin Men are equal to normal skeletons that have had the *awaken undead* effect used on them, that have a minimum natural armor bonus equal to your level in Pumpkin King, immunity to unholy damage and the Woodland Stride ability of a 2nd level Druid. The holes in the pumpkins that are their eyes and mouths glow with the sickly fires of a Pumpkin Bomb.

You may simultaneously control up to your Pumpkin King level in Pumpkin Men. If you try to convert another skeleton or corpse into a Pumpkin Man beyond your control limit, the Pumpkin Man you have controlled the longest is destroyed. This is an at-will spell-like ability, but properly carving such a pumpkin takes 10 minutes.

Reap the Unworthy (Ex): At 5th level, any creature damaged by one of your Pumpkin Bombs also must make a Willpower save or become frightened.

Soul of the Pumpkin: At 5th level, the Pumpkin King's form becomes gaunt and stick-like. He gains immunity to energy drain, negative levels, ability damage, and ability drain.

Patch of Doom (Sp): At 6th level, a Pumpkin King may create a Patch of Doom one per day as a spell-like ability. A Patch of Doom is a necromantically-charged pumpkin patch. He creates a 10' by 10 area covered in vines, leaves, and pumpkins, and he and his undead in this area gain Fast Healing 1 and immunity to

Turning (but not Rebuking). A Patch of Doom is a permanent effect until it is burned clean and the area has a consecrate effect cast on it.

Several uses of this ability can create a single and contiguous Patch of Doom covering a large area. The area of the patch is considered desecrated.

Anyone eating these pumpkins is poisoned as if he had eaten Black Lotus. A Patch of Doom radiates moderate evil, and does not need light, water, soil, or nutrients to survive, but its effects are suppressed if it is covered in ice or snow.

Dark Harvest(Su): At 7th level, any creature killed in a Patch of Doom created by you becomes a Pumpkin Man that is not under your control (and does not count towards your control pool). This Pumpkin Man will not attack the creator of his Patch of Doom, but will attack any other living creature entering any Patch of Doom contiguous to his own Patch of Doom.

Cornucopia of Death(Su): At 8th level, the Pumpkin King will return to life if killed. On the next full moon, a body will be created for him in a Patch of Doom of his choice that he has created. He loses a level as normal for returning from the dead, unless there is already one or more pumpkin man in that patch, in which case one of the pumpkin men is destroyed to create the new body and the Pumpkin King loses no levels.

Once he has used this ability, his head will have been replaced with a pumpkin with eyes and mouth glowing with sickly greenish-yellow fires. This has no game effect.

5.2.17 Seeker of the Lost Wizard Traditions

"The old ways are the best ways. Magic in the past was capable of things you can't even comprehend."

Empires have risen and fallen many times in history, and each time new magics are discovered and old magics are lost. The Seeker of the Lost Wizard Traditions is a user of magic who is convinced that the way magic was used in the past is better in some important fashion. Whether they are correct or not is something that the Mages of the Arcane Order would probably be willing to argue for days or weeks. But it is undeniable that much of the magic used by the Seeker are beyond the comprehension of those who have not taken the time to explore its ancient ways.

Previous generations have largely picked the surface clean of ancient magic power, and now those who wish to find the remnants of the ancient civilizations must journey deeper and deeper beneath the earth to find items that are protected from scrying.

Prerequisites:

    Skills: Spellcraft 9 ranks; Knowledge (Dungeoneering) 9 ranks

    Spellcasting: Must be able to prepare arcane spells of at least 2nd level.

    Race: Human, Elf, or Gnome

    Special: Must not be specialized in a school of magic other than Illusion.

Hit Die: d4

Class Skills: The Seeker of the Lost Wizard Traditions' class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Knowledge (all skills, taken individually) (Int), Profession (Wis), and Spellcraft (Int)).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1	+0	+0	+0	+2	Spell Reflection, Scroll Preparation	+1 spellcasting level
2	+1	+0	+0	+3	Uncapped Magic	+1 spellcasting level
3	+1	+1	+1	+3	Burst Conservancy	+1 spellcasting level
4	+2	+1	+1	+4	Harvest Magic	+1 spellcasting level
5	+2	+1	+1	+4	Expanse of the Sky	+1 spellcasting level
6	+3	+2	+2	+5	Temporary Portal	+1 spellcasting level
7	+3	+2	+2	+5	Unbreachable Stone Defense	+1 spellcasting level

All of the following are Class Features of the Seeker of the Lost Wizard Traditions class.

Weapon and Armor Proficiency: A Seeker of the Lost Wizard Traditions gains no proficiency with any weapons or armor. However, a Seeker of the Lost Wizard Traditions is considered proficient with any magic sword he holds.

Spellcasting: Every level, the Seeker of the Lost Wizard Traditions casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Spell Reflection (Su): A Seeker of the Lost Wizard Traditions may reflect spells with a line area of effect off of walls. The spell may either bounce off at an appropriate angle (angle of incidence equals angle of refraction) or straight back towards the caster at his whim. Creatures whose spaces are entered twice by a bouncing spell effect are affected twice.

Scroll Preparation: A Seeker of the Lost Wizard Traditions may prepare his daily spells from any magical writing that he has deciphered without harming himself or the magical writing. Many Seekers take magical scrolls and bind them together into book form because magical scrolls take up less room in a book than do normal pages of spell formulae.

Uncapped Magic: At 2nd level, spells cast by a Seeker of the Lost Wizard Traditions do not have maximum level-dependent effects.

Burst Conservancy (Su): At 3rd level, the spells cast by a Seeker of the Lost Wizard Traditions attempt to fill all available space. Every square that a spell with a burst area of effect is prevented from occupying because of a wall or similar obstruction is added to the other side of the effect's area. For example, a fireball takes up 44 squares when used without obstructions. When used in a long, 10' wide hallway by a Seeker of the Lost Wizard Traditions, the fireball would extend to be 110' long.

Harvest Magic (Ex): A 4th level Seeker of the Lost Wizard Traditions can cut pieces out of recently killed monsters that are useful in item creation. An Aberration, Dragon, Magical Beast, Ooze, or Outsider that has been successfully identified with the appropriate knowledge skill by the Seeker of the Lost Wizard Traditions and killed within the last hour can have one of its organs harvested by the Seeker in a 10 minute procedure that preserves some of the magical power of the creature. The magical portions of such a creature are worth 50 gp and 2 XP towards item creation per CR of the monster.

Expanse of the Sky (Su): At 5th level, a Seeker of the Lost Wizard Traditions may double the ranges and areas of his spell effects when he is outdoors. As long as the Seeker of the Lost Wizard Traditions has an open sky over his head, every 10' cube in a spell description is a 20' cube, every 30' cone is a 60' cone, and so on and so on. Essentially, all of his spells benefit from Widen and Enlarge Spell

Temporary Portal (Su): When a 6th level Seeker of the Lost Wizard Traditions casts a [Teleportation] spell that would normally change his own location, he can create a portal from the target location to a location adjacent to himself instead of moving himself. This portal can be seen through and line of effect for spells can be drawn through it. The Seeker of the Lost Wizard Traditions may dismiss the portal at any time as a free action, and it otherwise lasts 1 round per caster level of the Seeker.

Unbreachable Stone Defense (Su): When a 7th level Seeker of the Lost Wizard Traditions benefits from the spell *stoneskin*, his damage reduction is increased to Unlimited/Adamantine. The hit point reserve of the stone skin is still only reduced by a maximum of 10 points per attack.

5.2.18   Seer of the Tempest
"Aaaah! AAAAAAAH! AAAAAAH!"

The Windswept Depths of Pandemonium breed a special kind of magician. Driven half-mad by the eternal darkness and thunderous din of the eternal windstorm, they walk the battlefields of the multiverse bringing the terrors they know to those who do not.

Most characters who become Seers of the Tempest are Warmages, though sometimes this path appeals to Wizards of a particularly martial bent.

Requirements:
    Skills: Intimidate 9 ranks.
    Alignment: Non-Lawful
    Spells: Must be able to cast 3rd level Arcane spells, and must be able to cast Evocations of every level she can cast.

Hit Die: d4

Class Skills: The Seer of the Tempest's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Intimidate (Cha), Knowledge (all skills taken individually) (Int), Profession (Wis), and Spellcraft (Int).

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Increased Edge, Sonic Spells, Suffer the Firmament	+1 spellcaster level
2nd	+1	+0	+0	+3	Scary Noises	+1 spellcaster level
3rd	+2	+1	+1	+3	Winds	+1 spellcaster level
4th	+3	+1	+1	+4	Attune Domain: Storm	+1 spellcaster level
5th	+3	+1	+1	+4	Swift Winds	+1 spellcaster level
6th	+4	+2	+2	+5	Uproar	+1 spellcaster level
7th	+5	+2	+2	+5	Sense the Winds	+1 spellcaster level
8th	+6	+2	+2	+6	Attune Domain: Darkness	+1 spellcaster level

Skills/Level: 2 + Intelligence Bonus

All of the following are Class Features of the Seer of the Tempest class.

Weapon and Armor Proficiency: The Seer of the Tempest gains no proficiency with armor or weapons.

Spellcasting: Every level, the Seer of the Tempest casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level.

Increased Edge: If the Seer of the Tempest has the Edge class feature, she may add her class level to the Edge bonus. This has no effect if she does not have the Edge class feature.

Sonic Spells: Every spell that the Seer of the Tempest casts that inflicts any damage may inflict Sonic damage instead at her option when the spell is cast. No other effects of the spell are changed, nor is the casting time of the spell. Spells that are made to inflict Sonic damage in this way gain the [Sonic] descriptor.

Suffer the Firmament (Ex): A Seer of the Tempest is at home in a tornado as a calm day. She is unaffected by winds of any strength, and suffers no penalties to her listen checks in even the stiffest gale.

Scary Noises (Su): At 2nd level, the booming destruction of the Seer's magical attacks channels the haunting terrors of Pandemonium. Any creature damaged by a [Sonic] spell cast by the Seer must make a Willpower Save or become shaken. If a creature becomes shaken twice, she becomes frightened. The Save DC is Charisma based, and this is considered a [Fear] effect.

Winds (Sp): A Seer of the Tempest who has reached 3rd level may use *gust of wind* as a spell-like ability at will. At 5th level, using this ability becomes an Immediate action.

Attune Domain: At 4th level, the Seer of the Tempest gains Attune Domain (Storm Domain) as a bonus feat. At 8th level she gains Attune Domain (Darkness Domain) as a bonus feat.

Uproar (Su): As a free action, a Seer of the Tempest of 6th level can attempt to Intimidate all creatures she can target within line of effect that are within an area afflicted by Severe (or worse) winds.

Sense the Winds (Su): At 7th level, a Seer of the Tempest can feel the disturbances caused by creatures and objects within the wind. She can perceive and target any creature or object within 120 feet of herself so long as there is at least a Light Breeze.

5.2.19   Skindancer

"It was Elothar... but it wasn't Elothar. It was like someone wearing an Elothar suit."

Skindancers are a rare breed of assassin, working their way into a community, shedding identities as they shed skins, with each murder moving closer their targets. The Skindancer is a thief of forms, a powerful Necromancer who has transcended mere shapeshifting magic and mastered the techniques of drawing supernatural power from wearing the living skins of his enemies. They are paragons of disguise and infiltration, dark souls hiding among their enemies while sowing discord and chaos in their wake.

Prerequisites:
  Feats: A Feast Unknown, Still Spell, Silent Spell
  Spellcasting: Must be able to cast 4th level Necromancy spells
  Special: Must not be good.

Hit Die: d6

Class Skills: The Skindancer's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Disguise(Cha), Hide(Dex), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently(Dex), Profession (Wis), Sense Motive(Wis), Spot(Wis), and Spellcraft (Int).

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+2	+0	+0	Wear Skin, Taking Lives	+1 spellcaster level
2nd	+1	+3	+0	+0	Likeness	+1 spellcaster level
3rd	+1	+3	+1	+1	Death Attack	+1 spellcaster level
4th	+2	+4	+1	+1	Flexible Hide	+1 spellcaster level
5th	+2	+4	+1	+1	Hide the Evidence	+1 spellcaster level
6th	+3	+5	+2	+2	Fill the Shell	+1 spellcaster level
7th	+3	+5	+2	+2	Aura Steal	+1 spellcaster level
8th	+4	+6	+2	+2	Art of Preservation	+1 spellcaster level
9th	+4	+6	+3	+3	Skin Reincarnation	+1 spellcaster level
10th	+5	+7	+3	+3	Skin Puppets	+1 spellcaster level

Skill Points/Level: 6 + Int modifier

All the following are Class Features of the Skin Dancer prestige class.

Wear Skin (Ex): The Skindancer may wear any Skin that has been prepared by the Taking Lives ability of a Skindancer. While wearing this Skin, the Skindancer has the form of the creature whose skin he is wearing as if he had cast *shapechange* and become that creature. This effect lasts as long as he wears the Skin. In addition, he also gains one use of each spell-like ability of that creature's race. Once used, the spell-like abilities of a particular skin are forever expended.

    The Skindancer may only wear the Skin of a creature whose CR is three less than his character level, and who has the same size as him. Using this ability on the Skin of a sentient creature (Int of 5 or better) is an evil act.

    If the Skindancer dies while wearing a Skin, that Skin is destroyed.

Taking Lives (Ex): To use this power, the Skindancer must have the fresh and undamaged body of a creature. It cannot have been taken HP damage from any fire or acid effect, piercing or slashing damage, or any other effect that would damage, tear, or destroy its skin (DM's judgment). If the creature was killed within ten minutes (or preserved with magic ten minutes from its death by an effect like *gentle repose*), the Skindancer may begin a one hour ritual to turn the outer flesh of the body into a Skin. Once completed, the skinless body remains. Using this ability on the body of a sentient creature (Int of 5 or better) is an evil act. Any Skin that has not been worn by a Skindancer for one hour rots away to uselessness. Skins cannot be made from Undead, Plants, Oozes, Swarms, Constructs, or any other creature that does not have a skin (DM's option).

Likeness (Ex): While wearing a creature's Skin, the Skindancer gains a +10 to Bluff and Disguise checks to impersonate that creature (this stacks with the bonuses gained by shapeshifting or disguise spells).

Death Attack (Ex): At 3rd level, the Skindancer gains the Death Attack ability of an Assassin. Levels in this class stack with levels of any other class that offers Death Attack for the purposes of this class feature. Any creature killed by a bludgeoning Death Attack is suitable for the Taking Lives ability.

Flexible Hide: At 4th level, the Skindancer can wear the Skin of a creature who is within one size category of his own size.

Hide the Evidence (Su): At 5th level, the Skindancer can completely devour the skinless body of any victim that he uses the Taking Lives ability on.

Fill the Shell: At 6th level, the Skindancer can wear the Skin of a body that is up to two sizes larger than his own.

Aura Steal(Su): For the purposes of divination magic, the Skindancer is the creature whose Skin he is wearing.

Art of the Preservation (Su): The Skindancer has learned the art of preserving Skins for later use in briny pools. By spending 500 gp per CR of the creature the pool will hold and one day, the Skindancer can build a briny pool that will preserve a Skin inside it and indefinitely maintain the Skin's ability to be worn. Once taken out of the pool, the skin rots to uselessness within one hour as usual, unless it is worn.

Skin Reincarnation(Su): If killed, a Skindancer will be reincarnated (as the spell) into the form of one of the Skins he is preserving with the Art of Preservation ability (if he does not have a preserved Skin of his own size and race, randomly determine which Skin is used). The Skin used by this ability is destroyed in the process.

Skin Puppets: The Skindancer can create Skins that can be worn by others by expending 2,000 gp per CR of the creature. Each creature wearing one of these Skins gains one use of the Wear Skin ability, and counts as if the Skindancer had successfully cast *charm monster* on them.

5.2.20 Speaker for the Dead

"For ten thousand years our ancestors have lived and died in this land and not once has the world been swallowed by an unending chasm into the Abyss. They tell me that they are disappointed in your actions, and I am here to make their displeasure known."

The souls of those that die are drawn inexorably towards the outer planes to await their punishment or rewards as befits the whim of the powerful beings that dwell there – outsiders and the gods themselves. A few get drawn back to the world of the living, but the vast majority become petitioners, and the memories of these lives beyond counting are gradually forgotten and lost to time.

Or they would be, if the Speakers did not endeavor to catch these memories and keep them safe against a time in the future when they may be needed again.

Prerequisites:
> **Skills:** Diplomacy 4 Ranks, Knowledge (History) 9 ranks
> **Languages:** Must know at least 4 languages
> **Spellcasting:** Must be able to cast Divination and Necromancy spells of levels 1 through 3.

Hit Die: d4

Class Skills: The Speaker for the Dead's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy(Cha), Knowledge (all skills, taken individually) (Int), Profession (Wis), Speak Language, and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Speak With Dead	+1 spellcaster level
2nd	+1	+0	+0	+3	Call Spirits, Well of Knowledge	+1 spellcaster level
3rd	+1	+1	+1	+3	Taste of Lethe, Hear the Hungry Spirit	+1 spellcaster level
4th	+2	+1	+1	+4	Education of the Dead	+1 spellcaster level
5th	+2	+1	+1	+4	Proxy of the Dead	+1 spellcaster level
6th	+3	+2	+2	+5	Revenge of the Fallen	+1 spellcaster level
7th	+3	+2	+2	+5	Avenging Souls	+1 spellcaster level
8th	+4	+2	+2	+6	Library of Lost Memories	+1 spellcaster level
9th	+4	+3	+3	+6	Usurp Death's Kingdom	+1 spellcaster level
10th	+5	+3	+3	+7	Vengeance of the Dead	+1 spellcaster level

All of the following are Class Features of the Speaker for the Dead prestige class.

Spellcasting: Every level, the Speaker for the Dead casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level.

Speak With Dead (Sp): A Speaker for the Dead can use *speak with dead* as a spell-like ability at will. Unlike a normal caster, they can successfully use the spell more than once on the same corpse, though if a corpse of a creature with a hostile alignment makes its save, speak with dead may not be used again on that corpse for an entire week.

Call Spirits (Su): The Speaker for the Dead is able to telepathically communicate with any undead creature. She gains a +4 to all Diplomacy, Bluff, Sense Motive, or Intimidate checks when used on undead. In addition, all the of *summon undead* spells are considered spells known for her.

Well of Knowledge: By 2nd level, the Speaker for the Dead has begun to have long conversations with the dead, gaining all sorts of odd knowledge. The speaker's levels count as Bard levels for the purposes of Bardic Knowledge. If she does not already have Bardic Knowledge, she gains that ability using only her levels in Speaker for the Dead.

Hear the Hungry Spirit(Su): The Speaker for the Dead can sense of the presence or absence of undead within 1 mile. She knows their general direction, but cannot pinpoint distance, power, or numbers of undead.

Taste of Lethe (Ex): A Speaker of 3rd level or higher has honed her skills of remembrance to the point where she is able to draw upon the unending mind of the undead. She is not completely immune to mind affecting magic as an undead is, but her memories are. The Speaker is immune to effects such as *modify memory* and *mind rape*, and is even able to drink the waters of the River Styx without losing any precious memories.

Education of the Dead: The Speaker for the Dead has absorbed vast amounts of information from the spirits of the dead. She is considered to have a minimum of 10 ranks in all Knowledge skills. To surpass the 10 rank minimum, the Speaker must assign skill points as normal to gain a skill at a higher ranks.

Proxy of the Dead: Undead creatures cannot attack a Speaker for the Dead unless they make a DC 25 Will save (they may make a new save each round). If she casts a spell or attacks them, they automatically make their next save. Unintelligent undead get no save.

Revenge of the Fallen: At 6th level, the Speaker for the Dead gains the ability to cast *animate dead* as a spell-like ability at will. Whenever she does so, these undead are not controlled. They form a weak Necromantic Intelligence that has a purpose of finding the people that killed them. This effect cannot create any individual zombies or skeleton with more than 4 HD.

Avenging Soul: At 7th level, the Speaker for the Dead gains the ability to cast *greater create undead* as a spell-like ability once per day. Whenever she does so, these undead are not controlled. Each has a weak Necromantic Intelligence that has a purpose of finding the people that killed them.

Library of Lost Memories: The Speaker for the Dead may cast *contact other plane* or *legend lore* as a spell-like ability once per day at 8th level.

Usurp Death's Kingdom (Su): A 9th level Speaker for the Dead may alter the purpose of a Necromantic Intelligence. She must perform a ritual that takes 24 hours at the location of the Focus of the Necromantic Intelligence, and this ritual provokes the same response as a Cleansing.

When she is done, the Necromantic Intelligence's purpose changes to anything the Speaker desires. If this is not possible, the Necromantic Intelligence is destroyed.

Vengeance of the Dead: At 10th level, the Speaker for the Dead may create a Necromantic Intelligence with a purpose of her choosing. This costs 20,000 gp in materials, and circumstances must be appropriate for a Necromantic Intelligence to form.

5.2.21 Stranger with the Burning Eyes

One of the greatest necromantic mysteries is the ability to move souls from one body to another, and to use this trick to inhabit the flesh of a stranger, gaining a twisted and parasitic form of immortality. Usually this art is as dangerous as it is powerful, but for the Stranger with the Burning Eyes the experience is a way of life. They have abandoned their true form and now only move from body to body like a virus, taking with them knowledge and power, working their way through the world using the bodies of others as proxies.

When they transfer to a new body, their eyes glow with the fires of their souls, as they have fanned the flames of their spirits until they can survive without a material form. They are the consummate strangers in strange land, and often acquire habits from the many unusual body forms they have inhabited. One thing is certain: they have little regard for the people they inhabit.

Prerequisites:

    Feats: Still Spell, Silent Spell

    Skills: Knowledge (Religion) 9 ranks, Concentration 9 ranks

    Spellcasting: Must be able to spontaneously cast 5th level spells, and the spell *magic jar*.

    Special: Your true body must have been destroyed.

    Special: You cannot be good.

Hit Die: d4

Class Skills: The Stranger with the Burning Eyes' class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Hide(Dex), Intimidate (Cha), Knowledge (all skills, taken individually) (Int), Profession (Wis), and Spellcraft (Int).

Skills/Level: 2 + Intelligence Bonus

All the following are Class Features of the Stranger with the Burning Eyes prestige class.

Burning Soul (Su): At 1st level, the Stranger with the Burning Eyes has mastered the ability to move between bodies. He may use *magic jar* at will as a Supernatural ability with an indefinite duration. For the purposes of this spell, any body he is possessing also counts as a receptacle, so he may use the senses granted by being in a *magic jar* receptacle and possess new bodies from this form, and he returns to the last body he possessed if his current body is killed, if it is within range (it gets a save as usual). If it is not within range, he is killed. Since bodies count as receptacles for this effect, the Stranger does not need line of effect to possess a new body.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+1	+0	+0	+2	Burning Soul, Token	+1 spellcaster level
2nd	+2	+0	+0	+3	Consume	+1 spellcaster level
3rd	+3	+1	+1	+3	Firewall of the Soul	+1 spellcaster level
4th	+4	+1	+1	+4	Explosive Reaction	+1 spellcaster level
5th	+5	+1	+1	+4	Inferno	+1 spellcaster level
6th	+6	+2	+2	+5	Lore of the Burning Flame	+1 spellcaster level
7th	+7	+2	+2	+5	Slow Burn	+1 spellcaster level
8th	+8	+2	+2	+6	Wildfire	+1 spellcaster level
9th	+9	+3	+3	+6	Conflagration	+1 spellcaster level
10th	+10	+3	+3	+7	Hellfire	+1 spellcaster level

The Stranger with the Burning Eyes no longer ages, though bodies he is possessing will age.

Token: At 1st level, the Stranger with the Burning Eyes is magically followed by a token whenever he changes bodies. This is a simple piece of jewelry worth at least 1,000 gp, and it can be enchanted with any enchantment suitable for rings, rods, wonderous items, and armor (but it cannot be intelligent). This item is a tiny object with hardness 20 and 20 hp, and if removed from a body the Stranger with the Burning eyes is possessing he is immediately forced to possess a new body (he cannot possess that body ever again). If he cannot possess a new body, he dies. (Note: if the victim of the Stranger's possession attack is ever given a second Will save to resist his possession from an effect like Slippery Mind, a successful save means the victim removes the token).

The token is magically recreated or moved each time the Stranger possesses a new body, so as long as he lives it continues to exist.

Consume (Su): At second level, the Stranger with the Burning Eyes may "lose" a prepared spell or spell slot to perform a Wisdom draining touch attack as a standard action. The touch attack does as much Wisdom drain as the spell level that is lost, and a successful Will save halves this drain.

Firewall of the Soul: At 3rd level, the Stranger with the burning Eyes is immune to any effect that moves his soul or would end his possession of a body (other than removing his token). Any effect that traps his soul in his current body still works, and he will die if such an effect is cast on him and the body he is possessing dies. The Stranger may also remain in a body if he is in an *antimagic field* or other magic destroying effect, though he is effectively trapped in that body until he can leave that effect.

Explosive Reaction (Su): At 4th level, when the Stranger with a Burning Soul is in a body that is killed, he may take an immediate action to possess a new body (or return to his last body, as usual).

Inferno(Su): While in a possessed body, the Stranger may use any of its feats once he has attained 5th level.

Lore of the Burning Flame: While in a possessed body, the Stranger may use any of its skills or personal knowledge once he has attained 6th level.

Slow Burn(Su): Once the Stranger with the Burning Eyes has achieved 7th level, if he is in a body that is killed, and he cannot successfully possess any body, his soul is instead transferred into his Token and it counts as a receptacle. Should the Token be destroyed while it holds the soul of the Stranger, he immediately dies without a chance to possess new bodies.

Wildfire(Su): At 8th level, the Stranger with the Burning Eyes may use his *magic jar* ability a number of times a round equal to his Charisma modifier as a full round action. This enable to make possession attempts very quickly and even travel large distances in heavily populated areas.

Conflagration(Su): As a standard action, a 9th level Stranger with the Burning Eyes can combine a use of his Consume ability with his *magic jar* ability. The person he attempts to possess is affected by the Consume ability as if he had been successfully touched. The Consume effect uses spells or spell slots as normal.

Hellfire: Should the Stranger with the Burning Eyes ever he killed once he has achieved 10th level, he returns to life with his soul in his Token one year later (it is recreated 1d4 miles from the location of his death). He does not lose a level from this return from the dead.

5.2.22 Soul Merchant

Upon death, souls pass to the Outer Planes. Evil souls go to the Lower Planes while good souls go the Upper Planes, and some souls wander the places between, but each has a value to the beings that live in those place.

Where there is value and profit to be made there is a merchant; in the soul trade, that man is the Soul Merchant. Slaver, procurer, and arbitrator, the Soul Merchant is ultimate middle-man in the market of stealing, selling, and buying souls. Like any successful merchant, he enjoys special privileges with his clients.

Prerequisites:

Skills: Knowledge(planes) 10 ranks, Knowledge(religion) 10 ranks

Spells: Must be able to cast *lesser planar binding*

Feats: Leadership

Hide Dice: d4

Class Skills: The Soul Merchant's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Knowledge (all skills, taken individually) (Int), Profession (Wis), and Spellcraft (Int).

Skill Points/Level: 2 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Extract Soul, Extended Contract	+1 spellcaster level
2nd	+1	+0	+0	+3	Escort to the Promenade	+1 spellcaster level
3rd	+1	+1	+1	+3	Craft Soul Contract	+1 spellcaster level
4th	+2	+1	+1	+4	Soulless Spawn	+1 spellcaster level
5th	+2	+1	+1	+4	Bargain	+1 spellcaster level
6th	+3	+2	+2	+5	Notable Investments	+1 spellcaster level
7th	+3	+2	+2	+5	Credit	+1 spellcaster level
8th	+4	+2	+2	+6	Lifetime Warranty	+1 spellcaster level

All the following are Class Features of the Soul Merchant prestige class.

Weapon and Armor Proficiency: The Soul Merchant gains no proficiency with armor or weapons.

Spellcasting: Every level, the Soul Merchant casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class he had previous to gaining that level.

Extract Soul(Su): The Soul Merchant may cast *soul bind* as a spell like ability a number of times per day equal to his intelligence bonus. He must use a gem to hold the soul, and it must be worth at least 100gp.

Extended Contract(Su): Due to his extensive web of contacts in the Outer Planes, he can call spirits from beyond the grave. He may call undead creatures with his *planar binding* spells in addition to the usual creatures.

Escort to the Promenade(Su): At 2nd level, the Soul Merchant may call an Escort with a casting of the *lesser planar binding* spell. Treat this creature as a Erinyes, but with the additional ability to use *gate* (travel version only, and only to Finality and the last location it was bound to). This Escort will take a Soul Merchant to Finality, a planar metropolis that has a prominent economy in the buying selling of souls (see Finality in the Locations of Necromantic Importance section).

Craft Soul Contract(Su): At 3rd level, the Soul Merchant may craft a Soul Contract. This is an item that details the conditions of an agreement or bargain where one party has put up his soul as collateral. Should this party default on the contract, his soul is forced into a gem as detailed in the contract (the gem need not have line of effect to the victim for this to occur). Should the other contractee default, the contract is rendered powerless. If the physical paper of contract is destroyed, the magical effects of the contract are also ended.

Soulless Spawn: Should a 4th level Soul Merchant gain someone's soul with a Soul Contract, he may turn their body (if it still lives) into a unique form of spawn called a Soulless. These creatures have all of their normal abilities, but also have the Mindless trait, and must be commanded by the Soul Merchant to perform any action.

Bargain: By 5th level, the Soul Merchant has become a trusted (or at least known) middle-man in the soul trade. He may sell lesser souls to gain souls of greater value. In effect, he may buy souls in Finality by exchanging enough souls to equal the value of a more powerful soul. The Soul Merchant also gains the ability to increase the HD limitation of any planar binding spells he casts by +2 HD.

Notable Investments: A Soul Merchant of 6th level has performed substantial dealings in the oft maligned (yet potentially lucrative) trade in souls. The character can act as a fixer for one of the major interested parties. The character gains one ability from the following list: Angelic Favor, Baatezu Favor, Demonic Favor, or Lich's Favor.

- **Angelic Favor (Sp):** Due to outstanding effort in the recovery of good-aligned souls and destruction of evil-aligned souls, several celestials owe you favors. Once per day you may cast *Greater Planar Ally* as a spell-like ability. This effect only calls a good-aligned celestial, and it only accepts souls as payment.
- **Baatezu Favor (Sp):** Due to preexisting deals with several Devils, the Soul Merchant may destroy a soul for infernal power. Once per day, the Soul Merchant may gain DR of 15/good and silver for 10 minutes per CR of the creature destroyed. During this time, the Soul Merchant may see in darkness (including magical darkness) and is immune to fire.
- **Demonic Favor (Sp):** After hurling a number of notable souls into forgotten maelstroms of torment in the Abyss, the Soul Merchant has gained agreements in principle to issue commands to Tanar'ri legions that are nominally under the control of his business associates. The Soul Merchant no longer has to pay Demons that have a CR at least 6 less than his own for their services.
- **Lich's Favor (Sp):** Due to preexisting deals with several Liches, the Soul Merchant level may destroy a soul for magical power. Once per day, the Soul Merchant may recover a spell slot by destroying a soul of a CR equal to twice the level of the spell.

Credit: Due to his outstanding record, a 7th level Soul Merchant can use his abilities on credit (without expending souls); however, if he does not pay for these uses with twice as many souls (two souls of the correct value for each ability he used) in one month, his own soul is taken. If for any reason the Soul Merchant's soul cannot be taken, the merchants of Acheron will not extend him any more credit.

Lifetime Warranty: At 8th level the Soul Merchant may store souls with certain powerful outsiders in the Finality. Should he ever die, these outsiders will sell his souls for the magic objects necessary to return him to life (such as *true resurrection*, *cloning*, or *true reincarnation* magic). If he should ever run out of souls, he can still be brought back on credit...

5.2.23 Thief of Souls
"What would I possibly want with your money?"

Jewels, gold, and magical trinkets fill the dreams of most thieves, but the Thief of Souls wants only the most treasured possession of all: your very soul. Charming, wicked, and stealthy, they're the enemy of the gods, preventing believer's souls from entering their rightful place in the afterlife.

From souls come power, and these dangerous individuals have learned to tap into that power for their own ends. The fact that this process destroys the souls does not matter to them as they know the world is full of souls, waiting to be taken.

Prerequisites:
    Skills: Use Magic Device 9 ranks, Knowledge(Religion) 4 ranks, Craft (alchemy) 4 ranks
    Spellcasting: Ability to cast 1st level Arcane Spells.
    Alignment: Cannot be good.
    Special: Sneak Attack, Sudden Strike, or Skirmish +2d6
    Special: Must have owned and used a dagger made from thinaun.

Hit Dice: d6

Class Skills: The Thief of Soul's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (all) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha).

Skill Points/Level: 6 + Int modifier

All of the following are Class Features of the Thief of Souls prestige class.

Weapon and Armor Proficiency: The Thief of Souls gains no proficiency with armor or weapons.

Spellcasting: Every level, the Thief of Souls casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Soul Taker(Su): At 1st level, a Thief of Souls may extract a soul from a thinaun dagger and place it within a gem worth at least 100 gp. This process takes one minute, and the soul in the gem is held inside it indefinitely. If the soul gem is smashed, the soul inside is released. If the soul gem is used to fuel any of the Thief of

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+2	+2	Soul Taker, Thinaun Alchemy	+1 spellcaster level
2nd	+1	+0	+3	+3	Sneak Attack +1d6	+1 spellcaster level
3rd	+1	+1	+3	+3	Fuel Magic	+1 spellcaster level
4th	+2	+1	+4	+4	Sneak Attack +2d6	+1 spellcaster level
5th	+2	+1	+4	+4	Soulfire	+1 spellcaster level
6th	+3	+2	+5	+5	Sneak Attack +3d6	+1 spellcaster level
7th	+3	+2	+5	+5	Steal Magical Essence	+1 spellcaster level
8th	+4	+2	+6	+6	Sneak Attack +4d6	+1 spellcaster level
9th	+4	+3	+6	+6	Reap Soul	+1 spellcaster level
10th	+5	+3	+7	+7	Fuel Life, Sneak Attack +5d6	+1 spellcaster level

Soul's class features, the gem and soul inside are destroyed and the creature whose soul was taken cannot be returned from the dead.

Thinaun Alchemy(Ex): The Thief of Souls learns alchemic secrets that teach him how to convert iron into thinaun, the legendary soul stealing metal. He may construct new blades using this technique, the process take one day and expends 5000 gp in materials.

Sneak Attack (Ex): At 2nd level, the Thief of Soul's Sneak Attack Damage increases by 1d6. His sneak attack damage increases by another d6 at every even level. If the Thief of Souls has the Skirmish ability, he can increase his Skirmish Damage instead of his Sneak Attack.

Fuel Magic(Su): When activating a charged magic item, a 3rd level Thief of Souls may destroy a gem containing a soul (destroying the soul) instead of using charge(s) from that item. The soul used must have a HD equal to the caster level of the effect.

Soulfire (Su): A 5th level Thief of Souls may destroy a gem containing a soul (destroying the soul) in exchange for a ranged touch attacking deal 1d6 points of damage per HD of the soul with the gem. This is an attack action with a medium range, and the character need not be within 30 feet of the target for the attack to count as a Sneak Attack (other restrictions of sneak attacks apply).

Steal Magical Essence (Su): Any time a Thief of Souls of 7th level or higher uses his Soul Taker ability, he can also extract one spell from the soul that it had prepared at the time of its death (his choice). This effect keeps the spell in the gem, and any character who makes a DC 20 Use Magic Device check may use this spell as if casting it from a Spell Storing item. Once the spell is cast, the gem no longer functions as a spell storing item, but is not otherwise damaged.

Reap Soul (Su): Any time the Thief of Souls successfully uses his sneak attack on an enemy with a thinaun weapon, the victim must make a Fortitude save or die. The save is Charisma based, and this is a Necromantic Death Effect. The Thief of Soul's thinaun blade can take the soul as normal.

Fuel Life (Ex): At 10th level, the Thief of Souls may destroy any soul gem with a CR equal to his character level in exchange for reverting himself to a young adult age. Doing so has no effect on his mental attributes, and when the soul gem is destroyed the character may choose to alter his appearance to match that of the creature whose soul was destroyed. This gives a +10 bonus to Disguise checks to impersonate the victim.

5.2.24   Uttercold Assault Necromancer
"Coooooooobraaaaaaaaa!"

The living dead can make terrifically efficient soldiers, fearless and untiring. However, mindless undead are less than ideal in many respects, being unable to take initiative or respond to changing battlefield conditions. Sentient undead are therefore the pinnacle of soldiering, but since they are not mindless, they must be lead.

For political reasons, the living dead are seldom permitted to serve as their own officers; instead, fearful mortal authorities insist that they must be placed under the command of the living. However, if such officers hope to win the respect of their troops, they must be magically powerful in their own right, as well as charismatic and subtly tainted by the touch of death. Such officers learn not only to lead and motivate sentient undead on the battlefield, but to support their forces with cold and death related magic.

Not only are the undead fearless, but they are also perfectly disciplined, do not do damage to the civilian infrastructure, and do not require forage to survive. In order to maintain discipline, and in response to the hatred and fear in which their forces are held, these officers hold themselves to the highest standard of military ethics. A degree of political aptitude also serves such officers well, as their forces are almost guaranteed to

be given the most dangerous and least desirable missions. The stringent requirements of this class demand commitment from a young age, so most Uttercold Assault Necromancers are apprenticed in their teens. Being in such scarce supply, they are absolutely required to train apprentices in turn to join the officer corp.

Prerequisites:

Feats: Energy Substitution (Cold), Lord of the Uttercold, Tomb Tainted Soul, Mentor (exchanged for apprentice).

Spells: Must be able to cast at least three spells from the Necromancy school, of which at least one must be third level or higher, and at least one spell with the cold descriptor.

Skills: Concentration 9 Ranks, Knowledge (Planes) 9 Ranks, Language (Battle Signals), Speak Language (Semaphore Battle Signals).

Alignment: Cannot be chaotic.

Special: Must hold officer's rank (Rank 3+, see Heroes of Battle) in a military or paramilitary organization that includes elite units of sentient undead.

Special: Your apprentices (from the Mentor feat) must also be junior officers in your military organization (Rank 1+).

Note: If you are using Playing with Fire, the Necromantic Commander aura does not have an alignment requirement, and neither does Tomb Tainted Soul.

Hit Dice: d4

Class Skills: The Uttercold Assault Necromancer's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Diplomacy (Cha), Knowledge (All Skills Individually) (Int), Profession (Wis), Sense Motive (Wis) and Spellcraft (Int).

Skill Points/Level: 2 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+0	+2	Uttercold Assault!:20, Undead General, Rebuke Undead, Officer and a Gentleman, Undead Leadership	+1 spellcaster level
2nd	+1	+0	+0	+3	Necromantic Commander	+1 spellcaster level
3rd	+1	+1	+1	+3	Exceptional Leadership	+1 spellcaster level
4th	+2	+1	+1	+4	Uttercold Assault!: 30, Bonus Feat	+1 spellcaster level
5th	+2	+1	+1	+4	Elite Followers	+1 spellcaster level
6th	+3	+2	+2	+5	Rallying Cry	+1 spellcaster level
7th	+3	+2	+2	+5	Uttercold Assault!: 40, Bonus Feat	+1 spellcaster level
8th	+4	+2	+2	+6	Fearsome Charge	+1 spellcaster level
9th	+4	+3	+3	+6	Crush Them	+1 spellcaster level
10th	+5	+3	+3	+7	Uttercold Assault!: 50, Bonus Feat, Elite Followers	+1 spellcaster level

All of the following are Class Features of the Uttercold Assault Necromancer class.

Weapon and Armor Proficiency: The Uttercold Assault Necromancer gains no proficiency with armor or weapons.

Spellcasting: Every level, the Uttercold Assault Necromancer casts spells (including gaining any new spell slots and spell knowledge) as if he had also gained a level in a spellcasting class he had previous to gaining that level.

Unit: An Uttercold Assault Necromancer trains rigorously as part of an elite unit. For purposes of his class abilities, his "unit" includes himself and all of his cohorts, followers, and apprentices, as well as any undead creature summoned, commanded, or controlled by members of his unit. Other characters (such as other PCs and hirelings) can train and become part of his unit if they are healed by negative energy.

Uttercold Assault! (Su): All members of your unit within your Commander Aura (see Heroes of Battle, pg. 75, this is normally 30 ft.), all gain Cold Resistance: 20. At levels 4, 7 and 10 the cold resistance rises by an additional 10 points. Note that you still do not otherwise benefit from your own Commander Aura, you just get cold resistance.

Undead General (Ex): Instead of skeletal warriors as undead followers, your undead followers have the Dark Minded subtype and levels in any class; ignore the Exceptional Followers rule from the Epic Handbook. These are ordinarily Human Swordwraith Fighters, but other equivalent units may be substituted if apropos for the

military organization you represent (the cannibal-hobbits of the Kankomar Foreign Legions are Ghoul-Halfling Rangers, for example).

Any morale bonuses, which you would otherwise provide from class features, commander auras, or spells, can be competence bonuses instead, at your discretion.

Undead can learn to savor victory, but death holds no fear for them. Your leadership score, when leading the undead, is not penalized when you suffer casualties. Casualties do penalize your leadership if you try to lead living followers, however.

Your apprentices do not penalize your leadership score when attracting undead cohorts.

Rebuke Undead (Su): If an Uttercold Assault Necromancer already has the ability to rebuke/command undead, levels of Uttercold Assault Necromancer stack with levels in other classes to determine Rebuking Level. He gains no ability to rebuke undead if he does not already have it.

Officer and a Gentleman (Ex): An Uttercold Assault Necromancer must conduct his villainous acts with restraint, good manners and aplomb. Your code of conduct includes the following:

- Avoid harming innocents and civilians, when feasible.
- Be courteous and dignified of bearing (and towards the opposite sex, gallant) at all times.
- Graciously accept the surrender of a defeated foe, and treat them with decorum and respect, which means absolutely no torture.
- Captured foes may not be summarily slain. You are permitted to test their worthiness by placing them in elaborate conditions almost certain to kill them, as long as those of sufficient character or cleverness might survive.
- Always keep your word of honor.

You are also expected to ensure that all of your subordinates ("minions") obey this code, and to discipline them if they do not. Note that other "dishonorable" actions, including attacks from ambush, torture of captured spies, and the use of poison, are perfectly permissible under your code. If you violate this code in a minor way (GM discretion) you lose all remaining usages of your Exceptional Leadership class ability for the day. Severe violations cause you to lose your Exceptional Leadership and Uttercold Assault! class features until you Atone. As long as you are known to keep to your code you are entitled to a +2 bonus to your Leadership score, stacking with other leadership bonuses.

Undead Leadership (Ex): You gain Undead Leadership as a bonus feat, even if you do not meet the requirements. You will immediately "attract" the largest unit of Undead followers that you can lead (see Undead General above). You must attract cohorts as normal. If you already have Undead Leadership, take a Bonus Feat (see the list below) instead.

Necromantic Commander (Ex): At 2nd level, you gain the Necromantic Commander aura (see pg. 75 of Heroes of Battle,) in addition to your existing Commander Aura, even if you do not meet the requirements. Your followers benefit from both commander aura effects. If you already have Necromantic Commander as your aura, immediately select an additional aura for which you qualify.

Exceptional Leadership (Ex): At 3rd level, you can exert Exceptional Leadership as an immediate action. A number of members of your unit equal to your class level gain these benefits until your next action: a +2 competence bonus to AC, will and reflex saves, as well as to-hit and damage rolls. The targets must all be within your command radius. If the targets are currently under an effect that requires a will save, they are allowed an immediate additional will save to break free (as Slippery Mind). The targets of this ability must be able to hear and see you in order to benefit from your commands. This is a mind-effecting ability. You can use this ability a number of times per day equal to your class level plus your charisma bonus (if positive). The benefits last one minute.

Bonus Feat (Ex): At 4th level, select a bonus feat. You must meet the requirements normally. Bonus feats must be selected from the following list: Any Feat from Tome of Necromancy, Extra Turning, Lichloved, Sacrificial Mastery (BV), Arcane Disciple, Bonus Domain, Empower Turning, Profane Boost, Quicken Turning, Undead Mastery, Zone of Animation (CD), Any Leader feat, Veteran Knowledge (HoB). Note that Undead Leadership will substitute as a pre-requisite for feats requiring leadership.

Elite Followers (Ex): All of your undead followers may have one more level than would ordinarily be allowed by your leadership score once you reach 5th level. For example, For example, if your leadership score is 21, you would ordinarily be allowed 60 1st level followers, you are allowed 60 2nd level followers instead. You must attract (or train, at GM discretion) these elite followers normally. At 10th level, this bonus increases to 2 levels. In addition, you automatically qualify as having Epic Leadership if your leadership score is 25 or more.

Rallying Cry (Ex): At 6th level, you can rally your allies with a powerful shout as a free action. Doing so costs two uses of your Exceptional Leadership ability. Firstly, this enables you to perform a free rally check

(Heroes of Battle, pg. 73), which is useful if you lead living troops. Secondly, your Commander Aura (Heroes of Battle, pg. 75) radius increases to 60 ft. and the benefits of your Commander Aura are doubled for a number of rounds equal to your class level + your charisma bonus. The increased radius applies to the energy resistance granted by your Uttercold Assault! class feature.

Fearsome Charge (Ex): At 8th level, when you direct your forces into battle, your enemies quaver in terror. Calling for a fearsome charge is a swift action that requires four uses of your Exceptional Leadership ability. In addition to the benefits of a Rallying Cry (above), your unit retains the benefits of your commander aura when charging enemies outside of your commander aura. Any enemies charged by members of your unit when they began begin the charge move within your commander aura must make an immediate Morale check (a will save, see Heroes of Battle pg. 72), but the DC (instead of 20) is 10 + your class level + your charisma bonus. The modifiers on Heroes of Battle table 4-3 apply as normal. Any given unit of enemies cannot be forced to take more than one Morale Check from Fearsome Charge during any given battle, but further morale checks (from casualties, for example) may be called for.

Crush Them (Ex): When an Uttercold Assault Necromancer of 9th level exerts Exceptional Leadership, he can expend three additional uses to give the nominated subordinates additional bonuses. In all cases, these benefits last only one turn. They may count any Shaken (or worse) opponent as flat-footed, and inflict +2d6 points of damage against them (treated as Sudden Strike damage, and stacks with Sudden Strike, Sneak Attack, etc. if any of those apply.)

They may count any Frightened or Panicked opponent as Helpless. The Necromancer's followers may coup de grace or grapple against such an opponent without provoking an attack of opportunity from enemies who are themselves at least Shaken. Note that under her Code of Conduct they are generally required to use this ability to order a grapple (capture) of any opponent who communicates a desire to surrender. Enemies who simply flee can be killed or captured, as desired.

5.2.25 Widow Queen
"You look good enough to eat."

The Widow Queen is a necromancer who has been tempted by the awful seductions of vampirism. By drinking the blood and vital fluids of the living, she has grown bloated with magical power and life energy. She sits in a web of minions, trapping in enemies in her sticky machinations, probing their weakness for a soft spot to driver her fangs deep into their flesh.

While her intelligent minions are the most clever and subtle, it is her mindless minions that are the most dangerous. Drained of vital fluids, they mass at her command and will gladly sacrifice themselves for her desires. This pleases her, and she will happily ask for that sacrifice.

Prerequisites:
    Feats: Path of Blood, A Feast Unknown
    Skill: Knowledge (Arcana) 9 ranks, Diplomacy 4 ranks, Sense Motive 4 ranks
    Spells: Must be able to cast 3rd level Necromancy spells and the spells *web* and *vampire touch*.

Hit Dice: d4

Class Skills: The Widow Queen's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Knowledge (Int), Profession (Wis), and Spellcraft (Int).

Skill Points/Level: 2 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+2	+0	+2	Blood Drain, Paralyzing Touch	+1 spellcaster level
2nd	+1	+3	+0	+3	Create Spawn	+1 spellcaster level
3rd	+1	+3	+1	+3	Find the Little Ones	+1 spellcaster level
4th	+2	+4	+1	+4	Suckle at the Resisting Will	+1 spellcaster level
5th	+2	+4	+1	+4	Create the Broken Ones	+1 spellcaster level
6th	+3	+5	+2	+5	Seductive Speech	+1 spellcaster level
7th	+3	+5	+2	+5	Snare the Will	+1 spellcaster level
8th	+4	+6	+2	+6	Create Poisoned Hearts	+1 spellcaster level
9th	+4	+6	+3	+6	Flush of Youth	+1 spellcaster level
10th	+5	+7	+3	+7	Cult of Personality	+1 spellcaster level

All the following are Class Features of the Widow Queen prestige class.

Weapon and Armor Proficiency: The Widow Queen gains no proficiency with armor or weapons.

Spellcasting: Every level, the Widow Queen casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level.

Blood Drain(Ex): The character can drain blood from a helpless or willing victim, inflicting 2 points of Constitution Drain per round. The character heals 5 points for each point of Constitution drain in this way, and consuming 4 points of Constitution from intelligent creatures is considered enough "food" for one day.

Paralyzing Touch (Su): With a touch, the Widow Queen can paralyze any enemy who fails a Fortitude save. This effect lasts three rounds, and the save DC is Charisma based. Using this ability is an attack action.

Create Spawn: Any intelligent Humanoid creature killed by a 2nd level Widow Queen's Blood Drain ability becomes a vampire spawn under the control of the Widow Queen.

Find the Little Ones(Su): At 3rd level, the Widow Queen may cast *scrying* at will on any creature or spawn created with her Widow Queen abilities.

Suckle at the Resisting Will(Su): When a Widow Queen of 4th level uses her Blood Drain ability, the Widow Queen may do Wisdom drain instead of Constitution drain.

Create the Broken Ones: Any creature reduced to Wisdom of 0 by a Widow Queen of 5th level can be turned into a unique kind of spawn, Broken Ones. These creatures have all the abilities of the originals, but they gain the Mindless trait and must be commanded by the Widow Queen to perform any action. A Broken One has a Wisdom score of 1.

Seductive Speech(Su): At 6th level, the Widow Queen may cast the spell *demand* at will as a spell-like ability on any person that has been a victim of her Blood Drain ability. She may also use her *scrying* ability on any victim of her Blood Drain ability. In this way, the Widow Queen can coordinate her minions and track escaped prey.

Snare the Will (Su): Every round that a 7th level Widow Queen drains a victim of Wisdom, that victim must make a Will save or suffer the effects of a Charm Monster effect that lasts as long as the Wisdom drain remains.

Create Poisoned Hearts: If an 8th level Widow Queen can use her Blood Drain ability to drain wisdom from a victim on three successive nights (and the victim does not become a Broken One), the victim becomes a unique form of Spawn, a Poisoned Heart. These spawn have all of their abilities, but are fanatically loyal to the Widow Queen.

Flush of Youth: Any night that a 9th level Widow Queen uses her Blood Drain ability, her age category is reduced to Young Adult. This does not affect her mental ability scores. She returns to her true age if she fails to feed for three nights in a row. In additional, she gains a +4 increase to her Constitution, as if from level gain.

Cult of Personality(Su): If a 10th level Widow Queen is ever killed, her remaining spawn and minions form a Necromantic Intelligence with a purpose of returning her to life. If they can spill the lifeblood of 100 sentients into a pit, a *true resurrection* effect will be cast on the Widow Queen, and she will burst forth from the pit. Once the Widow Queen is returned to life, she regains control of her minions and spawn.

5.3 Martial

5.3.1 Boatman of Styx

The River Styx is a planar path winding its way along the Lower Planes servicing the myriad planes of evil, and its waters rob mortals and immortals of their memories. Ferrymen ply these waters, offering safe passage and travel between the planes, but most are con-men looking to make a quick silver, predators in disguise, or well-meaning fools. Few beings know the truly safe routes along the River Styx, thus earning the tile of boatmen, and even fewer have accepted its nature into their very body.

Requirements:

  Skills: Knowledge (Planes) 8 ranks, Survival 4 ranks, Profession (boatman) 4 ranks.
  Feats: Quickdraw
  Special: Must have visited every Lower Plane via the River Styx, and lived at least one year on a boat on the River Styx.

Special: +2d6 sneak attack, skirmish, or sudden strike

Hit Die: d8

Class Skills: The Boatman of the Styx's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (planes) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skill Points at Each Level: 6 + Int modifier.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+0	Safe Passage, Stygian Blood
2nd	+1	+3	+3	+0	River-born, +1d6 sneak attack dice
3rd	+2	+3	+3	+1	Stygian Tears
4th	+3	+4	+4	+1	River-marked, +2d6 sneak attack dice
5th	+3	+4	+4	+1	Kiss of Lethe
6th	+4	+5	+5	+2	Eternal Boatman, +3d6 sneak attack dice
7th	+5	+5	+5	+2	Bonus Feat
8th	+6	+6	+6	+2	Knowledgeable, +4d6 sneak attack dice
9th	+6	+6	+6	+3	Stygian Tributary
10th	+7	+7	+7	+3	Xirfilstyx Dance, +5d6 sneak attack dice

All of the following are Class Features of the Boatman of Styx prestige class.

Weapon and Armor Proficiency: A Boatman of Styx gains proficiency in the Long Staff, but does not gain any other weapon or armor proficiency.

Safe Passage (Su): At 1st level, the Boatman of Styx learns to navigate the River Styx. When leading a boat or ship, the Boatman can lead a craft to any other planar location that contains some portion of the River Styx. This journey takes 1d6 hours, and is uneventful.

Stygian Blood(Ex): At 1st level, the Boatman of Styx has absorbed small amounts of the River Styx into his blood, and from this point forward he is immune to mind-affecting effects and the effects of the River Styx.

River-born: At 2nd level, the Boatman of Styx gains a swim speed of 60', and he may take 10 on any Swim check. He also does not need to breathe while submersed in water.

Sneak Attack: A Boatman of Styx gains an additional die of Sneak Attack at every even numbered level.

Stygian Tears: At 3rd level, the Boatman of Styx's tears gain the effects of the River Styx. He may collect up to one vial of tears per day. Being struck by a vial of these tears has the same effects as an exposure to the waters of the River Styx (DM's option). If kept stoppered, these vials of tears last indefinitely.

River-marked: At 4th level, the Boatman of Styx's continues exposure to the River Styx grants a +8 to Swim checks, a +6 to Disguise checks, and a +4 to Bluff checks.

Kiss of Lethe(Su): At 5th level, the Boatman of Styx may kiss an enemy on an opposed Grapple check. This kiss has the same effects as an exposure to the River Styx (DMs option).

Eternal Boatman(Sp): At 6th level, the Boatman of Styx may summon a normal wooden boat once per day. This boat is large enough to carry the Boatman and up to eight Medium sized passengers. This boat lasts 24 hours, then falls apart into pieces of rotted wood.

Bonus Feat: At 7th level, the Boatman of Styx gains a bonus feat. He must meet any prerequisites of this feat to choose it.

Knowledgeable: At 8th level, the Boatman of Styx's has absorbed a critical mass of memories from swimming in the River Styx. He always has at least 10 ranks in all Knowledges, and may expend skill points to raise these Knowledges as if they were class skills. The Boatman also gains the ability to speak, read, and write any language.

Stygian Tributary(Sp): At 9th level, the Boatman of Styx learns a secret about the River Styx: it sometimes touches rivers on planes other than the Lower Planes. Once per day, a Boatman of Styx may cast a *gate* (travel version only) as a spell-like ability, but only while standing on a boat in a river. This portal leads to any other river on any plane.

Xirfilstyx Dance(Su): At 10th level, the Boatman of Styx has studied these fiends of the River Styx and learned a secret fighting art. Any creature struck a Boatman of Styx's sneak attack must make a Will save or be dazed for 1d4 rounds. Any affected creature does not remember any events while dazed.

5.3.2 Bone Rider
"We can make it; we'll just have to ride all night..."

The desire for a steed that will not tire or balk is instantly understandable by anyone who has ridden for even a short time. Still, while the dark arts can provide, there are few who are willing to take steps down that path. The Bone Rider is one who has chosen to sacrifice the luxury of acceptance for the power and convenience of using the raw power of death for transportation and war.

Prerequisites:
> **Feats:** Mounted Combat
> **BAB:** +3
> **Skills:** Ride 7 ranks, Knowledge (Religion) 3 ranks, Diplomacy 4 ranks
> **Special:** Must have proficiency with all martial weapons.

Hit Dice: d10

Class Skills: The Bone Rider's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Handle Animal (Cha), Heal (Wis), Knowledge all skills taken individually) (Int), Profession (Wis), Ride (Dex), and Sense Motive (Wis).

Skill Points/Level: 2 + Int modifier

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Mount the Dead, Turn/Rebuke Undead, Spellcasting
2nd	+2	+3	+0	+3	Versatile Riding, Deadly Touch
3rd	+3	+3	+1	+3	Bonus Feat, Animate Dead
4th	+4	+4	+1	+4	Speed of the Dead, Hunger of the Dead
5th	+5	+4	+1	+4	Bonus Feat, Eternal Faithfulness

All of the following are Class Features of the Bone Rider class.

Weapon and Armor Proficiency: The Bone Rider gains no proficiency with armor or weapons.

Spellcasting: Every level of Bone Rider counts as two levels of Blackguard for the purposes of spells per day and available spells. A Bone Rider's caster level for these Blackguard spells is her character level.

Mount the Dead (Su): A Bone Rider can summon an undead creature to serve her for up to her character level in hours each day. The Bone Rider traditionally rides this creature, though it is fanatically loyal and she can use it for any other task it is capable of. Summoning or dismissing the mount is a standard action, and it appears within close range of the Bone Rider. If the Bone Rider's mount is destroyed, she may not summon it again for 24 hours.

The mount is an undead creature, but is often much more intelligent and loyal than a normal example of its type. The undead mount has an Intelligence of 10 if it would normally be less than that (including creatures which usually have an Intelligence of "–"). The Bone Rider is immune to any harmful effects of touching or being within the presence of her mount. The Mount gains Turn Resistance equal to the Bone Rider's class level.

Sample Mounts: A Bone Rider of sufficiently high level can select her mount from the following list, if her character level is at least equal to the minimum level of the beast in question. If a Bone Rider is higher level than necessary, she adds the difference to the undead beast's hit dice. The DM is welcome to allow alternative undead steeds, the following list is intended only as an example.

Level	Mount	Level	Mount
1	Skeleton Wolf	13	Ulgurstasta (FF)
3	Skeleton Warhorse	15	Charnel Hound (MM3)
5	Skeleton Manticore	16	Nightwing
7	Zombie Wyvern	17	Hullathoin (FF)
9	Revived Fossil Behir (LM)	20	Nightcrawler
11	Young Adult White Zombie Dragon (Draconomicon)		

Turn/Rebuke Undead (Su): If the Bone Rider already has turning or rebuking, she may add her levels of Bone Rider to her level for the purposes of turning or rebuking.

Versatile Riding (Ex): At 2nd level, the Bone Rider's Mount gains the special bonuses of a *phantom steed* cast with a caster level equal to her caster level.

Deadly Touch (Su): At 2nd level, a Bone Rider can inflict negative energy damage with a touch. The total amount of damage which can be used each day is equal to her Charisma bonus times her class level. As this is negative energy, this damage heals undead. The Bone Rider can use as much or as little of this ability with a single touch as she chooses.

Bonus feat: At 3rd level, the Bone Rider gains a Bonus Feat that she qualifies for. The feat must have Mounted Combat or Point Blank Shot as one of its prerequisites. She gains another similar Bonus Feat at level 5.

Animate Dead (Sp): Once per week, a 3rd level Bone Rider may use *animate dead* as a spell-like ability. Her caster level is equal to her character level.

Speed of the Dead: At 4th level, the Bone Rider's mount gains a +100' enhancement bonus to its speed with every movement it has. The mount also gains Evasion.

Hunger of the Dead: The mount of a 4th level Bone Rider can consume the flesh of a fallen corporeal enemy and heal itself completely in doing so. Devouring a helpless or dead opponent is a standard action if the target creature is at least one size smaller than the undead beast.

Eternal Faithfulness (Su): At 5th level, a Bone Rider's Mount will sacrifice itself to save the Bone Rider's life. If the Bone Rider is ever affected by an effect or attack that would kill her while she is touching her mount, her mount suffers the effects instead. If the effect covered an area, it is entirely possible that the mount will be affected twice.

Paladin Bone Riders: In games using the Playing With Fire Necromancy option, it is entirely possibly for a Paladin to become a Bone Rider and use their abilities without adversely affecting their standing as Paladins. However, many of the spells on the Blackguard list are not conducive to retaining a Good alignment. It is suggested therefore, that a Bone Rider with any levels in Paladin be allowed to prepare spells from the Paladin list in her Blackguard spell slots in addition to the regular Blackguard spells.

Special Mounts and Cohorts: A game master may allow a Bone Rider with leadership to have an undead mount as a cohort. This undead Cohort may be any creature of a CR at least 2 less than the Bone Rider's character level, and may remain in the world 24 hours a day if desired. The undead cohort is a special creature initially attracted like a normal cohort, and has the Elite stat array (Undead creatures which normally have an Intelligence less than 10 or "–" have an Int modifier of +0 when they are a cohort special mount).

5.3.3 Death Knight
"There is no horror you have known that can prepare you for what I am about to reveal."

Those who take up the black sword of the Death Knights in the name of powerful evil gods are not all undead. They aren't even all evil, since sometimes evil gods simply curse warriors in order to screw with them. But a lot of them are evil and undead, and that gives the Death Knight his classic image.

Prerequisites:

    BAB: +6

    Skills: Knowledge (Religion) 4 ranks

    Special: Must have proficiency with all martial weapons.

    Special: Must have had nonviolent contact with a Fiend.

Hit Die: d12

Class Skills: The Death Knight's class skills (and the key ability for each skill) are Climb (Str), Concentration (Con), Craft (Int), Intimidate (Cha), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Move Silently (Dex), Spot (Wis), Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Sword of Death, Life and Death
2nd	+2	+0	+0	+3	Army of the Dead
3rd	+3	+1	+1	+3	Sphere: Bone
4th	+4	+1	+1	+4	Bonus Feat
5th	+5	+1	+1	+4	Sphere: Fire

All of the following are Class Features of the Death Knight class.

Weapon and Armor Proficiency: The Death Knight gains no proficiency with armor or weapons.

Sword of Death (Su): A Death Knight can transform his blade into a black instrument of destruction. His melee attacks inflict 2d6 of Unholy damage against living creatures.

Life and Death: A Death Knight can transform himself into a Vampire, Ghoul, Revenant, or Swordwraith if he chooses either upon becoming a Death Knight or at some later date. Rules for being these undead creatures are found in the Tome of Necromancy. In addition, a Death Knight may qualify for and use Necromantic Feats using his Base Attack Bonus instead of a caster level.

Army of the Dead (Su): A 2nd level Death Knight may raise undead as per animate dead or create undead with a caster level equal to his hit dice.

Spheres: At 3rd level, a Death Knight gains the Sphere of Bone. At 5th level, he gains the Sphere of Fire.

Bonus Feat: At 4th level a Death Knight gains a bonus feat. This may be any [Combat] feat or [Fiend] feat he meets the prerequisites for.

5.3.4 Demon Samurai
"The Oni Lords have granted me great power, and in return I shall give them a world of blood."

    Samurai are men of honor and duty, but are men nonetheless, and they have needs and desires that may not be understood by their fellows. To attain these desires, some samurai pledge their loyalty to powerful fiends, and in return they are invested with demonic power. Cruel, dangerous, and loyal to a force of primal evil, Demon Samurai wander the land or lead armies of their lesser fellows, seeking to restructure the world to fit their own deviant desires.

Prerequisites:
> **BAB:** +5
> **Skills:** 4 ranks in Knowledge(Religion)
> **Special:** Must have the ability to have an Ancestral Weapon by class ability or feat.
> **Alignment:** Must be Evil.

Hit Die: d10

Class Skills: The Demon Samurai's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Hide (Dex), Intimidate(Cha), Jump (Str), Knowledge (Religion) (Int), Listen (Wis), Move Silently (Dex), Ride (Wis), Sense Motive (Wis), Spot (Wis), and Survival (Wis).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Mantle of Dark One, Code of Conduct
2nd	+2	+3	+0	+3	Face of Evil
3rd	+3	+3	+1	+3	Talons
4th	+4	+4	+1	+4	Sphere
5th	+5	+4	+1	+4	Usurp the Darkness

All of the following are Class Features of the Demon Samurai class.

Weapon and Armor Proficiency: A Demon Samurai gains proficiency with one fiendish weapon, and Demon Armor.

Mantle of Dark One(Su): At 1st level, a Demon Samurai becomes so tied to thbe forces of darkness that he can no longer hide his taint. After donning any armor, it transforms into Demon Armor after 10 minutes have passed, retaining any existing magical abilities or bonuses. If the armor would normally inflict negative levels due to the Demon Samurai's alignment, it no longer does so after transforming into Demon Armor. The Demon Armor generally looks the same with every transformation, but generally becomes more stylized as the Demon Samurai grow in power.

    This transformation to the armor ends if the Demon Samurai removes it, unless the Demon Samurai has worn that armor continuously for at least one year.

Code of Conduct: On first day of the new year, a Demon Samurai must sacrifice a magic item or collection of souls worth more than 15,000 gp to his Patron, or else lose all Demon Samurai class abilities for one year.

Face of Evil (Su): As a swift action, the Demon Samurai may cast *fear* as a spell-like ability usable at will. When he uses this ability, his face transforms into a demonic visage, and creatures which do not meet his

gaze are not affected. This demonic visage is the same every time, and is a reflection of the Demon Samurai's particular sins. If a character makes their saving throw against this effect, they may not be affected by it again for 24 hours.

Talons: At 3rd level, a Demon Samurai gains two claw attacks for his size and Multiattack as a bonus feat. He may choose feats with the [Fiend] descriptor.

Sphere: At 4th level, a Demon Samurai gains access to a Sphere of his choice. He may now take levels in True Fiend or other Fiendish classes. See the Tome of Fiends for further information.

Usurp the Darkness(Sp): At 5th level, the Demon Samurai gains the ability to cast *plane shift* as a spell-like ability, but he may only travel to the home plane of his Patron.

Should the Demon Samurai defeat his Patron in single combat, he is no longer bound by his Code of Conduct, and no longer needs to retain an Evil alignment to maintain class abilities.

Former Demon Samurais: Any character that changes his alignment from Evil loses all class abilities until he returns to Evil, unless he has attained the 5th level of this class and defeated his Patron in single combat.

5.3.5 Dragon Lancer
"She is not my steed, she is my companion."

Fantasy worlds are filled with people who ride around on all kinds of stuff, but none is more immediately iconic than that of the Dragon Rider. Every fantasy world has warriors who ride around on dragons. Even ones that don't fit into D&D methodology in any other way. At some level it resonates.

Prerequisites:
> **Skills:** Diplomacy 12 ranks, Ride 12 Ranks, Language (Draconic)
> **Feats:** Mounted combat
> **Special:** Must have made friendly contact with a Dragon.

Hit Die: d10

Class Skills: The Dragon Rider's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Dragon Mount, Dragon Skills, Dragon Resistances
2nd	+2	+3	+3	+3	Dragon Armor
3rd	+3	+3	+3	+3	Dragon Immunities
4th	+4	+4	+4	+4	Dragon Fighting, Dragon Senses
5th	+5	+4	+4	+4	Destroy Property

All of the following are Class Features of the Dragon Lancer prestige class.

Weapon and Armor Proficiency: The Dragon Rider gains no proficiency with armor or weapons.

Dragon Mount: A Dragon Rider always has a level appropriate Dragon to ride around on. A level appropriate Dragon is 2 levels lower than the Dragon Rider's character level.

Dragon Skills: Whatever a Dragon Rider does with her life, the special skills of her Dragon Mount's race are class skills for her, and she gains a +3 bonus on them (Balance and Climb for White, Hide and Swim for Black, Bluff and Listen for Blue, Survival and Diplomacy for Green, Sense Motive and Appraise for Red).

Dragon Resistances (Ex): A Dragon Rider is naturally resilient to whatever it is that her dragon breathes. She gains Energy Resistance equal to her BAB to that energy type.

Dragon Armor: A Dragon Rider can fashion armor and shield for herself from the discarded scales of her mount. This is appropriate Dragonscale equipment that does not require the skinning of a live Dragon. While the Dragonrider is using it, this Dragonscale equipment has an enhancement bonus equal to one third of her character level.

Dragon Immunities (Ex): At 3rd level, a Dragon Rider gains immunity to whatever energy type her Dragon Mount breathes. Also she has the immunities granted by being a Dragon – immunity to Paralysis and Aging.

Dragon Fighting (Ex): A 4th level Dragon Rider knows the tricks of fighting with and against Dragons. Both the Dragon Rider and her mount have the Edge for any attack they make against a Dragon. Also, any attack she makes against a Dragon inflict an extra 2d6 of damage.

Dragon Senses (Ex): A 4th level Dragon Rider has Blindsight out to 30', as well as Darkvision out to 60' and Lowlight Vision.

Destroy Property (Ex): At 5th level, a Dragon Rider may ride her mount straight through objects that obstruct her path. While flying at full speed, her mount may crash through objects even as structurally sound as Force effects without slowing down.

First of all, we know that the Dragons in the Monster Manual make you sad. They make us sad too. Not just because they are all color coded by philosophy and that's really dumb, but also because Dragons are way too small. Seriously, the proper challenge for most adventurers is a Dragon the size of my dog, and you just can't ride around on those things at all. Most characters want to ride around on a dragon that is at least two sizes larger than they are, and under the normal rules that's just not available until epic levels (by which time you no longer care).

Naturally of course, complete rules for making a Dragon that is scaleable and a decent challenge while being substantially larger than my cat will be introduced in the Tome of Tiamat. But since we know that won't be out for a while, let's throw in a preview mount for Vayn to have when she's an 11th level character:

Mitzraicha
Dragon (White) 7 / Metallic Paragon 2
Large Dragon (Cold) – 100 Hit Points
Speed: 60 ft., Burrow 10 ft., Fly 200 ft. (average)
Stats: Strength 23, Dexterity 8, Constitution 18, Intelligence 14, Wisdom 13, Charisma 15
Skills: Balance +14, Concentration +16, Diplomacy +16, Listen +13, Sense Motive +13, Spellcraft +14, Spot +13, Survival +13
Attacks: Bite +14 (2d6+9) and 2 Claws +12 (d8+3)
Special Actions: Breath Weapon (9d6 Cold or paralyzing gas) – DC 18. Fear DC, human form, fog cloud.
Special Qualities: Blind Sense 60', Immunity to Cold and Paralysis, DR 5/Magic, Fire Vulnerability, Ice Walking, SR 14.
Saves: Fort: +11, Reflex +6, Will +8

5.3.6 Dungeon Veteran
"No. If the floor looks like a chessboard, don't walk on it."

Dungeons are dangerous places, and those who venture into them develop a certain paranoia that is readily identifiable. Who else would take a ten foot pole to the privy to prod the ceiling before entering?

Prerequisites:
> **Skills:** 9 ranks in Climb, 4 ranks in Knowledge (Dungeoneering)
> **Feat:** Power Attack, Cleave

Hit Die: d8

Class Skills: The Dungeon Veteran's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Disable Device (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (dungeoneering) (Int), Knowledge (geography) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Dungeon Veteran class.

Weapon and Armor Proficiency: A Dungeon Veteran gains proficiency with no new weapons or armor.

Evasion (Ex): If a Dungeon Veteran succeeds in a Reflex Save to halve damage, he suffers no damage instead. If he already has the Evasion class feature, he gains Improved Evasion instead.

Dramatic Attack (Ex): Dungeon Veterans fight with flair and gusto and take full advantage of the exotic and dangerous surroundings their battles take place in. When a Dungeon Veteran strikes an opponent with

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+0	+2	+2	Evasion, Dramatic Attack
2	+2	+0	+3	+3	Darkvision, Trap Sense
3	+3	+1	+3	+3	Loyal Steel, Improved Property Damage
4	+4	+1	+4	+4	Looking For Trouble, Exotic Weapon
5	+5	+1	+4	+4	antimagic field, Treasure Sense

a weapon for 10 or more damage, they may elect to perform a Bullrush against that opponent. This Bullrush maneuver does not provoke an attack of opportunity and is considered to automatically touch the opponent. The Dungeon Veteran does not move with this Bullrush.

Darkvision (Ex): A 2nd level Dungeon Veteran gains Darkvision with a range of 120 feet.

Trap Sense (Ex): At 2nd level, a Dungeon Veteran gains a Dodge bonus to AC and Saves against Traps equal to his Class Level.

Loyal Steel (Ex): Every weapon the Dungeon Veteran throws or fires is treated as having the Returning quality once the Dungeon Veteran achieves 3rd level.

Improved Property Damage (Ex): Sometimes, it's safer just to go through the wall. A 3rd level Dungeon Veteran's attacks ignore the hardness of unattended objects.

Looking for Trouble (Ex): Dungeon Veterans spend their lives in a constant state of readiness and are unphased by attacks from any direction. When a Dungeon Veteran reaches 4th level he adds his class level to his Spot, Listen, Search, and Initiative checks.

Exotic Weapon: At 4th level, a Dungeon Veteran gains Exotic Weapon Proficiency in a weapon of his choice as a bonus feat.

Antimagic field (Sp): Once per day, a 5th level Dungeon Veteran can cast antimagic field as a spell-like ability. Caster Level is equal to character level.

Treasure Sense (Su): The greed of those who venture into dungeons is legendary. When a Dungeon Veteran reaches 5th level, he can detect very valuable items. The presence of an item or pile of coins can be felt by the Dungeon Veteran for 5' for every 1,000 gp in value of the item or hoard in question.

5.3.7 Elothar Warrior of Bladereach
"My name is Elothar. Your name is unimportant, for you shall soon be dead."

The city of Bladereach sits at the mouth of the Typhon River that flows from the Bane Mires into Ferrin's Bay. The elves of Celentian's caravan come every year to trade with the largely human inhabitants of Bladereach and sometimes they leave more than the wares of the Black Orchard Hills when they leave. The results of these dalliances find that they never fit in amongst the people of Bladereach, and are taught the hard secrets of battle that the children of Bladereach have to offer. Often, these half-elven warriors turn to adventuring.

Prerequisites:
> **Skills:** Use Rope 9 ranks.
> **Race:** Half-elf.
> **Region:** Must be from Bladereach.
> **Special:** Name must be Elothar.

Hit Die: d8

Class Skills: The Elothar Warrior of Bladereach's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (all skills taken individually) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

Skills/Level: 4 + Intelligence Bonus

All of the following are Class Features of the Elothar Warrior of Bladereach prestige class.

Weapon and Armor Proficiency: An Elothar Warrior of Bladereach gains proficiency with the Nerra Shard Sword, the Kaorti Ribbon Dagger, and the Shuriken.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Way of Two Swords
2nd	+2	+0	+0	+3	Tommy, Legacy of the Water Stone
3rd	+3	+1	+1	+3	Magic Swords, Immunity to Petrification
4th	+4	+1	+1	+4	I've got that!
5th	+5	+1	+1	+4	Double Riposte, Fistful of Rubies
6th	+6	+2	+2	+5	Der'renya the Ruby Sorceress
7th	+7	+2	+2	+5	Ways and Paths
8th	+8	+2	+2	+6	Name of the First Eagle
9th	+9	+3	+3	+6	Blessing of the Gnome King
10th	+10	+3	+3	+7	Flying Ship, Your Money is No Good Here
11th	+11	+3	+3	+7	Demesne of Tralathon
12th	+12	+4	+4	+8	Mark of Ruin
13th	+13	+4	+4	+8	Sword of Kas, Dwarf Friend
14th	+14	+4	+4	+9	Happily Ever After, Khadrimarh

Way of Two Swords (Ex): With a single standard action, an Elothar Warrior of Bladreach may attack with a one-handed or light weapon in each hand at no penalties to-hit or damage for the weapon in his primary or off-hand.

Tommy: At 2nd level, an Elothar Warrior of Bladereach is joined in his adventures by Tommy, a 5th level Halfling Rogue from Figmountain. Tommy is a loyal cohort and gains levels when the Elothar Warrior of Bladereach does. Other Halflings will be impressed by Tommy's apparent loyalty and the Elothar Warrior of Bladereach gains a +3 bonus to his Diplomacy checks when dealing with Halflings if Tommy is present.

Legacy of the Water Stone (Sp): An Elothar Warrior of Bladereach of 2nd level has touched the fabled Water Stone, and gleaned a portion of its powers thereby. He may cast *create water* as a spell-like ability at will. The caster level for this ability is 5.

Magic Swords (Su): Any sword a 3rd level Elothar Warrior of Bladereach holds has an enhancement bonus equal to $1/3$ of his character level (round down, no maximum). The enhancement bonus fades one round after the Elothar Warrior of Bladereach stops touching the weapons.

Immunity to Petrification (Ex): At 3rd level, an Elothar Warrior of Bladereach cannot be petrified.

I've Got That! (Sp): At 4th level, an Elothar Warrior of Bladereach can mimic the effects of a *drawmij's instant summons* at will. The Elothar Warrior of Bladereach does not need an *arcane mark* on the item, nor does he need a sapphire to call the item in question.

Double Riposte (Ex): If an opponent provokes an attack of opportunity from a 5th level Elothar Warrior of Bladereach, the Elothar Warrior of Bladereach may attack with a weapon in each hand at no penalty. This is considered a single attack of opportunity for purposes of how many attacks of opportunity the Elothar Warrior of Bladereach is allowed in a turn.

Fistful of Rubies: At 5th level, an Elothar Warrior of Bladereach finds 10,000 gp worth of rubies.

Der'renya the Ruby Sorceress: At 6th level, an Elothar Warrior of Bladereach is joined in his travels by Der'renya the Ruby Sorceress, a beautiful Drow magician. She is a Wizard 6/ Seeker of the Lost Wizard Traditions 4, and gains levels when he does. Other dark elves will be angered by Der'renya's betrayal, and will be if anything even less friendly with the Elothar Warrior of Bladereach if encountered with her.

Ways and Paths (Su): At 7th level, an Elothar Warrior of Bladereach can make his way back to any plane he's ever been to. By wandering around in the wilderness for three days, he can make a Survival check (DC 25) to shift himself and anyone traveling with him to another plane.

Name of the First Eagle (Sp): At 8th level, an Elothar Warrior of Bladereach can speak the name of the first eagle, which summons a powerful giant eagle that has the attributes of a Roc (though it is only large sized). The eagle appears for one hour, and may be summoned once per day.

Blessing of the Gnome King (Su): At 9th level, an Elothar Warrior of Bladereach has pleased the king of the Gnomes so thoroughly that he is granted a portion of the gnomish power. The Elothar Warrior of Bladereach can speak with burrowing animals and sees through illusions as if he had *true seeing cast* upon him by a 20th level Sorcerer.

Flying Ship: At 10th level, an Elothar Warrior of Bladereach finds a Flying Ship from the Eberron setting. And can pilot it around.

Your Money is no Good Here: An Elothar Warrior of Bladereach of 10th level gets free drinks and food at The Wandering Eye, a tavern in Sigil.

Demesne of Tralathon At 11th level, an Elothar Warrior of Bladereach gains sole control of Tralathon, a small demiplane that appears to be an abandoned Githyanki outpost. Tralathon has several one-way portals that exit onto places on the Astral Plane, the Prime Material, and Limbo. The Elothar Warrior of Bladereach may planeshift to Tralathon at will as a spell-like ability.

Mark of Ruin (Su): At 12th level, an Elothar Warrior of Bladereach is permanently marked with the Mark of Ruin, which causes all of his melee attacks to ignore hardness and damage reduction.

Sword of Kas: An Elothar Warrior of Bladereach finds the Sword of Kas at level 13.

Dwarf Friend (Ex): The deeds of an Elothar Warrior of Bladereach are well remembered by Dwarves when he reaches level 13. Dwarves he encounters are treated as Friendly.

Happily Ever After: At 14th level, an Elothar Warrior of Bladereach becomes king of Bladereach with Der'renya as his queen. The castle of Halan Shador, that used to belong to the Lichking Hadrach is his to rule from.

Khadrimarh: A 14th level, an Elothar Warrior of Bladereach has a young adult white dragon named Khadrimarh as a pet.

Elothar Warriors of Bladereach in your campaign
You may want to adapt this prestige class to the specifics of your campaign. In other campaign worlds, the race, region, and name requirements of this class may need to be changed to fit with the overall narrative.

5.3.8 Legendary Strategist
"We can do this."

Every group of people has a leader. Some leaders go on to fame in history as total bad asses. That's the Legendary Commander right there.

Prerequisites:
    Skills: Knowledge (History) 9 ranks, Bluff 4 ranks, Sense Motive 4 ranks
    Feats: Must have at least one Leadership feat.
    Special: Must hold or have held a Rank.
    Special: Must have been on the winning side of a battle with at least 100 participants.

Hit Die: d8

Class Skills: The Legendary Strategist's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Concentration (Con), Craft (Int), Diplomacy (Cha), Disable Device (Int), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (all skills individually) (Int), Listen (Wis), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str), and Use Rope.

Skills/Level: 8 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+0	A World of Opportunity, Assistance, Legacies of Command
2nd	+2	+0	+0	+0	Rousing Speech, Trapmaker
3rd	+3	+1	+1	+1	Sending, Trick Opponent
4th	+4	+1	+1	+1	Rally Troops
5th	+5	+1	+1	+1	Heroes' feast, Best Efforts

All of the following are Class Features of the Legendary Strategist prestige class.

Weapon and Armor Proficiency: The Legendary Strategist gains proficiency with any Siege Weapons he happens to come across.

A World of Opportunity (Ex): Once per turn, a Legendary Strategist may take an Immediate Action without using up his swift action next round.

Assistance (Ex): A Legendary Strategist may lend assistance and direction to his compatriots. As an immediate action he may allow an ally to reroll one die roll. The ally must be within Medium Range. This is a language dependent ability.

Legacies of Command (Ex): A Legendary Strategist adds his class level to his Commander rating and his Leadership score(s).

Rousing Speech (Ex): With a 10 minute tirade, a 2nd level Legendary Strategist may grant all allies who can hear him a Morale Bonus equal to his class level to Damage Rolls and saves vs. Fear. These bonuses last until the sun next rises or sets.

Trapmaker (Ex): A 2nd level Legendary Strategist is adept at getting traps made. He may allow other characters to use his Craft skill when making Traps so long as they benefit from the effects of his rousing speech.

Sending (Sp): At 3rd level, a Legendary Strategist may cast *sending* at will as a spell-like ability.

Trick Opponent (Ex): A 3rd level Legendary Strategist can trick people into doing all kinds of stupid crap on the battlefield. With an Immediate Action, the Legendary Strategist can force any character within Medium Range to reroll a die roll. This is a Language Dependent ability.

Rally Troops (Ex): With an Immediate Action, a 4th level Legendary Strategist can negate any [Fear] status currently on any allies within Medium Range. This is a Language Dependent ability.

Heroes' Feast (Sp): At 5th level, a Legendary Strategist may cast *heroes' feast* as a spell-like ability at will.

Best Efforts (Ex): A 5th level Legendary Strategist can inspire any plebian to perform at their best. Any character who has at least 6 less hit dice than he does who is under the effects of his Rousing Speech gains a +5 Morale bonus on any skill or ability check it makes.

5.4 Racial

5.4.1 Progenitor of the Gith

"I've spent five years as a slave to brain-eating geniuses, fighting every day in the pits for their amusement, killing beings culled from dozens of planes. Do you really think this crap impresses me?"

The Illithid are slavers extraordinaire, masters of the mind control and capable of traveling far in their search for slaves. To escape their clutches, one must become a creature as powerful as them, and some do so by absorbing the ambient psionic radiations of their cities and becoming a more than mortal creature. In this way, the Githzerai and Githyanki earned their freedom, and this route is still open to those willing and capable of surrendering their essence in exchange for communion with the Astral Plane.

Prerequisites:
    BAB: +4
    Race: Human
    Special: Must have spent at least five years as a slave in an illithid city.

Hit Die: d8

Class Skills: The Progenitor of Gith's skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Handle Animal (Cha), Hide (Dex), Intimidate (Cha), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Survival (Wis), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+2	+2	Thoughtful Warrior, Endurance of the Mind
2	+2	+3	+3	+3	Ideas Made Form
3	+3	+3	+3	+3	Movement of the Mind
4	+4	+4	+4	+4	Astral Strike
5	+5	+4	+4	+4	Native of the Silver Sky

All of the following are Class Features of the Progenitor of Gith class.

Weapon and Armor Proficiency: Progenitors of Gith gain proficiency in the composite long bow, and gain no armor proficiencies.

Thoughtful Warrior (Sp): At 1st level, a Progenitor gains the ability to cast *daze*, *mage hand*, and *feather fall* at will as a spell-like ability

Endurance of the Mind (Su): A Progenitor has likely been mind blasted and charmed many times in his life. If he is currently the subject of an ongoing effect that allows a Willpower save, he may retest that saving throw every round. Success is treated as if he had passed the initial Willpower save.

Ideas Made Form (Sp): At 2nd level, the Progenitor gains the ability to cast *clairaudience/clairvoyance* and *shatter* at will as a spell-like ability

Movement of the Mind (Sp): At 3rd level, the Progenitor gains the ability to cast *dimension door* at will as a spell-like ability.

Astral Strike (Sp): At 4th level, a Progenitor can cast *Telekinesis* at will as a spell-like ability.

Native of the Silver Sky (Ex): At 5th level, the energies of the Astral Plane now bolster the physical form of the Progenitor, and he gains becomes an Outsider native to the Astral Plane and he gains Spell Resistance equal to his character level +5, a +4 armor bonus to AC, and the ability to cast *plane shift* twice a day as a spell-like ability.

If he breeds with a githzerai or githyanki, any offspring will be of that race.

5.4.2   The Monitor

"In time... even the sun will die. Until then... I shall content myself with your demise."

Kuo-Toans are a depressing group to hang with at the best of times. Their relentless downbeat attitude can turn even the most festive of occasions into a dirge. But perhaps the most depressing of all Kuo-Toa are the Monitors. These monks of Kuo-Toa society are dedicated to a strict regimen of martial training and meditation on the complete futility of all things. Discussions with Monitors have been known to drive even other Kuo-Toa to suicide.

Prerequisites:
>   **Skills:** 9 ranks in Balance
>   **Feat:** Multiattack
>   **Alignment:** Any Evil.
>   **Special:** Must have at least one Fighting Style class feature.
>   **Special:** Must be trained in the Kuo-Toa Monasteries.

Hit Die: d8

Class Skills: The Monitor's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (Religion) (Int), Knowledge (Dungeoneering) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Spot (Wis), Swim (Str), and Tumble (Dex).

Skills/Level: 4 + Intelligence Bonus

BAB: Good (1/1), Saves: Fort: Good; Reflex: Good; Will: Good

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+2	+2	Fighting Style, Armored in Life, Powerful Observation
2	+2	+3	+3	+3	Strike the Intangible
3	+3	+3	+3	+3	Master Fighting Style
4	+4	+4	+4	+4	Wait for Death
5	+5	+4	+4	+4	Master Fighting Style
6	+6	+5	+5	+5	Depressing Monologue
7	+7	+5	+5	+5	Master Fighting Style
8	+8	+6	+6	+6	Sticky Hands, Apathy
9	+9	+6	+6	+6	Grand Master Fighting Style

All of the following are Class Features of the Monitor class.

Weapon and Armor Proficiency: A Monitor gains no proficiency with any weapons or armor.

Fighting Style: The Monitor gains a Fighting Style as a Monk at first level.

Armored in Life: Levels of Monitor stack with levels in Monk for the purposes of the Monk's Armored in Life ability.

Powerful Observation: A Monitor adds his class level as a bonus to his Spot and Sense Motive checks.

Strike the Intangible: At 2nd level, a Monitor gains the ability to strike the invisible creatures he can see. His natural weapon attacks can hurt incorporeal and ethereal targets without a miss chance related to intangibility.

Master Fighting Style: At 3rd, 5th, and 7th level a Monitor gains a Master Fighting Style, as a Monk.

Wait for Death (Su): A Monitor looks forward only to death, but this can be a very long wait indeed. A Monitor of 4th level does not age, sleep, need nutrition, or breathe. Furthermore, a Monitor of 4th level no longer loses hit points when he has 0 hit points or less.

Depressing Monologue (Su): Any creature that speaks to a 6th level Monitor for more than five minutes must make a Willpower Save (DC 10 + $\frac{1}{2}$ hit dice + Charisma Modifier) or be affected by *abject despair* and *curse of crumbling conviction*.

Sticky Hands (Ex): A Monitor of 8th level makes great use of sticky Kuo-Toa secretions and gains a +4 bonus on Disarm tests, whether he is the attacker or the defender.

Apathy (Su): At 8th level, a Monitor is able to draw upon supernatural reserves of ennui and ambivalence, rendering him immune to mind affecting effects.

Grand Master Fighting Style: At 9th level, a Monitor gains a Grand Master Fighting Style as a Monk.

5.5   Paragon

5.5.1   Ghoul Paragon

Hit Die: d8

Class Skills: The Ghoul Paragon's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skills/Level: 6 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+0	Paralysis
2nd	+2	+3	+3	+0	Pestilence, +1d6 Sneak Attack
3rd	+3	+3	+3	+1	Stench, Improved Pestilence

All of the following are Class Features of the Ghoul Paragon class.

Weapon and Armor Proficiencies: The Ghoul Paragon gains no new armor or weapon proficiencies.

Paralysis (Ex): Characters struck by a Ghoul Paragon's unarmed strikes or natural weapons must make a Fortitude save or become paralyzed for 1d4+1 rounds. The Save DC is Charisma based. Elves are immune to this effect.

Pestilence (Ex): A Ghoul Paragon of 2nd level is immune to disease, but spreads it quite easily. Every disease the Ghoul Paragon is ever exposed to is retained within his body (at the very least, this includes ghoul fever), and every time the Ghoul Paragon inflicts lethal damage with an unarmed strike or natural weapon, he also exposes the target to one of those diseases.

Sneak Attack (Ex): At 2nd level, the Ghoul Paragon gains a die of Sneak Attack as a Rogue. Levels of Ghoul Paragon stack with Rogue and similar classes for purposes of overcoming Uncanny Dodge.

Stench (Ex): A Ghoul Paragon of 3rd level stinks so dreadfully that all other creatures within 10 feet must make a Fortitude save or become sickened for 10 minutes. A creature which successfully saves may not be affected by the Ghoul Paragon's stench for 24 hours. This is a Poison effect, the save is Constitution based.

Improved Pestilence (Su): At 3rd level a Ghoul Paragon becomes able to magically speed up the disease process in his victims. The initial incubation period for any disease he passes with the Pestilence power becomes 1 round, and the save DC of any such disease is now Charisma based.

5.5.2 Swordwraith Paragon

Hit Die: d12

Class Skills: The Swordwraith Paragon's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Ride (Dex), Spot (Wis), and Swim (Str).

Skills/Level: 2 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+0	+0	+2	Strength Damage, Alertness
2nd	+2	+0	+0	+3	Damage Reduction 5/Magic, Iron Will
3rd	+3	+1	+1	+3	Damage Reduction 10/Magic, Stealthy

All of the following are Class Features of the Swordwraith class.

Weapon and Armor Proficiencies: The Swordwraith Paragon gains no new armor or weapon proficiencies.

Strength Damage (Su): Whenever a Swordwraith Paragon strikes an opponent with a melee weapon, he also inflicts 1 point of Strength damage.

Alertness: A Swordwraith Paragon gains Alertness as a bonus feat at 1st level.

Damage Reduction (Su): At 2nd level, a Swordwraith Paragon gains DR of 5/Magic. At 3rd level, this improves to 10/Magic.

Iron Will: A Swordwraith Paragon gains Iron Will as a bonus feat at 2nd level.

Stealthy: A Swordwraith Paragon gains Stealthy as a bonus feat at 3rd level.

5.5.3 Vampire Paragon Class

Hit Die: d6

Class Skills: The Vampire Paragon's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Sleight of Hand (Dex), Speak Language (n/a), Spellcraft (Int), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spellcasting
1st	+0	+0	+2	+2	Blood Pool, Gaseous Form, Flaw	+1 spellcaster level
2nd	+1	+0	+3	+3	Hypnotic Gaze	+1 spellcaster level
3rd	+1	+1	+3	+3	Command Spawn, Regeneration, Flaw	+1 spellcaster level

All of the following are Class Features of the Vampire Paragon class.

Weapon and Armor Proficiencies: The Vampire Paragon gains no new armor or weapon proficiencies.

Spellcasting: Every level, the Vampire Paragon casts spells (including gaining any new spell slots and spell knowledge) as if she had also gained a level in a spellcasting class she had previous to gaining that level. If the character does not have any levels in any spellcasting classes when she takes her first level of Vampire, this class feature gives her levels in Sorcerer spellcasting.

Blood Pool (Ex): A Vampire Paragon may "store" blood she has drained from intelligent creatures against future need and draw upon this blood to power her body or her magic. If a Vampire Paragon consumes the Constitution of an intelligent creature after she has already fed for the day, excess Constitution drained adds to her Blood Pool. A Vampire Paragon's Blood Pool can never exceed her character level plus her class level of Vampire Paragon. Constitution drained after the Blood Pool is filled is wasted.

A Vampire Paragon may spend a point of her Blood Pool to heal herself of five points of damage. She may spend 4 points of Blood Pool to forgo needing to feed for one day. A spell being cast may be enhanced with any metamagic feat the Vampire Paragon knows by spending a number of points of Blood Pool equal to the number of extra levels the metamagic would add to the spell. Using Blood Pool is a free action, but no more than 4 points may be spent in a single round.

Gaseous Form (Su): A Vampire Paragon can assume *gaseous form* as the spell at will.

Flaw: Increasing the power of the blood within a Vampire is not without difficulties. As the potency of the Vampire's blood grows, so too does the power of her curse. At 1st and 3rd level of Vampire Paragon, the vampire gains an additional weakness related to her blood. Appropriate vampiric weaknesses are too numerous to be listed here, but could include: Inability to enter consecrated or hallowed ground; helplessness in water; *repulsion* (as the spell) by garlic; vulnerability to silver; daylight powerlessness (as a specter); dazed by spilled grains (2d4 rounds); nauseated by Holy Water (1d4 rounds); Inability to enter a hearth unless invited.

Hypnotic Gaze (Su): At 2nd level, a Vampire Paragon gains the ability to hypnotize creatures which meet its gaze. The Vampire Paragon may make use of its gaze on one creature within short range each round as a Swift action. Creatures are affected as by a *hypnotism* spell except that there is no hit die cap. The hypnotism effect ends if the Vampire Paragon no longer maintains the gaze (for example, by attempting to hypnotize a new victim). This is a Mind Affecting Enchantment effect, the DC is Charisma based.

Command Spawn: Vampire Spawn created by a Vampire Paragon of 3rd level are under the Vampire Paragon's control.

Regeneration (Ex): At 3rd level a Vampire Paragon regenerates, healing subdual damage every round equal to her character level. Damage from critical hits, fire, positive energy, aligned weapons, or wood inflict lethal damage on a Vampire Paragon.

Money and Equipment
"A warrior is measured by his sword."

6.1 Weapons
"No. This is a knife."

The weapon system of D&D, in general, makes us feel pretty good. There are ample reasons to use weapons as diverse as a flail, a warhammer, and a morningstar. There are, however, some glaring problems that do need to be addressed. The most obvious of those is Weapon Size, which works very badly on every level. The 3rd edition rules were not good, and the 3.5 changes to them made them worse in every single way. So here's the big deal: Weapons don't have special size rules anymore. In 3rd edition a Shortsword was a small weapon, and in 3.5 it's supposed to be a Medium Light Weapon, but that's all stupid. The fact is, a Shortsword is a Tiny Object, and that's all we need to know.

Here's how weapon sizes ought to work:

- You may not use a weapon that is a larger than yourself. A Large character can use a Large (or smaller) object as a weapon, but may not use a Huge (or larger) object as a weapon.
- You may not use an object that is too heavy for you to lift as a light load as a weapon.
- An object of your own size must be used in two hands.
- An object of a size smaller than your size may be used in one hand or two hands.
- An object that is at least two sizes smaller than yourself counts as a Light Weapon.

6.1.1 Bows

The bow is a very expensive proposition in the normal D&D rules. Especially for Orcs. That's really dumb. So here are the new rules:

Every bow has a strength minimum. And it doesn't cost any more if it has a Strength Minimum of 34 than it does if it has a Strength minimum of 6. In any case, your bow can't be used if your strength is less than the strength minimum of the bow. But, your bow does damage based on your actual strength – or 4 more than the strength minimum of the bow, whichever is less.

Now, certain groups are not going to have bows available with a strength bonus applicable to yourself. If you have a strength of 8, the Bugbears probably won't have any bows off the shelf to sell to you. If you have a strength of 18, the Kobolds won't have anything for you. If you're in an area that doesn't normally make bows for you, you're going to have to get a masterwork bow made for you – and that costs extra moneys.

Now, the range of a bow is based on its object size. A Medium object (the kind of bow you are most likely to use) has a range increment of 100 feet. Every size it is smaller than that decreases the range increment by 30 feet (yes, that means that Fine creatures don't even have bows, and we're OK with that). Every size that a bow is larger than medium increases the range increment by 30 feet. A composite bow has an extra 10 feet of range increment. A character may only use a composite bow or a bow that is smaller than herself while mounted. And yes, a bow is two handed even if it is an object two sizes smaller than yourself.

6.1.2 Ammunition

"The Black Arrow was forged by Thror the Dwarf, who was "King Under The (Lonely) Mountain", and ultimately was destroyed when Bard used it for target practice against a swallow, thereby dooming most of Middle Earth."

The ammunition rules are in need of adjustment. And that's not just because having a shuriken get destroyed permanently every time it hits is really dumb. It's almost balanced to have magic arrows cost about 1/50th of what a real magic weapon does and then explode when used like they were bullets or something. Almost. But it is also dumb, so we're putting our foot down.

Magic Arrows are supposed to be awesome. Some of them even have names. I cannot recall any story where an insipid adventurer went to War with 137 magic arrows and then called it a day when every one of them had been fired once. So here's the new rubric: the cost of enchanting a magical arrow is a mere 1/10th that of enchanting a weapon (move the decimal place over one place), and magical arrows are always recoverable. That's part of what makes them magic. Of course, just because it's recoverable, doesn't mean that you will actually recover it. If you shoot three arrows into a guy and then you run away, chances are good that he has your arrow.

Heck, even regular ammunition is way too fragile in D&D. Shuriken are fairly reusable even after you pull them out of the eye of a fallen foe. And we're fine with that. A good rule of thumb is that an item of ammunition is no longer usable if it inflicts more damage that it has hardness. And precision damage, such as Sneak Attack, Death Attack, and Sudden Strike, does not count. So yeah, Shuriken aren't going to break on impact with small children, happy birthday.

Naturally enough, there are still one-use arrows in the world. Alchemical arrows, such as fire arrows or poison arrows, are generally not as useful after they've been shot into an appropriate target. Those don't require magical forging however, and don't really count as magic weapons. One use ranged weapons should be marked as such (such as the vial of acid, hard to reuse that one).

6.2 Armor

The sad fact of the matter is that in the D&D rules, there are really only 3 kinds of armor most people ever care about: Chain Shirt, Breast Plate, Full Plate. That's not only dumb, it's also a shame, because the D&D world is potentially full of all kinds of crazy armor that is both awesome to look at and totally flavorful for all kinds of characters.

Nonarmors	AC	Max Dex	ACP	ASP
Camouflage	+0	+8	+0	+0
Fancy	+0	+6	−1	−2
Functional	+0	+8	+0	+0
Magic Clothes	+2	+9	+0	+0
Light Armors	AC	Max Dex	ACP	ASP
Brigandine	+5	+3	−4	−3
Chain Shirt	+4	+5	−2	−4
Cord Armor	+2	+4	−1	+0
Darkleaf	+4	+6	−1	+0
Gray Armor	+3	+8	+0	+0
Leather Armor	+2	+7	−1	+0
Mithril Shirt	+5	+6	+0	+0
Padded Armor	+1	+8	+0	+0
Spiderweb	+4	+6	−1	−1
Still Suit	+2	+5	−3	−2
Studded	+3	+6	−1	−1
Wicker Armor	+3	+7	−1	−6
Winter Clothes	+2	+4	−4	−4
Medium Armors	AC	Max Dex	ACP	ASP
Adamantine	+7	+3	−6	−2
Animal Spirit	+4	+3	−3	−3
Bone Armor	+3	+4	−3	−5
Breastplate	+5	+4	−4	−2
Chainmail	+5	+3	−3	−5
Chitin	+5	+4	−3	−1

Medium Armors	AC	Max Dex	ACP	ASP
Dragonscale	+6	+5	−4	−2
Gowns	+1	+3	−5	−8
Gith Armor	+5	+4	−1	−5
Hide Armor	+3	+4	−4	−4
Lamellar	+4	+4	−4	−4
Lobster Mail	+5	+2	−5	−3
Mithril Suit	+6	+5	−2	−1
Rime Hauberk	+5	+3	−5	−3
Ringmail	+4	+4	−2	−3
Scale Mail	+4	+3	−5	−2
Heavy Armors	AC	Max Dex	ACP	ASP
Adamantine	+11	+2	−9	−4
Coral Armor	+5	+2	−3	−6
Demon Armor	+9	+5	−10	−3
Elukian Clay	+6	+3	−4	−5
Dragonscale	+9	+4	−5	−2
Full Plate	+8	+1	−6	−6
Great Armor	+7	+2	−7	−5
Half Plate	+7	+2	−5	−7
Hoplite Armor	+6	+1	−9	−5
Mechanus	+12	+0	−8	−8
Silk Steel	+7	+3	−4	−1
Stone Plate	+10	+0	−9	−11
Sun Plate	+9	+6	−10	−8

Shields	AC	Max Dex	ACP	ASP
Adamantine	+3	–	+0	+0
Buckler	+1	–	−1	+0
Dragonscale	+3	–	−1	−6
Force Shield	+3	–	+0	+0
Mithril Shield	+2	–	−1	–
Steel Shield	+2	–	−1	–
Vine Shield	+1	–	−1	–
Wooden Shield	+1	–	−1	–

Great Shields	AC	Max Dex	ACP	ASP
Bone Wall	+3	–	−10	−2
Crystal Shield	+3	–	−3	−1
Ice Aegis	+5	–	−5	−3
Kappa Shell	+3	–	−12	−5
Kite Shield	+4	–	−5	−2
Tower Shield	+4	–	−10	−2

6.2.1 Fantastic Armors

"I know it's stupid looking, but I get the best possible protection from having this duck sit on my head, so I'm going to let it do that."

People in Fantasy settings wear all kinds of crazy crap and call it protective gear. That's fine; we even encourage that sort of thing. What we don't encourage is people mixing and matching their metaphors. And yet, by having people keep track of separate materials and armor types – that's exactly what happens. We've all seen Lord of the Rings, we know what Mithril Armor is supposed to be like, and what it is not supposed to be like. And making your plate mail out of Mithril isn't what things are supposed to look like – you're supposed to get Mithril Chain. When was the last time anyone used Mithril Chain?

The fact is that materials naturally lend themselves to certain kinds of armor. Just as braided twigs are always going to make Wicker Armor and cured cow skin is always going to make Leather Armor, there's just a certain way that armoring yourself with Dragon Scales or Cloyster Shells is going to work. For the vast majority of materials, there is a known "right way" to wear it for protection and the only real choice is wearing more of it or less.

6.2.2 Armor Non-Proficiency

Every armor, shield, or clothing has an Armor Check Penalty, though that penalty is sometimes -0. A Masterwork version has the magnitude of its Armor Check Penalty reduced by 1 (to a minimum of zero). If you are wearing armor or using a shield which you are not proficient in, the armor check penalty of that armor or shield is counted as 4 higher. If you are using an outfit with a total armor check penalty that is greater than your Base Attack Bonus, you can only move at 2/3 speed. If your outfit has an armor check penalty that is more than 4 more than your BAB, you can't run. If your outfit provides a total armor check penalty that is 10 or more than your BAB, you can only stagger around.

Just because you're proficient in heavy armor doesn't mean that you're familiar with every piece of heavy armor you encounter. Mechanus Armor is very protective, but chances are slim that a character has actually encountered this equipment before. In general, when a character runs into some new armor (as they will from time to time), they will continue to be non-proficient with it for about a day as they "break it in". So to make full use of your new Chitin Carapace, you'll need two things: Medium Armor Proficiency, and a day to practice with your new bug exoskeleton.

6.2.3 Armor Penalties

Armor you wear has an Armor Check Penalty, and armor you aren't proficient with has an Armor Check Penalty that is 4 points higher. Your Armor Check Penalty is applied to any Balance, Climb, Escape Artist, Jump, Sleight of Hand, or Tumble checks you make. Your Swim Checks are penalized by double your Armor Check Penalty. If you cast arcane spells in armor which has an armor check penalty, your spells with somatic components have a 5% chance of failing for every point of armor check penalty.

Armor you wear also has an Armor Stealth Penalty. This number is reduced by 1 for every two points your BAB exceeds the Armor Check Penalty of the Armor. The Modified Armor Stealth Penalty is applied as a penalty to any Hide and Move Silently checks you make.

Finally, Armor has a maximum Dexterity Bonus that you can take advantage of while wearing that armor. That is, if your armor has a max dex bonus of +4 and you have a +5 dexterity bonus, then you may only apply a +4 bonus towards your armor class while wearing that armor. Just like stealthiness, however, a more

experienced warrior has an easier time defending himself in heavier armor. The Max Dex Bonus of an armor is increased by 1 for every two points your BAB exceeds the Armor Check Penalty of the armor.

6.2.4 Not Armors

Anything you wear is a form of armor, but anything sufficiently light as to not count even as Light Armor can be worn by characters who lack armor proficiency without suffering penalties.

Camouflaged Clothing:
Clothes specifically made to blend into the surroundings, whether by making your outline blotchy and incomprehensible, or simply matching the drapes.

Hide Ranks Benefit
- **4:** Opponents do not get a +4 bonus for spotting you for knowing what to look for.
- **8:** You may hide while being observed without taking a special action.
- **13:** You gain a +2 circumstance bonus on Hide checks.
- **18:** You gain concealment.

Fancy Clothing:
It's expensive and it looks it.

Bluff Ranks Benefit
- **4:** You receive a +2 circumstance bonus to Diplomacy and Bluff in civilized settings.
- **8:** You may make a Bluff check as a free action to convince a character that you belong wherever you happen to be.
- **13:** You may demand shelter from peasants at any time. No Bluff check required.
- **18:** Once per turn, you may Feint as a free action.

Functional Clothing:

Sleight of Hand Ranks Benefit
- **4:** You receive a +2 circumstance bonus to Escape Artist and Sleight of Hand checks.
- **8:** You may Force March for one day without being Fatigued.
- **13:** You may retrieve stored items about your person as a free action.
- **18:** You can carry 50% more stuff relative to your strength.

Magic Clothing:
Your pants, your shirt, and your socks exude magic. Truth be told, it's mostly your pants.

Diplomacy Ranks Benefit
- **4:** You gain a +1 bonus on all Charisma-related checks.
- **8:** You gain a +2 Deflection bonus to AC.
- **13:** You gain a +3 bonus on all Charisma-related checks.
- **18:** You gain a +5 Deflection bonus to AC.

6.2.5 Light Armors

Brigandine:
A chain shirt on top of which has been layered some studded leather. It's like having chocolate and strawberry at the same time.

BAB Benefit
- **+1:** You are encased in leather and steel and negate the first 5 points of nonlethal damage inflicted on you by any source.
- **+5:** You gain DR 5/Piercing
- **+10:** You can effectively disguise your armor as functional clothing. You gain a +5 bonus to Disguise checks to conceal your armor.
- **+15:** Your Armor check Penalty is halved.

Chain Shirt:

BAB Benefit
- **+1:** You are encased in steel and negate the first 5 points of nonlethal damage inflicted on you by any source.
- **+5:** You gain DR 5/Piercing
- **+10:**
- **+15:**

Cord Armor:
A series of knots wrapped about your person protect you from incoming attacks.

Tumble Ranks Benefit
- **4:**
- **8:**
- **13:**
- **18:**

Darkleaf Armor:

Knowledge (Nature) Ranks Benefit
- **4:**
- **8:**
- **13:**
- **18:**

Gray Armor:

BAB Benefit
- **+1:**
- **+5:**
- **+10:**
- **+15:**

Leather Armor:

Tumble Ranks Benefit
- **4:**
- **8:**
- **13:**

18:

Mithril Shirt:

BAB Benefit

+1: You are encased in Mithril and negate the first 5 points of extra damage inflicted on you by a critical hit or sneak attack.

+5: Your armor moves so easily that your

+10:

+15:

Padded Armor:

Tumble Ranks Benefit

4: You may reroll a failed tumble check when you attempt to move your full speed or through an occupied space.

8: You can gain the benefits of 8 hours of sleep with 7 hours of sleep.

13: You

18:

Spiderweb Clothing:
Made of magical spiderwebs by Drow weavers, this magical clothing bursts into flames when struck with direct sunlight.

Move Silently Ranks Benefit

4: You gain a +2 bonus on climb and grapple checks.

8: You may pass through web and similar effects without impediment.

13: You are immune to natural poisons.

18: You gain concealment when in natural darkness even when observed with darkvision.

Still Suit:

Survival Ranks Benefit

4: You do not have to make checks to avoid Heat Exhaustion and Heat Stroke.

8: You have Fire Resistance 5.

13: You do not have to drink.

18: You are immune to Fire.

Studded Leather Armor:

Tumble Ranks Benefit

4: Your important bits are protected by metal chunks, allowing you to negate the first 3 points of extra damage inflicted on you by a critical hit or sneak attack.

8: Your

13:

18:

Wicker Armor:

Jump Ranks Benefit

4:

8:

13:

18:

Winter Clothing:

Survival Ranks Benefit

4: You do not have to make checks to avoid hypothermia or frostbite while in cold areas.

8: You have Cold Resistance 5.

13: You have Cold Resistance 10.

18: You are immune to Cold.

6.2.6 Medium Armors

Adamantine Breastplate:

BAB Benefit

+1: You gain Damage Reduction equal to your Base Attack Bonus, which is negated by Adamantine Weapons.

+5: You gain a +2 bonus on Bullrush checks.

+10: You do not provoke attacks of opportunity when charging.

+15: You gain 5 points of Energy Resistance to Electricity, Acid, and Sonic.

Animal Spirit Armor:
Fashioned of the skin of an angry beast, this armor still carries its spirit and will lend you its strength.

Survival Ranks Benefit

4: You inflict +2d6 damage while charging.

8: You gain scent.

13: You gain a natural weapon. This is used as a secondary natural weapon, even if you are otherwise unarmed.

18: You may Wildshape into an appropriate mighty beast.

Bone Armor:

Knowledge (Religion) Ranks Benefit

4: You gain Energy Resistance to Positive or Negative Energy equal to the Armor Bonus of the armor.

8: You are ignored by unintelligent undead as if you were undead.

13: Any undead creature you rebuke is controlled.

18: When you kill a living creature, you heal 10 hit points.

Breastplate:

BAB Benefit

+1: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

+5:

+10:

+15:

Chitin Carapace:
Made out an Ankheg or something, it's amazingly light and makes you look like a crazy mantis man when you wear it.

Climb Ranks Benefit

4: You are ignored by Vermin until you attack them and you cannot be detected by the scent ability of creatures with the [Bug] subtype.

8: You gain a Climb Speed equal to your land speed.

13: You are immune to non-magical poison.

18: You gain a Flight Speed equal to your land speed (perfect).

Dragonscale shirt:

BAB Benefit

+1: Each shirt provides Energy Resistance to a specific Energy type as appropriate to the dragon whose scales formed the shirt. The ER is equal to the Armor Bonus the shirt provides.

+5: The Armor Check Penalty of this armor does not apply to Jump checks.

+10: You gain a +4 intimidate bonus against Dragons. And a similar bonus to your saving throws against Fear from Dragons.

+15: You gain Immunity to the appropriate energy type.

Elaborate Gowns:

It's a big frilly dress, or a bulky robe, or something else that's expensive and hard to move in.

Diplomacy Ranks Benefit

4: You gain a +2 bonus to Intimidate and Perform checks.

8: You can hide weapons of a size up to your own inside your outfit with a normal Sleight of hand check.

13: You gain a +2 bonus to Escape Artist and Sleight of Hand checks.

18: You can cast *sanctuary*, at will, as a sorcerer of your level.

Gith Armor:

The Gith have mastered the techniques of manipulating Astral Driftmetal and the chaotic stuff of Limbo to make a reasonably lightweight, yet oddly protective garment.

Concentration Ranks Benefit

4: You gain a +2 bonus on Concentration checks.

8: You do not suffer any Arcane Spell Failure in this armor if you are proficient with it.

13: You are protected from the harmful effects of Limbo and the Astral Plane.

18: You may *planeshift* to the Astral Plane or Limbo as a standard action.

Hide Armor:

You wear some other creature as a hat.

Survival Ranks Benefit

4: You reek in those animal pants. But you reek like another creature, making you unlocatable by Scent.

8: The DC to Track you is increased by 4.

13: You gain DR 5/Piercing

18: You do not suffer a penalty to your Disguise to emulate other creatures.

Lamellar Armor:

BAB Benefit

+1: You are encased in laquered wood and steel and negate the first 5 points of non-lethal damage from any physical attack.

+5: You gain DR 5/Slashing

+10: You do not take falling damage.

+15:

Lobster Mail:

A living carapace of a deep aquatic design. The engineering style is reminiscent of that of Kwalish, but much sleeker and individualized.

Swim Ranks Benefit

4: You can breathe under water.

8: The Armor Check Penalty of this Armor is reduced to zero under water.

13: Each empty hand may be used as a Natural Weapon (Pincher). At Medium size, it does 1d6 damage.

18: You may walk on water, beginning or ending the effect as a free action (or immediate action). You can also *control water* as a standard action. Your ability to use *control water* refreshes when the last *control water* effect ends for whatever reason.

Mithril Suit:

A full body covering of light metal. Very shiny, and nearly skin tight, the mithril suit is surprisingly protective.

Tumble Ranks Benefit

4: Mithril is very light, and its Armor Check Penalty is not applied against your skill checks.

8: You allow no miss chance when averting your eyes from an opponent.

13: Your Commander Rating is increases by 1.

18: When you have concealment, you have total concealment instead.

Rime Hauberk:

BAB Benefit

+1: You gain Energy Resistance to Cold equal to the Armor Bonus of the Armor.

+5: You may produce a pall of frost as a Swift Action that inflicts 1d6 of Cold Damage per round on all creatures within 10 feet of where you were standing, and which lasts 3 rounds.

+10: You gain Immunity to Cold.

+15: Your pall of frost causes 1d6 of damage for every 2 points of Base Attack Bonus you have.

Ringmail:

BAB Benefit

+1: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

+5: You gain DR 5/Piercing

+10: You gain a +2 bonus on Disarm checks.

+15: You gain a +4 AC bonus against bludgeoning ranged weapons.

Scale Mail:

Intimidate Ranks Benefit

4: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

8: You gain DR 5/Piercing

13: You reduce the damage from Falling and Constriction damage by 10 points.

18: You can make an Intimidate check as a Swift action.

6.2.7 Heavy Armors

Adamantine Carapace:

BAB Benefit

+1: You gain Damage Reduction equal to your Base Attack Bonus, which is negated by Adamantine Weapons.

+5: You gain a +2 bonus on Bullrush checks.

+10: You do not provoke attacks of opportunity when charging.

+15: You gain 5 points of Energy Resistance to Electricity, Acid, and Sonic.

Coral Armor:
Made of living Coral, this armor is as dangerous to your opponents as it is protective. All Coral Armor counts as having been made with Armor Spikes (a weapon three sizes smaller than the Armor).

BAB Benefit

+1: The Armor Check Penalty of Coral Armor does not get applied against your Swimming checks. You gain a Swim Speed equal to your land speed.

+5: Enemies you damage with the Coral spikes are poisoned (DC 10 + $\frac{1}{2}$ your Level + Con Bonus), initial and secondary damage of 1d3 Dex.

+10: You gain a +5 bonus to Hide checks under water.

+15: You gain DR 5/Bludgeoning

Demon Armor:
Crafted from a live Demon, the Demon Armor must be constantly put in its place or it will think itself the master of the Warrior who wears it.

Intimidate Ranks Benefit

4: All of your attacks are Evil-aligned.

8: You can see souls, allowing you to see all living and undead creatures within 120' of you, regardless of current illumination or intervening objects.

13: Every time you kill a living creature, you heal 10 hit points.

18: Outsiders with a CR more than 8 less than your level cannot approach within 30 feet of you unless you allow it.

Elukian Clay Armor:
Made of a strange clay from the Elemental Plane of Water, this heavy suit takes to water like a puppy to a well.

Swim Ranks Benefit

4: The Armor Check Penalty of Elukian Clay does not get applied against your Swimming checks. You gain a Swim Speed equal to your land speed.

8: The Armor Check Penalty of Elukian Clay is reduced to zero while you are completely submerged in water.

13: You breathe water as easily as air.

18: As a standard action, you may *planeshift* to the Elemental Plane of Water.

Dragonscale Suit:

BAB Benefit

+1: Each suit provides Energy Resistance to a specific Energy type as appropriate to the dragon whose scales formed the suit. The ER is equal to the Armor Bonus the suit provides.

+5: The Armor Check Penalty of this armor does not apply to Jump checks.

+10: You gain a +4 intimidate bonus against Dragons. And a similar bonus to your saving throws against Fear from Dragons.

+15: You gain Immunity to the appropriate energy type.

Full Plate:

BAB Benefit

+1: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

+5: You gain DR 5/Critical Hits

+10: You negate the first three points of energy damage from any source.

+15: Your DR improves to DR 10/Critical Hits

Great Armor:

BAB Benefit

+1: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

+5: You gain DR 5/Slashing

+10: You gain a +3 bonus on Intimidate checks.

+15: You are immune to fear.

Half Plate:
A mixture of rigid plates and flexible chain, Half Plate combines protection with flexibility. It is very noisy, however.

BAB Benefit

+1: You are encased in steel and negate the first 5 points of non-lethal damage from any physical attack.

+5: You gain DR 5/Critical Hits

+10: You gain a +2 bonus on Grapple checks.

+15: You may make an Escape Artist check as a Swift Action.

Hoplite Armor:
Oldschool armor made of bronze and layered on in thick sheets all over the vitals.

BAB Benefit

+1: You are encased in bronze and negate the first 5 points of non-lethal damage from any physical attack.

+5:
+10:
+15:

Mechanus Armor:

A powerful collection of gears and chains that offers the finest protection that the Clockwork Nirvana can devise. Sometimes, a small jet of steam or oil will be ejected for no particular reason.

Knowledge (Engineering) Ranks Benefit

4: You gain a +2 bonus to Strength.

8: You are not staggered or unconscious when reduced to zero or less hit points. You still die at -10 hit points, though it is not unknown for the armor to continue fighting for some time after that.

13: You gain DR equal to the Armor Bonus of the armor, which is negated by adamantine weaponry.

18: Your size increases one level, and receive all relevant bonuses and penalties.

Silk Steel Armor:

Made of an ancient bugbear technique, overlapping plates of steel are held apart by layers of silk and the entire carapace slides virtually without sound. While bulky, this black armor is remarkably stealthy.

Move Silently Ranks Benefit

4: You gain a +2 Synergy bonus to Hide checks.

8: You negate 10 points of penalty to Move Silently for moving quickly (so running or fighting suffers only a -10 penalty, moving at normal speed is at no penalty).

13: You negate the first 10 points of Falling damage any time you fall (this does not negate damage caused by something you fall on, such as poison spikes or lava).

18: Once per round, you may attempt to hide while being observed.

Stone Plate:

Grown or carved from solid stone, this Dwarven armor is amazingly hard to move in, but the protection is amazing.

BAB Benefit

+1: You are encased in stone and negate the first 5 points of non-lethal damage from any physical attack.

+5:

+10: You are regarded as a great hero of the Dwarves. Unless you do something hostile, Dwarves will treat you as Friendly. You also have the [Earth] subtype.

+15: You move through earth and stone as easily as walking upon. You earthglide as an earth elemental creature.

Sun Plate:

Glorious golden armor forged from Hope and filled with Goodness.

Sense Motive Ranks Benefit

4: You radiate light like a *daylight* effect. Undead creatures and Evil Outsiders within this area suffer 1d6 of Light damage each round.

8: Successful Turn checks destroy enemy Undead and Outsiders.

13: You may sprout wings, granting you a Flight Speed of 90' (Good).

18: Once per day, the armor will cast a *heal* spell on you with a Caster level of 11. This is a contingent effect and goes off when you need it to.

6.2.8 Shields

Adamantine Shield:

A target shield constructed of pure Adamantine, it is nearly indestructible and can be placed between your important bits and deadly weapons.

BAB Benefit

+1: You can use your shield as a point of leverage, gaining a +2 bonus on Bullrush attempts.

+5: Your shield may act as a wedge, providing a +2 bonus on Disarm attempts.

+10: You can add your Shield bonus to the DC to grapple you.

+15: You can throw your shield, performing any special combat maneuver with a range increment twice your natural reach.

Buckler:

A small shield strapped to the wrist or forearm used for parrying. It provides no bonuses while you are denied your Dexterity bonus to AC.

Balance Ranks Benefit

4: You may use a weapon with the hand using the Buckler, but doing so causes you to suffer a -1 penalty to attack rolls using this hand (including two handed weapons).

8: You gain a +2 bonus to Sleight of Hand or Bluff checks to draw a weapon or feint in combat.

13: You no longer suffer a penalty to attack rolls when using a weapon in your buckler hand.

18: Your shield bonus works against touch attacks.

Dragonscale Shield:

BAB Benefit

+1: Each shield provides Energy Resistance to a specific Energy type as appropriate to the dragon whose scales formed the shield. The ER is equal to the Shield Bonus the shield provides.

+5: The Shield bonus of the shield adds to your Reflex saves against Supernatural Abilities.

+10: You gain a +4 intimidate bonus against Dragons. And a similar bonus to your saving throws against Fear from Dragons.

+15: You gain Evasion.

Force Shield:

A clear shield made out of pure Force. It cannot be sundered by anything less than a completely arbitrary effect like a Sphere of Annihilation.

Spot Ranks Benefit

4: A Force Shield's shield bonus applies against Incorporeal attacks.

8: You gain a +2 Cover bonus to Armor Class from your shield at any time that you are not denied your Dexterity bonus to AC.

13: You gain Energy Resistance against Force Damage equal to the Shield Bonus the shield provides.

18: You can claim $1/2$ Cover from your shield at any time that you are not denied your Dexterity bonus to AC. We assume that you'll do that most of the time.

Mithril Shield:

It's as strong as titanium and as light as titanium. Who are we fooling? This is a great shield.

Sleight of Hand Ranks Benefit

+1: You can use your shield as a point of leverage, gaining a +2 bonus on Bullrush attempts.

+5: Your shield may act as a wedge, providing a +2 bonus on Disarm attempts.

+10: You can add your Shield bonus to the DC to grapple you.

+15: You can throw your shield, performing any special combat maneuver with a range increment twice your natural reach.

Steel Shield:

It can be round or square or shaped like something in particular. It's not important, the key is that it's between you and sharp objects and it's made out of steel.

BAB Benefit

+1: You can use your shield as a point of leverage, gaining a +2 bonus on Bullrush attempts.

+5: Your shield may act as a wedge, providing a +2 bonus on Disarm attempts.

+10: You can add your Shield bonus to the DC to grapple you.

+15: You can throw your shield, performing any special combat maneuver with a range increment twice your natural reach.

Vine Shield:

A writhing mass of vines extends from your arm and at your direction – protects you.

Knowledge (Nature) Ranks Benefit

4: Your shield is a tripping weapon.

8: Opponents missing you in melee provoke an attack of opportunity from you, but you may only take this attack as a Trip or Grapple attempt.

13: You gain a +2 bonus on Trip and Grapple attempts.

18: You have the Edge on any opponent you attack who has a Dexterity less than your Ranks in Knowledge (Nature).

Wooden Shield:

Made of wood and held together with bands of steel or strips of leather, a wooden shield makes up in shock absorbance what it loses in resilience.

BAB Benefit

+1: You can use your shield as a point of leverage, gaining a +2 bonus on Bullrush attempts.

+5: Your shield may act as a wedge, providing a +2 bonus on Disarm attempts.

+10: You can add your Shield bonus to the DC to grapple you.

+15: You can throw your shield, performing any special combat maneuver with a range increment twice your natural reach.

6.2.9 Great Shields

Bone Wall:

A seemingly random assortment of bones collected into a large shield.

Knowledge (Religion) Ranks Benefit

4: You gain a bonus to your Saving throws against death effects equal to the Shield Bonus of this shield.

8: You may cast Necromancy spells without somatic components.

13: You gain Positive Energy Resistance equal to the shield bonus of this shield.

18: This shield provides bonuses to your AC against Incorporeal Touch Attacks.

Crystal Shield:

A shield crafted out of a single solid crystal. It's transparent, but the refraction of the crystal can make things appear differently on the face of the shield than they are.

Spot Ranks Benefit

4: You gain a +2 bonus to any saving throw vs. a spell-like ability.

8: The DC of any spell-like ability you use while using this shield is increased by 1.

13: You may Feint once per round as a free action.

18: You gain Immunity to Gaze Attacks.

Ice Aegis:

A magically inscribed block of ice shaped into a massive shield.

BAB Benefit

+1: You gain Fire and Cold Resistance equal to the Shield bonus of this Shield.

+5: If the ambient temperature is cold, the shield bonus of this shield is increased by 1.

+10: You gain Immunity to Cold.

+15: You gain Immunity to Fire.

Kappa Shell:

Fitting on the back of a character like the Kappa's Shell it is named after, the Kappa Shell provides decent protection for units moving across a dangerous battlefield.

BAB Benefit

+1: You may use both your hands while using this shield, but your attacks suffer a -2 penalty.

+5: You may catch one ranged attack per turn on your shield automatically (the attack misses, whether it was an arrow or a magical ray).

+10: You cannot be Flanked, except by a Rogue with 4 more levels than you have BAB.

+15: You do not suffer a penalty to attack rolls when using both hands.

Kite Shield:

Shaped metal shields fit easily over a rider and his steed, allowing good protection for mounted troops.

Ride Ranks Benefit

4: Your Mount gains the same shield bonus to AC that you gain from this shield.

8: Your Mount gains Evasion.

13: You may catch one ranged attack per turn on your shield automatically (the attack misses, whether it was an arrow or a magical ray).

18: Your Mount gains Improved Evasion.

Tower Shield:
Giant pieces of wood or metal, tower shields offer tremendous protection, but cannot be effectively used while mounted.

BAB Benefit

+1: You may claim $1/2$ Cover at any time, but your own attacks suffer a -2 penalty.

+5: You may catch one ranged attack per turn on your shield automatically (the attack misses, whether it was an arrow or a magical ray).

+10: You may negate one bite attack per turn from a creature that is at least 2 sizes larger than yourself.

+15: If you claim cover from your shield, you suffer no penalties to your attack rolls. So you're pretty much going to have cover all the time.

6.3   The Economicon
"100 pounds of gold for a house? How does anyone make rent without a wheelbarrow?"

Since time immemorial, D&D has used the "gold piece" as its primary currency. It is apparently a chunk of reasonably pure gold of vaguely standardized weight that people use fairly interchangeably in different cities populated by different species. In the bad old days, each gold coin was a tenth of a pound, which was hilarious and inane. In the current edition, each gold piece is a fiftieth of a pound. That's 3.43 gp to the Troy Ounce, which means that in the modern economy, each gp is about $171 worth of gold. Obviously, gold is significantly more common in D&D than it is on Earth, gold is also undervalued because its status as a currency standard drives it out of industrial uses and causes inflation. Further, populations in D&D are orders of magnitude smaller than they are in the real world, so the gold per person is higher even with the same amount of gold. So the gold piece is massively less valuable in D&D economies than it would be in Earth's economies.

Nonetheless, things are really expensive in D&D, and the high price in gold means that there's a distinct limitation of how much wealth can be transported by any means available. The economies of currency transaction are actually so unfavorable that currency as we understand the term does not exist. Things don't have prices or costs – all transactions are conducted in barter and a common medium of exchange is heavy lumps of precious metal.

6.3.1   Wish and the Economy

An Efreet can provide a wish for any magical item of 15,000 gp or less. A Balor can greater teleport at will, but can only carry 30 pounds of currency while doing so. Even in platinum pieces, that's 15,000 gp worth of metal. The long and the short of it is – at the upper end of the economy currency has no particular purchasing power and magic items of 15,000 gp value or less are viewed as wooden nickels at best. You can spend 15,000 gp and get magic items, but people in the know won't sell you a magic item worth 15,001 gp for money. That kind of item can only be bought for love. Or human souls. Or some other planar currency that is not replicable by chain binding a room full of Efreet to make in bulk.

Powerful characters actually can have bat caves that have sword racks literally covered in 15,000 gp magic items. It's not even a deal because they could just go home and slap some Efreet around and get some more. But even a single major magic item – that's heavy stuff that such characters will notice. Those things don't come free with hope alone, and every archmage knows that.

6.3.2   Wartime Economies Make for Shortages

Many people wonder why a masterwork dagger goes for more than its weight in gold. That's a pretty valid question to ask; certainly I'm not going to attempt to justify the 600 gp price tag on a masterwork walking stick – that's just an example of simplistic game mechanics run amok. But to an extent the crazy prices can be justified by the fact that every settlement in every D&D world is on a war footing all the time. The idea that Peace is somehow a natural state is a fairly recent one, and based on the frequency of wars all over the world – it's obviously just wishful thinking anyway. War is the default position of every major economy in the world, and that means that weapons have an immediate, and desperate, clientele. Iron is still relatively cheap, because you can't kill people with it right now, but actual weapons and armor are crazy expensive.

That doesn't explain the fact that the PHB charges you over a quarter Oz. of gold just to get a backpack, and it doesn't explain the fact that the markup on masterworking a buckler is the same as the markup on masterworking a breastplate – that's just a game simplification that makes no real-world sense. But it's a start.

6.3.3   Coins are Big and Heavy
"How many boards could the Mongols hoard if the Mongol hordes got bored?"

From the standpoint of the adventurer, the primary difficulty of the D&D currency system is that the lack of a coherent banking and paper currency system means that there are profound limits to what you could possibly purchase even with platinum. But the currency system hurts on the other end as well. Untrained labor gets a silverpiece a week. That's 500 copper coins a year, which means that no matter how cheap things are they can only make one purchase a day most of the time. That's pretty stifling to the economy, in that however much gets produced, no one can buy it. Demand, from the economics standpoint, is strangled to the point where large production outputs don't even matter (remember that in economics Demand doesn't mean "what people want", it means "what people are willing and able to pay for", so if the average person only has 500 discreet pieces of currency per year, that puts an absolute cap on economic demand, even though the people are of course both needy and greedy enough to want anything you happen to produce).

What's worse, those coins are heavy. For our next demonstration, reach into your change drawer and fish out nine pennies. That's a decent lump in your pocket, neh? That's about one copper piece. Gold pieces are smaller (less than half the size, actually), but weigh the same. D&D currency, therefore, is more like a Monopoly playing piece than it is like a modern or ancient coin. There's no reason to even believe these things are round, people are seriously marching around gold hats and silver dogs as the basic medium of exchange.

Now, you may ask yourself why these coins are so titanic compared to real coins. The answer is because having piles of coins is awesome. Dragons are supposed to sleep on that stuff, and that requires big piles of coins. Consider my own mattress, which is a "twin-size" (pretty reasonable for a single medium-size creature) and nearly .2 cubic meters. If it was made out of gold, it would be about 3.9 tonnes. That's about eighty-six hundred pounds, and even with the ginormous coins in D&D, that's four hundred and thirty thousand gold pieces. In previous editions, that sort of thing was simply accepted and very powerful dragons really did have the millions of gold pieces – which was actually fine. Since third edition, they've been trying to make gold actually equal character power, and the result has been that dragon hoards are... really small. None of this "We need to get a wagon team to haul it all away", no. In 3rd edition, hoard sizes have become manageable, even ridiculously tiny. When a 6th level party defeats a powerful and wealthy monster, they can expect to find... nearly a liter of gold. That is, the treasure "hoard" of that evil dragon you defeated will actually fit into an Evian bottle.

There are two ways to handle this:

1. Live with the fact that treasures are small and unexciting in modern D&D.
2. Live with the fact that characters who grab a realistic dragon's hoard become filthy stinking rich and this fundamentally changes the way they interact with society.

But once you accept that the realities of the wish based economy, you actually don't have to live with characters unbalancing the game once they find a real mattress filled with gold. That's not even a problem once characters are no longer excited by a +2 enhancement bonus to a stat or a +3 enhancement bonus to Armor. Which means somewhere between 9th and 13th level it's perfectly fine for players to find actual money without unbalancing the game. Really, you can stop worrying about it.

6.3.4   Bad Money Drives Out Good: The Penalties of Paper

People from the modern world are generally pretty perplexed by this idea of handing back and forth actual metal as a medium of exchange. It is an undeniable truth in our lives that the idea of currency is just that: an idea. As long as whatever I'm trading for goods and services can be traded for goods and services, it doesn't actually matter if the exchange commodity has any ascribed intrinsic worth. Paper descriptions of value or even ephemeral electronic representations are not only adequate, they're convenient. But more than that, using valuable commodities as a medium of exchange inhibits the growth of the economy. As long as a certain portion of the wealth is locked up in currency, the economy is strangled coming and going: not only is there a completely arbitrary limit on how many goods and services can be exchanged (the gold supply), but there is

also a limit on the kinds of industry and artistic expression that can occur (in that if you use gold for anything but currency you're actually shrinking the money supply and producing negative GDP).

So... you're going to solve that by instituting a paper-based exchange system where initially the paper is exchangeable for gold and that eventually gets phased out when the Plebes realize that handing actual gold back and forth is inconvenient and dumb, right? Wrong. Remember that this is the Iron Age, and people haven't invented Nationalism yet. The cornerstone of the Greenback currency is a belief in the nation that prints it – and nations simply don't exist. You've got empires, and you've got kingdoms, and you've got tribes, and you've got unincorporated villages... and that's it as far as civilization goes. When you look at a map in D&D and a colored region has a name on it, that's the name of the region. Possibly it's even the name of some guy in the region. The point is, that it's not a country in the modern sense of the word, so if some new guy walks in who's bad enough the next cartographer will put his name on the region instead.

And that means that "The Full Faith and Credit of the Kingdom of Daxall" is worth precisely nothing. And while King Daxall can, through force of arms, take all the gold away from all the peasants and get them to trade pieces of paper for goods and services in its place – no one will actually believe that the paper is currency. They're literally trading promises by King Daxall that he'll let them have their money back if they leave town. And since the serfs can't even leave town, even that promise is meaningless to them. A serf accepts paper for goods and services only because he'll be beheaded if he doesn't. The black market value of these pieces of paper is pretty close to zero. Worse, nearby governments will see this as a blatant attempt to sequester all the gold in King Daxall's pants and will probably declare war (in addition to the fact that no one outside the reach of King Daxall's pikemen will accept Daxall Dollars).

6.3.5 Powerful Creatures Have a Powerful Economy

The amount of gold it takes to get anywhere as a land lord is very large. The question that arises then, is why awesome architecture exists at all. It's a valid question, the listed costs to put things like pit traps and thrones made of bone into your dungeon are stupendously large and actual magical swag can be made available for much less than that. The answer is that:

1. People don't actually pay all that gold to have their homes remodeled (see the peonomicon below).
2. Powerful artificers and adventurers don't even want your gold. If something has a value of 100,000 gold pieces, it can't be purchased with gold pieces at all – because that's an actual ton of gold that you'd have to plop over the counter and the merchant you're dealing with won't take your money even if you have it.

Here we're going to be focusing in on
- Gems
- Souls
- Concentration
- Hope
- Raw Chaos

Gems: Truth or Dare

Gems are, to the vast majority of participants in the economy, pretty much worthless. A 500 gp diamond is pretty much the same as a gold piece to someone who intends to purchase things with a value of 1 gp or less. And of course, there are a lot more individuals out there who will stab a peasant in the face for a diamond than a gold piece. So why does anyone care?

Well, two reasons: the first is the obvious one that gold is extremely limited in what it can possibly purchase. A +2 sword is worth your weight in gold. Not its weight in gold, your weight in gold. It seriously costs over 166 pounds of gold, and that's just not reasonable for most people to put into their pockets. So people interacting with even the shallow end of the magic trade need there to be some crazily expensive items that have no purpose save to look pretty and be exchangeable for other stuff. But unlike our world gems actually have real value as well: as the fuel for powerful magics.

On Earth, the only reason that a diamond is expensive is because there's an international organization called DeBeers that seriously has actual assassins that will shoot you in the face if you try to sell diamonds for less than the price they've determined that they're supposed to be sold for. D&D doesn't have that kind of armed monopoly to maintain gem prices, but it does have the fact that people continuously use up gems for spells like raise dead and item creation and the like. So the fact that you can use ruby dust to make continual

flames that you can turn around and sell as Everburning Torches means that ruby dust will continue to have value as long as people value light.

The D&D rules actually only go into the spell component uses of a handful of gems, but rest assured that all the rest are similarly useful when we get into the ephemerals of item creation. A lot of those "components" that cost piles of thousands of gold pieces are actually just piles of gems. Onyx keeps its value based on the needs of necromancers, but amethyst is just as needed to bind illusion magic into a cloak. The exchange rate between gems and magic items is in no danger of going anywhere. Minor magic items and gems are traded avidly by shopkeepers, adventurers, and even powerful outsiders and wizards.

But even so, gems can be simply acquired by the very powerful. The realities of the wish based economy ensure that gems can simply be obtained in large numbers by anyone who really cares enough to dedicate a conjured earth elemental to collecting them. Magical items that cannot be created with the application of spells (that is, magic items valued at more than 15,000 gp) cannot be purchased on the open market with mundane currency, not even gems. That isn't to say that you can't cheat a goblin out of a staff of power with some shiny rocks, you totally can (heck, you could also stab the goblin in the face and take that staff of power), but doing so is not considered a "fair trade" and requires a bluff check on your part.

In addition, many D&D worlds posit the existence of magic gems, which can be used to make magic items, increase personal power, make a snazzy grill with the bottom row made of gold, and all kinds of stuff. In addition to getting hot women to ask you to smile, these magical gems are magical and are actually considered fair exchange in the near-epic economy. You can't wish for Eberron Dragonshards or Planescape Planar Pearls, so those things have real value to Efreet and other creatures participating in the Big Pond. Rules for using magic gems appear in the Tome of Tiamat.

Magical Currency

- **Souls:** The souls of powerful creatures are trapped in gems and the trade in them is brisk on the outer planes, especially in the planar metropolis of Finality on Acheron. Once a soul is in a gem, the gem itself is of little or no value, but the soul goes for 100 gp times the square of the CR of the creature whose soul is trapped (see Tome of Fiends for more information on the use of souls).
- **Concentration:** Ideas take form on the outer planes, and really pernicious or stellar ideas can be so powerful that they take a while to form. In the before-time, they can be found as an amber-like substance that is extremely valued on Mechanus, and by extension every single other outer plane as well. Concentration is actually made out of ideas, and while it looks like a solid object it is actually a liquid that flows so slowly that you could watch it for a year and only a Modron could tell you have far the flow had taken it. A pound of concentration goes for 50,000 gp to an interested party, and can be used in magical crafting by those with the patience to learn its secrets (see Book of Gears for more information on the use of Concentration).
- **Hope:** Hope is funny stuff, it has lots of inertia, but those who carry it are not weighed down in the least. It has mass, but not weight. Even the smallest piece of Hope sheds light like a daylight spell (the effective spell level for this effect is 7, and Hope can overcome almost any darkness). Hope is measured in kilograms rather than pounds, and a kilo of Hope goes for 100,000 gp to those who want it, and it can be used in magical crafting (see Tome of Virtue for more information on the use of Hope).
- **Raw Chaos:** The plane of Limbo is filled with possibility and change. Usually this manifests as a continuous creation and destruction that is awe inspiring and terrifying at the same time. Sometimes, for whatever reason this possibility doesn't become anything, and just stays as Raw Chaos. Raw Chaos can have any dimensions and any amount of mass, but from a practical standpoint you either have it or you don't. If you have Raw Chaos and someone else doesn't you can give it to them, and it is generally considered good form for them to give you magical items or planar currency worth 200,000 gp in exchange. Raw Chaos can be transformed into magical items by those with the correct skills (See Tome of Tiamat for more information on the use of Raw Chaos).

6.3.6 The Service Economy: The Profession Rules Don't Work

The profession rules make us sad. Very sad. Which is unfortunate, because almost everyone in the entire world who isn't an adventurer apparently lives and dies by these things. While the powerful adventurers go off into the planes and exchange Raw Chaos and the Souls of Champions for powerful magical items and favors, your average orc is running around delivering halfling food or joining the army of a powerful warlord for little bits of metal. When the players begin their adventuring careers, they'll be caught up in this economy as well. And even if they eventually become powerful enough to purchase mighty rods with planar currencies they might

still be intimately involved in it – as one of those mighty warlords who throws out tiny pieces of metal to orcish warriors and starting adventurers.

Here's the deal: if your character is a Sailor, that's character flavor. It's not a major portion of your character's power and we really are willing to just give it to you. Having a profession is like knowing a language: sometimes it will come up and sometimes it won't. In that spirit, we suggest that Profession cease being a ranked skill altogether. Just like people don't make "speak dwarvish" checks to have words come out of their mouth, characters should not have to make "Profession: Barkeep" checks to successfully sit behind a bench and hand people ale.

People who have a profession don't make checks to make money, they get a wage if they happen to have a job. The wage will depend on what kind of work they are doing (so no, you can't put 10 ranks into Profession: Janitor and be better paid than the magistrate). Characters are assumed to make a wage approximately similar to the one in the table below if they are working and have an appropriate professional skill. DMs may allow a character to put two ranks into a single Profession skill and be a "master whatever". Such characters may be able to boast about their skills or perhaps even make more money. The important part is that this means that you can find really good scullery maids who don't have a +5 BAB. Young children can often be drafted to do grown-up jobs, and need only be paid 1/10th the normal rate for whatever it is that you have them doing. Child labor is cheap, but in some ways you get what you pay for and children may become distracted or sick before completing important or dangerous jobs.

Professions and their Pay Scale

Profession Wage/Week

- Acolyte 5 GP[†]
- Alchemist 10 GP[†]
- Artisan 5 GP
- Bartender/Innkeeper 15 SP
- Barrister 8 GP
- Butler 2 GP
- Clerk 3 GP[†] (includes more influential administrators)
- Cook 1 GP
- Courtesan 5 SP[†]
- Farmer 5 CP (Farmers also feed themselves)
- Fisherman 3 SP
- Groom 1 GP
- Guard 15 SP[†]
- Laborer 1 SP (note: this means no profession at all)
- Laborer, Skilled 2 GP
- Librarian 3 GP
- Janitor/Maid 8 SP
- Military Officer 5 GP[†]
- Miner 2 GP
- Porter 6 SP
- Runner 1 GP
- Sage 10 GP[†][*]
- Sailor 2 GP
- Scribe 2 GP
- Servant 8 SP
- Shepherd 2 SP
- Smith 15 GP
- Smith, Master 150 GP
- Soldier 15 SP[†]
- Tailor 1 GP
- Teamster 2 GP
- Torturer 2 GP
- Valet 15 SP
- Wage Mage 10 GP[†]

[†]: Some professons are actually dependent upon class level and abilities. A 1st level Wage Mage commands a wage of 10 GP a week to sit around and cast 1st level spells and cantrips from time to time, but a 12th level Wizard would command an earnings per week so large that most kingdoms find it more expedient to simply make such magicians part of the government.

[*]: Any skilled profession that is based on one of the ten Knowledge skills in D&D is a Sage, and is not handled with the Profession skill at all. An Architect does not have "Profession: Sage", he has Knowledge: Architecture and Engineering. The pay scale of a Sage of any kind is extremely dependent upon his skill results. A character with four or five ranks in a couple of knowledges might pull down 10 GP per week, but a character who can regularly make a DC 30 check in any subject no matter how arcane can pull down the big bucks. Assuming of course that he can find someone that actually needs his services.

Just because you selected a profession that makes a lot of money doesn't mean that anyone will hire you. Generally only relatively organized areas actually have economies that even can hire Butlers and Clerks. But just because there is work available in an area doesn't mean that there's work available for you. Even in major cities there aren't a whole lot of jobs for a clerk or a barrister, so the competition for those jobs is pretty stiff. Prospective employers are fairly choosy about who they select for such employment, and they'll usually go to guilds (whose reputation is on the line every time they vouch for someone) or their own aristocratic family members rather than hire some random Half-Orc who claims to have the requisite skills.

6.3.7   Running a Business

The rules presented in the DMG2 for running a business make us very sad. Apparently the best way to make money is to run a shop out of a shack in the woods and pour money into it until noble djinni are teleporting to your door to hand over large gems for whatever the heck it is that you're selling. That doesn't make any kind of sense at all. We propose instead that the costs and benefits of running a business should be kind of comparable to those of working for a wage – since it is essentially exactly the same thing. What we're looking for is rules for running a business that aren't so obviously abusable over time, and which reward various business models rather than finding the killer app that makes the most money (the Shop as it happens) and just using that over and over again.

Capitalization

First off: the thing where in the basic DMG2 rules you can capitalize over and over again forever and have the profits go off towards infinity is as abusable as it is dumb. So the very first change that needs to be made is the divine decree that you can't do that. In fact, the concept of recapitalizing just wasn't handled well there at all. It takes money to make money, but investment is not a ladder where you set money on fire until the pyre lights the heavens ablaze and gets you epic items in parcels like clockwork. Instead, starting a business venture costs money – we call that initial capitalization. That's a one-time cost and the only way you can spend it again is if you start up a second business. After that, you have to supply one-third of the business' expected earnings for each month up front, we call that operational capital. If your business is still running at the end of the month, you get that money back (in addition to the earnings themselves), but if the business venture folds or you get driven off by rampaging monsters, or business events cause the venture to make no money for a month – that operational capital is gone and you're out a pocket full of shells.

Initial capitalization isn't any cheaper in the wilderness than it is in a big city. Actually, it's more expensive because you have to get goods shipped out into the wilderness to get the whole thing off the ground – and the wilderness in D&D is dangerous and teamsters make 2 GP a week each in compensation for that fact. Operational capitalization is cheaper in the wilderness, because expected earnings are less and therefore 1/3 of those earnings is also less. Yes, this means that business owners normally go to the city to conduct business, where there is a whole governmental apparatus to facilitate business dealings and a steady parade of caravans and ships to bring your product or service to the world. The only reasons that anyone does their business outside of major cities is because some particularly risky ventures can only be done far from town (for example: a Larvae Orchard is a high-risk, and therefore high profit enterprise, but it can only be located in the Wastes of Hades).

Risk

Risky business ventures make more money. But they also suffer catastrophic mishaps more often. That's what makes them risky. They are not simply an increase to the multiplier on the profit check, because that just makes you more money because player characters don't start businesses that aren't going to have positive profit checks. Maintaining a Risky venture involves you having more challenges to maintain your business – which in a roleplaying game like D&D means essentially that you spend more adventures maintaining your business and therefore spend less adventures looting other peoples' dungeons. The extra profit you make from the risky business is offset by the extra challenges you need to overcome. Essentially, taking on a risky business is just like getting the gold from your encounters before you go adventuring.

Risky businesses have a CR and a frequency. The DM is encouraged to send additional problems your way at roughly the frequency of the risk factor, and the ELs of the problems thrown your way should be roughly the same as the CR of the risk factor. Risky businesses also make a lot more money – roughly the value of an "average" treasure of an encounter of a CR equal to the risk factor every interval of time equal to the risk factor (see the DMG, p. 51). So an onyx mine that had a risk factor of 5/4 months would generate an extra 400gp per month (1600 gp/4) and be plagued with an EL 5 encounter roughly 3 times a year. It's just that easy.

Not all shops are the same. If you're selling burlap clothing, the profits are going to be small and ogre bandits won't even try to take all your stuff. If you're selling weapons of war or magical materials, then you can bet that those ogre mercenaries are going to be a little bit more interested. If you're running a more valuable business (that is, one which makes more money), the villains of the D&D world will come to take it from you – the risk factors adjust themselves pretty much automatically when your business improves, making this approximation amazingly accurate in addition to simple.

Resources

Resources are like Capitalization that you get to keep. While the presentation in the DMG2 is essentially "something that makes it harder to turn a profit on your business", the fact is that what they actually are is your own private dungeon. While the full rules for actually building your dungeon are going to have to wait until Book of Gears and the advanced crafting rules, for now we're going to assume that the prices in the Stronghold Builder's Guidebook hold up (and yes, we know how silly that is, but we haven't written anything better yet). Essentially, this means that your business needs to be housed in a building, or ship, or cart, or dungeon of some kind. Bigger, more high-scale business ventures are going to need to be housed in more expensive surroundings. That sounds bad, but remember that when business events and risk factors happen to your business, they happen to your business, which means that if you have a ship or a tower to hold your stuff in, you actually get to use it when it gets attacked by gnoll pirates.

Keep in mind that if a business is booming, it may require more resources to house. A shack is all well and good if you plan to sell a couple of pots a month, but if you want to move inventory you've got to have inventory. And that means you need a place to show that inventory. Practically, that means that your projected profits (before calculating Risk-based Profits), can't ever exceed 1/10th the value of your business' resources. Of course, some businesses can only exist with large amounts of resources backing them up. And that's fine, since you really only get the benefits of large resources in large urban areas, this means that in general there are a lot of services that can be found in the big city that can't be found in smaller towns. Which is exactly what you'd want, right?

Growing the Business

Characters may outgrow collecting melloweed from the Bane Mires. The occasional hydra they have to defeat to get the goods just doesn't challenge them anymore, and the gold the whole thing takes in every month just doesn't seem worth the hassle. When this happens there are two options: franchise the operation, or grow the business up. A business can be expanded to a larger operation by investing in the next level of resources (causing it to be eligible to make more profits), or by taking on higher value/risk goods and clients (causing the risk factor to increase and profits to increase as well).

Franchising a business simply involves starting up a second (or third) business in another location. Resolve it as a whole new business.

Profits

So how much money do these things make? Well, in addition to Resource Limitations, there are demand limitations. That is, the amount of money that people can spend on your goods and services is proportional to how much money they have – larger communities can spend more money than can smaller communities. The maximum profits per month of any venture are based on the total population that business serves. If you compete with other businesses providing the same goods and services, simply divide the region's population according to market share before you determine maximum profits.

Population Size / Gold per Month
- 20-80 – 4 GP/month
- 81-400 – 10 GP per Month
- 401-900 – 20 GP per Month
- 901-2000 – 80 GP per Month
- 2001-5000 – 300 GP per Month
- 5001-12,000 – 1,500 GP per Month
- 12,001-25,000 – 4,000 GP per Month
- 25,001-100,000 – 10,000 GP per Month
- 100,001+ – 60,000 GP per Month

Remember that while this determines the maximum profits, there's no guaranty that your business will actually do as hoped. Things don't always work out as planned, and many business plans aren't good. In order to make your business succeed, you'll have to make a Profit Check. Actually making the projected Profits is a DC 20 check. Every point you fail that DC, reduce your income by 5%. For every point you exceed 20 on your Profit Check, add 5% (essentially this just means that you make a 5% return for every point of Profit Check you make).

The Profit Check itself is simply a straight ability check, using your choice of your Intelligence, Wisdom, or Charisma. Some of the modifiers to Profit Checks from the DMG2 are appropriate, others are not. For your convenience, we're replicating the entire chart with all the needed modifications:

- Owner has appropriate Profession Skill +1
- Owner has two appropriate Profession skills +2
- Owner is a member of an associated guild +1
- Owner spends less than 8 hours per week assisting business operations -8
- Owner spends more than 40 hours per week assisting business +1
- Business is considered a Monopoly +10
- Business is an Oligarchy +4
- A Business Partner aids during the term +2
- Specialists are on staff +2
- Previous Profit Checks "Failed" -1 per consecutive check below 15.

Command Economies

Sometimes your "business" is actually just that you run a country, or a guild, or a church, or a criminal organization, or a mercenary command. Or whatever. The point is that your job is to run things, and people pay taxes (or tithes, or protection money, or whatever the kids are calling it these days) to you to make sure that you keep running things in a manner that doesn't involve them being stabbed in the face. The amount of lucre you can squeeze out of these situations has nothing to do with your skill checks or capitalization – you're essentially stealing from these people so the amount of money you can crank out of them depends largely on how much you're willing to squeeze them and how many people you are squeezing. Taxing a group of people can generate as much money as running a business serving them would. Your "business" in this case is "not stabbing them in the face".

You can be senselessly wicked and punitive on a population and make twice as much gold, but your subjects will hate you. You can also simply sack a region, making ten times as much gold, but driving the remaining population away as refugees. Lawful creatures (such as Hobgoblins and Dwarves) are more likely to pay taxes or save money and taxing or looting them is worth twice as much. Especially impoverished regions (such as one which has labored under a cruel governor for a long time) are worth half as much or less.

6.3.8 Bringing the World out of the Dark Ages

It is historical fact that you can take a ridiculous and crumbling imperium with serfs and horse-drawn carts managed by a tyrannical and squabbling aristocracy and boot strap it into being a technologically sophisticated global power that can win the space race and such in a single generation even while being invaded by an evil and genocidal empire. The people at the top don't even need to be nice or sane, they just have to understand that economics is an entirely voodoo science, and the limits of production can be broken by thousands of percentage points by getting everyone to buy on credit, work on projects that people looking at the big picture tell them to work on, continuously invest in productive capital, and believe in the future.

Right. That's called Communism, and it ends the dark ages immediately even if it isn't run well. Presumably if it was being run by Paladins who actually radiate goodness and Wizards who are inhumanly intelligent and can cast powerful divinations to determine projected needs and goods could be distributed to the masses with teleportals – it would work substantially better. That sort of thing is not outside the capabilities of your characters in D&D. It's not outside the capabilities of the people in the village your characters are saving from gnollish invasion. It's not even technically complicated. But it isn't done.

Partly it isn't done because we're playing Dungeons & Dragons, not Logistics & Dragons. While it is true that you can fix the world's ills in a much more tangible fashion by industrializing the production of grain and arranging a non-gold based distribution system such that staple food stuffs are available to all, thereby freeing up potential productive labor for use in blah blah blah... the fact is that to a very real degree we play this game because telling stories about slaying evil necromancers and swinging on chandeliers is awesome. But the other reason is that the society in D&D really isn't ready for a modern or futuristic social setup. No one is going to understand how they are supposed to interact with Socialism, Capitalism, or Fascism, things are Feudal and people understand that. Wealth is exchanged for goods and services on the grounds that people on both sides of the exchange aren't sure that they would win the resulting combat if they tried to take the goods or wealth by force of arms.

Rome had steam engines. Actual difference engines that propelled a metal device with the power of a combustion reaction through the medium of the expansion of heated water. Really. They never built rail roads because slaves were cheaper than donkeys and the concept of investing in labor saving devices was preposterous. In D&D, the idea of having an economy based around trust in the government and labor/wealth

equivalencies is similarly preposterous. It's not that the idea wouldn't work, it's that every man, woman, and child in society would simply laugh you out of the room if you tried to explain it to them.

Combat

7.1 Forward: A Brief History of Fighting Men

In its origins, D&D was a wargame like Warmachine or Warhammer. You had a field filled with tiny men, and they fought each other with swords and bows. Eventually, someone got really lazy, and wanted to replace a large number of fighting men with heroic fighting men who would be easier to paint because there were much less of them. And that, right there, is the origins of D&D. The smaller number of better Fighting Men would be your "army" and eventually people started playing magical teaparty with their fighting men, and it turned into a roleplaying game. So it isn't surprising that at first you "roleplayed" a small group of heroic fighting men.

When the new classes (such as "Magic User" and eventually "Thief" and "Cleric") were introduced, they were intended to be better than the Fighting Men. And, well, they totally were. Indeed, players still controlled lots of characters, and it was deemed impractical for more than one or two of those characters to be any good or in any fashion important. So you rolled up stats for each guy, and if you rolled well enough on a guy he could be something other than a Fighting Man, and the rest of your guys were basically just speed bumps whose lot in life was to stand between the monsters and the Magic Users so that the real characters could survive to another day.

Well, that isn't how things work anymore. Now every character is supposed to be individually important and have some background and so on and so forth. No longer are we allowing our Fighting Men to go without a last name unless and until they get to fourth level without being eaten by an owlbear. And so we really need Fighting Men to be a lot more interesting and effective than they are in the rules. The basic setup of the game has changed a lot, but Fighters have changed only a little. In a very real way, the Player's Handbook hands us Fighting Men who would be better suited to appear in groups of 3 per player than to stand alone. And really, that has got to stop.

7.2 War in D&D
"War is not about who is right, but who is left."

D&D is a game about stabbing people in the face, rifling through their pockets and/or home, and then going back to your own home where the beer is cold and the woman are warm and waiting for the next foolio to present himself for stabbing (and rifling). That being said, war is the same thing, but writ large.

War in the D&D universe is very nasty, very brutal, and very short. It all comes down to the question "who's got the bigger heroes?" Peasant uprisings of plucky farmers just don't happen in a world where a 1st level mage with a Wand of Fireballs and a decent Hide check can set an army of thousands on fire, and the bravest and best trained units of knights just aren't going to conquer the land/government that has a guy chain-binding vrocks to serve as elite terror squads to kill every peasant in a hundred mile radius of your capital.

If you have the bigger heroes, they knock down any smaller heroes, then walk up to the Kingdom of Good King Draxall ... yada yada yada ... and hear the lamentation of his womenfolk. It doesn't really matter if King Draxall's castle is now full of lava because the attackers opened a gate to a volcano in his throne room

or if they went all Die Hard on the King's personal guard and gutted the bunch . . . the truly important troops (i.e. heroes) traveled at least as fast as griffonback and smashed the Kingdom while the King was still training his peasants on which end of a spear to poke people with.

That doesn't mean that armies don't have a place in D&D. Once the important business of nailing enemy heroes to a tree is done, someone has to pacify the new populous, enslave them to work the salt mines, collect taxes, and generally put down any rebellions or resistance movements of local yahoos (which might be gnoll bandits, a wandering ankheg, or other unimportant challenge for our heros). Heroes are generally more concerned with bigger and more rewarding problems like the undead pouring out of the newly discovered (i.e. unlooted) ruins in Moil than the fact that the peasants of the former King Draxall are up in arms over the latest taxes on grain.

But occasionally, someone does attempt a military victory. It might be an aristocrat with more gold than sense or a necromancer with an animation fixation, but troops will be secretly trained, mercenaries will be hired, and cadres of spies will pour into the prospective target land. Sometimes this crap works, as the relevant heroes who might defend the land might be bribed to stand aside, assassinated with extreme prejudice, or just be on another plane at the time, and then it's the Wytch King's skeletal footman vs. King Draxall's Knights of the Holy Relic for real old-timey war on respectable battlefields.

The problem is that this kind of thing is that it generally doesn't last. Once the local hero population replenishes itself, those guys will become the local rulers by default, even if they only pay lip service to King Draxall in public. Empires lasting thousands of years are not products of military might, but a good PR department with an eye for finding up-and-coming heroes who are smart enough to maintain the fiction of a stable society rather than upset the peasants by reminding them that they live and die by the whims of guys who think that summoning angels from heaven to set off dungeon traps is an acceptable practice.

7.2.1 Fighting with Honor

"There is only one ethical system and it is pragmatism. Only goals change."

The concept of honorable combat is pretty fishy when you look at it carefully. Your goal is to painfully kill another sapient being with a deadly weapon, and the other guy is attempting to do the same to you. Why then, would any rational person take time to consider the "honor" of whatever horribly painful and potentially lethal act they were intent upon inflicting on another?

The answer is: The Long Term. The concept of honor in War is incredibly ancient, and the ideas of what is and is not an honorable act have varied unrecognizably over that period. But one thing has remained the same throughout: the idea of what is honorable in warfare has always been inextricably linked to the needs of the powerful. In olden days, the powerful had superior nutrition, superior training, superior equipment and came in really small numbers. So naturally of course, the rule was that you didn't gang up on people or use poison. In modern days, bullets go through pretty much anything, but powerful people have more troops and helicopters, so the rule is that you don't assassinate people in honorable combat. The penalties for being dishonorable have remained pretty static over the generations – you get kicked out of the rosters of the powerful and other power blocs attempt to band together to crush you.

That's all fine and dandy, but what does that mean for characters in the D&D world? The risks of using poison gas in terms of collateral damage really aren't there (cloudkill goes pretty much exactly where you tell it to), and the ranks of the powerful really do include high level Rogues and Assassins. Most of the stuff you think of as being dishonorable in historical chivalric codes are perfectly fine in D&D chivalric codes. Like all chivalric codes, the one found in the D&D universes is there to keep people in their place – in this case powerful adventurers on top, and little people and monsters on the bottom. Here's how it works:

- Getting a lot of help on any project is dishonorable. A 9th level wizard can wave his hands and make a dungeon, and two rogues can stab a frost giant in the back of the head and the face in synchrony. But peasants can't do jack without the help of like 20 guys. Therefore, working in groups larger than about 10 on any single project is dishonorable in the extreme. The end result is that decent goods can really only be produced by the master artisans and the little people are trapped in obscurity.

- Poisoning Food is without honor. Druids can spit poison and Assassins can shoot poison darts, but pretty much anyone can put warfarin into an enchilada. So while injected poisons aren't considered dishonorable, ingested poisons are.

- Being Gargantuan or Larger is dishonorable. It may seem downright bizarre that people in the D&D world endeavor to look down on things which stand tall. But when you think about the locations that the truly tremendous live in, it makes sense. When gargantuan creatures rear themselves, it is expected practice for all groups to drop what they are doing and attack. And that is why Titans and Dragons live

on remote mountaintops instead of owning the world. It isn't that taking them down isn't a lot of effort, it's that the small creatures made a gentleman's agreement to actually put that effort in a long time ago.

- Honorable people do not create Spawn.: This is one that bones the monsters and certain kinds of spell-casters like necromancers, and its designed so that people don't take Steve the Crap-Covered Farmer and turn him into a hero-level threat like a vampire spawn. We know how this works for the people that do it: they tip the balance in favor of the monsters and the heroes and society loses. Even if every Shadow only makes one other Shadow each day, in three weeks your kingdom is full of Shadows . . . people in the D&D universe know how this is going to end and it makes them very unhappy.
- Impersonating specific people with magic is a dishonorable act. Heroes live and die by their reputation, and part and parcel of being a hero is that people know who you are and where to find you so that they can shower you with job offers and money. That actually works for society, because this is a pre-Internet universe and we don't have Craigslist to make sure that people get the right jobs.
- Destroying Magic Items is something no honorable person would do. Magic is in many ways, a finite resource. The people in power, need it to stay in power. Artifacts are essentially irreplaceable, but they are corruptible. Maybe not by you, but by someone. If you destroy a great artifact of Evil, you've actually hurt Good some too. You've reduced the total amount of power available to anyone. And that doesn't fly for people who have all the power.
- Changing Alignment is dishonorable. Every power group wants people to pretty much stay on whatever side they are on, because otherwise how do you know who is on what side? It's very pragmatic, those who switch sides are never afforded the same trust in their new side as they were given from their old side lest they change back. That isn't to say that Good and Evil aren't proselytizing
- Honorable people take credit for their kills. Not only is it just good form to advertise your abilities so that people know who in the kingdom actually can kill an Ettin in single combat, but its actually safer for everyone if society in general know why powerful monsters keep dropping out of the sky. When people find an Old Red Dragon dead in a random field, they are going to want to know what killed it and if it has plans on their favorite tavern. Not claiming your kills means that actual hero-hours are going to be spent finding out the nature of this threat when they could be better spent curbing the excesses of the Wytch King's Empire. That pisses people off, and leads to occasional hero-on-hero violence that only serves Team Monster.

So you want to be honorable, right? Maybe give your coat to handsome members of the opposite sex, keep your word, and make sure your taxes are paid on time? Yeah, that has to do with your alignment probably (depending upon what you think Law, Chaos, Good, and Evil actually represent), not with you overall honor. Honor really is about whether society in general is going to attempt to ostracize you. So you can be Evil and Chaotic and still fit into society, still be considered honorable. In fact, D&D has entire Chaotic Evil societies where that sort of thing is expected.

7.3   Advanced Combat

Advanced combat is a somewhat disingenuous name, as it implies that these rules are more complex than the "basic" rules found in the PHB. In truth, some of them are and some of them are not. Mostly, we look at these rules as a revision of the existing rules to make them more useful to players and DMs. In part that means taking incomprehensible portions of the combat system (grapple, for example), and cutting them down into discreet actions people can actually use without a half-hour argument. Partly this means taking basic combat actions and making sure that they have a valid purpose at all levels of play.

7.3.1   Base Attack Bonus and Combat Maneuvers

If you looked at the classes in the PHB, you'd think that BAB actually meant something. Classes with good BABs are severely restricted in other areas, and they only get 1 or 2 more BAB every four levels as compared to full spellcasters. Clearly, having even a slight bulge in BAB is supposed to be a major advantage. But in the basic rules, it really isn't. The bonus that a Fighter gets to his BAB over a Wizard is actually smaller than the variance of having rolled well and having rolled poorly on one's attributes. There is no guaranty that an Elven Fighter is better with a bow than an Elven Wizard is at 1st or even 4th level. Even when the BAB starts to pull ahead, it does so very slowly. A net +1 to-hit is something that you seriously might never even notice

if you rolled your dice in secret. A +1 to-hit means that out of 20 attacks, one attack that would have missed would hit instead. Which, compared to the difference in numbers of attacks that land between someone who rolls well and someone who rolls poorly during an adventure is vanishingly small.

So what we're doing is actually making BAB mean something. It's supposed to represent the amount of combat skill you have, so let's work with that. From now on, if you have more BAB than the target of your attacks, you are considered to "Have the Edge" on that attack. Combat Maneuvers will perform better when used by someone with the Edge. So while anyone can attempt to Disarm an opponent (provoking an attack of opportunity and dropping the weapon on the ground on a successful opposed attack roll), a character with the Edge can disarm better (provoking no attack of opportunity and sending the weapon flying in a direction of his choice). In this manner, a character who takes full BAB classes always has a fundamental advantage in combat over characters who do other things.

7.3.2 Attacks of Opportunity

As you may have noticed, we have put in a lot more mechanics that interact with Attacks of Opportunity. That's because we're also instituting the following change to the mechanics of AoOs:

- If you have a Base Attack Bonus high enough to warrant gaining additional attacks, you also get additional Attacks of Opportunity. So a character with a BAB of +6 can make 2 AoOs each round. A character with a BAB of +11 can make 3, and a character with +16 can make 4.

7.3.3 Bonus Attacks and BAB

The bonus attacks that characters get for hitting a BAB of +11 or +16 are not good. I don't know what that was about, but I can only assume that it had to do with a fundamental lack of playtesting past level 10. Anyway, the penalty for taking a bonus attack in a Full Attack action should never rise above -5. So if you have a BAB of +17, your attack routine should look like this: +17/+12/+12/+12. Really.

7.3.4 Attack Options

Characters have a number of options when they attack their opponents.

- **Expertise**
  You leverage your combat skill into defense rather than offense.
  Requirement: You must make an attack action and have a BAB of at least +1. You need not specifically attack an enemy.
  Effect: Before making an attack roll, you may take an attack penalty of up to your BAB on this attack and all further attacks until your next turn, and gain an equal Dodge Bonus to AC. You may only use this option once per turn.

- **Power Attack**
  You leverage your combat skill into devastating attacks at the expense of accuracy.
  Requirement: You must make an attack action and have a BAB of at least +1.
  Effect: Before making an attack roll, you may voluntarily take an attack penalty of up to your BAB, and inflict two times that amount in extra damage with that attack. You may take this option on any or all of your attacks if you wish.

7.3.5 Special Attack Actions

All of the following maneuvers may be made in place of an attack. Any time a character is permitted an attack for any reason (including an attack of opportunity or the attack at the conclusion of a charge), they may make a special attack action instead.

- **Bullrush**

  If you have not moved your entire allotted distance this turn, you may attempt to push your opponent back as a melee attack. First, you move into your opponent's square (which probably provokes an attack of opportunity, see movement). Then you make an opposed size-modified strength check against a DC of 10 + the target's Strength modifier + the target's size modifier (you do not have to roll to hit). If you succeed, you push your opponent back 5 feet. If you succeed by more than 1, you may move your opponent back a single 5' square for every 2 points your check exceeds the DC.

  Modifiers: The Size Modifier to both the Bullrush check and the DC is +4 for every size larger than medium and -4 for every size smaller than medium.

  Special: The movement used during a Bullrush counts against your movement this turn. If you do not take a move or charge action this turn, you will normally be limited to five feet of movement. This movement does not provoke an attack of opportunity from you or the target, but is quite likely to provoke an attack of opportunity from any other creature standing nearby. During a bullrush, both characters provide cover for each other.

  Edge Option: If you have the edge on your target, you do not provide cover for your opponent even if they are the same size as you. Further, you may move your opponent in a direction up to 45 degrees off from your initial approach, altering your own course to push them more than 5 feet if necessary. If you fail the initial strength check, you may choose which adjacent square you are pushed into.

- **Coup de Grace**

  You may attempt to slay an opponent outright if they are helpless. As a full-round action, you may automatically hit a helpless opponent in melee range. This attack is automatically a critical hit. This action provokes an attack of opportunity.

  Interrupting a Coup de Grace: A character who suffers damage during the Coup de Grace must make a Concentration Check (DC 10 + Damage Inflicted) or the action is resolved as a normal attack.

  Edge Option: If you have the Edge on an opponent who threatens you during a Coup de Grace, you do not provoke an attack of opportunity from them.

- **Covering Fire**

  You may use your ranged attacks to provide cover for your allies. Take an attack with your ranged weapon and roll a normal attack roll. Until the beginning of your next turn one of your allies may use the result of your attack roll as their Armor Class against one attack of opportunity.

  Edge Option: If you have The Edge against an opponent whose attack of opportunity was negated by Covering Fire, your ranged weapon may hit them. Simply compare the attack roll to their armor class as if it was also a normal attack.

- **Disarm**

  You may attempt to disarm your opponent with a melee attack. Disarm is a special attack action. Make an attack roll against an "armor class" of 10 + the target's melee attack bonuses with the item in question. If you succeed, one weapon or held item is snatched out of your opponent's grasp. Failing a Disarm attempt provokes an attack of opportunity from the target. A disarmed item lands in a randomly determined square adjacent to the target.

  Defending against a Disarm: An item held in two hands is harder to disarm, increasing the DC by +4. An item tied to one's body with a sword-wrap or locked gauntlet is much harder to disarm, increasing the DC by +8.

  Special: A Disarm may be used to attempt to remove a weapon that is presently being used in an attack against the disarmer even if the creature using the weapon is out of range or otherwise not threatened by the character. A Disarm (or any attack) is normally only usable during an attack against such creatures as an Attack of Opportunity or a Readied Action.

  Edge Option: If you have the Edge on your target, your Disarm attempt does not provoke an attack of opportunity, and you may choose which adjacent square your opponent's weapon or held item lands in. If you have a free hand, the item may end up in your possession instead.

- **Feint**

  By performing a distracting maneuver or fencing your opponent into a poor position, you may make an attack against them at their worst. You take an attack action to make a Bluff check with a DC of 10 + your opponent's Wisdom modifier + the higher of your opponent's BAB or ranks in Sense Motive. If you succeed, your opponent does not get their Dexterity Bonus to AC against the next attack you make against them (if it is within the next round).

  Edge Option: If you have the Edge on your target and you successfully Feint, you may make an attack against that opponent this round as a Swift action.

- **Grapple**
Grapple is collectively 3 separate maneuvers that all fall under the super-heading of "grappling". Any grapple attempt provokes an attack of opportunity unless your attack has the edge.

  ▷ **Grab On**
  Sometimes, you want to attach yourself to a larger creature, getting inside their reach and then repeatedly stabbing them or simply weighing them down. As an attack action you may attempt to grab on to an opponent.

  Grabbing on to an opponent provokes an attack of opportunity and requires a check with the same bonuses as a melee attack. The DC to grab on to an opponent is their Touch AC plus their BAB. If you have 5 ranks of Climb or Ride, you get a +2 synergy bonus on this maneuver for each skill.

  Holding on: Once you've attached yourself to your opponent, you go wherever they go. Move in to their space, and move where they do automatically (this movement does not provoke attacks of opportunity or count against your movement in any way). You may attack with any light or one handed weapon, and your opponent is denied his Dexterity bonus against you.

  Being Held on to: If another creature has grabbed on to your character, their weight counts against your carrying capacity. If you're overloaded, you may be unable to move or even collapse until you shake your opponent off. You can attempt to attack a creature holding on to you, but your strength modifier is halved for such attacks and your attacks are at -4. You may attempt to shake your opponent off as an attack action by making a check with a bonus equal to your melee attack or Escape Artist and a DC of 10 + the greatest of your opponent's BAB, Climb Ranks, or Ride Ranks.

  Edge Options: If you have the edge on an opponent when you grab them, they may not attack you at all once you have grabbed on to them. Further, grabbing on to an opponent does not provoke an attack of opportunity.

  ▷ **Hold Down**
  Sometimes you want to pin an opponent to the ground. First, make a touch attack. Then, make a Grapple Check (BAB + Strength Modifier + Special Size Modifier) with a DC of 10 + Defender's Grapple Check Modifier. If you succeed, your opponent is pinned for one round. They can't move, and you may put ropes or manacles on them if you wish with an attack action. At the end of any turn you are pinning your opponent, you may inflict unarmed or constriction damage. With subsequent attack actions, you may attack with natural weapons or light weapons with no penalty.

  Escaping a Pin: If you're pinned you can attempt to fight back, but you're prone and you suffer an additional -4 penalty to attack the creature pinning you (generally a -8 total penalty to attack your attacker). You can get out with an attack action by making a Grapple or Escape Artist check with a DC of 10 + your opponent's Grapple Modifier.

  Edge Options: If you're pinning an opponent and your attacks have the edge, your opponent cannot attack you or anyone else until they get free. Furthermore, if anyone else attacks them, they are considered helpless.

  ▷ **Lift**
  Sometimes you want to put an opponent in your mouth or carry away a struggling princess. Make a touch attack and then make a Grapple Check with a DC equal to 10 + your opponent's Grapple modifier. If you succeed, your opponent is hefted into the air. You may move around freely while carrying your opponent (their weight counts against your limits of course). You may perform a coup de grace or swallow whole action on a character you have lifted, but doing so ends the lift whether it succeeds or fails.

  Escaping a Lift: When you've been lifted, you cannot move under your own power, but you can continue to attack. Attacks against the creature which has lifted you are at a -4 penalty. You can also attempt to escape with an attack action by making a Grapple or Escape Artist check with a DC of 10 + your opponent's Grapple Modifier.

  Edge Options: If you have the edge on an opponent you have lifted, they may not attack you or anyone else until they escape.

- **Trip**
As an attack action, you may attempt to knock an opponent prone. Make a touch attack, and if you succeed make a Strength + BAB check against a DC of 10 + your opponent's Strength + BAB or Balance modifier (whichever is greater). Success leaves your opponent prone. Failure provokes an attack of opportunity.

  Modifiers: The DC to trip an opponent who has four legs or is otherwise inherently stabile is increased by 4. Radially symmetrical creatures like Oozes cannot be tripped at all.

  Edge Option: If you have the edge on your target, you do not provoke an attack of opportunity if your trip attempt fails, but your target provokes an attack of opportunity from you if your trip succeeds.

7.4 The Mass Combat Mini-game

Mass combat in D&D tends to be a terribly overlooked part of the game. While it's expected for PCs to potentially join or own armies, the granularity of D&D has been set to skirmish-level events, meaning that larger battles become a monster of paperwork and bookkeeping. The fun part of armies, such as tactics on the battlefield, city-taking, and dragonkilling is so buried by the raw nature of individually statted out armies that any system except for the most abstract is just not fun. . . if you wanted to play Warhammer 40K, then you wouldn't be playing D&D.

So here are some rules for abstracting mass combat. It's a mini-game inside regular D&D that has been designed for simplicity and a minimum of bookkeeping. We've kept it as basic as a mini-game so that learning and playing it doesn't distract from the experience of playing D&D. You'll really only be worrying yourself over this sort of thing at infrequent intervals. The player characters will still spend most of their time bringing down enemy monsters and assassinating dark lords. But having a running tally of how battles are proceeding around the players can be pretty entertaining.

7.4.1 The Basics

The Mass Combat Map: In the Mass Combat Mini-game, troop movements take place in 50' by 50' squares. For players wishing to play out a mass battle, they simply take standard miniatures and battlemats and draw out the map so that it reflects the new scale. Characters of Gargantuan or larger size take up their own squares, but its otherwise assumed that each square contains as normal individual characters can fit in such a space as normal when in regular formations. Medium sized PCs in a square take damage and are affected by spell effects that affect their square.

Units: Each unit has a Move, HPs, Damage, and Morale, and they may have special abilities or attacks based on their race, training, or armament. Each unit also has a Leader with normal racial CR as a base, the advanced by CR equal to the normal damage of the unit. Each individual unit's stats will be discussed in the Building a Unit section, but for now we have a brief overview of the terms.

Move is the number of 50' by 50' squares a unit can move each Combat Turn. Units that are mounted tend to have faster movement rates. Moving through difficult terrain takes more movement points, and sloped terrain takes more or less. HPs represent a rough estimation of the number of casualties a unit can take before its morale breaks and the individuals in that unit begin to flee the combat. Heavily armored or tougher units have more HPs, while cowardly or lightly armored units will have less. Units with 0 or less HPs are Broken (or Destroyed, depending on your specific unit's attributes), and its individual members flee the battlefield and not longer counts a functional battlefield units for any purpose.

Morale is a number used to calculate your Army Morale Rating. Add the Morale score of each unit in your whole army together, then half it. The resulting number is your Morale Rating for your Army. As units in your army are destroyed, their Morale is subtracted from the Morale Rating of your Army in the same manner as HPs. At a Morale Rating of 0, the remaining units in your army separate from your army and flee the battlefield in an orderly fashion. At this point they are considered Uncontrolled units, and they leave the battlefield by the clearest and fastest route available. Uncontrolled units no longer follow orders from former Commanders, and may return to the home of their government for reassignment, turn to banditry, seek a mercenary contract, or attempt to form independent armies under a new commander, as following their nature and circumstances.

Damage is the overall amount of punishment a unit can inflict on another unit in melee combat. When a unit enters the square next to an unfriendly unit, both inflict damage on each other immediately, with no rolls. Certain Tactics can increase a unit's damage, such as Charging, Fortifying/Setting, and Rushing.

7.4.2 Battles

Commander

A Commander is the overall leader of an army, and he has a Commander Rating which affects his ability to lead troops in battle and surprise enemy commanders with his battle tactics. A Commander's Command Rating is added to his Army's Army Morale Rating, and if he is killed this rating is subtracted from his Army

Morale Rating as normal and control of an Army falls to the character in that army with the next highest Command Rating.

During the Battle Order, a Commander may move or give Tactics commands to a number of units equal to his Commander Rating + 1d4 in units each Turn.

Battle Turns

At the beginning of each battle, assume Armies move simultaneously with each Commander moving one unit at a time until at least one unit can attack an enemy unit, then determine Battle Order.

Battle Order starts with the Army who is capable of attacking first, then descends in order for each Army that can enter the battle after that (uncommitted Armies simultaneously move last in the Battle Order until they commit to at least one attack). For example, an Elven Army and a Human Army is going into battle with an Orc Army, Gnoll Army, and a Necromancer Army. Since the elves can attack first due to the range of their bow attack with their Elven Longbowmen, they are first in the Battle Order. The Necromancer Army is second due to its position near the Elven Army, then the Human Army enters the battle third with their Shortbowman, then the Gnolls enter fourth with their Gnoll Levies due to their position on the battlefield and finally the Orc Army enters last due to poor positioning on the battlefield. (One may note that an army that is positioned well on a battlefield or has ranged attacks gains a slight advantage by having a better Battle Order. This is intentional.)

Tactics

Certain tactics are not formal actions for a combat unit, and others are. Pincer maneuvers, battlefield deception or skillful maneuvering, taking advantage of higher ground or forests, etc., are normal consequences of well or badly played battles. Other tactics are commands that can be given to a unit that have special effects, and are noted below.

Charge

A Charging unit gains several things from a Charge: +1 Move, +1 damage bonus in melee combat during their Battle Order, and suffers 1 point of damage at the end of any movement(a unit must move during a Charge).

Rush

A Rush is when a unit enters another unit's square at the cost of 1 additional Movement. When units have done this maneuver, neither unit can move again until all enemy units in that square are Broken or Destroyed. Friendly units may enter or exit another friendly unit's square, but this action costs 1 movement each time.

Fortify/Set

A unit in a building, ruins, or other fortified position like entrenched ground can Fortify, gaining Damage Reduction equal to the DR rating of the building(usually 1-3) and doing an additional +1 point of damage on their turn. Units that cannot Fortify due to their position may instead Set, and gain the +1 damage bonus.

A unit cannot Fortify/Set and move on the same turn. Some units gain additional abilities when they Fortify/Set.

Base Terrain/DR
- Light forest, ruins, swamp, dense smoke: 1
- Sturdy wooden buildings, Light stone buildings, dense forests: 2
- Small Stone Keep, Heavy Stone building: 3
- Stone Castle: 4

Movement

Moving through different terrain has different costs, as shown below. If a unit cannot spend the required number of movement costs to enter a square, they instead pay what they can each turn until they have entered a square, but count as being in their old square until that time. The costs are below:
- Light forests: +1

- Heavy Forests/Jungle: +2
- Ruins/Very Rocky: +2
- Building: +3
- Castle: +4
- Down a Slope: -1(minimum of 1)
- Up a Slope: +1 to +3, depending on grade
- Swamp: +3
- Sand or Rocky Desert: +1

7.4.3 Player Characters in the Mass combat Mini-Game

Player characters have a special role in the mass combat mini-game, as they have access to abilities far beyond that of lesser troops. PCs wishing to lead a friendly unit must have a Commander Rating of at least 1 and a level equal to the CR of the Leader of that friendly unit. They may attach themselves to that unit, effectively assuming direct control of it in battle.

Attacking a Unit in Combat

PCs fight units not by killing all the members of that unit, but by killing the Leader of that unit. Killing or rendering that Leader ineffective (like teleporting him away, petrifying him, etc.) will cause that unit to break. PCs must be in that unit's square to attack the Leader, and they automatically take damage from the enemy unit equal to its damage times 10. Units attached to a PC and who have use the Rush Tactic to enter the square with the PC take this damage instead of the PC.

    PCs in a square next to an enemy unit take no damage. Ranged attacks that target a PC's square allow the PC a Reflex save for half equal to 10 + the ranged attack's damage. Spells or other effects that can target more than 50% of a PCs square, or specifically target the PC, effect him as normal.

Attacking a Unit with Spells or Effects

For every 10 normal HPs a PC can do to over 50% of a unit's square, assume that the unit takes 1 HP of damage. Spells that don't do damage (like fear effects or other effects) but can effect more that half the members of unit do the spell's level in damage to the unit with no save.

Building a Unit

Units have a Levy cost in GP to hire and train them, a Time cost to complete the training, and they assume the stats of their unit at the end of the training. Each unit is assumed to have twenty members of each race, and only races with at least an Int of 8 and a language can form combat units(unless they are the mounts).

Raw Unit Stats:
- **HPs:** Units gain permanent HPs for the following reasons:
  - ▷ Racial HD: HD times 2
  - ▷ Medium armor: +1
  - ▷ Heavy Armor: +2
  - ▷ Elite Training: +1-3
  - ▷ Mounted: half HD of mount
  - ▷ Conscripted: -1
- **Damage:**
  - ▷ Base 1
  - ▷ BAB: +BAB
  - ▷ Str: Half Str bonus
  - ▷ Poorly Armed: -1
  - ▷ Mounted*: +half damage of mount

  * When calculating Mount and rider damage, use the Mount as base damage if the Mount would have a higher base damage, then add half the Rider's damage.
- **Move:**
  - ▷ Base move: 1, +1 for every additional 30' of base movement
  - ▷ Mounted: Mounted units use the mount's movement to calculate this number.

- **Morale:** Morale is calculated like this:
  - ▷ Base: equal to HD
  - ▷ Intelligence: Add Wisdom modifer of Race
  - ▷ Mounts do not add to morale in any way.
  - ▷ Conscripts: -1

  * Mindless or undead creatures have a morale or "–", meaning that they do not contribute to Army Morale, and they do not stop fighting when an army is defeated

Levy/Time

The cost to form a unit is equal to its damage times its HPs times 10. Add 100 for every extra ability of the unit (races that naturally have an ability like Elven Longbowmen and the Longbow do not incur this extra ability Levy cost). They take a number of months to train equal to its Levy cost divided by 100 +/- the Int mod of the race. The base cost to maintain and pay a unit is equal to its Levy Cost divided by 10 each month.

Special Qualities

- **Lancer:** Lancers don't take damage from the Charge Tactic.
- **Ranged:** This is the tag for units with bows, spears, and other throwing weapons. A ranged unit's ranged attack does normal damage at its range increment, then -1 for each additional range increment. Only units using bows or thrown weapons calculate Str for the damage of this attack. Most units with ranged attacks can only use ranged attacks when Set (for example, Longbowmen have a Ranged 2/Set tag), and the Set Tactic extra damage is assumed to be calculated in this figure.
- **Damage Reduction:** Some units have damage reduction from their race; this converts to Mass Combat damage resistance on a 5 to 1 ratio.

7.5 A World At War

"Our people have fought with their people since the ancient days. It is stupid and wasteful. This cycle must end, which is why I must take up the sword as my ancestors did."

7.5.1 The Stone Ledger: The Dwarves Remember

Deep in the mountains, the Dwarf people have records that go back to when most of the other races were learning about fire. Second only to the Aboleth themselves, the racial memory of the Dwarves extends to days beyond reckoning. At least, beyond reckoning to anyone who isn't a Dwarf. Dwarves keep their records chiseled into stone and preserved for all time with mystical might. While the spellbooks of the Elves eventually crumble into dust, the Ledgers of the Dwarves will stand in mute testament to their triumphs and failures for as long as day follows night and night follows day.

The Ledgers of the Dwarves measure in exact terms the location of all the cool things that the Dwarven people have found, they give tips for dealing with problems that Dwarves have overcome in the past, and they record in excruciating detail every bad thing that anyone has ever done to the Dwarven race. Remember that when you consider the implications of the fact that every group has at one time or another been at war with any other race you care to name. So the fact that sometimes goblins commit atrocities against Dwarf settlements means that each and every Dwarf child grows up reared on vivid and gory stories of generations of conflicts with goblins – and goblins really don't. From the goblin perspective... nothing is happening at all. Goblins don't live nearly as long as Dwarves do, and that means that they don't have a war with Dwarves even every generation.

This discontinuity leads to Dwarves being much better at the eternal war they are fighting with the Orcs, the Giants, and the Goblins than their opponents. That's because no one else really has the perspective to see that it is an ongoing conflict. The other races see it as a series of separate conflicts that are all individually about something, and mostly their poor record keeping techniques leave them often unable to even recollect the previous conflict. So really, the Dwarves keep winning because they are the only ones playing.

You may be tempted to ask "If these wars kill thousands, and the only reason they're being kept alive is because of the Dwarf Ledger, doesn't that make the Dwarves the bad guys?" And honestly, that's a pretty good question. The Dwarves are Lawful Good and are the only race involved that understands the epic scale of the

over-conflict. But that doesn't mean that they bear sole responsibility. Indeed, while the average Goblin on the street doesn't even know that there's an ancient rivalry between his people and the Dwarves, the list of usual suspects for evil overlords is a laundry list of people who actually also know the whole deal. Liches, Fiend Lords, and of course Maglubiet and Hruggek all know that Dwarves spend large amounts of time training and preparing for battle with the goblin people, and they don't tell the goblins. The thought is that by not telling the goblins that the Dwarves are totally ready for them and have been for thousands of years, that goblins will fight more bravely – they literally don't know how very unlikely each individual goblin is to make it out alive from any conflict.

So life is pretty weird for a Dwarf. As a Dwarf you know that you are in an eternal struggle with the Goblin people. You also know that several times in your life, goblinoids are going to behave towards the Dwarven people as if nothing was wrong and have flourishing trade relations instead. But you also know that once every couple of goblin generations (which is to say several times in your life if you happen to be a Dwarf) some warlord is going to arise and send hordes of goblins to destroy your family. So if Dwarves come off as being intolerant jerks, that's why.

A special note has to be made about Dwarves and Arcane Magic. They like it. They are really good at it and have tremendous supplies of wizardly goods down in the depths. They can read spellbooks in the dark, and they are encouraged to do so. In some previous editions of D&D the Dwarven people were not allowed to use Arcane Magic because Gimli wasn't a spellcaster (the actual reasoning, I'm not even making that up), thereby ignoring the Dwarven magicians in many source legends (the Ring Saga for one), and even the Dwarven Magic from the Lord of the Rings. Fortunately, the bad old days are behind us, and Dwarves are back where they are supposed to be – slinging spells, scribing runes, and crafting magic items in their mountain halls.

Campaign Seed: Secrets Revealed

Key pieces of the Stone Ledger have been made public. Pamphlets explaining the situation in Goblin have been given mass distribution. The cycle of violence and peace that has dominated Dwarf/Goblin relations for millennia is coming crashing down. Reactions to the news vary of course. Some Goblins want to mount a final campaign to end the Dwarves once and for all, and others want to simply drop the whole thing and have a permanent peace. With a properly placed word or dagger, you could probably ensure that the proper outcome occurs. But what of the other groups thinking the same thing?

Campaign Seed: The Blank Spot

The great map of the Dwarves includes pretty much everything that dwarves have seen and lived to tell about. And yet, there are tunnels in the deep below that lead to... nothing. Despite thousands of years of diligent tunneling and mapping, there are still blank spots on that map. Obviously, foul play is involved, but how could something stay so deadly for so long? On the other hand, what if it's simply that the place is so valuable that no one comes back?

7.5.2 Gnolls: Too Lazy to Win

As a race, individual gnolls are powerhouses, each being worth two or three of the lesser races in combat... so why don't they rule the world? In short, they are lazy.

Gnolls just don't do the things that would make them successful. They don't organize themselves, they don't amass wealth or build structures, and the reason for this lack of productive behavior is that they are profoundly lazy as race, making them slighty stupid. Being lazy, they know that it takes less work to take such things from weaker races, and so this makes them mean. Gnoll heroes are manic by the standards of their race, since they seek out new experiences rather than stay at home to participate in tribal infighting.

Gnolls take favorable territory, and lesser races have a hard time displacing them, meaning that when someone sufficiently powerful does come along that can challenge the gnolls, it usually kills them outright in order to prevent the need for them to be displaced again. This means that gnolls tend to not have the same kind of shared cultural history as other races. Gnoll clans tend to be undisputed masters of their domain, spawning countless lesser tribes over the years who will attempt to take their own territory until at some point the each of those tribes is destroyed, meaning that each of the tribes has a limited amount of time to exercise its dominion before some greater power strikes them down, but since in that time the tribe spawns smaller tribes, the race as a whole survives.

Being racially lazy, powerful, and prolific means that occasionally one of those greater powers will decide to harness the gnolls, forcing training, discipline and purpose onto them. These Witch Kings or Warlords will

then use the gnolls as elite shock troops or peacekeepers that enforce the dominion of their master, but the gnolls obey only as long that they know the hand of their master can reach them. Once the Witch King or Warlord dies, the gnolls revert to form, building tribes and bullying lesser races until they are driven from civilization.

7.5.3 Vistas of the Giants: Big and Important Stuff

Giants are more than just a Jungian representation of the complex feelings and resentments we have for our parents while we're children. Honest. Giants live in a metaphorically separate world from the smaller races, a world where everything is big – except populations. While Giants eat big food, have big castles, and throw big rocks, a major incursion of Giants is seriously like 8 guys. And while that can really put a giant dent in your day – the fact is that there's no way for them to kill your people fast enough for that to matter. Giants are simply not going to have a serious effect on your total population no matter what they do – because there aren't enough of them to ever amount to more than crime.

Giants appear in flavors that correspond to anything you can possibly imagine being much larger and more hardcore than it is. There are giant orcs, there are giant dwarves, there are giant elves, there are giant rogues and there are giant druids. So really any social dynamic you can imagine amongst the small people is replicated in excruciating hugeness among the big people.

An important thing to remember about Giants, however, is that very few of them are as tall as a tree – let alone a mountain. The vast majority of Giants are Large, not Gargantuan or even Huge. They are Giants like "Andre the Giant". They're big, but Fire Giants aren't impossibly big. If you saw them walking around on Earth you'd go "Man, that guy is big." but that's about as far as it would go. Still, for all the fact that Giants are rather disappointingly within scale of normal humans (seriously, the picture of the Giant Slayer in the DMG2 with the chopped off head the size of himself – that's much larger than even a Titan head), they are amazingly hardcore when it comes to combat. That same Fire Giant can easily wade through a group of 20 orcish warriors, that's not even a major problem for him.

Campaign Seed: The Land Above

Those Cloud Castles can't just be built anywhere, they require relatively stabile cloud formation to be built upon. And I know what you're saying "Relatively what in the what now!?" Right. The D&D world has cloud formations that are persistent, structurally sound, and capable of supporting several thousand tonnes of weight without buckling. Sure, those sky continents move around much faster than the tectonic plates do, but the surfaces are solid enough to keep a castle afloat for a thousand years.

What's even better of course, is that these Cloud Islands are more than 40' thick. You can't scry on them or teleport to them. It's like having a dungeon that you can still grow beans in. The castles you build here are safe from prying eyes on the ground. And that means exactly what adventurers hope it means: undespoiled ruins. If you have a means to the over world, you have access to new vistas of adventuring populated by empires and monsters that the underworld has never heard of.

Campaign Seed: Vacillating Terrors

The Giants are huge. Well, a lot of them are merely Large, but their impact on the field of battle is huge. And there's only a couple of them. That means that with a good assassination, a well placed word, a hefty bribe, or some basic seduction, the giants on one side or another of a conflict can be made to drop out or even switch sides. The impact on the battlefield from these relatively minor acts can be huge, and are totally worth it for both sides.

Giants understand this, and can get pretty greedy. Nevertheless, intelligent kingdoms will often assign adventurers to pampering the whims of these Giants to make sure they stay on the correct side in important confrontations.

7.5.4 The Goblin Empire: Silent Loyalty, Silent Dissent

There are at least three kinds of Goblin. That's important, not only because it means that any group of Goblins has access to a great many opinions and skill sets, but also because it means that the Goblinoid physiology is extremely morphic. And because of this, and because no one really cares if goblins disappear, when a wizard or

demon decides to make a new form of super soldier – chances are good that they use Goblins as a base. Heck, you don't see any halflings with rhino horns on their face, and you don't see any dwarves transformed into undead monstrosities with bone-sucking tentacles popping out of their nipples. That's all the dubious pleasure of the Goblin people.

Goblinoids are, as a people, much quieter and more precise about their movements than other races. And this allows them to live in much higher population densities than other races without going mad. And well, they totally do that. Goblinoid settlements are, by the standards of other races, amazingly claustrophobic. Bugbear settlements traditionally make walls out of paper and place living quarters right next to one another to conserve heat. Those not blessed with the bugbear's natural silence find their every action heard many apartments away. Goblins usually dispense with the paper altogether and simply sleep ten to a room. Fortunately for them, goblins do not snore.

While goblinoid societies are classically short on free space, they are also not generally well organized. Goblins live together not because they like sharing, but because they steal from each other so constantly that it's just a waste of time to put walls between sleeping areas. If a goblin needs something, he'll take it and use it. Goblins aren't socialist utopians or anything, they simply don't respect property rights of others. Oddly enough, the end result is pretty similar to Goblins being really cooperative. Hobgoblin society takes it one step further and even has elaborate rules about who has to submit to who and when people have to take their shoes off and how people have to behave in public and everything. They actually are well organized, and their intricate webs of subjugation allow them to maintain high population densities without eating each other.

Goblinoids go to war for really one reason only: they want your stuff. Hobgoblins need constant influxes of new Slaves to keep everything rolling (even Slaves gain in seniority and prestige in time within Hobgoblin social structures so the bottom rungs of society can really only be replenished from captured enemies). Goblins want your shinies and aren't afraid to torch your village to get them. And finally, the Hruggek demands that the Bugbears slaughter your people from the shadows on a fairly regular basis. That's like wanting your stuff, only in this case what they are taking from your lands is the satisfaction of having seen your last breath from the back.

7.5.5   Elves: Servants of the High Wizards

The individual elf is a fine adventurer, blessed with many attributes that make them well suited to a life of killing monsters for their hard-earned possessions. They are extremely long-lived, quick of eye and reflexes, and blessed with the kind of training that comes from a childhood that spans decades. With all of these benefits, one wonders why they don't rule the world.

The answer is simple: they have a secret. That secret is that elves, as a race, are the pawns of powerful wizards. Just as powerful wizards have taken the heads of giant owls and put them on the bodies of bears, some wizards in the far past decided "hey, lets make a race that's hot, skinny, and long-lived enough to learn to really please me." The end result is a race whose favored class is Wizard, a class requiring study and materials. As engineered servants of powerful wizards, they mystically have the ability to learn their master's arts. The influence of the overlord wizards is the explanation for the variation in the subraces of elves: height, skin coloration, racial abilities, and physical and mental attributes are shaped by the overlords to suit their favored environment and tastes in beauty. Wild elves are physically powerful but dim, while snow elves are hardy but racially arrogant and haughty, and this all stems from the tastes of their wizard overlords in the past. Art and music is encouraged among the young because it makes them more attractive to their overlords.

This doesn't mean that your average elf is directly under the thumb of anyone; elves, like any race, have the ability to grow in power by testing themselves against dangers that can kill them. This means that the wizard overlords of the elven race are in fact elves now; like the githyanki, they threw off the shackles of their overlords eons ago... only to wear shackles designed by members of their own race. This is why in places like Faerun, any individual elf can't even go to the elven homeland without doing something drastic (like promise to never leave). Powerful magic protects these places because the elven high wizards that rule the race live in these locations, and they receive only benefit from letting individual members wander the world collecting new experiences and magic to hopefully bring back to them.

As a race, elves of all professions tend to think like long-lived wizards. They know that they can potentially live hundreds of years, so they tend to be very risk adverse. In a word, like any wizard who survives very long in the D&D universe, they are cowards. They don't allow ideas like "permanent homes" or "pride" to get in the way of survival. Your average elf lives in the woods because the woods have a lot of hiding places and a native of any particular woods can outrun any non-native trying to catch them, and if your home in a tree burns down you can easily build another home in another tree. Archery is encouraged among elves because it keeps your enemies at a distance, and it grants elves the ability to attack from hiding. Stealth and a distributed

cell structure to their society keep them alive long enough for their wizards to prepare a strategy to beat their enemies. They harass and use hit and run tactics to wear down enemies to buy time for their wizards to draw upon their hundreds of years of experience in order to deal with the enemy.

7.5.6 Warrens of the Gnomes: Guerilla Illusionists

Gnomes are one of the few innately magical races. Every gnome starts his day able to speak to burrowing animals, and every gnome of normal intelligence can cast a few simple illusions. Normally, this is not a recipe for a master race. And in truth, gnomes conquer nothing. Their great strength is that they don't fight fair.

Gnomes fight with a siege mentality, but with an extremely creative bent. They build their homes in hills to conceal them, then they cover these up with illusions. They use illusions of sound and light to misdirect enemies, and they use a network of trained burrowing animals to spy on the locations of their enemies. As small creatures, they excel at hiding and as a race they all have the ability to perform minor magical tricks that a creative person can use to any number of effects. They are hardy warriors with a flair for alchemy, so enemies of the gnomes can expect tough and brutal battles in conditions of smoke and flame with troops hindered by caltrops and tanglefoot bags, their horses driven out of control by thunderstones.

Gnomish heroes are well known for fighting giants, but in combat this edge tends to be minimal, as is their knowledge of fighting techniques against goblinoids; in truth, gnomes attack giants at range and from covered and inaccessible positions to avoid being hit with boulders or forced in melee and have learned to strike well at other goblin races to end combats where these races might overrun the gnomish positions. The real enemy of the gnome is the kobold, as these two races tend to cancel out each other's strengths: kobolds use traps that care nothing for illusions, and they hide as well as gnomes but have an enhanced ability to search an area and so find hiding foes and traps, and each race is equally at home in the other's Small-sized tunnels. Kobolds are also better ranged attackers and are naturally armored, making them slightly better combatants. Kobold/gnome wars are masterpieces of misdirection and stealth as each race sets traps and ambushes with gnomes leveraging their innate talent with illusions and kobolds using traps, ranged attacks and melee ambushes, and their own sorcerous talents.

7.5.7 Orcs: The Endless War

Orcs are the product of a generations-long war against the other races. Unfortunately, they haven't realized that they've lost this war. Why the war starts is simple: orcs are, as a race, stupid, ugly, and weak willed, but very strong. Being stupid, ugly and weak willed means that other races tend to always get the upper hand on them and tend to always get the better end of any deal, and other races also tend to not want Orcs around. Orc goods are always a little worse than goods produced by other races, and orcs are generally a little rowdier and less pleasant to be around.

At some point the orcs realize that they are much better in battle than other races, and they decide to fight for a little respect and fair treatment. Then the war is on. The only problem is that orcs win battles, but lose wars. Other races have natural advantages or just greater intelligence, so any war tends to go badly for the orcs in the long run. Powerful melee combat ability doesn't mean much when elves attack from the bushes with longbows and then run away and all the races have superior battle plans and ability to lead their troops.

Once the war has been decisively won, the orcs are driven out of their lands and pushed into some badland, hinterland, or some other undesirable terrain far away from trade routes and civilization and usually full of monsters. The other races then go back to their lives, but here's the trick: the orcs don't. As far as the orcs are concerned, the war is still on because the orcs are still stuck in the worst land in their area, scraping by in the wilderness with minimal natural resources and almost no access to the products of civilization like arable farmlands, centuries-old cities, and trade goods like the products of skilled craftsmen from other lands (which can include magic items).

All of orc culture comes back to this issue. Orcs are constantly warring on other races not out of innate need for violence or evil inclinations, but because they are fighting for their survival as a race in lands considered undesirable by every other major race. Orc raids are not only for food and booty, but for all the things that orc culture cannot produce like tools and weapons. Without these things they cannot survive in the wilderness, and they cannot produce them in the wilderness living as nomads who hunt and gather for survival.

Orc hordes are not an indication of warlike racial tendencies, but of population issues. Once the orcish population in the badlands grows too large to be supportable, they must conquer new lands or else face death by famine and disease. Hordes are formed of "excess" young males that are sent off to carve out new lands or die trying. . . both results ease the burden on the few resources in the badlands.

The fact that orcs are constantly in a war footing means that they easily offend other races with their tactics. Rather than fight elven guerilla fighters who sap their resources and manpower, they'll burn the forest down, and rather than fight dwarves in their millennia-old and heavily entrenched deepnesses filled with traps, the orcs will collapse the tunnels and dig the booty out of the rubble. The fact that most races fight defensively means that orcs only gain tactical advantage by being extremely offensively-minded. The fact that orcs do not have supplies coming from the badlands means that while they have no supply trains to cut, they must conduct blitzkrieg-style war or face starvation, and they cannot afford to hold troops in reserve. They often just don't have the resources needed to conduct honorable or civilized war, and their attacks seldom have finesse or timing on their side, meaning that they only win battles through overwhelming force. Night raids are their specialty, as they have darkvision and are sensitive to light.

7.5.8   Borderlands of the Sahuagin: Sore Winners

The first thing to understand about the Sahuagin is that they have already won. Completely. The surface of the world is about ¾ ocean and they own almost all of it. From the standpoint of the Sahuagin, the only places on the planet that have non-Sahuagin races in them are the stale crusts that they already had the presence of mind to cut off their sandwich. All of the non-Sahuagin races are all ghettoized. Even the other aquatic races have been marginalized to the point where they only get the brackish water (Locathah), the rocky shallows (merfolk), the underground darks (Kuo-Toans), or the muddy salt marshes (Lizardfolk). The real real estate – the ocean and coastline – are pretty much the private playground of the Sahuagin.

Individually, Sahuagin will kick your ass, and collectively they will kick the ass of any nation you happen to support. The combined populations of all other sapient races on any planet are less than the population of Sahuagin on that planet. The Sahuagin are also much smarter and better organized than you are so their cities are actually more productive than yours per person in addition to the fact that they have more cities than all the other races and their cities are more populous.

The Sahuagin mutate constantly, but are not inclined to Chaos. They just all have different appearances and capabilities. But every one of them is gifted with super intelligence and thick natural armor. The Sahuagin deep seers are some of the most gifted wizards on the planet and honestly have nothing better to do than just scry on crap and tell the armies where there's some cool stuff to go loot. From time to time the Sahuagin will come onto land to beat the living crap out of people and take control of important or valuable items. Then they take the spoils of war and drag it back under water, laughing the whole time.

Against this backdrop of crushing inferiority, how do the other races maintain? Most of them are fighting for stakes so small that they haven't even noticed that the vast majority of the planet is owned and operated by brutally efficient fish men. But one race that certainly has noticed the power discrepancy is the race of elves most likely to be forgotten: the Sea Elves. They actually live in many of the same areas and have a war going with them.

Life is hard for a Sea Elf, because every one of them is born into a post-apocalyptic world where mutants run amok and hunt them for sport. But it's actually even worse than that because in addition to simply being physically and intellectually inferior to the Sahuagin like everyone else is – they are actually stupid and useless even contrasted with the surface races. An average Sea Elf is as much the intellectual inferior to a Sahuagin as a Griffin is to a normal human. The Sahuagin consider the Sea Elves to be little more than animals, and they aren't wrong.

The Sea Elves keep surviving at all because they see farther than Sahuagin in low-light conditions (and are thus often able to swim away from potential encounters with Sahuagin during the morning and twilight hours that Sea Elves leave their hidden nests), and also because every so often a Sahuagin gets born who looks exactly like a Sea Elf. These Sahuagin mutants, called Malenti, are a little bit worse than a normal Sahuagin in that they lack the rending claws. But they're still stronger and smarter than any Sea Elf that ever swam the 7 seas. So when these Malenti realize that they get a crap deal from Sahuagin society, they often as not run off to join the Sea Elves, where they almost immediately rise to positions of leadership. They also gain crap loads of experience very quickly because the odds are so stacked against them. In short, the reason that the Sea Elves still exist is that they actually are a splinter faction of Sahuagin that uses real sea elves as beasts of burden instead of simply hunting them like the more normal Sahuagin groups do.

And yet, despite the fact that the Sahuagin have won at everything, they still continue to fight the other races and take their children and stuff. Partly this is to feed the insatiable demands of their Baatezu masters, and partly this is because on some deep level the Sahuagin are convinced that it actually couldn't possibly be that easy. In addition to looking for bling and candy to take from the weaker races, the Deep Seers are also combing the world for the one thing that the Great Mothers are pretty sure exists somewhere: the hidden army that the other races are putting together to take the world back from the clutches of the Sahuagin Empire. As

far as anyone knows, it doesn't exist, but for some reason the Great Mothers keep insisting that the searching continue. Maybe they know something we don't?

Campaign Seed: Free Your World

The Sahuagin have pushed things too far. After the leveling of the city of Kelport, the remaining peoples of the land have at last come to realize the danger that the Sahuagins' unchecked strength poses. The natural alliance of pretty much everyone against the Sahuagin has formed. But how far can you trust your allies? Will the goblins really show up when they said they would? And does everyone together have the strength to topple the coral spires of the Deep Seers?

Campaign Seed: The Price of Hubris

In ages past, the Sahuagin conquered the seas of the Kuo-Toa. They crushed their temples, and slaughtered their children. And no one liked the Kuo-Toa because of all the sacrificing people to the Great Evils they used to do, so no one did anything about it at the time. As massively successful empires are wont to do, the Sahuagin have allowed themselves to become decadent and haven't been crossing their Ts particularly, and now the Great Evils are straining to enter the world. That's... unfortunate... because these ancient and malevolent forces have the power and inclination to destroy everyone on the planet. And to make things worse, while some of the Sahuagin are aware of the problem and contracted our heroes to help solve it, lot's of other Sahuagin refuse to acknowledge that any problem could possibly warrant getting help from outsiders and will work against you at every turn.

7.6 After the War
"Everything ends, and everything dies."

Every war has a beginning, middle, and an end. And from a dramatic storytelling point of view, the periods before the war and after the war can honestly be just as awesome as the war itself. Periods before war are, frankly, just like periods of peace and don't warrant being included in this text at all. Periods after wars can be quite compelling as well.

It is a common myth that all wars have winners and losers. The truth is that there are many wars that don't have any winners. Nevertheless we will classify the afterwar campaigns by the signature winner or loser of the last conflict. Often a war will have many winners and losers, so really this can be thought of us a jumping off point for the people the story is most interested in.

7.6.1 Triumph of the Halflings: Reconstructing the Shire

How many of you actually read the Lord of the Rings rather than simply watching the movies? Perhaps the biggest and most awesome part of Halfling lore is the part where they have to pick up the pieces after their shire has been razed. So here you have a situation where the halflings have won, they have conquered and they can invoke their rights as conquerors to impose their culture on the defeated.

But that's a problem. Halfling culture is all about not doing that, it's a very nice society that produces a lot of grain and leads by example. Halfling society has Mayors who rule because they are well liked and have good ideas – not necessarily the strongest adventurers. The entire point of the "Outrider" culture is in fact to get powerful Halflings into a prestigious position where they don't control the day-to-day workings of society.

When the Halflings become conquerors, their whole way of life is disrupted. Suddenly the Outriders do run the show – or at least those parts of it as are on Goblin land. Remember, absolute power corrupts and all that. Halfling society has never really had to contend with a leader who wasn't easily replaceable. With the masters of war in control, how can the shire ever be rebuilt the way the people want it to be? And when it comes down to it, should the Shire be rebuilt the old way? The last time around, The War happened, and that wasn't good for anyone. Maybe a new direction is the best thing.

7.6.2 Defeat of the Halflings: They Came and Took Our Land

Halflings are, as a people, fairly non-confrontational. So it is perhaps unsurprising that Halflings who had been on the losing side of The War would want to leave. Really, most halflings aren't going to disperse into the wilds to conduct a guerilla war against their oppressors and stage a partisan movement to attempt to make the holding of Halfling territory implausibly expensive. . . they're just going to pack up and go. And a perfectly reasonable opening curtain for a D&D campaign is right there – in the trains of refugees flooding out of former Halfling territories.

Where will they go? How will other races, even other Halflings, respond to the promised influx of new mouths to feed? It's a nasty proposition, and it really tugs at the heart strings because Halflings look kind of like children anyway, and watching them fleeing with all their worldly possessions into an uncaring world while genocidal enemies pursue them is emotionally effective.

7.6.3 Triumph of the Dwarves: Breaking the Cycles

The Dwarves don't consider themselves to have "won" just because the goblin invasion has been broken or the last orc warrior has passed out from lack of supplies. No, they understand that the goblins will be back and the orcs remain in the Savage Lands. Team Monster will return, probably within the lifetimes of the Dwarves fighting the last battle, so they've bought themselves a respite, not a victory. But imagine for the moment that the Dwarves actually have won. Maglubiet himself has agreed to order the goblins to leave the Dwarves alone. What now?

The Dwarves have no answer for that question! Their entire way of life depends upon readying themselves for the next battle in an endless struggle. With the actual end of the struggle, their society collapses. Sons do not listen to fathers, and Dwarves of all ages take up beatnik poetry. Cats and dogs live together and currency and hard work lose their value. What would the Dwarven elders do to put things back on track? What new ways could the Dwarves embrace that would allow them to move forward?

7.6.4 Defeat of the Dwarves: The Tunnels Forgotten

It takes a lot for Dwarves to actually lose, just as it takes a lot for them to win. The preponderance of Dwarves really will fight to the death and they are quite good at doing that. But they do have a contingency. They have a backup plan that involves taking a bunch of women and a few men and spiriting them away to various parts of the underdark to rebuild the race in secret. Did you know that sometimes they get excited and activate this plan without actually having lost yet? Then they send a colony pod off into the underdark and are stuck in a position where they can't easily recall them. That's where the weird Dwarf colonies come from. Sometimes it works out, and eventually contact is restored with the "Deep Dwarves." Sometimes it really doesn't work out well for anyone and you get Duergar.

7.6.5 Triumph of the Goblins: What's Yours is Mine

Getting conquered by the Goblins really has very different effects depending upon which Goblins are in charge when they overrun your defenses. The Hobgoblins have the most intrusive plan – where your people are enslaved and forced to work for and even join the Hobgoblin clans. The Bugbears have perhaps the least disruptive plan, where they simply run into your village and kill and eat anyone they can catch and then go back to their own lands with everything they can carry. The regular old Goblins, on the other hand, mostly want to fill santa sacks with your stuff, and then come back tomorrow and do it again. It's like taxation, only it's set to "whatever they can carry" and you have to pay it "whenever they show up."

Living under the yoke of the Goblins can be anything from an excuse for lots of dangerous random encounters (Bugbears have overrun your nation), to a semi-comic game of fighting semi-organized crime (Goblins), to a role-play heavy pseudo-Japanese setting where the PCs are all ronin or ashigaru or something (Hobgoblins). It can even be more than one of those, in the not-unlikely case that more than one group of Goblinoids is involved. In this case, you're normally going to be forced into a society where Hobgoblins are Samurai, Bugbears

are Ninja, Goblins are Yakuza, and you're a serf. This is your chance to do a Kurosawa film from the perspective of those guys in the background harvesting rice with a knife under the disinterested glare of a distrustful Samurai.

7.6.6 Defeat of the Goblins: A Land of Banditry

Again, since the Goblins are really three very different groups, them losing The War represents here extremely different results. The Hobgoblins will probably simply install their conquerors in the highest positions of their Empire and then enthusiastically change their methodology as little as possible. It's like being MacArthur after the handover of Nippon. The Goblins will likewise attempt to ignore their new masters as much as possible, though they differ from the Hobgoblins in that they will place themselves into the command structure of their new conquerors – to the extent that they happen to be in the presence of said conquerors. The Bugbears, however, are too proud to bother to pay lip service to any so-called conquerors. Mostly, the defeated Bugbears will vanish into the wilderness and proceed to live like werewolves. In that respect, beating the Bugbears is a lot like being beaten by the Bugbears, except that there are less remaining Bugbears.

Regardless, conquered lands of the goblinoid peoples are filled with what the new conquerors could graciously refer to as crime. Pockets of resistance, or just plan stubborn refusal to change to the new program – goblins are generally quite happy with the new regime but only because they pay it as little heed as possible. And for a goblin, that's a very small amount.

7.6.7 Triumph of the Necromancers: Endless Night

Life sucks when the ravening horde of Wights and Shadows overruns your kingdom. In fact, life probably doesn't even exist. Those that survive will normally have done so by taking shelter in small hallowed areas that the undead will not enter. But here's the exciting part: once all life is gone in the region, the Wights can't replace themselves. Sure, if you start with one Wight and then every day every Wight makes another Wight you'll have an army one million strong in 3 weeks – but that's already happened. They won, and now the Undead are on the down slop of the Spawn cycle. It's really ugly, but you can retake the world. In fact, you're probably going to. Necropoly isn't really a government that lasts all that long in most D&D settings.

So here's how it works: you spend your time in the hallowed grounds biding your time. Then, you come out and kill a couple of undead beasties. Then, the various Necromantic Intelligences that have sprung up will direct undead soldiers to go get you, so you'll retreat back to the protected zone. Then you rinse and repeat. It's like a high fantasy post-apocalypse world. As long as you remember that you're small and furry and have to stay out of the way of the dinosaur zombies, you're capable of chipping away at the onyx gauntlet that grips your kingdom.

7.6.8 Defeat of the Necromancers: Resource Rush!

OK, what does a necromantic army do to the land it passes through? Well, for starters it kills everything. Everything. That means that it leaves only the inanimate stuff behind. The soil, the houses, the gold, that sort of thing. In short, if you come in there with some seeds and some dreams after the necromantic army has been destroyed (and remember, many necromantic armies fight to the last), there is a bunch of livable land with no occupants and no monsters.

That is comedy gold right there, and every group of humanoids in the area is going to send all their second sons off to go try to colonize. That means that you have extremely mixed race settlements in the newly opened region. Gnolls live right next to Gnomes for reasons other than alphabetical assignment. But other than getting to live in the newly opened Oklahoma Territory with a bunch of radically different sapient species who don't speak the same language or get along, remember that the monsters are coming back as well. This is empty land, so the monsters going in are doing so at a rate literally infinitely faster than the rate of monsters going out. Sure, it may be a trickle, but it's completely asymmetric. When a displacer beast comes in to the region, it won't have any of its normal food sources or enemies available – so it's just going to go straight for the villages.

So while the monster presence in the area is almost insanely low by D&D standards, all of the monsters are going to immediately attack humanoid settlements as soon as they show up. That really makes it easy to DM, let me tell you.

7.7 Logistics and Dragons

"A tiger fights with claws, a dragon fights with fire. An army fights with rice."

Does your character have chalk? Is it written on his character sheet?

The level of detail given over to what characters have in their pockets and saddle bags varies tremendously from game to game. And that's fine. There is nothing objectively wrong with characters keeping track of every single quart of oil that passes through your character's hands, just as there is nothing wrong with hand waving all non-magical equipment. In fact, when characters start interacting with the wish economy it is perfectly OK to handwave a character's minor magic items (we'll just assume that a 16th level Ranger has a wand of cure light wounds in his boot – it's seriously not worth keeping track of).

So with such a wide array of perfectly reasonable and enjoyable ways to play the game, why bring it up at all? Well, the fact is that ultimately you need to find out what level of detail your DM wants to deal in. To be honest, I find that I usually don't even use notes and simply keep salient campaign information in my head. So I don't require players to write down how many pitons they have. Other DMs write it all down and have an index card that states how many towels are in individual laundry hampers when the players burst in the door. Both work.

The point is that this can cause very real arguments between people if they aren't on the same page. Like most other aspects of role playing gaming, it should be hammered out exactly what you're doing before you start playing.

7.7.1 The Demographics of D&D

"If you can bludgeon an elephant to death with a teddy bear on a stick, fill in the bubble labeled 'yes'."

The breakdown of characters with class levels and their levels in society at large in the DMG is almost exactly wrong in every respect. Think about it: when you think of the powerful people in the world, how many of them are Wizards? Now, how many of them are Fighters? The truth is, that everyone who is 15th level is actually of roughly equal power and capable of influencing the world to a roughly similar extent. The reason that the high-end world is shaped so much more by Wizardly activity than it is by powerful swordsmen is because the vast majority of high level characters are spellcasters!

The reason for this is simple: NPCs go up levels when they are in situations appropriate to their class, not for overcoming challenges like Player Characters do. NPC dragons go up levels by just living a long time, NPC necromancers can go up levels by sitting around a musty tomb reading ancient tomes, and NPC Fighters go up levels by Participating in Major Wars. One of these things is not like the other, and the end result is that the high end of the NPC world is primarily populated by Dragons and Wizards – NPC Fighters can become high level, but not by doing incredibly safe things so most of the time they don't. So when the eight most powerful NPCs come together and form a council for world rulership or something, chances are very good that every single one of them is some kind of spellcaster. This isn't because a 20th level Fighter isn't a hardcore dude, it's because NPC Fighters rarely survive in the environment required to become 20th level, while NPC Wizards often do.

Furthermore, the population density overall has little relevance to the number or level of powerful characters in a region. Indeed, some of the harshest environments have only highly leveled characters in them. The deeper you go into Moil or the Banemires, the less likely you are to run into a humanoid, and the more likely any humanoid you do meet is to be a total badass. So I'm sorry, there isn't a simple rubric to determine the highest level character in a region or the level spread of said characters (indeed, Necromancers persist notably longer when they become more powerful and the level distribution is a reverse bell-curve with a local minimum at 6th level). It would be nice to say that there was, but that just isn't so.

7.7.2 Leaders of Men

"You can only breathe fire every couple of seconds, I have so many tiny men that you cannot win."

Not all campaigns will want to deal with a character's baggage train and camp followers. Certainly it can be quite a pain to try to keep track of a small army of soldiers in the middle of a continuous dungeon crawl. As such, any [Leadership] feat is completely optional. Some games simply won't use Leadership feats in any capacity, and that's fine.

Further, there are a lot of potential ways to get your army on (Influence is based on your Diplomacy, Artifice is based on your Craft skill, Command is based on your BAB, Necromancy and Summoning are both based on your highest castable spell level), and there's no specific reason that you wouldn't be able to have more than one. Except of course, that it can be extremely confusing to try to play with large sources of PC-led armies. So there is another common house rule that limits each character to no more than one Leadership feat.

In any case, if Leadership is allowed at all, there are some ground rules. First of all, no Cohort should ever be more or less than 2 levels lower than the PC. Ever. So if someone has a cohort that's something dumb like an Iron Golem, it's got to advance so that its CR advances in line with the character's level. Cohorts that can't be excused doing that aren't appropriate cohorts. Secondly, followers are traditionally of the crappy classes (Warrior, Expert, Aristocrat), and that's why followers are given appropriate CRs like $1/2$ rather than levels like "1".

Leadership Score	Followers by CR												
	$1/2$	1	$1\,1/2$	2	$2\,1/2$	3	4	5	6	7	8	9	10
1	1												
2	1												
3	1												
4	2												
5	2	1											
6	3	1											
7	4	2	1										
8	6	3	1										
9	8	4	2	1									
10	12	6	3	2	1								
11	16	8	4	3	2	1							
12	20	10	5	4	3	2	1						
13	30	15	9	8	7	6	3	1					
14	42	21	10	9	8	7	3	1					
15	56	28	14	13	12	11	5	2	1				
16	70	35	17	16	15	14	7	3	1				
17	80	40	20	19	18	17	8	4	2	1			
18	90	45	22	21	20	19	9	4	2	2			
19	100	50	25	24	23	22	11	6	3	2	1		
20	120	60	30	28	26	24	12	6	4	2	2		
21	150	75	35	30	28	26	13	7	5	3	2	1	
22	175	80	40	35	30	28	14	7	5	3	2	2	
23	200	100	50	40	35	30	15	8	5	4	3	2	1
24	250	125	60	50	40	35	17	8	6	4	3	2	2
25	275	130	65	60	50	40	20	10	6	4	4	3	2
26	300	150	75	65	60	50	25	12	6	5	4	3	3
27	350	175	80	75	65	60	30	15	7	5	4	3	3

So those tiny men could just as easily be CR $1/2$ trained dogs or CR $1/2$ Kobold Warriors. Whatever.

7.7.3 Administering your People
"Alright, let's hear it. . . for Me!"

So you've slain the dragon and the local hobgoblin clan has arranged an elegant wedding between you and the most beautiful daughter of the daimyo. . . and then what? Most of the people you just became the ruler of are commoners. That doesn't mean that they have the Commoner class – holy crap was that thing a bad idea all around. No, in fact, we're phasing that class out completely. No, it means that your people mostly come with a humanoid hit die that if they ever tried hard enough would be replaced by a character class of some kind.

But while these people can end up with a character class, they aren't going to. Your peeps are pretty much useless, and you've got to accept that. Some of them will have their humanoid hit dice transferred out to be Experts or Warriors – but those classes only go up to 5th level and aren't good. These guys pay taxes and need to get rescued. Really, that's why they are there.

7.7.4 Conquered People

"Spare the man in the kangaroo suit, he amuses me."

Sometimes you just don't get along with people at all. Sure, if you kill the local Remorhazz, the locals will probably make you the lord. This is basically short hand for the fact that most people realize that you could overpower society, but right now at least you're fighting for society and they want to make sure it stays that way. But sometimes they don't. Either they already have a lord or they just really don't like you.

But you can still make yourself master of these ingrates by actually overpowering their society. Smack their lords around, beat their guards in combat, and crush their fortifications and temples beneath your sandaled feat. And then... you have a bunch of people that resent you. Sure, you can buy some of them over with promises of power over their own people, and if you rule a land for a generation the children will grow up not even knowing the taste of any lash but yours. And you could even be a kind king and make your people prosper and such, and some people will respect you for that.

But policing and improving an economy filled with people that resent your presence is expensive. Whether you're trying to bribe them into loyalty or just sending guards to execute trouble makers this is simply much less efficient than getting occasional voluntary taxation. In fact, it's roughly half as lucrative as administering non-confrontational civilians.

Furthermore, regardless of how nice you're being or how hard you come down on potential troublemakers, there will be heroes who come to kick you out. Maybe they just refuse to take your filthy halfling lucre, maybe they object to your daily executions for failure to work hard enough. Whatever, the actual injustice of your regime has little to do with how often it is overthrown in the D&D world. The point is that in addition to getting less taxes, you have to deal with a stream of hostile adventurers. And that's why so many groups just don't bother – after beating the lizardfolk in the field, most adventurers just sack the temple and move on.

7.7.5 Why We Fight

"People on the left... we hate the people on the right."

There are lots of reasons to kill other people, and all of them can seem like a good idea. You can raise the sword for religious differences (anything from "they eat people" to "those people give Pelor's blessing with the wrong number of fingers"), conquering territory, stealing swag, killing peoples you don't like, etc.

The key here is that no matter what you're fighting for, it's a lot easier to get an army together if you can put a good spin on whatever it is that you're doing. Sure, some creatures will fight for small piles of gold – but most want either really large piles of gold or even better – assurances that they are doing the best possible thing by potentially throwing their lives away to kill other people. Heck, most creatures that would be willing to fight for gold alone would just as soon attack a creature offering to pay them gold to get the gold as fight on that creature's behalf to get the gold as payment.

What this means is that bribing creatures to switch sides is generally really hard. It's not just that creatures are generally adverse to switching sides, it's that for a creature to fight on any side they probably already rationalized killing other creatures for that team and it's going to take a lot to change their mind

Magic

8.1 The Maginomicon

"With great powers come laser eyebeams."

8.1.1 Easter Egg Class Features: Artifact Swords and Powergloves

Here's a secret: some characters really can't even play the game at high level. But they do anyway, all the time. Sometimes the players never even realize that their character has no intrinsic capability to play the game at the level he's competing at. And that's because of two things: DMs control the Monsters, and DMs control the Treasure. It is our hope that the Monks and Assassins in this document will be able to hold their own without needing to get Power Gloves that act as magic weapons for their natural weapons or anything else really cheesy like that. That being said, we still haven't covered everything:

- Rogues still need a magical object that allows them to use the Hide skill by about level 9.
- Fighters still need their artifact swords at level 10.
- Bards still need some completely arbitrary magic item that summons a monster or something so that they can contribute at all past level 12.
- Mounted characters need a magical beast or dragon to ride around on by level 7.

And so on. As this series continues, we will attempt to solve some of these outstanding issues.

8.1.2 Your Money is No Good Here

As described in the Economicon, you can't just throw a walrus' weight in gold on the table and get powerful artifacts in return. You can get powerful magical items in exchange for rare planar currency, but you can only do that in a few planar locations. From the standpoint of the DM this is very convenient, because it means that you can hand out all the opal statues you want without worrying that the players are going to pool it all and get some totally hardcore magic items that will undermine everything. At the same time, it means that you can hand out planar currency and know for a fact that it's going to be used for powerful magical items.

8.1.3 It's not Stupid, it's Advanced!

The 15,000 gp limit for purchasing equipment can be pretty limiting, but the game works much better once you realize that it's there. Still, while characters can't go out and buy a +4 sword with pieces of gold (all 647 pounds of it), they can purchase a +1 flaming or ghost touch sword with chunks of non-magic metal. You can also pump those up with greater magic weapon to be something level appropriate. This offends some people, but it really is part of the way the D&D magic item economy is supposed to work. People are supposed to be fighting with weapons that are level appropriate, and people are supposed to be purchasing new weapons for

different occasions, and there are not supposed to be stores with racks of powerful swords that would be level appropriate for 12th level characters stacked up in various setups on shelves.

- **Bonus Rule:** The game actually works better if every character of 6th level or higher simply has *greater magic weapon* 1/day as a spell-like ability. Caster level is equal to character level. Try it, it's amazing how many problems are solved by this relatively simple change.

8.1.4 Material Components: A Joke Gone Way Out of Hand

Material components are a joke. I'm not saying that they are metaphorically a joke in that they don't act as a consistent or adequate limiting factor to spellcasting, I mean that they are actually a joke. Material components are supposed to be "ha ha" funny. The fact that even after having this brought to your attention, you still aren't laughing, indicates that this is a failed attempt at humor. Most material components are based on technological gags, when you cast scrying you are literally supposed to grab yourself a "specially treated" mirror, some wire, and some lemons – which is to say that you make a TV set to watch your target on and then power it with an archaic battery. When you cast see invisibility you literally blow talc all over the place – which of course reveals invisible foes. Casting lightning bolt requires you to generate a static charge with an amber rod and some fur, tongues requires that you build a little Tower of Babel, and of course fireball requires that you whip up some actual gunpowder. Get it? You're making the effects MacGuyver style and then claiming that it's "magic" after the fact. Are you laughing yet?

Of course not, because that joke is incredibly lame and there's no way for it to hold your attention for several months of a continuous campaign.

8.1.5 Some Spells Don't Work

Many spells are underwhelming for their level or have mechanics that are hard to explain. But first and foremost of all the spells that are bad for the game is Polymorph. That spell is integral to any fantasy setting, but people haven't made it work in 3rd edition. Mostly, this is because people keep writing it long instead of short. Remember, if you can't explain an effect in 2 minutes, everyone else is already confused.

Polymorph Version 1: Character Replacement

If you take part of your character – any part of your character – and part of a monster from one of the many monster books in D&D, and you put them together into a single Voltron-like body, you have broken D&D. That should be obvious, but since we are over six years into the ridiculous circus that is polymorph in 3rd edition Dungeons and Dragons, apparently it isn't. If it is important to you that you be allowed to dumpster dive through the monster books and find an appropriate to transform into, it is important to D&D that absolutely no part of your character be mixed and matched during that period. If you want to truly become a monster, you have to actually become that monster. Not "the monster with all my spell effects running", not "the monster with my formidable mental attributes. No. You need to become the monster exactly as it appears in the monster book or there's no chance of you getting a balanced result. Some people are going to end up as mediocre monsters with carry-over abilities that happen to synergize well and become tremendously powerful while other people are just as unbalanced in the other direction when they find that drawbacks of their character are carried over and overwrite the abilities of a monster that are supposed to make them any good at all.

And this isn't just hyperbole or doomsday predictions, this is established fact. We've all played with some of the multitude of different versions of Polymorph errata and "fixes", and the abject horror caused by every single iteration. The idea doesn't work. If you're going to replace any part of the character, you have to replace it all. So here's a version of polymorph that won't make us cry. This ain't rocket science, it just takes a little bit of discipline:

> **Polymorph Self**
> **Transmutation**
> **Level:** Sor/Wiz 4
> **Components:** V, S
> **Casting Time:** 1 Standard Action
> **Range:** Self

Duration: 10 minutes/level (D)
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: No
"A Turtle am I? Let's see how Turtlike I... CAN... BE!" And with that, the mage was a giant turtle.

You vanish and a monster of your choice appears in your place. The creature shares your alignment, personality and goals, and will continue to act as you would within the limits of its intelligence and abilities. The creature must be at least 3 CR less than your character level, may not have the incorporeal or swarm subtype, and is unexceptional for its type. If the monster is killed, the spell is ended. When the spell ends, the monster vanishes and you appear where the monster was with an amount of lethal, nonlethal, and ability damage on you equal to the amount the monster had suffered when the spell ended (this means that if the spell ended because the monster was slain and the monster had an equal or greater number of hit points as you, you may well be dead when you appear).

Polymorph Other
Transmutation
Level: Sor/Wiz 4
Components: V, S
Casting Time: 1 Standard Action
Range: Medium
Target: One Creature
Duration: Permanent (D)
Saving Throw: Fortitude Negates
Spell Resistance: Yes
The witch snarled at the trespasser and pointed her wand vindictively at him. A short incantation later left nothing but a pig in his place.

Your target vanishes and a creature of your choice appears in its place. The creature shares the alignment, personality and goals of the target, and will continue to act as it would within the limits of its intelligence and abilities. The creature must be at least 5 CR less than your character level, may not have the incorporeal or swarm subtype, and is unexceptional for its type. If the creature is killed, the spell is ended. When the spell ends, the creature vanishes and the target appears where the creature was with an amount of lethal, nonlethal, and ability damage on it equal to the amount the creature had suffered when the spell ended (this means that if the spell ended because the creature was slain and the creature had an equal or greater number of hit points as the original target, it may well be dead when it appears).

Mass Polymorph
Transmutation
Level: Sor/Wiz 7
Components: V, S
Casting Time: 1 Standard Action
Range: Medium
Target: Any number of creatures within a 20' radius
Duration: Permanent (D)
Saving Throw: Fortitude Negates
Spell Resistance: Yes
The crowd looked uncomfortable. They had weapons and were brandishing them in a fashion quite menacing. But the magician was laughing, and that really put a damper on the mood of the entire event. They started to regain their composure and again advance upon him. He snorted and muttered an incantation, and something about swine...

Each target vanishes and creature of your choice appears in its place. The creatures share the alignment, personality and goals of the targets, and will continue to act as they would within the limits of their intelligence and abilities. The creatures must be at least 7 CR less than your character level, need not be the same for all targets, none may have the incorporeal or swarm subtype, and all are unexceptional for their type. If a creature is killed, the spell is ended for that target only. When the spell ends, the creatures vanish and the targets appear where the creatures were

with an amount of lethal, nonlethal, and ability damage on it equal to the amount the creature had suffered when the spell ended (this means that if the spell ended for a target because the creature was slain and the creature had an equal or greater number of hit points as the original target, it may well be dead when it appears).

Polymorph Version 2: Fixed Forms

The other version is one where transforming leaves you essentially yourself, only with a new hairdo and possibly some bonuses. In this case, you keep everything about yourself and simply get a disguise and some advantages consistent with a buff spell. All of the "Whatever-Form" spells don't stack with multiple castings or even with each other, because they are considered to be "one spell makes another spell irrelevant" for purposes of spell stacking.

Human Form
Transmutation
Level: Brd 1; Sor/Wiz 2
Components: V, S
Casting Time: 1 Standard Action
Range: Touch
Target: One Willing Creature
Duration: 10 minutes/level
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes
The man looked at the fallen prince and smiled. He whispered some eldritch words, and then there were two princes. One living, and one dead. The living prince smiled.

The target assumes the appearance of a specific individual of medium size or smaller, or of a generic member of a humanoid race. The target is effectively disguised, and gains a +10 bonus on Disguise checks made to impersonate the genuine article. The target suffers no penalties to Disguise for assuming the visage of a different race or sex.

Lycanthropy
Transmutation
Level: Sor/Wiz 3
Components: V, S
Casting Time: 1 Standard Action
Range: Touch
Target: One Willing Creature
Duration: 10 minutes/level
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes
The shaman howled in rage and transformed into a wolverine.

The target assumes the appearance of a specific or generic animal or magical beast of small, medium, or large size. The target is effectively disguised, and gains a +10 bonus on Disguise checks made to impersonate the genuine article. The target suffers no penalties to Disguise for assuming the visage of a different race or sex. The new form is unable to use normal equipment (all carried or worn items meld into the new form when the spell takes effect), and has whatever natural weapons the caster desires (to a maximum of 1 natural weapon per four levels). These natural weapons inflict an amount of damage appropriate for a magical beast of the new form's size. Any equipment the character had is subsumed into their new form.
- Small, Flying:90' flight speed (good), +4 Dex, -4 strength
- Small, Land:+2 Dex
- Small, Swimming:60' swim speed
- Medium, Flying:60' flight speed (good), +2 Dex
- Medium, Land:40' land speed, +2 Strength, +2 Natural Armor
- Medium, Swimming: 60' swim speed, +2 Strength, +2 Natural Armor
- Large, Flying: 90' flight speed (average), +2 Dex, +4 strength, +1 Natural Armor
- Large, Land: +6 Strength, +5 Natural Armor
- Large, Swimming: 60' swim speed, +6 Strength, +4 Natural Armor

Monstrous Form
Transmutation
Level: Sor/Wiz 4
Components: V, S
Casting Time: 1 Standard Action
Range: Touch
Target: One Willing Creature
Duration: 10 minutes/level (D)
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes
With a sweep of your cloak you become a creature of nightmare.

The target assumes a horrific and monstrous countenance of a monster of Medium, Large, or Huge Size. The basic structure can look like pretty much anything, and the descriptions are just guidelines. All of the character's equipment melds into his new form. The character no longer has the ability to use equipment, but has a number of natural weapons appropriate to the new form:

- Yeth Hound (Medium):50' speed, +4 Str, +4 Dex, Bite, Improved Trip
- Displacer Beast (Large): +8 Str, +2 Dex, +5 Natural Armor, 1 Primary Bite and 2 secondary Tentacle Whips, Concealment.
- Monstrous Spider (Large): 30' Climb Speed, +8 Str, +8 Natural Armor Bonus, 1 natural weapon Bite, Poison (1d6 Con/ 1d6 Con)
- Chuul (Large): 60' Swim Speed, +8 Str, +6 Natural Armor, 2 Primary Pinchers, character gains the [Aquatic] Subtype.
- Bulette (Large): 20' Burrow Speed, +8 Str, +10 Natural Armor
- Manticore (Large): 60' Fly Speed (Average) +8 Str, +6 Natural Armor, 2 natural weapon Claws, 2 natural weapon ranged spikes attacks (1d8 + Str, 19-20 crit, 20' range increment)
- Giant Serpent (Huge): +14 Str, +10 Natural Armor Bonus, 1 natural weapon bite, Poison (1d6 Dex damage/1d6 Dex damage), Improved Grab.

Fiend Form
Transmutation
Level: Sor/Wiz 5
Components: V, S
Casting Time: 1 Standard Action
Range: Touch
Target: One Willing Creature
Duration: 10 minutes/level (D)
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes
With a foul guttural utterance and a rude gesture, the wizard transforms into a fiend from the lower planes.

The target assumes the appearance of a specific individual of medium size or smaller, or of a generic member of a fiendish race. The target is effectively disguised, and gains a +10 bonus on Disguise checks made to impersonate the genuine article. The target suffers no penalties to Disguise for assuming the visage of a different race or sex. While in Fiendish form, the target gains two bonus [Fiend] feats of your choice that it would meet the requirements for if it was actually a member of a fiendish race, and gains access to a sphere of your choice. In order to use a spell-like ability from the sphere, the target must expend one spell-slot or prepared spell of an equal or greater spell-level, but there is no other limit to how many times the spell-like abilities can be used. Rules for [Fiend] feats and spheres may be found in the Tome of Fiends.

Dragon Form
Transmutation
Level: Sor/Wiz 6
Components: V, S
Casting Time: 1 Standard Action
Range: Touch

Target: One Willing Creature
Duration: 10 minutes/level (D)
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes
The final incantations are completed and you transform into a dragon.

The target character assumes the form of a huge dragon. The character gets a +14 Strength bonus and a -4 Dexterity penalty. The character gains a +18 Natural Armor Bonus. The character gains immunity to one energy type (which must be Acid, Cold, Electricity, Fire, or Poison), and a breath weapon that inflicts 1d6 per level of the same type of damage. Using the breath weapon is a supernatural ability that requires a standard action and may only be used at most once every 1d4+1 rounds. The character has a flight speed of 120' with poor maneuverability. A character in Dragon Form has three natural attacks: a primary Bite and two secondary claws. Worn equipment is subsumed into the new draconic form.

8.1.6 Some Effects Don't work

Stacking Spell Resistance

Spell Resistance does stack, but it does so in a really weird way that the authors have never actually taken the time to explain. SR is a DC for a level check, and that means that it is actually calculated as the number people are supposed to roll to penetrate your SR plus your CR. A SR of 15 on a CR 1 monster is awesome (it means that people of your level are supposed to roll a 14 to penetrate your SR), while a SR of 15 for a CR 13 monster is a joke (it means that enemies fail to penetrate your SR only on a natural 1). When you have Spell Resistance, and your CR goes up, your Spell Resistance also goes up. An Imp with a CR of 2 and a SR of 6 who takes enough levels of Wizard to gain a CR (2 levels as it happens) gains 1 SR as well and is SR 7.

But what happens if more than one source gives you SR? Well, it still stacks, it just does so in the aforementioned really weird way. First, you take your highest SR, then you start adding very small numbers to it based on what your other sources of SR would give you. If a secondary source of SR is less than 6 + your CR, having it increases your SR by +1. If a secondary source of SR is 6 + your CR or more, but less than 11 + our CR, your primary SR increases by +2. If a secondary source of SR is between 11 + CR and 15 + CR, it increases the primary SR by +3. And finally, a secondary source of SR that is 16 + CR or more adds +4 to the primary SR.

It would be nice if the basic rules ever explained that, but they don't. It doesn't come up all that often, but Drow Monks, for example, don't end up with SR in the high 30s at mid level. Their SR is actually just moderately impressive.

Hiding in 3.5 D&D is Dumb

OK, we all know that it makes us feel kind of bad when the Rogue sneaks up on people and stabs them in the face without them ever seeing who did it. But you know what? People totally do that crap all the time. It's not even an uncommon occurrence, and there's really no cause to get excited about. The 3.5 rules for hiding, where you need cover or concealment to hide, are retarded. That makes Rogues run around with tower shields so that they can hide themselves and their equipment behind the cover of the tower shield (including the tower shield itself, which makes my brain hurt). Yes, you can totally hide when there are no intervening objects between you and the victim. It's called "sneaking up behind people" and in a game with no facing it's handled with a hide check opposed by spot.

If you attempt to hide in a combat setting, you are under a number of restrictions:
- A character who has been attacked automatically can guess what square you are in. You may retain your invisibility, but that's just Full Concealment, and they could very plausibly hit you.
- There is a -20 penalty to Hide for attempting to fight while hidden. The distance penalties on Spot are pretty amazing, but most people can't hide at a -20 penalty.
- Once they see you, they see you. If an opponent successfully spots you even once (and they get to try every round while in combat), they just plain see you until you manage to get all the way out of their field of view (generally requiring you to leave the scene or make bluff checks or something).
- Spot Bonuses can get quite large. A spotter who knows what he's looking for gets a +4 bonus, and a spotter who is extremely familiar with the target gets a +10 bonus – these bonuses are weirdly listed

under the Disguise skill, but they still apply (so if someone says "There's a halfling Ninja over there!" every other Guard gets a +4 bonus).

But you can do it. Hiding in combat is hard, but it's a thing that powerful characters may be able to do against some opponents. Some of the D&D authors have an outdated idea that Rogues should be forced to "hide in shadows" or something. But this is D&D, and most enemies have Darkvision. There are no shadows. Attempting to force Rogues to hide only in areas that they could plausibly hide in if a suspicious person was looking right at them and knew what they were looking for is incredibly cruel. In any kind of stressful situation that isn't an accurate picture of what is going on.

Clerics and Druids get Broken with Supplements

Sometimes it seems that WotC authors can't even write a supplement without writing a new Cleric spell. Unfortunately, that drives Clerics straight into crazy town because they actually know every spell on their list. So if someone writes 5 new cleric spells for a minor adventure, that's five new options that every Cleric player has for no reason. That has to stop.

Characters like Clerics and Druids are, with few exceptions (*cough*divine power*cough*) pretty much OK with the spells in the Player's Handbook. It's only when we mix in all the crazy options in additional sources that they go over-the-top. It is our contention, then, that such characters continue to be allowed access to all spells in the PHB – and to only get one bonus known spell from other sourcebooks each level (choose wisely). In this manner, the Clerics and druids of the world will end up having a couple of specific gimmicks, and they won't all just be cookie-cutter copies of each other with an answer for every occasion. Thereafter, such characters could potentially find magical writings with new spells in their discipline that they could learn and use in the same manner as a Wizard. I have nothing against a Druid finding a copy of some ancient text that allows her to call upon the legendary bloodsnow, but it's pretty ridiculous the way in the current rules every Druid can get up one day and decide to have an explosion of bloodsnow.

8.2 The Necronomicon: Necromatic Spells

Necromancy as a school is possessed of some of the most powerful and game defining spells ever imagined in the worlds of Dungeons and Dragons. *Magic Jar*, *Wail of the Banshee*, and *Clone* can practically be a world threatening plan for a BBEG all by themselves. In fact, that's been done several times. But Necromancy as a school suffers greatly for this attention. Though the earth shaking power for dark lords is well represented, the low levels of necromancy have been largely ignored by generations of authors. It is our intention to produce a short list of spells that allow a low level Necromancer to be memorable and effective without constantly falling back on the old stand-by of having Spell Focus: Conjuration.

The [Healing] subschool: The spell *cure light wounds* has no business being in the school of Conjuration. It's not that you can't make an acceptable argument for the existence of "conjuration" that makes people feel better – that's actually pretty easy to rationalize. It's that *cure light wounds* doesn't work the way a spell that was in Conjuration would work. It doesn't create healthy flesh to fill up wounds – it channels Positive Energy into the creature and makes them feel better or worse depending upon how they react to that sort of thing. As described, the [Healing] subschool needs to be in the same school as *inflict light wounds*, because it does the same thing. Logically speaking, that could be Evocation (because Evocation handles any Energy Channeling), or it could be Necromancy (because Necromancy can do pretty much anything with Positive or Negative Energy). We suggest having the [Healing] subschool in Necromancy, but only because this isn't The Tome of Evocation. If you decide to make these spells Evocation spells for your home game, we won't stop you.

Congealing Consumption
Necromancy
Level: Sor/Wiz 2
Components: V, S
Casting Time: 1 Standard Action
Range: Medium
Area: 10 foot radius burst.
Duration: Instantaneous, and 1 round/level (see below)
Saving Throw: Willpower Negates

Spell Resistance: Yes.

As the necromancer finishes the final incantations, a dark cloud arises and envelopes the souls of those within.

Any creature within the area when the spell is cast must make a Willpower save or be nauseated for one round per level of the caster.

Curse of Crumbling Conviction
Necromancy
Level: Sor/Wiz 4
Components: V, S
Casting Time: 1 Standard Action
Range: Medium
Target: One Creature.
Duration: Instantaneous
Saving Throw: Willpower Negates
Spell Resistance: Yes.

The avenging angel glared down with menace at the necromancer. She raised her flaming sword even as he completed his spell. He met her smoldering gaze levelly. "Why?" he asked. It was a question she could not answer...

If the target fails their save they no longer feel strongly about people, ideals, or things. The target's alignment becomes neutral if it wasn't already, and the creature becomes indifferent to everyone, including the caster. This effect is an instantaneous shift, and in no way prevents a creature from responding to subsequent diplomacy or threats. This lack of purpose is an oppressive feeling for intelligent creatures, who will gladly adopt the alignment of whatever creature next persuades them to being helpful. Creatures with an alignment subtype will gradually find their purpose again – regaining the alignment of their subtype in a d4 days unless they already have a new one.

Dark Symmetry
Necromancy
Level: Sor/Wiz 2
Components: S
Casting Time: 1 Standard Action
Range: Medium
Target: One Creature.
Duration: Concentration
Saving Throw: Willpower Negates
Spell Resistance: Yes.

Her hands slow down from the frenzied pace and the necromancer's shadow extends into the target's. The warrior's sword arm slows and holds fast. A smile flashes across her face, and she takes a step forward. The warrior unsteadily takes a step backwards, a look of panic crossing his face.

If the victim fails their saving throw, they are helpless and unable to voluntarily move until the spell is terminated. Further, if the caster moves while concentrating upon the spell, the victim simultaneously moves an equal distance in the same direction. If the victim is moved into an occupied space, he falls prone. If the victim is moved off a cliff, he falls.

Form of Death
Necromancy
Level: Sor/Wiz 2
Components: S
Casting Time: 1 Standard Action
Range: Touch
Target: One Living Creature.
Duration: 24 hours
Saving Throw: Fortitude Negates (Harmless)
Spell Resistance: Yes (Harmless).

The final incantations completed, the necromancer's skin turned gray, his lips became cold and dry.

A creature affected by Form of Death becomes very much like an undead creature. The target gains [Undead] as a subtype and is affected by any spell or effect that targets Undead specifically. The target is also cured by negative energy and damaged by positive energy. The target is immune to negative energy levels, ability damage, and ability drain. The character will be treated as an undead by those around him, which is both a boon and a bane – while mindless undead won't attack the target unless specifically ordered to and the character gains a +4 profane bonus on all charisma related checks when used on undead creatures, the target also suffers a -4 penalty on Charisma related checks for dealing with living creatures.

Puppet Dance
Necromancy
Level: Sor/Wiz 3
Components: S
Casting Time: 1 Standard Action
Range: Close
Target: One Corporeal Creature.
Duration: Concentration
Saving Throw: Reflex Negates
Spell Resistance: Yes.
The necromancer holds her hands up with fingers apart, shadowy tendrils hang down from each finger, tapering into nonexistence before reaching her waist. As the spell reaches completion, larger tendrils appear above the target and hang down to anchor themselves in the victim's flesh.

If the victim fails their saving throw, they are helpless and unable to move voluntarily until the spell is terminated. This spell only affects creatures with a physical body. When the caster spends a standard action to concentrate on the spell, she may opt to have the victim move and perform a physical standard action. The caster cannot force the victim to use their spell knowledge (if any), and any attacks made by the victim use the caster's Base Attack Bonus rather than their own.

Sobering Skeletal Stillness
Necromancy
Level: Sor/Wiz 1
Components: V, S
Casting Time: 1 Standard Action
Range: Medium
Target: One Creature with Bones.
Duration: Concentration
Saving Throw: Fortitude Negates
Spell Resistance: Yes.
Chortling like a man possessed, the necromancer contorts his hands into unnatural positions, emitting dreadful crackling sounds of bones grinding against one another. A black aura surrounds his victim, and the sounds of crepitace now come from two. . .

If the victim fails their saving throw, they are helpless and unable to move until the spell is terminated. This spell only affects creatures who have a skeletal structure, although an exoskeleton does count. Creatures normally immune to paralysis, necromantic effects, or effects requiring a fortitude save that do not affect objects are still affected by this spell if they have a skeleton (so a zombie ogre is affected, but an iron golem is not).

Tasha's Tomb Tainting
Necromancy
Level: Sor/Wiz 1
Components: V, S, M
Casting Time: 10 minutes
Range: Touch
Area: 40-ft. radius emanating from the touched point
Duration: Instantaneous
Saving Throw: See text
Spell Resistance: No.

The graveyard has a serene feeling; the dead have lain here undisturbed for generations. Above the gate a sign in ancient Dwarven earnestly proclaims that the heroes interred within shall lie in peace forever. The necromancer puzzles through the faint and archaic runes and chuckles to himself. "Not hardly?" he mutters, and begins fishing through his spell component pouch for a black pearl...

Upon spell completion, the area is free of any consecration, desecration, Forsaken Graveyard, hallow, Tomb, or unhallow effects. If the caster chooses, the area can be considered desecrated for the next 24 hours (the effects are increased as if there had been a permanent altar to an evil god or pantheon in the area).

Material Component: One Black Pearl, worth at least 500 gp.

Tasha's Tomb Transport
Necromancy

Level: Sor/Wiz 3
Components: V, S
Casting Time: 1 minute
Range: See Text
Target: You and objects and willing creatures.
Duration: Instantaneous
Saving Throw: See text
Spell Resistance: No.

The caster finishes the droning incantations and places her hand on the ground, where dark red runes appear in a circle around it. Eerily dark tendrils rise from the shadows and consume everyone and everything within the area. Far away, a black portal opens on the ground and the travelers rise from it covered in a thin sheen of cold sweat.

This spell can only be cast in a Tomb, and it transports the targets to another Tomb of the caster's choice. The caster has no ability to determine where in the Tomb she will end up, but all targets appear together. The target Tomb need not be on the same plane of existence, but the caster must know where the target Tomb is to within one mile. The spell fails if either Tomb is cut off from the Negative Energy Plane (including effects like dimensional interdiction). Total transported creatures and objects cannot exceed 500 pounds per caster level in weight.

Tomb Tile Tessellation
Necromancy
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 10 minutes
Range: Touch
Area: One ten-foot cube
Duration: Instantaneous
Saving Throw: No.
Spell Resistance: No.

Who knew how long the dead had lain in repose, unmolested and forgotten? Judging by the state of the remains, it was long enough – so the necromancer brought out the charts and began planning out how to make sure it stayed that way.

This spell can only be cast in a place where the dead have lain for at least 50 years without being returned as undead. Each casting makes one ten foot cube eligible to become a Tomb. Once the entire area is eligible to become a Tomb, the entire area becomes a Tomb.

Material Component: One vial of Holy Water or one vial of Unholy Water.

8.3   Fiendish Taint

Fiendish power is a taint upon the realms, and so its power corrupts those who are strong in its power. As a fiend allows more of the energies of the Lower Planes to enter his body, transformations beyond his control

alter his true form, forcing him to become an image of evil. The forms of the fiendish subraces are well known; balors and lemures are easily recognizable in order to better signify their roles in fiendish society, but those who embrace the quintessential nature of fiendish existence can exhibit a wild and wide variety of forms. Some are merely permutations on a theme, such as succubus who has embraced the Sphere of Violation might merely be an emotionally distant ice princess, while a bone devil who has wallowed in his Brutish nature may exhibit the addition of anorexic wings to accompany an acquired ability to fly and colorful markings along his claws that denote their mutation into poisonous implements. Other fiends offer no such frame of reference, such the totally unique Demon Princes, symbols of fiendish power and might.

Some mortals gain fiendish power by bloodline or transformation, and these beings find that they pay the same price as a True Fiend. Having dabbled in fiendish power, most believed that they could embrace true evil without consequences; the truth is that fiendish power marks its bearers, displaying their nature and allegiance for all to see.

8.3.1 Game effects

Game mechanically, there is no reason for any demonic creature to look like anything. A gelugon could look like a planetar and aside from a little player confusion at the beginning, then any combat or non-combat situation would play out the same. This is a purely flavor model, and it reinforces the choice a player has made to become a Fiend. In this way, he's getting the feeling of becoming a more powerful fiend, and the class and feat options aren't just another power option. Once he's leaving a trail of ooze or he's hiding his scales in the local pub, he's certain to feel like a fiend.

The system for these changes is simple: for every feat with the Fiend subtype you acquire, you choose one physical trait over and beyond any transformations these feats might grant or inflict, and for every Sphere you acquire you choose one mental trait. Feel free to create any new traits with your DM's permission, but make sure that they are both obvious and disturbing. Feel free to disallow the choice of a trait if it overlaps another trait (like fur covering a change in color on a set of limbs).

Physical traits can be hidden with the Disguise skill or shape-changing magic or effects, and mental traits can be played off by using Bluff. Once someone has noticed a trait, they may make a Knowledge (planes) check to identify that a person is a Fiend. How they react at that point is up to them.

8.4 Fiendish Spheres

Fiends (and some of their minions and associates) cast magic primarily through spell-like abilities. While many signature fiends have arbitrary lists of spell-like abilities, the Tome of Fiends offers a method to advance Fiends into thematically appropriate spell-like abilities when they advance. When a fiend has access to a sphere, she is able to use all of the abilities within that sphere up to her character level. If she gains more levels, more powers of the sphere become available. In this way the spell-like abilities of fiends created with the rules in this tome should always be æsthetically and level appropriate.

Basic Sphere Access: When a creature has basic access to a sphere, she can use any of the spells listed in the sphere may be used once per day (each) as spell-like abilities, provided that their listed level is equal or lower to the creature's character level.

Advanced Sphere Access: When a creature has advanced access to a sphere, she can use any of the spells listed in the sphere may be used 3 times per day (each) as spell-like abilities, provided that their listed level is equal or lower to the creature's character level.

Expert Sphere Access: When a creature has expert access to a sphere, any spells listed in the sphere may be used at will as spell-like abilities, provided that their listed level is equal or lower to the creature's character level.

Creating new spheres: The following list of spheres isn't intended to be comprehensive, and we fully expect that some players and DMs will want many more spheres than we have scribed. All new spheres must be approved of by the DM, and should represent some actual (indifferent or evil) trait like "intoxication" or "badgers" rather than a game mechanical notion like "kicking ass and being totally sweet" or something praiseworthy like "generosity". A good place to start is actually Domains, as these are already a source by which a character gain a spell at every odd-numbered level.

Physical Traits
- Drips slime or excessive dust wherever he goes
- A pair of appendages are of different color from the rest of body.
- Scales, fur, or loose/cracking skin cover arms, legs, chest, back, or face (no game effect)
- Has a stylized wound that never heals
- Gains non-functional horns, spurs, or bone ridges
- Small hump on back
- Body is feverishly hot or cold
- Drools incessantly
- Breathe steams in any ambient temperature
- Extra joint in fingers and toes.
- Sharpened teeth (enlarged canines, shark teeth, or some other style)
- Alien eyes(change in color, shape, or composition)
- Extra non-functional eye or eyes on face.
- Altered body proportions(longer or shorts arms, legs torso, etc) or size(large head, fist, etc).
- Apparently dying of a disease(choose a disease, but it has no game effect)
- Limb is rotted and skeletal (no game effect).
- Limbs have extra tendons.
- Gain non-functional wings.
- Hands resembles spiders.
- Smells of ash or brimstone.
- Hole all the way through body in the center of torso.
- Stand unnaturally still when not paying attention.
- Cloven feet.
- Tentacles for fingers
- Appears as if worms or bugs are crawling under skin.
- Plants droop when held.
- Extra ribs extend to pelvis
- Skin wrinkles when struck, and must be smoothed down.
- When sleeping, runes and glyphs press up from under skin.
- Holy symbols and holy water cause very mild burns(no game effect)

Mental Traits
- Gaze lingers hungrily at acts associated with ones Spheres.
- Cruel smile or laugh.
- Distaste for the company of good-aligned people
- Fondness for disturbing imagery.
- Seems pained or ill in good-aligned temples.
- Must taste the blood on his weapons after every kill.
- Displays no emotion at atrocity or others pain.
- Obviously enjoys the taste of bloody meat.
- Eat bugs when you think no one is watching.
- Only laughs when seeing others in pain.
- Must keep an unholy symbol in your possession, if possible.
- Appears extremely avaricious in the presence of exposed wealth.
- Becomes visibly excited when pain is inflicted on others.
- Seems in awe of more powerful demons.
- Must lie about ones past, but only about unimportant details.
- Seems fearful and guilty in the presence of celestials.
- Bathes as little as possible.
- Must keep lair and possessions as clean as possible.
- Seems angry and resentful with given a command.
- Seems gloating and sarcastic when giving orders.
- Always asks to keep evil magic items or spellbooks with Corrupt or [evil] spells (can change mind as soon as one round later).
- Seems bored when morality is discussed.
- Seems happy during funerals and executions.
- Leers at any woman of child-bearing age or older.
- When confront by authority figures, always seems bitter.
- Seems angry when charity or help is offered.
- Seems to not understand respect for the dead.
- Is rude when asked for help or charity.
- Unable to show love.
- Unable to express appreciation.

Spheres and Spell Levels: Spell-like abilities used out of spheres are considered to be cast as a spell level equal to half the minimum needed character level to use the ability (rounded up). The save DC of a spell-like ability granted through Sphere access is Charisma-based. Thus, the save DC for a spell-like ability which becomes available at character level 5 is 13 + Charisma bonus.

Bone
Special: Any creature of 10 HD or less killed by one of your spell-like abilities rises as a zombie under your control, with no control limits.

    1: *Command Undead*
    3: *Descecrate*
    5: *Animate Dead*
    7: *Black Sand*
    9: *Summon Undead V*
    11: *Awaken Dread Warrior*
    13: *Revive Undead*
    15: *Awaken Undead*
    17: *General of Undeath*
    19: *Plague of Undead*

Bubbles
Special: Three times per day, you may use the Sculpt Spell metamagic on any spell-like ability you can use, but only if you do not use the cone option of this metamagic feat.

    1: *Flaming Sphere*
    3: *Water Breathing*
    5: *Magic Circle against Good*
    7: *Resilient Sphere*
    9: *Binding*
    11: *Telekinetic Sphere*
    13: *Forcecage*
    15: *Prismatic sphere*
    17: *Temporal Stasis*
    19: *Time Stop*

Carnage
Special: All of your damaging spell-like abilities do vile damage.
>**1:** *Seething Eyebane*
>**3:** *Blade of Fear and Pain*
>**5:** *Lahm's Finger Darts*
>**7:** *Blade Barrier*
>**9:** *Fleshshiver*
>**11:** *Disintigrate*
>**13:** *Flensing*
>**15:** *Horrid Wilting*
>**17:** *Mass Harm*
>**19:** *Implosion*

Cold
Special: You gain the [Cold] Subtype.
>**1:** *Cone of Cold*
>**3:** *Creeping Cold*
>**5:** *Ice Storm*
>**7:** *Wall of Ice*
>**9:** *Freezing Sphere*
>**11:** *Control Weather*
>**13:** *Heat Drain*
>**15:** *Freezing Fog*
>**17:** *Fimbul Winter*
>**19:** *Frostfell*

Death
Special: You are immune to any magical death effect You are also healed by negative energy like an undead creature (this does not interfere with any existing ability to be healed by positive energy).
>**1:** *Death Knell*
>**3:** *Ghoul Gauntlet*
>**5:** *Vampire Touch*
>**7:** *Enervation*
>**9:** *Raise Dead*
>**11:** *Symbol of Death*
>**13:** *Finger of Death*
>**15:** *Death Pact*
>**17:** *Wail of the Banshee*
>**19:** *Implosion*

Dominion
Special: Once per month, you may make one of these effects permanent.
>**1:** *Obscuring Mist*
>**3:** *Web*
>**5:** *Wall of Fire*
>**7:** *Solid Fog*
>**9:** *Black Tentacles*
>**11:** *Programmed Illusion*
>**13:** *Wall of Force*
>**15:** *Teleport Circle*
>**17:** *Gate (travel version only)*
>**19:** *Storm of Vengeance*

Fire
Special: You gain the [Fire] subtype.
>**1:** *Fireball*
>**3:** *Scorching Ray*
>**5:** *Firetrap*
>**7:** *Wall of Fire*
>**9:** *Fireshield*
>**11:** *Incendiary Cloud*
>**13:** *Blackfire*
>**15:** *Fire Seeds*
>**17:** *Meteor Swarm*
>**19:** *Flame Strike (this ability can be used as an Immediate action).*

Frostbite
Special: Any creature taking cold damage from your spell-like abilities is frostbitten (treat as fatigued, which is removed when the damage is healed). If you have Frostburn, you may use those frostbite rules if you want.
>**1:** *Shivering Touch*
>**3:** *Freezing Ray (as Scorching Ray, but Cold subtyped and doing Cold damage).*
>**5:** *Shivering Touch, Greater*
>**7:** *Cone of Cold*
>**9:** *Flesh to Ice*
>**11:** *Entomb*
>**13:** *Flesh to Ice, Chained*
>**15:** *Frostfell*
>**17:** *Iceburg*
>**19:** *Soul Bind (uses a piece of ice to hold the soul)*

Heresy
Special: Gain immunity to the Destroyed result of Turning and the Commanded result of Rebuking.
>**1:** *Align Weapon (evil only)*
>**3:** *Desecrate*
>**5:** *Magic Circle Against Good*
>**7:** *Unholy Sword*
>**9:** *Planar Ally, Lesser*
>**11:** *Dispel Good*
>**13:** *Unhallow*
>**15:** *Blasphemy*
>**17:** *Gate*
>**19:** *Miracle*

Pyre
Special: Fire damage from your spell-like abilities bypasses Fire Resistance, but not Immunity to Fire.
>**1:** *Burning Hands*
>**3:** *Flame Blade*
>**5:** *Fireball*
>**7:** *Charnal Fire*
>**9:** *Parboil*
>**11:** *Ashen Union*
>**13:** *Fireball, Quickened*
>**15:** *Incendary Cloud*
>**17:** *Gate (calling version only, fire subtype creatures only)*

19: *Storm of Vengence (all elemental damage is fire damage)*

Seduction
Special: You gain a +2 bonus to Bluff, Diplomacy, and Sense Motive.

1: *Entice Gift*
3: *Suggestion*
5: *Glibness*
7: *Charm Monster*
9: *Sympathy*
11: *Mass Suggestion*
13: *Mass Charm*
15: *Simulacrum*
17: *Programmed Amnesia*
19: *Mind Rape*

Sleep
Special: You can coup de grace a sleeping foe as an attack action.

1: *Deep Slumber*
3: *Waves of Fatigue*
5: *Waves of Exhaustion*
7: *Dream*
9: *Nightmare*
11: *Symbol of Sleep*
13: *Demand*
15: *Weird*
17: *Programmed Amnesia*
19: *Astral Projection*

Stone
Special: You gain the Tremorsense ability, allowing you to detect and target anything touching the ground within 60 feet of yourself.

1: *Earth Glide*
3: *Spike Stones*
5: *Stone Shape*
7: *Stone Tell*
9: *Wall of Stone*
11: *Move Earth*
13: *Transmute Rock to Mud (special bonus:*
15: *Transmute Mud to Rock)*
17: *Earthquake* Meteor Swarm
19: *Genesis*

Terror
Special: Gain Intimidate as a class skill, and may make an Intimidate check to Demoralize Opponent as a free action once a round.

1: *Cause Fear*
3: *Scare*
5: *Halt Undead*

7: *Fear*
9: *Phantasmal Killer*
11: *Symbol of Fear*
13: *Eyebite*
15: *Fear, Quickened*
17: *Weird*
19: *Wail of the Banshee*

Venom
Special: Gain immunity to poison.

1: *Desecrate*
3: *Poison*
5: *Bestow Curse*
7: *Mind Poison*
9: *Cloudkill*
11: *Major Creation (poison or venom only)*
13: *Circle of Death*
15: *Finger of Death*
17: *Shapechange (venomous creatures only)*
19: *Symbol of Death*

Violation
Special: Gain the telepathy special quality. If you already have this special quality, or later gain it from another source, then you gain *Detect Thoughts* as an at-will spell like ability.

1: *Hypnotism*
3: *Suggestion*
5: *Modify Memory*
7: *Dominate Person*
9: *Lesser Planar Binding*
11: *Geas*
13: *Greater Planar Binding*
15: *Dominate Monster*
17: *Gate (Calling verson only)*
19: *Mind Rape*

Voracity
Special: Any time one of your spell-like abilities grants negative levels or ability damage/drain to a target, you heal 5 HPs of damage per level or point.

1: *Death Knell*
3: *Shadow Spray*
5: *Vampiric Touch*
7: *Enervation*
9: *Magic Jar*
11: *Power Leech*
13: *Steal Life*
15: *Energy Drain*
17: *Reaving Dispel*
19: *Absorption*

8.5 Optional Rules for Fiends

There are a number of places in the rules that governing Fiends that just don't work at all, or don't work in a way that is good. This is an attempt to fix them.

8.5.1 No Wishing for More Wishes!

The 3.5 wish spell is very explicit in what it can do, and extremely vague about what it can't do. It has a big list of things it is capable of, and then tells the DM to ad hoc things if anyone wishes for anything that isn't on that list. Unfortunately, wishing for a Staff of 50 wishes is on the list of things you can wish for. The XP cost is considerable (512,180 XP), but if you get your wishes from a magic item (like a Staff of 50 Wishes) or a spell-like ability (like an Efreet), you don't have to pay that XP cost, so the fact that it is stupidly large doesn't even matter. Needless to say, the game completely breaks down as soon as that happens. So in that spirit, we suggest an alternate list of things wish can do, coupled with some things wish actually can't do:

- Free Wishes – the following wishes have no XP cost:
  - ▷ Wealth: A character can wish for mundane wealth whose total value is 25,000 gp or less.
  - ▷ Magic Item: A character can wish for a magic item that costs 15,000 gp or less.
  - ▷ Power: A character can wish to increase an inherent bonus to any attribute by 1 (to a maximum of +5)
  - ▷ Spell: A character can wish for the effects of any spell that lacks an XP cost that is lower level than the highest level spell in its spell list (a wizard spell of 8th level or less, or a paladin spell of 3rd level or less, for example).
  - ▷ Transport: A character can wish herself and 1 other willing creature per caster level to any location on any plane.
- Wishes that aren't Free – the following wishes cost XP or gp or both:
  - ▷ Add to the Powers of a Magic Item: A character can increase the powers of a magic item to anything she could enhance it to with her own item creation feats. This requires 1 XP for every 10 gp increase in magic item value.
  - ▷ Raise the Dead: A character can bring the dead back to "life", even if they were an undead, construct, or other creature that cannot normally be brought back to life. This may even be able to bring back a creature who has been devoured by a Barghest (50% chance of success). This costs 3,000 XP, which can be paid in any combination by the caster or the target. The spent XP for this wish can reduce a character's level, but coming back to life in this manner otherwise won't do so.
  - ▷ Undo Misfortune: A character can wish back the sands of time in order to force events of the last round to be replayed. Time can be reset to any point back to the character's previous initiative pass. This use costs 1000 XP. While the action spent to cast wish in this case is restored, the character still loses the spell slot and XP used to power it.
  - ▷ Turn Back Time: A poorly fated adventure can be averted entirely with a wish. The character expends the slot and pays 5,000 xp, and none of it ever happened.
- Wishes that are Rituals – some wishes have much greater costs, at the whim of the DM. Here is an example:
  - ▷ Become a new Creature: A character can wish themselves into being a new creature. This must be done when a character is eligible to gain a new level, and the character makes the wish and takes a level of the new racial class (or racial paragon class) and is now the new race.

Any use of wish causes the wisher to become fatigued (and yes, there are ways to get around that).

Creatures with spell-like abilities that grant wishes may only grant wishes that have no XP cost. So an Efreet can give you as many +2 swords as it wants, but an Efreet can't give in to your request to have a +3 sword. Also, you'll notice that we categorize the inherent bonuses as something that's free and therefore going to be rapidly available to all the player characters somewhere between 11th and 15th levels. That's because we seriously believe that it is more balanced for characters to all gain +5 inherent bonuses than it is for some characters to figure out how to manipulate XP gains and thought bottles to get inherent bonuses while the other players don't. Inherent bonuses need to be available or not available to everyone or they break the game.

Magic items with wish on them can be used to cast wishes with an XP cost of at most 5,000 XP, and are produced as items using spells with a cost of 5,000 XP. As a result, you can't wish for an item that has wish on it.

8.5.2 Damage Reduction and Special Materials

The 3.5 rules were rather... overzealous with splitting up material DR, and the result has been that high level characters actually just curl up and cry. Here are some guidelines to streamline things a bit:

- Any steel weapon counts as "cold iron" for the purposes of beating DR. Cold Iron being a special kind of iron mined deep underground is, well, insultingly stupid. Cold Iron is an actual word, it's the first mass-produced type of iron in history, and in song and story is effective against fairies and chaos demons because it symbolizes order and industrialism. Cold iron is cheap, that's the whole point. If it wasn't cheap, it wouldn't be available in industrial quantities, and then it wouldn't have any symbolic effect against savage fey and demons of disorder.

- Alchemical Silver has no damage penalty. The fact that Silver has a damage penalty is sort of justifiable, except that in D&D weapons made out of wood don't have a damage penalty. The game simply doesn't have a fine enough grain to keep track of the ways in which you'd rather have a sword made out of steel than a silver plated one. Also the thing where DR 1/Silver is in fact impossible to beat is incredibly dumb.

- Material DR beats Material DR. Alignment DR beats Alignment DR. Creatures with DR can hurt other creatures with DR as if they had natural weapons made out of whatever punches through their DR. And creatures with alignment subtypes penetrate DR with their manufactured weapons as if they had the alignment of their subtype. So when a Balor punches a Pit Fiend (needs Silver and Good), his fist counts as Good and Iron. When a Balor swings a Silver Sword at the Pit Fiend, his weapon counts as Silver and Evil – he has got all the needed adjectives, he just can't get them all at the same time. And that is really dumb. What should happen is the fact that the Balor needs an aligned weapon made out of a special material to be hurt should be sufficient to hurt the Pit Fiend with his natural weapons.

- There can only be five! An unfortunate and unintended result of the 3.5 DR rules is that as more materials and monsters get written, the chances of you having whatever material your target's DR is penetrated by drops to a number pretty close to zero. In order to keep that from happening, we propose that for the purposes of DR, there are only 5 materials, and absolutely everything counts as one of those five. So if your weapon isn't made out of: Adamantine, Iron, Silver, Stone, or Wood, it counts as being made of one of those materials. Here is a suggested weapon equivalency chart:
  - ▷ Adamantine:
    - Alchemical Gold
    - Black Steel
    - Orichalcum
    - N Metal
    - Thinaun
    - Urdrukar
  - ▷ Iron:
    - Blood Steel
    - Green Steel
    - Morghuth Iron
    - Trusteel
  - ▷ Silver:
    - Pandemonic Silver
    - Astral Driftmetal
    - Entropium
    - Nerra Mirrorblade
    - Ysgardian Heartwire
    - Mithril
  - ▷ Stone:
    - Tainted Obsidian
    - Blended Quartz
    - Elukian Clay
    - Kaorti Resin
  - ▷ Wood:
    - Bronzewood
    - Chitin
    - Darkwood
    - Iron wood
    - Boneblade
    - Dragon Bone

8.5.3 Putting the Prime Back in Prime Material Plane (Alternate Prime Material Plane Rules)

Many classic fiend stories involve demons or devils doing their best to get into the Prime. The real question is: why? The Lower Planes, while often inhospitable to natives of the Primes, is often perfectly suited to fiends

since these planes are each individually infinite in size and fiends are well suited to their environment (they speak the native tongue and are immune to the average environmental threats, and natives don't freak out when they see them). It can't be an issue of new lands to conquer, or even new innocents to torture, as the Lower Planes are filled with both, and in infinite abundance. So why do powerful nasties want into the Prime? The following rules are changes to the D&D cosmology, and they clear up the role of outsiders in the affairs in the realms so that more logical and fun adventuring can be had for players.

The Prime is Better Than Cancun

Prime Material Planes have one unique trait in all the universe: once in a Prime, you can't be summoned or called. For fiends, this means that they are no longer subject to the hierarchies of whatever place they hang their hat. For a fiend whose True Name is being passed around like a trading card, this is a huge thing: the Prime becomes a place where he can finally determine his own destiny, and no longer be a (potential) slave to the whims of mortals or his fiendish superiors. Fiends who are plotting coups in their own realm want to be able to get to Prime so that they are outside of the authority structure of their own race, and can lay low and build up their forces for a triumphant return to their particular Lower Plane. In this way, their superiors can't summon them and put them to the question in order to catch wind of their plans.

You Can Get Room Service

The second most important aspect of the Primes is that calling spells only work from the Prime. While regular summoning spells can call certain individuals, Conjuration magic of the [calling] subschool only works while in the Prime Material Plane. This means that beings that want to abuse calling magic to build armies can only do so while in a Prime. This particular rule clears up silliness like demons binding angels and forcing them to fight in Hell, or otherwise serve, which the current rules allow.

Better Service for VIPs

Natives of the Primes also hold a special place in the universe: they can't be summoned or called. This is actually a pretty big deal, since this means that natives of the Primes are the premier agents in the politics of the planes. Not only can be they summon or call natives of the planes while on the Prime, but they alone are free from the Conjuration spells that enslave and bind together the Lower Planes. In addition, the basic spells of *raise dead* and *resurrection* only function on creatures native to the Prime. Other creatures can be restored to life (with revive outsider, for example), but it's comforting to know that absolutely any Cleric can restore one's life if she wants to – and Prime Natives live with that comfort every day of their lives.

8.5.4 Practical Demonology: Additional Rules for Summoning

One of the most contentious parts of the D&D ruleset involves the summoning and binding of Extraplanar beings. We all agree that we want demon summoning, but we can't agree on what we want it to do. Should they be mindless slaves, or should they be tricksy tricksters who will eat your face if given the slightest chance? How exactly do *planar ally* and *planar binding* work? Can you just intimidate an outsider, or do you need to bargain with them with fair trade? Below are some additional rules to flesh out the experience:

The Deal

Making a deal with a fiend is usually a DM's call. He decides just how much interference he wants a summoning spell to do with his adventure, then he lets the party offer trade or threats until they get what they want up to the limits he has set. For DMs who don't want to stop-rule this each time, here is a list of tasks you can ask of a creature called by summoning spells:

Part 1: Differences between Summoning and Calling

First, we must reiterate the difference between summoning and calling.
- Summoning brings a creature to your location that follows both the intent and letter of your orders, has no free will, and will not act willingly act against your interests. When this creature dies, it and any effect it created vanishes (unless that effect was an instant effect). This creature has knowledge, but no personality or history. In effect, it only exists while the spell lasts.

• Calling spells bring an actual creature to your location, ripped from whatever place in the universe it existed. If you know a creature's name (not its True Name, which we will discuss later, but a use-name that it answers to), you can call that individual, along with any equipment or treasure it is carrying, but otherwise you get a random individual of that race. It has a personality and feelings, and when the spell ends it is returned to its original location. In effect, this creature has a life, and if treated badly enough, it may seek out its summoner for revenge.

Part 2: Choosing a Pawn

D&D rules are silent on the issue of the limits of calling magic. While spells with the [summoning] subtype have specific lists of creatures that they call, [calling] spells usually have no such limits (except for the planar ally spells that force the DM to choose a creature). A simple way to limit creatures called is to only allow a summoner to call creatures that he could reasonably know about, and this means a Knowledge check.

Force the player to make a Knowledge check each time he wants to summon a particular race of creature for the first time (in effect, the base creature in the Monster Manual or other source). If he fails that check, he may not attempt another check for that base creature until he gains at least one rank in the relevant skill. Once he can summon a base creature, he may summon a templated version of that creature with an additional Knowledge check (and if he fails that check, he may not attempt another check for that templated creature until he gains at least one rank in the relevant skill).

This check uses the same Knowledge skill that would be required to identify that creature. The following modifiers also apply to the DC of the check.

+15 A normal creature, but with the extraplanar subtype
+5 Per CR of racial templates applied to base creature
-5 Spent one day studying the dead body a creature of the same race and racial templates.
-10 Spent one week studying a living member of that race and racial templates
+10 Never seen an example of the creature.
-10 Detailed written description of appearance and powers (must be 100% complete)

*Creatures with class levels or versions of monsters advanced by HD count as unique creatures, and they cannot be called without their use-name.

A player is responsible for recording each monster that he can call, and the ones he has failed to call. Once he has made a check for a particular combination of race and templates, he does not need to do so again.

Here is an example:

Morgothazan the Dark casts *lesser planar binding*, and he would like to call a Small Fire Elemental. To identify such a creature, he would need a Knowledge (the planes) check of 10 + the HD of a Small Fire Elemental creature, which is 2, meaning he needs a 12 to identify and call a Small Fire Elemental. As a 9th level wizard with a +14 modifier in Knowledge(the Planes), he automatically succeeds.

The next day, he decides that he wants to call a Half Fiend Small Fire Elemental. He has never seen such a creature, but he knows that it must exist somewhere in the planes. His base DC is 12, plus another +10 for never having seen this oddity, and another +5 for the additional CR added to it, bringing his DC to 27. His modifier is +14, and he rolls a 12, meaning his gets a 26. Until he raises his Knowledge planes skill, he can't call a Small Fire Elemental modified by the Half-Fiend template.

Several weeks later, Morgothazan the Dark wants to conjure a Half-fiendish Earth elemental. He already knows how to conjure a Small Earth Elemental, and he has actually fought and defeated a dead Half-fiendish Small Earth elemental. His base DC is 12, plus another +5 for the template, bringing his DC to 17. He rolls a 5, and he can call this monster.

Emboldened by his success, he wants to be able to call a Half-Celestial Half-fiend Small Fire Elemental, but he remembers that he cannot (he can't conjure a Half-Fiendish Small Fire Elemental, so a Half-Celestial Half-fiend Small Fire Elemental is not possible). Instead, he tries the same templates on a Small Earth Elemental, as he has a detailed description of such a creature and he has had success with Half-fiend Small Earth Elementals. His base DC is 12, and his detailed description (-10) offsets the fact that he has never seen this creature(+10). Then an additional +10 is added for the CR increase from the two templates, making his final DC 22. He rolls a 10 and succeeds!

Part 3: Services!

When you cast a calling spell, you are bargaining for a single service. While normal bargaining could get you more complex arrangements, conjuring magic that calls real creatures can only force compliance to single

services. For example, while a greater planar binding spell can bring a Pit Fiend to the Prime, the spell can only force to creature to obey the agreement set for a single service. Any additional services would not be guaranteed by the magic of the spell, and the Pit Fiend would keep or break any agreements as normal for that creature.

Within the limits of the single service, a called creature can do whatever it wants. A genie ordered to guard a room is under no compulsion to use its create food and water ability for allowed occupants of that room, and it may choose whether to converse, sit or stand, eat, or do any other act that does not interfere with its task. Clever conjurers often set tasks with exceptions in them like "kill my enemies in Redstone Castle", knowing that if they didn't define "enemies" and instead said "kill everyone in the Redstone Castle," the called creature would be free to attack the conjurer if he entered Redstone Castle.

Called creatures will not agree to any services that are suicidal, self-destructive (like submitting to mind-control magic), or involve permanent self-sacrifice (like expending XP). They will also not agree to tasks that are impossible, or tasks that are so open-ended that could easily result in the creature's destruction.

Things you can ask a creature to do:
- Participate in a single battle
- Use a single use of one of its own abilities.
- Seek out an individual and either kill them or bring them to the summoner.
- Guard a spot for as long as the summoning spell lasts.
- Use a magic item
- Provide the results of one skill check
- Perform one task that does not involve any danger (like delivering a message by a safe route, survey a safe land, or dig a hole in an uncontested piece of land, etc)
- Offer their use-name*
- Surrender personal treasure*

* Requires a successful Intimidate check.

Things that creatures will do for free (not services):
- Wait in a safe place in order to perform a service.
- Discuss the services they are willing to perform, and payment for those services.
- Exclude individuals from services ("kill anyone who enters except me", "tell me about everyone you saw in the tunnel except the sorceress")

Some things demons won't do, even under pain of death or destruction:
- Surrender their true name
- Voluntarily fail a save vs. an effect that would enslave or kill the demon
- Agree to unlimited service for a time period (for example, "Do my bidding for a week.")
- Guard an individual for a time period.
- Agree to not act in a situation (for example, they will not agree to not act while someone builds a prison around them).
- Wait in an obviously dangerous place ("just wait in front of that army of archons, and shoot the first one").
- Perform an act that would violate its alignment or code of conduct.

Part 4: Closing the Deal

Once you have agreed on services to be performed, it is necessary to convince a creature so serve. Many spells simply bring a creature and enforce any agreement, they do not actually create an agreement.

To make an agreement, there are some things that must happen first:

1. The Conjurer must be able to communicate with the creature. This means that the creature must be capable of communication (Int 3 or better) and they must have a form of communication (shared language, telepathy, *tongues*, etc).
2. The Conjurer must successfully convince the creature.
3. The Conjurer must pay for services (if necessary).

The initial attitude of a creature is Indifferent, unless the conjurer has an opposed alignment (good and evil, law vs. chaos) in which case they are Hostile.

To make an agreement, a successful Diplomacy check is required, and the attitude of the creature must be raised to at least Friendly. Once raised to Friendly, the creature performs its task as agreed and leaves when the task is completed, or when the spell's duration ends. A bribe of treasure equal to the amount of treasure an encounter equal to the creature's CR would earn is necessary to pay for these services. A Helpful check halfs this amount of treasure. A failed check means that the creature is not convinced, and a new check can be made the next day. A treasure of four time normal value automatically secures the creatures trust (Friendly result with no check). Note: *planar ally* spells call a Friendly creature, and only the treasure need be paid.

Intimidate can be used as well, and this use of the skill can negate the need to pay for services, but earns the enmity of the creature. When the task is ended, but while the spell's duration lasts, the creature may return home, ending the spell, but also has the option of seeking out the conjurer and attempting to harm him or foil his plans. When the duration of the spell ends, the creature is not returned home. This creature may choose at some later date to seek revenge on the conjurer.

Bluff can also be used in place of Diplomacy in order to make the creature believe that items being offered are real treasure (when they might be worth less, or actually worthless). A successful result means that the creature accepts the offering and performs as if Diplomacy had made the creature Friendly. If the creature discovers during the course of the service that the treasure is not real, the binding magic fails and the creature is no longer forced to perform the service, and its attitude becomes Hostile. While the spell lasts, the creature may return home once as a free action, ending the spell.

Part 5: The Business of Serving:

One bound and a deal is made, the creature obeys according to pact made. Should the spell be ended, the creature is under no compulsion to obey the agreement (though some will out of fear or duty). Also, should the creature be put into a situation where the service cannot be competed (the person to be captured is killed by someone else, or the creature is forced to return to its home plane, for example), the service ends, and the creatures stays or returns as normal.

If the summoner betrays the creature by attacking it, stealing its treasure, or doing some other harm, the spell ends and the creature may return home or stay to seek its revenge.

Part 6: Appendix: True Names and Use-names

True Names are names of special power, and most creatures don't even know their True Name, or even how to get it. Special skills and some spells and effects can unravel a True Name, but the most common way to learn a True Name is for a powerful spellcaster to trade that knowledge to another creature for some treasure, favor, or True Name of equal power. Merely knowing a True Name is enough to grant power, since speaking the extraordinarily difficult word is a magical process that is unnecessary for most summonings (True Naming magic is a separate art from divine and arcane spellcasting, and is frankly not powerful enough for most would-be summoners). The feat Broker of the Infernal is one way of using True Names without learning the True Name skill or brand of magic.)

Use-Names, on the other hand, are far simpler. If you have seen a creature's true form and you know a name that it answers to, you can use calling magic to summon it.

8.5.5 Weapon Proficiencies? You've got to be kidding me!

The thing where being an Outsider automatically gives you proficiencies in all martial weapons is extremely dumb. There are substantial limits to the "types as classes" rules, and when we come to weapon proficiencies, we know that's it. An Erinyes should be proficient with a longbow or a whip, but a Howler should not. Honestly, the outsider type is so extremely varied that any rules you applied to the entire Outsider type would certainly cause more problems than they could fix. You are better off using no rules at all than the listed rules in the Monster Manual for weapon and armor proficiencies.

When you *ad hoc* things and attempt to play by common sense rather than the wording in a book, you leave yourself open for horrible arguments because I am pretty sure my gut tells me different things than your gut tells you. But that's still better than getting into the arguments about how high level alienists and yeth hounds can use glaives. Without rewriting the entirety of every single monster book, this is a problem that actually has no resolution – but it's also a problem that can usually be ignored. Don't give players any special

weapon proficiencies for changing their type and generally assume that monsters are proficient with whatever weapons that they happen to be holding. It's not fair, it's not consistent, but at least it's not stupid.

Adventuring

9.1   The Socialomicon
"Can I kill the baby kobolds?"

When people are asked to name a historical point that D&D most closely represents, they'll usually say something like "The Middle Ages", or perhaps a date between 1000 AD and 1500 in Europe. Truth be told, to find a historical period which has a social setup anything like D&D, you're going to have to go back. Way back. D&D represents a period in history that is most closely identifiable with the Iron Age: the landscape is dotted with tribes and aspiring empires, the wilderness is largely unexplored, and powerful individuals and small groups can take over an area without having a big geopolitical hubbub about it.

The source material for the social setting of D&D is not Hans Christian Andersen, it's Homer's The Iliad and Caesar's The Gallic Wars. In the backdrop of early historical empire building, crimes that modern humans shake their heads at the barbarity of are common place – even among the heroes. D&D at its core is about breaking into other peoples' homes, possibly killing the residents, and taking their stuff home with you in a sack. And in the context of the period, that is acceptable behavior for a hero.

9.1.1   Living With Yourself After a Raid

The goblins have gone and conducted a raid on your village in full force. They rode in, took a bunch of the sheep, killed some of the people, set fire to some of the cottages, and rode away again with Santa Sacks filled with this year's crop. And they laughed because they thought it was funny. And now that your elder brother has been slain you want to dedicate yourself to the eradication of the Goblin Menace and begin the training necessary to become a Ranger so that you can empty the goblin village from the other side of the valley once and for all.

Par for the course D&D, right? Wrong! Killing all the goblins isn't just an Evil act, it's unthinkable to most D&D inhabitants. This is the Classical Era, and actually sowing the fields of Carthage with salt is an atrocity of such magnitude that people will speak of it for thousands of years. In the D&D world, goblins raid human settlements with raiding parties, humans raid goblin settlements with "adventuring parties", and like the cattle raiding culture of Scotland, it's simply accepted by all participants as a fact of life.

When your city is raided by other groups of humanoids, it's a bad thing for your city. Orcs may kidnap some of your relatives and use them as slaves (or food), and many of your fellow villagers may lose their lives defending lives and property important to them. But that's part of life in the age, and people just sort of expect that sort of thing.

9.1.2   Razing Hell: When Genocide is the Answer

Sometimes in history there would come a great villain who just didn't get with the program. The Classical example is the Assyrians. Those bastards went around from city to city stacking heads in piles and levying 100% taxation and such to conquered foes. They became... unpopular, and eventually were destroyed as a

people. That's the law of the jungle as far back as there are any records: if a group pushes things too far the rules of mercy and raiding simply stop applying. Goblins, orcs, sahuagin... these guys generally aren't going to cross that line. But if they do, it's OK for the gloves to come off. In fact, if some group of orcs decides to kill everyone in your village while you're out hunting so that you come home to find that you are the last survivor, other humanoids (even other Evil humanoids like gnolls) will sign up to exterminate the tribe that has crossed the line.

Cultural relativism goes pretty far in D&D. Acceptable cultural practices include some pretty over-the-top practices such as slavery, cannibalism, and human sacrifice. But genocide is still right out. That being said, some creatures simply haven't gotten with the program, and they are kill-on-sight anywhere in the civilized world or in the tribes of savage humanoids. Mindflayers, Kuo-Toans, and [Monster] simply do not play the same game that everyone else is playing, mostly because their culture simply does not understand other races as having value. And that means that even other Evil races want to exterminate those peoples as a public service. Like the Assyrians, they've simply pushed their luck too far, and the local hobgoblin king will let you marry his daughter if you help wipe them out of an area.

Solitary intelligent monsters often get into the same boat as the Kuo-Toans. Since the Roper really has no society (and possibly the most obscure language in Core D&D), it's very difficult for it to understand the possible ramifications of offending pan-humanoid society. So now they've done it, and they really haven't noticed the fallout they are receiving from that decision. Ropers pretty much attack anything they see, and now everyone that sees a roper attacks them. In the D&D worlds, ropers are on the brink of extinction and it probably never even occurs to them that their heavy tendrilled dealings with the other races have pushed them to this state.

9.1.3 The Hands of the Divine

In D&D the gods are, compared to the wet radish that is your character, unlimited in power. There is no amount of whupass that you could put together that would allow you to triumph over Vecna – he can cast any (or every) spell as a free action. He can cast "Kill Drogor the Dwarf Barbarian with no Save", a spell which heretofore had not even been researched by anyone – as a free action. And he knows many days in advance when he is going to be in danger and who he's going to be in danger from, so that's really not a battle you're going to win. Nevertheless, when adventurers come across a temple to Vecna, they kick everything over, they smash the idol and they steal its ruby eye. And they get away with it.

And that's because when you kick over temple to Vecna, you aren't going against Vecna in any direct sense. Vecna lives on a distant outer plane and has full control over anything that happens in his personal dominion. Anywhere else, and he's essentially playing a game of Populous. If there isn't a knight or prophet of Vecna around, Vecna really can't do much until the "end-game" scenario in which he starts throwing volcanoes around. And as soon as that starts happening, the best bet is really to try to hop on the first portal out of whatever universe you happen to be in because it's going Armageddon pretty soon. Vecna might encourage some monsters to go look you up, or lower some land in your way, but you're an adventurer – so that's pretty much what you expected out of life anyway.

9.1.4 Temporal Authority in D&D
"Kill the dragon, marry the princess, rule the kingdom."

D&D is set in an essentially Iron Age setting. If your group (or even you personally) are known to be hardcore enough, you actually do rule the lands extending as far as you can reach. This doesn't mean that you don't need a bureaucracy, because there's still relatively little that you can do on your own. That administrative staff is necessary, it's there to tell people what you want them to do, and to tell you when they aren't doing it.

In fairy tales, as well as D&D, the guy (or girl) who saves the kingdom by slaying the big monster marries the child of the local king. This is usually because the current king is himself a powerful dude with a PC class himself. His children may be aristocrats, and by marrying them off to a powerful adventurer who may well be able to take his kingdom by force, he's preserved his own position and kept his family from being set on fire. Nominally in this situation the crown is still in the previous king's family and moving to the next generation normally. You may even get a title like "Prince Consort" or something – but everyone knows that you are running the show because you can slay dragons. No one is going to say it, but the princess' only real job in this scenario is to... keep you happy. And she's not even the only one that has that job. Surprisingly, the previous king is actually fine with that, because if his daughter has Aristocrat levels, that really is the best he can expect for her.

The Basis for Hereditary Rule in D&D
"Why would I listen to an Aristocrat? I'm a frickin' Wizard. I can set his whole house on fire with my mind!"

If being a badass makes you rule the kingdom, and it does, where do aristocrats come from? How could you possibly have anyone in command of anything whose job is to be pretty and otherwise useless? This question comes up in virtually every campaign when the players get to be about 9th level and notice that they can go a whuppin' and a whompin' on the local lords with impunity. The key is not that aristocrats have some sort of shiny pants powers that force people to take their rights of inheritance seriously despite inherent power discrepancy. The secret is the Apprentice and Mentor feats from the DMG2.

Here's the deal: when you have the Mentor Feat, you can teach children how to have whatever class you have, and they gain levels without actually doing anything dangerous themselves. This means that when you're a powerful adventurer and you want to pass on your legacy to your children, you can. They get to majority and they're already a 5th level character (and they can use all the sweet adventuring gear you've accumulated as a powerful adventurer). The son of the man who conquered the Bane Mires is also very hardcore, so having him announce that he should rule when his father passes on is pretty reasonable. Like real human history, this won't always work. Historically, the hand-off of kingship has resulted in open warfare almost half the time. In D&D, prospective kings actually do have some inherent greatness so monarchies are way more stable in D&D than they were in the real world – but there will still be occasional guys who refuse to accept the new kid and try to take things over with their own spells or swords.

The Place of Aristocrats

Especially if the local hard-core lord is particularly fecund or has a short attention span, there is ample possibility that there will be more children and nieces and nephews and such in the next generation than the lords with real character classes can train to be hard core. Some lords don't even have the mentorship feat and can't pass on their awesomeness to any part of the next generation. When this happens, there will be one or more children brought up in a courtly manner who have no useful adventuring skills at all – these unlucky creatures have levels in Aristocrat. They keep their wealth because they are related to people who can kill an elephant with a tea spoon. Their competent family members keep them around because they can be trusted to administer things fairly well on their behalf.

An Aristocrat's primary job in life is to get married to another aristocrat or better yet a hard core adventurer. In this manner they will get more family members who can slay dragons. That's important, because as soon as none of the living members of a house are powerful wizards or warriors – the house gets its assets liquidated by an adventuring group of orcs or elves (depending upon what kind of house it was) and all the aristocrats in it who weren't killed outright have to run off into the night with whatever wealth they can hide inside their body. It's not pretty, so aristocrats spend a considerable amount of time trying to make themselves as pretty as possible – anything they can do to make a high level Barbarian want to have children with them is something they'll do without a second thought.

9.2   The Thermodynaminomicon
"Seriously, this cave is a mile below the surface, what do they eat?"

When you drop an egg on the ground, it breaks. But when you drop a broken egg it doesn't reform a perfect shell. That's entropy baby, the simple fact that it requires energy inputs to maintain an open system, and a closed system only degrades over time. If there is to be Life, let alone civilization, there has to be some way of getting energy into the system. For the surface worlders, that's not even a problem: the Sun shines energy down on the surface all day. But for those who live in the dark realms: be it sewers, the ocean floor, or the classic dungeon complex; there has got to be a source of energy in the D&D world that just doesn't exist in ours. You don't see lush forests in marine trenches because the energy inputs just aren't there. But in D&D neither the ocean floor not the underdark is a desert – it's a vibrant ecology. Here's why:

9.2.1   Those whacky Mushrooms

Ask any DM what people eat down there in the Underdark and they'll probably say "Mushrooms" because it is a well known fact that mushrooms are a fungus and not a plant and they don't need sunlight to grow. What they do need, however, is a source of chemical energy. That can be dead bodies or um... otherwise

digested material, sure, but it still has to come from somewhere. When fungus grabs some organic material and converts it into more fungus, that's an inefficient process. You actually have less energy worth of fungus than you had energy worth of whatever it was that the fungus was eating.

Don't get me wrong – edible fungus will happily consume things that are inedible (like woodchips) or even poisonous (like waste) and turn it into something you can eat. It just won't make something out of nothing. So mushrooms are an excuse for why Underdark dwellers have something to eat if and only if there is some other way that energy is coming into the system. It could be anything really, just as the trees will turn useless sunlight into tasty peaches, the fungus will turn useless chemical waste into delicious mushrooms. But while mushrooms can handwave the problem of converting energy that you can't use into energy that you can, they don't explain how that energy gets in to the Underdark in the first place.

9.2.2 Portals

The Inner and Outer Planes are infinite in scope, and don't follow the same thermodynamic constraints as Prime worlds do. A portal to the plane of Fire simply heaps energy into whatever cavern it happens to be in, which is like having a little sun right in your closet. Plants and algae can use that energy input to grow, and ooze monsters can eat those plant and civilizations can eat the ooze monsters. As long as those portals stay open, energy can keep entering the system even underground.

9.2.3 Magic Deposits

Magical locations exist all over the place in the D&D world. Some of them are on the surface, and these become fairy rings or magical castles, or whatever. The point is, almost all of them are put to use, because even the ones in deadly jungles or on top of treacherous mountains simply are not hard to get to. One teleport and you're there. But the world isn't flat (unless you're in Bytopia or the Abyss), and actually there's a lot more volume of the planet that's under the ground than there is on the surface. And that means that the vast majority of magical locations are underground somewhere.

If you consider that in the D&D world, magic is approximately as important as the Sun is to life on the planet, that means that a significant amount of the total energy inputs in the system are underground to the exclusion of being above ground. The underdark has irregularly spaced Nausica-style gardens down there that are supported by magic upwellings. Each of these locations is massively more productive than a field or forest above ground of similar size, and the immutable fact that the surrounding territory is lifeless barren stone causes fights over these locations to be extremely brutal.

9.2.4 Subduction

The world above is filled with living things, and even in D&D the vast majority of living things die. When living things die, they leave behind a body that other living things can eat. Some of this actually gets eaten, while other bodies end up sinking into the land. In our world, the organic material sucked into the ground eventually becomes fossil fuels, but in D&D there's actually stuff down there that will eat it. This is a relatively minor input into the dungeon ecosystem, but it essentially means that there aren't any oil deposits to be found in the D&D world.

9.3 The Bionomicon
"Where do all these monsters come from? How do they persist generation after generation?"

Resources are limited, and thus only a finite number of creatures can be supported on any particular diet within any area. D&D has a biodiversity that would make a modern ecologist sing and dance – Greyhawk has every single species that Earth has, and then it also has thousands of additional monsters, many of which are technically top predators. That's hard to manage. Remember that to support a single top predator requires a huge amount of energy inputs.

9.3.1 The Chicken and the Egg

In our own world, the question of the chicken and the egg is one put out mostly to confuse the very young. It actually has a definitive answer, the egg came first. It doesn't even matter where you draw the line as to what is a chicken and what is some other creature, because wherever that line is drawn, the creature in question was first an egg and its own parents were not chickens. But in the D&D world, that's an open question because a lot of creatures are made rather than born and appear in the world fully formed. Golems simply don't need a stable pool of Golems in order to maintain genetic diversity. They don't even have genetic diversity.

Lots of other creatures in D&D reproduce in a completely magical way. Demons simply spawn out of flaming pits of rebirth, Aleaxes are created from the fact that a god got spent some divine focus (it comes somewhere between "Place Papal Magnet" and "Earthquake" I think), and chimeras are assembled out of parts by mad wizards.

9.3.2 Small Isolated Populations are Bad

Bad things happen to a species if there aren't many instances of them in the world. Cheetahs can all accept skin grafts from each other and are all weak to the same diseases. Seriously, all cheetahs could go extinct next year, their existence is that fragile. In D&D there are numerous species that are less well represented in the world than cheetahs, so why don't they have the same problems?

Truth be told, some of them do. Many times a dungeon will contain a "unique monster" that the player characters will go and kill. That's an extinction event right there. There will be no more generations of "five armed fire troll" once you kill Togor the five armed fire troll. But some of them do not, and the reason is that D&D has a wealth of completely magical ways to keep a lineage from drying up. Even if a creature can't find a mate of its own kind anywhere in the world, there's always the planes and the realms of sorcery. An Archon or Devil can provide a means for any creature to create a new generation. In doing so, the new creature is sometimes pretty much indistinguishable from its mortal parent, and sometimes it shows up as a half-whatever. The point is, no one has to be doing anything particularly weird for the world to have half-fiend dire tigers in it. Which is a load off our minds, because the D&D world does have half-fiend dire tigers in it.

9.3.3 We Eat What We Like

It has been noted by many an observer that actually humans are a top predator themselves, that it takes nearly 20 years for a human to grow to full size, and they're only 70 kilograms at that point. Thus, the concept of a creature persisting on a diet of human flesh is pretty much absurd. Especially if it lives in an out-of-the-way area like a mountain top or the bottom of a forgotten cave, there's just no way that something can live on manflesh alone.

Some monsters however, get the vast majority of their sustenance through magical means and only need small influxes of real food from their human food. The classic example, of course, is Vampires. They consume much less in food energy than they use up in maintaining their undead existence. Most of their energy is actually siphoned off the negative energy plane, and the drinking of human blood is just a symbolic evil act that they need to perform in order to keep that juice flowing. Similarly, mindflayers are sustained not by the nutritive value of brains, but by their own psychic powers. They need to eat the brains of intelligent creatures to keep their psychic powers sharp, and they need their psychic powers to be sharp in order to survive day to day without eating enough calories to keep themselves alive in the normal way.

Secondarily, lots of creatures have a perfectly fine diet of normal food and simply happen to attack and eat humans if they encounter them. A gelatinous cube, for example, lives just fine off of the lichens and offal that it scrapes off the walls and ceilings with its passing. But it certainly won't turn down a meal of 70 kilos of meat if it comes to that.

9.4 Empirinomicon
"What difference does it make? We're just going to kill them anyway. . . "

The Underdark is filled with empires. It is notable not only that there is civilization down here at all, but that there are actual empires. There's enough space for there to be tribes of creatures that people can unite as part of their nation-building exercises.

But more than that, these disparate tribes are more different than any group of humans have ever been one from another. While there is only one race of humans on Earth, there can be literally dozens of races in a single cavern settlement in a D&D world.

9.4.1   The Myconids: Apathy Writ Large

The Myconids don't need anybody, have no enemies, and don't care what you do. The first appearance of the Myconid empire was in an adventure otherwise filled with hostile evil humanoids, with the concept being that the Myconids were completely indifferent and would actually return aggression with aggression or soft words with a weird hallucinogenic telepathic mind-meld. The theme was that the Myconids were there as some sort of bizarre intelligence test for your players – if the players "figured out" that they could get past the Myconids without resorting to conflict the adventure would be easier and otherwise it would be more difficult.

But the years have passed by, and Myconids are no longer the new kids on the block. Players actually know where they stand with Myconids, and subsequent attempts to write adventures with the same setup have had to make up entirely new Neutral monsters to fill the same role (like the desmodu and their stupid Buck Rogers style fighter planes).

The Myconids have a pretty good world conquest strategy. They don't need anything at all to reproduce themselves and they don't really have to interact with the economies that the other races have bought into. They have an army of the dead and huge piles of crazy potions that they make free of course, but they aren't even interested in fighting the other races. The extent of the Myconid empire and population is limited by the farthest reaches of their mushroom fields, which simply grow a little every year. Eventually the Myconids might push the limits of their fields into areas other races intended to use, and then the Myconids will go ape and start throwing armies of zombies and themselves (every Myconid is completely replaceable) at whatever is in their way – but for now they just hang out and groove on the telepathy spores and share their dreams.

9.4.2   The Aboleth: Inheritance of the Memory Fish

The signature ability of the Aboleth is that they remember everything that was known to any creature they eat. There's no game mechanics for that ability, it just happens. And while Aboleth can create layered full-sensory illusions whenever they want, and dominate enemies, and turn humanoid opponents into lame deep one clones, the memory devouring ability is the really memorable one. It means that Aboleths remember intimate details about ancient events that go back to the very origins of the Aboleth race, and it means that Aboleths have access to all kinds of special magical sites and gadgets that are not available to other races.

The D&D world is filled with weird one-off locations that under certain circumstances do potentially awesome things. Over the course of their adventuring lives, a party of adventurers is liable to encounter several of them; and the Aboleth remembers all of the ones found by any of the adventurers that it or any of its ancestors back to the beginning of time ever ate – which is a tremendously large amount. So any Aboleth plot is going to be facilitated by magical architecture and supernatural convergeances that happen once every hundred years and all kinds of crazy crap. Aboleth periodically plot to take over the world, and otherwise they pretty much sit and fester at the bottom of the nastiest, stinkiest pools in the Underdark.

Keep in mind that even by itself, an Aboleth is badly under CRed. They have actual dominate with a pretty decent DC and they aren't half bad in combat. Also, they have long duration images available as spell-like abilities. So any Aboleth area is going to be covered in layered illusions. If an Aboleth attacks, chances are that it's going to have several turns of doing pretty much anything it wants as the PCs sit shell-shocked on the other side of an illusory wall.

9.4.3   The Illithid: Slaves of the Elder Brain

The illithid have a bad reputation among the other sentient races: the mind flayers see them as food, and most races take offense to that viewpoint. It should be the fuel for a war of extinction on the illithid race, but three things protect the illithid as a race: each is a powerful artillery piece surrounded by hordes of charmed

minions; the race is led by powerful elder brains who are each the equal of a powerful sorcerers; and they make good neighbors.... . that's right, they're good neighbors.

Each mindflayer can potentially control a small army of charmed slaves, can defeat a small army with their powerful stunning blast ability and resistance to magic, and can negotiate any conflict into peace with the ability to telepathically communicate and read minds, but their best ability is the ability to plane shift. As a race that can naturally use this ability, they can hop between planes and be within five miles of any location that they can imagine on their own plane or any other. This key fact means that when they go rampaging for brains and slaves, they not only do it in some place far from their home, but they might do it on some other plane entirely. Due to the fact that few races can mount an extraplanar war, the flayers generally are too far and too difficult to find to ever face retaliation for their acts. Because of the limits of their travel ability, the mind flayers will clear and patrol an area about ten miles from their home, removing any potential threat and keeping dangerous predators away. In this way, they can return to their homes in relative peace, and by scrupulously not preying on their neighbors, they avoid any retaliation on single illithid walking home. Add in their mind-reading and telepathy ability, they are naturally suited to making mutual defense pacts with nearby races so that they can establish a peaceful dominance in their own territory.

The fact that every mind flayer enclave is controlled by a powerful elder brain is another fact that makes their enclaves safe and their culture vital. As a powerful, but generally stationary creature, it has every incentive to make its home as well-defended as possible, drawing on its own powers to equip its home with wondrous architecture and traps befitting a powerful sorcerer (or psionicist). Add in the hordes of slaves and the illithid themselves, this means that even moderately-sized enclaves can bring to bear enough force to make taking the city an extremely unprofitable enterprise.

One final note about the illithid: as planar travelers with an innate ability to travel to any plane, they often gain access to technology and magic from cultures beyond counting. While the mind flayers are geniuses in their own right, they often store knowledge of these devices in the minds of their slaves, a practice that leads them to losing that knowledge when hunger or carelessness takes that slave away. Even so, expect the average illithid to be a font of secrets dredged from dozens of extraplanar cultures, its home filled with odd artifacts and devices culled from those far-off places. If their own powers and hungers weren't so great, they might even be drawn to the exploitation of this knowledge. Luckily for the races of the worlds, the mind flayer's total confidence in their own abilities and need expend time feeding on difficult-to-acquire fare makes them ignore all but the most obviously useful things stolen from other cultures.

9.4.4   The Drow: A Higher Technology Setting

Everyone knows that the dark elves are hardcore. Even in the bad old days of D&D's conception, dark elves were "mirror matches" to the party with class levels of their own, crazy magic items of their own, and good tactics. The real question is: "why are the dark elves so hardcore?" The answer is simple. Dark elves are living at a higher technology level than the rest of the D&D world; their society only exists because, as a society, they cheat. Rather than grow food like surface races, they eat magic mushrooms as the basis of the food chain, they enslave other races for menial positions rather than work, and rather than mine or gather their own resources, they take them from other races. They don't even have to work that hard on defense as Underdark caverns are naturally easy to defend with small numbers of troops stationed at chokepoints

This means that your average dark elf has free time to spare. While some take that time to indulge in the pleasures of their society, most dark elves are the products of a very odd world view: if only dark elves are your peers and everyone else is a slave, then the only real power worth having is power over other dark elves. That being the case, this means that dark elves have both the free time and the inclination to attempt to enslave each other all the time. This breeds great internal strife with each noble house being an armed camp designed to use stealth, power, and manipulation in order to both resist the efforts of other dark elves and attempt to enslave them.

Like any heavily-automated wartime culture, the dark elves spend considerable resources on weapons research, espionage, and cultural misinformation. This means that every noble house or other organization is constantly looking for an "edge" in their dealings with other dark elves and other races. This leads them to kidnap experts from other races, engage in spell research, experiment with weird magic or exotic technology, forge partnerships with magically or technologically-advanced races, and otherwise do whatever it takes to grow in power. In any particular drow city you can expect to see dozens of competing forms of magic, odd inventions ranging from mechanical limbs to powered gliders, exotic troops like demon-bred orcs or elite espionage races like skulkers, and constructions with magical architecture or resonances. Since every drow is attempting to master his peers, these magics and technologies are tightly controlled, meaning that when the

individual or organization that controls them is killed off, these secrets are often lost, meaning that any particular drow might be using relics from a previous generation (that he may well lack the ability to understand or reproduce).

Other races in the Underdark realize that the dark elves truly only want to control each other, so they allow the occasional resource and slave raids of the dark elves. They know that the dark elves are ill-suited to any form of large-scale conquest due to their particular style of command, so placating the drow is often the best way to conserve the resources of your society. Since the other Underdark races tithe goods to the drow and the drow are smart enough to see the value in trade relationships, Underdark races of note are allowed to use dark elf cities as major trading posts between their own kind and other races. The dark elves see all races as being underneath them, so as long as the other races show deference to them and bring in a profit in trade, they allow this enterprise to continue.

The average drow city is thus a hornet's nest of power, full of indolent, wildly dangerous, and spoiled aristocrats. Even the lowliest of drow lives in a level of luxury suitable to the most powerful of nobles on the surface, and each one of them has reached adulthood in an atmosphere of distrust and manipulation with the weakest dying early. As individuals this makes them powerful and cruel, but as a race it keeps them inwardly looking and less of a threat than more ambitious warrior races, a fact that actually prevents other races from gathering their forces and destroying the drow outright.

9.4.5 The Eye Tyrants: Lingering Hatred

Beholders are among the most magically capable of races; this is a fact that's well accepted. So why don't they own everyone? They can charm people at will, kill people, inspire terror by turning people to stone or just inspire terror with real magical fear. Even the lowliest beholder can attempt to destroy the world one ten foot cube at a time.

The truth? Beholders are paranoid jerks. Beholders recognize that they each have the ability to destroy each other with at least four different effects, and they also have to live with the fact that any beholder can charm his lessers and betters if he happens to get the jump on them. This means that, as a race, the beholders are like gunslingers from the American Old West. They know that to associate with any other beholder is to risk disintegrate or charm rays in the back with the winner taking the loser's treasure and slaves. Actual beholder meetings involve both parties agreeing to aim their anti-magic rays on each other, and only then can negotiations or exchanges can take place. This means that actual organizations of beholders are practically impossible as life breaks down as soon as you can't cover all your enemies in your anti-magic eye (with many eyes, they can spot ambushes by thralls pretty easily, so it's only your peers you fear).

That still doesn't explain why beholders don't go on bloody rampages on the surface races. The reason is simple: longbows. The average beholder is a tough customer that can expect to wreak a bloody swath of destruction if he chooses, but he's painfully weak against long-range weapons. Any race with even a passing knowledge of the beholders knows that they charm people, so they also know that killing the beholder frees the slaves. This is why the beholders prefer underground areas. With ranged weapons blocked by the limits of doors, walls and corridors, beholders can reign as kings in underground or indoor environments.

While the Spelljammer universe posits "nations" of beholders held together by racial hatred of other beholders and everyone else, this is really a fallacy. Racial pride or nationalism come to far seconds when you realize that beholder nations are actually held together by single individuals who routinely charm every other beholder on their ship and force them to "play nice" with the other beholders. Any "Hive" metaphor talking about beholders actually talks about the layers of charm effects building a top-down command structure where the Queen controls everyone, then the second-in-commands has control of everyone else in order to serve as secondary leaders but unable to defy the Queen. Like other kinds of dictatorships, killing the leader figure causes the nation to fall apart into bloody factions headed by second-in-commands attempting to assert control of the others, and these power plays work through the bonds of charm effects and personal charisma. Some Hives are actually controlled by a racial variant called a Hive Mother, but these creatures are merely biological extensions of relationships that already exist within beholder society.

9.4.6 The Kuo-Toans: Opportunities Slip By

The Kuo-Toans are extremely aware that things used to be pretty awesome if you were a Kuo-Toa, and now they suck. They are actually a deep ocean race and they don't live in the ocean at all anymore. That's because long ago they lost a war to the Sahuagin. And they lost it badly. Now they live in pools of water that often as

not are fresh water in the bottoms of caves, and they hate it here. The lack of pressure and salinization of the water makes the Kuo-Toans unhealthy and uncomfortable, and they end up stinking of rotting fish as their skin becomes diseased and crumbly.

Every generation of Kuo-Toa is a little sicker than the one before it, and everyone understands and accepts that the race is dying out. Every Kuo-Toa expects the future to be worse than the present, and the Whips (the Clerics of the Kuo-Toa) do nothing to forestall that process or convince their people otherwise. Legends say that the Great Evils they left behind at the bottom of the seas will eventually return to destroy the whole world, but only once they've successfully fed them with enough of the misery of the Kuo-Toan people. No one in Kuo-Toa society wants to become a leader, because the world will become even more unpleasant every year and the leaders are always blamed. A Kuo-Toa gains a position of leadership when the old leader is finally killed and eaten for failure and the Whips draw lots for who has to be the next leader. Most Kuo-Toans believe that these lots are fixed in advance, and they're right.

Despite the utter hatred that all Kuo-Toans hold for all other races, they are perfectly willing to trade with them. The Kuo-Toans are badly out of their element, and need nutritional supplementation from far away just to survive. They need to receive goods from the Drow, and they know it. They hate the Drow, as they hate everyone, but that doesn't stop them from trading. The Kuo-Toans understand that the Aboleth know where every single one of their spawning pools are and that only laziness on the part of the Aboleth has left the Kuo-Toan people with any territory at all. Still, they wait in the darkness for the cataclysm to come that will put them out of their misery and slaughter all the other creatures of the land and the sea. Their one hope is that just before the last Kuo-Toa is finally slain, that they will see with their own eyes the horrible vengeance wreaked on the other empires.

9.4.7 The Troglodytes: Persecution Complex

Everybody hates Troglodytes. Everybody. They don't necessarily do anything that horrible in the scheme of things, they just happen to stink so bad that they can cause other races to collapse from nausea. So while the dwarves have a very complicated relationship with the hobgoblins where they have long periods of intermittent strife punctuated by flourishing trade relations and shared artistic histories and stuff – the dwarves literally don't have anything nice to say about the troglodytes at all. Their entire history with the Trogs is one where sometimes they fought and sometimes they didn't fight. There's never been real peace between the Troglodytes and anyone. That's hard on a culture, and their isolation has made them intensely barbaric and xenophobic by the standards of any other race. Troglodytes can't even use the other races as slaves, and open lines of communication do not exist so the Troglodytes can't trade captives back to other races for concessions on the bargaining table. There isn't even a bargaining table at the end of any conflict.

So if you get captured by Troglodytes, you're going to be eaten or sacrificed to their dark gods. The Troglodytes literally have no other use for captives. So the only reason for any of the other races to surrender to Troglodytes is if they think there is a chance they will be rescued. Troglodytes themselves will generally not surrender in battle because they believe that other races will treat them the same way that they treat others.

A natural result of all this, is that the Troglodyte tribes are much lower tech than the rest of the setting. They have no trade in equipment or ideas with the other races, so the only steel equipment that Troglodytes have is what they looted off of fallen enemies. Most troglodyte weapons are just sharp rocks. Troglodytes can be useful to a campaign because they have a legitimate reason to still be "cave men" even while the rest of the world is putting together portal highways and overshot water mills.

9.5 The Lexiconinomicon

9.5.1 Language in D&D
"Does anyone speak 'Roper'? Anyone?"

The default languages of Dungeons and Dragons (Goblin, Halfling, Giant, Common) assumes a certain level of racial tribalism, where a village is normally expected to be a "Halfling village" or a "Gnoll village", and that was the presentation of the D&D world – in 1977. The AD&D Monster Manual talked about villages of Orcs or Goblins, and you could seriously count on your fingers the number of races that shared living space, and many of those "races" were just leveled versions of normal humanoids (flinds and lizardkings, for example).Thirty

years have come and gone since those bad old days, and the modern presentation is much less "genetically isolated tribes" and much more "mixed species regions". Today when an enemy village is written up it has bugbears and orcs, and grimlocks and all kinds of crazy crap in it.

But the languages haven't changed, even though the presented social setup no longer supports that paradigm. A child grows up speaking whatever languages they happen to be exposed to, so when the Orcs were living on their own it was pretty reasonable for the language spoken by Orcs to be a different one from the other tribes and to be identified simply as "The Language that Orcs speak" or simply "Orc". But if any more complicated social system or demographic distribution is posited, that no longer works at all.

Regional Languages

The attempt to put Regional Languages into the mix has been a dismal failure. As anyone who has attempted to follow the Forgotten Realms language "system" can attest, that's something that you really have to put up the little finger quotes when you talk about it. A Regional Language is just a tribal language that at some point in time became influential enough that everyone in a region adopted it. That means that a Regional Language actually is "Orcish" – it just means that the Orcs of that region kicked enough booty that everyone ended up learning Orc, and then in subsequent generations everyone spoke Orc and didn't even think that was weird. Heck, there might not be any Orcs in the area anymore. But everyone in that area will still speak Orc.

Pidgins: Common and Undercommon
"Orc take sword. I own sword. I tell you. I want sword. Orc give sword. I get sword. You tell orc."

Common is not technically a language, it's a linguistic construct called a Pidgin. A Pidgin is a linguistic amalgamation that combines elements from several languages and has an extremely simple grammatical structure with no iterative capability. Whoa that's a lot of six-dollar words! The point is that all this stuff with relative clauses and structured inheritance that makes D&D rulebooks read like a legal document is completely absent from a pidgin.

Pidgins form when people from different groups come together for trading purposes. So in the Underdark, Pidgin is pretty much just an extremely simplified version of the Drow version of Elvish. They trade with everyone, and speak in "Tourist Speak" where they speak very loudly and slowly in Drow and everyone has pretty much figured out what that means. Above ground, Common is mostly composed of the Halfling language, with a few loan words from other cultures thrown in.

The only reason that Common and Undercommon stay relatively static in D&D is because the people actually doing the trading are crazy long lived and do the trading everywhere. The big traders in the D&D economy are not those stupid caravans who wander around full of swag. No, it's Wizards and Outsiders who teleport expensive and wondrous stuff all over the planet. The reason why you can get a cup of coffee or a bolt of silk in your otherwise European villa is because people with teleportation are moving goods all over the place. So people who speak Common actually do share a common trade language with people clear on the other side of the planet. And they might not even know who the wizards in question are.

Interesting side note: People who grow up speaking a Pidgin as their only language actually speak a Creole, which is a real iterative language just like any other that is made out of the words of the original Pidgin. Human cultures in D&D apparently default to Common as their primary language. That means that humans presumably speak Common as a language rather than as a pidgin. So the Wizards and Shadow Caravaners come to Human settlements from time to time and regard human speech as being filled with vulgar crazy-talk. The words are all there, but they have extra prepositions and jumble all the thoughts into single sentences.

Language System I – High Fantasy

In the true High Fantasy setting, there are three languages on your continent, and no "Speak Language" skill.

Firstly, there is Common, which is what everyone speaks. Maybe people from far away speak a foreign, incomprehensible tongue, but it's foreign and incomprehensible and your characters don't speak it just because you an Intelligence of 12.

Secondly, there is The Old Tongue, which isn't spoken much, but is used in ancient writings and prophecies and such not. You can't have a speak language for this, to read it (or understand it), you need Decipher Script. This is what Decipher Script is for, since ancient script is generally in The Old Tongue. If you are a big bad ass elf you show off your many ranks in Decipher Script by peppering your speech with Old Tongue terms. If anyone asks, The Old Tongue is so complicated, full of subtle meaning and generally awesome that it can never be used for reliable communication.

Thirdly, there is The Dark Tongue, which is just like The Old Tongue from a game mechanical standpoint. To speak The Dark Tongue, you take The Old Tongue, change every other vowel into a hard consonant (a→k, e→t, i→p, o→g, u→ch, y→q), and all of the pauses (') become glottal stops ('). If you are a member of the evil political party, you pepper your speech with Dark Tongue words and phrases to prove how cool you are. Ex.: L'rihylya'anyur cescelenti → L'rphylqa'knychr cesctlentp

The High Fantasy language system is about what you get from books like Shanarra or the Wheel of Endlessness cycle. It's also really easy, which is why it is in use by lazy authors. It also has the advantage that the Decipher Script skill has an obvious and explicable use (which let's face it: in standard D&D it does not have, even deciphering magical writing is a Spellcraft check). People pretty much talk in English except when it's plot important that they be incomprehensible and everyone knows where everything stands. It's even less realistic than the basic rules, but it's closer to a lot of the important source material.

Language System II – Remotely Realistic

Each major cultural group (e.g. Europe, China, India) has a language which they will call, more or less, "Classical" (e.g. Latin, Classical Han Chinese, Sanskrit, respectively.) This is the language that people will use for writing, it is also the language of discourse for travelers and the like. Classical is the only language with a meaningful written form, although you might find some scribbled notes or poems (e.g. the Golliard Poems, found at Carmina Burana) in a local, or vulgar, language. There are also pre-classical writings (e.g. Greek, Cuneiform, not to mention Old Slaan and Aboleth) which you will need Decipher Script to read.

You may or may not have mystical languages (Terran, Aquan, Celestial, etc.), if you do, it might be a good idea to have one of those serve in place of classical for one major cultural grouping or another. To save yourself trouble, assume that your world contained four great civilizations – Northern, Southern, Eastern and Western. Each of these civilizations left behind a classical language, which is used for academic and administrative discourse in that region.

In this model, there is no "common" that is spoken by commoners. The tongue of the ancient Dwarvish Empire will be spoken by everyone in the Northern countries who is educated, but the uneducated commoners will speak all kinds of crazy local tongues (Wenn, Lapp, Prussian, etc.) and you may well have to turn to magical translation or local educated characters (such as the town wizard or a local aristocrat) in order to get your point across to the Plebes. This closely approximates the position that Latin had in medieval Europe or the position that Han Chinese had in medieval China.

9.5.2 Spellbooks
"Warning: may contain Explosive Runes."

Long ago, a spellbook was an actual magical object. Magic Users could pop their book open, rip pages out and blast the contents out as magic scrolls. Their very method of spell preparation was to open this pile of dangerous magic items and concentrate on creating copies of the scrolls in their minds to be released later on as powerful magic. For those of you who are new to 3rd edition, that statement seems pretty weird, because it doesn't work that way at all anymore.

Using Other Peoples' Spellbook

You can pick up some other guy's spellbook and prepare spells out of them once you've deciphered the spell in question. The DC isn't even hard – it's only 15+Spell Level (and you can take 10), so a high level character can't even fail. And by a "high level character", I actually mean a first level character if he has an Int Bonus of at least +2, which he does. With the extreme ease of using other peoples' spellbooks, one is tempted to ask why anyone ever makes a full scale copy of a spell – that's crazy expensive.

The answer, of course, is that they don't. In reality all spells copied by powerful wizards are created with the secret page spell. That spell allows you to "hide" whatever is on a page with any writing you want – even (specifically) spells. So the "fake page" is actually part of a spellbook, and the "real page" is probably just doodles of horses or tallies of wins and losses in Backgammon. Secret Page comes online for Wizards at level 5, so any Wizard of even modest power should be able to construct spellbooks in hours rather than days for zero gold pieces.

If you want, you can "master" another wizard's spellbook, at which point everything in it becomes just like you wrote it. The DC is 25 + Spell level

Getting by Without a Spellbook

People often assume that wizards carry their spellbooks with them at all times and that taking these books away from them will cripple their character beyond redemption. For low level adventuring wizards, this is essentially true. But for high level Wizards and wizards who don't adventure, nothing could be further from the truth.

Copies of spellbooks are astoundingly expensive – but once characters enter the fabricate or wish economies of the upper levels, that cost is either meaningless or can be bypassed entirely (thanks secret page). Any decently high level wizard may well have dozens or hundreds of copies of that precious manuscript. That's why characters with a Wizard Mentor can copy spells for free – the high level wizard literally just hands them a copy of any spell they figure out how to master.

Arcane Magical Writings

As written, a Wizard can learn a spell from any spellbook page or scroll she has deciphered. Deciphering a page or scroll is a spellcraft check that, among other things, tells you whether it is arcane or divine. That means that under the rules as written, a Wizard can take Cleric Scrolls and copy them into her spellbook and then they become Wizard spells of the same level. Honestly. . . most DMs will not let you do that even though the PHB is extremely specific that that is exactly what you can do. But if it's really important to you to learn Cleric spells, you still can.

Many DMs put in the additional restriction that to learn a spell it must be Arcane, or even that it must be a Sor/Wiz spell. That's actually fine, because the world of D&D includes Nagas, who cast Cleric spells as Sorcerer spells. They can make scrolls (or you can make a scroll with a Naga), and then you can learn those precious Cleric spells if you really care. Chances are, though, that you don't care. Clerics are much better than Wizards in every single aspect of their characters except in their spell-list. And while there are certainly some gems on the Cleric list as far as spells go, chances are if you wanted to build a character who casts those spells you'd be better off having been a Cleric in the first place. Have better hit points, Saves, and BAB. So while learning Cleric spells is probably a pretty stupid goal, it is definitely achievable no matter how strict your DM is.

9.6 High Adventure in the Lower Planes

The Lower Planes are infinite in size, and this is often taken as meaning that they are somehow filled with infinite power. This is essentially completely false. Remember that the Primes are essentially infinite in scope as well, and while there are ancient dragons and even Xixicals. . . *somewhere*, the fact is that you could adventure your whole life and never ever meet one. The world is mostly filled with forests, and mountains, and little river valleys, and most of the time the villains you encounter are going to be rabid dire weasels and bugbear junkies who will try to resell your shoes for a hit of mordayn vapor. Gehena is actually just like that, except that instead of you never seeing powerful dragons in your day to day life, you never see Arcanoloths. The bad guys you encounter may well be a *fiendish* dire weasel and a bugbear junkie *petitioner*, but the essential threat level is pretty much the same.

Low level adventuring, thus, is extremely plausible in the lower planes. It's not advisable for low level characters to go running around Tiamat's lair or anything, but the fact that the Elder Brain Pool is somewhere in the Underdark hasn't stopped *any* low level campaigns from tunnel crawling as far as I can recall. What follows is some wilderness adventure seeds from the lower planes for low (1-5), medium (6-10), and high (11-15) level. Players who want to adventure at near epic levels (16+) don't even need adventure seeds of this sort because they actually can just take on The Dark Eight or whatever. For whatever reason, lots of ink has been spilled on near epic adventuring in the lower planes, and I have every confidence in a decent DM's ability to throw a Balor at a party and make a rollicking and dangerous encounter.

9.6.1 High Adventure in. . . Acheron!

The first thing to realize about Acheron is that it really isn't a bad place to be. It's not even Evilly Aligned, so even campaigns using The Face of Horror have no reason to play up the terror of being here – the sand of Acheron is not Evil. But it **is** made out of steel. Characters who are going to go adventuring will do so in Avalas, because that's the part of the plane that doesn't *turn you to stone*.

Campaign Seed: The Tunnel to Pandemonium

Here's a little piece of D&D history for you – In AD&D, Orcs were *Lawful Evil*, so the Orcish pantheon lives in Acheron to war eternally with the Goblin pantheon *even though Orcs are Chaotic now*. That means that the cube of Nishrek, where Gruumsh calls his most favored and despised for Gruumshian Justice when they have passed on – is itself a bubble of Pandemonium found far from its place in the Wheel. There are, therefore, numerous portals to Pandemonium all over Clangor and Nishrek, so characters who wish to fight Orcs and Goblins in the lower planes can do so to an unlimited degree by portal hopping through the Pandemonium and Acheron layers. As an agent of Gruumsh or Maglubiet, characters can fight their way through savage humanoids, savage humanoid armies, savage humanoids with fiendish allies, savage humanoid war machines, and even powerful outsiders aligned with savage humanoids *well into epic*. You can also use this rivalry as the backdrop for any of a number of "find the artifact before it falls into seriously the wrong hands" type adventures, with the characters switching sides repeatedly based on who seems to have the artifact now.

Campaign Seed: You're in the Army Now

Cities and castles populate the lands of Acheron without number, and all of them are on a war footing at all times. Characters can travel generally without molestation throughout this area and conduct a fairly profitable bit of trading and scavenging if they do things right. But if they do things wrong, they may end up drafted into some local militia or imperial army. Characters can have substantial numbers of adventures as part of a military force, or they can attempt to resist being drafted by any of a number of means. Unfortunately, the laws of Acheron being what they are, once the characters impress their will by force of personality or arms enough to avoid the draft, they'll find themselves as a *side* – which means that they'll be treated as a hostile army all themselves by other forces. At that point they can try to stick it out alone, or try to get some help, of course almost every empire in Acheron started the same way. So the players can progress smoothly from the "chased by bad guys" scenarios to the "forge an empire in blood" scenarios to the "marry the princess, design your castle" scenarios.

Ten Low Level Adventures in Acheron

You pull into the hamlet's bar, and see what they have to offer a stranger. It isn't good. After a brief set of questions to make sure you aren't going to burn the place down, the bartender tells you...

- The town is infested with fiendish rats. Beer just isn't safe until their gone, sorry.
- A rival faction as poisoned the well, and someone needs to find a new source of water.
- Brigands are holding the pass. I hear one of them is an Ogre.
- The man you are looking for... he was taken away by the Scarthian Army.
- That signet ring is part of King Imag's royal accoutrements. If someone could get all of them together... it could spell big changes for the County of Yevekh.
- Orcs have come through the tunnel, their leader has a silver sword and noone dares to stand against him.
- After the Citadel of Zor fell, bodies were piled as high as your arm pit. I hear someone is making them all into zombies now, it's a shame really.
- I'd love to give you change, but after Sir Garreth set the taxes to 100%, I'm afraid I have no coins to give you.
- In this town, either you're for Sheriff Braxton, or you're dead. This town, we like to have choices.
- It's free drinks here if you can get Clarrissa the hobgoblin matron to allow her daughters to marry.

Ten Mid Level Adventures in Acheron

An emissary of hoary Surog, the ice count, contacts you. He has (the ring, the antidote, the code) you need, and he'll give it you, but first...

- One of his lieutenants has betrayed him; since you are random strangers, he can trust you to find out which one.
- His daughter has run off with the blue falcon, that accursed do-gooder. Bring her home, do with him as you wish.
- His daughter is the blue falcon. Stop her, but don't kill her.
- His daughter is the blue falcon, and Surog's rival, Cardinal Valgos, has put-her-in-a-death-trap. Rescue her, without letting on that Surog knows her identity.

- Cardinal Valgos has found some route to smuggle forces into Yevekh. Find how they're getting in.
- Cardinal Valgos is planning an attack, and Surog is not prepared. Infiltrate his mercenary forces and cause as much delay as possible.
- Cardinal Valgos has placed Surog in some kind of suspended animation! You have to lift the curse before one of Surog's underlings makes a play for power.
- A blue crossbow bolt with a head shaped like a stylized raptor strikes the emissary from nowhere, killing him before he can deliver your mission! Who is trying to stop you, and why?
- Cardinal Valgos has Imag's heir, or so he claims. Prove the heir is false, or steal him away.
- Cardinal Valgos has tricked the fox of the mountains, Dagipert, into allying with him. Break up this alliance one way or another.

Ten High Level Adventures in Acheron

You stand at the front of your army, triumphant over every foe the Lichking has sent against you, over the next hill you see...

- The Lichking's vampire sister, all alone with a white flag.
- A pile of bodies impaled to the top of a 200 foot metal rod.
- A stampede of zombie elephants.
- A chasms cleaved into the side of the cube burbling with lava.
- A portal opening up upon an army of orcs in Pandemonium, easily the equal of your own.
- A huge pile of what appears to be gold.
- A huge pile of what appears to be skulls on fire.
- A wyvern bearing a message in its claws.
- The daughter of King Zormmund, tied to an elder earth elemental.
- Your grand vizier, who has apparently betrayed you again.

9.6.2 High Adventure in... Pandemonium!

Pandemonium is a victim of the terrible confusion that permeates Law and Chaos in D&D literature, and its inhabitants are portrayed in a number of improbable lights. Pandemonium is not an Evil plane, but it's fairly wicked and it's inherently Chaotic. How it and the people who live there appear in your game is entirely dependent upon how your game ends up handling Chaos in general. Pandemonium might be extremely disorganized, or inherently deceitful, or starkly unhelpful, or simply a lawless wilderness. But what it almost certainly *isn't* is a source of low comedy where people do "whacky stuff" because they are so "crazy". That's the kind of thing that makes us cry.

Pandemonium can be a source of classic D&D adventure at its finest – the towns of Pandemonium are located right next to twisting tunnels through the stone and loud noises sound continuously through the warrens. So characters can go right from the town to the dungeon crawl without any explanation or overland travel, and those dungeon encounters are inherently episodic because nothing can hear your combats.

Pandemonium is dark and loud, and filled with confused people. At its best, Pandemonium is basically a huge rave. At its worst, Pandemonium is a huge rave. Like every part of the D&D afterlife, Pandemonium can be a punishment or a reward. And like Acheron, this place isn't inherently Evil. So even if you are using The Face of Horror, the Eternal Rave isn't that bad of a place.

Campaign Seed: Life in the Big City

Welcome to The Madhouse. It's one of the largest planar metropolises in D&D, and unlike places like the City of Brass or Sigil, it really *doesn't* have some group of powerful outsiders ruling it with an iron fist. In fact, The Madhouse has no rulership of any kind. The place is dark, and loud, and the only light comes from naked women with glow sticks. Essentially, you can get away with pretty much anything without interference from opponents significantly outside your level range. You can keep having urban adventures continuously from 1st to 20th without ever getting seriously derailed by concerns of DM self-insertion characters coming over to knock over your house of cards. At the same time, there really *are* Balors in this complex, so if you actually want to *seek out* higher-powered enemies, that's doable.

Campaign Seed: The Largest Dungeon

Tunnels crisscross Pandemonium all over the place, and they are completely stable because the way gravity works there actually can't be a cave-in. But the place is dark and windy, and filed with tunnels that move around for no reason. The caverns are filled with monsters, traps, and treasure. It's all there, from shambling zombies to ninja temples, the low level areas cross seamlessly into the higher level ones. Oddly, this is the only place in the entire multiverse of D&D where the old Gygaxian standby of having deeper and deeper levels of the dungeon filled with nastier and nastier monsters and traps actually makes sense. There's a town nearby, and the map doesn't have to make any sense at all. If you're looking for Nethack style adventuring, Pandemonium delivers.

Ten Low Level Adventures in Pandemonium

You lean over the counter to the waitress, not because she's so beautiful, but because you can barely hear her over the din. Honest. You're pretty sure she said...

- WE DON'T SERVE YOUR KIND HERE. THE MILLER ONLY SENDS US BASALT FLOUR NOW.
- WE GOT AN ORDER OF APRICOTS IN THIS WEEK, THE CRAZ NAKED MAN CLAIMS TO MAKE IT HIMSELF.
- THE TUNNELS ON THE WEST SIDE, NO ONE COMES BACK FROM THOSE. NOT EVEN THOSE NICE MEN FROM LAST MONTH WITH ALL THE WEAPONS.
- IF KELLIGAN SEES YOU LEANING ON ME LIKE THIS, HE'LL KILL US BOTH.
- THERE WAS A MAN LOOKING FOR YOU. HE SAID HE OWED YOU MONEY.
- DO I KNOW YOU? AFTER THE WATER TURNED BLACK, I'VE HAD TO ASK EVERYONE THAT.
- I HAVE THE CURSE. YOU SHOULDN'T STAND SO CLOSE.
- I CAN'T FEEL MY MIND. STOP TAUNTING ME!
- THE BEER IS FREE TODAY. IT'S A LONG STORY.
- DON'T UNCOVER THOSE LIGHTS! THERE'S A WIGHT IN THE BUILDING.

Ten Mid Level Adventures in Pandemonium

You've found the sage you were looking for, but it looks like he's dead. His corpse is torn apart and lying on a heap against the part of the floor that's the ceiling to you. Droplets of congealing blood rotate slowly in the la grange points between ceiling and floor. He's got a piece of parchment in his cold hands, and it says...

- wights have found me kill me kill me kill me
- I think this corpse will fool the howlers. At least for a while. If you wanted some water it's become more dangerous.
- NWNENWWS
- This man is an example. If Hruggek's Ninja Temple requests taxes, pay them.
- It's written in an old Orcish tongue. You'll have to find an Orc slain on the Prime at least a thousand years ago.
- The man's name is Gregor.
- Orcs! How I hate them! Their scimitars open the way!
- This is a ruse. The sage has escaped.
- Go back. Erythnul is not to be mocked.
- Itchy. Tasty.

Ten High Level Adventures in Pandemonium

The gates of the building have been torn asunder, as the characters run in, it seems that they're too late because...

- Wights swarm over the insides, covering every piece of furniture with writhing limbs and moaning incessantly.
- Neogi great old masters hang from the ceiling, affixed by strands of hardened mucous.
- The pews stand empty as dust sweeps through the ancient church propelled by powerful winds.
- Hruggekian throwing stars are imbedded in virtually every wooden surface.
- A gaping planar rift hovers in the middle of the room, the winds of Pandemonium hurtling small objects into the void.

- The red dragon is already here, the hobgoblin princess is in his grasp.
- Black fires lick the insides of the room, the tomes are most likely destroyed!
- A tremendous serpent creeps over the tattered carpet.
- The winds howl even louder in here. Or maybe... there are air elementals!
- A friendly and purring kitten is tossed back and forth by the terrible winds.

9.6.3   High Adventure in... Carceri!

Point of fact: being in Carceri sucks. It's hard to leave, and it's an unpleasant place to be. That's the whole point. But believe it or not, those who please Nerull sufficiently are *rewarded* with an eternity in Carceri. Now some of these people are just sadists – creatures who enjoy the suffering of others so much that being able to assist in the degradation of others is payment and more for having to live in a hell dimension in the Prison Plane. But for others, life in Carceri is just genuinely pretty good. Some of these prison dimensions are minimum security white people jail – there's a golf course and your "guards" are attractive women. It's still a prison of course, but if someone doesn't *want* to leave, are they really a prisoner?

Anywhere you go in Carceri, it's all Evil, and people normally only go here if they are themselves Evil. That means that the people who are being punished here are being punished for *failure*, not wickedness. The most successfully wicked individuals actually are rewarded here. Carceri can be a great place to introduce horrific elements into your story because by its nature anything that happens in Carceri, *stays* in Carceri. Horrifying and depraved elements you introduce in a Carceri adventures don't have to apply to any subsequent adventures if you don't want them to.

Campaign Seed: A Ring of Keys

Carceri is a never ending parade of pocket dimensions filled with punishments and rewards that are both cruel and ironic. Travel between these cells is almost impossible, but there are ways. Most notably, there are maps that can tell you a secret path to get from one prison to the next; and there are adjustable rings that can transport a character directly from one prison to another depending upon how it is adjusted. Either can make for unlimited hours of enjoyment as players hop from one piece of episodic turmoil to the next. The maps work just like the map from Time Bandits, and the rings work just like the devices from Sliders. Really. Furthermore, those objects are authorized personnel *only*, so if the players have one they are going to be hunted by Demodands with a new wacky scheme to catch them every adventure.

Campaign Seed: Escape from Tartarus

Just because you have been placed in a prison plane doesn't mean you deserved this punishment, or even that you committed a crime. The plane itself will punish impersonally, hiding its portals behind elaborate stages designed to elicit suffering.

Fight your way our of Tartarus, and no prison in any plane will every hold you...

Ten Low Level Adventures in Carceri

You pass through the portal and find yourself in a new prison dimension. This one is...

- Filled with thick, thorny foliage. Also it smells like boar and the thorns splinter and get into your armor.
- A town where the streets are filled with fighting.
- An expansive desert. Vultures fly overhead, but the scorpions seem unwilling to wait for you to die.
- A foul sewer. The water is waste deep. At least, you hope it's water.
- A scrubland with rusted iron spikes jutting out of the ground. Cages filled with starving madmen top some of the spikes, while other cages have long since fallen to the ground.
- A banquet hall stacked with delicious looking food. Haggard goblins look at the food with longing, but nothing seems to stand between them...
- A windswept glacier. Far beneath you, there is a shadow in the ice. Far in the distance, a wolf howls.
- A stark stone room, where light filters oddly through a great number of spider webs and a dusty stained glass window.
- An earthy sinkhole. Worms poke through the topsoil everywhere around you, their eyeless heads wriggling like mad.

- A garden maze under an overcast sky. Fantastic shapes are cut into the hedges, and some ever seem to watch you.

Ten Mid Level Adventures in Carceri

If you could figure out the secret of this prison, you could escape. . .

- The labyrinth seems to have four spatial dimensions. . .
- The land shakes with earthquakes, but they still try to build houses.
- That eagle keeps eating that guy's entrails. . . hey wait, I have entrails. . .
- Why does that sanitarium seem to be inside-out?
- Why does everyone here wear a mask?
- Criminals in this put themselves into prison cells?
- The ghosts don't die when we kill them, and if we can't kill them we can't leave this building.
- It looks like a brothel, but who are the petitioners? The clients or the girls?
- The portal has a gold lock on it, and I was sure I saw a glint of gold in one of those oozes.
- An endless desert of white sand. . . Or is it bone dust?

Ten High Level Adventures in Carceri

If you just had it, then you'd be free. . .

- A ship of chaos passes this way every day at the same time. If I could only make it notice me. . .
- I almost have enough money to bribe the demodands into releasing me.
- That demon is a master of planar magic, and its said that his enemies get tossed to other planes.
- The fiends involved in the Blood War come from other planes. If I had an army large enough to impress them, they might show me a way out.
- If I could remember my home, I could just cast a spell and go home.
- The sage knows a way out, but he's so crazy that he'll only tell the secret to someone he considers a peer. What do I have to learn to do that?
- I can't believe that she's here. Do you think she'll forgive me?
- That war machine that looks like a bug the size of a mountain. . . I hear its powered by a portal to the Astral Plane.
- I could open this portal, but I need the Blessing of Nerull.
- A wizard has been traveling Carceri for rare components, and it's said that he has access to plane-hopping effects.

9.6.4   High Adventure in. . . Hell!

The Infernal Realm of Baator is essentially 9 infinitely large regions that happen to have a big pit that acts as a portal to the other 8 somewhere in them. So while the gods (and official publications) spend a lot of time worrying about that big pit in the middle, the fact is that the vast majority *of Baatorian residents* don't even know it exists. Near epic play will spend an inordinate amount of time worrying about the goings-on around The Pit, and send the heroes off to go siege the fortresses around the ledge and such, but for the rest of your character's life the Nine Hells of Baator are just some inhospitable terrain filled with level-appropriate monsters.

Campaign Seed: A Kafkaesque Nightmare

Baator is home to one of the multiverse's most pervasive, efficient, and *evil* bureaucracies. They don't lose your documents, they don't forget to mail things to you when they said they were going to, they simply have a set of rules that is at once awe-inspiringly complex and actually *designed* to cause suffering to those who need to use its services. A campaign set around the backdrop of filling out forms sounds about as entertaining as doing your taxes in Hell, but there's ample opportunity for comedy, horror, and adventure in such a scenario, as well as ample prospect for character growth. The action starts when the characters need to change their registered employment, or want to protest their home getting knocked over to build a throughway, or perform some other completely mundane bureaucratic task. Unfortunately, the form they need to begin this process is clearly on display downstairs in the room marked "Beware of Leopard".

Surfing bureaucracy in Baator is about the only place where that makes for exciting D&D adventures. The challenges to be overcome are social, mental, physical, and magical and efficient bureaucrats will tell you *exactly what you need to do* to get things accomplished. This isn't like a Kafkaesque Nightmare on Earth, where you'll get stonewalled or your papers will just get lost, this is completely efficient and functional – but designed by super geniuses to make your character uncomfortable. At lower levels there's a fiendish leopard in the room with the papers you need. At higher levels there's a golem that's supposed to stop people from entering the office where you need to convince a Gelugon to stamp your form. As the characters push their way to the top, they will find themselves in the position of being able to create their own red tape. . .

On a side note: I just want to point out that my spell-checker recognizes "Kafkaesque" as a word. Sweet.

Campaign Seed: Law of the West

The great cities of Baator are infinitely far away from some of the nether regions of the plane. But the Law (and the Evil) still needs to be maintained. If you get far enough out into the boonies, Pit Fiends and the like just can't be bothered to show up and solve problems. So when Chaos (or Good) comes in to assault a frontier town, it falls to hard boiled individuals like the Player Characters to set things right. There's a new sheriff in town, and he's got levels in a PC class. This is your chance to use all your Western clichin a fantasy setting, when you can turn Cowboy Movies into Kurosawa flicks.

Once the players beat back the gnolls who have come in at the behest of hyena ranchers trying to drive the gloom farmers off the land, the place is going to be a nicer place and attract Ogre Duelists or dishonest bankers. When it becomes known that the portal nexus is coming through, suddenly all that property is going to shoot up in value. And suddenly the pit fiends *do* care what goes on in your sleepy neck of the woods.

Ten Low Level Adventures in Hell

It's a dusty little town, like an infinite number of others just like it both functionally and aesthetically. You don't know what makes this town special, and with the number of horrors you've seen on the plains – you're not sure you want to. Still, this is a place it doesn't pay to break the rules when it isn't important, so the first thing you to is walk in through the curtain they hung up on the door to the Town Hall. Inside you see. . .

- A dried out sahuagin sits behind the desk. He's mumbling about how the water is all gone.
- An officious imp attempts to shoo you right back out the door.
- Five corpses in fancy clothes lay strewn about the entrance hall.
- Putrid husks of humans in cages hang from the ceiling while a ghoul repeatedly jumps up trying to get at the rotting morsels.
- A mountain of papers covers the desk. From somewhere behind them a voice tells you that it is busy.
- A hobgoblin sits with his feet on the desk. As you enter, he stands up smartly and asks your business.
- Long lines of petitioners block off any hope of registering an time soon.
- Zombies shamble around the insides of the building and an imp is attempting to complete its paperwork while flying around the ceiling.
- The floor has collapsed entirely
- The front counter has been smashed and the interior smells like hyena urine.

Ten Mid Level Adventures in Hell

At last! You stand before the magistrate, it seems like you've been waiting for an eternity. You state your case, and he tells you. . .

- "You have the choice of death by platricorn or death by fire. Choose!"
- "I grant you writ of ownership of Gelzugh's Tavern. You have the full backing of Hell in taking control of it from Gelzugh. Way back."
- "Your circlet is not *jade*, it's *malachite*, which is totally different. You're going to have to go back into the mines and find a *jade* circlet."
- "Every one of you are sentenced to clean the sewers of Leng of the crawlers or die in the attempt."
- "It is Tuesday, so you're going to have to travel to Chitterport to have this taken care of."
- "Actually, this contract looks legitimate to me; Baelphor is legally the child's father."
- "I find nothing in this documentation to lead me to believe that these passports have been stamped correctly. Deport everyone."
- "You can't be serious. These swords aren't even magical."
- "Foolhardy mortals! You have wasted my valuable time and now I shall waste yours!"
- "Raelzella's marriage is now void, the ownership of the larvae will be decided by combat."

Ten High Level Adventures in Hell

Sorting through the ancient paperwork in the forgotten tower, you've found. . .

- Documentation that proves that you personally are descended from an Erinyes.
- A small plush doll of a petrified Pit Fiend. It appears to be a *shrunk item*.
- Spellbooks belonging to an evil lich.
- A map of a mighty fortress that appears to have stood where the shard spires stand now.
- Proof that a powerful Gelugon is not entitled to his position.
- A recipe for a dish now famous throughout the plane.
- Tongues of an ancient beast in a box. When the box is opened, the tongues speak of a fortress filled with giants.
- A portal to a deeper Hell in between the pages of a book.
- Poetry thought lost for a thousand years.
- Prophecies that mention you by name.

9.6.5 High Adventure in. . . The Abyss!

The Abyss is well known for being infinitely big and infinitely bad in all directions, and it is. If there is some hellscape in your nightmares, its probably somewhere in the Abyss and there is someone there waiting to hurt you. The only thing it has going for it is that its very unorganized, meaning that the endless evil is only rarely directed enough the threaten other planes and planar oasis tend to places of great turmoil, meaning that small groups can easily blend in and ingratiated themselves amid the variety of beings that call these planes home.

Unlike other planes, there is no "standard" Abyssal Plane, aside from the top level called the Plane of Infinite Portals. These planes may be set up like a deck of cards, but they only share the chaos and evil traits, any particular plane can have any elemental or magic traits in the book and have geography ranging from the mundane mountains, forests, and plains to fantastic locations harmful to all but the most exotic forms of life. The only thing one can depend on is that pits and holes in the Abyss are often planar portals, and they only lead to deeper and wilder layers of the Abyss. Climbing back out of the Abyss is a much more difficult task, one that requires knowledge of planar pathways like the River Styx or powerful magic.

Campaign Seed: We're the Exotic Products Trading Company (Abyssal Branch!)

"We are here to serve your needs, and we offer a range of services ranging from capture of exotic lifeforms to collection of unique minerals and lore! We even have an on-call Search and Recovery Team available to recover lost individuals, 'bargain' with demon governments, or protect important trade shipments! Contact one of our offices in Sigil or our home office on the Plane of Infinite Portals!"

Campaign Seed: Pirates of the River Styx!

"Yo ho, me hearties! The River Styx be vast and mysterious and its waters kiss the Abyssal planes like a cheating lover! Why set sail in the other Lower Planes when the Abyss is infinite and lawlessness is a virtue of its people? The good boat The Groping Marilith has room for any brave soul whose handy with steel or spell and has an eye for exotic and demonic beauties in every port and magic and jewels hidden in the nether regions of every fiend. Come ply the Abyss with us, and forget your troubles on the River Styx!"

Ten Low Level Adventures in The Abyss

- Food Run! Demon weevils have infected an Abyssal Town on the river Styx, and the first group to bring untainted food for them will earn a valuable ally.
- Race! A Nalfeshness ruler of miles-long city straddling the River Styx on the 33th level of the Abyys has decided to host a riverboat race to please his unruly people. There's big money to be made in this no holds barred sailing race through an Abyssal city!
- The good ship Lollyjaws is plying the River Styx with its zombie crew, and they've decided that you've hit a big score and you need help "investing" it.
- Message in a bottle. A map written in Celestial has been found in a blottle on the River Styx. Its this a map to a treasure, some poor soul's hope for rescue, or a clever trap to capture well equipped adventure seekers?

- Run aground! A chaos ship containing mysterious spices and drugs and run aground near a port town, and its bedlam as psychotropic clouds spew forth to wreak chaos in the town. Loot the vessel before the helplessness of the townsfolk attracts powerful fiends who'll sweep up the any booty.
- A dark, beautiful, and mysterious stranger decides that only your organization can retrieve a packet of information from the 411th plane.
- Mapquest! Map a planar route to an exotic locale in the Abyss, and return to collect your reward.
- "There's an emergency! Deliver this call for help to the 911th plane!"
- Worm farmer! Travel to Noisesome Vale on the 489th layer of the Abyss and collect samples of the worms that eat sulfer gas and exhale breathable air for a Fiendish Gnome client with ideas for a Styxian submarine.
- An erratic portal between the 1st and 239th planar has started functioning properly again, and the Lost of City of Azzabanazanazan has been found (much to the inhabitants surprise). A little clever negotiating between this city and a few of the more popular demon cities could mean big profit.

Ten Mid Level Adventures in The Abyss

- Naval vessels of the Nine Hells have made serious incursions along the river Styx, and a clever "privateer" can make a little coin by signing up with a demon lord to resist these salty devils.
- Smiley Tom, the infamous Incubus captain of the legendary Slippery Cat has been imprisoned in Graz'zt realm for unknown crimes. Rescue him to gain his legendary gratitude, or use this opportunity to steal the Slippery Cat, the greatest ship to ever sail the River Styx.
- The Forgetful Fog Technique. Some clever pirate has figured out a way to create fog on the waters of the River Styx, then push these vapors onto towns and cities, looting them silly while the inhabitants are blissfully unaware. Catch these clever thieves to stop their amnesiac attacks, or perhaps gain a monopoly on this tactic yourself.
- One of your mates have finally bedded one lass too many... she's been granted a wish by a glabrezu, and ill-luck follows your mate and his friends(which is unfortunately you). Win her affections back or find her a new romance in the Abyss, or else the curse will be the end of you.
- Ever hear of the sea elves living in a city hidden under the River Styx on the 356th plane? Their touch steal memories and they sell them on the demonic market and... what was I saying? Hey, who are you? Who am I?
- A lazy balor chief running the glorious demon city of Belzasharazar on the 45th layer wants a new pleasure palace constructed, but his succubus consort has other ideas. Burn the construction often enough and he'll lose interest, and you'll earn a powerful patron in the demon city.
- The latest fad in Sigil is the practice of keeping glowing dragonflies as party lighting, but these exotic insects are found only on the 232nd layer of the Abyss, a plane suddenly caught in a vicious conflict between two barely-known demon lords. Deliver a shipment of these blinky bugs to Sigil and you'll be invited to all the best parties, opening up other pecuniary possibilities.
- You've been approached by a cabal of wizard from the Prime, and they want information on the Black Tower. Infiltrate the Black Tower to steal their secrets, or turn sides and lead a strike force to the Prime to nip these nosy wizards in the bud.
- A cargo box shows up on your door with a valuable, but difficult-to-sell and dangerous product (like a shipment of souls), and several parties seem to think that you are the owner. Find a way to sell the cargo to a more powerful individual or else these parties will take it from you with extreme prejudice.
- An old associate has deeded you a confectionary in the City of Brass that specializes in demon chocolates and sweets. The Sultan has decreed that if you don't pay back taxes in city of Brass currency that he'll foreclose on the property (and your soul). Go on a whirlwind tour of the Abyss to collect enough stock to make enough quick cash to save the shop (and your hide).

Ten High Level Adventures in The Abyss

- Over a dozen pirate ships working the River Styx have been declaring that they are part of an Armada in order to pass along blame, and they are saying that you are the Admiral! Find and smash these lying upstarts or "gently convince" them to actually accept your command.
- A general in the Blood War has found a way to divert the River Styx and he is using these pathways to strike key demon and devil armies, killing both his enemies and competitors. Both sides are willing to handsomely reward the party capable of ending this maritime terrorism.

- Rumors and hints point to a powerful artifact being transported along the River Styx in a vessel of unusual design, and factions vie to be one to seize this powerful item.
- An island has appeared in a notoriously wide section of the River Styx, and dragons have been leaving the island to raid vessels. By your estimation, they should have amassed a horde that is fantastically large, even by the standards of dragons.
- The Mask of the Captain has resurfaced, a powerful artifact that creates and closes permanent gateways between the River Styx and the Prime Material Plane, and a powerful Prime nation has decided that they will increase the wealth of their people by plundering the cities of the Abyss.
- A trading vessel of unusual design flies into the Abyss, avoiding known planar pathways. It is crewed by a race that planar sages have never seen, and they offer trade goods of exotic and powerful design. Is this a simple trade mission, or an incursion from another plane by a new planar power?
- Orcus's agents have begun purchasing magic items related to planar travel, hinting at an invasion of enormous proportions.
- A demon lord of waning power has declared that his power and command over his layer of the Abyss will pass onto the individual to defeat him in single combat, and contestants have gathered at his fortress. Is this a ruse to gather the equipment and souls of powerful individuals, or is he truly offering a chance at the title of demon lord?
- An old friend brings news of the discovery of an empty city found in perfect condition in the Abyss full of trade goods and magic, but without a single living or undead soul. To take control of this city is to learn its secrets, and possibly gain its enemies... enemies unconcerned with wealth or magical power.
- Yeenoghu has decided that you are a demon lord in disguise who is pretending at weakness as a ruse, and he is sparing no cost to send agents to test this theory. Convince him that you are a mortal, or strike him so hard that he ceases his attacks.

9.6.6   High Adventure in... Gehenna!

First, it's the home of the Yugoloths. These outsiders are the dealmakers and compromisers of the fiendish world, so they might be involved in any plot or any scheme that makes its way across the planes. The land itself is series of volcanic mountains where sentients have forced their own existence into, jammed between the Hades and Hell and connect to the River Styx, so it is well situated between several of the Lower Planes. The works of mortals and immortals alike are eventually destroyed by tremors in this architect's nightmare of a plane and only the works of the gods last here. That being said, the entire plane has an angle that ranges from inconvenient (45 degrees) to unlivable (straight up), meaning life in Gehenna is far more socially dependant than other Lower Planes due to the fact that the only place to live is in the cubbies, caves, boltholes and settlements that litter this plane. It's not that you can't live in on the slopes and are forced to cooperate and co-oexist and you are forced to compete for space like in Hades, its just that life in Gehenna without a clique *sucks*.

What do all of these things mean? It means that Gehenna is a realm for movers and shakers, a place where "the deal" and "the juice" matters more than any ideals or hopes. Even the petitioners of this plane are only concerned with power, and only the cruel nature of this plane keeps them chained here. Brinksmanship and counting coup and favors are the symbols of power here, and mere physical might or magical power take a backseat to one's ability to *manipulate people with physical power and magical might*.

Campaign Seed: The Yugoloths Want You!

While Tanar'ri generals are known the power and might of their hordes and Baatezu armies are know for their frightening disciple and efficiency, it is the Yugoloth forces that are know for their subtlety and tactical elegance. They don't fight for reputation or honor; they fight to fulfill a contract and make a profit, making them among the deadliest generals in the Lower Planes.

You've joined that organization now, and the Yugoloths have need for elite squads of problem-solvers with a propensity for violence and a capability for discretion.

Campaign Seed: The Grand Game in the Crawling City

In the Crawling City, you've got to be useful or you're dead. You attached yourself to a minor Yugoloth noble, and he's begun using you as behind the scenes agents in the Lower Planar courts. With skill and nerve, one day you might earn the fear and respect of the fiends and become a player in your own right.

Ten Low Level Adventures in Gehenna

- A famous Yugoloth tactician is taking new students, and he's set a distinctly fiendish entry requirement: interested students publicly apply, and one week later the first to present themselves is accepted. The last time he took new students, no applicant ended the week alive enough to show up. . .
- Small bands of petitioners have been gathering under the banner of a charismatic profit and raiding minor settlements in the night. Eliminate the threat by assassination or counterattack.
- Tremors! Minor rumblings and a trusted fiendish seer predict a major lava spout in a small settlement, destroying it, and several interestied parties want to loot it or the refugees in the final hour. Intercept these rogues, or plunder the settlement for yourselves.
- A minor Baatezu noble has been spotted in the Crawling City, and it's suspected that he's trying to hire away an elite group of Baatezu mercenaries when their current contract expires. Find and interrogate him, and the Yugoloths will repay this little favor. Whether he returns to his home plane with his life and valuables is your own business.
- The Double "H" Run. Despite the Blood War, some trade does exist between the Baatezu and the certain Tanar'ri, and the Yugoloths have their hand in it. Escort a package between the Nine Hells and Hades, avoiding agents from both fiendish factions who would use it to discredit their countrymen.
- The Masked Ball is next week, and a clever soul capable of learning the identities of several indiscrete parties can earn a few coins with the information brokers of Gehenna.
- A tiefling fop of a swordsman has defeated several prominent Yugoloth blademasters in mostly fair duels, despite his obvious lack of skill. Several persons of note would like to know his secret, and would pay even more to have that secret removed at an opportune moment.
- A mortal Sorceress of rare skill and infamous carnal desires has come to Crawling City, and entities of power are jostling to be known as one of her clients. Secure her cooperation for a client and win wealth; secure it for yourselves and win power and danger.
- A Tanar'ri of an unusually Lawful bent has entered the service of a Yugoloth of middling power. Discover the secret of his service, and that service can be passed on to a more worthy fiend, or kept as secret weapon for yourself.
- A Yugoloth of some influence has secured the services of an unusual household staff of famous, though powerless, Prime mortals. Spoil his coup by tempting, tricking, or intimidating these mortals into committing terrible blunders during the next power meeting, and you can harvest some amount of his influence.

Ten Mid Level Adventures in Gehenna

- A powerful Tanar'ri fortress has been bidded for destruction, and the Yugoloths will pay well for the group that finds an exploitable weakness.
- Several subcommanders have been bickering over the right to extract a powerful dragon of a military bent from Carceri, and rewards will fall upon anyone capable of securing this beast's services for the Yugoloth.
- A key planar touchstone in Hades will prove the key to an isolated fraction of the Blood War, insuring victory for one side or the other. Destroy this site, or profits for the Yugoloth in this conflict will fall dramatically. Secure it for yourself and turn it against both armies to secure a stalemate, and some fraction of the increased profits will fall your way.
- A powerful Yugoloth well- known for patronizing up-and-coming allies has declared that you are his protege, making you a target for his enemies Punish these enemies, and you might secure his patronage for real.
- A small army in the Blood War has wandered into Gehenna and is a threat to the Yugoloths. Destroy its leadership and loot its paymaster, and the Yugoloths will see that you are amply rewarded.
- A band of thieves have turned the Crawling City upside-down. Recover and return the valuable objects and win influence. Hold the objects hostage for future favors, and gain power that money can't buy.
- An unknown magical effect has stopped the feet of the Crawling City, and the first to discover the cause will win no small amount of gratitude from the ultraloth ruler of the city
- A series of businesses across Gehenna have been vandalized, an obvious turf war between two competing interests, and the first group to discover the identity of either player can earn a contract to accelerate or reverse the destruction.
- A spellbook of unique magics useful to a courtly mage has been found, and the owner of such magics would pay handsomely to not have his secrets revealed.

- A Baatezu diplomat has come to Crawling City, and he has decided that you will become his agent. Avoid a diplomatic incident without betraying the Yugoloths, and the powers that be may reward your ability to resolve such a conflict.

Ten High Level Adventures in Gehenna

- A cabal of liches have a sudden need for several rare components, and they are willing to trade battlefield magic for the first party to collect their list.
- It has come to your attention that several key subcommanders are plotting a coup over the control of the Crawling City. Shatte this conspiracy, or risj all and become its ringleader.
- The Yugoloths are looking to subcontract a dangerous mission on the prime against a noble house of demon-hunters. Get the contract and eliminate the hunters, or accept a greater bribe from the them to hold the contract long enough for them to counterattack.
- Key contracts for the Blood War have been stolen, and the first person to recover them will control a Yugoloth army of immense proportions.
- A war machine of great size and terrible power has been spotted in Mechanus, and such a device would fetch a king's ransom in the war markets of the Crawling City.
- A clique of fiendish spellcasters has set a challenge: the first entity to scour the planes for a specific but almost unique spell will earn a tome of their greatest spells. They expect one of their members to win and then resolve a dispute about claims of leadership of the clique, but an indiscrete servant blabbed the rules of the contract and now several interests seek to win the contest.
- A mortal noble of rare talents has entered the Crawling City and is recruiting agents for one goal: recover the contract that dooms his soul to property after death. To help him is to defy Yugoloth tradition, but the rewards might just be right.
- For some unknown reason, Inevitables stalk the Crawling City, and a clever stagemen might just be able to divert them towards one's enemies.
- The ruler of the Crawling city is missing, and chaos rules as several factions make a bid for power.
- Negative energy has begun to permeate the Crawling City and undead powerful enough to challenge of Yugoloth leadership have begun to rise. Is this an attack by a god whose portfolio is death, or some ruse to put the Yugoloth against an enemy they cannot defeat.

9.6.7 High Adventure in... Hades!

One would think that Hades is among the worst Lower Planes to adventure in... and they'd be right. The plane itself has the two nasty qualities: it poisons you with the Grays until you become a depressed Goth, and the Entrapping trait takes your memories and makes you want to never leave like a bad house guest. That being said, adventure is still possible, even for the least powerful adventurer.

It works like this: think of Hades as an unforgiving desert. Travel in this "desert" is only done by moving from oasis to oasis. These oases are towns and settlements that are built in such a way to resist the Grays and the Entrapping trait (see the Handbook of the Planes for an example of such a place). The only things that permanently live in the desert are creatures who are both immune to the Entrapping trait (like outsiders) or who have already succumbed to it (which has no other game effect other than "become an NPC who doesn't want to leave"); these creatures also have some way of dealing with the Grays, and so they are creatures with SR 10 or better or are immune to Wis damage (like undead). This generally means that the "desert" that is Hades is filled with wild-eyed hermits and bandits and other forlorn spirits (which might be actual undead) living in the blasted and ruined geography of Hades, or creatures of some special power who skirt the edges of civilizations. Some NPCs you meet might just be Entrapped, but enter an oasis once in a while to recover from the Grays; other such characters might have ways to cure the Wis damage that the Grays cause, thus they are entrapped by Hades, but have no reason to enter an oasis, and some powerful creatures can resist The Grays almost indefinitely due to their high Saves.

Hades also has a few other features of note: It's the ultimate source of Evil of all types, and all of the evil outsiders are equally (un)welcome there. You could easily see a Yugoloth, a Devil, or a Demon without that being part of a plot device. Since Hades is the creation place for larva, the serving-sized petitioner souls of very evil people, the big evils of the multiverse have taken to fighting and brokering for this natural resource full time, and it all starts here. Night Hags and Liches are other players in this economy, but they are the freelancers in the publication of evil.

Campaign Seed: The End of Oasis

You've lived in the town all your life, and you know that only madmen and the 'loths live beyond the walls, but now you must travel the wasted plains to find your destiny.

Campaign Seed: A World At War

The Blood War wages endlessly and pointlessly across the Gray Wastes, with most territory never held or even claimed. The only things that have value in this whole plane are the occasional portal, oasis, or larva vein. Every other patch of land is a liability and *no one* wants it.

Ten Low Level Adventures in Hades

- A Yugoloth has died while on a trading mission to your town, leaving behind a shipment of larva. To prevent your town from falling under the 'Loths gaze, you must take them to the nearest Yugoloth city for sale.
- A battle in the Blood War was fought near your town, and the undead fodder from that battle now terrorize the countryside.
- The leader of your town wants it to become a waypoint for message delivery, and he hires you to delivery the first messages.
- Something has been coming in from the wilderness to stalk the townsfolk. Will you track it back to its lair outside of town?
- The well has been poisoned, and you must find a new source of water for the town deep underground, far from the protective influence of your home.
- A terrible new disease has been ravaging all the nearby towns, and the Oinoloth has decreed that the town with the best gift will be spared.
- Devil agents want to construct a supply depot far from their own infernal realm, and will pay well for the location of new oasis(minus any current inhabitants).
- The nearest town has its eye on the riches of your town, and now has agents and a small force scouting for weak points and key personality to kidnap.
- Two caravans have entered your town at the same time, and now they have begun attacking and sabotaging each other at night in an effort to be the only one to leave.
- It's Election Day! Factions in town work against each other in an effort to become the new Mayor, and everyone knows that the loser will end up exiled to the wastes.

Ten Mid Level Adventures in Hades

- For some, mere death is not a real revenge. A powerful leader hires the party to defend a prison built in order to entrap entities in Hades in a spot unprotected from the effects of the plane.
- A legion of elemental soldiers have been led through a Gate, and they have succumbed to the effects of the plane. The first town leader to convince them to join him will gain a powerful fighting force.
- The Yugoloths have decided to annex your township, and only a show of overwhelming force or a high bribe will convince them to leave your town alone.
- Something is destroying oasis after oasis, isolating your town from the trade paths.
- A Gate has been opened to Celestia, and celestials have offered asylum to your township. Is this an opportunity to evacuate your town, or is this a fiendish trick to destroy your town?
- during a battle in an unfamiliar oasis, your party is trasnported to an unknown location in Hades, far from any oasis. Can you find your way home, or even to a safe location before you succumb to the planes traits.
- A series of Gates have opened up to a distant region in Hades, and townships now vie to control the altered landscape.
- The river Styx is flooding, and threatens to wipe out several cities built on its waters, including your town's primary trade partner.
- A caravan of bioloths has entered your town, beginning a carnival that threatens to enslave everyone.
- A powerful Yugoloth has been working against the Oinoloth, and your town is caught in the cross-fire. Will you work against it, or for it?

Ten High Level Adventures in Hades

- Rumor hint that your town holds a mystical font that can make anyone bathing in its waters immune to Entrapping and the Grays, and several powerful forces vie to control this wonder.
- The Blood War has boiled up in your region, and a clever party could benefit from working with one side or the other, or even both.
- A powerful devil decides that he needs more exotic troops, and he is willing to extend his protection to your town if you can capture powerful creatures from several legendary parts of Hades.
- Angels have gained a foothold into Hades, and have decided that your town is the first to be "purified."
- During a particularly brutal battle in the Blood War, a powerful artifact has been lost. The first to regain such an artifact might be a threat to even the Yugoloths.
- A cabal of Night Hag Sorcerers have decided to harvest your town, and the only way to catch them is to breach the barrier between your plane and theirs.
- A powerful outsider offers his services to your town, saying that he can create planar gates. Such a resource would transform your town into a planar metropolis, but can it survive the attention it will attract?
- A powerful Warlord has taken over rulership of several towns, attempting to build an empire in Hades, and your town must either gather the forces of the surrounding towns to fight this menace, or usurp rulership for yourselves.
- A dangerous wizard has found a way to concentrate the evil of the plane, and he is using this evil as weapon that can corrupt even the Yugoloths to his person brand of evil.
- Strange and terrible diseases are taking their roll on all the inhabitants of Hades, and the only way to stop these plagues is to assume the mantle of the Oinoloth.

9.7   To Rule in Hell. . .

Some of our favorite bad guys are the Arch Devils and the Demon Lords. More people can name Jubilex than can name Erythnul, and that's no accident. Jubilex is just a little bit more awesome than any of the official Chaotic Evil Gods. Unfortunately, like many things related to the Lower Planes, there is substantial discrepancy available as to what exactly it is that these Dark Lords *are*. We suggest that you make up your mind and distribute this decision to your player characters:

9.7.1   Ascended to Godhood

In this option, demon princes are gods, which means that they have all the rights, privileges, and pitfalls that status implies. Killing a god is, under this model, the same as trying to kill something as intrinsic to the universe as something like "water" or "love". This doesn't mean that you can't fight these guys: they have worshipers that can be killed, temples that can be burned, and avatars that can be trapped under mountains. Since avatars are like deities you can stab (exactly like that in fact), it doesn't really matter if Mephistopheles is an unkillable ideal that serves as a focus for the prayers and power of his worshippers since you can kick his avatar's can and loot his palace. The real question is this: are demon princes part of your pantheon, or are they merely aspects of existing gods?

If demon princes are gods in their own right, I can't imagine Nerull sitting comfortably next to Yeenoghu at the divine dining table, as those two have a certain amount of overlap in their portfolios (and no one likes a copy-cat). This could lead to interesting adventures as the more accepted evil deities compete for cosmic real estate with the demon princes leading to worshipper on worshipper violence and games of deception where good organizations are manipulated into fighting the followers of the other god.

The same kinds of conflicts could occur if the Demon Princes are just hardcore aspects of more accepted evil gods. Heresy inside a faith can be ripe opportunity for adventuring, as wars have destroyed entire continents over this kind of thing. If Orcus is just an aspect of Wee Jas, you could have the fuel for a truly righteous schism.

Slaying the Gods

Let's face it: in the original writeup, Lolth had **66 hit points**. Not an avatar or anything, the dark goddess of the Drow had less hit points than a 7th level Fighter who had just rolled well (everything had less hit points back then, and 7th level was more impressive, but you get the idea). D&D has a long history of characters stabbing gods directly in the face. Nevertheless, the gods presented in Deities and Demigods are extremely unsatisfying for that purpose (for one thing, they aren't even epic characters, and for another thing they arbitrarily have infinite power in weird, poorly defined ways and that makes any rules adjudication into a game of Cops and Robbers). Orcus, on the other hand, can be knocked down and beaten like a King until he stops moving and a good time is had by all. By making the Dark Lords into "real" gods and keeping their essential nature as stabbable entities, you can achieve some classic D&D moments that are largely missing otherwise from 3rd edition.

9.7.2 President of the Corporation
"Orcus is dead! Long live the new Orcus!"

We all know Orcus, he's one of our favorite guys. He's been portrayed as a fat bat-winged dude with a skull-stick, and as a gaunt skeletal guy with a sword. But somehow he's always Orcus, the Demon Lord of the Undead. In the CEO model of Arch Fiends, Orcus is a *title*. Once someone takes out the current Orcus, then that opens up the possibility for another person or monster to become Orcus. Being Orcus gets you Orcus' desk, the accumulated debts and assets of the Orcus estate, and the authority to molest members of Orcus' numerous cults across the planes. It also gets you a posse of paladins from distant planes who have already dedicated themselves to your destruction.

9.7.3 Powerful Adventurers

Alternately of course, the Demon Lords and Arch Devils can just be adventurers. Like the Player Characters, they've been the protagonists of their own stories and they aren't going to be permanently killed by anything. No matter what takes them down, they'll definitely come back. In this model, Yeenoghu is "just" an Epic Character, and that means that the only reason you know his name is that he's just a little bit cooler than Valishar Goldeneyes or any of the other epic characters that D&D gets cluttered up with.

In this model, the archfiends can be defeated by powerful adventurers. But like the powerful adventurers that they face off against, they have the interest of other powerful party members and assistants who will faithfully cast powerful magic or go on dangerous quests to bring them back from death. D&D characters of sufficient stature can be *defeated*, but permanently killing them is generally not on the table. If enough people know your name, eventually someone is going to *wish* you back.

9.8 Rulership of the Lower Planes

Player characters can gain Influence and Rule in the Lower Planes just as they can in the Prime Material plane. In fact, it's a little *easier* to assume rule on the planes because the planes themselves are conditioned to accept themselves as the property of powerful beings. The Prime Material is just a bunch of rocks in space, but Carceri is *divinely morphic*. This means that to a certain extent, belief shapes the planes in a way that the prime has no real equivalent to. With enough patience and sufficiently good propaganda you can change the weather, populate your region with unlikely creatures, and encourage the region to conform to your expectations in a myriad of subtle ways. Being the unquestioned ruler of a region of any lower plane increases your Influence by +1 per year, in addition to any other benefits you might accrue. Long established archfiends, therefore, have tremendous effective Leadership scores.

Rulership of an infinite plane is, of course, impossible. Even the gods themselves have boundaries to their personal dominions. The realms of the deities are tremendous in scope, but in the context of the plane they reside within they are grains of sand in the wind. The dominions that can be carved out by lesser beings are smaller still, though again they can extend across regions that in any more familiar world would be called vast.

Most of the evil planes are themselves Evilly aligned. That means that any region you happen to take control of is essentially like a huge Film Noir movie. Evil people are just smarter, more perceptive, and *cooler*

in these places than Good creatures are. Strongly evil regions are even worse: even neutral creatures are penalized (so badly in fact, that animals brought into Hades just curl up and die because the plane itself is dissing them so badly).

9.8.1 Location, Location, Location

So you're looking at some Infernal real estate, and you *don't* want some Gray Waste that's 8 days hike to a planar oasis, and you don't want something across the street from a Nalfeshnee Spawning Pit. But what *do* you want? The Lower Planes have a lot of locations that are financially, strategically, magically, or socially important – in addition to those places tat have a property value somewhere between "no" and "*Hell* no!".

Finality

Finality is a planar metropolis in the Infernal Battlefield of Acheron near a minor tributary of the River Styx. Its harsh laws are kept in rigid and uncompromising order by the will of powerful pit fiends, and the city serves as a marketplace for the lucrative trade in souls. Magic items can be bought or sold here, but the currency is always souls (as a planar metropolis, Finality has a gp limit of 600,000 gp). Souls are valued at their CR squared, multiplied by 100 gp. Many items purchased from this location radiate evil, buyer beware. Lodging may be purchased at flat rate of one soul per day per person. The section of Acheron that Finality rests in has the Timeless trait and is mildly Lawfully aligned. The population of The City is about 100,000 people (with uncounted millions of souls), most of whom are Baatezu.

The rules in Finality are uncompromising and bizarre, and the punishments for breaking them are vindictively carried out to the letter by powerful devils. But there is no warfare allowed in the city, and even Celestials and Tanar'ri come to participate in the great mercantile dance of soul collection. Characters must make a Knowledge (Local: Finality) check everyday with a DC of 10 + 2 per day they've been in the city or unknowingly break one of the city's many inscrutable laws (knowingly breaking the law by starting fights or stealing goods is a whole different thing). Punishments range from perplexing to fatal. Characters who stay away from Finality for more than a month are no longer subject to the baroque residency rules and their DCs are returned to 10 the next time they visit.

The city itself is a collection of gothic stone architecture twisted by infernal and magical power into fantastic and improbable spires and towers and nestled amid squat merchant houses, the very stones tainted by the trade that has given birth to the city. Gray stone is unknown, as the city is build from exotic dark-colored stones dragged from dozens of lower planes, and it is amusing to note that the city itself is not built of souls, unlike several other planar locales. Undying fires light the orderly and aesthetically similar city streets, and unsleeping outsiders conduct traffic and trade continuously throughout the day. Food and drink is only available at exorbitant rates, as few residents have a need for such unseemly mortal concerns.

As a city based on a trade practice that is undeniably evil, one would think that heroes and celestials assault the city on a daily basis; but nothing could be further from the truth. Two factors keep the city free from harassment: Finality serves as a way to recover powerful souls of heroes and angels, and the city itself has a glut of powerful spellcasters whose stock and trade requires the existence of the city. Even the most idealistic champion of good knows that to destroy the city is to spread the soul trade far and wide across the planes so that greater depravities would be necessary for these merchants to stay in business. As long as they are bound by the laws of the pit fiends ruling the city, the worst excesses of the soul trade are curbed and bargains can be made with the most untrustworthy fiend for the recovery of a valuable soul.

Though the city is based in a plane with more than a few gods, these powerful entities do not attempt to sack the city for its riches in souls and magic. It is rumored that far back in the city's past, a moderately powerful deity attempted such a feat (or perhaps was trying to recover some follower's souls), and that the spellcasters of the city banded together to capture this bold immortal's soul and bind it into Finality, and have been slowly burning this being's undying essence to fuel their own magics. Whether this story is true or not remains to be seen, but divine spellcasters who enter the city can feel a terrible sucking sensation emanating from the very ground beneath their feet.

Soul Veins

No one, not even in Baator, tries to keep an accurate census of the residents of the lower planes. That's because new residents are popping up all the time. People who were particularly awesome show up in death pretty much as they did in life. They get special attention from the gods who punish or reward them according to how closely their lives matched the expectations of the gods in charge of judging them (which means that most

high-level adventurers end up living the sweet life in whatever outer plane they end up in). Furthermore, these guys are often whisked back to life by powerful magics that have no time cap at all. Famous heroes can be brought back to a living state hundreds of years after they die, and retain their sense of self continuously throughout. But people with small, unimportant lives get a much worse deal in the D&D afterlife. The forgotten multitudes of the lower level mooks and farmers of the worlds get overlooked by the great judging. Their souls are used as building materials – even in the "Good" planes (where, for example, Celestials take the souls of those not deemed important enough to warrant special attention to power street lights and provide illumination for cafes).

Souls of the forgotten are used to create outsiders. Every Hound Archon or Glabrezu you see was at one time one of the forgotten. But others are used to power magic, or to make equipment, furniture, or even walls. Souls are a valuable resource, and sight unseen sell for 100 gp (more interesting or valuable souls can sell for much more depending upon who's buying). The souls of the forgotten bubble up all over the place on the lower planes, and many of those places are pretty inhospitable or even *under ground*. When the souls of the dead appear in a confined space they are crushed into a taffy-like substance called Soulstone. Veins of Soulstone are all over the lower planes, though ones near planar oases, fortresses, and other settlements are generally already tapped to one degree or another. A single soul's worth of Soulstone weighs 1/50th of a pound.

Portals

Portals connect every plane, and many of the portals on the Lower Planes are in areas sufficiently dangerous, that few creatures know of them. Still, so many of the planar denizens have the ability to use *greater teleport* with a limit of 50 pounds of carried items that items of less than 50 pounds from all over Pandemonium can be found for sale in The Mad House at quite reasonable prices. The money in shipment isn't in moving small or fungible things within a plane (any Glabrezu can transport a tonne of rice to anywhere in 9 minutes), the money comes from transporting things *between planes* or transporting objects that weigh *over fifty pounds*. The mark-up there is *intense*, and beings of the Lower Planes are willing to accept price gouging on interplanar and high-mass transport because they understand that the normal "teleport tag" model of goods transference doesn't work for those kinds of transports. Controlling a portal from anywhere in a Lower Plane to anywhere in any other Plane of existence can get a prospective merchant lord the benefits of being a Monopolist (+5 to Profit checks), but only if the portal is opened up to commercial use.

The easiest way to open up a portal to commercial use is to get the word out that you control a Portal and are willing to allow fiends to use it for a fee. That works, as there is enough rapid transport available on the serial teleportation circuit that goods will make their way to your portal as soon as the existence of your Portal becomes common knowledge amongst merchant fiends. There is, after all, a market for *something* in every plane. You may not want to *look* in the baskets that the Gelugons are hauling, but they'll pay in gold or souls, so the money is right. Unfortunately, having your Portal be well known is its own punishment – fiends have a marked tendency towards greed, so if your Portal becomes profitable enough you may have to contend with hordes from the hells coming to take your stuff and not give it back.

With more difficulty, one could attempt to find and manipulate markets on both sides of the portal yourself. The rewards of doing so are even greater (no middle-men means more profits, a +10 bonus to Profit checks in fact). But you'll have to find a source of goods or services, a demand for those services, and transport those goods or services yourself. And while your operation is initially not under scrutiny, if enemies find out about it they'll be even more interested in knocking you over to take it away.

Portals that go between centers of economic activity can be valuable even if they are on the same plane of existence. Moving mid-sized and large objects around the planes is extremely difficult because there's generally no infrastructure for it. The very ease of moving bricks one at a time across the Wastes of Hades has led there to be almost nothing in the way of *carts* or *roads*. Transporting even a mid-sized stone is all but impossible across any meaningful distance. As a result, if a portal is capable of moving heavier objects and connects two places that host reasonable amounts of economic activity on both sides, the controller of that Portal is considered a monopolist (+5 to Profit checks). Portals connecting planar metropolises on different planes are even more valuable, and provide the bonus (and the potential hostile interest) of both a Portal between planes *and* a Portal between centers of economic activity. And yes, you *can* get the bonuses for being a monopolist twice.

Planar Oases

The planar traits on many of the planes (especially Hades) are... not good. But there are places on any plane that lack those planar traits or have the planar traits of other planes. Those places are *extremely valuable*, as they are pretty much the only place that most planar denizens can live, work, or play on many of the planes.

Planar oases in places like Pandemonium or Acheron are fairly valuable because being Lawfully aligned in Pandemonium is unpleasant, but a Planar Oasis in the Gray Wastes is *extremely* valuable because life in the Wastes is almost impossible for most extraplanar creatures. Owning a stronghold in a planar oasis draws planar denizens to your banner, causing your Influence modifier to increase (PoF).

- Every month that you hold a Planar Oasis on Pandemonium, Acheron, or Carceri increases your Influence by +1.
- Every month that you hold a Planar Oasis on Baator, Gehenna, or the Abyss increases your Influence by +2.
- Every month that you hold a Planar Oasis in the Gray Wastes of Hades increases your Influence by +5.

Note that holding a planar oasis isn't easy. Fiends and even Celestials from all over the planes will come to take your stuff for use as a military beachhead or planar resort. Although the bonuses to your influence are cumulative for holding a Planar Oasis for a long time, you lose them all if someone else takes your control away. When you take control of an oasis from another creature you can either allow the current tenants to stay (keeping the entire Influence onus of the previous owner for yourself and inheriting whatever problems the previous owner had allowed in), or attempting to clear out the old residents and start over (resetting the Influence bonus to zero as soon as you're done, but allowing you to do things "right").

9.8.2 Wondrous Architecture of the Lower Planes

The planes are well known for fantastic locations, and the fiendish constructions of the Lower Planes are no exception: demon cities of unusual construction compete with the infernal strongholds of powerful fiends in both grandeur and designed atrocities. Magic often goes into the construction of these locations so that these places become conduits for the energies of the Lower Planes. Such places must be built from scratch to create these effects; no existing city can be modified to gain this wondrous architecture.

Any Prerequisites for these kinds of cities are flavor considerations. It is a DM's option to allow such a city to be built, and he will determine any costs or prerequisites needed to create such a place. This is not because we are trying to keep these effects out of the hands of the player characters – quite the opposite. In fact, it is because we *want* players to use these effects now and again that we make them uncosted. Within the context of the D&D metaeconomy (where one is specifically allowed to *purchase* epic magic items with tonnes of gold), there is just no possible fair cost for an entire city covered with magical effects. That kind of thing is really awesome flavor-wise, but giving it a cost unfortunately leaves it transferable into magical equipment that can destabilize the game. See the Book of Gears in this document for information on getting around this issue.

Necromantic City

Built with materials associated with necromancy and populated by the undead, these cities have features like obsidian walls buildings, bone dust in the street instead of dirt, and images of death on every surface. Pale ghost light illuminates the streets and the living slowly die within its walls.

Prerequisites: Over 75% of the population must be undead.

Effects: All Necromancy effects are at a +4 caster level, and every day spent in the city inflicts a negative level (this heals undead of 5 HPs).

Serpentine Labyrinth

The streets of this city are twisting mazes and the angles formed by buildings and walkways are designed to confuse and inspire disorientation.

Prerequisites: City must have been designed by someone with at least 30 ranks in Knowledge(architecture).

Effects: Any non-native entering this city halves his movement rate while in the city.

Redstone City

The stones of the city absorb blood, and the city itself inspires violence and hatred.

Prerequisites: The city must be build from stone pulled from sites of great violence.

Effects: All starting reactions of NPCs are one level more hostile.

Spired

Magic has been used in the construction of the city to enable tall spires of surpassing delicacy. Only the most agile fliers can enter such a city, but defenders can fire down upon invaders with surprising ease.

Prerequisites: City must have been designed by someone with at least 10 ranks in Knowledge(architecture) and the ability to cast 5th level effects.

Effects: Only flyers with a Maneuverability Rating of Good or better can fly in the city. Attackers in the city suffer from archer attacks every 10 minutes as natives exploit the unique construction of their city.

Basalt

Magically heated stone forms the basis of every building in this place, and the weather in this city is always equal to high summer in the dessert.

Prerequisites: These cities must be built by natives of Fire-aligned planes or with the ability to cast 5th level effects.

Effects: The weather in the area is always at least as hot as "Severe Heat". Unearthly and burning heat happen wih surprising regularity.

Plague Town

A Plague Town is known for its poor sanitation, lax attitude about corpse and garbage collection, and vile culinary practices. As a result, living within such a place means that disease is a constant companion, and few visitors travel to such a hellhole.

Prerequisites: Such cities are always in remote locations.

Effects: Non-natives must make a DC 15 Fort save for every day spent in the city or else catch a random disease. Each native is a carrier of 1d4 diseases, but is immune to their effects.

Forgotten

Some locales in mist covered mountains and secludeed valleys seem to slip from mortal memory, and travelers can seldom find these places after they have left them.

Prerequisites: Such cities are always in remote locations.

Effects: This city is invisible to anyone not within 100' of it, and pathways leading to it are concealed by illusions to appear impassable. Any non-native leaving the city must make a DC 15 Will save or forget which pathways lead to its location and details of its interior (meaning that you cannot use teleportation or travel magic to return). Such a city can be found again if the general area is searched again (such as the entire plain, mountain range, swamp, or ocean).

Forsaken

Forsaken cities are cursed and empty, the sites of great betrayals or massacres. Only the strong-willed can enter and remain in such a place.

Prerequisites:

Effects: When entering the city, and every day afterwards, a DC 15 Will Save must be made or else the subject cannot bring themselves to willingly enter the city for a month.

Rune-built

Streets and buildings in this city form runes when viewed from a great distance, granting the effects of a spell upon the city or its people. Some notable examples of this kind of city include:

- **The Palace of the Maskers:** A city known for secret meetings and negotiations where every person in this city is affected by *alter self*.
- **Wide Sky:** A floating city on the Elemental Plane of Air where everyone can *fly*.
- **The Free Nation:** A town in Limbo protected by a *magic circle against law*.
- **The City of Secret Things:** A major trading post in the Astral plane where *obscure object* has been cast on every object.

Prerequisites:

Effects: A spell of up to 3rd level can affect every person, object, or area in the city, and this effect cannot be dispelled. This effect does not last beyond the borders of the city.

Hungry

Some cities seem to have a life of their own, and they consume the weak and the foolish. People entering such a place vanish without a trace when they leave sight of their friends, and only the strong last long in such a place. Such a city might protect group of predators with magic effects, might have a high crime rate due to magically enforced disrespect for laws, or it might simply animate buildings or statues and devour the unwary; no two Hungry cities are the same. Such cities are noted for having small police forces as troublemakers are either protected or devoured by such places.

Prerequisites: Varies.

Effects: For every day spent within this city, an individual must defeat a CR 5 encounter. Should an individual be defeated by this encounter, his body vanishes. Natives of this city are immune to its effects.

Magic Dead

Some beings only trust the power of muscle and steel, and have carefully crafted their city in order to scour clean the flow of magic. Such a city is note for being well constructed and sturdy and its people hard-working, but unimaginative.

Prerequisites: Such a city is never ruled by a magicracy or race with racial spell-like or supernatural abilities and never sells magic items in its shops or markets.

Effects: Every area of this city is inside an *antimagic field*. *Scrying* cannot pierce this place and travel magic cannot bring one closer than the gates of this city.

Wicked

Terrible acts are performed in this place, and evidence to this fact is written in both the construction of the city and faces of the natives. Vile statuary and murals cover every available surface, and natives of this unholy place do little to hide their depraved desires or acts.

Prerequisites: City must be in a planar area that is evil aligned.

Effects: When entering this city, and every day afterward, make a Will Save (DC 15). On a failed save, the victim is Shaken for the duration of his stay.

Infernal Fortress

This city is designed to hinder the spell-like abilities of attacking fiends with features like shifting geography to foil *greater teleport*, runes that block summonings, and mists that negate the advantage of being able to see in darkness.

Prerequisites: City must be designed by someone with knowledge in Architecture, History, and the Planes of at least 10 ranks.

Effects: Other than the formidable defenses of the metropolis, there are no effects.

9.8.3   Business as Usual

There is profit to be made on the lower planes for the unethical, and that means that almost everyone has a scheme to get rich quick or swindle the other man. In the lower planes, as everywhere else in the multiverse, everyone thinks that they're smarter than average, have a good sense of humor, and are good in bed. If someone in Gehenna tells you that they don't a scheme, *that's part of their scheme*.

Orchards of Larvae

Larvae appear whenever a particularly evil creature dies on the Prime Material, and none of the gods care enough to do anything specific with them. They appear all over the Lower Planes, but they appear in some places more than others. Those areas where larvae appear with more frequency are called *orchards*, and those of them as have been discovered are generally heavily built out. An exception is those that are in the Gray Wastes of Hades, which are at best occasionally looted by Night Hags or Blood War Soldiers. Larvae burrow themselves into the ground and huddle in the dirt soaking up evil until they metamorphose into a Fiend or are eaten by infernal wildlife.

Gaining control of a Larvae Orchard is like gaining a business, save that its relative location isn't important. Even large Larvae are less than fifty pounds and quite portable by *teleportation*. A Larvae Orchard, thus, has a +2 Profit Modifier regardless of whether it is in a Planar Metropolis or the middle of a hoary wilderness. Larvae sold on the open market are used for everything from a luxury food to a source of powerful servants.

> **Larvae Orchard**
> **Primary Skill:** Search
> **Secondary Skills:** Handle Animal, Sense Motive
> **Capital:** Special (4,000 gp)
> **Resources:** Medium
> **Risk:** High

Running a Larvae Orchard is a highly eventful proceeding. Every season, roll a d6: on a 1-3 subtract 10 from your Business Events roll each month, on a 4-6 add 5 to your Business Events roll each month. These modifiers are replaced each season.

Pain Stills

Liquid Pain can be harvested from any sentient creature tortured to near death over a long period of time. It is also a powerfully addictive drug and a source of intense magical power. The creation of Liquid Pain is quite Evil, but that in no way discourages anyone in the Lower Planes. Liquid Pain can be used to create magic items or empower spells, and no one even notices that it turns items created with it [Evil] because the environment is doing that anyway.

To make a Pain Still, one merely needs a relatively stable area to keep a tremendously expensive alchemical apparatus and a dungeon full of prisoners with a diverse assortment of torturing gear to agonize them. Some Pain Stills torture victims to near death and allow them to go, others simply kill victims who are no longer capable of being juiced.

> **Pain Still**
> **Primary Skill:** Craft (Alchemy)
> **Secondary Skills:** Heal, Profession (Torturer)
> **Capital:** Low
> **Resources:** High
> **Risk:** High

Zombie Factories

Fiends abound who are able to create undead with their spell-like abilities, and this allows them to create undead without using valuable Onyx. In a zombie factory, these powers are used as part of a service to create uncontrolled undead by the score. These services are often employed by wizards, clerics, and dread necromancers who have the ability to control uncontrolled unintelligent undead by any of a number of means.

Corpses and skeletons are brought to the zombie factory, where they are modified with the addition of metal plates and the like, and then animated with fiendish powers. It is then up to the customer to take command of their new toys and take them away. High priced zombie factories exist that procure specific requested bodies to be animated.

> **Zombie Factory**
> **Primary Skill:** Craft (Armorer)
> **Secondary Skills:** Knowledge (Nature), Appraise
> **Capital:** Medium
> **Resources:** Low
> **Risk:** High

Fossil Storage

Powers exist in the lower planes that can petrify creatures, leaving them as calcified statues sleeping away the eons in a blanket of stone. With the known relative ease of raising the dead, the ability to remove an opponent without literally killing them is in high demand.

Some creatures even hire these services, not as jailers, but as hiding places. Keeping themselves in storage out of the reach of vengeful arms long enough to be forgotten. The Petrification Guild guarantees that you'll be revived at the appropriate time specified in your contract.

A Petrifying Prison is different from ordinary businesses in that it is in all ways advantageous for it to be far away from any civilization. The profit check for a Petrifying Prison gains bonuses that are inverted for its location: the Wilderness grants a Profit Modifier of +10, Rural +4, Town +2, City +0, Metropolis -4, Planar Metropolis -10.

> **Petrifying Storage**
> **Primary Skill:** Knowledge (Dungeoneering)
> **Secondary Skills:** Knowledge (Architecture), Listen
> **Capital:** Low
> **Resources:** High
> **Risk:** Medium

Arbitrage and Skullduggery

Of course, lots of mortal businesses have counterparts in the lower planes. Mercenaries, Ferrymen, Merchants, and Farmers all exist aplenty in the dark planes of existence. A business run on the planes functions just like the normal businesses listed in the DMG2, save that the Risk is increased by one level (to a maximum of High).

9.9   The Constructanomicon
"How does that even stay up?"

Perhaps the most important question surrounding Dungeons and Dragons is the question why there are Dungeons and Dragons. When you think about it, that's pretty weird.

9.9.1   Dungeons: By the gods, why?

Alright, we know that you love dungeons. We love them too, despite the fact that we're pretty sure there is no good reason for the silly things. The average D&D game world is frankly incapable of the technology or manpower needed to build vast underground complexes. I mean, look at our own world history: aside from a single underground city in Turkey and a couple of pyramids and tombs, the ancient world took a pass on underground life. Even the old excuse of "Wizards can magic it up and they do it because its defensible" is a bit lame considering that we are talking about a world with teleport and burrowing and ethereal travel; being underground is actually a liability since its harder to escape and people can drop the roof onto you, not to mention the incredible costs involved in doing it even if magic is available.

So here is what we suggest: dungeons have an actual magical purpose. By putting anything behind at least 40' of solid, continuous material (like solid walls of dirt, stone, ice, or whatever, but not a forest of trees or rooms of furniture) the area is immune to unlimited-range or "longer than Long Range" spells like Scrying and transportation magic like teleport, greater teleport, the travel version of gate, and other effects. You can use these magics inside a dungeon, but you also stopped by a 40' solid, continuous material in a Line of Effect; this means you can use these effects inside a dungeon to bypass doors and walls, but entering and leaving the dungeon is a problem, and parts of the dungeon that have more than 30' of material in the way between your position and the target of your effect will be effectively isolated from your position.

In summary, in a best-case scenario you can transport yourself to a dungeon, then bust in the entrance and enter the dungeon, then transport yourself to the place you want to be inside the dungeon. In a worse-case scenario, the dungeon designer will have built the dungeon in such a way that only someone aware of the layout can take full advantage of unlimited range or transportation spells like teleports and Scry, or even that most or all areas if the dungeon are inaccessible to these effects.

Of course, there are exceptions. The idea of permanent portals, gates, or teleport circles are just too common in D&D and too fun to just abandon. Permanent effects will continue to regardless of materials in the way, and will be the premier way to enter and leave dungeons, as well as the best way to move inside a dungeon.

By incorporating these changes in your D&D world, you are ensuring that players actually explore rooms in your dungeons that you have painstakingly built, you avoid all the problems with Scry-and-Die tactics, and you'll find that players actually care about dungeon geography. It also adds a bit to suspension of disbelief in your setting, which is only good for a cooperative storytelling game.

Dungeons: building dungeons for fun, profit, and defense

As an old hand at D&D, I've seen more dungeons than I can count. Most have followed a "random generator and a new pad of graph paper" philosophy to dungeon construction, and frankly that's got to go. Here are a few tips to constructing a dungeon that makes real sense:

Chokepoints Are Your Friend

Most dungeons are built like a modern building: ease of use and easy access are emphasized. Don't do that. Remember that a dungeon is built with the idea that it will be invaded at some point by a hostile and possibly supernatural attacker. At the very least, this means that rooms will not have doors to every adjacent room, and single hallways to single rooms will also be avoided.

Chokepoints are your single most important consideration. You want to make sure that attackers get bottled up in them and your forces don't get caught up in them. That's trickier than it sounds. Generally, place your chokepoints at the entrances and exits of your dungeon, and possibly at "fall back" positions where troops can make another stand if their position is overrun. Key locations should have their own chokepoints like prisons, treasuries, and quarters for potentially hostile quests. Locations that should not be blocked off by choke points include barracks, armories, and key storage rooms, since you never know when your troops might need some arms or materials to react to a threat.

The Three "M"s: Mobility, Manpower, and Morale

A dungeon is built to house a fighting force, and several considerations come into play in its design. If your dungeon is an abandoned ruin, then the current residents might not exploit these features, but be sure that the original designers had them in mind..

Mobility: Choke points are the first stage in the idea of mobility, as they assume that your enemies will be stuck gathering their forces at once point and behind that chokepoint you are gathering your forces as well; however, that does not need to be true. The designers of a dungeon can easily place one-way secret doors that allow them to get behind an enemy position and outflank an enemy, sending forces from two sides to crush an enemy.

Also, the common feature of long hallways with rooms off to the sides must be avoided. While this is a simple arrangement (and easy to draw on graph paper), it allows attackers to make straight shots toward key areas. It is better to mix-up the layout of non-essential rooms like storerooms so that enemy forces become split as they search rooms and take different routes. A common mistake like a long hallway or a central room with doors allows the enemy to send scouting forces to check rooms, then they can quickly surge forward if one of those forces finds a threat. It is better to split an enemy's forces between several collections of rooms, leaving groups isolated in the event of a counterattack.

Manpower: A well-designed dungeon needs guardians, and there are no solid rules about who you need in your dungeon. Generally, you want troops that are loyal, intelligent, and powerful, but often other considerations come into play. Dumb beasts can be chained at a choke point, and they are perfectly suitable as guardians, and large numbers of weak but smart defenders can set off traps, block passages, or slow the advance of the enemy with caltrops or even their own lifeblood. Depending on the type of guardians the dungeon was intended for, it can have wildly different layouts. For example, a dungeon may have a room that is merely a pit with ladders leading to an entrance and exit, and this room simply houses a dangerous beast like a Dire Bear. Any enemy who wants to take this chokepoint would need to fight the bear. Another example could be a dungeon designed to have kobolds as defenders; this kind of dungeon may have small-sized corridors so that they can move quickly from rooms to room (so that any medium-sized creature must squeeze in) and covered shooting galleries where the kobolds can use crossbows to fire on attackers from relative safety.

Morale: An often overlooked aspect of dungeon construction is morale, which is the simple question of "are my troops happy enough to stay and confident enough to fight." Kitchens and ample food stores are a good first place to start, as are comforts like good barracks or personal rooms, timely payment of salary, and

amusements. While a Half-fiend Chimera can be locked in box without food or air, its loyalty and willingness to fight is definitely in question. Some dungeon creators use mindless beasts or unintelligent monsters like oozes, while other creators use controlled monsters like undead, but these troops are generally less effective than dedicated and intelligent troops.

If the dungeon has luxuries like escape routes, common rooms to socialize in, entertainments like gaming rooms, and places to worship gods, troops will be more willing to fight when attackers threaten. Without these things, troops might surrender or flee from a hostile threat, or even turn on the dungeon creator.

Form Follows Function

Sometimes, dungeons can be designed in a crazy fashion that is fun to play in, but makes no tactical sense. That's fine, since it can mean that the dungeon was built as part of a magical effect or for some mystical reason. A certain arrangement of rooms may create a dungeon-wide effect that blocks ethereal travel or teleportation, or maybe the fact that the dungeon is arranged like a demon's face means that the dungeon is a giant mystical trap for a bound demon.

The sky is the limit for this kind of thing, and we encourage you to "go nuts" as it creates flavorful dungeons that you will remember years later. I'm certain people are more likely to remember a dungeon built as a giant hive with hexagonal rooms, honeycombed passages, and undead bees than they are going to remember a standard temple of Orcus.

Castles and Manors: Taking the Dungeon out of the Dungeon

Traps, choke-points, humanoid defenders, and monstrous occupants can all be found guarding treasures and lifestyles above ground as well as below. Unfortunately, a building that extends above the surface is inherently more vulnerable than a true Dungeon to the most feared of D&D tactics: Scry & Die.

Unimportance

While a castle is by definition subject to scry & die tactics, the number of creatures actually capable of pulling that off is fairly limited and if they don't care enough about your buildings, you're pretty safe. A building doesn't have to be bereft of valuable loot and major players in the game of thrones to avoid teleport assaults – it just has to look that way. In many ways a run-down shack is safer than a gleaming adamantine fortress. And that means that illusions like hallucinatory terrain and mirage arcana are very valuable to any fortress whose purpose is to keep its occupants and their treasure safe. If no one cares, your swag and your family are safe.

Magically Foiling Diviners

When you don't have 40' of solid stone between you and the hostile world outside, scry & die is a real problem for you. Especially if you're trying to keep order and rule a region, and therefore hiding your fortress really isn't an option, magically protecting yourself from attack magic is going to look pretty tempting. For those of you who are old school, attention has to be drawn to the fact that *nondetection* actually doesn't work at all. It costs you money every day, and the would-be teleport assassins have a chance of spell failure every time they attempt to scry on your location. But nothing happens to them if it doesn't work, so at best *nondetection* makes them try again later. Eventually they're still going to come for you, and you're out a small pile of diamond dust.

The big winners here are *mirage arcana* and *mindblank*. *Mindblank* always wins, even against gods, but it only stops people from pulling a scry & die on you. Your enemies can still teleport ambush your house, or your butler, and just sort of assume that if your servants are preparing your favorite food in your house that you're probably in there somewhere. This means that if you are living a high profile gangster lifestyle, *mindblank* is of limited utility, but if you are willing to be a shadowy sage who lives on a demiplane somewhere that no one has heard of, it's totally the win. Mirage arcana simply makes a room appear as a different room. This means that when someone attempts a scry & die, they end up shunted to some completely different room that presumably has deadly magical traps all over it. Unfortunately, there are ways for a clever diviner to bypass that sort of thing, and there's not a whole lot you can do about it. Ultimately, only stupid Wizards lose when they pull Scry & Die, so based on the Intelligence requirements of Wizarding... you pretty much know how this is going to go down. Still, a clever Illusion trap can nab an impatient Wizard, and that's often good enough.

A special shout-out needs to go to *dimensional lock*, because the effects on would-be teleport assassins is hilarious. It doesn't cause the spell to fail, it merely stops dimensional movement into the warded area. So the assassin moves to the Astral Plane, is shifted at high speed over to the segment that corresponds to next to

your bed, and then the shift back into the material world fails. This leaves them all buffed up and stranded on the Astral Plane. You can even amuse yourself by putting lethal traps on that portion of the Astral Plane to nail these guys on the way in. The downside of course is that a lock is only 40 feet across, so covering enough of a castle to make teleport ambushes impractical is difficult. Still, if you have enough 8th level spell slots lying around (or less, remember that it's a lower level spell for the Summoner), it provides the basis of some very nice protection. Also good is the fact that since dimensional locks can be tiled, it can also leave spaces that you can use as a means of entrance/egress and which can be potentially defended if they are used as attack points by hostiles.

The *anticipate teleport* line of spells is a cantrip on the Summoner list for a reason. Those spells don't actually stop a scry & die, and the areas are very small and duration unexceptional. Even if you are a Summoner, defending your house with *anticipate teleport* is probably implausible. The final consideration is the elephant in the room: *Screen.* It's an enormously powerful spell where it fools scrying "automatically", but unfortunately it is defined so vaguely as to be essentially unusable without creating an argument. Which is really a shame, because it's otherwise the best hope for defending yourself. Your best bet is to make certain key rooms appear like other rooms so that teleport ambushes end up in the wrong areas – which means that it's basically just *mirage arcane* that's several levels higher.

The Public Square: When Divination Doesn't Matter

Sometimes your building is Courthouse, or a Market, or a Factory, and the entire point is that the general public goes in and out of the building all the time. In such a circumstance, all the divination magic in the world doesn't mean anything because your enemies can actually just walk into your building to scout the place for a teleport ambush or even buff themselves up on the outside and then run in while 1/round a level spells are counting down their awesome. In these circumstances, you're going to want a fall-back position to be readily available on little or no notice. Contingent magic and magical traps may well want to pull key personnel out rather than send summoned monsters or impediments in. After all, if you put off the final confrontation for 20 minutes, the teleport ambush has essentially failed.

9.9.2   Traps
"How did that boulder not crush those displacer beasts?"

Dungeons are classically filled with monsters and traps. That can be cool, but I'll be the first to admit that it's pretty weird. Traps and monsters are profoundly counter synergistic.

Designing Traps

There are numerous collections of devious traps that can easily kill a single character or an entire party. But let's face it: most of them are dumb. Making a trap that will kill or humiliate characters doesn't make you a genius, making traps that kill player characters is easy. Just have the roof cave in to inflict more damage than the PCs have in hit points, it's not even hard. The difficulty is making traps that make sense, as well as traps that will add to the enjoyment of the game rather than paralyze it with a continuous "I check the banister, Mother May I?" fest.

Placing Traps

For a trap to be effective, it has to have essentially no chance of backfiring against its creators. Remember that the dungeon occupants are going to spend a lot more time in the vicinity of any traps than any invading force is, so there has to be a pretty good reason why the trap wouldn't backfire. Traps can cordon off areas that are too big or too small for the normal residents to set them off (Kobolds might put in a collapsing floor that triggered off a weight of over 100 pounds, and Stone Giants might put nasty traps all over any 5' hallways that ran through a dungeon they occupied), or areas that are for whatever other reason off-limits (Dwarves might trap tapped-out shafts in their mines to nail burrowing monsters trying to sneak in the back way). Some traps sound like they'd be plenty selective enough to put everywhere – like magical symbols that only blast the forces of Good or heretics who don't follow your god. Be careful with those, as just because they won't explode on any of the normal residents doesn't mean that they won't be a liability. After all, what's the point of being a Cleric of Loviatar if you can't have captured Paladins brought to your chambers for interrogation?

Traps can also be left in an "inactive" state much of the time, and then triggered into activity only when the dungeon's occupants believe that they are under attack. A switch that activates traps in many non-essential

areas (like the rec room or the loading dock) is a very real possibility. These can also be activated in layers, a prearranged fallback point might have the mechanisms to activate traps in the outer area that has presumably been compromised by intruders.

Remember that a trap, once active, makes an area more difficult to use. Sometimes that's OK, as is the case when the area in question is being invaded by Bugbears or is itself a tomb prison meant to hold a powerful demon god. But sometimes that's really inconvenient. Active traps just don't make any sense in the mess hall or the barracks. Your own soldiers are going to fall into that pit full of spikes about a thousand times more often than invading adventurers are if you put it right next to the beer kegs.

Organizational Traps

The least obvious, but in many ways most useful trap is one which simply allows defenders to respond appropriately to an oncoming attack. An alarm spell is, in the right hands, the most powerful trap in the core rules. You can put it anywhere, and all it does is make a sound when someone enters the area. Like the bell that sounds when you enter a 7-11, the effects of this trap do not meaningfully interfere with the normal operations of the facility they are ensconced in. These traps have as their core utility that they alert the defenders or delay an attacker. Really swank traps will do both.

Obviously, these traps are only worth anything if you have defenders. But remember that a dungeon filled with giant centipedes, or some other mindless monster really isn't going to take full advantage of an alarm system (a ringing bell may wake a sleeping mindless defender up, but it's not going to be able to figure out whether the bell indicates a customer or an invader). Traps designed to misdirect, delay, or otherwise hamper invading forces are only going to appear in unoccupied regions of a dungeon if they are capable of diverting unauthorized entrants into lethal traps. The name for that kind of set-up is a "Rube Goldberg Mechanism" and it generally has no place in D&D. Looney Tunes or Mousetrap perhaps, but generally not Dungeons and Dragons.

Lethal Traps

Lethal traps are in no way less dangerous to their creators than they are to invaders. Remember always that the creatures in a dungeon intend to live there for perhaps years or even centuries, and the statistics on mine fields just aren't good. The residents of a dungeon have to be completely convinced that a potential trap can't cut off their jangly bits when they are making their way to the privy in the middle of their sleep cycle. That doesn't even mean that lethal traps can be in places that unauthorized residents aren't allowed (like the master's bedchamber) – that's going to end up beheading servants and guests.

Lethal traps appear in only a couple of kinds of places:

- **Battlefields:** If an area is contested, right now, having a lethal trap in there is an antisocial but plausible technique.
- **Deserted Regions:** If you leave the dungeon to go on a pilgrimage to a Planar Touchstone that you dig, it's quite thinkable to activate some nasty traps while you're gone.
- **Inaccessible Areas:** If you take over a Brownie hole, there's going to be a lot of crazy hallways that you can't even get into. Filling the mouse holes with mousetraps is fine.
- **Vaults:** If you have something, like a repository of important treasure perhaps, that is really hard to open and is supposed to be used infrequently and possibly only in some sort of crazy "two guys whip out their keys at the same time" scheme – trapping that is totally expected.
- **Discerning Traps:** Some magical traps are able to detect certain kinds of creatures and only detonate on specific ones. Unless you're a crazy loner wizard who has no friends and conducts no commerce, those are pretty much a liability. But hey, if you are a Lich-Master Hermit, then those sorts of traps are fine.

What this means is that if a dungeon isn't on a war footing right now, any lethal traps in it are probably going to be inactive. If the hobgoblins don't believe that they are under attack right now, the pressure plates all over the dungeon are going to be in their locked position and opening doors is not going to cause poison blades to shoot out. Once they fall back and pull the "totally being attacked" lever – then you can go back to worrying if Gygaxian traps lurk behind every door or neck-level tripwires might release torrents of green slime.

Living Traps

Some creatures are essentially traps, distinct only in that they have a Wisdom and Charisma score. The monstrous spider, the dire bear in a pit, and the golem are all classics, but the sky is really the limit here.

Creatures can act like guard dogs if they are intelligent or magically controlled enough to tell friend from foe. Or they can act like punji sticks at the bottom of a pit if they are uncontrolled.

To be useful to a dungeon's occupants, a living trap has to be unable to turn on its masters. The occupants live in this place so any "wandering monsters" had best be capable of discerning intruders from VIPs. Any monsters that can't make discernments like that need to be kept in cages or other inaccessible regions of the dungeon until someone specifically unleashes them in the event of a dungeon invasion. What this means for a dungeoneer is that successfully disguising yourself as a Dungeon Resident will keep the trained displacer beasts from attacking you. Furthermore, if you sneak into a dungeon, the untrainable creatures (monstrous vermin, ooze monsters, whatever) are all going to be locked up until an alarm gets sounded. A little discretion can make the dungeon environs a lot safer for the would-be raiders.

Beneficial Traps

Game mechanically, any localized triggered magical event is a "trap". So if you whip out a room that heals everyone in it every round or an immobile pool that you can scry right out of, that's going to be a trap as far as the game is concerned. That means that the residents of a dungeon can shill out surprisingly small amounts of nuyen to get their pads to do all kinds of crazy stuff. Unlimited healing, permanent scrying pools, and more will be a fact of many rooms in virtually any dungeon. Moving these things is impractical, so ownership of a dungeon can be a very lucrative proposition

9.10 Dungeons of Note

Sure, you've been to the sewers under the town, and the maze in the wilderness, and the cave that opens up into the Underdark, but when was the last time you went into a dungeon that you cared about in any way? Which was the last one that had some traction, some *pizzazz*? Here are some sample dungeons that will stick in the players' minds long after they leave them:

9.10.1 The Hall of Records

It's where information goes to die, except that it never dies. Located in a distant corner of Baator, the Hall of Records is a timeless library that contains a wealth of information dating back to when only the Aboleth had an empire in the mortal world. The filing system is intensely baroque, and it requires more than good searching skills to find the document that you need. The layout of the complex is inherently evil and unhelpful, designed to hamper and ruin those who need its services. The extradimensional floor plan is highly confusing and moreover the noneuclidian geometry is run with substantial changes on each layer. The index can tell you approximately where you need to be, and the only way in or out is teleportation.

Every visit to The Hall of Records is unique, and the players don't really need to map it all out. The really neat part about the place though is that it is strongly opposed to Divination magic and timeless. This means that creatures can (and do) hide out in here for hundreds of years when they make a lot of enemies. Many of these vagabonds make permanent camps in various parts of the Hall of Records. They live a limited, hermit-like existence and react strongly when other creatures enter the areas they have claimed as their own.

9.10.2 The Tomb of Iuchiban

The world's greatest blood mage made a quite credible attempt to gain godhood and nearly succeeded. Actually killing him permanently was essentially out of the question (and completely pointless for a being of such incredible and unethical power), so he was imprisoned into a block of jade. That block of jade is further suspended in a lake of mercury in the center of a lattice of tunnels filled with the most dangerous traps that the greatest architect magician of the time could create. The nature of the construction suppresses and confuses shadowlands creatures, as well as conjuration and divination magic, making them more and more unreliable as you get farther towards the center. The original architect set the last traps from the very center of the tomb and could not himself escape, so he committed suicide right there next to the final prison. If you can get to the middle, you'll see him there and get to read his last thoughts, still preserved after all these years.

And while crawling your way through metal lined tunnels (to stop burrowing creatures) filled with imaginative lethal traps might seem like a bad thing, remember that your progress through the Tomb is essentially timed. Guards patrol the outside of the Tomb constantly, and the Empire will send people into the tomb if and only if Blood Speakers have broken that perimeter in an attempt to revive their lord. So whether your party is composed of Blood Speakers or Imperial Agents, the other team is also making its way through the maze, and if you don't get to the center in time, things will go badly for you. Taking 20 on Search may not be possible.

9.10.3 The Garden of the Gretel the Snowshaper

Long ago there was a 15th level Illusionist with access to several of the effects that increase the reality of shadow spells, allowing her to make 90% real simulacrums of herself with 13 levels and some spare XP, who were also able to make simulacrums of her, which were therefore also able to do so, and so on and so on. When she was finally slain, she had already amassed an army of approximately 100 13th level copies of herself in her workshop located in a valley blanketed in a constant layer of snow. And each of the simulacrums is unable to gain levels, so they have nothing better to do with XP than just make magic items, constructs, and wondrous architecture with it. Each simulacrum is completely aware that it must follow the orders of another simulacrum farther up the chain towards the original Snowshaper, so each takes great pains to avoid talking to other simulacrums lest they be forced to follow potentially self-destructive commands.

The Garden today is so wrapped in Illusions that it appears to be a garden in truth. Fountains, hedges, and colorful birds stand in stark contrast with the icy and forbidding mountains that surround the valley. Thermal Illusions make the region feel balmy and warm, but in truth the area is so cold that exposed skin will become frostbitten in a short period of time (noticing this is happening requires a successful DC 24 Willpower Save to disbelieve the affected temperature). Gretel's palace appears as a fancy pagoda made of paper and wood, but in truth it is an edifice of ice carved through with tunnels. About 80 Gretel Simulations persist to this day, and they are still under orders to remain in the valley and make things. Each of them has hidden herself in sections of the castle or the surrounding gardens, attempting to fend off other lower numbered Gretels who could command them. Reactions to non-Gretel characters entering the valley are highly mixed, often constrained by the last orders they received when the Garden was still functioning properly.

9.10.4 The Closed Shafts

Dwarves and Kobolds dig tunnels deep into the roots of the mountains in an attempt to get access to the veins of gold and mithril that run through the earth's rocky heart. Particularly deep shafts often yield the best results, so the different teams sometimes have been known to sacrifice a bit of safety to push down as far as possible. Rivalry between the dig teams of the different races is intense and when the mine shafts break through into one another, battles often erupt over mined out territory. Shafts compromised by enemy forces are sometimes boobytrapped by either (or both) of the races, and the maps of the shafts become confused for both sets of foremen. Such was the case in the section now simply called "The Closed Section" by Dwarf and Kobold alike.

Both the Dwarves and Kobolds had been digging into what promised to be an exceptionally rich vein of mithril ore, and had been playing the territorial control game against each other, breaking shafts through into the other's territory and trapping it. The dangerous, yet not unusual game was upset when the Dwarves hit water, flooding the lower sections and threatening to terminate the entire project. Undaunted, the Dwarves began setting up machinery to pump the water out. Once that started coming online, the Aboleth attacked. Having massively more power than the Dwarven miners, they quickly overwhelmed the lowest worker teams and shut the machines off. The rest of the Dwarves, seeing their compatriots converted into Skum, quickly withdrew.

The Kobolds, seeing the Dwarven presence weaken in the mines (and not knowing about the Aboleth forces), quickly moved in to secure territory, moving throughout the mine and setting up make-shift traps all along the route in order to damage the Dwarves' ability to move back into position. When they encountered the Aboleth territory, they too were turned into Skum and slaves, and the Kobolds relinquished their claims on the shafts as well.

There's a lot of mithril down there, but even the partial maps of the shafts that were possessed by the foremen of the Dwarf and Kobold teams have been lost. And now, the Aboleth's Skum forces are moving up into the other territory. Both the Dwarves and the Kobolds want someone to go down there and overwhelm the hostile forces long enough to get those machines back up and pumping.

Monsters

10.1 New Rules for Undead

The interaction of Undead with the rest of the rules is often less than satisfactory. Part of this is that the undead type itself is extremely overzealous in the game effects it provides. The fact that all undead don't need sleep means that vampires don't have to sleep in their coffins. The fact that undead don't have a Constitution score means that Ghouls can run for exactly zero rounds before they have to make a Con check (that they automatically fail) to continue (and also says it can "run on indefinitely", a base contradiction that makes us sad). The fact that undead are immune to critical hits means that a vampire can't be staked through the heart (even if it was sleeping, which it isn't). But even beyond that fundamental error, the multitude of authors that compromise the Dungeons and Dragons design staff never seemed to get on the same page as to exactly what being undead means – so a surprisingly large number of contradictory statements pepper the products.

And I'm not just talking about how they made an entire Deathless Type when there's already Ghosts (Alignment: Any) right in the core rules.

10.1.1 Subtypes

The obvious, and slickest, way to handle the excesses of the Undead type would be to simply rewrite the Undead type with a lot less in it and throw down a number of subtypes (mindless for skeletons, amorphous for shadows, and ponderous for zombies) to put in the abilities that each type of undead is supposed to have. But polls have shown that people aren't willing to play with optional rules that do that – but perversely they are willing to add new subtypes to monsters to remove rules instituted by the base template. I don't know why, but DMs are honestly more likely to use an additional subtype that removes an inappropriate game effect from a monster than they are to use a modified base type that doesn't have the inappropriate effect in the first place. So that's how we're going to do it here.

Dark Minded (subtype)

Undead creatures with an intelligence score have an intelligence that can be influenced, though they are dead and cannot be influenced by appeals to emotion. A dark minded creature has the following traits:
- Not immune to mind affecting affects.
- Immune to morale and fear effects.
- Heals normally
- Any Bluff, Diplomacy, or Intimidate attempts to influence a dark minded creature are made with a -10 penalty.
- A Dark Minded creature continues to advance in age categories, growing older and wiser over time. It does not accrue any penalties to its attributes for advancing in age categories, and a Dark Minded creature has no maximum age.
- Sample creatures with the [Dark Minded] subtype: Liches, Nightshades, and Vampires

Unliving (subtype)

An Unliving creature is an undead that mimics many of the capacities of a living creature without truly being alive. An unliving creature has the following game effects:

- Unliving creatures have a metabolism of sorts, and thus have a Constitution score.
- Unliving creatures require food (often blood or flesh) and sleep, and are vulnerable to magical sleep effects even if they are otherwise immune to mind affecting effects.
- Unliving creatures have at least one vital organ, and are subject to critical hits from attackers with at least one rank in Knowledge (Religion).
- Not destroyed upon reaching 0 it points, though its existence still ends if it reaches -10 as normal.
- Subject to subdual damage, but can benefit from the Regeneration ability as normal.
- Sample creatures with the [Unliving] subtype: Ghouls, Necropolitan, and Vampires

10.1.2 Undead and Aging

Undead don't age. They don't get any older or more decrepit over time, that's the whole point. A creature with the undead type does not grow older at all, unless further modified by the Dark Minded subtype. This probably should have been in the Monster Manual.

10.1.3 Becoming Undead

The basic rules for transforming into Undead were never intended to be playable by player characters. And thus it is unsurprising that the legions of the damned are not only unsatisfying, but actually unplayable when placed in a game. The following are templates that can be added to a character to make them into an Undead without actually changing their Level Adjustment. If a player wants to explore the legendary powers available to some of these creatures, they are encouraged to take Prestige Classes available to undead or to take one or more [Undead] feats that can grant the character these abilities within the normal level progression context. Each undead creature type has access to a special class that characters may take to advance their special abilities.

Revenants
"Fear me first before all other evils under the heavens. Before even Death, for I am hatred and do not die."

A revenant is the victim of a murder driven to avenge their own death. A game master might allow a character to return from the dead as a revenant if their character died in a particularly unfair fashion or if their character had a lot left to do.

- **Type:** The character's type changes to Undead and the character's former type becomes a subtype with the "augmented" modifier. The character also gains the Dark Minded subtype.
- **Hit Dice:** The character's BAB, Saves, and skills are all unaffected. The character must reroll his Hit Points, but every hit die is a d12.
- **Ability Scoress:** The character loses his Constitution score.
- **Alignment:** The character's alignment changes to Lawful.
- **Special Qualities:** The character cannot be turned, but may be rebuked. The character heals completely at the setting of the sun, unless he is in a Tomb or hallowed area. This healing can even bring him back from destruction, but if his body is nailed to the ground (or in a Tomb or hallowed area), he can never come back from the dead by any means.
- **Level Adjustment:** +0

Vampires
"An eternity of loneliness and betrayal is, ultimately, an eternity."

A vampire is an unliving mockery of life that lives by cruelly consuming the blood of the innocent. Only characters slain by a vampire's Constitution Drain rise as vampires, and even then only if they have 5 hit dice or more. Characters with less hit dice become monstrous vampire spawn and do not retain their abilities.

- **Type:** The character's type changes to Undead and the character's former type becomes a subtype with the "augmented" modifier. The character also gains the Dark Minded and Unliving subtypes.

- **Hit Dice:** The character's Hit Dice, BAB, Saves, and skills are all unaffected.
- **Ability Scoress:** The character gains a +2 bonus to his Strength and Charisma.
- **Alignment:** The character's alignment changes to Evil.
- **Special Attacks:** The character can drain blood from a helpless or willing victim, inflicting 2 points of Constitution Drain per round. The character heals 5 points for each point of Constitution drain in this way, and consuming 4 points of Constitution from intelligent creatures is considered enough "food" for one day (and the vampire gains no sustenance from any other food). Humanoids slain by this Constitution Drain may rise as vampires or vampire spawn (though the character has no control over them unless granted by another ability).
- **Special Qualities:** The character gains Turn Resistance +2. The character suffers 2d6 damage and is considered staggered every round he is exposed to direct sunlight. This damage cannot be healed by any means until the character is in a place with no light at all (such as a coffin). A vampire character is vulnerable to Light effects.
- **Level Adjustment:** +0

Vampires may take levels in Vampire Paragon.

Ghouls
"The flesh of heroes reeks of their strength in death even as it is embodied in life. The taste is exquisite beyond description. As you quiver there and watch my meal, I want you to know that I allow you to live only in the hope that you can get word to more who think they have the strength to end my reign of terror."

Ghoul Fever is a horrifying illness that incites an almost insatiable craving for the flesh of humanoids. Characters with at least 2 class levels brought to zero Constitution by Ghoul Fever find their constitution restored and begin their unlife as Ghouls. Characters with less than 2 class levels simply die and rot.

- **Type:** The character's type changes to Undead and the character's former type becomes a subtype with the "augmented" modifier. The character also gains the Dark Minded and Unliving subtypes.
- **Hit Dice:** The character's Hit Dice, BAB, Saves, and skills are all unaffected.
- **Ability Scores:** The character's Dexterity increases by +2.
- **Alignment:** The character's alignment changes to Evil.
- **Special Attacks:** The character gains a bite attack that inflicts an amount of damage appropriate to her size. She also is a carrier of Ghoul Fever.
- **Special Qualities:** The character gains Turn Resistance of +2. The character cannot eat anything other than raw meat (vegetables or cooked foods are forcefully vomited up, leaving the character sickened for an hour), and her total dietary requirements are not reduced.
- **Level Adjustment:** +0

Ghouls may take levels in Ghoul Paragon.

Swordwraith
"I remain. . . because I like to kill."

Mercenaries devoted strongly enough to a life of war that they carry on in death their endless campaign of destruction. A character slain in battle may return as a Swordwraith if his services were hired under false pretenses or if his exploits were particularly impressive before his life finally ended (at the discretion of the DM).

Swordwraiths appear somewhat insubstantial and have faintly glowing eyes, but they are not truly incorporeal and their eyes do not produce enough light to modify vision penalties.

- **Type:** The character's type changes to Undead and the character's former type becomes a subtype with the "augmented" modifier. The character also gains the Dark Minded and Unliving subtypes.
- **Hit Dice:** The character's Hit Dice, BAB, Saves, and skills are all unaffected.
- **Skills:** The character gains a +2 bonus to his Hide and Move Silently checks.
- **Alignment:** The character's alignment is unchanged.
- **Special Qualities:** The character gains Turn Resistance +2.
- **Level Adjustment:** +0

Swordwraiths may take levels in Swordwraith Paragon.

10.2   Locations of Necromantic Importance

Rules for locations that have interesting effects upon the dead are scattered throughout various published sourcebooks. Of primary interest is Black Sand (from Sandstorm) which heals undead and can be grown by killing creatures on it (no necromancer should be without a portable hole bottomed with this stuff), and Black Water (from Stormwrack) that acts as a desecration effect and is available with a Wizard spell (thereby breaking the stranglehold monopoly of Clerics on getting bonus hit points for their skeletons). But none of those locations are necromantically important. They are essentially quasi-mobile magic items that necromancers like to put in their pants. What follows are some locations that Necromancers will care about for more than a single mining session.

10.2.1   Necromantic Intelligence

Great and terrible crimes are often committed, sometimes causing the dead to rise. When enough dead rise in a single place, or a single act of murder or slaughter is so great as to create dozens of the undead, a Necromantic Intelligence can be born in a location central to the event. In such a place, trees and undergrowth wither and animals die, the sun no longer shines as brightly as mists obscure the sky and evil descends on the land. In such a place, all of those who die become undead and lose their free will. Ghoul or shadow infestations, vampire massacres, sites of great battles or disasters, or even the combined works of cabals of necromancers can create Necromantic Intelligences.

   In the area of a Necromantic Intelligence, the land is either shadowy during the day as dark clouds obscure the sky, or misty (treat as an obscuring mist, even though it may be composed of dust, ashes, or some other substance). Any living creature killed in the area becomes an undead creature with a CR equal to its former CR (DM's choice, unless the Necromantic Intelligence is Aspected) when the sun next sets.

   The most terrifying facet of a Necromantic Intelligence is that it has a purpose and a will, and it coordinates the undead that compose it. Assume that it is a creature that can see anything that any of its undead can see. Often it will coordinate fiendishly clever tactics using masses of undead to fulfill its purpose. Like a ghost, if it should ever attain its purpose, it will be destroyed. Knowing this, some clever heroes have helped Necromantic Intelligences in an effort to destroy them. A *legend lore* or bardic knowledge check is often needed to discover an Intelligence's purpose.

   The Necromantic Intelligence commands the activities of a great number of undead of varying powers. As a rough guide, the Necromantic Intelligence controls undead with CRs equal to the levels of followers attractable by a character with a Leadership score of 35 or more (using the Epic Leadership rules). Challenging the entire Necromantic Intelligence is an EL 11 adventure.

Aspected Necromantic Intelligence

While most Intelligences are random manifestations of negative energy, creating many different kinds of undead, some places are Aspected. These places only create one kind of undead. For example, a Necromantic Intelligence created in a ghoul warren may only create ghouls, while an Intelligence created during a plague may only create plague zombies. Decrease the EL of such an Intelligence by at least 1 as players will prepare tactics suited to that specific kind of undead.

Cleansing the Focus

Every Necromantic Intelligence has a Focus. This is an area that is the symbolic center of the undead infestation. If anyone can perform a hallow spell at the site of the Focus, the Necromantic Intelligence will be destroyed; however, once the ritual is started, the Necromantic Intelligence will be alerted and it will send all available undead to destroy the caster.

10.2.2   Tombs

While most tombs are merely places of rest for remains, some tombs become focal points for Negative Energy as hundred of years pass in the presence of the dead. Also, years of habitation by undead creatures in an enclosed space can also wear at the boundaries of the Negative Energy Plane. Some Necromancy effects can

create or exploit this property. The game effect of a Tomb is that all undead inside it gain fast healing 1 and cannot be Turned or Rebuked, and spells with the [Tomb] subtype can be cast within it. Undead cannot be created within the confines of a Tomb, and creatures slain by undead do not become spawn.

Tombs are always enclosed places, and if they should ever be exposed to sunlight (by smashing in the roof, for example), they lose all special properties and no longer confer effects to undead creatures.

10.2.3 Forsaken Graveyards

The number of deaths is one per person even without the intercession of powerful magic. And once spells like raise dead are taken into account, it is clear that in Dungeons and Dragons there are significantly more deaths than people. So the locations where the most deaths occurred are simply the locations where the most living people live. The sites with the greatest death count are aspected to life and trade, not to death and destruction. But there are places that are inexorably linked with death, where the dead rise to slay the living. Creating a land of horror such as this requires more than killing a bunch of people (although that certainly helps), the deaths themselves must be meaningless and cruel, the ends coming about through betrayal.

A Forsaken Graveyard is a dangerous place, even for a necromancer. Creatures within a Forsaken Graveyard have Turning Resistance of +3. This makes both turning and rebuking more difficult, and throws salt in the game of both the necromancer and the hunter of the dead. Corpses left within a forsaken graveyard have a tendency to rise up and slay the living from time to time. Every sunset, a number of undead creatures are created and go on a rampage. These undead creatures fall back to death when the sun rises. A body left within a Forsaken Graveyard for more than an hour can be turned into an undead creature even if it had previously been an undead creature and been destroyed. Undead creatures created within a Forsaken Graveyard have an extra 2 hit points per hit die. A Forsaken Graveyard can be cleansed with four castings of consecrate or desecrate (one at each corner of the area), or a single casting of Tasha's tomb tainting (in the middle). Unfortunately, these spells can only affect it during the nighttime (as during the day, there is literally nothing to cleanse). Once cleansed, any undead created by the Forsaken Graveyard lose their bonuses, but are also not recalled at sunrise. Such undead creatures will continue their rampage until slain. Unlike a necromantic intelligence, the Forsaken Graveyard has no ability to direct the undead against specific targets.

Cleansing a Forsaken Graveyard is normally an appropriate adventure for a 6th level party, and the location itself spawns one CR 7 creature, one CR 6 creature, two CR 5 creatures, and six CR 4 creatures every night. These creatures are undirected in their assaults on the living, and travel individually or in groups of two. A Forsaken Graveyard adventure can be scaled up or down for adventurers of differing power by changing the power levels of the creatures within it, or simply changing the parameters of the encounter. If a standard graveyard is itself small enough that every creature is encountered simultaneously, that would be an EL 11 encounter.

10.2.4 Pools of Deep Shadow

Veteran players of Dungeons and Dragons often ask "Why don't Shadows just take over the whole world?" Certainly, there are very few residents of the worlds of D&D that can fight against a Shadow at all, and their victims rise from the dead as Shadow Spawn, so it doesn't take a lot of imagination to see where this is going. However, there are a few things limiting the growth of Shadow armies that are not mentioned in the core books at all.

The first is that only intelligent creatures slain by Shadows turn into spawn. That's important, as it means that Shadows cannot simply hunt frogs in the swamp until they number in the tens of thousands before they roll over cities and dragon caves like a fog of Death Incarnate.

But perhaps even more importantly is that almost any time you see a Shadow, or for that matter any incorporeal undead creature, you are looking at a summoned creature. When the Shadow's summoning ends, all of its spawn vanish. Most of the time, an incorporeal undead is summoned forth from the Negative Energy Plane by an object that looks much like a puddle of very oily water, called a Pool of Deep Shadow. Whenever light falls directly upon the pool, or the sun rises high enough in the sky that there are no shadows (about half an hour before and after noon), the summoning effect ends and the Shadow vanishes. When the shadows grow long and darkness has fallen upon the pool, a Shadow is again summoned.

This means that an individual Shadow or Wraith has a very difficult time destroying the whole world, as there is no particular way for them to get more than a day's float from their pool. It also means, however, that areas inhabited by Shadows are extremely dangerous – for even if such a creature is destroyed it will return

again the following day. And on every day it will return until those charged with exterminating it are caught unlucky or unaware. In order to permanently destroy such a pool, a flask of Holy Water (or Unholy Water) need simply be poured into it, causing the blackness to depart and the water to become quite clear and drinkable.

10.2.5 Finality

Finality is a planar metropolis in the Infernal Battlefield of Acheron. Its harsh laws are kept in rigid and uncompromising order by the will of powerful pit fiends, and the city serves as a marketplace for the lucrative trade in souls. Magic items can be bought or sold here, but the currency is always souls (as a planar metropolis, Finality has a gp limit of 600,000 gp). Souls are valued at their CR squared, multiplied by 100 gp. Many items purchased from this location radiate evil, buyer beware. Lodging may be purchased at flat rate of one soul per day per person. The section of Acheron that Finality rests in has the Timeless trait and is mildly Lawfully aligned. The population of The City is about 100,000 people (with uncounted millions of souls), most of whom are Baatezu.

   The rules in Finality are uncompromising and bizarre, and the punishments for breaking them are vindictively carried out to the letter by powerful devils. But there is no warfare allowed in the city, and even Celestials and Tanar'ri come to participate in the great mercantile dance of soul collection. Characters must make a Knowledge (Local: Finality) check everyday with a DC of 10 + 2 per day they've been in the city or unknowingly break one of the city's many inscrutable laws (knowingly breaking the law by starting fights or stealing goods is a whole different thing). Punishments range from perplexing to fatal. Characters who stay away from Finality for more than a month are no longer subject to the baroque residency rules and their DCs are returned to 10 the next time they visit.

10.3 Undead Monsters

Perhaps the most important thing about necromancy is the undead creatures themselves.

10.3.1 Artificial Intelligence

When a necromancer creates even a lowly kobold skeleton when his necromantic control limit has already been reached, one or more of the undead creatures already under his control become "uncontrolled". That much is clear to everyone. But what does an uncontrolled zombie do? It's not intelligent, it simply runs a program that causes it to act in a predictable fashion to stimulus. Of course, what that program actually is has heretofore been left undescribed. The actions of uncontrolled undead depend largely on the moral option your game is using for necromancy in general.

   Of course, it doesn't make much difference to uncontrolled Wights and the like – they are somewhat intelligent and wholly evil. So they'll be just like any other monster – as tactically savvy as the DM.

Crawling Darkness

Under the Crawling Darkness option, undead are inherently evil, and act accordingly. The mindless undead hunger for life and are completely ambivalent to all else. If a skeleton has unbroken line of sight to a living creature or object, they will attack it. If living creatures and objects are both visible, the skeletons will bypass objects (such as trees) in order to attack creatures (such as people or horses). Non-living and undead creatures are unmolested unless the skeleton witnesses it attacking an undead creature. Skeletons prioritize targets that they can reach this round without provoking attacks of opportunity over other targets. Skeletons prioritize targets with more hit dice over other targets. Skeletons prioritize targets which are closer over targets more distant.

   If a skeleton perceives an undead creature attacking another undead creature, it will attack whichever undead has been in its line of sight for less time. If a skeleton has seen both creatures for an equal amount of time, it comes in on a random side (even if it had previously seen one of the undead creatures in a previous context). If a skeleton is attacked by an undead creature, it will defend itself.

   Skeletons wander around in a spiral search pattern attacking any living thing they find. They do not molest non-living things at all, so a skeleton will not open a door or tunnel through a wall unless it is made

out of living wood or meat. If a living thing disappears from its vision, the skeleton will go to where the living creature was last seen and begin searching there – unless another living thing is seen (in which case the skeleton will simply move to attack it instead).

Skeletons do not question their perceptions, a closed door or even a curtain can be enough for a skeleton to abandon a pursuit. Skeletons have no sense of smell or irony, and a living victim is forgotten as soon as the skeleton moves to the point of last contact. A skeleton will not walk into what appear to be dangerous or solid objects unless it can see a way to get to a living target that it can currently perceive.

Don't attack unless ...

Since skeletons are mindlessly evil and relentless in their quest to destroy all life, a skeleton is normally ordered to not attack unless specific criteria are evoked. The criteria could be anything from "walking through this doorway without invoking the name of Wee Jas" to "attacking someone wearing the garb of the chosen of Kyuss." If the exact criteria are not met, the skeletons will hold their blades. Most necromancers remember to allow their skeletons leeway to defend themselves, but sometimes even that is overlooked. Controlled skeletons, therefore, are usually under considerable restraints and will often hold their claws in check until after combat has been initiated.

Playing with Fire

Under the Playing with Fire option, undead are dangerous, but not necessarily evil. Their behavior befits that. Uncontrolled skeletons follow their last set of commands exactly, and those commands are only of the most basic sort. A skeleton last ordered to follow the necromancer who created it will continue to do so – mindlessly marching in the necromancer's wake, its empty eye sockets staring vacantly. It won't make any move to assist the necromancer, nor will it take any further instructions, it will simply follow. Forever. Should a skeleton be last asked to guard an area, it will attack any creature entering the area, though it will make no move to attack creatures outside that area. A skeleton last ordered to chop wood will continue until the forest is splinters or its axe rusts away to nothing.

Skeletons will defend themselves if attacked, and will attack creatures that they perceive attacking other undead. As with the Crawling Darkness, if skeletons see undead attacking other undead, it can rapidly degrade into a free-for-all with skeletons smashing each other with abandon. But they will not instigate such behavior on their own. Skeletons will not leave areas they are assigned to except to pursue creatures which are attacking them.

Skeletons are not curious about their surroundings, and do not question events in their area that do not obviously interact with their latest orders.

Previously Published Monsters

There are a lot of undead monsters in a variety of sourcebooks. In fact, regional and monster sourcebooks that don't have at least one undead creature in them are by far in the minority. Many of these creatures are supposed to be constructed by powerful Necromancers, and have no rules for powerful necromancers actually doing that. Many of these creatures should rightfully have the Unliving or Dark Minded subtypes. What follows is a list of the Undead already existent in D&D as well as the method of creating them, with the hard character requirements on the second line and suggested building materials on the third. Many Fey and Native Outsiders can be counted as "humanoids" for purposes of creating undead.

- **Abyssal Ghoul (FF):** Dark Minded, Unliving (Con 12 – 120 hp).
  A Feast Unknown: Character Level 12, Knowledge (planes) 4 ranks.
  Requires the sacrifice of a CR 8 or higher humanoid or fiend.

- **Allip (MM):** Dark Minded
  Whispers of the Otherworld: Character level 5, Listen 4 ranks
  Requires the name of a unique individual who was completely insane at death.

- **Angel of Decay (LM):** Dark Minded
  Feed the Dark Gods: Character Level 17, must sac-

rifice 15 intelligent creatures, materials costing 7500 gp.

- **Atropal Scion (LM):** No Modifications
  Feed the Dark Gods: Character Level 13, must sacrifice 11 intelligent creatures, materials costing 6,500 gp.

- **Banshee(MM2):** Dark Minded
  Whispers of the Otherworld: Character Level 19, *wail of the banshee*
  Requires the corpse of a very selfish humanoid

- **Bhut (FF):** Dark Minded
  Whispers of the Otherworld: Character level 11, Sur-

vival 4 ranks.
Requires sacrificing an intelligent victim at least two days walk from a city.

- **Blaspheme (LM):** Dark Minded
  Body Assemblage: Character Level 11, Knowledge (religion) 4 ranks, *false life*
  Requires pieces of humanoid or giant corpses such that an attribute of 14 or higher is represented in all statistics.

- **Bleakborn (LM):** No Modifications
  Wrappings of the Ages: Character Level 9, *chill touch*
  Requires the corpse of a humanoid who died of cold.

- **Blood Amniote (LM):** No Modifications
  Path of Blood: Character Level 11, Knowledge (Dungeoneering) 4 ranks
  Requires 20 liters of blood and an alchemist's lab.

- **Bloodfiend (FF):** Dark Minded, Unliving (Con 17 – 114 hp)
  Path of Blood: Character level 16, knowledge (planes) 4 ranks
  Requires the sacrifice a demon of CR 8 or higher.

- **Bloodmote Cloud (LM):** No Modifications
  Path of Blood: Character level 8, knowledge (Nature) 4 ranks
  Requires 20 liters of blood and an alchemist's lab.

- **Boneclaw (MM3):** Dark Minded, Unliving (Con 19, loses Unholy Toughness)
  Path of Blood: Character level 7, *spectral hand*
  Requires one humanoid body and the skeletons of 3 other medium creatures.

- **Bone Drinker (MM3):** Dark Minded, Unliving (Con 14, loses Unholy Toughness)
  Wrappings of the Ages: Character level 8 (6 for Lesser), Craft (alchemy) 4 ranks
  or
  Create undead, caster level 15 (12 for Lesser).
  Requires the corpse of a goblin (lesser) or bugbear (greater).

- **Bone Naga (MM2):** Dark Minded
  Wrappings of the Ages: Character Level 13, Requires the corpse of a Dark Naga.
  Requires the corpse of a Dark Naga

- **Bodak (MM):** Dark Minded, Unliving (Con 15 – 76 hp)
  Path of Blood: Character level 10, Knowledge (Religion) 4 ranks
  Requires the corpse of someone extremely evil, or the killing of a humanoid with evil magic.

- **Bone Rat Swarm (LM):** No Modifications
  Body Assemblage: Character level 5, Knowledge (Nature) 4 ranks
  Requires 1,000 rat skeletons.

- **Bone Yard (LM):** No Modifications
  Body Assemblage: Character level 16, Craft (alchemy) 4 ranks

Requires 5 tonnes of bones from any creatures.

- **Brain in a Jar (LM):** Dark Minded
  Wrappings of the Ages: Character level 6, Craft (alchemy) 4 ranks
  Requires the removal of the living brain of a creature with an Intelligence of 18+

- **Charnel Hound (MM3):** Unliving (Con 19, loses Unholy Toughness)
  Body Assemblage: Character level 15, Handle Animal 4 ranks
  Requires 100 humanoid corpses (or proportionately fewer larger corpses of intelligent creatures)

- **Cinderspawn (LM):** No Modifications
  Whispers of the Otherworld: Character level 8, Knowledge (planes) 4 ranks
  Requires the spot where a Fire Elemental perished.

- **Corpse Gatherer (MM2):** No Modifications
  Body Assemblage: Character level 21
  Requires and consumes a forsaken graveyard.

- **Corpse Rat Swarm (LM):** No Modifications
  Body Assemblage: Character level 6, Knowledge (Nature) 4 ranks
  Requires 1,000 rat corpses.

- **Crawling Head (FF):** No Modifications
  Body Assemblage: character level 22, Use Magic Device 4 ranks
  Must have at least 100 humanoid corpses.

- **Crimson Death (MM2):** Dark Minded
  Path of Blood: Character level 13, Hide 4 ranks.
  Requires a humanoid, a sharp implement, and a strong wind.

- **Crypt Chanter (LM):** Dark Minded
  Whispers of the Otherworld: Character level 9, Perform 4 ranks
  Must know the name of a dead performer who was unappreciated at the time of death.

- **Crypt Thing (FF):** Dark Minded
  Wrappings of the Ages: Knowledge (Architecture and Engineering) 4 ranks.
  or
  Create undead, caster level 14th.
  Requires one humanoid corpse and a fancy outfit.

- **Deathbringer (MM2):** Dark Minded
  Body Assemblage: Character level 19, Craft (tailor) 4 ranks,
  Requires at least 12 humanoid corpses or two giant corpses.

- **Death Knight (MM2):** Dark Minded
  Feed the Dark Gods
  More powerful warriors require more sacrifices to reanimate.

- **Deathlock (LM):** Dark Minded, Unliving (Con 11 – 19 hp)
  Path of Blood: Character level 5, Knowledge (Arcana)

4 ranks
Requires the body of an arcane Spellcaster.

- **Deathshrieker (MM3):** No modifications
  Feed the Dark Gods: Character level 17, must sacrifice 15 intelligent creatures and use equipment costing no less than 7,500 gp.

- **Demilich:** Dark Minded
  Craft Wonderous Item: Caster Level 21

- **Desiccator (LM):** No Modifications
  A Feast Unknown: Character Level 4, Knowledge (planes) 4 ranks
  Requires the location where a Water Elemental died.

- **Devourer (MM):** Unliving (Con 18 – 126 hp)
  A Feast Unknown: Character level 13, Knowledge (planes) 4 ranks
  Requires the slaying of a giant and a humanoid.

- **Dream Vestige (LM):** Dark Minded
  Whispers of the Otherworld: Character level 18, Oneiromancy
  Requires at least 100 sapient creatures to be killed in their sleep within an hour.

- **Drowned (MM3):** Unliving (Con 13, loses Unholy Toughness), CR bumped to 9.
  Body Assemblage: Character level 11, Swim 4 ranks
  Requires the corpse of humanoid who died of drowning.

- **Dust Wight (MM3):** No Modifications
  Whispers of the Otherworld: Character level 9, Appraise 4 ranks
  Requires the corpse of a humanoid dead for at least 100 years.

- **Ephemeral Swarm (MM3):** CR bumped to 8
  Whispers of the Otherworld: Character level 10, Knowledge (Nature) 4 ranks.
  Requires the names of 1000 dead animals.

- **Effigy (MM2):** No Modifications
  Whispers of the Otherworld: Character level 19
  Must have 3 spells with the [Fire] descriptor.

- **Entomber (LM):** Unliving (Con 12 – 60 hp)
  A Feast Unknown: Character Level 7, Knowledge (architecture and engineering) 4 ranks
  Requires a corpse and some blue thread.

- **Entropic Reaper (LM):** Dark Minded
  Feed the Dark Gods: Character level 14, 12 sacrifices and 6,000 gp.

- **Famine Spirit (MM2):** Unliving (Con 18 – 336 hp)
  A Feast Unknown: Character Level 21, *finger of death*, *symbol of pain*
  Requires the corpse of a humanoid who starved to death within the last hour.

- **Forsaken Shell (LM):** No Modifications
  A Feast Unknown: Character level 8, Hide 4 ranks
  Must remove all the skin from a humanoid.

- **Ghast (MM):** Dark Minded, Unliving (Con 15 – 37 hp)
  A Feast Unknown: Character level 5, Heal 4 ranks
  Requires infecting and killing a humanoid of at least 3 hit dice.

- **Ghost Brute (LM):** No Modifications
  Whispers of the Otherworld: Variable.

- **Ghostly Visage (FF):** No Modifications
  Whispers of the Otherworld:, Graft Flesh

- **Ghoul (MM):** Dark Minded, Unliving (Con 13 – 15 hp)
  A Feast Unknown: Character level 3
  Requires killing a humanoid.

- **Gravecrawler (MM2):** Dark Minded
  Body Assemblage: Character level 18, *flesh to stone*, *speak with dead*.

- **Gravetouched Ghoul (LM):** Dark Minded, Unliving (Con 16 – 57 hp)
  This monster is subsumed into the Ghoul Template presented here.

- **Grim Weird (MM3):** Dark Minded
  Whispers of the Otherworld: Character Level 13, Knowledge (Arcana) 4 ranks

- **Huecuva (FF):** No Modifications
  Wrappings of the Ages: Knowledge (religion) 4 ranks
  Must have the corpse of a Blackguard, Cleric, Druid, Favored Soul, Monk, or Paladin.

- **Hulking Corpse (LM):** No Modifications
  Body Assemblage: Character Level 11
  Requires the corpse of a giant.

- **Hullathoin (FF):** Unliving (Con 26 – 232 hp)
  Feed the Dark Gods: Character Level 17, 15 sacrifices and 7,500 gp.

- **Hunefer (ELH):** Dark Minded
  Wrappings of the Ages: Character level 27, Knowledge (Religion) 10 ranks
  Must have the body of a demigod.

- **Jahi (MM2):** Dark Minded
  Whispers of the Otherworld: Character level 18, Bluff 10 ranks

- **Lavawight (ELH):** Unliving (Con 16 – 304 hp)
  A Feast Unknown: Character level 25
  Requires a humanoid of at least 16 hit dice and access to a pool of magma.

- **Lich (MM):** Dark Minded
  Craft Wondrous Item: Caster Level 11.

- **Morhg (MM):** No Modifications
  Body Assemblage: Character level 10

- **Mummy (MM):** Dark Minded
  Wrappings of the Ages: Character level 7, Heal 4 ranks

- **Murk (LM):** No Modifications
  Whispers of the Otherworld: Character level 5, Sense Motive 4 ranks

- **Necromental (LM):** No Modifications
  Wrappings of the Ages: Variable

- **Necronaut (MM3):** No Modifications
  Body Assemblage: Character level 16, Knowledge (Engineering) 4 ranks

- **Necropolitan (LM):** Dark Minded, Unliving
  Path of Blood: Knowledge (Arcana) 4 ranks

- **Nightshades (MM):** Dark Minded
  Feed the Dark Gods: Sacrifices variable.

- **Plagueblight (LM):** Dark Minded, Unliving (Con 15 – 57 hp)
  Body Assemblage: Character level 8, *contagion*

- **Plague Spewer (MM3):** No Modifications
  Path of Blood: Character level 12, Heal 4 ranks

- **Quell (LM):** Dark Minded
  Path of Blood: Character level 5, Knowledge (Religion) 4 ranks

- **Quth-Maren (FF):** Dark Minded, Unliving (Con 15 – 85 hp)
  A Feast Unknown: Character level 9, must strip the skin off a humanoid

- **Ragewind (MM2):** No Modifications
  Whispers of the Otherworld: Character level 21, Proficiency in all martial weapons

- **Raiment (LM):** No Modifications
  Wrappings of the Ages: Character level 3, Craft (tailoring) 4 ranks

- **Revived Fossil (LM):** No Modifications
  Wrappings of the Ages: Variable requirements.

- **Salt Mummy (MM3):** Dark Minded, Unliving (Con 16, loses Unholy Toughness)
  Wrappings of the Ages: Character level 10, *desiccate*

- **Shadow (MM):** No Modifications
  Whispers of the Otherworld: Character level 5, Hide 4 ranks

- **Shadow of the Void (ELH):** Dark Minded
  Whispers of the Otherworld: Character level 28, Survival 10 ranks

- **Shape of Fire (ELH):** Dark Minded
  Whispers of the Otherworld: Character level 28, Knowledge (planes) 10 ranks

- **Skeletons (MM):** No Modifications
  Body Assemblage: Variable requirements
  or *Animate Dead*

- **Skin Kite (LM):** No Modifications
  Body Assemblage: Character level 5, Craft (Tailoring)

4 ranks

- **Skirr (LM):** Unliving (Con 19 – 94 hp)
  Wrappings of the Ages: Character level 9, Craft (alchemy) 4 ranks

- **Skulking Cyst (LM):** Unliving (Con 15 – 34 hp)
  Necrotic cyst

- **Slaughter Wight (LM):** Unliving (Con 13 – 153 hp)
  A Feast Unknown: Character Level 10, BAB +7

- **Slay Mate (LM):** Dark Minded, Unliving (Con 11)
  You can't make this one.

- **Spawn of Kyuss (MM2):** No Modifications
  A Feast Unknown: Character level 7, Knowledge (Religion) 4 ranks

- **Specter (MM):** No Modifications
  Whispers of the Otherworld: Character level 9, Bluff 4 Ranks

- **Spectral Lyricist (LM):** Dark Minded
  Whispers of the Otherworld: Character level 6, Perform 4 ranks

- **Swordwraith (FF):** Darkminded, Unliving (Con 14 – 42 hp)
  Whispers of the Otherworld: Must have the corpse of a mercenary warrior.

- **Tomb Mote (LM):** No Modifications
  Wrappings of the Ages: Character level 4, Heal 4 ranks

- **Ulgurstasta (FF):** Unliving (Con 30 – 280 hp), upon reaching an Int of 10, the Ulgurstasta also has the Darkminded subtype.
  Feed the Dark Gods: An Ulgurstasta is created at Intelligence 1, but still requires 11 sacrifices.

- **Vampires (MM):** Dark Minded, Unliving (variable Con)
  Path of Blood: More powerful vampires require more powerful characters to create.

- **Vampire Spawn (MM):** Unliving (Con 13 – 33 hp)
  Path of Blood: Character level 6, must sacrifice a humanoid of less than 5th level.

- **Vasuthant (MM3):** No Modifications
  Whispers of the Otherworld: Character level 4 (19 for Horrific Vasuthant), *darkness*

- **Visage (LM):** Dark Minded, Unliving (Con 12 – 99 hp)
  A Feast Unknown: Character level 11, knowledge (planes) 4 ranks

- **Voidwraith (LM):** No Modifications
  Whispers of the Otherworld: Character level 8, Knowledge (the planes) 4 ranks

- **Wheep (LM):** No Modifications
  Path of Blood: Character level 13, Intimidate 4 ranks

- **Wight (MM):** Unliving (Con 13 – 28 hp)
  Any creature slain by negative levels can rise as a Wight

- **Winterwight (ELH):** Unliving (Con 16 – 304 hp)
  A Feast Unknown: Character level 25
  Requires a humanoid of at least 16 hit dice and access to Black Ice.

- **Wraith (MM):** Dark Minded
  Whispers of the Otherworld: Character level 7 (13 for Dread Wraith)

- **Zombie (MM):** No Modifications
  Body Assemblage: Variable requirements
  or *Animate Dead*

The Book of Gears

A.1 Introduction

Cooperative Storytelling is essentially all about artifice. The stories we create are *created*, the shared narrative is an illusion which fills our mind and pushes us forward. So it is no surprise that creating things within that narrative is so very contentious. Building a house in the game or creating an illusion in the story is a

An illusion is something that isn't real inside a story that isn't real. Forging a sword is creating something within a tale that is being created around it. These actions, while very integral to the source material upon which our cooperative storytelling games are based, are yet one more step removed from reality when contrasted with the old standards of pretending to be a knight who kills imaginary dragons to save fictitious princesses.

So it seems not at all surprising in retrospect that the rules we have used to represent the creation of stuff within the game world have historically been extremely unsatisfactory. Creating things takes time, which is a problematic concern in a game where time passages narratively. That means that the time a character spends nailing boards together for his dream house may be spent in a montage that ends in subtitles reading "six months later" and it may happen interspersed with a rollicking adventure where seconds count and the hammering essentially never gets done.

The result has been that previous editions have attempted to put additional or alternate costs on crafting of all sorts. From Constitution points to years off your life to XP, D&D has experimented with about a dozen different rubrics by which characters could trade one part of their character for more magic items. In almost all cases this allowed players to trade things they weren't using anyway for powerful artifacts that allowed them to conquer worlds, although in a few cases the flip side showed up made item creation so crappy that people seriously didn't do it at all. Needless to say, this has been unsatisfying, and it is our intention to help remedy these problems.

The rules presented here present a different take entirely. Creating magic items is something that takes only time, and adventures can be expected to be completed without ever doing it at all.

A.2 Character Advancement: Power and Wealth

"Assuming that I make the use of most of our spells, I should be able to advance a circle of magic every week or so, which essentially means that the optimum solution to this difficulty to simply scare up minor tangential difficulties in the woods for two months so that I can go back in time and solve this problem retroactively."

While we're talking about magical items, we really have to talk about XP at the same time. And that's not just because the DMG asks us to pay small amounts of XP to create them. D&D is based on two kinds of advancement: XP and GP. Both of them have failed, because we're actually playing a cooperative storytelling game and not Diablo multiplayer. We know that a high level guy can whack low level stuff again and again at virtually no risk, and that this can be repeated endlessly for levels. We know that people can take off downtime to just plain farm to get GP endlessly. Seriously, "XP Grind" is extremely boring and players should not be exposed to it under any circumstances.

Noone wants to hear about the time you threw a cloud kill into a Satyr tavern and then teleported home so that you could try out the new spells that appeared in your book because you just dinged to 10th level. That's a story that is dumb, and the current rules pretty much expect you to do it over and over again. If we're going to have a rational system for magic items, we can't have it work that way.

A.2.1   XP: Beer Me
"Boil an Anthill: Go Up One Level."

The rubrics for challenge and advancement as depicted in the DMG have to go. We've looked at them from every direction, and they don't work. At all. And no, I'm not talking about the classic problems like the variable difficulty inherent in fighting a giant scorpion (an interesting intellectual exercise for a 4th level horse archer or a brutal melee slugfest for a 14th level swordsman). That's a real problem, but we are talking about the basic structure of fighting monsters of increasing CR, getting increased piles of XP, and moving on with your life. That's got to end.

Here's why: according to the DMG you are supposed to face about 4 equal-level challenges per day of adventuring. Further, going by the XP chart, your 4-person party will go up a level every time you defeat 13.3 of those encounters – which is less than 4 days worth of encounters according to the first idea. So if you adventure "like you're supposed to" – you'll go up 2 levels a week. And of course, if you encounter less than 4 enemies a day, spell-slot characters like Wizards and Druids are *crazy* good. Essentially, this means that D&D characters go from 1st level to 20th level in half the time as it takes to bring a pregnancy to term.

Indeed, D&D society is essentially impossible. Not because Wizards are producing expensive items with their minds or because high level Clerics can raise the dead – but because the character advancement posited in the DMG is *so fast* that it is literally impossible for anyone to keep tabs on what the society even is. High level characters are the military, economic, and social powerbases of the world. And they apparently rise from *nothing* in about $2\frac{1}{2}$ months. That means that if a peasant goes home to plant his crops, then when he gets back to the city with his harvest in the fall the city will have seen the rise of a group of hearty adventurers who attempt to conquer the world and achieve godhood *four times* while he's gone. The city will have been conquered by a horde of Dao and sucked into the Elemental Plane of Earth and then returned to the prime material as a group of escaped Dao slaves achieved their freedom and themselves became powerful plane hopping adventurers who graduated to the Epic landscape. Then a team of renegade soldiers from the Dao army will have run off into the countryside and survived in the Spider Woods long enough to return with the Spear of Ankhut to return the city to the Dao Sultan in exchange for a gravy train of concubines and *wishes*. Then a squad of frustrated concubines will have turned on their masters and engaged in a web of intrigue culminating in the poisoning of the Dao Sultan with Barghest Bile and ultimately turned the city into a matriarchal magocracy run by ex-concubine sorceresses. So when the peasant returns with his harvest of wheat, he returns to a black edifice of magical stone done up in Arabian styles and bedecked with weaponry from Olympus that is all controlled by epically subtle and powerful wizards who are themselves the masters of a setting created from the fallout of the destruction of a setting that is itself the fallout of the destruction of a setting that was *in turn* created out of the destruction of the setting that our peasant walked away from with a bag of grain come planting time last year.

And while purely intellectual exercises in a universe that is essentially a giant lava lamp of crazy can be interesting, satisfying storytelling is impossible. If the players can't make lasting impact, the game has no meaning. And if players are seriously going from 1st to 20th in a single season, lasting impact of any kind is absurd to even contemplate. It behooves players and DMs to come to a consensus about how they want their campaign to be structured. There is no single best way to handle character advancement in a cooperative storytelling game, and there are a lot of ways to really piss off the other players at the table if you aren't all on the same page to begin with.

A.2.2   Reach for the Stars: Character Advancement

All classic fantasy adventures take place in D&D terms somewhere between 1st and 10th level. Seriously. Conan is like 3rd level, Theseus is about 3rd level too. Adventures for 13th level in literature of any kind are hard to come by and generally involve wearing capes or being a god. However, D&D is not a game about modeling tales of legendary knights, skilled samurai, or barbarian chiefs – it is a game about adventuring in the world of D&D. And in D&D, characters do become 20th level, at which point they either become honorary Olympians or join the Justice League. Within that context, character advancement should follow a few basic principles:

- **Stagnant Characters are frustrating.** That is, in a game which offers so much potential for advancement, it is frustrating to be in the position where you don't actually get to do any of it. Sure, in a game like Shadowrun there's no disappointment to be had from not being able to achieve godhood and in a game like Champions you don't need to advance your character at all to have a good time. But D&D is a leveled system and not getting those levels makes us sad.
- **Advancement of Characters shouldn't destroy the setting.** If you're playing a "pirate game" then you shouldn't get to the point where there is no longer a purpose served in piracy as long as you still play that game. Furthermore, you shouldn't be adverse to downtime on the grounds that waiting a month or two for a storm to go by will leave your enemies driving air cars powered by t-rexes on bicycles.
- **Players should be able to play with their toys.** Too often, a character will get a shiny new trick only to go up in level and have no further use for it long before he has had a chance to actually *use* it. And that defeats the entire purpose of leveling up in the first place.
- **Characters should not be rewarded for doing stupid crap.** Seriously. Your goal is to rescue the princess, so what should you do? *Rescue the princess*, or run around the compound she's being held in punching out the baron's attack dogs? An army is heading for your city, should you sneak in and kill the enemy general or should you try to wrestle the army's horses one at a time?

This leads us to several conclusions of varying palatability:

Wealth By Level Has Got to Go.

This hurts a lot of people, but it's true. If you can turn a pile of silver into increases to your natural armor bonus, the setting is going to be destroyed. Quite literally, and with crowbars. Fantasy settings are filled with bridges made of opal and castles faced with blue ice that sty forever cold and stuff. This fantastic scenery is awesome, and it contributes to the feel of fantasy that should permeate the cooperative stories we tell within a D&D game. If player character power is determined by "wealth" in any directly measurable fashion, you can bank on PCs ripping all the expensive facing off the castles they conquer – and then we all lose.

See, it's pragmatic and even sort of reasonable to rip the marble off the Great Pyramid at Giza and use it to build fancy houses in Cairo. But for all the future generations, it sucks. There really is a correlation here: if we don't allow people to trade blocks of marble for extra spells per day and more powerfully magical swords, then people will leave our pyramids alone. Otherwise, future generations will look at another unfaced ziggurat and wonder what wonders the ancient battlefields possessed before vandals came and destroyed our fantasy world.

Encounter XP Has Got to Go.

XP rewards are a form of incentive towards heroic behavior. The problem is that individual challenges don't make things more heroic, they just make things more time consuming. By parting out XP per *encounter* rather than per *quest* the game is actually discouraging intelligent play. Avoiding difficulties is supposed to get you XP according to the DMG but we all know that doesn't actually happen in any game or published module.

Adventurers respond very rapidly to incentives. If you give incentives for painstakingly stabbing minotaur after minotaur in the face the players will do that. If you incentivize running past the horde of minotaurs and rescuing the princess the players will do that instead. So if the XP comes from quest completion, players will *complete quests*. If XP comes from Final Fantasy style XP dancing in the woods – the players will do that instead. Since one of them makes for awesome stories, and the other is a rote repetition of the worst kind of World of Warcraft nonsense, we know what has to be done.

> **A Little Note on XP Costs**
>
> I know that you're probably thinking "If XP rewards are handed out in a less per-diem manner, doesn't that mean that XP costs would be more noticeable and even actually have meaning?" And of course the answer is "yes." Sort of.
>
> The problem with XP costs isn't just that they don't really cost anything "in the long run" (which they don't), the problem is that they are bad for the game. Like Age increases before them, an XP cost is essentially running up a credit card bill. You get whatever it is that you were buying with the XP cost *now*, and you pay *later* (by death from old age or not going up in level when you otherwise would). That's never balanced, because there's no guaranty that the character in question will still be being played when that credit card comes due.
>
> So even though staggering XP gains out longer as suggested in this book *would* make XP costs more meaningful than the hoax they are in the basic rules, we still strongly aadvise you to do away with them in your home games as we have in ours.

A.2.3   Strategies of Advancement.

Having determined the core problems with advancement in the manner described in the DMG, let's talk about some of the ways you could do it that might be satisfying. Like the handling of alignment and necromancy that we're talked of in the past, there really is no right answer – it really depends upon what your group wants to do.

Steady State 1: Serial Heroism
"We have another mission for you. . . "

Let's face it: in a lot of fictional source material, the characters don't really change between their adventures at all. In fact, that's kind of the *point* of a lot of stories. The hero is the one fixed point and the story is just the fixed character reacting to different situations. You read about Conan or Hercules fighting the Moon Men or the Ice Jarls, but you don't really read the story set after Hercules got a laser gun and grew wings. Even the books where Conan is an old man rarely reference specific events from previous books.

In the serial heroism campaign, characters begin play at the level that depicts their abilities appropriately. Characters have signature equipment and a collection of levels and skills that are integral to their character. Over the course of the adventure, the characters may well find new equipment and learn special crap and be blessed by Nymph Pools and whatever – but at the beginning of the next adventure they will be back to exactly the same place they were last time. Even characters getting married or having limbs whacked off doesn't have any effect on the next episode.

There are a lot of ways to explain this. Adventurers spend money profligately and put equipment into bat caves and bequeath magic swords to temples and favored wenches. Major wounds can be healed, and we all know how rarely things work out between men and women – especially when one is a halfling rogue and the other is a giant iguana. You can either begin each episode by coming up with an amusing off-the-cuff answer to why you begin the next adventure just like you began the last one or you can just ignore it the way Saturday morning cartoons do. It's not a big problem.

There are a lot of advantages to this sort of thing. If the characters already do what they are supposed to (generally about level 6 or so with a couple of standard magic items and an artifact), then advancement of any kind just makes the character less like himself. He Man didn't become a better show when Prince Adam got a plane – it just lost focus. But there are pitfalls as well. Certainly it is the case that games like World of Warcraft or Everquest can be remarkably unsatisfying *precisely* because no real accomplishment can occur. It is a fine line between a character not changing and a character's actions not mattering – walking that line is sometimes quite difficult. Certainly, before such a sweeping change is implemented, very frank discussions must be had between players and the DM. The game is essentially now a series of once off adventures that happen to have the same characters in them.

In the Serial Heroism game the character's core abilities are the same in every tale. That can be mythic. Like the Robin Hood songs. But it can also be retarded. Like the Smurfs.

Steady State 2: Trophy Hunting
"So. . . where are *we putting the giant penny?"*

Characters like Conan and He-Man are pretty much the same between issues or episodes. But what of characters like Angel and Buffy who really do pick up and use equipment found in previous episodes? This is also a very plausible setup of "nearly steady state" storytelling with limited character development. The character stays relatively recognizable one adventure to another. Chapter after chapter goes by without the player ever growing wings, learning to fly, shooting laser eye beams or in any other way having obviously gained a level of Bard. Important plot points and devices are referenced in later installments, allowing the characters to use the Doom Glaive after they took it off the cooling body of Bruc Avec Pitiè immediately in that adventure and subsequently in later adventures as well. While in the true Serial the characters would have destroyed the Doom Glaive at the end of the adventure, in the Trophy Hunting model it stays in the Bat Cave only until it is needed for a later adventure.

In this model of steady state dynamics, the players gradually increase in power – though they do so in an asymmetric fashion that is not level dependent. This means that the amount of Ogres that the party can successfully dispatch **will** increase considerably over time. But it won't increase *dramatically* and the players may never be able to take on a really hardcore monster like a Cranium Rat Swarm or a Pit Fiend.

In this model then, it is expected that even the *idea* of "Wealth by Level" be tossed in the trash. The players are literally gaining as many as infinity magic items per level because by and large they aren't going up levels *at all*, while magic items are accumulating slowly. Characters can bathe in magic puddles that increase their

stats or find statues that transform into giant frogs; but this can also happen pretty slowly and still be fine because players aren't being forced into situations where they necessarily face higher leveled opposition all the time.

Rapid Advancement: Level a Session
"That was last week. This week I am a master of fire."

It is entirely plausible to play a game where the characters go up a level every adventure or even every session. While this sort of rapid advancement scenario is often dismissed as "munchkin", it actually does capture the feel of many stand-alone books and movies quite well. There are a lot of stories like The Wheel of Time or The Matrix which are actually ruined by having sequels at all – they are much better as a single progression where the characters begin as youngsters who don't even know about the major Evil that threatens the world and progress briskly into becoming world straddling badasses who control reality with willpower alone.

In this set up it is highly recommended that the DM hand out magic items like candy. After all, while the players are fighting hill giants today, they'll be up against a swarm of bloodfiend locusts next week and a rogue deva the week after that. The players will need new swag to face their new enemies just as they'll need new class abilities.

Many players feel that this sort of play environment is simple minded, but really nothing could be further from the truth. In fact, players have no chance to get acquainted with their new abilities before they are laden with even newer abilities. With only a single adventure to make use of each new level of powers it is entirely possible that the Wizard will *never* get a chance to use one or even both of the shiny new spells he picks up each level. Indeed, since both the characters and the opposition is coming up with more power and options each week, the game is actually *really hard*.

And that ironically, is the most major drawback of this gaming style. Some of the players who gravitate the most towards this advancement system are actually the least able to successfully juggle a new class level and two new magic items every week. Sure, there are difficulties to be had in this scenario when players miss a session or three (nothing says "suck" like finding out that Fighter's girlfriend the sorceress cohort is actually a more powerful magician than you are). But that can be worked around in a number of ways: the DMG suggests giving out experience bonuses to people who fall behind until they catch up in level and that works well enough. Of course, to actually make use of that you'd have to chuck the idea of not being able to level more than once per session – which makes characters even more confusing – but there you go.

Attenuating Advancement: Diminished Returns.
"You youngsters have no concept of how difficult it was to get the Doom Glaive."

If one considers advancement at face value: a direct method to prevent adventuring from becoming "stale", then it is entirely reasonable to question its inclusion in the game at all. After all, a sixth level party could very plausibly encounter a manticore, a summoning ooze, a dragon, a war party of ogres, a troll, an evil wizard, a dinosaur, a nymph, a mud salad, a nerra facechanger, a medusa, a circle of myconid, a cathedral protected by a stained glass golem, a cadre of yak folk, an infestation of ash rats, a room full of hammerers, a spawn of Kyuss, or a dreadful cleric with some orcish minions. Or whatever. The point is, you could very plausibly face different opposition every week until half the players move out of town before you ever run out of monsters to fight. The staleness then, comes not at the hands of the players in any case, but for the DM. After all, once the DM has thrown the adventure where an ancient cathedral of Pelor has been taken over by an evil group of Yak Folk who have bound a Janni and forced her to tell them the secret password that allows them to break into the inner cloister without having the stained glass tear itself out of the wall and attack them in order to conduct a foul ritual to transform the daughter of the old king into a medusa and set up some zombie ogres to protect themselves while the mighty ritual commences – that leaves some of the DM's favorite monsters used up out of that level. More importantly however, the players are presenting essentially the same skill set so long as their skill set doesn't change – meaning that the DM can become bored finding challenges for the PCs unless the PCs demonstrably change over time.

Be that as it may, the fact is that higher level characters with more magical swag have more abilities than do lower level characters and quite definitely present a face to team monster with more attachments on their Swiss Army knives.

A.3 Crafting

A.3.1 Why a Revision to the Crafting Rules?

An overhaul to the Craft rules may sound fairly unbalancing, as the current Craft rules were created to prevent characters from making a lot of money and potentially destabilizing their games with an influx of magic items. Unfortunately, like Level Allowance, the heavy nerfing to Crafting resulted in a lot of characters simply becoming unviable, a lot of very dumb things happening all around, and it still doesn't actually stop characters from breaking the game if they really want to. If the party is made out of Elves, they can simply set a single skill rank on fire and announce that they're going to spend 100 years farming, making trained Profession (Farmer) checks every week. That'll get them about 6 gp a week for the next 5,200 weeks – for a total of 31,200 gp at first level before they even start adventuring. And as elves, they can honestly just spend 200 years farming or spend some real skill ranks on that to get even more money.

If the DM is willing to simply let players roll dice, have downtime, and purchase magic items of unlimited power, the game is already broken on first principles at first level using the PHB alone. If the DM wants to keep sanity going at all, then something in that equation is going to have to go. Probably everything in that equation should go. As discussed in the Dungeonomicon, there is an inherent limit to what players could reasonably be expected to be able to purchase with pieces of gold, so to a very real extent crafting for money is simply multiplying the amount of low-level equipment you have – it doesn't particularly get you more powerful equipment. And of course there's no reason for players to be able to do all of this 9 to 5 working without having on-camera adventures. An adventure where you are running a silk factory and will make a bunch of money as soon as you can stop the goblin syndicate from extorting all your profits is pretty much the same as the adventure where you run off into a dungeon, fight the goblins, and take the money they stole from the silk merchants home in a sack.

So the nerfs on Crafting just aren't necessary. But what actually needs to change?

- **Valuable Raw Materials Aren't Valuable:** This is a part of the rules that makes me cry. Since the amount of value you make each day is based on the *difficulty* of working the material and not on the *value* of said material, there is no way for a goldsmith to stay in business. Gold is very easy to work and therefore the DC to work it is very low, and therefore a goldsmith makes very little in the way of finished product each week. A five pound gold candle holder is roughly four ounces and fits into the palm of your hand, but it'll take a master goldsmith (+10 Craft Bonus) almost a year to finish one (500 gp value, at DC 5 = 50 weeks).

- **The Costs of Materials are WHAT?** Remember that five pound gold candle holder? It's worth 500 gp and therefore requires 167 gp worth of materials to make it. But it's worth 250 gp just as a lump of gold. So you can buy things as raw materials and sell them as trade goods and make *lots of money*. The reverse happens when you make complex or finely worked items. A masterwork sword is made out of pretty much the same materials as a normal sword and is much more expensive because it's better made. But because the higher quality crafting will make it sell for more down the line, the cost of the materials goes up by a 100 gp. Where does that money go? What are you getting for 2 pounds of gold? Sure, maybe you get some better coal or something, but really, that doesn't even begin to cover it.

- **Field Fortifications Cannot Happen:** Even the simplest of traps (such as a bucket with some acid in it balanced on a partially open door) has a cost that is very high – in the hundreds of gp. That means even the most gifted craftsman is going to take weeks to boobytrap a room or lay down some field fortifications. When longbowmen want to hammer some stakes into the ground to protect themselves from the knight stampede that's going to come when the battle starts, the Craft rules essentially tell them that they can't do it. Which for those of us who have seen Henry V, seems unlikely.

- **Risky and Illegal Trades are Pointless:** Some products are expensive because producing them is risky (poison, flower arrangements from the Bane Mires). Some products are expensive because their production and sale is in some manner restricted by the authorities (shrunken dwarf heads, disrespectful puppets of the king). In the real world, people produce these things because they can charge inflated prices because of the risk. It's a gamble, where sometimes you make big money and sometimes you get killed by hydras or agents of King Ronard. But with craft times directly dependent upon resale value, these crafts are gambles where sometimes you make the same amount of money you would have making night stands, and sometimes you get killed by your own poison or Clerics of Torm.

A.4 Dangerous Locations: When the Floor has a CR

It is an undeniable truth that hunting goblins in a dank warren filled with dead falls and snares is both more exciting and more dangerous than hunting the same goblins in an open field. However, it must be stressed that the way 3rd edition D&D has traditionally dealt with this – to give CRs to individual traps as if they were enemy monsters in their own right – is both unsatisfying and unplayable. The fact is that you probably are *never* going to tell a story about the time your party was shot at by an arrow trap, it just isn't interesting in the same way that overcoming an evil necromancer or slaying a greedy dragon is.

And why is that? It's essentially because an arrow trap is not an encounter, it's an *attack*. Just a single salvo in an ongoing battle between you and the dungeon, not a battle in and of itself. And when looked at in that manner, the problem becomes obvious: a *glyph of warding* is a single spell. Overcoming it is like making your saving throw against the same Cleric's *hold person*, it's simply wildly inappropriate to stop the action and play the battle complete music at that point.

So what do we do about it? Well, just as one does not stop and record a victory every time you bypass a summoned monster or overcome an opponent's thrown javelin, we shouldn't be worrying about the CR of individual traps. No, we should be concerned only with the CR of *areas* that have traps in them. For one thing, this means that we don't have to have endless arguments over whether people should get the XP for bypassing the *symbol of pain* on the door if they came in through the floor. For another, the act of avoiding *that* stupid argument really helps to encourage characters to play things a bit smarter and not simply run through the "Hallway of Leveling" where they go up a level every thirteen traps and get to 20th level in less than 150 doors.

A.4.1 Location CRs: Quality and Quantity
*"Why check the door? Maybe because there was a trap on **every single other door in this entire complex?!**"*

To a limited extent an area can become more dangerous by making traps more ubiquitous. We say a "limited" extent because there is a profound sense of diminishing returns when the chance of encountering a trap equals one. Our classic example is the Citadel of Fire, the castle that is the home of the Efreeti King. It's *on fire*. Every square is *on fire*. Every door is *on fire*. And if you go there, *you'll be on fire*. To an extent, that means that the kind of dangerous area that you might have seen in the Lizard Temple when you were 4th level is now every square on the battlemat. That's bad. But it's not unconquerably bad. It doesn't take a whole lot of Fire Resistance to survive in that kind of environment, and you don't have to be amazingly high level to get your grubby mitts on that kind of fire resistance. The fact that every single doorknob and chair is on fire in the Citadel essentially just means "Only Adventurers with Fire Resistance can Adventure here" or even "You must be at least as tall as this sign to attack the Citadel."

And the effect would be pretty much the same if you just had to wade through a *moat* of Fire. There are literally dozens of rooms in the Citadel of Fire that are on fire without this increasing the difficulty of your assault in any way. And that's OK. In fact, people would be slightly offended if large amounts of the Citadel of Fire were not in fact on fire, which would be the logical way to do it if you were handing out XP or construction costs on a per flaming room basis. It adds to the immersion to have some relatively homogenous fantasy environments.

Practically speaking, this means that by the time you have put in enough of a single type of difficulty that the players will not plausibly be able to complete their quest without taking appropriate precautions, the CR of the location shouldn't rise any more by adding more of the same difficulty. And that goes for more than just places being on fire. If there are enough pressure plates linked to arrows that the PCs aren't going to get through alive without the Rogue taking 20 on her Search checks, throwing in some more arrow traps (or tripwires, or anything else that the Rogue can find and bypass by just taking the time to search thoroughly) doesn't make the area any more difficult. A cave at the bottom of the sea isn't any more difficult when it's *completely* full of water than when it's *mostly* full of water – you still need *water breathing* just to get there.

A.4.2 WWMD? Disabling Traps.
"A paperclip can be a wondrous thing. More times than I can remember, one of these has gotten me out of a tight spot."

The Disable Device Skill is extremely powerful and amazingly bizarre. You don't need it to bypass a trap, there are dungeons full of Kuo Toans who have no more Disable Device than you do who bypass traps every

day. What Disable Device *does* do is allow you to interfere with the mechanisms of mechanical and magical devices such that they don't get in your stuff when you *don't* have access to the special catch or magic word or whatever it is that you're supposed to have. In short, any fool can press an off switch or simply not step on an on-switch; Disable Device allows you to shut things down *without* access to those things.

Once you have found a trap with the Spot skill, it requires no skill roll at all to simply walk around it. If you discover a pressure plate, you can normally expect to simply step or jump over it without even making a Disable Device check. What Disable Device let's you do is set the plate to not trigger if you do walk on it. Often that's pretty pointless, but sometimes it's pretty useful, especially if you're up against a "trap" that is a siege defense or hostile spell (such that its normal deactivation trigger is far away). Remember however, that you can still activate traps by any of a number of means without actually being in harm's way. Summoned monsters, tossed barrels and the ubiquitous 10' pole have been used by generations of adventurers to activate traps from 10' or more away. Again, that totally works and requires *zero* ranks in disable device. However, sometimes you don't want a trap to go off at all or a trap can go off virtually limitless numbers of times – that's where disable device comes in.

So what counts as a device? Well. . . *everything*. Every mechanical or magical effect is a device. A *Wall of Force* is a device as is a giant stone block that is set to fall down on a foolish intruder who breaks a trip wire. A character with sufficient Disable Device can successfully turn off any magical effect or prevent virtually any cause and effect chain from occurring. You can stop an avalanche (DC 15) even after it has begun (DC 35). You can remove any permanent magic effect, even curses like *Cause Blindness* (DC 32). What you *can't* do is disable instantaneous effects. *Flesh to Stone*, therefore, is out of bounds for disabling, as is *Wall of Stone*. Sorry, once an instantaneous effect has gone off, there's nothing left to disable.

How does that work? I have no frickin idea. Rogues, Thief Acrobats, Ninjas, and Gadgeteers are capable of simply turning off *Geas* and there's no physical explanation for how it is that they do it. The fact is that most of the devices in D&D are beyond my understanding. I don't know how a *symbol of death* works, I don't know how the magical energies stay in place for weeks or years until activated, so I don't know how a Ninja goes about making those magical energies dissipate harmlessly without entering the kill zone. I do know that he can do it, and if required I can make something up that sounds cool. That's a DM's job, after all.

Item Spotlight: Bag of Flour

The bag of flour can be used to disable any rune or sigil without meaningful risk. A magical rune can only detonate if it is uncovered. So if you throw some flour on it, the symbol can't ever explode and is now completely safe. You may want to put the flour on the end of a pole because moving your hand *close* to a rune may trigger it before the flour lands.

A.4.3 I *live* here: Setting off Traps

"How did those gnolls run through that hallway if the whole thing collapses when people are in it?"

The common conceit of trap placement is that they automatically go off against player characters who don't find them and automatically don't go off against Team Monster. Needless to say, that's ridiculous, and it actually harms the game when you implement it. While there are magical traps that are virtually guaranteed to go off against certain kinds of creatures and are nonetheless bypassable with something as simple as a command word, those are not PC/NPC selective. A command word bypassed Symbol will go off against any creature that doesn't say the magic word. That means that creatures without language capabilities like bears holding sharks or remorhazz will set those traps exactly as PCs who don't know any better would. It also means that any player character in the correct position can simply *listen* for the command words that Goblins use when safely passing over the danger zone and use it themselves. The base DC is only 15 so the challenge here is actually getting into position to observe enemies bypassing magical traps rather than the replication of the technique itself. The bypass words on magical symbols are pretty forgiving, they can be spoken by blink dogs, Sahuagin and Xorn without serious risk of misunderstanding.

But what of other traps? Mechanical traps go off mechanically, which means that to make them go off you have to *do* something to make it go off. And that means that there is a chance that even someone who doesn't have a clue what they are doing might simply happen to not set off the trap. Life is filled with Mr. McGoos and if there is *any* path to walk across an area without setting off a pressure plate there is a chance that people will happen to do so. And yet, if there isn't a way to move past a trap, there's a whole area that the residents of an area have to avoid altogether (or just be immune to the effect of the trap). Here are some common trap triggers:

- **Opening a Door:** This is a common and fun one because unless someone decides to go through the wall (and sometimes even then) the trap will go off any time the door is opened. This can either be placed on

"fake" doors that the occupants have no intention of ever opening, or it can be put on doors that are used frequently if there is a separate switch to deactivate the trap (be sure to get buzzed in). The important part about this is that an opening trigger will go off any time the door is opened normally. If you cut a hole in the middle of the door and squeeze through it, you're probably safe. After all, the door itself is acting as a switch in this case, methods of entrance that don't literally involve turning that hinge often don't involve pulling the switch.

- **Tripping a Wire:** Strings and wires can be strung in walkways at anything from ground to eye level. A trip wire sets off a trap when it is broken or pulled upon, and thus won't go off at all if creatures shorter than the wire run underneath it (barring polearms and the like). A tripwire lower to the ground is more likely to be randomly stepped over than is a higher tripwire, but less likely to be seen. Several trip wires can be run in tandem across a walkway to virtually guaranty that a passerby will sever them, but in doing so they become a lot more visible. In general, a trip wire can go off 25% of the time when someone moves through its space and have a spot DC of 20, go off 50% of the time and have a spot DC of 15, or go off 100% of the time and have a spot DC of only 10. A trip wire can be severed without triggering the trap by holding both ends of the wire and slicing out the middle – but this requires a Disable Device check (DC 20). Failure triggers the trap. A tripwire can be triggered from range by throwing a chair at the problem, or with an arrow (against projectile weapons a tripwire has an AC of 13, against a larger object such as a barrel or a couple of cabbages tied together the AC is negligible).

- **Pressing a Plate:** Bizarrely complex mechanisms can be hidden inside of walls and a pressure plate is as good a manner as any to get those mechanisms up and working. I seriously don't have any idea what the mechanical pieces under the floor look like, and neither do you. And that's generally OK. Mostly players won't respond to pressure plates by breaking the floor or walls open to get at the clockwork (though that is a viable option), mostly players will gamely accept whatever fate the pressure plate has in store for them. Without tearing up the scenery, characters can disable a pressure plate with a Disable Device check (generally DC 20, though more awesome plates exist). Pressure plates can be disguised as regular floor and are often quite difficult to spot (DC 16-30). A pressure plate can be as small as a single out of place brick or floorboard and may go off quite rarely (1-5 times out of 20 when someone moves through the space), this has the advantage that characters "in the know" can step over it (though enemies are presented with the same option). Alternately, pressure plates can cover entire squares, being triggered automatically if any creature heavier than a specific cutoff enters the square. In any case, characters can fly over a pressure plate or climb along the wall and simply never activate it.

- **Getting Stabbed:** The old ones are the good ones, and many a trap has been simply to put pointy bits on areas that a character might step on, touch, or fall into. One can with exaggerated care simply step over such things, but in the heat of battle this may be pretty difficult. A single caltrop or blade is rather unlikely for someone to step on (a 1 on a d20 unless the character is crawling or otherwise stepping on more of the square than one might expect), and can be quite difficult to find unless one is specifically looking for it (DC 18 to spot). An area covered with spikes, caltrops, or blades is generally pretty obvious (DC 5 to spot), but it is generally assumed that anyone who moves into a covered square will step on one unless they take some sort of precautions. Caltrop covered terrain is difficult terrain, and characters who move through it at faster than a speed walk are going to step on something they'd rather not unless they make a Reflex Save (DC 20). Characters standing in an area covered with caltrops or the like are denied their Dex bonus to AC unless they have 5 ranks in Balance or allow themselves to step on something every time they are attacked.

- **Offending a Glyph:** Magical runes have at times been implied to have the power to determine a character's alignment, their level, their class, even what they've eaten recently. That's not good for anyone, and we cannot suggest that it be allowed. So here's what Runes do: first, they are constantly taking 20 on a Listen check. That means that you need to make a Stealth check DC 21 to sneak past one. It also means that they will, generally speaking, hear a command word to turn off or turn on. A Magic Rune can also have a detection spell imbedded in them, which last until the rune triggers. So a rune might be set to go off as soon as a source of "Good" was brought to within 10 feet of the Rune. A Rune might also simply be set to go off whenever any creature moves through its area while it is active (being activated and deactivated with command words set when the rune is). The parameters of a rune can be determined with a DC 20 + Spell Level Knowledge Arcana check.

A.4.4   Facing the Architect: The CR of Locations

When you adventure in a dangerous or exotic location you are essentially encountering the architect of that location. Each trap, obstacle, and danger of the region can be looked at as the contingent spells and attacks of

the force that put that together. Sometimes a devious maze is engineered by a mad architect or fabricated by an elusive wizard and this is in fact literally true. Other times the Forest of Dread is just really dangerous on its own lookout and the only "architect" involved is just the DM.

The importance here is that an individual *fire trap* isn't really an encounter. It's a single attack, and a pretty ineffective one at that. When the wizard tries to soften you up with his *explosive runes*, that's a lot like the same wizard softening you up by conjuring some celestial badgers and sending them around the corner to engage your forces.

So while we definitely do not suggest doing something dumb like giving out XP for each trap bypassed, we do encourage you to consider the traps in an area to collectively be an opponent. An opponent that spends a lot of time hiding and taking opportunistic attacks. The Kobold Warrens, for example, have a number of trip wires set to launch crossbow bolts at anyone tall enough to pass through them. In an ideal world, the trip wires would be fairly visible, but in the heat of battle characters may feel compelled to chase after kobolds through the strings.

Structuring Encounters in a Day

Challenge Ratings have a real utility as a DM, but do not substitute for having a decent idea of what your party is capable of. We're going to go back to the Giant Scorpion a few times, because it's a very poignant example, but we could just as easily be talking about Fairies or Elementals. The Monstrous Scorpion comes in a variety of CRs based on its size and overall awesomeness. Don't be fooled: in reality a monstrous scorpion is essentially of identical difficulty regardless of size based entirely upon what the players are capable of tactically. The Monstrous Scorpion has no intelligence, no ranged attacks, and no interesting abilities – it's just a biological construct that happens to be exceptionally tough in its one-dimensional way. If you can simply get to longish range (or *fly*) and use ranged attacks, you win. It'll take a while, but you will win. It doesn't really matter what level you are, or how strong your ranged attacks are, victory will be yours. On the other hand, if the Scorpion is presented as a closet troll, it'll mess you right up.

What the CR grants you as DM then is a basic idea of how much "resources" an encounter is liable to use up. The Scorpion, for example, will use up a lot of arrows and not a small amount of time. It probably won't cause any damage if the players play it smart, but it will drag things out for a bit. Higher CRs will take a bite out of the arrows of higher level parties and so on. Still, the fact is that in no way will facing an appropriately CRed monster use up the 20% of your resources specified by the DMG. Not at any level. What kinds of resources will be used up will depend upon the types of opposition:

- **Traps:** Trapped locations of an appropriate CR are generally speaking time sinks more than anything else. At levels 1-6, the characters will normally Search regions that are known to contain traps, which reduces the character's speed through the area to 5' per 6 seconds (about $\frac{1}{2}$ MPH or 0.9 KPH).

  So even though we're looking to completely toss the idea that players should actually *get* anything for necessarily killing "Ogre Thug #2" that doesn't mean that he shouldn't be there.

  As player characters become higher level they can take on more opposition. This does not necessarily mean they should be confronted with *more powerful* opposition, but they should certainly encounter more of it. A Lunar Ravager and a Sand Giant are basically two large sized men with funny colored skin and a bad attitude. The fact that one is massively more powerful than the other is a staple of the D&D system, but doesn't make an extremely exciting story. Having just looked up the stats of a Lunar Ravager and a Sand Giant I am confident that defeating a Sand Giant is a more difficult feat – though of course it is not a more *impressive* feat since as previously described both opponents are just 3 meter tall dudes with funny colored skin and a sword. Taking on 45 bug bears, which is something the stronger party could easily accomplish is however much more impressive than defeating 15 gnolls, as would be a light romp for the party who might otherwise face the Lunar Ravager.

  It is therefore important to note that parties should generally speaking not run into level appropriate opposition until quite late in an adventure. It's fine for a boss to be a True Fiend, Wizard, or Androsphinx who is 2 or 3 CRs higher than the average character level in the party, but the vast majority of opposition should be several levels lower and a crap tonne more numerous than the PCs. This isn't just because this sort of thing keeps cleaving and *fireballs* as reasonably viable tactics, but because high level combats really do involve lots of participants on both sides of the combat kicked out of the battle from time to time and if there's only one enemy it gets really anticlimactic.

A.5 Playing the Game

A.5.1 What's that Noise?! Playing at Low Level

There is a reason that the XP charts in the DMG completely fudge character levels 1-3. That is because those levels genuinely don't have a good consistent rubric for how powerful things are. There are damn few first level PCs that wouldn't go down if they took a lucky crit from a kobold's small light crossbow, and a first level Wizard has a pretty reasonable chance of taking down an orcish warrior by hitting him with a club. At first through third level, combat really is anyone's game and it is strongly advisable that the PCs outnumber their foes in the majority of confrontations at this level of conflict.

The TPK (Total Party Kill) is a very real concern for 2nd level characters, because the success or failure of actions is so very random. A run of bad luck can quite plausibly wipe out even a well-played low level team of adventurers quite easily and it is recommended that DMs use discrete encounters at these low levels in order to minimize the effects of having characters getting dropped by allowing the remaining characters to consistently revive fallen comrades.

A.5.2 The Rigors of Command: Playing at High Levels

A high level party isn't really "adventuring" in the traditional sense any more, or at least they probably shouldn't be. Instead, they are playing a whole different game – a *strategic* game. Characters who make it into the Epic landscape can in fact become gods according to long standing D&D tradition. Along the way it behooves you to conquer and administer stuff in order to propel yourself to victory.

More detail will be gone into in the Tome of Virtue, as the high level world is a really strange place. Almost all the source material from Arthur and Beowulf to Theseus and Ulysses involves characters who are somewhere between 1st and 6th level in D&D terminology. Stories which involve a 10th level adventure are extremely rare. Perseus killed Medusa (CR 7), and Bellerophon killed Chimera (also CR 7), but they both pulled some fancy equipment and cheesy tactics to pull it off (Bellerophon seriously had a flying mount that was faster than Chimera and shot arrows at the beast until it died).

If one insists upon continuing with powerful characters in an adventuring role, there is a primary conceit which must be embraced: all adventures must be timed adventures. A 14th level Wizard can, with sufficient preparation, kill any challenge in D&D without exception. And while sitting around planning the perfect murder of a red dragon or the perfect heist of a major artifact is interesting as an intellectual exercise, there is no way that represents an "adventure" in the way we use that word to describe 4th level characters breaking into pantries and stabbing people in the face for money.

A.6 Magic

A.6.1 Illusion Magic: I Don't Believe This Crap

Illusion magic has the distinguishing characteristic of being either the most powerful school of magic, or the least – entirely at the whims of your playgroup. Illusions can be used as distractions, threats, enticements, concealment, modes of communication, prisons, attacks, disguises, false targets, entertainments, misdirections, religious inspiration, incitements to riot, madness provokers, commercial fraud, redecoration, time wasters, limited-use ability wasters (like prepared spells, scroll spells, or use-per-day spell-like abilities), or traps (in conjunction with dangerous terrain, monsters, substances, events, or magical effects). And that's just using the 1st level spell *silent image*.

People just don't expect their senses to lead them wrong, even in a world where people know that illusions exist. I mean, if a wall of fire suddenly pops up out of nowhere, it's actually more likely to actually be a real damaging wall made out of magical fire than it is to be an illusion of the same thing. And truthfully, who wants to pop a hand in to check? Not me either.

What this means is that illusions are incredibly powerful because they allow such perfect forgeries of the real world. The downside of this is that lots of DMs try to counter the efforts of creative players by using

a particularly harsh interpretation of the Disbelief rules in order to nerf illusions out of existence. It works like this: by the rules, you get a Will save vs. an illusion if you "interact" with it. DMs looking to throw salt in an illusionist's game usually allow that to mean "in the same square as an illusion" or "looking at it." You also automatically make a save if you have "proof that an illusion isn't real." What that means is anyone's guess, because in D&D even the most unlikely circumstances could quite plausibly occur without illusionary influence. A silent orc moving through the grass might be a *silent image* of an orc, an orc in a *silence* effect, an incorporeal orc, or just an orc who happens to be really sneaky. Once you disbelieved the illusion, you suddenly got to see through its like it was transparent.

Usually, DMs looking to punish illusionists will give multiple saves per turn, and then at some point just say that the target has automatically disbelieved the illusion, and this is possible only because the rules regarding illusions were written in the style of previous editions of D&D called "Rule 0" where playing a pick-up game of D&D involved a few hours of discussion about how the DM handled most effects. The current edition of D&D (3.X) mostly did away with this because it sucks up valuable game time to have arguments about D&D rules and it was the worst part of playing the game; however, illusions were never fully overhauled, so we are still stuck with this noise.

Potential effects of illusions are also hotly debated. Some genius at WotC has laid down the law and said that the various *image* and *illusion* spells don't cause darkness, but that doesn't stop them from creating opaque mist or smoke or dust, obscuring objects, or even autumn leaves that drift around a person's head and float away from his touch, effectively blinding a person from dangers as well as complete darkness. Additionally, there are DM vs Player wars where DMs try to interpret the "single object, creature, or force" line to mean "no more than one person or a monster in the illusion" and players respond with things like "its an illusion of a single force that summoned many monsters like the spell *summon monster* or *gate*" or "its one object connected by many invisible threads." Other DMs and players are convinced that you control all visual information in the Area of Effect, while others agree but say things like "you can't trap a creature in a bubble with visual information on the inside that mimics the world except for some key creatures/object/terrain/effects, but people outside see him as normal because his image is on the outside of bubble."

In the end, it's a mess because the current rules can be made to do amazing things by creative people, but those amazing things break the level system and that means that DMs are forced to punish players for their creativity, thus hurting everyone. That being said, here are some playable rules regarding illusions that won't cause you to stab out your own eyes.

A.7 Magic Items

"No... This is a knife."

Any man on the street with a few nasty scars and good tale or two can call himself an adventurer, but there are a few true tests that can determine the difference between a talented liar and the kind of person who considers fighting dragons a slow day at the office. It's not demonstrable skills, or nerve, or even a history of past accomplishments. It's magic items.

I know that this sounds counterintuitive, but work it out for a second. Put a fighting guy with just better than average stats, some class features, and some HD out on the front line, and what do you have? Basically, you have a giant, which means "NPC". Without a magic weapon to bypass DR, good armor to avoid being clobbered, healing magic to recover for the next fight, and crazy extra effects to surprise an enemy like *dimension door*ing with the *Cloak of the Montebank* or reflecting a spell with a *Ring of Spell Turning*, you just don't have enough mojo to call yourself a PC. Monsters have bigger raw stats and better recharge times on their abilities, so if you don't have something extra you aren't going to be able to compete.

Magic items are the true test of the adventurer because they say "I'm trying to grow my power asymmetrically and I'm willing to do it by stealing it from other people who are also growing their power asymmetrically." Anyone can fire a bow at a manticore in flight, but only an adventurer is so concerned with power that he'll track that manticore to its lair and risk getting boxed in by a family of manticores just for the opportunity to root through its dropping on the off chance some would-be hero got eaten by the thing and a magical trinket or two survived passing through its innards.

Some would called that "greedy", but in fact that's "hardcore." Real adventurers are willing and able to risk their life on just the hope that their efforts will bring magical loot, and it's worth it. The more magical loot one gains, the more able an adventurer is to survive the next terrible risk that might offer magical loot. Heck, just holding onto any reasonable-sized pile of magical loot means that one is to be reckoned with. A real adventurer won't sell his *Helm of Brilliance* for a pile of "magic beans" and he's not going to put himself in a situation where a common cutpurse is going to walk away with his *Pearl of the Sirines*, and he's going to

set himself up in society in a role where the local king or warlord can't just send a few longbowmen and an apprentice with *detect magic* to confiscate his magical loot "for the good of the state." Magic items are not just a reflection of your power, but a reflection of your character and your ability to choose your own destiny.

That being said, magic item creation and ownership is a big deal, and should not be the abbreviated (and broken) process that you see in the DMG. Here are some rules to make it sane and easy.

A.7.1 The Core of Magic Item Design: Don't Do It Like Diablo

Diablo II is a great game, but literally every single thing it does with magic items is bad for a table top role playing game.

A.7.2 Magic Items with Class(ifications)

It's all well and good to talk about "Magic Items" as a whole, but there really is a very big difference between piles of scrolls (which have a modest effect on a single adventure) and a flaming sword (which has a modest effect on all your adventures. Not as much as the writers of the DMG seem to think – but it's certainly there. An item with "unlimited" charges is actually *going* to be used a specific and finite number of times before the character stops adventuring, the item is destroyed, or the character starts using something else. While there is no specific limits to how many times you *can* swing a sword, fundamentally there is a limit to how many times you are going to swing that sword.

Activation vs. Constant

Walking around in a suit of magic plate assumes that as long as it's worn properly, then without any prompting on the part of the character the suit is providing an enhancement bonus to AC. It's the same with a Ring of Fire Resistance, an Amulet of Natural Armor, and a host of other items. Similarly there are items such as magical swords that can be used round after round generating their effects time and time again without rest or recharge. It's the same with wands, most rods, the vast majority of rings, and collapsible animated ice swans. In either case these items are Constant items. Item providing a Constant effect (or usable in a Constant fashion) must be specifically targeted by a *dispel magic* to be affected.

Other items need to be activated before they work. Scrolls and potions are classic examples, but a good percentage of magic items fall into that category. These are Activation items. Activation items have to be in some way prepped up before they are used. A scroll must be read and deciphered; a potion must be shaken up and opened. Any Activation effect can be dispelled in an Area *dispel magic* or person-targeted effect (as appropriate).

Ownership is a Privilege, Not a Right

Several systems of magic item ownership have been attempted in the past. The current system is a pseudo chakra-based BS where magic power is limited by one's body parts where some items are dedicated to a specific body part (magic helmets like a Helm of Telepathy) and others are supposed to be put on the body but get to ignore this system (Ioun Stones are a classic example, as they float around your head and just give you some magic powers but you can have a dozen or a hundred doing that job and it's no problem). Other magic items generally sit in your pocket until you use them, and its assumed that your backpack is stuffed with them (staffs, wands, rods, most rings, scroll, potions, special-use weapons like *ghost touch* swords, and about half of the wondrous magic items).

One of the dumber parts of D&D has been the tally sheets of items where determining the effects and bonuses on a single character starts to look like doing your taxes. That's lame and slows down the game, and together that's unacceptable. Since we have removed the GP and XP rules from magic items, which were previously the only limiting factor on magic item abuse (which we did because they didn't really work), we have instead have these new rules for magic item ownership:

1. **Eight Item Limit:** Adventurers can have up to eight Constant effect magic items operating on their body at one time. Any items past that limit (8), and the most recent items won't work. This can be any combination of items, but available space on the body is a limiting factor, meaning that you definitely can't wear two sets of chain armor at the same time (no way to get two torsos), but you can wear several

amulets (assuming you have a neck, which most oozes don't) or even two helmets (assuming you have two heads like an ettin).

Carrying around Activation magic items is no problem though. You can have bandoleers of potions across your chest, a scrollcase full of scrolls, or a magic arrow hidden up every seam in your clothes and every body cavity, but only eight items can currently be providing Constant benefits.

A constant item must be worn/used and working properly for it to count against the Eight Item limit, and activation items can only be used one at a time. For example, Tommy of the Twelve Magic Daggers can wear a constant effect magic armor, a constant effect magic cloak, and five constant effect magic rings and still throw/activate his daggers one at a time in a round (assuming he can throw more than one each round), but if he tried to use two at a time with Two-Weapon Fight (for example: to benefit from qualities like Defending), then one of those daggers is not working and is basically a non-magical dagger. Some situations may arise where it is difficult to decide if a character is exceeding his limit; and in those cases, use your best judgment (meaning that if you are a DM, be consistent). For example, Tommy might be holding a magic longsword by the blade in his hand, so it's not "active" since he can't take AoOs with it and get its bonus and its not providing him with any Constant benefit.

2. **True Ownership:** A person has to willingly put on a magic item and intend to activate it for it to count as active. That means that clever people can't trick you into putting on weak magic items so that your good magic items won't work when you try to use them. Unconscious or helpless characters can have items activated on their behalf (remember that in D&D unconscious creatures are always "willing"), so you can put a Ring of Regeneration on an unconscious buddy or put Dimensional Shackles on a sleeping wizard. Command word and spell completion items cannot be activated on someone's behalf (though you are welcome to use them on another character by dint of pointing the wand at your opponent and shooting lasers at them as normal).

The flip side of this is that when you put an item down, it still counts as being one of your items for a period of time. This means that when you throw your magic spear it retains any benefits that are dependent upon your level while it is arcing trough the air into the dragon's chest; and it also means that it is not practical to pull a magic skirt off in the middle of combat and replace it with some really cute bike shorts. That's actually a good thing, because while if you're specifically playing Final Fantasy X 2 D20 it is setting appropriate to change your clothes in the middle of combat ? in all other settings that sort of thing is just really dumb. Once it leaves your person, a constant magic item generally stops being one of your eight in a d4 minutes. If you're actually dead, your magic items stop counting as being yours the next round.

Cursed items are the same. You have to try to use a cursed item before it can affect you. Otherwise, you can just keep it in a box labeled "Cursed sword: Do not use for stab-ination."

3. **An End to Bonuses:** Andy Collins talks a lot about the "big items" that players need to get in the door at high levels. Mostly swords and shields with bonuses on them. And while he is correct that people *do* need them, I personally think that constantly taking up time worrying about getting another uninteresting "slightly more magical sword" is bad for the game. The solution is truly that for magic items to fulfill their duty within the game without being really annoying, they just have to scale by level. So the "+2 Sword" is dead. Now there's just a "Magic Sword". If you happen to be 6th level when you use that sword, it'll be +2.

4. **Artifacts have a Level:** What makes Artifacts special? Mostly it's that they are a source of power that is completely asymmetric and well outside what the user could be "expected" to have. This is represented by an artifact simply being a magic item that has a level on its own time. That means that the first level farmer's daughter who picks up Excalibur (an artifact with an inherent level of 15) gets all the benefits that she would had she actually been 15th level herself (a +5 enhancement bonus, being king of England, the whole deal). A character who holds an artifact of a lower level than herself still treats it as a magic item of her level – the Artifact's level is a minimum, not a maximum.

Wanna Take Some Body Slots?

The slot system of traditional D&D is more than a little bit insulting and carrying it over into this document would be a tragic failure of our design goal to make things not be like Diablo II. So yes, if you want to have every single one of your eight items be a ring, or an ioun stone, that's fine. Heck, you really could plausibly wear eight rings on one hand, there are people who do that sort of thing. If it's really important that you

use three different magic crowns, we welcome you to run around calling yourself *The Thrice Crowned King*. Nevertheless, items do have classes that they fit into fairly neatly:

1. **Wielded Items -** These are held in a hand and brandished, swung, or otherwise triggered to activate their power.

2. **Worn Items -** These are placed somewhere on the body in order to unleash their power. While it is possible for someone to wear multiple sets of clothes, or armor over clothes, or even armor over other armor, only the heaviest armor counts as the armor you are wearing for purposes of AC, special abilities, etc.

3. **Miscellaneous Items -** These are items that are used in some other arbitrary way. Their power continues even when not held or worn, which is good because a lot of these items are things like thrones, golems, or crystal spheres that simply cannot be placed on the body at all.

A.7.3 Magic Item Creation

Building a magic item is a big deal. It is a way to expand one's power and a way to transfer power to your lessers, and in many ways the life of an adventurer revolves around the acquisition of magical loot. If magic item creation is too easy, adventuring is less fun, and if its too hard then people won't do it and resent the system and DM.

We know that the current rules don't work. GP and XP costs are things that have little meaning in even a low-level game, and players are notorious for finding ways around them by taking metagame classes like the Artificer, by having cohorts pay those costs, or even by giving morals the finger and having mindcontrolled captured spellcasters do it. That's before we even get to *wishes*, powerful outsiders, or craziness like the Dark craft and soul rules.

There is one thing that hurts characters: time. Adventures and stories happen along a timeline, and players may or may not be able to stop during an adventure to build just the right item for an adventure. Even "downtime", the time between adventures, is limited because powerful characters attract powerful enemies and predators. Heroes that say "we'll just take a year off and make magic cloaks for everyone" are basically saying "we'll sit in the open and let our potential and actual enemies pick the time and place for any battles." DMs can throw enough intrigues in someone's way during that time that before the first cloak is built that the campaign is over.

Creating magic items just requires time. There's work that goes into enchanting a sword, forging a blade, smelting the steel, mining the ore, and all that just takes time. If a character is really dedicated, he really seriously can wander off into the hills collecting reddish stones and then heating them up until iron comes out and then hammering the molten metal into a blade and then enchanting it with his power and walking out of the hills with a magic sword. Various portions of this can be expedited by, for example, *hiring other people* to do a lot of that ? so a character can reasonably expect to throw down gold and buy himself a lot of that time back. But if you just have time; time will suffice. Exactly what magical goods are needed or helpful in magic item creation is highly variable campaign to campaign.

- **Questing for Reagents**
  It is a classic story for those fantasy settings that have on-camera magic item creation that characters must go quest for magical ingredients they need to make whatever the hell it is that they want to make

Building a Better Magic Item: the Minor Magic Item

A Minor Magic Item is one which can be produced in quantity by NPC apprentice factories and can thus be in some sense standardized or expected to exist in major city bazaars. Most minor magic items just provide some sort of unimpressive numeric bonus. The magnitude of that bonus is dependent upon the level of the character who is using that magic item. The rate at which the bonus scales to level varies depending upon what the item is giving a bonus to, and when magic items would provide a fractional bonus always round that fraction up. There are no caps on any of these bonuses. If you're a 19th level guy your sword simply provides a +7 enhancement bonus and that's fine. You're 19th level and you don't even really care.

- **Enhancement Bonus to Weapons ::** +1/3 per character level.
- **Enhancement Bonus to Armor ::** +1/3 per character level.
- **Enhancement Bonus to Attributes ::** +1/3 per character level.
- **Resistance Bonus to Saving Throws ::** +1/3 per character level.

- **Competence Bonus to Skills ::** +1 per character level.
- **Energy Resistance to any Energy Type ::** +1 per character level.
- **Deflection Bonus to AC ::** $1/4$ per character level.
- **Enhancement Bonus to Some Other Thing (Natural Armor, DR, SR, whatever) ::** +1/3 per character level.

Non-standard bonus types, or as we like to call them around the office: *bullshit* bonus types do not exist. No, you can't have a Sacred Bonus to your AC or an Insight Bonus to your skills. That stuff is straight up broken and will push characters right off the random number generator. If all of your eight magic items are providing a bonus of some sort, they most definitely should not be providing a bonus to the same number – that sort of thing really does make the d20 system fall apart.

Minor Magic Items which do not provide a numeric benefit usually reproduce the effect of a spell, and are caster level 5 or less. A Minor Magic Item may potentially be traded in the turnip economy. It is conceivable that a man might trade a wand of *cure light wounds* for food or shelter directly. Nonetheless, these items are much more commonly traded for gold, and anything more powerful than a Minor Magic Item is actually less than worthless in the turnip market – a *Frost Brand* or *Stone Sphere of Shaz* is really going to draw more fire for a peasant than it's worth.

More powerful magic items begin with a Minor Magic Item base and layer additional abilities on top. In this way a Sword of Sharpness always provides the basic level appropriate enhancement bonus to attack and damage even while it is chopping the heads off of dudes.

Building a Better Magic Item: the Magic Weapon

Generally speaking, magic weapons start with the basic minor magic item chassis: "Weapon with an Enhancement Bonus" and items more powerful weapons also have an ability. There are two kinds of magical weapon ability: Spell-Like Abilities and Supernatural Abilities. An example of the first type is a Rod of Fire and an example of the second type is a Vorpal Sword.

A Spell-like ability is just a spell that having that weapon allows you to use. Using this spell-like ability is a Standard Action, so Quickened Spells aren't particularly interesting.

Behind the Scenes: What Spells Can Rods and Swords use?

D&D has literally thousands of *pages* devoted to spells and it is entirely impractical to go through the list and find all the spells that would be appropriate from an activation ability for a magical rod or staff. Instead, here are some basic ideas of things which are *not* a good idea to put into weapons:

- **Long Casting Times:** Spells like *major creation* can make stuff like Adamantine Boxes, which is all fine and dandy until you start making them in combat time by having them be used as a spell-like ability. Then it's suddenly battlefield control with no save allowed and that's just messed up. So while having a Rod of Summoning that allows you to throw down a Fullround spell like *summon monster* whenever you feel the urge is fine – sources of spells like *move earth* and *planar binding* are deeply problematic.
- **Swift or Quickened Spells:** *swift fly* is a really crappy spell except for the part where it's castable with a swift action. Even then it's not that great. When used as a Standard Action, it's just crap.
- **Juggling Spells:** This last category is by far the hardest to nail down, because it isn't precisely quantifiable. But a spell effect that delays an opponent is really a crap tonne more effective if it is repeatable time and time again by autofiring the go button on a magic rod. Spells like *frost breath* and *color spray* are amazingly effective anyway, and if you can just throw them every round you go to straight up unfair territory.

Supernatural abilities, on the other hand, are just things that your weapon does. Like a monster ability, your weapon simply has some effect going all the time. In many cases, this involves inflicting a status effect on enemies struck with the weapon. Status effects will be inflicted on the following circumstances:

- A target is struck at least once during a round (so figuring out some way to scam lots of attacks doesn't give extra statuses).
- The target fails a saving throw. The DC is 10 + $1/2$ the wielder's character level + the wielder's Charisma Modifier.

Here are some supernatural weapon qualities:

- **Lesser Qualities:**
  - ▷ **Defender -** A defending weapon moves itself to intercept attacks made on the wielder. While wielding a defending weapon, the character has an armor bonus of 5, enhanced by the enhancement bonus of the weapon.
  - ▷ **Dispelling -** A weapon of dispelling destroys magic. Anything struck that fails a Willpower Save is targeted by a targeted *dispel magic*, with a dispelling check of d20 + wielder's character level (no cap).
  - ▷ **Flame -** A flaming weapon sets things touched by it *on fire*. A victim who fails a Reflex Save is on fire and will suffer a d6 of fire damage every round until they extinguish themselves.
  - ▷ **Ghost Touch -** A ghost touch weapon spans the material and ethereal planes. It can be wielded by any standard, incorporeal, or ethereal being and can be used to attack any standard, incorporeal, or ethereal being with no miss chances due to the difference (if any).
  - ▷ **Terror -** A weapon of terror strikes fear into the hearts of its foes. A victim who fails a Willpower Save becomes *shaken* for an hour. This is a [Fear] effect.
  - ▷ **Thunder -** A thundering weapon makes a whole lot of noise. A victim who fails a Fortitude Save becomes *deafened*, and an object struck by a thundering weapon has its hardness ignored.
  - ▷ **Time Distortion, Lesser -** A weapon of lesser time distortion cuts time away from the target. A victim who fails a Willpower Save becomes *slowed* for 5 rounds.
  - ▷ **Berserking -** A berserking weapon causes the wielder to go into a red rage of mindless fury. Whenever the user makes an attack with the weapon, the user is immune to mind affecting and fear effects for three rounds. However, during this period the character also cannot cast spells or activate magic items.
- **Moderate Qualities**
  - ▷ **Cursed -** A cursed weapon cannot be gotten rid of. A character who uses a cursed item will find that it continues to count against her 8 item limit for some time after being set aside, and it can be willed into her hand as a free action regardless of distance. Even if it is destroyed, the cursed weapon reforges itself once every day and continues to count against the wielder's item limit until a successful *remove curse* is used to sever the connection.
  - ▷ **Disruption -** A disrupting weapon damages the necromantic animating force of the undead. An undead victim who fails a Fortitude Save is instantly destroyed.
  - ▷ **Frost -** A frost weapon freezes things quite severely. A victim who fails a Fortitude Save becomes *fatigued*, normal fires are extinguished, and liquid objects freeze out to a 5' radius. Within 5 feet of an unsheathed frost weapon, the temperature cannot rise above *cold*.
  - ▷ **Lifestealing -** A lifestealing weapon damages the souls of the living. A victim who fails a Willpower Save gains a negative level.
  - ▷ **Planar -** A planar weapon ironically is infused with the power of the Prime Material and is named thus because it's a good thing to have when traveling the planes. When a victim who is not a native of the Prime or whatever plane you happen to be on fails a Willpower Save it is instantly banished to its home plane, from which it may not leave for 24 hours (treat as a *dimensional anchor*). In addition, an outsider victim must make a Fortitude Save or be *dazed* for 1 round, regardless of what their native plane happens to be.
  - ▷ **Sharpness -** A weapon of sharpness cuts stuff into pieces. A victim who fails a Fortitude Save loses a limb (chosen at random), and an object struck by a weapon of sharpness has its hardness ignored. This enhancement is only available for sharp weapons, other weapons should use Withering instead.
  - ▷ **Sun -** A sun weapon sheds tremendous amounts of light. A victim who fails a Reflex Save becomes *blind* for 1 round. Such a weapon sheds more light than normal, and is surrounded by a *daylight* effect when in use.
  - ▷ **Withering -** This quality is exactly like "sharpness" except that the special effect is that limbs wither and objects crumble. It is used for blunt weapons.
  - ▷ **Wounding -** A wounding weapon causes brutal and horribly bleeding wounds. Damage caused by a wounding weapon is vile physical damage even if the victim has Regeneration. A living victim who fails a Fortitude Save becomes *staggered* for one round.
- **Greater Qualities**
  - ▷ **Petrification -** A petrifying weapon causes living tissue to transform into stone. A living victim who fails a Fortitude Save is *petrified*.
  - ▷ **Ruin -** A ruinous weapon destroys pretty much anything. A ruin weapon ignores all hardness, DR, and resistance to critical hits of any target it strikes.
  - ▷ **Soul Prison -** A soul prison weapon absorbs the soul of any enemy slain with it. A victim who is dropped by a soul prison weapon has their soul immediately drawn into the weapon, where it remains until used. A soul prison weapon can hold up to nine such souls at a time, and not even a

wish can restore the life of a foe whose soul is therein contained. Nominally there is a Willpower save is involved, but since a dropped foe is considered "willing" that doesn't normally come up. This is a necromantic effect.

▷ **Time Distortion, Greater -** A weapon of greater time distortion cuts time away from the target. A victim who fails a Willpower Save becomes affected by *temporal stasis* for ever.

▷ **Vorpal -** A vorpal weapon kills things outright with a "snicker-snack" noise. A victim who fails a Fortitude Save is killed, this is a death effect.

Magic Ammunition

A magic arrow is indeed a special thing. The only kind of magic arrow that doesn't make us feel really bad about ourselves is the Spell Arrow, so that's the only one that exists. Every magical arrow (or crossbow bolt, or whatever) has one spell in it which is chosen when it is made and which will be cast when it is fired. A spell arrow is not recoverable after the fact because the spell only goes off once. In order to actually get a magical arrow to "go off", you have to spend a standard action firing it. Otherwise it's just an incredibly expensive arrow.

Magical arrows have the spell go off in whatever way would be most awesome looking. So if you fire an arrow which contains a touch ranged spell like *cure serious wounds* or *incite love* then the spell takes effect on whoever gets hit by the arrow. On the other hand, if you have a spell with a cone or line area of effect like *lightning bolt* or *color spray* it starts the line right in front of the bow. Bursts or Emanations come from wherever the arrow lands, and Personal or 0-range spells can't be made into Spell Arrows at all. In any case, the arrow itself is completely consumed by this process and doesn't do any actual damage (so curative arrows aren't as stupid as they might sound). Hitting a specific target with a Spell Arrow is a ranged touch attack.

Magic Armor, Clothing, and Accessories
"He's the man with the magic pants."

Heavy plate armor, racks upon racks of Mr. T style gold chains, shiny pants, and magic belts, these are a small set of examples of the crazy crap that people wear in the D&D universe. The only difference between wearing, for example, a bunch of gold chains and a sleek set of leather armor is that the leather armor counts as *armor* and has a tendency to provide some sort of Armor Bonus, Armor Check Penalty, and level appropriate bonuses (see Races of War). The gold chains just make you look like a circa-1986 rap star. But basic bonuses aside, all such items are simply a minor magic item unless they have some special ability above and beyond the standard level appropriate effect.

Special abilities on such items can be spell-like or supernatural, exactly as per weapons. The activated spells on a cloak or a belt function exactly like the activated spell-likes provided by

Here are some supernatural Worn-item qualities:

- **Lesser Qualities:**
  - ▷ **All Around Vision -** Iconically placed upon helmets and Spot-bonus items, this enhancement gives the user the ability to see in all directions, preventing enemies from flanking.
  - ▷ **Aquatic -** Iconically placed upon any worn item, this enhancement gives the user the aquatic sub-type, allowing them to breath water and swim easily.
  - ▷ **Dark Vision -** Iconically placed upon helmets and Spot-bonus items, this enhancement gives the user the ability to see without light, as darkvision out to 60'.
  - ▷ **Tremorsense -** Iconically placed upon boots and Listen-bonus items, this enhancement gives the user the ability to detect things within 30' who are touching the ground as with tremor sense.
- **Moderate Qualities:**
  - ▷ **Blindsense -** Iconically placed upon helmets and Listen-bonus items, this enhancement gives the user the ability to detect things within 60' as with blind sense.
  - ▷ **Madness -** This enhancement surrounds the user the with maddening trills and whispers, causing all sane creatures within 10 feet of the user to have to save vs. a *hypnotism* effect each round that the item is active and uncovered.
  - ▷ **Spell Resistance -** Iconically placed upon protective items and cloaks, this enhancement gives the user Spell Resistance of 10 + Character Level. Spell Resistance from multiple items with this enhancement do not stack.
  - ▷ **Telepathy -** Iconically placed upon helmets and Sense Motive-bonus items, this enhancement gives the user the ability to silently communicate with any creature which has a language out to 100' regardless of line of effect.

> **Armor Bonuses and Natural Armor Bonuses**
> Yes, Armor Bonuses and Natural Armor Bonuses stack, but they don't 100% stack. If you have both an Armor Bonus and a Natural Armor Bonus, you only benefit from half of the smaller bonus (round up). So if you have a +8 Armor bonus and a +5 Natural Armor Bonus, you are getting a total of +11 from Armor and Natty Armor, not +13. The reason for this is because Natural Armor gets *very large* on a number of creatures. Originally this was because writing in a big natural armor bonus is really easy and gives level appropriate overall bonuses for the stuff in the Monster Manual, but when you mix in regular armor it pushes defenses straight off the random number generator.

Magic Rings
"In brightest day, in darkest night…"

There is nothing special about Rings. At this point there is enough fantasy material available that there are people deeply immersed in the genre who have never read the Nibelungenlied or Lord of the Rings. When Arneson and Gygax made D&D back in the day, LotR really was primary inspiration and the natural result was to put rings on some sort of whacky pedestal. Well, nowadays we have people for whom the iconic Magic Item of Vast Power is a lamp (Aladdin), a gem (Dark Crystal), an orb (Castle of Llyr), or whatever. So a Ring is just like any other piece of clothing, save that it rarely provides an enhancement bonus to armor.

Constant Miscellaneous Magic Objects

There are a number of objects in D&D land that are neither worn nor wielded and yet count as constant items. Crystal Balls, Handy Haversacks, and Braziers that call fire elementals are all powerful items that do count against a character's eight item limit. What they don't do is actually stay connected to the user in a physical sense between uses. In order to use one of these items, one must *attune* it, at which point that item is connected to the character who did so. Attuning such an item takes 15 minutes, and it takes that long for it to stop being attuned as well. It takes an act of will to make a magic item of this sort stop working for you, and this act of will can be taken either by you or someone who holds the actual object. So if someone snags your decanter of endless water,

> **Behind the Scenes: Attuning Crystal Balls.**
> When you draw a flame tongue it bursts into flame immediately upon leaving its sheath – granting a level appropriate bonus to attack and damage while setting stuff on fire. However, the same does not happen when you uncover a crystal ball. And the reason for this is honestly that items like collapsible bridges, bags of holding, and iron flasks are almost never used in combat time and yet they *do* have a serious impact on your success or failure in an adventure.
> It takes longer to swap these objects into and out of your bat cave simply because it is assumed that when you would be doing this you actually have more time to swap things in and out. In fact, it might be pointed out that it takes precisely as long to attune such an item as it does to fill an open spell slot on the fly – that's not an accident.

Building a Better Magic Item: Intelligent Items
"Hello computer!"

In every edition of D&D, the intelligent item has been listed as something that happened quite frequently. Seriously, even in the 3.5 DMG it says that fully 1% of all Amulets of Health and Rings of Featherfall have intelligence. Were you to actually roll that up for every item you found it seems a virtual lock that every campaign would have one or more Intelligent Items in them. Since the vast majority of campaigns include *zero* talking swords rather than the 1-5 expected by purely random chance, it seems extremely clear that something is wrong with the way Intelligent Items have been handled in the last 40 years of D&D.

An Intelligent Item is like having a cohort, and if it is the same level as you are that's really unbalancing to the game. While previous editions have tried to keep track of ego points, we're going to try to make this as simple as possible: An Intelligent Item is a Sorcerer who happens to be a dagger or a pair of shoes. Like any Sorcerer, an Intelligent Item has a character level, and if that character level is more than 2 less than your character's level, it *will not be your cohort*.

And that's it. An Intelligent Item is "just" a magic item that happens to have one or more levels of Sorcerer, and an Int, Wis, and Cha. If it is within one step of alignment of your character, and is at least two levels lower than your character, and it is attuned as one of your eight items, it will work with you – casting its spells on your behalf. An Intelligent Item never needs to worry about somatic components, which is just as well because a lot of them don't have moving parts.

That being said, an Intelligent Item is still an extremely powerful, game altering item. An extra spiderweb cloak that is throwing down *web* in pitched battles can make the difference between life and death even at very high levels.

A.7.4 The Appearance of Magic Items

"Don't touch that sword."
"Why? Because it's on fire? Because it has glowing runes?"
"Because the glowing runes say 'Don't touch this sword.' "

Magic items do not normally require a casting of *detect magic* to uncover. The DC of an appraise check to determine that something is in fact magical is 20 *minus* the object's caster level. A powerful item bends space around it and glows with unearthly soulflame and such and really can be noted as magical by the untrained eye. But what exactly a magic item *looks like* is contingent upon who made it and what they made it out of. Broadly speaking, the magic items made by the Drow really are black and covered with spider motifs; the magic items made by the Hobazad Khanate are generally lacquered in red and black with decorative leafing of gold and brass; the artificer mages of Bladereach make their magic items by etching them with hydra saliva so they look all melty and marbled.

Minor Magic Items of any sort can usually be identified by regular people who are familiar with the culture which produced them. If you're a Drow you've *seen* the cloaks of resistance that the tailors in your society make. You might even own one. It's really not any kind of mystery to you.

Artifacts of course, follow their own set of rules. Some artifacts are instantly identifiable as powerful magical objects by people remotely in the vicinity (good examples of this are the Rod of Orcus and the Machine of Lum the Mad), while others really do adequately disguise themselves as mundane, even commonplace items (good examples of this second type are Aladdin's Lamp and the Pillowcase of Storms).

Iconic Forms

Let's face it, magic items are more fun when they come in recognizable forms. See a wizard waving around a stick and knowing that its a wand is more fun than trying to guess the effects of a glowing stone in his hand. That being said, here are additional rules to bridge the gap between our creation system and 3.X D&D.

Iconic Form bonus: Any item made in both its iconic form (ring, wand, sroll, etc) and enchantment as shown in the DMG or other published source recieves can be created as if it was -2 its normal caster level after creation. This means that if you make a Cloak of the Manta Ray rather than a Ring of the Manta Ray, it takes you the amount of time it would take for a 7th level item instead of its normal 9th level, and it counts as a 7th level item for item creation limits. Note that this does mean that casters can create iconic items by using a lower caster level (so a 7th level caster can create a Cloak of Manta Ray, but not a Ring of the Manta Ray), assuming they can cast (or have cast) the required spells.

A.7.5 Disposing of Magic Items

"You're going to have to throw The Ring into Mount Doom. Probably those pants as well."

Magic items are *really dangerous*. Not just to use, but also to leave lying around. Or to destroy. Really anything you happen to do or not do with magic items carries significant consequences down the line.

The Bat Cave or Sword Rack is a relatively simple storage system for magical objects, and works fairly well.

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A.8 Treasure and the World

A.8.1 Finding Treasure
"There's nothing here but worthless gold!"

It is an absolutely necessary step in the entire process of dragon slaying that one cart off the pile of gold. Indeed, previous editions oft as not required that one employ literal carts to carry off the fantastic wealth that a single Dragon might hoard. This was made possible by the letters G and H and by the number nine *thousand*. And while it is true that the old alphabetical treasure types may have been a *bit* overboard with the tremendous piles of loot that they handed out, the reverse trend of giving characters piles of gold that fit in one's pocket is fairly unfortunate.

It is absolutely the case that any dragon worth its salt should be worth enough in gold that it can actually *sleep* on said gold. For reference, that's about 760 pounds of gold for a minimal medium-sized dragon, and about three tonnes of gold for a large dragon. But it is equally the case that when you encounter a group of gnolls or bugbears or even hill giants they generally don't have a big pile of gold and more often than not they don't have any magical items. Even more importantly, owlbears don't have any treasure *at all*. Their digestive systems really will destroy all of the valuables they eat, and most of the time they won't even eat valuables because *they're owlbears*! They live in the woods and they kill things and they don't participate in any economic activity at all.

Books

One of the most important and interesting things one can find in a cooperative storytelling game is a book. It's a story within a story, a source of potentially needed information and it's not really game breaking for your character to have it. It is for this very reason that virtually every Dungeon Magazine includes at least one book that the characters can find.

So what do books actually do? Well, the obvious thing is that if there are any spells in them, you can copy those down into your spellbook (or your *secret page* manifest pad, if you're a modern wizard). But even if they are completely mundane they can still be useful. If you have enough of them on a subject you can have a *Library*, which allows you to take 20 on Knowledge Checks. And a book about a specific subject can allow a character to spend an hour in study to make a knowledge check as if you had an appropriate Area of Expertise. So if you are confronted with a hobgoblin wartabard, and you can't make a sufficient Knowledge Geography or Knowledge History check to figure out where it comes from – you can bust out a copy of <u>Bastions of the Goblin Khanate</u> and try to find a match – then you can make another knowledge check with the much lower DC.

One Hundred Books that you can find in a Fantasy Setting:

1. The Ascendancy of Fire
2. Abjuring Minor Demons
3. Alterationism and Revisionism
4. August and Winter
5. Anatomie d'Ghoule
6. Book of the Wars of Pelor
7. Bastions of the Goblin Khanate
8. Bees: Keeping and Secrets
9. Benevolence and the Duchess
10. Blzht's Personal Notes on the Badger Kingdoms
11. Birthrights
12. Crumbling Shadow
13. The Cruelty of Healing Magic
14. Carbuncles in an Elvish Context
15. Cyclopean Constructions of the Vanished Ones
16. Cults of the Maggot God

17. De Vermis Mysteris
18. The Draconomicon
19. The Diary of Jakkar the Mad
20. The Diary of Prince Olaf
21. Dangerous Plants of the Bane Mires
22. Djinn Fermentation Techniques
23. Donjon Menagerie
24. 101 Secrets of Devilcraft
25. Eternal Subjects: Stasis and Crystal
26. Evil
27. Etherealness, Property, and Government
28. Extreme Cold: A Goblin's Tale
29. Ettercap: The Terrible Secret Reality
30. The Crawling Darkness: Practical Necromancies
31. Fabled Lands and Mythic Locales
32. Fairy Courts: Sun and Shadow
33. Fear in Hoburg
34. Remnant Cities and Constructions of the Ancients
35. The Bestiary Arcane
36. Giant Crab!
37. The Giant Kingdom: A Traveler's Perspective
38. Gargoyle Physiology
39. Grafting Flesh and Lead
40. Gold: Providence and Necessity
41. Gnome Lore
42. Horror and Birds
43. Harpy Statecraft
44. The Harvest of Sorrows
45. Blood of the Innocent
46. The Asmodeus Gambit
47. Blood and Silk: Danger Rises as the Sun
48. The Cutting Edge: A Warrior's Tale
49. The Dark History of Bladereach: A shocking and true revelation
50. Fantastic Economie
51. The Fly and the Serpent: Against the Giant Frog
52. Cults: Demons: Dark Miracles
53. Five Beans You Can Eat
54. The Broken Mask: A Practical Guide to Hunting Shapeshifters
55. The Book of Odamma
56. Children of a Dark Star
57. The Horrible Reality: The Devouring Darkness Unavoidable
58. Last of its Kind: Twelve Dying Races
59. Dark Revelations V through IX
60. The House of Fiery Justice
61. Aboleth Memories
62. Industrial Uses of Slimes, Molds and Jellies
63. Balance and Leverage: Druidic Construction and the Natural Order
64. The Path of Blood
65. Plains of Dust on the Planes of Water
66. The Properties of 120 Magical Plants available anywhere on the planes
67. Political Maneuvers of the Depraved

68. Playing with Fire: The Dangers of the Vilest Necromantic Arts
69. The Planar Political Primer
70. The Physiology of Pain
71. Prophecies of Profleggathron the Ever Burning
72. Ash on the Wind: the Conquest of Valdrana
73. Stone Unyielding, Impressions and Sand
74. Servants of Leaf and Branch: Dryads, Nixies, and Nymphes.
75. Secrets of Life and Death
76. Slaves to the Black Tower
77. The Complete Dwarven Histories: Volume XVIII: The Seventh Bugbear Confrontation
78. A Transcript of the Trial of Harakhdar the Forsaken
79. Taxidermy for Profiteers
80. A Treatise on the Efficacy of Fungal Remedies
81. Unaussprechlichen Kulten
82. Ur Priest: Eating the Gods
83. The Void and the Flame: The Story of Elothar
84. Tactica Implacable: A Primer for Dwarven Strategists
85. Land Grants of the Wendish Borderlands
86. Surprisingly Delicious Things
87. Tracking the Wily Displacer Beast
88. Potion Miscibility
89. The Worst the Banemires Can Do
90. Wanderers of the Void: Giant Frog
91. Six Problems of Classic Philosophy
92. Twelve Ninja Clans
93. The Xorn and the Unicorn: Root and Stone
94. Path of the Mud Sorcerer:
95. The Wish Economy and the Brass Sultan
96. Metallurgical Properties of Mithril and its Common Alloys
97. The Precepts of Hruggek
98. Your Word Against Mine: The Kobold Problem
99. Anathema
100. Zone Agents

A.8.2   The Three (or so) Economies
"I'll give you five pounds of gold, the soul of Karlack the Dread King, and three onions for your boat, the Sword of the Setting Sun, and that cabbage. . . "

Life in D&D land is not like life in a capitalist meritocracy with expense accounts and credit cards. There is no unified monetary system and there are no marked prices. *All* transactions are essentially barter, and you can only trade things for goods and services if people genuinely believe that the things you are trading have intrinsic value and the people you are trading to actually want those specific things. Gold can be traded to people only because people in the world genuinely think that gold is intrinsically valuable and that they want to own piles of gold.

That means that in places where people don't want gold – such as the halfling farming collective of Feddledown, you can't buy anything with it. It's just a heavy, soft metal. But for most people in the fantasy universe, gold has a certain mystique that causes people to want it. That means that they'll trade things they don't need for gold. But no matter what they are giving up they aren't "selling" things because money as we understand the concept doesn't really exist. They are *trading* some goods or services directly for a physical object – an actual lump of gold. Not a unit of value equivalency, not a promise of future gold, not a state guaranty of an amount of labor and productive work – but an actual physical object that is being literally traded. And yeah, that's totally inefficient, but that's what you get when John Locke hasn't been born yet, let alone modern economic theorists like Adam Smith, Karl Marx, or Benito Mussolini. If you really want to get into the *progressive*

economic theories that people are throwing around with a straight face, go ahead and check out theoreticians like Martin Luther, Thomas Aquinas, Sir Thomas Moore, or Zheng He. If you want to see what *conservative* opinions look like in D&D land, go ahead and read up on your Draconis, Li Ssu, Aristotle, or Tamerlain.

The Turnip Economy
"We got rats! Rats on sticks!"

Most settlements in a D&D setting are really small and completely unable to sustain any barter for such frivolities as gold or magical goods. The blacksmith of a hamlet does not trade his wares for silver, he trades them for *food*. He does this because the people around him are farmers and they don't make enough surplus to hoard valuable metals. So if he took gold for his services, he would get something he couldn't spend, and then he wouldn't be able to eat. So even though people in the tiny villages you fly over when you get your first gryphon will freely acknowledge that your handful of silver is worth very much more than their radishes, or their tin cups, or whatever it is that they produce for the market, they still won't trade for your metal because they know that by doing so they run the risk of starving to death as rich men.

The economy of your average gnomish village is so depressed by modern standards that even the *idea* of wealth accumulation and currency is incomprehensible. But the idea of *slacking off* is universal. There is a static amount of work that needs to be done on the farm each year and the peasants are perfectly willing to put you up if you do some of their chores. Seriously, they won't let you stay in their house for a copper pfennig or a silver ducat, but they *will* give you food and shelter if you cleanout the pig trough. They have no use for your "money", but they do need the poop out of the pig pen and they don't want to do it. On the other hand, they also don't want to be eaten by a manticore, so if you publicly slay one that has been terrorizing the village the people will feed you for free pretty much as long as you live. That's why people pay money to bards. Bards spend a lot of time in cities and actually will take payment in copper and gold. And if they sing songs about you, your fame increases. And fame really is something that you can use to buy yourself food and shelter from people in the turnip economy.

"Costs" in the turnip economy are extremely variable. In lean times, the buying power of a carrot is relatively high and in fat times the buying power of a cabbage is very low. It is in this way that the people in tiny hamlets get so very screwed. No matter how much they produce or don't produce, they are pretty much going to get just enough nails and ladders and such to continue the operations of their farms. However, such as there is a unit of currency in the barter economy of the turnip exchange – it's a unit of 1000 Calories. That's enough food to keep one peasant alive for one day. It's not enough to feed them well, and it's not enough to make them grow big and strong, but it's enough so that they don't actually die (for reference, a specialist eats 2000 Calories a day to stay sharp and an actual adventurer eats 5000 Calories a day to maintain fighting shape). In Rokugan, that's called a Koku, and in much of Faerun it is called a "ration". It works out to about 2 cups of dry rice (435 mL), or a 12 oz. steak (340 g), or 5 cups of black beans (1.133 kg), or 4.4 ounces of cooking oil (125 g).

Higher Calorie foods like meat and oil are more valuable and lower calorie foods like celery or spinach are less valuable because a lot of people exist on the razor's edge of starvation. The really fatty cuts of meat are the most valuable of all (it's like you're in Japan or Africa in that way). The practical effect of all of this is that people who have a skilled position such as blacksmith or scribe get enough food to grow up big, healthy, and intelligent. The peasants actually are weak and stupid because they only get 1000 Calories a day – they won't die on that but they don't grow as people. This also means that the blacksmith's son becomes the next blacksmith – he's the guy in the village who gets enough food to get the muscles you need to actually be a blacksmith.

When you start a party of adventurers, note the really tremendous expenditures that were required to make your characters. A 16 year old first level character didn't just get a longsword from somewhere, he's also been fed a non-starvation diet for 5844 days. That means that at some point your newly trained Fighter or Rogue seriously had someone invest thousands of Koku into him to allow him to get to that point. If your character is a street rat or a war orphan, consider where this food may have come from. Perhaps when the orcs destroyed your village leaving your character alone in the world the granary survived and your character had a huge supply of millet to sustain himself until he could hunt and kill deer to augment his diet.

A Note on Peasant Uprisings

Peasants may seem like they get a crap deal out of life. That's because they do. And regardless of whatever happy peasant propaganda you may have seen, peasants aren't really happy with their life even under Good or Lawful rulership. That's because they work hard hours all year and get nothing to show for it. So the fact that they don't get *beaten* by Good regimes or *stolen from* by Lawful regimes doesn't really make them particularly rich or pleased.

In Earth's history, peasant uprisings happened about every other generation in every single county from Europe all the way to China all the way through the entire feudal era (all 1500 years of it). It is not unreasonable to expect that feudal regions in D&D land would have even more peasant uprisings because the visible wealth discrepancies between Rakshasa overlords and halfling dirt farmers is that much more intense. Sure, as in the real world's history these uprisings would rarely win, and even more rarely actually hold territory (if lords can agree on nothing else, it is that the peasants should not be allowed to rise up and kill the lords). The lords are all powerful adventurers, or the family and friends of powerful adventurers, so the frequent peasant revolts are usually put down with *fireball*s and even *cloudkill*s.

Students of modern economic thought may notice that cutting the remote regions in on a portion of the central government's wealth in order to buy actual loyalty from the hinterlands could quite easily pay itself off in greater stability and the ability to invest in the production of the hinterlands causing the central government's coffers to swell with the enhanced overall economy and making the entire region safer and stronger in times of war ? but as noted elsewhere such talk is considered laughable even by Lawfully minded theorists in the D&D world. After all, since abstract currency doesn't see use and the villagers don't have any *gold*, it is "well known" that it is *impossible* to make a profit on investment in the villages. The only possible choices involve taking more or less of their food as taxes/loot as that is all they produce.

The Gold Economy

"What pleasures can I get for a diamond?"
"We'll... have to get the book."

People who live in cities mostly trade in gold. This is not just because living so far away from the dirt farmers makes the hoarding of turnips as a trade commodity a dangerous undertaking – but because people living in cities are surrounded by a lot of *people* who provide a wide variety of goods and services they are willing and able to trade for substances generally acknowledged to be valuable rather than trading directly for the goods and services that they actually want. These valuable substances range from precious metals (copper, silver, gold, platinum) to gems (pearls, rubies, onyx, diamond) to spices (salt, myconid spores, hellcandy flowers). In any case, these trade goods are traded back and forth many times before they are ever used for anything

When someone sells an item or a service for trade goods they are doing it for one of two reasons. The first is that they want *something* that the buyer doesn't have. For example, a man might want a barrel of lard or a bolt of silk – but they'll accept silver coins or something else that they are reasonably certain they can trade to a third party for whatever it is that they are actually interested in. Whoever is using the trade goods is at a disadvantage in the bargaining therefore, because while they are getting something they actually want, the other trader is essentially getting the *potential* to purchase something they want once they walk around and find someone who will take the silver for their goods. It is for this reason that the purchasing power of gold is shockingly low in rural areas: a prospective trader would have to walk for days to get to another place he might actually spend a gold coin – so all negotiation essentially starts with buying several days of the man's labor and attention. The second reason for accepting a trade good is the belief that the trade good may itself become more valuable. Indeed, when were crocodiles take over a nearby village all the silver becomes a lot more interesting. This sort of speculation happens all the time and is incredibly bad for the economy. People and dragons take enormous amounts of currency out of circulation and the resulting economic downturns are part of what makes the dark ages so... *dark*.

Gold and jewels *can* be used to purchase magic items that aren't amazingly impressive. No wizard is ever going to make a masterpiece just to sell it for slips of silver. However, there are more than a few magicians who would be willing to invest some time in order to get a handful of gold that they can use to live their lives easier with. Making even Minor magic items is hard work, and wizards demand piles of gold to be heaped on them for producing even magical trinkets. And because these demands actually work, there's really no chance

to purchase anything that would take a Magician a long time to make. That means that Major magic items cannot be purchased with standard trade goods *at all*. There's literally no artificer anywhere who is going to sit down and make a Ring of Spellstoring or a Helm of Brilliance in order to sell it for gold – because the same artificer can acquire as much gold as he can carry just by making Rings of *Featherfall* or *Cloaks of Resistance*.

The Wish Economy
"They scour the land searching for relics of the age of legends. Scant remnants they believe will grant them the powers of the Vanished Ones. I do not. The Age of Legends lives in me."

Magicians can only produce a relatively small number of truly powerful magic items. While a magician can produce any number of magic items that hold requirements at least 4 levels below their own – a wizard is permitted only one masterpiece at each level of their progression. It is no surprise, therefore, that characters would be vastly interested in acquiring magic items produced by others that are even of near equivalence to the mightiest items that a character could produce. A character could plausibly bind 8 magic items, and yet they can only create one which is of their highest level of effect. Gaining powerful magic items from other sources is a virtual requirement of the powerful adventurer.

So it is of no surprise that there is a brisk – if insanely risky – trade in magical equipment amongst the mighty. All the ingredients are there: characters are often left holding onto items that they can't use (for example: a third fire scimitar) and they are totally willing to exchange them for other items that they might want (magical teapots that change the weather or helmets that allow a man to see in all directions). And while the mutual benefit of such trades is not to be downplayed, it is similarly obvious that the benefits of betrayal in such arrangements are amazingly amazing. Killing people and taking their magical stuff is what adventurers do, so handing magic items back and forth in a seedy bar in a planar metropolis is an obviously dangerous undertaking.

Tamerlain's Economy: The Murderocracy
"The soldier may die, but he must receive his pay."

Let's say that you don't want to exchange goods and services for other goods and services at all. Well, it's medieval times baby, there's totally another option. See, if you *kill* people by stabbing them in the face when they want to be paid for things, you *don't have to pay for things*. Indeed, if you have a big enough pack of gnolls at your back, you don't have to pay anything to anyone except your own personal posse of gnolls.

The disadvantages of this plan are obvious – people get super pissed when they find out that you murdered their daughter because it was that or pay for a handful of radishes. But let's face it: if that old man can't do anything about it because you've *got a pack of gnolls* – then seriously what's he going to do? And while this sort of thing is often as not the source for an adventure hook (some guy comes to you and whines about how his whole family was killed by orcs/gnolls/your mom/ ogres/demons/or whatever and suddenly you have to strike a blow for great justice), it is also a cold harsh reality that everyone in D&D land has to live with. Remember: noone has written The Rights of Man. Heck, no one has even written Leviathan. The fact that survivors of an attack may appeal to the better nature of adventurers is pretty much the only recompense that our gnoll posse might fear should they simply forcibly dispossess everyone in your village.

So people who have something that the *really powerful* people want are in a lot of danger. If a dirt farmer who does all of his bargaining in and around the turnip economy suddenly finds himself with a pile of rubies that's *bad news*. It's not that there aren't people who would be willing to trade that farmer fine clothing, good food, and even minor magic items for those rubies – there totally are. But a pile of rubies is just big enough that a Marilith might take time out of her busy schedule to teleport in and murder his whole family for them. And he's a dirt farmer – there's no way he has the force needed to even *pretend* to have the force needed to stop her from doing it. So if you have planar currencies or powerful artifacts, you can't trade them to innkeepers and prostitutes. You can't even give them away save to other powerful people and organizations.

That doesn't mean that there isn't a peasant who runs around with a ring that casts *charm person* once a day or there isn't a minor bandit chief who happens to have a magic sword. Those guys totally exist and they may well wander the lands trying to parlay their tiny piece of asymmetric power into something more. But the vast majority of these guys don't go on to become famous adventurers or dark lords – they get their stuff taken away from them the first time they go head to head with someone with real power. Good or Evil, Lawful or Chaotic, *noone* wants some idiot to be running around with a ring that *charms* people – because frankly that's the kind of dangerous and an accident waiting to happen. If you happen to be powerful and see some small fry running around with some magic – your natural inclination is to take it from them. It doesn't matter what your alignment is, it doesn't matter if the guy with the wand of *lightning bolt* is currently "abusing" it, the fact is that if you don't take magic items away from little fish one of your enemies will. There is no right to private property. Noone owns anything, they just hold on to it until someone takes it from them.

Beelzebub's Economy: The Trade in Favors
"I'm certain that there's something we can do to help you. . . but eventually you'll have to help us."

Every transaction in D&D land is essentially barter. People trade a cloth sack for a handful of peas, people trade an embroidered silken sack for a handful of silver, and people trade a powerful magical sack for a handful of raw power. But in any of these cases, the exchange is a one-time swap of goods that one person wants more for goods the other person desires. But there is no reason it has to work like that. Modern economies abstract all of the exchanges by creating "money" that is an arbitrary tally of how much goods and services one can expect society to deliver – thereby allowing everyone to "trade" for whatever they want regardless of what they happen to produce. Nothing nearly that awesome exists anywhere in the myriad worlds of Dungeons and Dragons.

What one *can* see in heavy use is the trade in *favors*. This is just like getting paid in money except that your money is only good with the guy who paid it to you. So you can see why people might be reluctant to sell you things for it. And yet despite the extremely obvious disadvantages of this system, it is in extremely wide use at every level of every economy. And the reason is because it's really convenient. There is no guaranty that a King will have anything you want right now when he needs you to kill the dragon that is plaguing his lands. In fact, with a dragon plaguing his lands, the King is probably in the worst possible position to pay you anything. But once the lands aren't on fire and taxes start rolling in, he can probably pay you quite handsomely. Heck, in two years or so his daughter will be marrying age and since she's just going to end up as an aristocrat unless she becomes the apprentice and cohort of a real adventurer. . .

Failing to pay one's debts can have disastrous consequences in D&D land. We're talking "sold to hobgoblin slavers" levels of bad. Heck, this is a world in which you can seriously go into a court of law and present "He needed killing" as an excuse for premeditated homicide, so people who renege on their favors owed are in actual mortal danger. Of course, everyone is in mortal danger all the time because in D&D land you actually can have land shark attacks in your home town – so it isn't like there are any less people who flake on duties and favors. Of course, if people know you let favors slide they might be less likely to pull you out of the way of oncoming land sharks. Even in Chaotic areas, pissing off your neighbors is rarely a great plan.

A.9 Created Monsters: Forged and Bred

"It's alive! Or at least animate. . . it's not an object anymore, that's my point."

There are three entire types of creatures in D&D that are to one degree or another created. The obvious one of course is the Construct. It's a creature which was never alive and created by sorcery. Well, most of them are like that. The Flesh Golem is kind of hard to explain actually, but whatever. The point is that every Construct is *constructed*. That's the whole point. And of course there are a lot of Undead that are pretty much the same thing except that they are animated with Negative Energy channeled into them. There's a lot you can say about those guys, and we actually *did* that in the Tome of Necromancy. So we aren't touching that one here. The other one of course, is the Vermin. In D&D land, "Vermin" doesn't mean anything vaguely approaching its meaning in natural English. Rats and cockroaches are vermin because they live in your pantry and poop on your food stores, but they aren't *Vermin* because they aren't enormous biological constructs that mindlessly follow the programming planted in them by an ancient race of long departed mage kings. Really. That's what the Vermin type means in D&D land. Actual giant insects are just animals in the same way that dire toads and weasels are animals.

A.9.1 Vermin: Remnants of a Fallen Empire

"Great holes secret are digged where earth's pores ought to suffice. Things have learnt to walk which ought to crawl. . ."

Ants track by smell and follow trails left by other ants and bees see deep into the ultraviolet spectrum and perceive a beautiful tapestry of gorgeous colors that escape the eye of the man and the mouse. And when dealing with Vermin type creatures that all means precisely *nothing*, because Vermin in D&D don't do any of that. It's not because the scent ability was "left off" the Monstrous Ant description, it's because the Ant described in the Monster Manual genuinely doesn't have a good sense of smell. It does have Darkvision out to 60 feet like an outsider or a Construct, and that's not an accident either despite the fact that Earthly ants really demonstrably don't do that regardless of size.

The Monstrous Scorpion isn't a super sized scorpion *at all*. It has a set of abilities which are on the face of it completely bizarre from the context of what actual scorpions do, because it's actually a living construct

created by a long fallen empire for use in war. That's why it's immune to hallucinatory poisons and can see in perfect darkness. It's actually created from biomass by powerful magic and not by the interaction of natural and magical mutation across a thousand generations and a harsh selection process hastened by unpredictable climate and predation by manticores. The Vermin have a couple of neat things going for them which is why they were created as war machines in the first place:

- **Mindless -** Unlike actual or even giant spiders, the *monstrous* spider has no mind at all. It cannot be influenced with magic or confused with poisons. It can't even be detected with *detect thoughts*.
- **Brainless -** Vermin are subject to critical hits because they have segments and organs, but they don't have any *brains*. That means that they can be blinded, but not killed, by decapitation.
- **Darkvision -** Vermin can see even in complete darkness, making them quite useful in cave fighting.
- **Aggressive -** The vast majority of predators will retreat from battles where they are presented with even a chance at serious injury. Yet Vermin fight until they are dead. That's a really bad plan for an individual or even a species, but it's *great* for a battle platform.

Who made the Vermin?
"They did not know *that steal marks flesh, and they did not* know *that flesh does not mark steal. In their ignorance they continued to do one task after another in the old ways. They did not* know *what we* know.*"*

Vermin come from the before time. The time when metals were not made and words were not written down. It's quite a feat of construction talent and a testimony to the power and ingenuity of these ancient flesh crafters that these devices are still running, still attempting to fulfill their programming to this day. The answer is not known in the days that D&D is normally set. They are a product of a bygone age and their origin is a mystery to all but the Aboleth and the memory fish are being *extremely quiet* on this subject. And yet, their conspicuous silence is probably more telling than anything they could possibly say. The Vermin were constructed during the days when aberrations ruled the world, and they were quite obviously designed to fight against aberrations.

Getting the Program

All Vermin have a program that they follow at all times, usually involving a spiral search pattern in groups of one to six until they encounter a creature, at which point they will attack it until it is dead. If confronted with more than one type of creature, they will target them in the following order:

- Any Aberration (except their specific non-targeted group)
- Any Humanoid
- Any other moving creature they can detect
- Anything especially edible

This behavior is entirely comprehensible from the standpoint of the wars in the before time – the Ilithid and Aboleth both sent slave troopers to their death by the millions in their quest for world domination.

Individual groups of Vermin will usually have one type of aberration that they will not ever attack. It may be an entire race of aberrations (such as Kopru or Neogi), or it may be a specific clan of aberrations (such as the Aboleth spawn of the Great Mother of the Howling Wells, or the Ilithid of the Tallow Halls). In any case, determining the type of Aberration that is completely safe from any group of Vermin can be done by observing the markings on the beast. Extracting that information is a DC 30 Knowledge Nature check.

Vermin eggs persist apparently indefinitely and are produced by the hundred score. A starving Vermin cocoons itself and goes into a state of hibernation so deep that it is essentially mummified. When in the presence of magical auras, the eggs of Vermin progress steadily towards hatching, and the cocoons burst forth their contents. Thus it is not weird or unexplainable for areas that recently have been subjected to incursion by adventurers or mind flayers to spontaneously develop invasions by tiny monstrous centipedes or giant cocooned spiders.

Vermin Alchemy
"The old ways are the good ways."

Vermin cannot think for themselves, nor would they have been better at their job given that ability. So it is not surprising that one can severely adjust the behavior of Vermin through the use of chemicals and sounds. Identifying the sounds and smells that a particular group of Vermin will respond to is difficult (requiring a DC 30 Knowledge Nature check), but actually producing them is not particularly. Here is a list of possible behavior modifications one can achieve and the Perform or Craft (Alchemy) check required:

- **DC10 - Rampage** It's a very simple behavior modification to cause a rampage. The spiral search pattern ends entirely and all affected Vermin take off in a random direction and move at full speed or until their path is blocked by a creature.
- **DC15 - Ignore** There are chemicals that cause Vermin creatures to simply ignore
- **DC20 - Attack**
- **DC20 - Shut Down**
- **DC35 - Command**

A.9.2 Constructs: Durability at a Price

Like the Undead, the Constructs suffer tremendously from the fact that they have been over generalized. It is of course thematically appropriate for a Golem to be tireless and work day and night on whatever its last command was for as long as day follows night and night follows day. But it is also thematically appropriate for a clockwork beast to wind down and "pass out" as it continues to work long or strenuous schedules. Similarly, while it is fine and more than fine for an implacable lump of animated steel to be immune to critical hits, the very idea that there aren't key locations on a geared robot or a colossus given life by a mystical forehead rune is patently ridiculous. The construct type, therefore is filled to the brim with stuff that has no business being there, and this harms the game. The immersiveness of the story is depleted when players cannot rationally deduce what effects a being is resistant or vulnerable to, and anyone who's ever slapped washing machine or tripped over a playstation knows that there's no excuse for a machine to be immune to stunning.

So here it is, the Construct Type. Pared down to the things it should actually do. Remembering of course that the Type itself should contain only those effects that one would want to be a universal law for all constructed beings, rather than rules one could imagine being situationally appropriate for one construct or another:

- **Low Light Vision:** Sees twice as far in limited illumination.
- **Dark Vision:** 60'
- **Poor Healing:** Constructs can be healed by any of a number of means but do not heal for periods of rest. A construct's daily healing rate is 0 hp (though of course a construct with Fast Healing has a healing rate *per round* and likely doesn't care).
- **Mindless:** Even an intelligent construct has a synthetic mind that is unreachable by sorcery. A construct is not affected by [Mind Affecting] effects and cannot be detected with *detect thoughts*.
- **Never Alive:** A construct cannot be raised or resurrected. A construct is likewise immune to energy drain.
- **Repairable:** A construct does not become staggered at 0 hit points, nor does it die at -10. If for some reason you are using the "Death by Massive Damage Rule", constructs aren't affected by it. As soon as a Construct hits zero hit points it becomes inert, and any abilities it may have cease to function (including fast healing abilities). However, a construct in this state can still be brought to working order again with a Craft check with a DC equal to the DC to make it in the first place with a base amount of time of one hour per hit point below 1 the construct was left at.
- **Nonbiological:** Constructs do not eat or breathe, constructs do not age.
- **Lacks Squishy Bits:** A construct is not affected by any effect that allows a Fort save unless that effect affects objects or is a (Harmless) effect. For example, a clockwork horror is not going to catch red fever or become nauseated by a stinking cloud. But it is not outside the realm of possibility for an eidolon to be afflicted with a totally magical disease that functions off of Willpower saves.

All the stuff about constructs being "immune to necromancy" is out the window (because we all know that you can use *magic jar* to put your soul into a statue); all the stuff about constructs being immune to ability damage is out the window (because we all know that you can slow down a lumber construct); and of course the immunity to critical hits is *totally* out the window (if you have the name of Pelor on your forehead there is at least one critical location that probably won't go well for you if it is hit).

Controlling Constructs: Robot Armies and Statuary Servants

Time and time again adventurers report finding constructs that have been left attending temples and castles long after those buildings have fallen into ruin. The reason for this is twofold: First, constructs don't age; and Second, constructs don't count as one of your eight constant magical items if they are set to guarding a location. This means that powerful wizards are actually encouraged to leave their golems places with patrol

or sentry orders and then of course these sentry golems will have a tendency to outlive the wizards, and even the buildings that they guard.

Of course, it's entirely possible to make your constructs follow you around. If you do, they count against your 8 item limit.

Behind the Curtain: Why the Lower CRs?

A cohort, or a planarly bound outsider, or a necromantically crafted monster could all plausibly be of a CR that is just 2 less than your character level without particularly disrupting play. So it may seem pretty weird that the constructs one can order around are weaker than that. The reasoning is ironically because the tactical role of a construct is so different from that of a Ghoul or Jarilith. While many potential servant creatures are simply weaker versions of normal characters or dangerous and fragile glass cannons – in almost all cases a construct is an offensively anemic unit with a highly powerful defense. For those of you who have played tactical games or MMOs, that makes the average construct an ideal "pet". A strong defense is disproportionately useful for secondary characters expected to travel in front, and the fact that characters aren't allowed to fill their magic item cap with cohort level constructs is no accident.

A.9.3 Specific Constructs Under the New Rules

Simulacrum

Whether created by an Effigy Master, a mystic location or some other powerful source of illusion magic, a simulacrum is a construct made of ice and snow which appears to be a normal living creature through the power of illusion. Some
Medium Construct
Hit Dice: 6d10+6 (39 hit points)
Initiative: +1
Speed: 30'
AC: 11 (+1 Dex); Flat-footed 10; Touch 11
BAB/Grapple: +4/+5
Attack: Glamersword +5 melee (1d8+1)
Full Attack: Glamersword +5 melee (1d8+1)
Space/Reach: 5'/5'
Special Abilities: Glamered, Imprinting
Ability Scores: Str 13; Dex 13; Con 13; Int 15; Wis 15; Cha 15
Saves: Fort +3; Reflex +3; Will +4
Skills: Bluff +11; Disguise +13 (+23 when Imprinted); Gather Information +11; Sense Motive +11
Feats: Impersonation
Alignment: As creator
Organization: Thrall
Challenge Rating: 3

It is important to note, however, that simulacra are entirely capable of using equipment, and usually will do so. Like most constructs, a simulacrum's true power comes to the fore when gifted with some basic mundane and magical equipment. Here is a sample simulacrum which has been given a magic shield, a magic breastplate, and a Frost Sword – all equipment which is well within the capabilities of an Effigy Master to acquire or produce. While the simulacrum is still a "CR 3 Creature" – once it has been armed and equipped it is *much* more formidable.
Simulacrum with Equipment
Medium Construct
Hit Dice: 6d10+6 (39 hit points)
Initiative: +1
Speed: 30'
AC: 22 (+1 Dex, +7 Armor (Magic Breastplate), +4 Shield (Magic Shield)); Flat-footed 21; Touch 11
BAB/Grapple: +4/+5
Attack: Frost Sword +7 melee (1d8+3, +5 Cold Damage)
Full Attack: Frost Sword +7 melee (1d8+3, +5 Cold Damage)

Space/Reach: 5'/5'
Special Abilities: Glamered, Imprinting, Ignore first 5 points of nonlethal damage (from armor), +2 bonus on bull rush attempts (from shield)
Ability Scores: Str 13; Dex 13; Con 13; Int 15; Wis 15; Cha 15
Saves: Fort +3; Reflex +3; Will +4
Skills: Bluff +11; Disguise +13 (+23 when Imprinted); Gather Information +11; Sense Motive +11

A.9.4 Denizens of the Planes of Law

When you think avatars of Evil in D&D it is no trouble at all to conjure up images of spiteful devils and destructive demons; but when you talk about a being of *Law* the image that comes up is simply not the same from one person to another. Part of that is because Law doesn't really mean anything consistent in D&D nomenclature. And part of that is because the actual description of the inhabitants of Mechanus has changed wildly through the generations and editions.

Modrons: Singularity of Purpose

For those of you who don't remember: Modrons are the original creatures of Law from the old days of AD&D. They haven't been seen very often because they were originally written as a joke. Their very existence is as offensive to many players as the fact that they were essentially retconned out of existence is to others. And what's that all about? It's because the Modrons were originally written up as giant dice. Yes, really. The different types of basic Modron are shaped like four sided dice, six sided dice, 8 sided dice, the whole thing.

So if your DM jumps on the "let's forget this *ever* happened" bandwagon, we understand. The original write up of the Modrons was actually pretty insulting. But since then there have been a number of variously successful attempts to rehabilitate them and make them independently awesome. Different Modron art has been made by Tony DiTerlizzi and Eric Campanella that looks pretty darned awesome – and not like your DM put a 6 sided die on the battle mat at all. Instead each Modron looks like a ghastly hybrid of metal and flesh covered with cogs and wheels where spindly appendages emerge from a solid (though not rollable) core.

So assuming that you use some of the reform Modrons from late in 2nd Edition, the Modrons are actually pretty cool. They represent the idea of Law as an implacable and incomprehensible force. They are at their best when portrayed as being so single mindedly focused on some long term goal that they actually don't even care about you. Sometimes they destroy your village, sometimes they don't, and there's really no predicting that sort of thing unless you're knowledgeable about the Big Plan. Now I know what you're thinking... that having a plan so convoluted and far ranging that mortal minds cannot grasp it or predict its unfolding is actually indistinguishable from not having a plan at all and just performing actions at random. And yeah... that's true. That's D&D alignment for you.

The Modrons come from a city in the Clockwork Nirvana called Regulus and have a rigid caste system where more powerful Modrons are told more of "the plan" than less powerful Modrons and each Modron is told exactly as much as it needs to know to complete its assigned tasks. And in the face of a long term plan of this magnitude, that pretty much means that every Modron is kept entirely in the dark about just what the heck it is doing or why it is doing it.

Community Material

"Let's see what Jack has to say about this. . . "

In addition to the preceding material written by Frank and Keith, the community at The Gaming Den has written a good deal of excellent, playable material as well. I have included that material here in this appendix. For the most part it should be easily included in any game that uses the Frank and Keith set of rules.

B.1 Classes

B.1.1 Kantian Paladin

"Act only according to that maxim whereby you can at the same time will that it should become a universal law."
- Immanuel Kant

A paladin believes in a set of duties based on a universal moral law. Whether paladins are right about this is a matter of dispute among philosophers to this day, but wise men don't raise the topic to a paladin's face. Despite this ideological inflexibility, most paladins are pretty nice people: they keep their promises, help the needy, and work to make the world a better place to live.

Playing a Paladin: Paladins excel at two things, slaying evil creatures and helping protect and heal their allies. While most new players can handle the former just fine, the latter benefits from a knowledge of monster attacks and appropriate defenses that new players won't have. Many of a paladin' abilities rely on appropriate use of their spells, adding to the class's complexity.

Alignment: Paladins must be Good: their powers come from their connection to the ideal of Good, and if they stray from that alignment, they lose most of their abilities. Many paladins are also Lawful because of the strictness of their philosophy, but there are Chaotic paladins who also uphold the code of conduct.

Races: Most paladins come from races where goodness is at least accepted, if not actively endorsed. However, evil races generate their share of renegades, some of whom find the paladin's philosophy to their liking.

Starting Gold: 6d6x10 gp (210 gold).

Starting Age: As paladin.

Hit Die: d10.

Class Skills: The paladin's class skills (and the key ability for each skill) are Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Handle Animal (Cha), Heal (Cha), Intimidate (Cha), Jump (Str), Knowledge (nobility and royalty) (Int), Knowledge (religion), Knowledge (the planes) (Int), Listen (Wis), Profession (Wis), Ride (Dex), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), and Swim (Str).

Skills/Level: 4 + Intelligence Bonus.

All of the following are class features of the paladin class.

Weapon and Armor Proficiency: Paladins are proficient with all simple and martial weapons, with light, medium, and heavy armor, and with shields and great shields.

Aura of Good (Ex): The power of a paladin's aura of good is equal to her paladin level.

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+0	+2	Aura of good, code of conduct, Mounted Combat, spells, turn undead
2	+2	+3	+0	+3	Divine grace, smite evil +1d6
3	+3	+3	+1	+3	Aura of courage, divine health, divine inspiration
4	+4	+4	+1	+4	Smite evil +2d6
5	+5	+4	+1	+4	Aura of defiance, special mount
6	+6/+1	+5	+2	+5	Divine inspiration, smite evil +3d6
7	+7/+2	+5	+2	+5	Aura of resolve
8	+8/+3	+6	+2	+6	Smite evil +4d6, mettle
9	+9/+4	+6	+3	+6	Aura of health, divine inspiration, fast casting (0 and 1st)
10	+10/+5	+7	+3	+7	Smite evil +5d6
11	+11/+6/+6	+7	+3	+7	Aura of life, fast casting (2nd)
12	+12/+7/+7	+8	+4	+8	Divine inspiration, smite evil +6d6
13	+13/+8/+8	+8	+4	+8	Fast casting (3rd)
14	+14/+9/+9	+9	+4	+9	Aura of freedom, smite evil +7d6
15	+15/+10/+10	+9	+5	+9	Divine inspiration, fast casting (4th)
16	+16/+11/+11/+11	+10	+5	+10	Smite evil +8d6
17	+17/+12/+12/+12	+10	+5	+10	Aura of truth, fast casting (5th)
18	+18/+13/+13/+13	+11	+6	+11	Divine inspiration, smite evil +9d6
19	+19/+14/+14/+14	+11	+6	+11	Aura of forbiddance, fast casting (6th)
20	+20/+15/+15/+15	+12	+6	+12	Miracle, smite evil +10d6

Code of Conduct: Paladins follow a strict moral philosophy with two key features: only intentions, not consequences, matter; and any moral obligation applies to all rational creatures, at all times. Paladins derive their duties from considering if they would want everyone to act as they do all the time. If they would, that's a universal duty; if not, that action is forbidden. Paladins respect the autonomy and free wills of rational creatures, and treat all rational creatures, even evil ones, as ends in themselves, rather than as means to an end. Paladins imagine a hypothetical kingdom where all rational creatures both follow and create the laws, and choose laws based on what would make this kingdom a better place to live. Of course, since they believe that everyone should act this way too, they aren't much fun at cocktail parties.

While adventuring, paladins encounter a lot of creatures with alien mentalities and biologies. Most paladins consider monsters with incomprehensible or inflexible viewpoints outside the community of rational creatures, even if they're otherwise intelligent, so feel no obligation to treat them any differently from animals. Similarly, most paladins feel that creatures obligated to kill other rational creatures for sustenance, such as vampires and illithids, should voluntarily commit suicide, and that if they fail in this duty, other rational creatures may "assist" them in its performance.

The list that follows is some examples of how paladins interpret their code in practice. However, it's not exhaustive.

- Paladins may not lie or deceive. If no one told the truth, language would be useless.
- Paladins must fulfill their promises. If everyone broke promises, there would be no point in making them.
- Paladins may not use mind-affecting effects. Mind-affecting abilities destroy the autonomy of rational creatures.
- Paladins must slay evil when possible. Remember that not only does an afterlife exist, but one can go there and visit it to watch Evil souls receive rewards from Evil deities. Since killing Evil people makes both them and everyone else better off (because they're no longer around in life to do Evil), it is in fact a moral duty to send successful Evil to the afterlife expediently.
- Paladins may not steal. If everyone stole, the concept of property would be meaningless. This doesn't, however, prevent paladins from killing evil creatures, then taking their stuff.
- Paladins must offer reasonable aid to those needier than themselves. If no one gave appropriate charity, than they could not expect any assistance when they needed it.
- Paladins must seek to develop their talents; thus, most paladins are adventurers. If no one cultivated their abilities, the world would be a poorer place.
- Paladins must not treat animals and similar creatures with cruelty. Deliberate cruelty deadens the feeling of compassion that promotes moral behavior towards rational creatures.

Mounted Combat: A paladin gains Mounted Combat as a bonus feat at first level. If she already has Mounted Combat, she may gain any [Combat] feat she meets the prerequisites for instead.

Spells: A paladin casts divine spells which are drawn from the paladin spell list. When a paladin gain access to a new level of spells, she automatically knows all the spells for that level on the paladin spell list; essentially,

her spell list is the same as her spells known list. In addition, her divine inspiration class feature (see below) allows her to add a small number of spells to her spell list. She can cast any spell she knows without preparing it ahead of time.

To cast a paladin spell, a paladin must have a Charisma score of 10 + the spell's level. The Difficulty Class of the saving throw against a paladin's spells are 10 + the spell's level + her Cha modifier. A paladin has the same number of spells per day as a bard, except that she never gains more than three spell slots per level. She gains bonus spells for a high Charisma.

A paladin's caster level is equal to her class level.

Paladin Spells:

0 Level (Orisons): *create water, cure minor wounds, detect evil, detect magic, detect poison, guidance, light, purify food and drink, read magic, resistance, virtue*

1st Level: *bless water, bless weapon, cure light wounds, detect undead, divine favor, endure elements, enlarge person, magic weapon, protection from evil, remove fear, shield of faith*

2nd Level: *bear's endurance, bull's strength, consecrate, cure moderate wounds, delay poison, eagle's splendor, magic circle against evil, remove disease, remove paralysis, lesser restoration, resist energy, shield other, status*

3rd Level: *continual flame, cure serious wounds, daylight, discern lies, dispel magic, divine power, haste, holy smite, keen edge, greater magic weapon, magic vestment, neutralize poison, remove blindness/deafness, remove curse, restoration*

4th Level: *atonement, break enchantment, cure critical wounds, dimensional anchor, dispel evil, disrupting weapon, mass enlarge person, heal mount, holy sword, mark of justice, spell immunity, stoneskin, righteous might*

5th Level: *mass cure light wounds, greater dispel magic, hallow, heroes' feast, holy word, regenerate, greater restoration, spell resistance*

6th Level: *greater spell immunity, heal, holy aura, mind blank, refuge, word of recall*

Turn Undead (Su): A paladin can turn undead as a cleric. She may use this ability a number of times per day equal to 3 + her Charisma modifier.

Divine Grace (Su): Beginning at 2nd level, a paladin gains a sacred bonus to her saving throws equal to her Charisma bonus (if any).

Smite Evil (Su): Starting at 2nd level, a paladin deals 1d6 extra damage to any evil creatures she attacks in melee. These dice are not multiplied by damage multipliers, and are not applied to any bonus attacks beyond those granted by Base Attack Bonus. This damage increases by +1d6 every two levels thereafter.

Aura of Courage (Su): Beginning at 3rd level, a paladin is immune to fear (magical or otherwise). Each ally within 60 feet of her gains a +4 morale bonus on saving throws against fear effects.

This ability functions while the paladin is conscious, but not if she is unconscious or dead.

Divine Health (Su): Starting at 3rd level, a paladin gains immunity to all diseases, including supernatural and magical diseases.

Divine Inspiration: At 3rd level, a paladin may add a single cleric spell from the abjuration, conjuration (healing), evocation, or transmutation schools, or a single spell with the [Good] descriptor, to her spell list. This spell must be of a level equal to or lower than the highest she can cast, and must not have the death, evil, or mind-affecting descriptors. She may add another spell to her spell list, subject to the same restrictions, at 6th, 9th, 12th, 15th, and 18th levels.

Aura of Defiance (Su): Beginning at 5th level, a paladin gains a second aura, which grants her immunity to charm effects. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against charm effects.

While her aura of good is always active, she may only have one other aura active at any time. She may change which aura she has active as a swift action. All auras (except her aura of good) function only when she is conscious.

Special Mount: Starting at 5th level, a paladin gains the services of a level-appropriate cohort whom she rides into battle. This cohort does not gain XP and is always two levels lower than the paladin's character level. Typical choices include good-aligned dragons and magical beasts or quadruped outsiders with the [Good] subtype, but almost anything works so long as it's rational and willing to follow the paladin's code, and she can ride it.

The paladin and her mount share an empathic link out to a distance of up to 1 mile. Because of this empathic link, the paladin has the same connection to an item or place that her mount does, just as with a master and his familiar.

At the paladin's option, she may have any spell (but not any spell-like ability) she casts on herself also affect her mount. The mount must be within 5 feet at the time of casting to receive the benefit. If the spell or effect has a duration other than instantaneous, it stops affecting the mount if it moves farther than 5 feet away and will not affect the mount again even if it returns to the paladin before the duration expires. Additionally, the paladin may cast a spell with a target of "You" on her mount (as a touch range spell) instead of on herself.

Aura of Resolve (Su): Beginning at 7th level, a paladin gains the aura of resolve, which grants her immunity to compulsion effects. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against

compulsion effects.

Mettle (Ex): Starting at 8th level, a paladin who succeeds on a Fortitude partial or Willpower partial save takes no effect, as if she had immunity.

Aura of Health (Su): Beginning at 9th level, a paladin gains the aura of health, which grants her immunity to all poisons. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against poison.

Fast Casting: Starting at 9th level, a paladin can cast any paladin orison or 1st-level paladin spell as a swift action, as if she had applied the Quicken metamagic feat to the spell; if she wishes to add additional metamagic, it doesn't increase the casting time beyond a swift action. Every two levels thereafter, the level of spells she can cast as a swift action increases by one.

Aura of Life (Su): Beginning at 11th level, a paladin gains the aura of life, which grants her immunity to death effects and negative energy. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against death effects and negative energy effects.

Aura of Freedom (Su): Starting at 14th level, a paladin gains the aura of freedom, which grants her the effects of freedom of movement continuously. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against effects that freedom of movement would prevent.

Aura of Truth (Su): Beginning at 17th level, a paladin gains the aura of truth, which grants her the effects of true seeing continuously. Each ally within 60 feet of her gains a +4 morale bonus on saving throws against illusions.

Aura of Forbiddance (Su): Starting at 19th level, a paladin gains the aura of forbiddance, which allows her to prevent any planar travel effect with 60 feet of her from occurring, at her option. No save is offered against this effect.

Miracle (Sp): Beginning at 20th level, a paladin may use miracle as spell-like ability once per day.

Ex-Paladins: A paladin who ceases to be good, who willfully commits an evil act, or who grossly violates the code of conduct loses all paladin spells and abilities (including the service of the paladin's mount, but not weapon, armor, and shield proficiencies). She may not progress any farther in levels as a paladin. She regains her abilities and advancement potential if she atones for her violations (see the *atonement* spell description), as appropriate.

B.1.2 Shadow Warrior
"I'm Cielingcat, too good to write quotes or flavor text! Na-na!"

Alignment: Any
Races: Any
Starting Gold: FIXME
Starting Age: FIXME
Hit Die: d8
Class Skills: FIXME
Skills/Level: 6 + Intelligence Bonus

All of the following are Class Features of the Shadow Warrior class.

Weapon and Armor Proficiency: Shadow Warriors are proficient in all simple weapons. They are not proficient in any armor.

Claws of Darkness (Su): As a free action, a Shadow Warrior can weave shadows to form a pair of horrific claws for themselves. These claws are treated as any other natural weapons, deal damage as appropriate for a creature of the Shadow Warrior's size (1d6 for Medium creatures), and have a critical threat range of 19-20. These claws strike as magical weapons, allowing them to bypass some damage reduction and to hurt incorporeal creatures (though they still suffer the 50% miss chance). The claws can be dismissed as a free action, and last until dismissed.

Shadow Shroud (Su): A Shadow Warrior is surrounded by a cloak of darkness that offers them protection. The Shadow Shroud gives them an Armor bonus to AC equal to 4 plus their level. As an armor bonus, this does not stack with any armor that they might wear. The Shadow Shroud absorbs the light around it, causing the area within 60 feet of the Shadow Warrior to be dim. This does not interfere with vision, but it does allow creatures with light blindness to function normally. Shadow Shroud also suppresses any Light effects within

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+2	+2	Claws of Darkness, Shadow Shroud, See the Shadows
2nd	+2	+3	+3	+3	Shadowstep, Hide in Plain Sight
3rd	+3	+3	+3	+3	Dark Weave
4th	+4	+4	+4	+4	Draining Strike
5th	+5	+4	+4	+4	Darkstalker
6th	+6/+1	+5	+5	+5	Shadowy Appendages
7th	+7/+2	+5	+5	+5	Shadow Razors
8th	+8/+3	+6	+6	+6	Reach of Darkness
9th	+9/+4	+6	+6	+6	Shadow Movement
10th	+10/+5	+7	+7	+7	Strike the Soul
11th	+11/+6/+6	+7	+7	+7	Shadow Mire
12th	+12/+7/+7	+8	+8	+8	Shadow Magic
13th	+13/+8/+8	+8	+8	+8	Shadow Shift
14th	+14/+9/+9	+9	+9	+9	Numbing Strike
15th	+15/+10/+10	+9	+9	+9	Shadow Leap
16th	+16/+11/+11/+11	+10	+10	+10	Shadow Spawn
17th	+17/+12/+12/+12	+10	+10	+10	Death Strike
18th	+18/+13/+13/+13	+11	+11	+11	Servant of the Night
19th	+19/+14/+14/+14	+11	+11	+11	Shadow Discorporation
20th	+20/+15/+15/+15	+12	+12	+12	Shadow Well

60 feet of the Shadow Warrior, but stronger spells such as Daylight are not affected. This ability can be turned off and on as a free action.

See the Shadows (Su): A Shadow Warrior can see perfectly in darkness of any kind, even that created by the *darkness* or *deeper darkness* spells.

Shadowstep (Su): A 2nd level Shadow Warrior can move partially within the Plane of Shadow, which grants him a +10 bonus to his movement speed. He gains a further +10 bonus to movement at levels 6, 11, and 16.

Hide in Plain Sight (Ex): A 2nd level Shadow Warrior can hide even while being observed.

Dark Weave (Sp): A 3rd level Shadow Warrior can cast *darkness* at will as a spell-like ability, with a caster level equal to his character level. Unlike the normal Darkness, this ability does not actually shed light; it merely dims it to the level of shadowy illumination. If the area is already that dark, nothing happens.

Draining Strike (Su): The natural weapons of a 4th level Shadow Warrior deal an extra 1d6 points of negative energy damage. At level 9, this extra damage increases to 2d6.

Darkstalker (Ex): A 5th level Shadow Warrior is undetectable by sensory abilities such as Scent or Blindsight. A successful Listen or Spot check still detects him as normal. If you have Lords of Madness, then you can just give him Darkstalker as a bonus feat instead, since it does the same thing.

Shadowy Appendages (Su): A 6th level Shadow Warrior can grow a pair of shadowy tentacles as a free action. In all ways, these tentacles are like the Shadow Warrior's Claws of Darkness, except that they only threaten a critical hit on a roll of 20, and deal 1d8 points of damage as a Medium creature (plus $\frac{1}{2}$ the Shadow Warrior's Strength bonus). The Shadow Warrior can grow a further pair of tentacles at level 11 and 16, for a total of 6 tentacles, with the same statistics as the first. These tentacles (the ones gained at levels 6, 11, and 16) are secondary natural attacks, and as such attacks with them are made at a -5 penalty.

Shadow Razors (Ex): At 7th level, the threat range of a Shadow Warrior's claws is doubled to 17-20, and the critical damage of his tentacles becomes x3. If the Shadow Warrior takes the Improved Critical feat for his claws, the threat range becomes 15-20.

Reach of Darkness (Su): At 8th level, a Shadow Warrior adds 5 feet to the reach of all his natural weapons (including Claws of Darkness and Shadowy Appendages). He can still attack adjacent targets with them.

Shadow Movement (Su): At 9th level, a Shadow Warrior can move through the Plane of Shadow with ease. He is no longer bounded by the gravity of whatever plane he is on, which allows him to do things like walk on air or up walls.

Strike the Soul (Su): At 10th level, a Shadow Warrior's natural weapons automatically bypass hardness and damage reduction, and can strike incorporeal creatures as if they had the Ghost Touch property. Furthermore, the Shadow Warrior's natural weapons inflict one negative level per hit, and creatures killed by these negative levels become Shadows instead of Wights. These Shadows are under the control of the Shadow Warrior, as are any spawn they create.

Shadow Mire (Su): At 11th level, a Shadow Warrior turns the air for 60 feet around him into seeping, watery shadow. Moving within this area costs ten feet of movement for every 5 feet that a creature wishes to move. The Shadow Warrior is immune to this effect, as are any creatures he wishes to exclude from it. This ability can be activated and disactivated as a free action.

Shadow Magic(Ex): At 12th level, a Shadow Warrior has tied himself so fully to the Plane of Shadow that he can access its power directly, rather than working through normal magic. None of his Supernatural or Spell-Like abilities can be dispelled or are suppressed in an anti-magic field, and he cannot be detected by magical means, such as *scrying*.

Furthermore, he can cast *darklight* as a spell like ability at will with a caster level equal to his character level. If you don't have access to the Spell Compendium, treat this as Darkness, but giving 50% concealment.

Shadow Shift (Sp): A 13th level Shadow Warrior can cast *greater blink* and *shadow walk* at will as spell-like abilities, with a caster level equal to his hit dice. However, Greater Blink shifts him to the Plane of Shadow instead of the Ethereal Plane, if that ever matters.

Numbing Strike (Su): At 14th level, a Shadow Warrior's natural weapons deal an extra 1d6 points of cold damage, and any creature hit by him at least twice in one round must make a Will save or be *slowed*, as the spell. The save DC is 10+ $\frac{1}{2}$ level + Charisma modifier and the caster level equals the Shadow Warrior's hit dice. A creature already *slowed* by this ability must make a further Fortitude save or be *paralyzed* for one round.

Shadow Leap (Su): At 15th level, a Shadow Warrior gains the ability to teleport through the shadows. As a swift action, he can instantly move up to his movement speed in any direction.

Shadow Spawn (Su): At 16th level, any creature slain by the negative levels inflicted by a Shadow Warrior becomes a Greater Shadow instead of a Shadow. These Greater Shadows are under the control of the Shadow Warrior, as are any spawn they create.

Death Strike (Su): Any creature hit at least twice in a round by a 17th level Shadow Warrior's natural weapons must make a Fortitude save or die instantly. Even creatures normally immune to instant death, such as undead, can be killed in this way. The save DC is 10 + $\frac{1}{2}$ the Shadow Warrior's Hit Dice + his Charisma modifier.

Servant of the Night: An 18th level Shadow Warrior is accompanied by a loyal Nightwalker, which does as he commands. If killed, the Nightwalker reforms the next night. The Nightwalker advances as the Shadow Warrior does.

Shadow Discorporation (Su): As an immediate action, a 19th level Shadow Warrior can cause his body to collapse into a mass of shifting shadows. While in this form, he is unable to make any attacks, but cannot be harmed in any way. This ability lasts until the beginning of his next turn.

Shadow Well (Su): A 20th level Shadow Warrior's command over the shadows has grown to such a level as to allow him to assault his enemies with horrific tentacles of blackness. Any creature affected by his Shadow Mire ability is grappled by the tentacles, which are treated as a Huge creature with a grapple check of 32 plus the Shadow Warrior's Charisma bonus. The tentacles deal 1d4 negative levels each round to every creature they successfully grapple.

B.1.3 Warlock

"I have all the powers of Hell at my disposal. Who are you to question me?"

Some people want power, and are crazy enough to offer their soul to various not nice people to get it. Others are simply (un)lucky enough to be descendants of those same people. However they managed to get their abilities, Warlocks wield the powers of the lower planes, which include powerful magic spells and the ability to shoot hellfire out of their hands.

Alignment: Warlocks who bargain away their souls for power tend to be Evil, though nothing requires them to be. In fact, demons and devils will jump on the chance to corrupt someone Good to Team Evil, but such instances are rare. People whose power comes from their blood can be any alignment.

Races: Warlocks can be any non-Outsider. Actual Outsiders don't bargain away their souls because they already have the ability to use the powers they would get, and that is represented by them having access to classes like True Fiend or Conduit of the Lower Planes. However, a Warlock who later becomes an Outsider can still be a Warlock.

Starting Gold: 4d4*10 gp (100 gold)

Starting Age: As Rogue.

Hit Die: d6

Class Skills: The Warlock's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Disguise (Cha), Hide (Dex), Intimidate (Cha), Knowledge (all, taken individually) (Int), Listen (Wis), Move Silently (Dex), Sense Motive (Wis), Sleight of Hand (Dex), Spellcraft (Int), Spot (Wis), Use Magic Device (Cha).

Skills/Level: 4 + Intelligence Bonus

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+2	Sphere, Eldritch Blast
2nd	+1	+0	+3	+3	Fiendish Similarities
3rd	+2	+1	+3	+3	Sphere
4th	+3	+1	+4	+4	Call Fiends
5th	+3	+1	+4	+4	Hellfire Blast
6th	+4	+2	+5	+5	Sphere
7th	+5	+2	+5	+5	Damage Reduction
8th	+6/+1	+2	+6	+6	Bonus Feat
9th	+6/+1	+3	+6	+6	Sphere
10th	+7/+2	+3	+7	+7	Dark Blast
11th	+8/+3	+3	+7	+7	Fiendish Servant
12th	+9/+4	+4	+8	+8	Sphere
13th	+9/+4	+4	+4	+8	Energy Resistance
14th	+10/+5	+4	+9	+9	Fear Aura
15th	+11/+6/+6	+5	+9	+9	Sphere, Fiendish Apotheosis

All of the following are Class Features of the Warlock class.

Weapon and Armor Proficiency: Warlocks are proficient in light armor, shields (but not great shields), and simple weapons.

Sphere: A Warlock gains basic access to a sphere at every third level. If the Warlock selects a sphere that he already has basic access to, he upgrades it to advanced access. If he already had advanced access, he gains expert access.

Eldritch Blast (Su): As an attack action, a Warlock may fire a blast of fire at his foes. This has a range of Close (25 feet +5 ft./2 levels), does 1d6 damage per level of Warlock, and requires a ranged touch attack to hit.

Fiendish Similarities A 2nd level Warlock may qualify for and take feats with the [Fiend] or [Necromantic] tag, as long as he meets the other requirements. For [Necromantic] feats, he may use his character level as his caster level.

Call Fiends (Sp): At 4th level, a Warlock can Summon an Outsider with the [Evil] subtype once per day, as long as the Outsider's Challenge Rating is 3 less than his character level or lower. He can also choose to double the number of creatures summoned by reducing the max CR of the creatures by 2 per doubling (a 9th level Warlock could summon one CR 6 fiend, two CR 4 fiends, 4 CR 2 fiends, or 8 CR 1 fiends). This is treated as a spell of one half the Warlock's level, rounded down, with a caster level equal to his levels in Warlock.

Hellfire Blast (Su): At 5th level, a Warlock may choose to fire a blast of hellfire instead of normal fire, at the cost of 2d6 points of damage (i.e. a 5th level Warlock could use a 5d6 fire blast or a 3d6 hellfire blast). This blast bypasses fire resistance and deals half damage to creatures with fire immunity.

Damage Reduction (Ex): At 7th level, a Warlock gains damage reduction equal to one half his class level, rounded up. This damage reduction is bypasses by whatever material is baneful to the Warlock's fiendish patron or ancestor (silver for Baatezu, wood for Yugoloths, stone for Demodands, and iron for Tanar'ri) or Good aligned weapons. At 13th level, it is bypassed only by one of those, which the Warlock chooses upon taking the level. If a Warlock later takes levels in True Fiend, the damage reduction stacks and, at the third level of True Fiend, is bypassed only by weapons that are both Good and made of a baneful substance.

Bonus Feat: At 8th level, a Warlock gains one bonus feat, which can be any [Fiend] feat he qualifies for.

Dark Blast (Su): At 10th level, a Warlock may choose to change the damage of his Eldritch Blast to Unholy damage by reducing the damage it deals by 4d6 (a 10th level Warlock could opt to fire a 10d6 fire blast, 8d6 hellfire blast, or 6d6 unholy blast).

Fiendish Servant: An 11th level Warlock is followed by a cohort whose CR is 2 less than his level, but the cohort can only have levels in True Fiend, Fiendish Brute, or Conduit of the Lower Planes (they can also have racial hit dice).

Energy Resistance: At 13th level, a Warlock gains resistance 10 to two energy types of his choice, and resistance 5 to a third.

Fear Aura (Su): At 14th level, a Warlock can radiate a 20 foot aura of *fear* (as per the spell) at will with a caster level equal to his character level. Save DC is 10+1/2 HD+Cha modifier.

Fiendish Apotheosis: A 15th level Warlock becomes an Outsider with the [Evil] subtype, even if his own alignment is not evil. He is immortal and does not age. This allows him to qualify for the Fiend classes, which can be used to fill out his last 5 levels.

B.2 Feats

B.2.1 Skill Feats

Acquirer's Eye [Skill]
You know what you want, even if other people have it right now.

Appraise Ranks:
- **0:** You gain +3 to your Appraise checks.
- **4:** You automatically know if something is ordinary, masterwork, or magic when looking at it.
- **9:** You can discover the properties of a magic item, including how to activate it (if appropriate) and how many charges are left (if it has them), with a successful Appraise check (DC item's caster level + 10) and 10 minutes of work.
- **14:** Once per round as a free action, you can examine a magic item and attempt an Appraise check (DC item's caster level + 20) to determine its properties, including its functions, how to activate those functions (if necessary), and how many charges it has left (if it has charges).
- **19:** You know what the most valuable piece of treasure is in any collection, such as the most valuable magic item an enemy is wearing or the most valuable object in a dragon's horde, just by looking at the collection. You automatically recognize an artifact when looking at it.

Acrobatic [Skill]
You can totally flip out and kill someone with your gymnastic prowess.

Tumble Ranks:
- **0:** You gain a +3 bonus to Tumble checks.
- **4:** When using the Combat Expertise option, your dodge bonus to AC increases by +1. This further increases by +1 for every ten ranks of Tumble you have (+2 at 14, +3 at 24, and so on).
- **9:** If an opponent attempts to bull-rush, overrun, or trample you, if you succeed on Tumble check of DC 25 + their base attack bonus, their movement continues in a straight line to the maximum allowed by their speed, you remain where you were, and you don't suffer from the effects of their bull-rush, overrun, or trample. If you fail, you provoke an attack of opportunity from that enemy.
- **14:** If you succeed on a DC 40 Tumble check, you can move 10 feet when taking a 5-foot step.
- **19:** If you succeed on a Tumble check against a DC of 30 + an opponent's base attack bonus, an action that would normally provoke an attack of opportunity doesn't.

Alertness [Skill]
Your ears are so sharp you probably wouldn't miss your eyes.

Listen Ranks:
- **0:** You gain a +3 bonus to Listen checks.
- **4:** You can make a Listen check once a round as a free action. You don't take penalties for distractions on your Listen checks.
- **9:** You gain blindsense to 60 feet. You don't take penalties for ambient noise, such as loud winds. Divide any distance penalties you take on Listen checks by two.
- **14:** You gain blindsight to 120 feet.
- **19:** You can hear through magical silence and similar effects, but you take a -20 penalty on your check. Divide any distance penalties you take on Listen checks by five.

Animal Affinity [Skill]
You're one of those people animals just won't leave alone for no apparent reason.

Handle Animal ranks:
- **0:** You gain the wild empathy ability, with your check equal to your character level plus your Charisma modifier plus any other applicable bonuses. If you already have wild empathy, or later gain it from another source, you gain a +3 bonus on Handle Animal checks.
- **4:** You can handle an animal as a free action, and push it as a move action.
- **9:** You gain the benefits of *speak with animals* permanently as an extraordinary ability. The DCs for you to rear and train creatures are halved.

14: With a DC 30 Handle Animal check, you can use a mass version of *charm animal* as a spell-like ability, with save DC equal to 10 + $\frac{1}{2}$ your character level + your Cha modifier and effective caster level equal to your bonus on Handle Animal checks.

19: You can summon animals to your aid. Choose an animal with a CR equal to or less than your character level, and make a Handle Animal check at a DC of 25 + your character level. If you succeed, you summon a number of animals depending on how much the animal's CR is less than your character level for an hour. You can't use this ability again until any animals you've summoned with it have unsummoned or you've dismissed them.

CR	Number Appearing
Level - 1	1
Level - 2	1d3
Level - 3	1d4
Level - 4	1d6
Level - 5	1d8
Level - 6	1d10
Level - 7	2d6
Level - 8	3d6
Level - 9	3d10
Level - 10	10+3d6
Level - 11	15+3d10
Level - 12	40
Level - 13	50
Level - 14	60
Level - 15	80
Level - 16	100
Level - 17	150
Level - 18	200
Level - 19	300

Battlefield Surgeon [Skill]

You like to cut people open with a saw. But it's good for them. Seriously.

Heal ranks:

0: You gain +3 to your Heal checks.

4: You can make first aid, treat poison, and treat wound checks as move actions.

9: For every 5 points your Heal check exceeds the DC for long term care, your patients recover another +100% faster. For instance, if your Heal check result is 23, your patients would heal at thrice the normal rate.

14: If you operate on a patient for a minute, they regain hit points equal to your Heal check result. You also may, instead of healing hit point damage, cure any condition that heal could, reattach severed limbs, or repair ruined organs, if you succeed on a DC 30 check. Patients under your long-term care heal permanent ability drain as if it was ability damage.

19: With one hour of work, 25,000 gp worth of materials (which are consumed in the process), and a DC 40 Heal check, you can restore a creature that died within the last twenty-four hours to life. The subject's soul must be free and willing to return for the effect to work.

Combat Casting [Skill]

Having a sword sticking out of your chest doesn't noticeably impede your ability to do... well, just about anything.

Concentration ranks:

0: You gain +3 to your Concentration checks.

4: You can take 10 on Concentration checks and caster level checks.

9: You may maintain concentration on a spell as a move action (DC 25 + spell level). If you beat the DC by 10 or more, you can maintain concentration as a swift action. If you fail your check, you lose concentration.

14: If you would be nauseated, you're sickened instead.

19: All Concentration DCs are halved for you.

Con Artist [Skill]

You can fool some of the people, all of the time.

Bluff ranks:

0: You gain a +3 bonus to Bluff checks.

4: Magic effects that would detect your lies or force you to speak the truth must succeed on a caster level check with DC equal to 10 plus your ranks in Bluff or fail.

9: Divination magic used on you detects a false alignment of your choice. You can present false surface thoughts to *detect thoughts* and similar effects, changing your apparent Intelligence score (and thus your apparent mental strength) by as much as 10 points and can place any thought in your "surface thoughts" to be read by such spells or effects.

14: If you beat someone's Sense Motive check by 25, you can instill a *suggestion* in them, as the spell. This suggestion lasts for one hour for each of your character levels.

19: You are protected from all spells and effects that detect or read emotions or thoughts, as by *mind blank*.

Cryptographer [Skill]

You're good at reading things no one intended you to.

Decipher Script ranks:

0: You gain +3 to your Decipher Script checks.

4: You can decipher a written spell (like a scroll) without using *read magic*, if you succeed on a Decipher Script check of DC 20 + the spell's level. You can try once per day on any particular written spell.

9: You don't trigger written magic traps (like *explosive runes* or *symbols*) by reading them. You can disable them with Decipher Script as if you were using Disable Device. You can read the material hidden by a *secret page* with a DC 25 Decipher Script check.

14: When you cast a spell from a scroll, the spell's save DC is equal to 10 + the spell's level + your Intelligence modifier + any other applicable bonuses, and its caster level is equal to your character level, plus other applicable bonuses.

19: Reading text using Decipher Script is a free action for you. You may disable written magical traps as a swift action, and you can cast 5th-level or lower spells from scrolls as a swift action.

Deft Fingers [Skill]
Your amazing manual dexterity is the talk of princes and princesses.
Sleight of Hand ranks:
0: You gain a +3 bonus on your Sleight of Hand checks.
4: If you draw a hidden weapon and attack with it in the same round, your opponent loses their Dexterity bonus to AC against your first attack with that weapon that round. This ability can only be used once per round.
9: You can make an adjacent creature or object your size or smaller 'disappear' with your legerdemain. If you succeed on a DC 30 Sleight of Hand check as a standard action, your target can make a Hide check, or you can make the Hide check for them or it. As usual, you can hide larger creatures or objects by taking a -20 cumulative penalty for each size category larger they are than you.
14: With a DC 30 Sleight of Hand check, you can use *shrink item* as a spell-like ability.
19: With a DC 40 Sleight of Hand check, you can use *teleport object* as a spell-like ability. You can also retrieve items placed in the Ethereal Plane using *teleport object*. With a DC 40 Sleight of Hand check, you can use *instant summons* as a spell-like ability without requiring *arcane mark*, but you may only designate one item at a time.

Detective [Skill]
You're good at finding things out just by conversing with townsfolk.
Gather Information ranks:
0: You gain a +3 bonus on your Gather Information checks.
4: Your ability to pick up on the social context aids you in establishing rapport. After succeeding on a Gather Information check, you gain a +2 bonus to Knowledge checks, Sense Motive checks, and checks for Cha-based skills in the same milieu.
9: With 2d6 hours of research, you can study a specific topic, such as a particular location or a well-known local monster, and substitute a Gather Information check for any Knowledge checks pertaining to the topic. You need access to local informants, a library, scholars, or other appropriate sources to use this ability.
14: You can gain the benefits of *legend lore* with a DC 30 Gather Information check. If you have the person or thing at hand, or are in the place, this takes a day; otherwise, it consumes the time as normal for *legend lore*. You need access to individuals or resources with relevant knowledge to use this ability.

19: With a DC 40 Gather Information check and 1d4+1 days of talking to people, you can either find an answer to any question you can pose in ten words or less, or find out where you need to go to get the answer. You need access to individuals or resources with relevant knowledge to use this ability.

Dreadful Demeanor [Skill]
People know you're a badass motherfvcker the instant you enter the room.
Intimidate ranks:
0: You gain +3 to your Intimidate checks.
4: You can demoralize an opponent as a move action.
9: Opponents you've demoralized remain *shaken* until they lose sight of you.
14: Opponents who would be *panicked* because of your fear effects are *cowered* instead for the duration of the effect.
19: Any time you confirm a critical hit in melee, your target is *cowered* until they lose sight of you. This is a fear effect.

Expert Counterfeiter [Skill]
You aren't a common forger, you're an *artiste*.
Forgery ranks:
0: You gain a +3 bonus to Forgery checks.
4: When creating a forgery, you roll twice and take the better result.
9: In situations where you can present a legal document of some sort, you can substitute a Forgery check for a Bluff, Diplomacy, or Intimidate check.
14: You can purchase items with counterfeit bills of exchange, falsified credit vouchers, and the like. You can acquire any item available through the gold economy in this method. Normally, your counterfeits are so good they don't provoke suspicion, but if someone examines them, they must still beat you in an opposed Forgery check to recognize they're not the real thing.
19: You can duplicate a scroll with eight hours of work and a Forgery check against DC 35 + the spell's level. The duplicate functions in all manners like the original scroll. You must have appropriate materials on hand for scribing the scroll, and if the spell requires XP or expensive material components, you must provide the requisite components or make up the XP cost in materials.

Ghost Step [Skill]
You might as well be incorporeal for all the noise you make.
Move Silently ranks:
0: You gain +3 to your Move Silently checks.
4: Anyone attempting to use Survival to track you must beat you in an opposed check against Move Silently.
9: Creatures with blindsense, blindsight, tremorsense, or similar abilities do not automatically detect your presence, but must succeed on a Listen check, opposed by your Move Silently check, to notice you.

14: With success on a DC 30 Move Silently check as a standard action, you can control ambient sounds within 30 feet of yourself for a round. You can specifically duplicate any effect from *control sound* (XPH), *silence*, or *ventriloquism*, and in general can make sound you've heard come from any part of the area, displace sounds in the area, or suppress any sounds or sounds. Also, if you take a -10 DC penalty on your Move Silently check, anyone within 30 feet of you can substitute your check result for their own.

19: You're so quiet that people don't even remember you when you're standing right next to them. Your opponents count as flat-footed whenever you attack them.

Investigator [Skill]

You have an eye for detail and so much patience that going through a 100' by 100' room inch-by-inch doesn't even try it.

Search ranks:

0: You can use Search to find traps like a character with trapfinding. If you already have that ability, you gain +3 to your Search checks. Search is always a class skill for you.

4: You can Search a 10' by 10' area with a full-round action.

9: You automatically sense any active magic effects in an area you search. If you succeed on a DC 20 Search check, you can determine their number, strength, and school, as if using *detect magic*.

14: You can Search objects or areas within 30 feet of yourself. You can make a Search check as a swift action.

19: You have an intuitive sense for hidden things. Anytime something that someone has hidden is within 60 feet of you, you know it; if there are multiple things, you know how many. However, you must still make Search checks as normal to locate them.

Item Master [Skill]

You make magic items do things you want.

Use Magic Device ranks:

0: You gain a +3 bonus to Use Magic Device checks.

4: You don't suffer mishaps with magic items.

9: When rolling Use Magic Device checks or random effects from magic items, you may roll twice and take the better result.

14: With a swift action and a successful Use Magic Device check against a DC of 30 + the item's caster level, you can gain the benefits of a slotted magic item without needing to have a slot available (for instance, a third ring on your finger) for one round.

19: When you activate a wand or staff, you can substitute a spell slot instead of using a charge. The spell slot must be one you have not used for the day, though you may lose a prepared spell to emulate a wand charge (you may not lose prepared spells from your school of specialty, if any). The spell slot lost must be equal to or higher in level than the spell stored in the wand, including any level-increasing metamagic enhancements. When using spell trigger, spell completion, or other consumable magic items, if you succeed on a Use Magic Device check of 40 + the caster level of the item as a swift action, the item or charges thereof are not consumed.

Leadership [Leadership] [Skill]

You convince people that obeying you is a good career move.

Diplomacy ranks:

0: You can awe even strangers and enemies into following your orders. With a DC 20 Diplomacy check, you can use *command* as a spell-like ability, with save DC equal to $10 + \frac{1}{2}$ your character level + your Cha modifier.

4: Your natural talent for leaderships attracts followers. Your leadership score is equal to your ranks in Diplomacy plus your Charisma modifier.

9: You persuade someone that you are so awesome that they should follow you around all the time, acquiring a cohort. A cohort is an intelligent and loyal creature with a CR at least 2 less than your character level. Cohorts gain levels when you do.

14: Your natural majesty stirs guilt in those who refuse your demands. With a DC 30 Diplomacy check, you can use *geas* as a spell-like ability, but it offers a Will save at DC $10 + \frac{1}{2}$ your character level + your Cha modifier.

19: You command the loyalty of armies… even opposing ones. With a DC 40 Diplomacy check, you can use *greater command* as a spell-like ability, with save DC equal to $10 + \frac{1}{2}$ your character level + your Cha modifier and effective caster level equal to your bonus on Diplomacy checks.

Legendary Wrangler [Skill]

No one can tell where you end and your ropes begin.

Use Rope ranks:

0: You gain a +3 bonus to Use Rope checks and proficiency with the bolas, net, and whip.

4: You can use a rope as if it was a bolas or whip, and you can substitute your ranks in Use Rope for your Base Attack Bonus for combat maneuvers made with it. You can also use it as a net, replacing the normal DC 20 Escape Artist check for someone entangled with it with your Use Rope check. You can throw a grappling hook, tie a knot, tie a special knot, or tie a rope around yourself one-handed as a move action. You don't provoke attacks of opportunity for using Use Rope.

9: You can use a rope, whip, grappling hook, or similar item to manipulate any item within 30 feet of yourself as easily as if it was in your hands; you can also make disarm, entangling (as if with a net), and trip attempts with it. You can move around on ropes and similar structures, like webs, as easily as you can on the ground.

14: With a DC 30 Use Rope check, you can use *animate rope* as a spell-like ability; you can use any ability you can with an ordinary rope with an animated rope.

19: You can manipulate items out to 60 feet with ropes and similar items. You can use ropes for the grab on and hold down grapple maneuvers. When using combat maneuvers with ropes, you can replace the relevant check (disarm, grapple, trip, etc.) with a Use Rope check.

Magical Aptitude [Skill]

You're crazy good at manipulating magic.

Spellcraft ranks:

0: You gain a +3 bonus on Spellcraft checks.

4: When counterspelling, you may use a spell of the same school that is one or more spell levels higher than the target spell.

9: You can dismiss a spell as a free action. You can redirect a spell as a move action, if it normally requires a standard action, or a swift action, if it normally takes a move action. You gain a +3 bonus on dispel checks.

14: You can counter a spell as an immediate action.

19: You automatically know which spells or magic effects are active on upon any individual object you see, as if you had *greater arcane sight* active on yourself.

Many-Faced [Skill]

You change identities so often even you don't remember what you look like anymore.

Disguise ranks:

0: You gain +3 to your Disguise checks.

4: When creating a disguise, you roll twice and take the better result.

9: You can use *Nystul's magic aura* as a spell-like ability at will, with a caster level equal to your character level and a save DC of 10 + $\frac{1}{2}$ your character level + your Cha modifier.

14: You can create a disguise as a full-round action, but you take a -10 penalty to your Disguise check. You can't be under direct observation while doing this, but you can use Bluff to create a diversion to allow you to change guises, as for the Hide skill.

19: You can choose an appearance that anyone viewing you with scrying or other divination magic sees instead of your "real" appearance. Even someone who benefits from *true seeing* must succeed on a caster level check (DC 11 + your ranks in Disguise) to penetrate the illusion.

Master of Terror [Leadership] [Skill]

You scare people so bad they follow you around hoping you won't hurt them.

Intimidate ranks:

0: Whenever you use Intimidate in combat, it affects everyone within 30 feet of you.

4: You gain followers. Your leadership score is equal to your ranks in Intimidate plus your Charisma modifier.

9: You gain a cohort who enjoys frightening your underlings almost as much as you do. A cohort is an intelligent and loyal creature with a CR at least 2 less than your character level. Cohorts gain levels when you do.

14: You gain the frightful presence ability. When you speak or attack, enemies within 30 feet of you must succeed on a Will save (DC 10 + $\frac{1}{2}$ your character level + your Cha modifier) or become shaken for 5d6 rounds. An opponent that succeeds on its saving throw is immune to your frightful presence for 24 hours.

19: Your opponents take a -2 morale penalty to saving throws if they can see you and you are within medium range (based on your character level).

Natural Empath [Skill]

You read people like books.

Sense Motive ranks:

0: You gain a +3 bonus to Sense Motive checks.

4: You can quickly size up potential opponents. If you succeed on a Sense Motive check as a free action, opposed by their Bluff, you can tell if they're an even match (their CR equals your character level), an easy challenge (their CR is 1-3 less than your level), irrelevant (their CR is 4 or more less than your level), stronger (their CR is 1-3 higher than your level), or overwhelmingly powerful (their CR is 4 or more higher than your level). You can use this ability once on a particular creature every 24 hours.

9: If you succeed on a Sense Motive check, opposed by Bluff, you know your opponent's alignment. If you beat their Bluff by 20 or more, you can read their surface thoughts, as if during the third round of *detect thoughts*.

14: You have an uncanny intuition for when people are interested in you. Any time someone uses a remote spell or effect, like *scrying*, to examine you, you know you're under observation and if you make a Sense Motive check that beats their Bluff check, you know some details about them: if you've met them before, you recognize them, but if not, you get a basic idea of their reasons for their interest in you. Similarly, if you use Sense Motive on someone influenced by an enchantment effect, you can find out who created the effect with a Sense Motive check opposed by the controller's Bluff, getting the same information.

19: You know what people are going to do before they do. Any time someone you're aware of attacks you, make a Sense Motive check opposed by their Bluff: if you succeed, you get a free surprise round.

Persuasive [Skill]

When you tell you people something that contradicts the evidence of their own eyes, they believe you.

Diplomacy ranks:

0: You gain a +3 bonus to Diplomacy checks.

4: Your words can stop fights before they start. Any creature that can hear you speak must make a Will save (DC 10 + $\frac{1}{2}$ your character level + your Cha modifier) or it can't attack you directly; however, you aren't protected from its area or effect spells, or similar abilities. Any creature that succeeds on its save is immune to this ability for 24 hours. You may use nonattack spells or otherwise act, but if you attack the creature or its allies, it may attack you. This is a mind-affecting, language-dependent charm effect.

9: You can fascinate creatures with your silver tongue. You can affect as many HD of creatures as your bonus on Diplomacy checks; any creature that fails a Will save (DC 10 + $\frac{1}{2}$ your character level + your Cha modifier) becomes fascinated. If you use this ability in combat, each target gains a +2 bonus on its saving throw. If the spell affects only a single creature not in combat at the time, the saving throw has a penalty of -2. While a subject is fascinated by this spell, it reacts as though it were two steps more friendly in attitude, allowing you to make a single request of an affected creature. The request must be brief and reasonable. Even after the spell ends, the creature retains its new attitude toward you, but only with respect to that particular request. A creature that fails its saving throw does not remember that you enspelled it.

14: You can influence even hostile creatures into talking things over with you. With a DC 30 Diplomacy check, you can use a language-dependent version of *charm monster* as a spell-like ability, with save DC equal to 10 + $\frac{1}{2}$ your character level + your Cha modifier; this is a mind-affecting charm effect.

19: You can convince an entire group of enemies to listen to you. If you succeed on a DC 40 Diplomacy check, your *charm monster* ability improves to *mass charm monster*, with a caster level equal to your bonus on Diplomacy checks.

Professional Luddite [Skill]

You've learned to break machines because you're an antitechnology fanatic – or maybe you just work for the local protection racket.

Disable Device ranks:

0: You can use Disable Device on magic traps like a character with trapfinding. If you already have that ability, you gain +3 to your Disable Device checks. Disable Device is always a class skill for you.

4: You can use your Dexterity modifier instead of your Intelligence modifier for Disable Device checks. Darkness and blindness do not hinder your ability to disable devices.

9: You can reduce the amount of time required to disable a device. For each multiple of 10 you beat the required DC, you can decrease the time required from 2d4 rounds to 1d4 rounds to 1 round to a standard action to a move-equivalent action to a free action.

14: You can use Disable Device to end any persistent effect or area spell effect as if it was a magic trap, but the DC is 25 + twice the spell's level.

19: As an attack action, you can disable magic items. You must succeed on a melee touch attack roll for attended objects. Make a Disable Device check against a DC of 15 + the item's caster level: if your check succeeds, the item must make a Will save against a DC of 10 + $\frac{1}{2}$ your character level or be turned into a normal item, and even if it saves, its magical properties are suppressed for 1d4 rounds.

Sharp-Eyed [Skill]

Nothing escapes you.

Spot ranks:

0: You gain a +3 bonus to Spot checks.

4: You can make a Spot check once a round as a free action. You don't take penalties for distractions on your Spot checks.

9: As a move action, you can make a Spot check against a DC of an opponent's Armor Class: if you succeed, you can ignore their Armor and Natural Armor bonus to AC for the next attack you make against them. If you accept a -20 penalty to your check, you can attempt this check as a swift action. Divide any distance penalties you take on Spot checks by two.

14: If you beat an opponent's Hide check with a Spot check at a -10 penalty, you can ignore concealment. If you beat their Hide check at a -30 penalty, you can ignore total concealment.

19: You can see through solid objects, but you take a -20 penalty on your Spot check for each 5'. Divide any distance penalties you take on Spot checks by five.

Slippery Contortionist [Skill]

Your childhood nickname was "Greasy the Pig," but now people call you "The Great Hamster."

Escape Artist ranks:

0: You gain +3 to your Escape Artist checks.

4: While squeezing into a space at least half as wide as your normal space, you may move your normal speed and you take no penalty to your attack rolls or AC for squeezing.

9: You can squeeze through a tight space or an extremely tight space as a full-round action, but you take a -10 penalty to your Escape Artist check. Opponents grappling you don't get positive size modifiers added to their grapple bonus when you use Escape Artist to try to break their hold.

14: If you succeed on a DC 30 Escape Artist check, you can ignore magical effects that impede movement as if you were under the effects of *freedom of movement* for one round; this is not an action. You can also slip through a *wall of force* or similar barrier with a DC 40 check.

19: You can make an Escape Artist check instead of a saving throw for any effect that would keep you from taking actions. (This does not help against effects that don't allow a saving throw.)

Steady Stance [Skill]

You can fight just about anywhere.

Balance ranks:

0: You gain a +3 bonus to your Balance checks.

4: If an effect would knock you prone, if you succeed on a DC 20 Balance check, you remain standing.

9: If your opponent is balancing, you gain a +3 dodge bonus to AC against their attacks unless they succeed at beating you in an opposed Balance check.

14: All Balance DCs are halved for you.

19: You never suffer any impairment or damage from anything you're standing on, whether it's molten lava, a cloud, or even another creature. Ambient conditions, such as lighting or weather, can still impair you.

Stealthy [Skill]

If someone sees you, you have to kill them.

Hide ranks:

0: You gain a +3 bonus to your Hide checks.

4: You can Hide as a free action after attacking, and snipe with melee attacks (or ranged attacks from closer than 10').

9: A constant *nondetection effect* protects you and your equipment, with an effective caster level equal to your ranks in Hide.

14: You can attempt to Hide even when under direct observation, but you take the usual -20 penalty to your check.

19: Even opponents who can see you have trouble locating you. If they succeed at beating your Hide check with Spot (and thus can see you), they have a 50% concealment miss chance when attacking you, which decreases by 5% for each point they beat your Hide DC.

Swim Like a Fish [Skill]

You're at least as home in the water as you are on land.

Swim ranks:

0: You gain +3 to your Swim checks.

4: You gain a swim speed equal to your base land speed, with the attendant benefits. You don't take armor check penalties to your Swim checks.

9: You can breathe water, and you can attack through water as if under the effects of *freedom of movement*.

14: While under water, you can substitute Swim checks for Reflex saves, and you gain a +4 bonus to attack and damage rolls.

19: As a swift action, you can add your ranks in Swim as a dodge bonus to your Armor Class while under water.

Track [Skill]

You feel at home no matter where you are.

Survival ranks:

0: You can follow tracks using Survival, as the Track and Legendary Tracker feats.

4: You can identify the race/kind of creatures from their tracks.

9: You can move through or over difficult natural terrain without being slowed, taking nonlethal damage, or suffering other impairment. You take no penalties for moving your speed when tracking, and only -10 when moving double your speed. You can track subjects protected by *pass without trace* or similar spells at a -20 penalty.

14: You can track through the Astral Plane with a DC 35 Survival check. You can determine the destination of a teleportation spell when standing at the point of departure with a DC 40 Survival check; if you have *teleport* or a similar spell, you can follow as if you had seen the destination once.

19: You're immune to natural planar effects as if you had *planar tolerance* always active.

B.3 Skills

B.3.1 Problems with the Skill System

> **Editor's Note**
> This section is somewhat redundant with the rules on skill bonuses from magic items printed in The Book of Gears.

One problem with the skill system derives from the way it tries to handle two different types of checks in the same way. For the most part, fixed DC checks work the way they're supposed to: if you put some number of ranks into a skill that operates on fixed DCs, you can do certain things, and you don't stop doing those things as your level increases. However, if you stop investing in a skill based on opposed checks, because the checks of your enemies continue to increase, you become unable to do whatever it is to level-appropriate opposition. In other words, for opposed-check skills, the system offers you the option to suck, if you want to. Fixing this problem, however, would require an overhaul of the entire system, and I'm not going to do that.

Another fundamental problem is that the system makes no distinction between skills like Use Magic Device, which have a direct and noticeable impact on a character's power, and flavor skills like Profession (basketweaver). The worst problem this causes in the rest of the system is that often abilities that give a bonus to Jump, which just allows you to do something that is strictly defeated by a 3rd-level spell, get treated the same as abilities that give bonuses to powerful skills like Diplomacy or Hide. However, this is another problem I don't intend to address because it would require a complete redesign.

A final problem with skills that has less to do with the system per se and more to do with choices in the rest of the game is that there's literally no way to define what a level-appropriate skill check is. The reason is that skill bonuses are just too big, across the board. Magic items and spells are the worst offenders: a standard magic item can give a +30 competence bonus, larger than the bonus from ranks for a 20th-level character; and spells such as glibness hand out equally huge bonuses. However, classes are not far behind, with +10 common and +30 not unheard of. When you put these things together, you get characters with over +30 to their Diplomacy checks, with penalty reductions, at 1st level and over +220 at 20th. Meanwhile, it's not that hard for characters in the same party to be three RNGs apart in checks on any particular skill. WotC's writers just don't value skill bonuses as significant. On one level, they're right: most skills *can't* do things as broken as some spells can. However, as written, some can; and even for the ones that can't, the existence of huge variable bonuses means it's hard to give skills anything good. The worthlessness of skills has become a self-fulfilling prophecy.

The following rule changes won't solve the problem of crazy skill bonuses, but they should at least make it more manageable.

- Magic items can give a maximum of +10 to a skill before epic levels, and their cost increases five times. *Boots of Elvenkind* and similar items are classic parts of both D&D and fantasy literature, but magic items that count for half an RNG are more than adequate for the flavor.
- Divide all skill bonuses granted by spells by two and round down. This renders some spells underpowered, but at least it brings all but the worst offenders closer to sanity.
- All magic items, spells, and spell-like abilities grant an enhancement bonus to skill checks, and thus do not stack with each other. The bonus stacking paradigm is broken, and nowhere is it more broken than for skills.

B.3.2   Some Skills Don't Work Like They Should

While the existence of magic that supersedes them makes some skills underpowered, other skills do things that are stupid, broken, or both. Some of these stupidities came from the introduction of rules that don't make sense in 3.5. I'm going to make some clarifications and revisions, while revisiting changes mentioned in Frank's and K's works. I'm not, however, going to try to balance the skills against each other.

One of the important themes of the next section is that many skills don't do level-appropriate things. Skill actions that imitate 1st- or 2nd- level spells require checks against DCs so high that only a specialized 40th level character could even theoretically meet them. This is ridiculous, and so many of the DCs need reduction.

Many of these changes subsume both epic feats and epic skill checks. This is fine: skilled characters need the help to keep up with casters. If an epic ability isn't mentioned, you may assume it has the same DC as usual.

Craft

Craft is broken, but I'm not going to address it here because it requires a more comprehensive revision of the economic system.

Diplomacy

Diplomacy doesn't work. The basic reason is that, unlike most skills, which let you accomplish something in the game, Diplomacy lets you *win* the game. The specific badness of the 3.5 Diplomacy rules comes from

a misinterpretation of a misinterpretation: Monte Cook wrote the DCs for changing attitudes now printed under the 3.5 Diplomacy rules for *Charisma checks* in the 3.0 DMG. Skip Williams confused the two in one of his rulings as Sage, and then Andy Collins canonized that ruling in the 3.5 PHB, producing a skill that actually does let you rule the world starting at first level.

Needless to say, this is retarded. The entire concept of Diplomacy needs rebuilding from the ground up, and so that's what I'm going to do here.

- **Overview**

  Diplomacy is the art of getting people to accept reasonable agreements.

- **Check**

  When trying to persuade someone to accept a bargain, your Diplomacy check is opposed with a modified level check, 1d20 + their character level + their Wis modifier. They can choose to turn it into a negotiation, in which case you roll opposed Diplomacy checks. Opposed checks also resolve cases when two advocates or diplomats plead opposite cases in a hearing before a third party. Their attitude towards you and the actual benefit of the bargain for them modifies the result of your check. (Indifferent assesses a penalty to balance out the fact that skill ranks are always higher than levels.)

- **Attitude modifiers to checks:**
  - ▷ **Hostile:** -25
  - ▷ **Unfriendly:** -15
  - ▷ **Indifferent:** -5
  - ▷ **Friendly:** +0
  - ▷ **Helpful:** +5

  Any bargain you offer with the Diplomacy skill has to be reasonable for the creature you make it to. You can't persuade someone to do something self-destructive, against their nature, or otherwise completely opposed to their values, duties, obligations, or self-interest. Bargains they have reason to believe are favorable to them can give you up to a +10 modifier on the check, while bargains they might believe are unfavorable give you up to a -10 modifier, at the DM's discretion.

  If your modified check is higher than theirs, you persuade them the deal you're offering is at least neutral and possibly beneficial to them. If your check is lower, they think it's a poor trade. Generally, the degree your check beats or loses to theirs should determine how they feel about it. When NPCs use this skill on players, DMs should frame the offered bargain in favorable or unfavorable terms based on the NPC's Diplomacy check compared to the PC's level or Diplomacy check (rolled secretly). However, the ultimate decision on whether to accept any agreement should depend on the character and personality of the PC or NPC.

  Example: A PC attempts to convince Jack, an ignorant and none-too-bright farmer, to trade her his last cow for some magic beans. Since her beans aren't *actually* magic, she starts with a Bluff check, which she wins, to convince Jack that they are. Jack is indifferent to the PC (he doesn't know her), so that's a -5 modifier; and trading his last cow for beans is a really bad idea, which would normally mean another -10 modifier but because he thinks these are *magic* beans it will only be -5; and the net modifier is thus -10. Jack is 1st level and has a -1 Wis penalty, giving him a net +0 on his level check, and the PC is 5th level with max ranks in Diplomacy, +6 from synergy bonuses, and a +2 Cha modifier, giving her a net +16. Jack rolls an 11, the PC rolls a 12 that counts for an 18 after she adds in both modifiers, so she convinces Jack her "magic" beans are worth a cow. Whether Jack accepts the trade depends on other aspects of his situation, such as his estimate of the likelihood of his mother carrying out her death threats if he returns without actual food.

- **Action**

  Bargaining with Diplomacy generally takes at least 1 full minute (10 consecutive full-round actions). In some situations, this time requirement may greatly increase. A rushed Diplomacy check can be made as a full-round action, but you take a -10 penalty on the check.

- **Try Again**

  If your target rejects your initial bargain, you can retry by sweetening the deal, offering some concessions to make the bargain appear better. You reroll with the same modifiers on the check, but you don't gain any positive modifiers for the agreement being favorable to them.

Disable Device

Spells interact with Disable Device in three ways: spells that specifically allow Disable Device checks to disarm them, like *glyph of warding*; spells that Disable Device can't disarm even though they create "magic traps,"

like *spike stones*; and spells that are silent on the issue, like *forcecage*. I don't think anything in the rules supports Disable Device being able to disarm anything but the first category, so I added it as a feat ability.

Escape Artist

The DCs for some uses of Escape Artist are just too high: a 7th-level character with a decent Dex bonus, say +5, has only a +15 Escape Artist check, which is only adequate to escape masterwork manacles when taking 20. However, dimension door, available to casters at the same level, is an automatic escape from masterwork manacles that takes almost no time. I suggest the following revised DCs for Escape Artist:

- **Tight space:** 20
- **Manacles:** 25
- **Masterwork manacles:** 30
- **Extremely tight space:** 35
  Other DCs remain as listed. This makes Escape Artist a little more useful in the earlier parts of the game.

Hide

As mentioned in the Dungeonomicon, Hide should *not* require cover or concealment to function.

Knowledge

The rules for handling monster identification using Knowledge skills are, well, back-asswards. A character with a +13 Knowledge (religion) check automatically recognizes an allip and most likely knows a couple of things about it, but that same character will often fail to identify a wyvern zombie. A 5th-level druid with 8 ranks in Knowledge (nature), at least 5 in Survival, and a 14 Int *can't fail* to recognize an ogre mage, and will usually know a couple of things about it, but might not know about elephants and dire tigers. As long as there are skeletons, zombies, giant animals, and the like in D&D, HD is not a reliable guide to a monster's difficulty, rarity, or anything else. The appropriate measure of when a character should be able to know something about a monster is when it's an appropriate challenge for them: in other words, CR.

If your Knowledge check beats a DC of 10 plus the target monster's CR, you know basic details about it, such as its type (and subtypes, if applicable), typical alignment and habitat, a rough idea of its intelligence and societal organization (if any), and whether its CR is above, below, or about the same as your character level. For each two points your check beats the DC, you know another piece of useful information, such as a special ability or something about its combat stats (such as "has a high AC" or "has a low Reflex save"). If you beat the DC by 20 or more, the DM should let you look at their notes.

Open Lock

As noted in the Dungeonomicon, this skill is part of Disable Device.

Profession

Profession is a flavor skill and has no reason to use the same system as skills that offer real character benefits like Hide or Use Magic Device. The following revision makes this clear.

Profession works like Speak Language: either you know enough to practice a profession or you don't. Rather than buying ranks, each skill point you put in Profession gets you another Profession you can practice. When practicing a profession you have trained, you earn about two plus one-half your result on a modified level check (d20 + your character level + your Wisdom modifier) gold pieces per week of dedicated work; if for some reason it becomes necessary to make a Profession check, again use this modified level check.

Untrained laborers and assistants (that is, characters without any ranks in Profession) earn an average of 1 silver piece per day.

Sleight of Hand

The Sleight of Hand rules are?not well-thought out. The most egregious problems are the inappropriate use of a check penalty to handle making it a free action, the lack of integration with the rest of the combat system, and the unclear limits on what you can do with the skill. A literal interpretation of the rules results in absurdities like being able to strip someone naked in the middle of combat as a free action. This has to stop.

- **Drawing Weapons**

  Drawing an open weapon, like a sheathed sword, is normally a move action; if you have a BAB of +1 or more, you can combine it with another move action. If you have a BAB of +6 or more, you can draw an open weapon as a free action.

  Drawing a weapon hidden with Sleight of Hand is a standard action that doesn't provoke attacks of opportunity. With a successful check (see below), you can draw a hidden weapon as if it was openly displayed.

- **Overview**

  Sleight of Hand allows you to hide things on your person and take things from people without their noticing.

- **Check**

  With a DC 10 Sleight of Hand check, you can palm an object at least two size categories smaller than yourself that you have in your possession: for instance, make a coin "disappear." If someone observes you while you do this, they may make a Spot check to notice you doing it, but this doesn't prevent you from performing the action.

  You can hide on object at least two size categories smaller than yourself on your person. Anyone attempting to find the hidden object rolls Spot, if observing you, or Search, if frisking you. When using Search, the frisker gains a +4 bonus to their check because it's easier to find an object than to hide it. Daggers and similar weapons designed to be hidden give you a +2 bonus on the check, items three or more size categories smaller than you give you a +4 bonus, and wearing heavy or baggy clothing gives you a +2 bonus in any event.

  With a DC 20 Sleight of Hand check, you can draw a hidden weapon as if it was openly displayed; the exact action depends on your BAB.

  If you want to take something from another creature without their noticing it, you have to combine a Sleight of Hand check with a disarm attempt. You can only take an item that's two or small size categories smaller than you, and generally only an item that they aren't paying active attention to (i.e., not a wielded weapon or something similar). If your disarm check is successful, make a Sleight of Hand check opposed by their Spot check to see if they notice your removal of the item.

  With -20 cumulative penalty for each size category, you can handle objects of larger size than normally allowed for Sleight of Hand.

  You can use Sleight of Hand to entertain an audience as if using the Perform skill.

- **Action**

  Palming or hiding an object on your person is normally a move action; if you had to disarm the object from someone else first, that takes an action as normal for the disarm check. With a -20 penalty to your check, you can perform either as a free action. The action it takes to draw a weapon depends on your BAB.

- **Try Again**

  Yes, but after an initial failure, a second Sleight of Hand attempt against the same target (or while you are being watched by the same observer who noticed your previous attempt) increases the DC for the task by 10.

Spot

From the wording of the Disguise rules, I think that the listed bonuses to Spot checks for knowing what you're looking for *only* apply against Disguise: *If you are impersonating a particular individual, those who know what that person looks like get a bonus on their Spot checks according to the table below.*

Survival

As long as you have the Track feat (see the Skill Feats section), you can track creatures on water or underwater with a DC 30 check, and through the air with a DC 40 check.

Tumble

Tumble, as written, doesn't scale, for no particularly good reason. The following change shouldn't take much longer to adjudicate in game, while making taking more ranks of Tumble matter.

- **Check**

  You can tumble past an opponent at one-half speed as part of normal movement, provoking no attacks of opportunity while doing so, if you succeed on a Tumble check against a DC of 10 + the opponent's base attack bonus; you can tumble at one-half speed through an area occupied by an enemy (over, under, or around the opponent) as part of normal movement, provoking no attacks of opportunity while doing so, if you succeed on a Tumble check against a DC of 20 + the opponent's base attack bonus. Failure means you provoke attacks of opportunity normally. Check separately for each opponent you move past, in the order in which you pass them (player's choice of order in case of a tie). Each additional enemy after the first adds +2 to the Tumble DC.

Use Magic Device

Use Magic Device works well enough in general, but has some potential abuses. Some of these, such as the candle of invocation, are problems in magic item design, not Use Magic Device, and need patches there. However, you shouldn't be able to use Use Magic Device to cast *blasphemies* that greater deities can't resist, so that one rule needs amending.

In no event can Use Magic Device imitate an effective class level, effective caster level, or similar ability higher than your own character level. When emulating an ability score, you only benefit from that ability score up to the minimum needed to activate the item.

B.4   Credits

"Make sure Bruce remembers to pay the plumber before Tuesday."

- **Cielingcat** wrote the Spherelock.
- **Iaimeki** wrote the skill problems article, the Kantian paladin as well as the following skill feats:
  - ▷ Acquirer's Eye
  - ▷ Acrobatic
  - ▷ Alertness
  - ▷ Animal Affinity
  - ▷ Battlefield Surgeon
  - ▷ Combat Casting
  - ▷ Con Artist
  - ▷ Cryptographer
  - ▷ Deft Fingers
  - ▷ Detective
  - ▷ Dreadful Demeanor
  - ▷ Expert Counterfeiter
  - ▷ Ghost Step
  - ▷ Investigator
  - ▷ Item Master
  - ▷ Leadership
  - ▷ Legendary Wrangler
  - ▷ Magical Aptitude
  - ▷ Many-Faced
  - ▷ Master of Terror
  - ▷ Natural Empath
  - ▷ Persuasive
  - ▷ Professional Luddite
  - ▷ Sharp-Eyed
  - ▷ Slippery Contortionist
  - ▷ Steady Stance
  - ▷ Stealthy
  - ▷ Swim Like a Fish