



Dwellers in Dream

Five New
Fey Player Races



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ROLEPLAYING GAME COMPATIBLE

Dwellers in Dream

Credits

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Published by Total Party Kill Games, LLC. 1st printing, March 5, 2013.

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Introduction

by Brian Berg

Long have we mortals been entranced by those wicked and capricious creatures known as the fey. Their tales have been with humanity for ages, having been attributed to dead spirits such as the banshee, elemental creatures like the sylph, and even fallen angels or demons. Even in the original Peter Pan story, the first baby's laughter broke into pieces and went scampering about, becoming the fey.

On a more anthropological note, it is thought that their origin possibly stems from the tales of a Mesolithic race of diminutive peoples from the Isle of Orkney. These folk lived in well-hidden stone and earth mounds, and seemed to vanish when invaders approached. Being a stone age culture, their fear of iron was quite warranted. I find it absolutely fascinating to see where the mythology stems from, and to see the seeds of truth sprout forth.

Regardless, fey are thought to be older than humanity, and a magical people. Their misunderstood legends live on and continue to inspire us in books and movies today. Movies such as Guillermo Del Toro's excellent Pan's Labyrinth and Hellboy II are rich in fey lore and you can almost drink in the visuals.

Being so inspired, I set out to create a book on new fey races. The problem with such a popular topic is that it has been done to death—quite literally. In every game and edition, new authors have put their take on the existing fey, with little new ground be-

ing broken. We've reinvented the common fey races countless times. This will not be a sourcebook of that type.

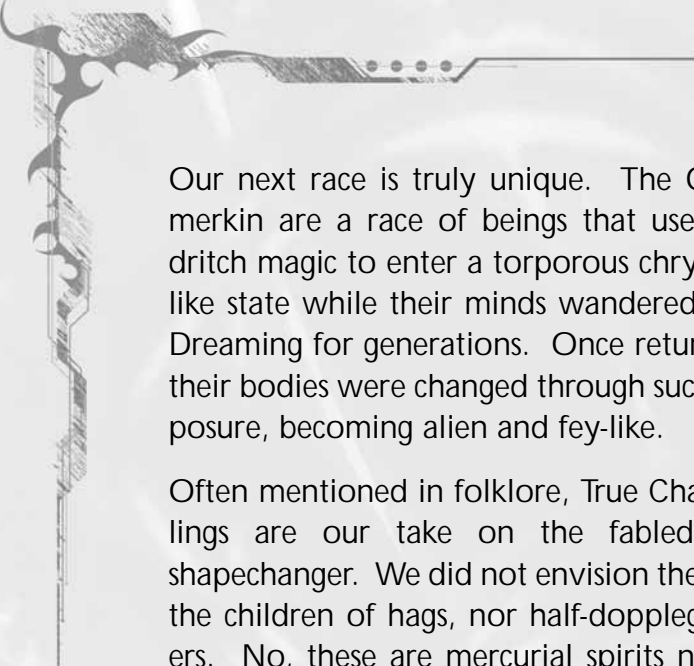
This book delves into "The Dreaming," a magical, mystical otherworldly place that the fey dwell. They draw their power from this place and it permeates their very being. It is the fey. The elder fey lived in this quasi-dreamworld and eventually found their way to the material plane.

It is even believed that the elves are originally born of this realm, and hold its secrets. Their reverie could possibly be a remnant link to their former days within, an access point to their world of dreams given life which they left behind.

We wanted uniquely fey yet original races. At one point one of our fans said that the book idea was neat, but will it be TPK brand? The answer is a resounding yes. We have our own viewpoint on the origins of the fey, and as such our new races draw their existence from The Dreaming.

The Briarborn are a new race born of nature's response to harm and injury. They grow quickly and are a measured response to the likes of Orcs and Men who seek to harm the world. I'd always wanted to see a plant-like race that was well done and viable for players that actually had a reason for existing.

The Crimbil stem from actual folklore. They are a race of snatchers and thieves in the employ of the fey, who leave changelings behind after kidnapping children. While previously only mentioned as a monster in some games, we bring them to life as the tortured servants that they are.



Our next race is truly unique. The Glimmerkin are a race of beings that used eldritch magic to enter a torporous chrysalis-like state while their minds wandered The Dreaming for generations. Once returned, their bodies were changed through such exposure, becoming alien and fey-like.

Often mentioned in folklore, True Change-lings are our take on the fabled fey shapechanger. We did not envision them as the children of hags, nor half-dopplegangers. No, these are mercurial spirits native to the dreaming, who come to the mortal world to experience its pleasures. The fey have lured many into servitude and they take the forms of those whisked away to the fey realms, keeping the mundane races in the dark of any fey treachery until their strange natures finally give them away.

Lastly, the Sylfaen are a new breed of warriors and protectors for the fey. They have served in the shadows for ages, with few races even knowing of their existence. Tread carefully in the wilds, and show some respect lest these silent stalkers be given cause to hunt you.

Which brings us back full circle to The Dreaming. The races within are our ode to fey lore. These entirely new or reimagined races are the constructs of our imagination -- truly Dwellers in Dream.

If this book leaves you hungering for more on our take of The Dreaming, expect to see more in a future sourcebook...

-Brian

Lies and Truth

By Brian Berg

Tellurion wryly mused at the warm caress of the golden sun upon his opalescent skin. His golden hair flowed gently in the mid-summer's breeze. His elven ears picked out the myriad sounds of life from the nearby forest creatures. Rising from a kneeling position while wiping loose earth from his robes, Treesinger Tellurian reflected upon how much he truly loved visiting this serene place...

He trod slowly along the dirt path, his hands gently brushing the mossy trees. He had tread this same path for hours today and countless days before. He heard the heartbeats of the birds in the trees, the breathing of the insects, and the sounds of fish swimming in the stream. He walked softly so as not to disturb the forest with the echoes of his own footfalls.

It was here he came for peace. The one place he was able to be alone and undeterred by the rigors and stresses of day-to-day life. A multi-hued butterfly floated by as he breathed in the sounds and smells of this place. Nearly unnoticed, an unfamiliar shadow snaked across his path. He was no longer alone.

"Greetings stranger!" a mocking voice called out. Tellurion turned towards the sound and hid his surprise. Before him stood a creature that was neither mortal nor natural. It had the shape of an elf, but its flesh was made of dark wood and blackened foliage. Thorns covered its body and it strode forward grinning wickedly.

"I had believed I was alone here," Tellurion muttered. His eyes tightened and clearly conveyed his displeasure. How had this being snuck up on him—here of all places?

This being was no mortal either, no man nor dwarf that he would hear coming. No, this was one of the elder races. This was one of the Banaan-sidhe, an elder spirit some would call fey, though even that was too kind a term. This creature oozed malignance like a fungal bloom.

"Why do you sneak up on me foul creature?" Tellurion snapped. He moved his hand slightly towards where his sword should be. It was not there. He cursed under his breath for leaving it behind. It had never been necessary before, this was his private sanctum—or so he believed.

"Easy now Tellurion, are you looking for this?" the banaan asked with a mercurial smile. He produced the elf's blade from his back and shoved the shadowy blade into a patch of soft wet earth. The mushrooms growing there suddenly grew animate, seeming to struggle in pain and writhe in failed attempts to escape their rooted constraints.

They soon ceased struggling and black veins appeared in their caps. Then they began to wither and die. The banaan-sidhe looked down and laughed. The mushrooms now appeared to be capped with skulls and an acrid smoke slowly made its way from them. The banaan-sidhe lingered awkwardly in his gaze.

"Relax elf. Had I wanted you dead, I would have killed you years ago. This is indeed your land too, but you foolishly think that

it is yours alone. We were once brothers, your kin and mine. Do you know this?

"Now the elves live in their marbled cities. Some of which do not even live within the confines of nature. We birthed you Tellurion. You are one of us, yet you recoil at my presence. Do you think yourself that much better than I?"

"You are a creature of pure evil," Tellurion stammered. "I am nothing like you. There is simply no comparison."

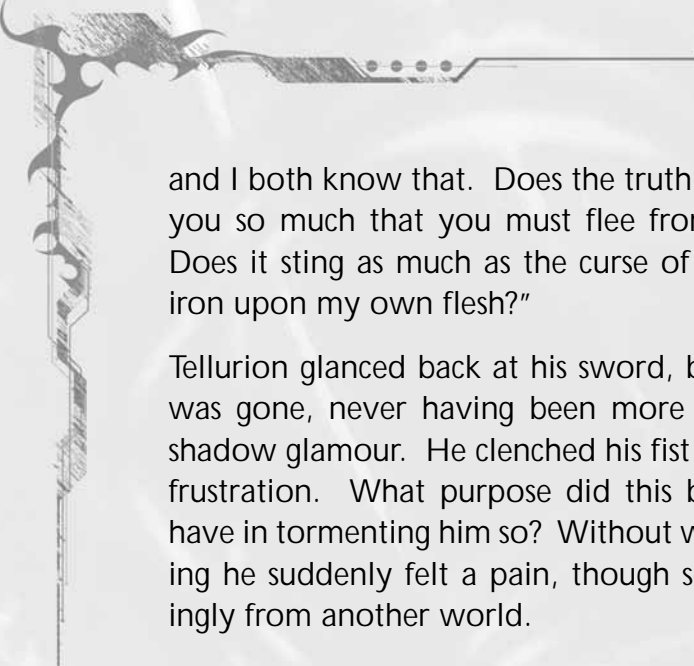
"Untrue, fair elf," the banaan-sidhe replied. "I am nature. I am the wolf that eats the rabbit. I am the frost that ruins harvests. I am the plague that thins the herds. I am the grimstalker.

"We are one, you and I. But, perhaps different sides of the same coin. You can nurture the world all you want, but overpopulation of the species will kill just the same as a blade, and that blood is on your hands.

"Myself on the other hand, I simply thin the herd. I keep the strong alive and surviving and growing. You could almost say... nurturing," the dark fey explained with a grim smile.

"You and I have nothing in common, and unless you intend to do me harm, I am leaving." Tellurion turned away from the creature's gaze and began walking toward the sunset. He abruptly stopped.

Without warning the banaan-sidhe crept out from behind a shadowed tree ahead. His red eyes glowed from within the tree's silhouette. "There is no escape high one, and there is only one way out of here. You



and I both know that. Does the truth pain you so much that you must flee from it? Does it sting as much as the curse of cold iron upon my own flesh?"

Tellurion glanced back at his sword, but it was gone, never having been more than shadow glamour. He clenched his fist with frustration. What purpose did this being have in tormenting him so? Without warning he suddenly felt a pain, though seemingly from another world.

Tellurion felt the sting of a blow across his face. His body shook uncontrollably and angered voices roared through his head. He heard a dwarf's voice, yet all the while saw the laughing grimstalker, its visage fading.

"Wake up you miserable beardless son of a motherless troglodyte!" screamed a familiar dwarf's voice. We are surrounded by orcs! Get your arse up!"

Fear and indecision clouded his brain. He could still see the dark fey's visage burned into his mind's eye. His reverie was particularly unnerving today. Never had he been so shaken while in his contemplative dream-state.

Was it possible that other beings shared his same dreams there? Where is there? All these questions came fumbling through his head. Everything he had been taught about the reverie seemed to be wrong. Or was it? How could this be? He stared with glassy eyes as the orcs ran screaming into his encampment, swords aloft and dripping with fresh blood that steamed in the

early morning air. The horses were dead; there would be no easy escape.

Tellurion gathered his wits and summoned his blade to his side. It answered his beckoning call with familiar ease, suddenly feeling like a lost sibling clutched in embrace. He lit the campsite with but a murmured word, light showering forth and illuminating the orcs creeping in from all sides.

He heard his companions firing arrows and crossbow bolts and the wet sickening sounds of bodies falling. He lined his blade with crackling electricity as the orcs poured in. He would cut them down with practiced ease. They would bother these lands no more and he would be stronger for it.

The banaan-sidhe stirred restlessly in his sleeping hole. His nest of rotten wood and vegetation in the hollow of the dead tree was surprisingly uncomfortable to him this evening. His dreams tonight were fretful, being filled with elves and orcs.

Reality was such a bore.



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The Briarborn



True 'tis, I saw it wit' mine own eyes! This huge an' beautiful an' sweet smellin' flower blossomed in front of me, and out stepped a wondrous woman, made of plant fibers and such. Even born just now as she was, she smiled knowingly at me, wrappin' a large leaf around herself and runnin' off. I ain't ne'er seen such a thing in all my life!"

*-Korgan Timbersplitter,
human Woodsman*

INTRODUCTION

The Briarborn are a race of plantlike humanoids that grow from the earth in secluded, untouched virgin lands. They are born of the essence of nature, a distillation

of that untouched terrain. While rare, they are not uncommon in lands unspoiled by other races.

As a race, they are born of a collective intelligence, working in tandem with their brethren despite any distance. It is said that they also speak freely with nature's creatures, and seek to right the wrongs of those that would bring harm to the world.

The Briarborn are nature's protectors, being born of the world's need for defense. When nature's enemies ravage her gifts, the Briarborn blossom and grow to protect her.

PHYSICAL DESCRIPTION

A Briarborn is a humanoid creature, standing nearly as tall as a man, seemingly made of bark, vines and foliage. They are of a kind demeanor, with the facial appearance of a faint and almost fey-like deer.

They vary greatly in appearance, as wild as nature itself. They range the colors of all plant life, tending towards shades of green and brown. Their hair grows leaves and branches. The older they are, the more growths they have, sometimes becoming long twisted vines that hang to their waist or longer.

Their flesh is odd and disconcerting, being rough and prickly, a number of their kind having bark or even spiny briars that protrude from within.

Their eyes are said to vary, being virgin wood green, morning sun gold, rich brown earth, or deep sky blue.

Random Starting Ages

| Adulthood | Intuitive | Self-Taught | Trained |
|-----------|------------|-------------|------------|
| 1 year | +1d4 years | +1d6 years | +2d6 years |

Random Height and Weight

| Gender | Base Ht. | Ht. Mod. | Base Wt. | Wt. Mod. |
|--------|----------|----------|----------|---------------|
| Male | 5'4" | +2d8" | 110 lbs. | +2d8 x 5 lbs. |
| Female | 5'4" | +2d6" | 90 lbs. | +2d6 x 5 lbs. |

SOCIETY

When a Briarborn is first flowered, they sprout from the ground, growing in an undefiled location, far from the eyes of other creatures. They are immediately the size of an adolescent, growing to maturity quickly over the course of a single year.

Once they have sprouted, the adolescent Briarborn instinctively know the way to the nearest knot, or collective home of Briarborn.

They live in communities grown from their natural surroundings, using druidic magic to shape and weave the natural environment to suit their needs. Their homes are well defended and surprisingly well-camouflaged. Without knowing what one is looking for, a Briarborn knot could completely elude a passerby.

The Briarborn are thought to draw their collective knowledge and wisdom directly from nature itself. At the heart of each knot is almost always some form of exaggerated living tree. This is a Dreaming Tree, their most sacred spot within the community. It is believed that the tree has some divine powers, granting the Briarborn spells and imparting knowledge about the surrounding environs.

Should a Dreaming Tree ever be killed, all of the Briarborn connected to the knot are stricken with a profound sadness. They disband the knot, allowing the site to return to its natural state. They will seek out other knots and feel lost until they find another community. Many lost Briarborn become adventurers.

Fallen Briarborn are allowed to lie where they fall, quickly composting into nurturing mulch. Other races find this practice abhorrent, but the Briarborn see this as completely natural. All things return to the world, having been born of it.

RELATIONS

Crimbil – As a fey race, the Briarborn are not often the targets of the Crimbil's child-snatching. They are however on the alert for their presence, as they are often spies for the fey courts, and secrecy is paramount to the success of the Briarborn as a race.

Dwarves – Few Briarborn are familiar with dwarves, finding them a curiosity. They love to stroke dwarves' beards, complimenting them on their fine fur – something dwarves detest immensely.

Elves – Most elves are steadfast allies of the Briarborn, and some claim that the elves brought seeds of the Briarborn to the prime material plane from the Dreaming. Briarborn recognize them as ancient allies. Elves often live among the Briarborn as ambassadors, helping protect one of nature's rarest gifts.

Glimmerkin – These strange creatures have a measure of respect from the Briarborn. They do not desecrate nature and they seek a life of solitude and peace. The Briarborn find them odd, but understand their ways.

Gnomes – As creatures of the fey world as well as creatures of nature, Briarborn are immediately friendly with gnomekind unless they prove to be adversarial.

Half-Elves – The Briarborn are indifferent towards humans, having learned to keep their distance. Half-elves, with their dual bloodlines are a mystery to the Briarborn. They sense the elven blood within them, but are still suspicious of their human ancestry.

Halflings – The Halflings are often seen as jovial playmates. Briarborn are friendly towards Halflings, enjoying their company.

Half-Orcs – As the progeny of humankind and Orc, the Briarborn steer clear from them, treating them indifferently at best.

Humans – Briarborn are naturally afraid of humans, having been on the receiving end of human encroachment for ages. They attempt to hide their existence from men, lest they come looking for them.

Kitsune – The mystical and mercurial Kitsune are a rare treat in the eyes of the Briarborn. They love to play with them, similarly to Halflings, deeply enjoying their company.

Orcs & Goblindkind – Truly hated are the Orcs and other Goblindkind. The Briarborn will actively seek to remove such pests from their lands if they find them and it does not endanger their knot. The Orcs know of their existence and seek to burn their communities to the ground. Ages of treacherous guerilla warfare exist among members of these two races.

Sylfaen – While the Briarborn serve natural order, the Sylfaen serve the wild fey. This means there is mutual respect between the two, but not complete trust. In most cases they serve the same goals, but not always.

True Changeling – The Briarborn may be of fey-like origins and tied to The Dreaming through their mythical trees, but they are subject to the malcontent of the Unseelie Court as much as any other race. Their close proximity makes it even more likely. They greatly distrust True Changelings and their simple nature makes it very difficult for them to detect an infiltrated Changeling.

Vanara – The Briarborn find these monkey-like humanoids an entertaining and curious commodity. They are friendly with them, but largely stay out of their way.

ALIGNMENT & RELIGION

Briarborn do not serve gods as a general practice, rather serving nature itself. They also tend to be good and neutral in practice. The average Briarborn is of Neutral Good alignment, though their communities typically have a more neutral outlook by necessity.

Should a Briarborn become lost, it is certainly possible that they could come to follow a nature-oriented deity.

ADVENTURERS

A PC Briarborn is often newly-grown, still seeking its purpose. They can be grown anywhere, even in harsh climates, though they tend to be most often found in temperate forests.

While they do form natural cities in some deeply wild regions, they are also often found in solitude. A PC hero might be a wanderer seeking to eliminate a blight in the natural order.

Other PCs could easily be those lost Briarborn, whose knot community was destroyed. They wander looking for community, sometimes finding kinship with other adventurers.

NAMES

It should be noted that Briarborn have little identity of self, and that their names reflect that of their duties and function, as opposed to any personal effect.

Also, no role is limited to either sex, the Briarborn have complete equality. In addition, though many share the same name, the collective Briarborn never seem to have any problem distinguishing among one another, having a collective knowledge shared amongst themselves.

Those few that leave their knots and become adventurers tend to eventually take names and find self-identity. They find elven or other sylvan sounding names pleasing.

Male and Female

Digger, Elf-trader, Forager, Groomer, Grower, Hunter, Knot-ward, Lore-keeper, Orc-bleeder, Plant-shaper, Skinner, Tender, Tree-herder, Waterer, Weapon-maker and Weeder.

BRIARBORN PLAYER CHARACTERS

Alchemist – The Briarborn have few alchemists, but they are not unknown. While Briarborn fear fire, they well-know the power of magical elixirs. Briarborn alchemists are frequently of the Beastmorph or Preservationist archetypes.

- ❖ Favored Class Bonus: +1/6 to the number of Discoveries the alchemist knows.

Barbarian – In the deep wilds there are some Briarborn knots that are very insular and wild. The Briarborn protectors there could be barbarians, having little civilized contact with other races. Those few barbarians are often of the Superstitious or Totem Warrior archetypes.

- ❖ Favored Class Bonus: +1 to the number of hp gained when using Renewed Vigor.

Bard – Some Briarborn take to song and magic very easily. Some Briarborn take to song and magic easily, finding harmony within nature. Briarborn bards are frequently of the Animal Speaker, Archivist or Songhealer archetypes.

- ❖ Favored Class Bonus: +1/2 to the bard's Bardic Knowledge ability.

Cleric – The Briarborn do not worship gods, but a lost cleric might venerate a philosophy such as community, good, nature, etc. Briarborn clerics are frequently of the Separatist archetype.

- ❖ Favored Class Bonus: Add +1/2 to the cleric's channeled energy total when healing creatures of the animal, fey, and plant types.

Druid – Briarborn are very often druids. The druid is a revered component of Briarborn communities. Many are Menhir Savants or Pack Lords, and those elven druids that help tend the knot's plant-deity are Treesingers. Rumors subsist that the elves have taught some Briarborn to be Treesingers as well.

- ❖ Favored Class Bonus: Add +1 hp to the druid's animal companion.

Fighter – While proper fighters are less common than rangers in Briarborn society, they do employ guards and specialized warrior camps. A lost fighter Briarborn is most often of the Lore Warden archetype.

- ❖ Favored Class Bonus: Add +1/5 natural armor bonus.

Magus – Melding the eldritch powers of the Dreaming with that of combat, the Magi serve as elite defenders of a Briarborn knot. Those that take up this mantle are often of the Myrmidarch, Skirnir or Soul Forger archetypes.

- ❖ Favored Class Bonus: Add +1/4 point to the magus's arcane pool.

Oracle – A rare occupation, some Briarborn are gifted with the ability to communicate with the knot's holy tree. These Oracles assist in reading the instructions that nature provides its children. These Oracles are most often of the Seer archetype and frequently have the Ancestry, Lore, Nature or Wood Mysteries.

- ❖ Favored Class Bonus: Add +1/6 to the oracle's number of revelations.

Paladin – While not of divine natures, the Briarborn are capable of producing paladins. They serve as stalwart leaders in the offense against darkness and evil. Typically, those paladins are of the Divine Defender archetype.

- ❖ Favored Class Bonus: Add +1/2 hp to the paladin's lay on hands ability (whether using it to heal or harm).

Ranger – Most all martial Briarborn are either rangers or multiclass with ranger. Common archetypes include the Battle Scout, Beastmaster, Falconer, Guide, Infiltrator, Shapeshifter, Spirit Ranger, Warden and Wild Stalker.

- ❖ Favored Class Bonus: Add +1/6 to the number of the Ranger's combat style feats.

Rogue – With their natural camouflage, Briarborn make excellent rogues in natural settings. Most Briarborn rogues are of the Chameleon, Investigator, Scout, Sniper, Spy or Survivalist archetypes.

- ❖ Favored Class Bonus: Add a +1/2 bonus on Disable Device checks regarding wilderness traps and a +1/2 bonus to trap sense regarding wilderness traps.

Sorcerer – Born of the Dreaming, Briarborn retain much of their magical nature within and sorcerers are not uncommon. Frequently, they are of the Fey or Verdant bloodlines, often with the Wildblooded archetype and the Groveborn or Sylvan mixed bloodlines.

- ❖ **Favored Class Bonus:** Add one spell known from the sorcerer spell list. This spell must be at least one level below the highest spell level the sorcerer can cast.

Summoner – Having such a strong connection with nature and the fey world, Briarborn make surprisingly good summoners. They are most frequently of the First Worlder archetype.

- ❖ **Favored Class Bonus:** Add +1 hp to any creature summoned with summon nature's ally.

Witch – Wielding the more arcane forces of natural magic, they are frequently of the Beast-Bonded or Hedge Witch archetypes.

- ❖ **Favored Class Bonus:** Add +1 hp to your Witch's familiar.

Wizard – Briarborn wizards are definitely rare, but not entirely unheard of. They are great assets to a knot and often work with the druids there. Not surprisingly, some multiclass with druid and become Mystic Theurges.

- ❖ **Favored Class Bonus:** Add +1/2 to your effective caster level for any transmutation spell you cast.

**Classes not represented here are not typical for player characters. Use the standard bonuses to represent taking favored levels in these classes.*

STANDARD RACIAL ABILITIES

Ability Scores: +2 Con and +2 Wis

The Briarborn are vigorous and full of life, recipients of the world's wisdom.

Type: Plant

As a plant creature, Briarborn have low-light vision, immunity to all mind-affecting effects (charms, compulsions, morale effects, patterns, and phantasms), immunity to paralysis, poison, polymorph, sleep effects, and stunning. Also, as plants, they breathe and eat, but do not sleep.

Size: Medium

Briarborn have no bonuses or penalties due to their size. A Medium creature has a space of 5 feet by 5 feet and a reach of 5 feet.

Base Speed: Normal. Briarborn have a base speed of 30 feet.

Languages: Standard. Briarborn begin play speaking Sylvan and Common. Briarborn with high Intelligence scores can choose from the following additional languages: Elven, Giant, Gnome, Halfing and Treant.

Racial Points: 20

Effective Level: +1 (Advanced)

DEFENSE ABILITIES

Forest-born

Members of this race gain a +2 dodge bonus to AC when in forest terrain.

Barkskin

Briarborn begin play with a +2 natural armor bonus to their Armor Class.

FEAT AND SKILL ABILITIES

Forest Camouflage

Members of this race gain a +4 racial bonus on Stealth checks while within forest terrain.

Skill Training

Knowledge: Nature and Stealth are always considered class skills for members of this race. If they already have either of those skills as a class skill, they instead gain a +1 competence bonus in that skill.

MAGICAL ABILITIES

Plant-Speaker

As a spell-like ability, you can speak with plants as per the spell, at will.

Tree Shape

Once per day a Briarborn may use tree shape as a spell-like ability with an unlimited duration.

SENSES ABILITIES

Low-Light Vision

Briarborn can see twice as far as a race with normal vision in conditions of dim light.

ALTERNATE ABILITIES

Rune-carved

Some Briarborn carve spiral runes of the Dreaming World into their flesh, reducing their natural armor, but granting them greater access to magical abilities. These runes allow you to cast Enchantment spells at +2 effective caster levels.

This replaces Barkskin.

Coniferous

You are born of the wilds in the great northlands. As such, you have growths of pine needles and thinner bark. You lose your weakness to cold. Your natural armor bonus is +1 and you have a +2 racial bonus on Stealth checks while within forest terrain.

This replaces Forest-born, Barkskin and Forest Camouflage.

Lost One

You are one of the lost, a knotless Briarborn. Increase your Charisma by +2 and reduce your Wisdom by -2 as you depend more upon yourself and less upon your brethren. You also gain a +1 bonus to Fortitude saves. Due to your lost connection to the Dreaming, you may no longer tree shape.

This replaces Tree Shape.

WEAKNESSES

Fire Vulnerability

Briarborn are vulnerable to fire and flames, taking extra damage (+50%) from such attacks.

Weak to Cold

As the winter slows the growth of trees, it also tires and weakens the Briarborn. If a Briarborn suffers cold damage, it withers and wilts, needing to make a Fortitude save equal to 10 + half the damage suffered. Failure to save means the Briarborn is staggered.

RACIAL ARCHETYPES

DREAMING TREE SHEPHERD (DRUID ARCHTYPE)

The Briarborn have a great affinity and love for their Dreaming Tree. They guard it and serve it, revering the tree as a greater being of nature.

As time progresses, the Dreaming Tree grows saplings, which are treated with the utmost of reverence, as each sapling could potentially become a new knot and home for a Briarborn community.

Dreaming Tree Ward

At 1st level, the Briarborn druid gains a Dreaming Tree Sapling to nurture and protect.

Dreaming Tree Sapling

Starting Statistics

Size Medium; **Speed** 30 ft.; **AC** +1 natural armor; **Attack** 2 slams (1d6);

Ability Scores Str 15, Dex 10, Con 12, Int 2, Wis 12, Cha 9;

Special Qualities double damage against objects, low-light vision, Spell Resistance (5 + ½ HD).

4th-Level Advancement

Size Large; **AC** +2 natural armor;
Attack 2 slams (1d8);

Ability Scores Str +6, Dex -2, Con +2, Cha +4.

Special Qualities Spell Resistance (10 + ½ HD), *daze* as per the spell, 3 x day (DC 11; Charisma-based).

This replaces Nature's Bond. (1st)

Wild Shape (Su)

At 4th level, a Dreaming Tree Shepherd gains the ability to wild shape. This ability functions at her actual druid level. A Dreaming Tree Shepherd cannot use wild shape to adopt an animal or elemental form. Instead, when she gains this ability at 4th level, she can assume the form of a Small or Medium plant. This functions as plant shape I, except the Dreaming Tree Shepherd does not yet gain access to the constrict or poison abilities of the plant form assumed.

At 8th level, the Dreaming Tree Shepherd's wild shape gains the full range of abilities available from plant shape I. At 10th level, a Dreaming Tree Shepherd can assume the form of a Large or Tiny plant. Her wild shape ability now functions like plant shape II.

At 12th level, a Dreaming Tree Shepherd can assume the form of a Huge plant. Her wild shape ability now functions like plant shape III.

This ability replaces, and otherwise functions like, the normal druid wild shape ability.

Shroud of Dreams

At 4th level, the Dreaming Tree Shepherd gains the ability to extend the Dreaming Tree Sapling's spell resistance to herself also if she is within 30 feet.

This replaces Wild Empathy and Resist Nature's Lure.

RACIAL FEATS

Ashen Bark [Achievement]

You have been exposed to fire and hardened against it.

Prerequisites: Plant type, Oozing Sap, Must have taken over 100 points of fire damage.

Benefit: You gain Fire Resistance 5. You also lose any vulnerability to fire you may have had.

Fists of Amber

Your claws or fists are coated in amber, allowing you to strike with the power of nature.

Prerequisites: Plant Type, Oozing Sap

Benefit: Your natural attacks are treated as magical for the purposes of overcoming damage reduction.

Gift of Nature

Prerequisites: Briarborn, Grow Armor

Benefit: You may enhance your grown armor as though it were enchanted. You may add a +1 enhancement bonus (enhancement or ability) to the armor per four levels.

Gift of the Darkwood

Your flesh hardens akin to that of Darkwood.

Prerequisites: Plant Type, 5 HD, Photosynthetic Healing

Benefit: Your hardened flesh grants you DR 3/adamantine. In addition, you are immune to non-lethal damage.

Grow Armor

You grow dense wooden armor for protection.

Prerequisites: Briarborn

Benefit: You may grow a suit of darkwood armor, of any type, with a maximum armor bonus equal to your HD. This may not exceed a suit of full plate with a +9 bonus to AC. This armor is always treated as though it were masterwork, and may be enhanced.

You may also shed this armor and regrow a new suit of your choice by spending 24 hours in unmoving ritual.

Grow Limb

You grow an extra limb.

Prerequisites: Plant Type, Photosynthetic Healing

Benefit: You must spend an entire week "rooted" as a tree. Over the duration of that time you are able to grown an extra limb. Your extra limb allows you to wield multiple weapons, but only one hand is considered your primary hand, and all others are off hands. You can also use your hands for other purposes that require free hands.

Special: You may take this feat one additional time, gaining the use of a fourth limb.

Nature's Wrath

You have long combated the foes of the forest, and know how to hurt them.

Prerequisites: Briarborn

Benefit: You gain a +1 to attack and damage against creatures with the Orc or Goblin type.

Oak Lord

You grow larger than your brethren.

Prerequisites: Plant Type, 7 HD, Photosynthetic Healing

Benefit: You must spend an entire week "rooted" as a tree. Over the duration of that time you are able to increase your size to Large, incurring all bonuses and penalties as normal.

Oaken Fortification

Your flesh is as tough as an ancient oak.

Prerequisites: Plant Type, 7 HD, Photosynthetic Healing

Benefit: Your flesh grants you a 25% immunity to sneak attacks and critical hits. This does not stack with Fortification, rather working separately.

Oozing Sap

Your wounds ooze sap and close quickly.

Prerequisites: Plant Type

Benefit: Whenever you take bleed damage, on the following round you negate 1 cumulative point of bleed per round.

Photosynthetic Healing

You heal faster when in direct sunlight.

Prerequisites: Plant Type

Benefit: When exposed to direct sunlight, you regain hit points at a rate of 1d4 points per hour. You may also regrow lost limbs and other extremities in this fashion. A lost limb is regrown after regaining 25% of your maximum hit points.

Sticking Sap

Weapons that strike you are likely to get stuck.

Prerequisites: Plant Type, Oozing Sap

Benefit: A weapon that strikes the Briarborn becomes stuck fast to the creature's sticky sap unless the wielder succeeds at a DC 15 Reflex save. A creature adjacent to the Briarborn can attempt to pry off a stuck weapon with a DC 15 Strength check, but doing so provokes an attack of opportunity from the Briarborn.

BRIARBORN TRAITS

Buoyant: You gain a +4 competence bonus to Swim checks and a 20' swim speed.

Collective Memory: Choose any two knowledge skills. These become class skills for you.

Rooted: You receive a +2 racial bonus to your CMD when resisting bull rush or trip attempts while standing on the ground.

The Lone Path: Your independence and newfound self-reliance grants you a +1 trait bonus to Willpower saves and a +1 trait bonus to Survival skill checks.

Thick Bark: You gain a +1 racial bonus to Fortitude Saves and a +2 save bonus vs. fire attacks.

Thorned Skin: Any creature that grapples you or strikes you in melee combat with a natural weapon suffers 1d3 points of piercing damage.

RACIAL LORE

Characters with Knowledge: Nature may attempt to learn more about the reclusive Briarborn. Make a Knowledge: Nature skill check and compare the results to the below chart. Elves and Fey creatures gain a +2 competence bonus to this roll.

DC 12 – The Briarborn are a race of tree-like humanoids grown from the earth itself.

DC 17 – It is believed that they are born wardens of nature, and that the elves have been aware of their presence for many ages.

DC 22 – The Briarborn grow to maturity in a single year. It is said they are born in response to a great need by nature itself.

DC 27 - In truth, the Briarborn are born of the sentient Dreaming Trees, an intelligent plant that grows deep within the feywilds. They serve these trees and protect their environs.

ADDITIONAL OPTIONS

NEW MAGIC WEAPON: DREAMING TREEFOIL

Aura moderate enchantment; **CL** 4
Slot -; **Price** 10,500 gp; **Weight** 1 lb.

Construction

Requirements: Craft Magic Arms and Armor, charm person or monster; Cost 6,450 gp.

Description

The dreaming treefoil appears as a wickedly crooked willow tree branch. Upon command, the branch may assume either the properties of a +1 keen rapier or an entangling, enchanting whip. The latter weapon grants a +2 CMB while wielded, grants a free grab attempt against its target with each successful strike, and casts enchantment spells during the next and each subsequent combat round, for as long as the whip is attached to its target.

The wielder may choose to cast a single charm spell on a held target from the following list of enchantment spells: charm person, charm monster, command, fascinate, sleep, or suggestion. The treefoil is attributed to an ancient cousin to the brownies, far more militant guardians of dark briars, secluded glens, and pools where divine fey would live, pray, and bathe before the time of humans.

BRIARBORN SETTLEMENTS

Briarborn sanctuaries are called knots, and they are the backbone of the race. Each is tied to a Dreaming Tree, and serves as the communal knowledge center for all nearby Briarborn as well.

The cities are woven with purpose from nature and well-hidden. Few would even know they pass by a Briarborn knot unless they are very close, something which the Thornscouts do their best to keep from happening.

TANGLETHORNE

N Village

Corruption -1; **Crime** -4; **Economy** -5; **Law** -2; **Lore** +1; **Society** +5

Qualities insular, magically attuned, living forest

Danger +0

DEMOGRAPHICS

Government Council

Population 200 (95% Briarborn, 3% Elves, 1% Halfling, 1% Gnome)

Notable NPCs

- ❖ Treespeaker, Female Briarborn Druid (Menhir Savant) 13
- ❖ Tellerian Whispersong, Male Elf Druid (Treesinger) 9
- ❖ Knotwatcher, Male Briarborn Ranger (Warden) 7
- ❖ Knotshield, Male Briarborn (Lorewarden) 8
- ❖ Orcstinger, Female Briarborn Magus (Myrmidarch) 7

Factions

- ❖ Treespeakers – The Treespeakers are the relative leaders of this knot. They serve the Dreaming Tree and interpret its wishes and desires, serving as the defacto leadership council.

MARKETPLACE

Base Value 500 gp; **Purchase Limit** 2,500 gp; **Spellcasting** 5th (9th Druid spells only)

Minor Items 2d4; **Medium Items** 1d4; **Major Items** None

BRIARBORN NPC

Briarborn Thornscout CR 2

XP 400

Briarborn Ranger 2

NG Medium Humanoid (Plant)

Init +3; **Senses** low-light vision; **Perception** +8

DEFENSE

AC 20, touch 14, flat-footed 16 (+4 armor, +2 Dex, +2 Natural, +2 Dodge)

hp 14 (2d10+2)

Fort +4, **Ref** +5, **Will** +2

OFFENSE

Speed 30 ft.

Melee mwk longsword +4 (1d8+1/19–20)
Ranged mwk longbow +5 or +3/+3 (1d8/×3)

Special Attacks favored enemy (goblinoids +2)

STATISTICS

Str 13, **Dex** 15, **Con** 12, **Int** 14, **Wis** 14,
Cha 10

Base Atk +2; **CMB** +3; **CMD** 16

Feats Point Blank Shot, Rapid Shot

Skills Climb +6, Handle Animal +5, Heal +7, Knowledge (geography) +6, Knowledge (nature) +6, Perception +8, Sense Motive +2, Stealth +8 (+12 in forests), Survival +7 and Swim +5

Languages Common, Sylvan

SQ forestborn, fire vulnerability, forest camouflage, plant-speaker, skill training: perception and stealth, track +1, *tree shape*, weak to cold, wild empathy +2

Gear masterwork chain shirt, kukri, masterwork longbow with 20 arrows, masterwork longsword, heavy cloak

The Briarborn Thornscout is a patrolling force of Rangers that protect their respective knots. They keep menacing wildlife at bay and actively seek to eliminate or misdirect evil humanoids from their environs.

A GOOD DAY TO PIE

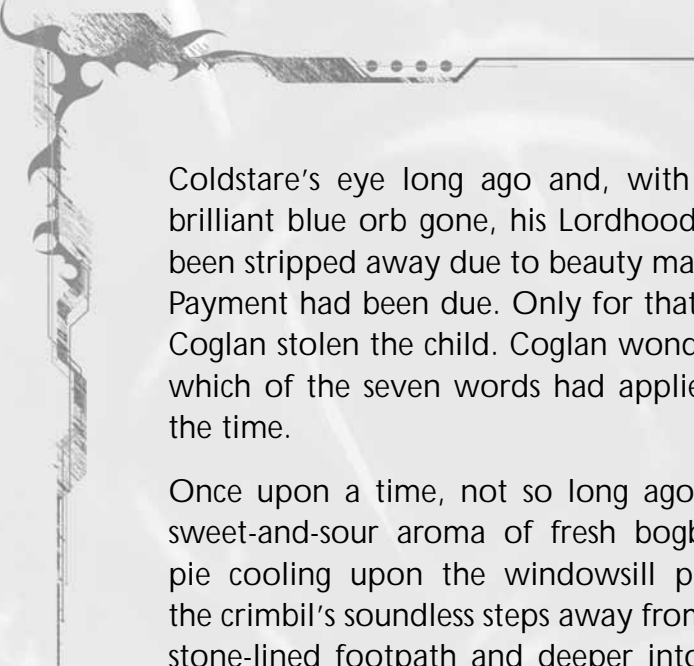
By David A. Hill

Never had a babe slept so soundly through the night. Her mama checked in beneath every station of the traveling moon, fearful for the worst. The wee one breathed and mama kissed the flaxen hair. Soft as eider-down, it was; soft as mercy.

* * *

Though few in the mortal world would give credence to such a claim, the Unseelie had seven different words for mercy - seven distinct ways to describe something they could never understand. It was much like a human explaining what love was; or wasn't. Coglan knew, and the knowing kindled a feeling much like his own mother's embrace - cold comfort. Love was the sound of a child's laughter; a moment of pure abandon in the throes of wonder, or joy. Before the laughter, Coglan's first love had been pie. He was a crimbil - a heartless kidnapper for the fey Lords of Shadow. What did he know of love?

That day, Coglan had been hunting pie. His first love. His mind wandered back to that fateful, fitful day when he'd stolen the child from the hag of the swamp, instead of the pie. Wouldn't Sublord Coldstare be pleased? He hated hags, did Coldstare. Coglan was neither human nor fey, but with such pretense toward the darker secrets of Nature's rank underbelly. A hag had taken



Coldstare's eye long ago and, with that brilliant blue orb gone, his Lordhood had been stripped away due to beauty marred. Payment had been due. Only for that had Coglan stolen the child. Coglan wondered which of the seven words had applied at the time.

Once upon a time, not so long ago, the sweet-and-sour aroma of fresh bogberry pie cooling upon the windowsill pulled the crimbil's soundless steps away from the stone-lined footpath and deeper into the fragrant rushes. The old witch would never smell him coming through the tall, rustling green. So the story went.

Oh, Cog, you crafty rascal. His inner voice fairly dripped with syrupy flattery. Soon, they would share the spoils of victory. Today was a good day to pie.

The ramshackle cottage began where the rushes ended and the greenery leaned away from the wall as if somehow offended by the lichen-spattered stones. Low, gravelly humming defined the hag's movements from room to room as Coglan strained to listen, tucked away in the deep shadow below the windowsill. The loving, soothing shadow hid the shame of all he did. Every misdeed was kept between himself and the darkness and the dark would never tell.

One soft laugh hissed out between his pointed teeth, but it could have been a breeze in the rushes. One hand crept up the crumbling wall, a pale spider on the prowl. The hag's tuneless humming grated from the vicinity of the front porch where the evening sun would surely damn her eyes. Coglan felt the warmth of the fresh-

baked pie moments before his spiderleg fingers finally touched the tin -

- and the humming stopped.

Coglan stopped breathing. A cat hissed. The pie fell. Coglan caught the pie and saw the mark etched into the center. A pie-rune. Enchanted pie!

A baby coughed, then gurgled. A door slammed. A cat shrieked. Floorboards creaked. A baby launched into a broken wail that knocked Coglan from his berry-vanilla-cinnamon reverie. The rune could mean anything. The baby called with greater urgency. A hag's baby! Back to the windowsill went the pie. Back to the shadows went the crimbil.

Then, glancing upward, he peered directly into flaring nostrils of the hag's warty nose as it poked out over the window's ledge, taking in scents. Nothing but the smell of pie and rushes assailed her - sweets for the sweet. Sidle. Sidle. Sidle. Through the shadows and around the corner to another window crept the thief. With a finger-hold, and a toe-hold, and a silent shimmy worthy of the canniest burglar, Coglan peeped down into a mossy cradle, and into wide, golden eyes. The baby hiccupped and whined, then the eyes focused on his face. The cherub's bow of a mouth smiled, and then it happened.

She laughed.

That moment decided it all. Such a laugh should never be wasted in a pie. With the babe bundled in his spindly arms, Coglan leapt from cradle to sill, barely conscious of how he'd gotten down in the first place.

Ankle stinging from the swipe of a cat's claws, he leapt to the ground.

"Out of the way, Hex!"

The voice that could curdle milk blasted through the window, followed by a feline wowl and a dull thud. Coglan glanced over his shoulder just in time to catch a glimpse of the witch herself, crooked and scorched hazel wand pointed at his fleeing backside. Across open ground, there were no concealing shadows.

This could be it, the inner voice fretted.

CRACKLE!

A streak of actinic blue ripped through the air.

Coglan exhaled a sigh of relief, interspersed with a helpless giggle. Beyond all reason, the baby giggled back. What a treasure! Though his trousers smoked from the lightning stroke, the crimble's rump merely tingled and tickled from the lightning strike. With a final, desperate bound, Coglan reached the trees, where he promptly -

- vanished.

"Curse youuu!" shrieked the hag at the dissipating wisps of black smoke.

A shutter cracked, then fell away.

A cat hissed.

* * *

The aging couple lived alone in the cottage near the forest edge; his hands stained by tanning, and her eyes squinted from sewing. It was a neat and quiet home, the settled silence created by an absence of children.

From his hiding place by the old well, Coglan rubbed his hands together with eager glee. This would be the greatest joke ever - a baby for the barren human cottagers. After all these years - won't they be pleased? They will raise her, and love her, and keep her safe until he returned to steal her away for the Court. He risked a glance down at the wee bundle at his feet. Only her round little face showed from swaddling blankets. She stared back, golden eyes unblinking; trusting.

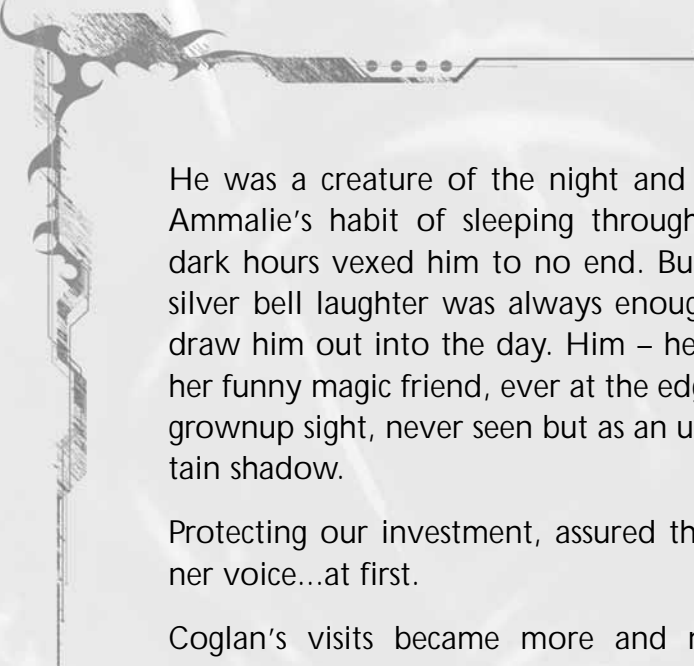
You are a villain. Yes, you delicious dastard. Oh, yes indeed. No reason for delay.

The babe waited, quiet and patient, on the porch for the seamstress to discover her miraculous bundle of joy. Her scream of delight brought the tanner running from his shed, bewildered and winded. Her tears of joy called forth answering tears from her husband's eyes. And the sun rose, joyous and bright, on their new lives together.

Coglan chuckled softly to himself, imagined the wails of loss to come, and slunk away into the welcoming shadows.

Summer leaves tarnished into autumn carpeting. Winter snows piled high, heralding the spring floods. Bright and active by day, the babe never opened eyes or mouth by night. Up with the sun, Ammalie soon crawled from the nursery to toddle about the cottage. Borrowed balls of yarn, were her first toys. Pretty little rag dolls followed in quick succession. Mama, like a loving spider, would tangle her little girl in threads and yarn to keep her always in reach.

Always in reach, muttered the frustrated voice inside Coglan's head.



He was a creature of the night and little Ammalie's habit of sleeping through the dark hours vexed him to no end. But her silver bell laughter was always enough to draw him out into the day. Him – he was her funny magic friend, ever at the edge of grownup sight, never seen but as an uncertain shadow.

Protecting our investment, assured the inner voice...at first.

Coglan's visits became more and more frequent. Every time he'd learned a new trick to make Amma laugh. Whenever he'd caught wind of some other fey taking an interest in his human child. Or, on those rare occasions when he was just, well, feeling unwanted among the Unseelie. In her awkward drawings of him, Coglan was always frowning. And she always made his ears too big.

With merciless taunting from the dark fey, Amma's funny magic friend became something of a cruel joke among his own kind. Coglan learned magic just to amuse his human pet. He turned balls of yarn different colors to see the twinkle in her golden eyes. He made her dolls talk when he found she would listen to every word they said.

To lead her away from Mama Spider when the time was right, mused the voice in his head.

And Coglan tried so hard to believe he was better off than if he had let the baby become a pie - a toothsome, wholesome, crusty, trusty, tasty pastry. He wiped the slobber on his sleeve.

Sublord Coldstare awaits his pleasure, urged the inner voice.

The one-eyed Unseelie noble had rewarded Coglan well for the tale of the golden baby stolen from beneath the long, long nose of the swamp hag.

"Pity to have let the pie escape, but a job well done all around."

The pale fey agreed to teach the crimbil a few petty spells for his efforts. Such magic was to delight and distract a small, laughing child - each pure peal of joy more intoxicating than honeysuckle wine.

"Bring us the child when she is ripe enough to pluck," purred the tall, cold Lordling, each word a tiny puff of frozen breath in the still air of his spring manse. His cadaverous skin gleamed in the baleful luminescence of an icy artificial crescent moon. His single eye glittering with a restrained amusement that failed to touch his cruel lips, he explained, "Before she is allowed to sour."

We promised, insisted the tiny voice. Had it always been so small? So faint?

How much longer now? Coglan looked down from his cozy little nook among the low eaves of the cottage and nibbled on half a cookie left for him by Amma. Gingerbread. He didn't even like gingerbread. Was he now the pet? Living on scraps and brief moments of attention? Had he gone mad? He was fey! He was Unseelie! He slept on a bed of castoff cushions and moss, by the Seven Stones!

Laughter, rippling and shining as clear river water across smooth pebbles, washed over his skin from the room below. Mama had knitted Amma a yarn doll as big as the child herself.

It looks almost like us, noted the petulant little voice.

Coglan had to admit the gangly toy did bear more than a passing resemblance - except, the ears were too big.

Mama glanced up into the rafters and winked.

Coglan's inner voice sighed.

More Unseelie would come, eventually. The little girl's laughter had become almost legendary among the Courts. Sublord Coldstare would not forget. Probably. Someone would have to watch over her.

He was going to need more moss.

* * *

Six adventurers crept through the broken gateway that opened onto the cobwebbed entrance of the spiral labyrinth. Their leader, redoubtable in her polished plate armor, held a lantern high, seemingly unafraid of the gargoyle gatekeepers rumored to lurk just beyond.

"Do you want me to scout ahead a bit?" Drogan the Stalker's voice was barely a whisper that failed to stir even the lowest cobweb.

The armored warrior raised one gauntleted hand for silence. What she might be listening for, Drogan could not begin to

guess. He'd already bent an ear toward the passage ahead, to no avail. If he failed to note even -

His leader took two soft steps forward, head tilted at an attentive angle; listening, then nodding. The others waited dutifully behind, just inside the gateway. Drogan dared a glance backward, but Aris the Axe merely shrugged her broad shoulders and pulled her braids back, as she always did just before battle.

"Hsst!" There was something ahead after all. Drogan was certain of it and aimed a light crossbow into the middle distance where he thought he spied a darker shadow within the gloom.

The leather wrapped around the haft of Aris's axe creaked with anticipation.

The heavy hand of his leader pushed the crossbow down and her warm smile set Drogan's racing heartbeat on a more steady course.

"Don't shoot," commanded Ammalie the aasimar paladin, "it's just my imaginary childhood friend."

The Crimbil



*Crimbil here and Crimbil there
Make sure your children 'ware
If they aim to misbehave
We'll let them be a fairy-slave*

*Snatch them off, yes we will
Taking children is such a thrill
Lock the windows and the doors*

Else we'll be creepin' 'cross your floors

INTRODUCTION

Legends speak of a goblin-folk that crept into homes during the wee hours of night, stealthily taking children for trade with the fey, and leaving behind changelings in their

stead. The superstitious peasants called those creatures the crimbil.

While much maligned by the rural peasants, the crimbil are not truly evil, simply mischievous and misbegotten. They themselves are children of dark fey and any number of goblinoid creatures. The fey love the company of human children and in the crimbil they have found a perfect servant for collecting them.

Some fey, being the fickle creatures they are, find human children irresistible. They find that the laughter of children is contagious and joyful, bringing them respite from their own wicked existences. But children grow older, and must be replaced. The ever-chaotic fey eventually tire of their playthings and the crimbil must fetch them more.

Fey loyal to the Seelie and Unseelie Courts both find that the laughter of children is contagious and joyful. The chaotic Fey find nothing wrong with swapping children, however each court have widely different ways for "reimbursing" those they "borrow" the children from.

The Seelie enact a pact, though the parents of the borrowed child may never know it. The changeling the Seelie court replaces the missing child with is placed there to experience being a human, and lets itself be raised as such, having the ability to appear and age as a normal human.

After this fey achieves some epiphany or apex in its learning, it returns to the fey world to share this knowledge and places the human back into its home. Depending on the time shift between the fey world

and the world of the humans, this may mean bringing a fully grown adult human back to parents who only had a child missing for a month.

Sometimes the reverse is true, and an infant is brought back to humans old enough to be great-grandparents. Those returned are usually gifted with something from the fey world, either a magic item, or some minor knowledge of magic.

The Unseelie Court, finding the laughter of human children contagious as well, need ever more children and their laughter to bring them respite from their own wicked existences. The laughter is almost a drug, and their thirst is unquenchable. Worse, children grow older, and must be replaced.

The Unseelie pact is far simpler and lecherous. If the humans cannot control the fey that has been placed in the human crib, then they are simply out of luck. A trade is a trade (one living creature for another), whether words were spoken or not. The fey, ever-chaotic, and the Unseelie, ever despotic, eventually tire of the children as they grow older and the laughter comes less often. These older children often then become slaves or worse - victims of malicious hunts. The raw emotion of fear is also an addictive drug.

And then the crimbil must fetch them more...

PHYSICAL DESCRIPTION

The crimbil look much like darkly beautiful pale goblins, sometimes being mistaken for gnomes. Born of the dark fey and goblin-

kind, their features vary wildly. Some are more akin to their goblin heritage, while others develop highly fey characteristics.

Random Starting Ages

| Adulthood | Intuitive | Self-Taught | Trained |
|-----------|------------|-------------|------------|
| 16 years | +1d4 years | +1d6 years | +2d6 years |

Random Height and Weight

| Gender | Base Ht. | Ht. Mod. | Base Wt. | Wt. Mod. |
|--------|----------|----------|----------|-----------|
| Male | 2'8" | +2d4" | 30 lbs. | +2d4 lbs. |
| Female | 2'6" | +2d4" | 25 lbs. | +2d4 lbs. |

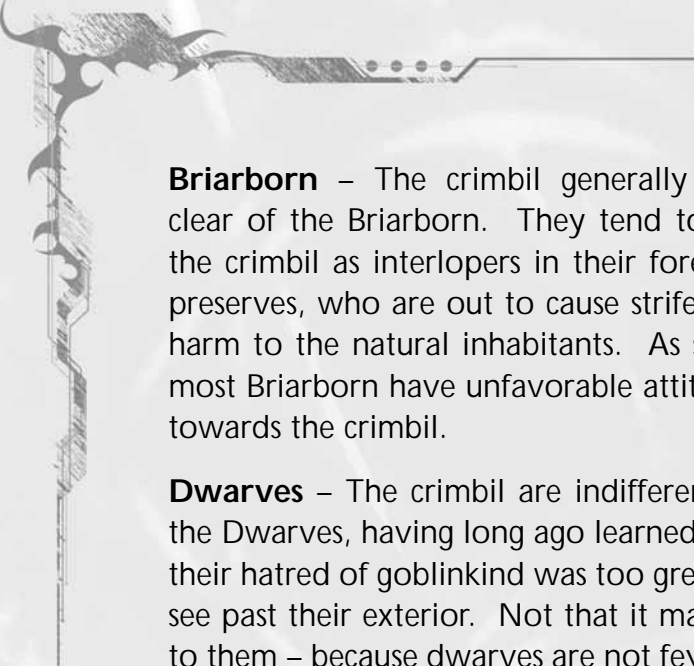
SOCIETY

The crimbil are a servant race, mostly kept in thrall by the Unseelie Court. They are used as spies, child-thieves and messengers. They have no real society of their own, being little more than ensorcelled servants of the fey.

Some crimbil do escape the clutches of the Unseelie Court and find themselves lost. They are not true goblin-kind, nor are they true fey creatures. This sort of shadow life leaves them with few allies if they are not willing to serve the fey.

RELATIONS

Crimbil hold no innate hatred towards any race. While they hold the fey in awe, they are also somewhat fearful of their power. They have a fondness for human children, but it is not always overly-malicious in nature. Often, they merely seek the non-judgmental company of the children. Such friendships are often kept in secret.



Briarborn – The crimbil generally stay clear of the Briarborn. They tend to see the crimbil as interlopers in their forested preserves, who are out to cause strife and harm to the natural inhabitants. As such, most Briarborn have unfavorable attitudes towards the crimbil.

Dwarves – The crimbil are indifferent to the Dwarves, having long ago learned that their hatred of goblinkind was too great to see past their exterior. Not that it matters to them – because dwarves are not fey, the crimbil consider them inferior by nature.

Elves – The crimbil are enamored by the elves' beauty and grace as it reflects the powerful members of the fey courts. A few even come to friendship with them, though the elves mistrust them thoroughly.

Glimmerkin – These two are relatively indifferent towards each other. The glimmerkin are largely tolerant of all fey creatures and the crimbil do not frequently cause harm towards the glimmerkin. However, they may spy upon them for the courts.

Gnomes – Most gnomes are seen as similar kindred spirits, yet are often hated for their freedom from the rulers of the fey. Though other races occasionally mistake crimbil for gnomes, no member of that race would misidentify a crimbil as one of their own.

Half-Elves – Being part human and part elf, the crimbil find them likable. Half-elves tend to shy from the crimbil however.

Halflings – Pleasant, mercurial and child-like, those crimbil free from court machinations seek out friendships with halflings. Otherwise, most halflings make just as good of playthings as human children.

Half-Orcs – Despite having similarly mixed bloodlines, crimbil either pity or loathe half-orcs, as they are big, dumb, and brutish. Worse, they have no Fey blood, they do not laugh very often, and do not cry at torment either.

Humans – Human children are the most easily snatched, and so they fear the crimbil with good reason. Still, the crimbil themselves hold little ill-will towards them. Most human societies will lynch a crimbil on sight if they learn what it truly is.

Goblins – Crimbil loose in society often return to goblin cultures. They find acceptance there, revered as magical creatures. The crimbil however find the goblins uncouth and barbaric.

Hobgoblins – Evil crimbil can sometimes be found living among the hobgoblins. Their bloodlines are shared, and their love of stalking the darkness is deeply ingrained in the crimbil.

Sylfaen – The crimbil both appreciate and fear the sylfaen. As the courts' enforcers and protectors, they hold a dual-role within the fey realms. Every crimbil who has ever thought of escaping fears the sounds of the baying hounds of the sylfaen.

Tieflings – Frequently terrifying and of mixed heritage, the crimbil have a small measure of empathy for them.

True Changeling – The crimbil have a “working relationship” with the true changelings. The two are frequent partners in the schemes and machinations of the fey courts. They are frequently friendly to each other and often lend each other assistance in their own ambitions.

ALIGNMENT & RELIGION

Most crimbil are Chaotic Neutral or Evil, having spent their lifetimes as servants or playthings of the dark fey. They resent these dark fey for being not much more than slave-lords to other fey; being fey is synonymous with freedom. Yet the Crimbil either serve them out of fear, or out of a love for cruelty.

Some crimbil are not entirely evil, despite their nature. Those in the employ of the Unseelie Court might be evil, but those living on their own are likely neutral, with a rare few being good. Those especially rare creatures having thrown off the yoke of the Unseelie Court and found the blessing of a child’s innocence to be what set them free.

The crimbil and the Unseelie Court do not tend to venerate gods. The Dark Fey see themselves as greater beings and are vain enough to not ever allow such seeds of hope to nurture in the minds of their slaves. Of course, the crimbil are masters of subterfuge, and while rare, it is not unheard of for a divine believer to escape their clutches.

ADVENTURERS

Adventuring crimbil are often rogues of some talent, falling naturally into stealthier roles. It should not be assumed however, as their diverse bloodline allows many options.

MALE NAMES

Anuerin, Braith, Bryn, Cadfan, Caradoc, Drystan, Eurig, Gareth, Glyndwr, Grigor, Heulog, Islwyn, Mabyn, Madoc, Meuric, Owen, Rhys, Talfryn, Trahaearne, Yorath

FEMALE NAMES

Afanen, Alis, Blodewedd, Ceinwen, Delwynn, Eiran, Gaenor, Gwawr, Haf, Lleucu, Llywellyn, Mairwen, Meinwen, Rhianu, Seren, Tiwlip

CRIMBIL PLAYER CHARACTERS

A PC crimbil should have left the Fey Courts, seeking to distance himself from them. They are most likely fearful of the fey and of neutral outlooks.

Bard – With their fey blood, a number of crimbil are drawn to the Bardic occupation. They are drawn towards the Court Bard and Sandman occupations.

❖ Add +1/5 to the number of people the bard can affect with the fascinate bardic performance.

Druid – Crimbil make surprisingly good druids. They oft hide alone in nature, making friends with the creatures they find there rather than their own kind or the fey. They do not have animal companions, though plant companions are possible.

- ❖ Add +1/4 additional rounds of duration when casting summon nature's ally.

Ranger – With their uncanny stealth and magical abilities, the crimbil are well-suited towards the ways of the Ranger. They are frequently Infiltrators, Stalkers and Wardens.

- ❖ Add +1/4 bonus to Stealth against favored enemies.

Rogue – Unquestionably their greatest life-path, crimbil Rogues are very common. They are often Bandits, Burglars, Scouts or Spies.

- ❖ Add +1/6 of a new rogue talent.

Sorcerer – Not uncommon, the crimbil are occasionally born with sorcerous talent. They are almost always born with the Fey bloodline.

- ❖ Select one bloodline power at 1st level that is normally usable a number of times per day equal to 3 + the sorcerer's Charisma modifier. The sorcerer adds +1/2 to the number of uses per day of that bloodline power.

Summoner - Cribbil make excellent summoners, often making pacts with fey, shadow, or nature spirits.

- ❖ Add +1 hp/level to summoned creatures.

Witch – Cribbil Witches are not uncommon either, many of which are Hedge Witches.

- ❖ Add DR1/cold iron per two levels to the witch's familiar.

Classes not covered above gain the standard options for favored classes, a +1 bonus to hp or +1 skill point for each level.

STANDARD RACIAL ABILITIES

Ability Scores: -2 Str, +2 Dex, -2 Con, +2 Wis, +2 Cha

Crimbil are small and shifty, being nimble and fleet of foot, but not overly strong or hearty. What they lack in strength they make up for with hedge wisdom and a fey-like charm.

Type: Fey - A fey is a creature with supernatural abilities and connections to nature or to some other force or place.

A fey race has the following features: Fey have the low-light vision racial trait. Fey breathe, eat, and sleep.

Size: Small – Cribbil are small creatures, and as such gain a +1 size bonus to their AC, a +1 size bonus on attack rolls, a -1 penalty on combat maneuver checks and to their CMD, and a +4 size bonus on Stealth checks. Small races have a space of 5 feet by 5 feet and a reach of 5 feet.

Base Speed: Cribbil are fast for their size, and have a base speed of 30 feet.

Languages: Standard. Cribbil begin play speaking Common and Goblin. Cribbil with high Intelligence scores can choose from the following additional languages: Dark Folk, Dwarven, Elven, Gnome, Halfling and Sylvan.

Racial Points: 9

Effective Level: +0

DEFENSE ABILITIES

Shadow Blending

Attacks made against crimbil while they are within areas of dim light have a 50% miss chance instead of the normal 20% miss chance. This trait does not grant total concealment; it just increases the miss chance. This is a supernatural ability.

Unnatural

Crimbil unnerve normal animals. Dogs bark, cats hiss, and horses are uneasy. They take a -4 penalty on all Charisma-based skill checks to affect creatures of the animal type.

Fey Resistance

Benefit: crimbil gain cold resistance 5 and electricity resistance 5.

Vanish

As a swift action, a crimbil can vanish for 1 round as if affected by invisibility. It can use this ability for 1 round per day per Hit Die, though only if within shadow or darkness. This is a supernatural ability.

FEAT AND SKILL ABILITIES

Beguiling Liar

Due to their fey presence, crimbil gain a +4 racial bonus on Bluff checks to convince an opponent that what they are saying is true when they tell a lie.

Skill Training

Bluff and Stealth are always considered class skills for members of this race. If they already have either of those skills as a class skill, they instead gain a +1 competence bonus in that skill.

SENSES ABILITIES

Low-Light Vision

Crimbil can see twice as far as a race with normal vision in conditions of dim light.

Darkvision 60 Feet

Crimbil can see in the dark up to 60 feet.

Light Sensitivity

Crimbil are dazzled as long as they remain in an area of bright light.

ALTERNATE RACIAL ABILITIES

Fey Summoner

When summoning a creature with the Fey subtype with a summon spell, increase the duration of that spell by 2 rounds.

This ability replaces Vanish.

Fey Thaumateurge

Members of this race with a Charisma score of 11 or higher also gain the following spell-like abilities (the caster level is equal to the user's character level):

1/day—*dancing lights*, *ghost sound* and *prestidigitation*.

The DC is equal to 10 + the spell's level + the user's Charisma modifier.

This ability replaces Shadow Blending.

RACIAL ARCHETYPES

Crimbil Snatcher (Rogue Archetype)

The crimbil Snatcher is the primary Rogue archetype for Crimbil. They serve the Unseelie Court as Snatchers and bring them not only children, but objects as well.

Improved Grab (Ex)

At 1st level, the Snatcher gains the Improved Grab feat.

This replaces Trapfinding.

Sprinter (Ex)

At 2nd level the Snatcher gains a +5' bonus to their base movement. The Snatcher also gains a +10 foot racial bonus to their speed when using the charge, run, or withdraw actions.

This replaces Evasion.

Expeditious Dodge (Ex)

At 2nd level the Snatcher gains the ability to move at supernatural speeds. If moving at their full base speed, the Snatcher gains a +1 dodge bonus to their AC. This bonus increases by an additional +1 at 6th level and every third level thereafter. In addition, this ability counts as the dodge feat in all regards for purposes of qualifying for other feats.

This replaces Trap Sense at 2nd, 6th, 9th, 12th, 15th, and 18th level.

Fleet Footed (Ex)

The 4th level Snatcher receives Run as a bonus feat and a +2 competence bonus on initiative checks.

This replaces Uncanny Dodge at 4th level.

RACIAL FEATS

Bugbear Heritage [Racial]

You are a truly frightening creature, born of a dalliance of the dark fey and a bugbear.

Prerequisite(s): Crimbil, 1st level only

Benefit: You are a medium-sized creature instead of small. In addition, you gain a +2 racial bonus to intimidate and a +1 natural armor bonus.

Fey Pact

Any Fey you summon are stronger than you would ordinarily be able to control.

Prerequisite(s): Fey or Elf creature type, Cha 13

Benefit: You are treated as +1 caster level when summoning any creature with the Fey subtype.

Fey Resistance

Your exposure to the magic of the Fey helps you shrug off its effects.

Prerequisite(s): Fey creature type, Wis 13

Benefit: You gain a +4 resistance bonus on all saves against the spells or spell-like abilities cast by any fey creature.

Greater Fey Pact

You gain a measure of the Fey's strength when you summon them.

Prerequisite(s): Fey or Elf creature type, Fey Pact, Cha 15

Benefit: When you summon a Fey creature, you may choose to gain any energy resistances it has or its damage reduction.

Smells like Children [Racial]

Prerequisite(s): Crimbil, 1st level only

Benefit: You gain the scent special ability, but it only applies to humanoid creatures that have not reached adulthood.

Swift as the Shadows

You move with ease through the shadows.

Prerequisite(s): Crimbil, Dex 13

Benefit: You reduce the penalty for moving while in Stealth by -5.

ADDITIONAL OPTIONS

NEW SPELL

QUICKLING LEGERITY

School transmutation; Level alchemist 4, bard 4, magus 4, sorcerer/wizard 4, witch 4; **Domain** travel 3

CASTING

Casting Time 1 standard action

Components V, S, M (ground quickling bone or several drops of their blood)

EFFECT

Range personal

Target you

Duration 1 round/level

DESCRIPTION

You take on the aspect of a quickling, granting you supernatural speed. Your movement speed increases to 120', you also gain concealment, evasion, and uncanny dodge for the duration of this spell.

NEW MAGIC ITEM

Withering Stone

Aura necromancy; **CL** 6th

Slot -; **Price** 21,000 gp; **Weight** 25 lbs.

Description

Withering stones are ancient, twisted black shards of volcanic glass, completely foreign to the dim, forested realms where they mysteriously appear. These decidedly wicked stones are found in shady glens, dark heathers, and in the twisted bowers frequented by fey of dubious reputation.

The stone reduces all natural and non-magical light within a radius of 20 feet by one light level and instantly *desecrates* the area.

Mundane plant life in the area gradually turns black, granting a +4 Stealth bonus to monsters and humanoids capable or equipped to take advantage of the color absorption (such as dark elves, shadows, or humanoids wearing black clothing, etc.). Abilities and spells that allow undetected passage or easier passage through difficult terrain also cease to function as do effects that specifically and instantly defoliate or destroy plant life. Living beings foolish enough to remain in the dim influence of these stones take 1d4 Con damage per day until death, rising 1d3 days later as permanent shadows, skeletons, or other forms of mindless undead.

Evil fey have been known to worship these ancient stones as gifts from some dark, fey deity and are immune to their influence unless willfully choosing to succumb to their power, attaining a "blessed" undead state.

Construction Requirements

Craft Wondrous Item, animate dead, darkness, desecrate; **Cost** 10,500 gp.

CRIMBIL SETTLEMENTS

The crimbil settle in very reclusive shadowed areas, often those bordering the wild lands of the fey. Often, they live nestled away in a nook of a dark forest, and few if any outsiders ever know of their existence. Many tales are told of their demesne being haunted by dark shapes or other apparitions that are simply attributed to the comings and goings of the crimbil by simple-minded peasants.

MORRIGAN

NE Small town

Corruption -1; **Crime** -1; **Economy** +0; **Law** +1; **Lore** +3; **Society** -2
Qualities insular, magically attuned

Danger +0

DEMOGRAPHICS

Government Magical

Population 660 (85% crimbil, 10% Unseelie Fey, 5% Other)

Noteable NPCs

Lord Shadowfaux - Male crimbil Aristocrat 2, Rogue 5, Shadowdancer 4

Factions

Umbral Court – These representatives of the Unseelie Fey are the despotic rulers and completely chaotic and arbitrary lawmakers of Shadowfaux.

MARKETPLACE

Base Value 1,200 gp; **Purchase Limit** 6,000 gp; **Spellcasting** 7th

Minor Items 3d4; **Medium Items** 1d6; **Major Items** None

CRIMBIL NPC

Crimbil Creeper CR 1

XP 400

Male crimbil Rogue 2

NE Small Fey

Init +3; **Senses** darkvision 60', light-sensitivity, low-light vision; **Perception** +10

DEFENSE

AC 17, touch 14, flat-footed 14 (+3 armor, +3 Dex, +1 size)

hp 13 (2d8+0)

Fort +0, **Ref** +6, **Will** +3

Resistances cold and electricity 5

OFFENSE

Speed 30 ft.

Melee Dagger +4 (1d3/19-20x2)

Special Attacks sneak attack +1d6

STATISTICS

Str 11, **Dex** 17, **Con** 10, **Int** 10, **Wis** 16, **Cha** 10

Base Atk +1; **CMB** +0; **CMD** 13

Feats Weapon Finesse, Alertness

Skills Appraise + 4, Bluff +5 (+9 when lying), Climb +3, Disguise +5, Escape Artist +7, Intimidate +5, Knowledge (Local) +5, Perception +10, Sense Motive +5, Sleight of Hand +7, Stealth +15 (+19 with camouflage)

Languages Common, Gnome, Sylvan

SQ trapfinding, evasion, rogue talent (camouflage), shadow blending, vanish

Combat Gear dagger, studded leather, disguise kit

The Crimbil Creeper uses every trick at his disposal to remain out of sight, focusing on spying on targets the fey courts deem untrustworthy. At other times, they are scouts, seeking out humanoid targets to be kidnapped and taken to the fey realms. They are determined sneaks, but if discovered they attempt to flee.

The Glimmerkin



"Folks say they're elves, but look into those cold jewels they use for eyes and tell me there's anything remotely mortal there."

- Ambrus Cordwain, halfling trader

INTRODUCTION

Long ago, a group of Elves retreated to a cluster of crystal-lined hollows swathed among the twisting roots of great trees to be concealed within great cocoons, both fibrous and crystalline. A century passed and these Elves emerged into the light of day with a lambent glow of their very own. These were the first Glimmerkin.

When asked why, some hinted at a “greater necessity,” while others expressed a desire to “walk a different dream.” Some few Elvish and Glimmerkin elders keep the truth, and they have kept that truth hidden since.

Glimmerkin are thought by some scholars to be a concerted effort to achieve a higher stage of evolution among the Elvish race. Said to be a new species of Elf, the Glimmerkin breed true with their own kind, but there have been no Half-Glimmerkin reported thus far.

They are rarely encountered, and spend much of their time sleeping deep within membranous cocoons. These cocoons pulse and glow from within, and the glimmerkin are typically unresponsive. At other times they appear troubled or even serene, as though they wander another world.

PHYSICAL DESCRIPTION

The Glimmerkin share the same height and build as their elvish progenitors, but it is there that superficial similarities end.

Their most famous feature is their large, jewel-like eyes, which are somewhat elongated and of a single green, deep blue, aquamarine, or purple hue. Some legends claim they never sleep and this could be due to their translucent eyelids that make it seem as though the Glimmerkin’s eyes are still open, only a shade or two darker than normal. If the eyes are windows to the soul, theirs are perpetually shaded.

Glimmerkin have glistening opalescent skin that is cool to the touch and somewhat firmer than normal. Almost like the carapace of an insect. Their facial features are

very smooth, with rudimentary noses and small, expressionless mouths.

Their hair is made up of soft filaments of translucent fiber, stronger than ordinary hair, but still pliant. This hair can be of nearly any hue but tends toward warm and subtle shades of red, gold, green-gold, and red-violet, in direct contrast to the cold colors of their eyes.

Random Starting Ages

| Adulthood | Intuitive | Self-Taught | Trained |
|-----------|------------|-------------|-------------|
| 110 years | +4d6 years | +6d6 years | +10d6 years |

Random Height and Weight

| Gender | Base Ht. | Ht. Mod. | Base Wt. | Wt. Mod. |
|--------|----------|----------|----------|---------------|
| Male | 5’4” | +2d8” | 105 lbs. | +2d8 x 3 lbs. |
| Female | 5’4” | +2d6” | 95 lbs. | +2d6 x 3 lbs. |

SOCIETY

It is rumored that the original Glimmerkin elders yet live, though they remain sequestered within the hidden hollows of their chrysalis, deep within their torporous dreams. Their descendants dwell in ancient elven lands or in other non-urban settings, usually among the elves or other fey races. It is rare to find Glimmerkin within any settlement, and exclusively Glimmerkin sites are unheard of.

The younger generations of Glimmerkin sleep less and are more active among the world. They realize their appearance is disconcerting to others and that their existence is alien to those that do not fully comprehend The Dreaming as they do.

As much as possible, Glimmerkin are raised and educated among their own kind, though their upbringing includes many as-

pects of elvish culture. History and tradition are hallmarks of Glimmerkin society and it is vital to know where one comes from in order to know where one is heading.

Favoring rocky hills, preferably at the foot of a mountain, the Glimmerkin dwell in a kind of half-world between that of elf and dwarf. Preferring the strength and stability of stone, their homes are frequently beautifully sculpted caverns that are open to the outside as much as can be managed. Even dwarves admire the subtle architecture of glimmerkin settlements.

Having an almost obsessive need to maintain history as accurately as possible, the glimmerkin insist upon a strong written and oral tradition. Their original elders went into a chrysalis retreat as a form of meditation and evolution, never intending to found an entire species. Even so, today's glimmerkin seek to learn from the past in an effort to attain a brighter future.

While elves are more inclined to arcane pursuits, glimmerkin hold natural alchemy and Druidic crafts, in equal regard. They strive to perfect their species through direct manipulation of mind and form, as if fearing some great catastrophe that true elves could not survive. Toward this end, almost any advantage will be considered.

In their pursuit of physical transformation, the glimmerkin have managed to capture the essence of the Dreaming within their biology, possibly in the hope of transcending the physical plane entirely.

RELATIONS

Aasimar – As members of an established race with hints of another, luminous, heritage, aasimars evoke a sense of kinship within the glimmerkin.

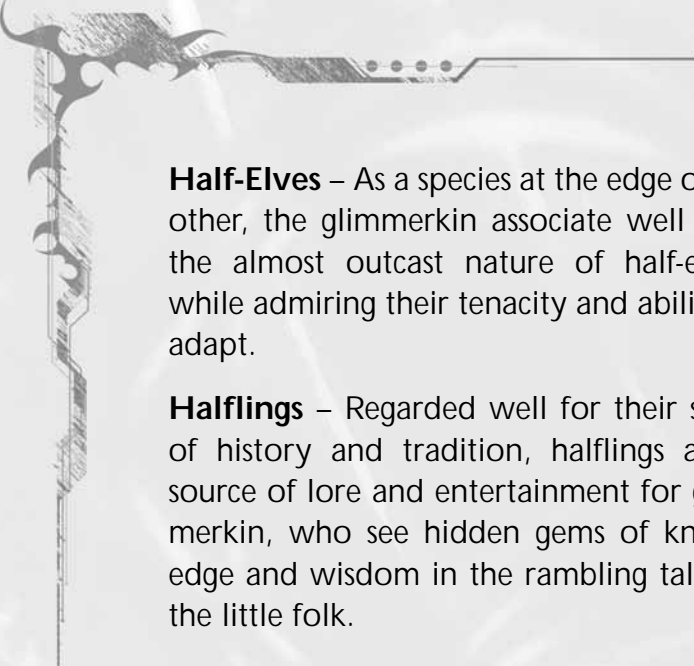
Briarborn – The glimmerkin find the briarborn to be an amazing phenomenon within the natural world. They hold them with reverence and kindness. The two races are secretive for their own protection and seem to have an understanding of one another.

Dwarves – Glimmerkin find dwarves much to their liking, while the stout folk view them as a bizarre form of elf. Once a glimmerkin's unique nature is established, the two often strike up a lasting friendship.

Crimbil – The crimbil are sneaks, spies and couriers for the fey. The glimmerkin mistrust them like most other fey races and actively use magical countermeasures to ensure they are not being watched.

Elves – Elves view glimmerkin almost as revered elders, while glimmerkin see elves as equals and close cousins. Glimmerkin have not forgotten their roots and are perfectly content to be referred to and treated as elves, though their appearance suggests otherwise.

Gnomes – The whimsical nature of gnomes delights glimmerkin, but gnomes tend to find their appearance and alien nature a little off-putting. It may be the lack of expression in a glimmerkin's eyes that prevents a deeper connection.



Half-Elves – As a species at the edge of another, the glimmerkin associate well with the almost outcast nature of half-elves, while admiring their tenacity and ability to adapt.

Halflings – Regarded well for their sense of history and tradition, halflings are a source of lore and entertainment for glimmerkin, who see hidden gems of knowledge and wisdom in the rambling tales of the little folk.

Half-Orcs – While understanding their sense of alienation, Glimmerkin find little common ground with Half-orcs, preferring to give them as much space as possible.

Humans – Glimmerkin find the human lack of continuity and consistency rather disturbing as well as a source of misgiving. They take humans at face value, but never truly give them their full trust.

Orcs & Goblkind – Viewed as nothing more than thieves and vandals, the orc and goblin races receive only contempt from the glimmerkin, who fight side by side with the elves against their penchant for destruction and murder at every turn.

True Changelings – Glimmerkin fear true changelings, and with good reason. The fey fear the glimmerkin for they know not what secrets they hold. True changelings are the spies of the fey courts and as such the glimmerkin are paranoid of their infiltration. It is unlikely that any true changelings caught in a glimmerkin hold would be treated kindly.

Sylfaen – The glimmerkin find the sylfaen to be a curiosity. They know of their origins and ties to the fey world, but are still cautious of their zealous nature. The glimmerkin are sometimes thought to be traitors to the fey, who stole the secrets to their power. As such, they fear retribution from the sylfaen who are the fey's enforcers.

Sylph – Glimmerkin find sylphs charming and fascinating, seeing almost a mirror image of themselves in members of this race. To understand a sylph is to discover a part of themselves that they have long denied.

ALIGNMENT & RELIGION

Centuries of tradition and the pursuit of a higher state of being have inured the glimmerkin to a structured lifestyle unburdened by the extremes of good or evil. This leaves most glimmerkin uncharacteristically lawful neutral in alignment, another trait that pushes the boundaries between them and their elvish kin.

In their pursuit of physical transcendence, some glimmerkin have turned to the ideals of divine ascension as a model. Still, even those of a clerical bent tend to approach religion as more of a scholarly study than an expression of faith. Most clerical glimmerkin become druids that revere the abstract forces of nature, while those who embrace the divine tend to honor deities of order or survival.

ADVENTURERS

Player character glimmerkin are usually seekers who desire to pit themselves against the worst of what the world has to offer, almost as a kind of personal test of survival. They do not flinch easily from the horrors and threats of the adventuring lifestyle, believing firmly that anything they can endure will only add to their reserves of knowledge and inner strength.

Though it is expected for the elders to remain in isolation, other glimmerkin are expected to make their way in the world to represent their species and to experience all they can. Thus, do members of this race often pursue the adventuring life.

Necessity drives the glimmerkin and forms the patterns of their behavior and actions. Combat is to be performed as cleanly and efficiently as creating a musical composition or an essay. They will learn anything they can to better their natural talents and, above all, to survive.

Adventuring glimmerkin always try to sleep in hanging tents, a practice that others find both humorous and at times unnerving.

GLIMMERKIN NAMES

While glimmerkin names are normally formed of distinct musical sounds, they will adapt these appellations to the standards of other races as best they can.

Having no family names or other surnames, glimmerkin will often further identify themselves by their place of origin or residence for the convenience of others.

Male Names

Aiunon, Cyvier, Huorl, Jhurio, Orun, Quire, Shuran, Terov.

Female Names

Arusien, Endiell, Elludie, Falaethe, Imbiiah, Opalline, Syrantha, Vyolle.

GLIMMERKIN PLAYER CHARACTERS

Alchemist – Many glimmerkin pursue biological alchemy in an effort to bring themselves closer to their elusive ideal. Glimmerkin alchemists are more interested in mutagenic discoveries than developing explosives and poisons. Glimmerkin often gravitate to the Internal Alchemist and Mindchemist archetypes.

- ❖ **Favored Class Bonus:** The alchemist takes no penalty to mental ability scores while under the effect of his own mutagen.

Barbarian – Some glimmerkin have regressed to a more primal state and retreated from even the meanest trappings of civilization to fight for the preservation of the natural world. These rare individuals most often surrender to the wild dance of the storm with the Elemental Kin archetype, with cold or electricity as their patron element.

- ❖ **Favored Class Bonus:** Add +1/3 to the bonus from the superstitious rage power.

Bard – All glimmerkin are attuned to sound and vibrations and many prove to be natural singers or musicians. The Archivist and Sound Striker archetypes are common among glimmerkin.

- ❖ Favored Class Bonus: Choose one bardic performance; treat the bard as +1/2 level higher when determining the effects of that performance.

Cleric – Those few glimmerkin who devote themselves to a deity pledge their light to the defense of life and the eradication of evil. They often devote their efforts to study as a Cloistered Cleric.

- ❖ Favored Class Bonus: Add +1/2 to damage when using positive energy against undead or using Alignment Channel to damage evil outsiders.

Druid – As a devotee of nature and elemental power, as well as master of shifting forms, the Druid is a common calling for glimmerkin. An attraction to the power of the land and of stones prompts many glimmerkin Druids to become Menhir Savants.

- ❖ Favored Class Bonus: Add a +1/2 bonus to Concentration checks. This bonus doubles in a forest or mountain (including hills) terrain.

Fighter – In an effort to master all forms of lore and meet all challenges, some glimmerkin pursue the combat arts as Fighters. Even in the throes of battle, many glimmerkin Fighters apply their observational skills and acquired knowledge as Lore Wardens.

- ❖ Favored Class Bonus: Add +2 on rolls to stabilize when dying.

Magus – The glimmerkin treat combat as a precise dance, action dictates reaction. They meld magic and combat harmoniously and effortlessly, making excellent Magi. Often glimmerkin Magi can be found as Spellblade or Kensai archetypes.

- ❖ Favored Class Bonus: Add +1/2 points to the Magus's arcane pool which may only be used with the Spell Recall class ability.

Oracle – The glimmerkin are introspective and master seers. They excel at the Oracle profession as it is akin to second nature for them. Most glimmerkin Oracles find themselves of the Enlightened Philosopher, Planar Oracle, Seer or Stargazer archetypes.

- ❖ Favored Class Bonus: Add +1/6 to the oracle's number of revelations.

Ranger – Glimmerkin find great need in protecting their demesnes and keeping their inner sanctums safe from intruders. In such, they rely on their Rangers to protect them. Most follow the Battle Scout or Woodland Skirmisher archetypes.

- ❖ Favored Class Bonus: Add a +1/2 bonus on wild empathy checks to influence animals, magical beasts or fey creatures.

Rogue – Glimmerkin are at odds with the unlawfulness of the Rogue class, though they clearly understand the need for obfuscation and subterfuge. They are never thieves per se. Glimmerkin following the Rogue's profession are often of the Investigator, Scout, Spy or Trapsmith archetypes.

- ❖ Favored Class Bonus: Add a +1/2 bonus to sneak attack damage.

Sorcerer – Born of the elves and changed by The Dreaming, glimmerkin are rife with eldritch power, though they have some difficulty channeling it. Glimmerkin Sorcerers frequently have the Arcane, Dreamspun, or Fey bloodlines and can be of the Wild-blooded archetype.

- ❖ Favored Class Bonus: Add +1/6 to the DC of any enchantment spell cast.

Summoner – It is said the glimmerkin do not summon creatures, but dream them into existence. Glimmerkin Summoners are very powerful indeed and can follow any Summoner archetype.

- ❖ Favored Class Bonus: Add +1/5 points of Str and Con to any summoned creature.

Witch – Glimmerkin wield strange eldritch magic, making the occasional Witch. As such, they are frequently of the Dimensional Occultist archetypes.

- ❖ Favored Class Bonus: Add one spell from the Witch spell list to the Witch's familiar. This spell must be at least one level below the highest spell level she can cast. If the Witch ever replaces her familiar, the new familiar knows these bonus spells.

Wizard – Glimmerkin Wizards are true masters of their craft, weaving the eldritch energies of the fey with ease. Wizards are often the undisputed masters of glimmerkin settlements. Glimmerkin Wizards are almost entirely of the Primalist archetype.

- ❖ Favored Class Bonus: Add +1/6 of a bonus metamagic feat.

**Classes not represented here are not typical for player characters. Use the standard bonuses to represent taking favored levels in these classes.*

STANDARD RACIAL ABILITIES

Ability Scores: -2 Str, +2 Dex, -2 Con, +2 Int, +2 Wis, -2 Cha

Glimmerkin are as agile as their elven cousins and deeply contemplative, but they have yet to fully adapt to the physical rigors of the physical world.

Type: Fey (Elf)

As an elf, the glimmerkin counts as an elf for any effect related to race. Creatures with the elf subtype have low-light vision.

Size: Medium

Glimmerkin have no bonuses or penalties due to their size. A Medium creature has a space of 5 feet by 5 feet and a reach of 5 feet.

Base Speed: Normal. Glimmerkin have a base speed of 30 feet.

Languages: Standard. Glimmerkin begin play speaking Scintillic and Common. Glimmerkin with high Intelligence scores can choose from the following additional languages: Celestial, Dwarven, Elven, Gnome, Halfling and Sylvan.

Racial Points: 23 (Monstrous)

Effective Level: +1 (until 6th)

DEFENSE ABILITIES

Opal Skin

The lustrous, carapace-like skin of the glimmerkin gives them a +1 natural armor bonus to their Armor Class and resistance 5 to electricity.

Nictating Membrane

When the glimmerkin's translucent eyelids are closed, they lose low-light vision, but are immune to all light-based blindness and dazzle effects.

FEAT AND SKILL ABILITIES

Jewel-Like Eyes

Glimmerkin eyes resemble nothing so much as lustrous oval jewels, smooth and of a single rich hue. Coupled with their alien and unexpressive features, Glimmerkin gain a +2 racial bonus to Bluff checks against non-glimmerkin, and members of other races add +2 to the DC of Sense Motive checks made against them.

Keen Senses

Glimmerkin retain the elvish +2 racial bonus on Perception checks.

Proximity Sense

Attuned to sound and vibrations of all kinds, members of this race gain Blind-Fight as a bonus feat at 1st level.

MAGICAL ABILITIES

Radiant

A glimmerkin may shed a soft radiance equal to a candle, in any desired color. This ability is used mostly to communicate with other glimmerkin in the Scintillic language.

Harmonic Disturbance

Three times per day a glimmerkin may use blur as a spell-like ability, as a caster of the user's character level. The distortion of the glimmerkin's blur also affects vibrations, effectively granting the spell's 20% miss chance from concealment against such abilities as blind-fight and tremorsense.

SENSES RACIAL ABILITIES

Discerning Ear

The Glimmerkin can make a Perception check to analyze any sound-based effect (such as a gibbering moulder's cacophony or a harpy's song) in place of a Will save. If they successfully recognize the sound, they are able to muffle or otherwise deflect the effects.

Low-Light Vision

Glimmerkin can see twice as far as a race with normal vision in conditions of dim light.

WEAKNESSES

Vulnerability to Sonic Damage

All glimmerkin are susceptible to sonic effects and take an additional +50% damage from any form of sonic damage.

RACIAL ARCHETYPES

Dreamweaver (Wizard Archetype)

The glimmerkin Dreamweaver is a Wizard that specializes in dream magic. They tap into The Dreaming to give them strange insights and powers, which further warps their mortal shells.

Dreamsight

Your mind and sight are still connected to The Dreaming, and it overlays the real world. You can gaze into this realm, but your connection also invites mischievous fey spirits to antagonize you.

Three times per day you may cast *premonition* as a spell-like ability.

Retrieving any stored item from your gear requires a standard action, unless it would normally take longer. Any item you drop lands 10 feet away from you in a random direction. In addition, any Perception check you make while under the influence of the Dreamsight ability is at a -5 penalty.

This replaces the Scribe Scroll feat.

Dreaming Magic

Your mastery of fey magic grants your spells a +2 bonus on caster level checks made to overcome the spell resistance of fey creatures. This increases to +4 at 10th level.

This replaces the Wizard's 5th level bonus feat.

Dreamspeaker

You can project yourself into the minds of sleeping targets, communicating directly through their dreams. This allows you to cast *message* as a spell-like ability a number of times per day equal to your Int modifier (minimum of 1), however this message is delivered only when the target next sleeps. It may additionally send a visual cue to go along with the message, but this has no additional mechanical affect other than delivering the message.

This replaces the Wizard's Arcane Bond ability.

Otherworldly Overlay

You can twist the material world into the unpredictable lands of The Dreaming. As a standard action, you can turn one 5-foot square per level within 100' into difficult terrain for 1 round per level. You may use this ability a number of times per day equal to 3 + your Charisma bonus.

This replaces the Wizard's 10th level bonus feat.

RACIAL FEATS

Antediluvian Dreams

Your connection to The Dreaming allows you to recall ancient memories of the elder days.

Prerequisites: Glimmerkin, Wis 15

Benefit: By meditating for one minute, you may roll twice for any knowledge check, taking the best result.

Crossroads Nomad

You can sense fey crossroads which lead to other planes, and use them to traverse the mortal world.

Prerequisites: Fey creature, Wis 13, Survival 5 ranks.

Benefit: You can sense fey crossroads, faerie mounds, faerie rings, or magical nodes by making a Survival check with a DC of 25. This check takes approximately one hour of time. You may retry failed attempts, though each additional roll takes an additional hour of time and travel. Once a suitable fey crossroads is found, you may teleport through the crossroads as per the spell, though you must also make an Intelligence check with a DC of 15. For each point you miss the DC by, you are aged a year as you become lost wandering through the fey realms.

Crystalline Flesh

Your time within The Dreaming affects you further, toughening your flesh.

Prerequisites: Glimmerkin, 5 HD

Benefit: You gain a +1 racial bonus to natural armor and fortitude saves.

Deep Reverie

When entering the elven reverie, you gain greater benefit.

Prerequisites: Glimmerkin or elf, Wis 15

Benefit: After resting in reverie for four hours, you tap into the communal wisdom of the dwellers in dream, taking a bit of that insight with you. You gain a +3 competence bonus on any one skill check of your choice. This may be changed each day after entering the reverie.

Dream of Totality

When entering the elven reverie, your body heals quickly.

Prerequisites: Glimmerkin or elf, Deep Reverie

Benefit: While resting in reverie, you tap into the power of The Dreaming and gain Fast Healing 1.

Fickle Mind

Enchantments have a difficult time taking hold of your chaotic mind.

Prerequisites: Fey type, Chaotic Alignment, Wis or Cha 13

Benefit: If a character with this feat is affected by an enchantment spell or effect and fails her saving throw, they can attempt it again 1 round later at the same DC. They get only this one extra chance to succeed on their saving throw.

Otherworldly Insight

Your knowledge of The Dreaming world grants you greater powers over enchantments.

Prerequisites: Glimmerkin

Benefit: All enchantment spells you cast are at +2 effective caster levels.

Otherworldly Resistance

You gain a resistance to physical damage like other fey.

Prerequisites: Glimmerkin

Benefit: You gain DR 2/cold iron. In addition, you are now susceptible to cold iron, taking 1 additional point of damage from injuries caused by cold iron weapons and take one point of nonlethal damage each round you maintain contact with cold iron.

Unfurled Wings

You grow spotted moth-like wings from your back that allow you to fly.

Prerequisites: Glimmerkin

Benefit: You permanently grow wings capable of giving you flight. You gain a flight speed of 30' (average).

Umbral Soul

Magic of fey origin slides harmlessly off you.

Prerequisites: Glimmerkin, 9 HD, Otherworldly Resistance

Benefit: You gain Spell Resistance equal to 11 plus your hit dice or class levels.

NEW RACIAL TRAITS

Shining One (Glimmerkin)

When radiating light with their Radiant racial ability, the glimmerkin instead sheds light akin to a torch.

ADDITIONAL OPTIONS

New Language:

Scintillic

Scintillic is a visual language unique to the glimmerkin and is communicated silently by patterns and colors of flashing lights. Members of other races can learn to understand Scintillic, but it would be almost impossible for them to reproduce.

New Spell:

Premonition*

School divination; **Level** cleric/oracle 3, ranger 2

CASTING

Casting Time 1 standard action

Components V, S

EFFECT

Range personal

Target you

Duration 1 min./level

Saving Throw none; Spell Resistance no

DESCRIPTION

You are able to see a split second into the future – just enough to see something coming for you before it hits. For the spell's duration you do not lose your Dexterity bonus to AC while flat-footed, cannot be surprised, and do not provoke Attacks of Opportunity. You also gain a +2 bonus to Reflex saves and Dexterity checks.

**Adapted from The Book of Divine Magic.
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GLIMMERKIN SETTLEMENT

The Gleaming Spire

LN Small Town

Corruption -2; **Crime** -1; **Economy** +0;

Law +2; **Lore** +6; **Society** -2

Qualities academic, eldritch, insular

Danger +13

DEMOGRAPHICS

Government Magical

Population 1000 (95% glimmerkin, 5% elf)

Notable NPCs

- ❖ Researcher Quire, male glimmerkin Alchemist (Mindchemist) 10
- ❖ Record-keeper Melethron, male glimmerkin Bard (Archivist) 13
- ❖ Vyolle, female glimmerkin Druid (Menhir Savant) 14
- ❖ Knight-Marshal Ladachad, male glimmerkin Fighter (Lore Warden) 13
- ❖ Captain Larasarne, female glimmerkin Magus (Spellblade) 9
- ❖ Opalline, female glimmerkin Oracle (Planar Oracle) 14
- ❖ Spymaster Cyvier, male true changing Rogue (Spy) 11
- ❖ Sarantha, female glimmerkin Sorcerer (Dreamspun) 16
- ❖ Tuigalan, male glimmerkin Summoner 15
- ❖ Speaker Melethril, male glimmerkin Wizard (Dreamweaver) 16

Factions

- ❖ **The Sleepers** – It is said that there are a number of glimmerkin deep in everlasting reverie within The Gleaming Spire. These Sleepers are who truly lead the race and its strange ambitions through subtle dream communications to their faithful.

MARKETPLACE

Base Value 1,000 gp; **Purchase Limit** 5,000 gp; **Spellcasting** 6th (8th for Divination)

Minor Items 3d4; **Medium Items** 1d6; **Major Items** None

GLIMMERKIN NPC

Glimmerkin Acolyte **CR 1**

XP 400

Glimmerkin Wizard 1
N Medium Fey (Elf)

Init +6; **Senses** Low Light Vision; Perception +4

DEFENSE

AC 17, touch 12, flat-footed 15 (+4 armor, +2 Dex, +1 natural)

hp 9 (1d6+3)

Fort +2, **Ref** +2, **Will** +3

OFFENSE

Speed 30 ft.

Melee quarterstaff -1 (1d6-1)

Special Attacks hand of the apprentice (6/day)

Wizard Spells Prepared (CL 1st; concentration +4)

1st - *burning hands* (DC 14), *mage armor*

0th (at will) - *bleed* (DC 13), *detect magic*, *resistance*

STATISTICS

Str 8, Dex 15, Con 12, Int 17, Wis 10, Cha 8

Base Atk +0; CMB -1; CMD 11

Feats Combat Casting, Improved Initiative, Scribe Scroll

Skills Knowledge (arcana, history, planes) +8, Linguistics +8, Perception +3, Sense Motive +2, Spellcraft +8

Languages Common, Draconic, Dwarven, Elven, Giant, Scintillic, Treant

SQ arcane bond (quarterstaff)

Combat Gear potions of cure light wounds (2), potion of invisibility, scrolls of comprehend languages (2), scroll of endure elements, scroll of magic missile, scroll of grease, scroll of mount, scrolls of shield (2), smokesticks (2); Other Gear quarterstaff, antitoxin, spellbook, sunrods (5), 10 gp

A Glimmerkin Acolyte is a common sight in a glimmerkin settlement. They are the common worker, laborer and courier. Most use magic to accomplish their tasks. They are inclined towards secrecy, but are not aggressive unless threatened.

True Changeling



"Look at this pathetic creature's smoking flesh. See how it burns against the cold iron mancatcher around its neck. This wretched mimic has lived among you for years, pretending to be one of your own, selling your secrets to the fey-folk. Those very fairies are now enjoying the delicacies of our children! We must end this menace now!"

- Gareth Firebrand, human Inquisitor

INTRODUCTION

A number of creatures have gone by the moniker of "Changeling" over the aeons, but there is truly only one such creature.

True changelings are a breed of fey creature that is steeped in the powers of the Dreaming.

Their magical abilities allow them to shapechange with uncanny precision.

The fey courts use these true changelings (not to be confused with the misbegotten children of hags) as replacements for those creatures (often children) stolen or kidnapped by the fey.

It is believed that the true changelings are mercurial spirits that exist in the Dreaming, flitting about in an endless chaotic dance, seeking to find a pleasing shape. Some have been lured onto the prime material plane.

The crimbil use true changelings to replace those that they have snatched, and in most cases, those around the abducted are not aware of any wrongdoing until the true changeling begins to exhibit strange behaviors.

Many races have legends of changelings in their midst. This folklore includes performing a number of absurd things to attempt to “force” a changeling to show themselves.

PHYSICAL DESCRIPTION

When a true changeling is sent to the natural world, it appears as a featureless lump of flesh, roughly human in size and shape. Its flesh is white and akin to tallow.

Its face has featureless eyes and a subdued nose and mouth. The creature appears pitiful and in pain, though if cornered it quickly becomes menacing.

Finding a true changeling is nearly impossible however, as they are masters of disguise. As creatures of pure entropy, they shift their forms after viewing other crea-

tures, having the ability to mimic them nearly completely.

Fortunately for mankind, their chaotic fey natures are also their undoing. When they shift forms, there is always one tell-tale mark on their bodies that identifies them as the fey. Usually this is an eye that is colored differently from the other, an odd birthmark, a streak of miscolored hair, or some other identifier. Otherwise, they are identical to the creature they seek to impersonate.

Random Starting Ages

| Adulthood | Intuitive | Self-Taught | Trained |
|-----------|------------|-------------|------------|
| 40 years | +4d6 years | +6d6 years | +9d6 years |

Random Height and Weight

| Gender | Base Ht. | Ht. Mod. | Base Wt. | Wt. Mod. |
|--------|----------|----------|----------|---------------|
| Male | 5'4" | +2d8" | 110 lbs. | +2d8 x 5 lbs. |
| Female | 5'4" | +2d6" | 90 lbs. | +2d6 x 5 lbs. |

SOCIETY

True changelings do not have a society of their own. They exist freely throughout the dreaming, taking shapes as they please and living untethered.

However, both fey courts have great use of the talents of the true changelings. The Unseelie Fey use them as replacements and spies for those they have misappropriated, and even the Seelie Fey find their talents useful. Such true changelings are often emissaries of the Sidhe, capable of moving without excess notice among their charges.

For those outside of the service of the fey, they dwell in larger cities, seeking to keep themselves hidden. Some come to enjoy the lives of mortals and seek to act as one.

RELATIONS

Changeling – The children of the hags have much in common with the true changelings. The difference lies in the fact that the true changeling is a master of mimicry and imitates another race, whereas the changeling is simply adopted and raised by another race.

True changelings find changelings amusing and are quite fond of them. They deeply enjoy spinning rumors of their own existence into that of the hag's brood.

Dwarves – True changelings have difficulty being around dwarves. A dwarf is primarily a lawful creature, and their manners and customs are hard for the true changeling to adjust to. This almost always results in some sort of chaotic fit or breakdown. In return, the dwarves have no patience for a subversive shapechanger in their midst.

Elves – The elves have long been aware of the true changelings. Their kind are each as old as the world itself, and as such they have a measure of respect for each other. The elves frequently are able to ferret out true changelings among themselves, and are discreet about their activities in the open world.

Gnomes – The gnomes recall the true changelings, but do are largely indifferent towards them. True changelings, however, find gnomes easy to mimic.

Half-Elves – True changelings consider half-elves a curiosity - an amalgamation of humanity and elvenkind.

Halflings – The halflings are surprisingly good keepers of lore, and know

true changelings from the first days. The changelings are suspicious around them, knowing their propensity for stealth and trickery rivals their own.

Half-Orcs – True changelings view the half-orcs as dull-witted brutes, carrying the worst traits of both humans and orcs. They rarely have the need to mimic half-orcs.

Humans – By far and away, true changelings have inflicted the most terror and harm against human-kind. They have been the most susceptible and the least observant. Those days have passed, but humans have much misinformed folklore surrounding the true changeling's activity.

ALIGNMENT & RELIGION

True changelings are not frequently drawn towards gods or any sort of organizations. They are free spirits, almost always Chaotic of alignment and occasionally neutral.

While not inherently evil, many perform dark deeds in the name of the Unseelie Court, whereas those in the service of the Seelie Court might be more neutral in nature.

ADVENTURERS

A true changeling PC is a true enigma. For a creature whose very nature is duplicity to leave the relative safety of the fey courts and dwell upon the natural world bears wonder.

It could be that the fey courts have sent the true changeling into the world to spy upon its peoples, with their unfathomable schemes. Perhaps though, the true change-

ling tired of the courts, seeking a life of new adventure. They are creatures of chaos, and even the fey understand this. Such is their nature.

NAMES AND LANGUAGE

True changelings speak Changeling, a difficult fluctuating tongue that has its roots in Sylvan.

True changelings have odd names, alien sounding and unnatural. Male names tend to end with O's while female names end in A's, though their language has many exceptions to every rule.

Male and Female

Arcture, Baelnor, Cuhlna, Davor, Eadros, Fastor, Gezren, Habor, Iyactu, Juzal, Kuro, Lysire, Menzier, Nyartha, Oatra, Pithna, Quilloth, Ryuul, Sevaar, Tythiir, Uulfar, Violos, Wared, Xynot, Yseult, Zoren

TRUE CHANGELING PLAYER CHARACTERS

Alchemist – The true changelings are fond of the alchemical path. To them, alchemy is almost a spiritual path, one they parallel in life. True changeling alchemists are frequently of the Beastmorph or Clone Master archetypes.

- ❖ Favored Class Bonus: add +1/6 new alchemist discoveries.

Bard – The bard is an appealing class to true changelings, as they love different experiences and can easily adapt to many different roles. They are often of the Arcane Duelist, Court Bard, or Sandman archetypes.

- ❖ Favored Class Bonus: +1/5 to the number of versatile performances they may know.

Cleric – The true changelings do not worship gods, typically, but a fickle one might venerate a philosophy such as chaos or entropy, etc. True changeling Clerics are frequently of the Separatist archetype.

- ❖ Favored Class Bonus: Add +1 on caster level checks made to overcome the spell resistance of fey or outsiders.

Fighter – True changelings who have the proper temperament can learn to be successful Fighters. They tend to learn a wide array of skills and abilities rather than focus on any one fighting style or discipline. A true changeling Fighter can choose nearly any archetype.

- ❖ Favored Class Bonus: Add +1/4 to the number of weapon groups the fighter may use his Weapon Training ability with.

Gunslinger – An appealing class to the mysterious true changelings, they enjoy the flash and panache of the gunslinger. With their abilities to change appearance, they are well-suited to being the Mysterious Stranger archetype or Pistolero.

- ❖ Favored Class Bonus: Add a +1/5 bonus to the Gunslinger's Dodge deed.

Magus – The true changeling channels the raw power of the Dreaming with skill at arms. It is not uncommon to find a true changeling Magus. They are most frequently of the Hexcrafter or Spellblade archetypes.

- ❖ Favored Class Bonus: Add +1/4 point to the Magus's arcane pool.

Ranger – True changelings are wild creatures at heart, yearning for exploration and freedom. As such, they are commonly Rangers. They are often of the Infiltrator or Woodland Skirmisher archetypes.

- ❖ Favored Class Bonus: Add +1/6 to the list of Favored Enemies.

Rogue – Due to their mimicry abilities, true changelings make excellent Rogues. Many are of the Chameleon and Spy archetypes.

- ❖ Favored Class Bonus: The true changeling gains +1/6 of a new rogue talent.

Sorcerer – As creatures of the Dreaming, the true changeling carries much of their fey power within, and true changeling Sorcerers are not uncommon. Frequently they are of the Fey or Arcane bloodlines, often with the Wildblooded archetype.

- ❖ Favored Class Bonus: Add +1 to overcome spell resistance against fey or outsiders.

Summoner – True changelings make for good Summoners, tapping into their fey nature. Their eidolon often takes on aspects of their shifting nature. They are most frequently of the First Worlder or Synthesist archetypes.

- ❖ Favored Class Bonus: Add +1/6 dodge bonus to the Summoner's eidolon.

Witch – Tapping into the powers of the Dreaming itself, a true changeling Witch wields great powers. They are most often of the Dimensional Occultist or Hedge Witch archetypes.

- ❖ Favored Class Bonus: Add one spell from the Witch spell list to the Witch's familiar. This spell must be at least one level below the highest spell level she can cast. If the Witch ever replaces her familiar, the new familiar knows these bonus spells.

Wizard – A Wizard is often an unknown entity, with unfathomable goals to the local populations. As such, true changelings are often drawn to their midst. Most stay in the fringe becoming Shadowcaster and Primalist archetypes.

- ❖ Favored Class Bonus: Add +1/2 to your effective caster level for any transmutation spell you cast.

*Classes not represented here are not typical for player characters. Use the standard bonuses to represent taking favored levels in these classes.

STANDARD RACIAL ABILITIES

Ability Scores: +2 to any single ability score.

True changelings gain a +2 bonus to any single ability score due to their unpredictable and varied nature.

Type: Fey (Shapechanger)

A fey is a creature with supernatural abilities and connections to nature or to some other force or place.

A fey race has the following features:

Fey have the low-light vision racial trait.

Fey breathe, eat, and sleep.

Size: Medium

True changelings have no bonuses or penalties due to their size. A Medium creature has a space of 5 feet by 5 feet and a reach of 5 feet.

Base Speed: Normal. Changelings have a base speed of 30 feet.

Languages: Standard. True changelings begin play speaking Changeling and Common. True changelings with high Intelligence scores can choose from the following additional languages: Elven, Giant, Gnome, Goblin, Halfling, Orc, and Sylvan.

Racial Points: 18

Effective Level: +1 (Advanced)

DEFENSE ABILITIES

Resistant

Because of their fey natures, true changelings gain a +2 racial bonus on saving throws against mind-affecting effects and poison.

FEAT AND SKILL ABILITIES

Convincing Double

True changelings gain a +4 racial bonus on Bluff checks to convince others that they are the person they are imitating.

Skill Training

Bluff and Stealth are always considered class skills for true changelings. If they already have either of those skills as a class skill, they instead gain a +1 competence bonus in that skill.

Curiosity

True changelings are naturally inquisitive about the world around them. They gain a +4 bonus on Diplomacy checks to gather information, and Knowledge (history) and Knowledge (local) become class skills for them. If they choose a class that has either of these Knowledge skills as class skills, they gain a +2 racial bonus on those skills instead.

Gift of Tongues

True changelings are master linguists, learning other's tongues very quickly. They gain a +1 racial bonus on Bluff and Diplomacy checks, and they learn one additional language every time they put a rank in the Linguistics skill.

MAGICAL ABILITIES

Mimicry (Su)

A true changeling can assume the appearance of a Small or Medium humanoid as per the alter self spell at will, save that it does not adjust its ability scores.

Performing mimicry requires a standard action, and the true changeling must be able to see the target to be mimicked or have intimate knowledge of them.

The mimicry makes the true changeling look very similar to their target, gaining a +10 bonus to Disguise checks to impersonate a specific target.

Unfortunately, the mimicry is not perfect. There is always one flaw in the mimicry that allows familiar observers to realize that the changeling is not who they seem. Usually, this is an odd physical flaw, which the true changeling will do their best to cover up. For those who know how to look for such things, a Perception check or Sense Motive check DC 25 will alert an onlooker that something is amiss.

SENSES ABILITIES

Low-Light Vision

True changelings can see twice as far as a race with normal vision in conditions of dim light.

WEAKNESSES

Cold Iron Vulnerability

True changelings take 1 extra point of damage from attacks made by cold iron, and 1 point of subdual damage for each round when coming into contact with the material.

RACIAL ARCHETYPES

True Changeling Shadowrazor (Fighter Archetype)

True changelings are very cautious, resourceful and clever. This way of life has kept them safe for ages. It is no wonder then, that this philosophy also blended into their fighting abilities.

Adaptable Stealth

Whenever the true changeling has the option to gain a bonus feat, he may instead choose to gain +1d6 Sneak Attack.

This replaces the Fighter's Bonus Feat when used for this purpose.

Feyborn Grace

You gain a +1 bonus to Reflex saves.

This replaces the Fighter's Heavy Armor Proficiency.

Misdirection

You may feint as a move action.

This replaces the Fighter's Bravery and armor training class features.

RACIAL FEATS

Camouflage Flesh

Your flesh can take on the hues of your surroundings, making you hard to detect.

Prerequisites: True changeling

Benefit: You gain a +4 competence bonus to your Stealth checks and may make Stealth checks even if the terrain doesn't grant cover or concealment.

Beastshaper

You have perfected mimicking beasts.

Prerequisites: True changeling

Benefit: You may mimic small and medium animals. When in an animal form, you gain no benefits other than their movement rates. You also can not speak.

Giantshaper

You can take the shape of a large humanoid.

Prerequisites: True changeling

Benefit: You gain a +4 competence bonus to your Stealth checks and may make Stealth checks even if the terrain doesn't grant cover or concealment.

Quickened Mimicry

You can mimic another with but a glance.

Prerequisites: True changeling

Benefit: You can use your mimicry powers as a swift action. This mimicry is frequently more flawed than the standard, only gaining a +5 Disguise bonus to impersonate a specific person.

Mimic Race

You become another race entirely when mimicking them.

Prerequisites: True changeling

Benefit: Choose a race. When mimicking that race, you count as that race for purposes of spells, feats and magic items. You also gain an additional +5 competence bonus to impersonate a member of that race.

Special: You may take this feat multiple times. Each time chosen it pertains to a different race.

Transmutable

When subject to transmutation spells, you are able to exact greater effect.

Prerequisites: True changeling

Benefit: When you are the target of a Transmutation spell, you are able to gain either a +1 competence bonus or caster level per five levels. You may not choose both. Additionally, when subject to harmful transmutation spells, you may reduce the amounts by a like amount and gain the competence bonus as a bonus to saves.

Intimidating Visage

Your face shifts rapidly between forms, using the worst characteristics of each to intimidate your enemies.

Prerequisites: True changeling, Quickened Mimicry

Benefit: You gain a +4 competence bonus on Intimidate checks made to demoralize an opponent.

Master of Mimicry

When becoming other races, you take full advantage of the new form.

Prerequisites: True changeling, 6 HD

Benefit: When you become another race, you gain any physical abilities, extraordinary abilities and inherent ability score bonuses while in that shape.

Shift-Healer

When becoming other forms, you can close some of your wounds.

Prerequisites: True changeling, 6 HD

Benefit: When you become a different race (not just person), you may heal $1d4 + \frac{1}{2}$ your HD in hit points during the transformation. You may not use this with Quickened Mimicry. This ability may be used a maximum number of times per day equal to your Wisdom bonus (minimum of 1).

Inconsistent Anatomy

While using your mimicry powers you can alter the location of your vital organs to a limited degree.

Prerequisites: True changeling

Benefit: When not in your natural form, you gain a 25% resistance to critical hits and sneak attacks. This is not Fortification and does not stack with it, working independently.

NEW RACIAL TRAITS

Comfortable Liar (True changeling)

You may take 10 on Bluff checks, even if stress or distraction would normally prevent you from doing so.

Blend In (True changeling)

You may roll twice, taking the best result when using Diplomacy to gather information.

TRUE CHANGELING LORE

Characters with Knowledge (arcana) or Knowledge (nature) can research true changelings to learn more about them, though they have worked diligently to

keep accurate information about themselves sketchy at best.

When a character makes a skill check, read or paraphrase the following, including the information from lower DCs.

DC 20: Changelings are those creatures of fairy tale that were left in place of stolen children. No one honestly believes they really exist.

DC 25: The Elves make mention of a race of beings that can steal the forms of other races. They call them the *tirén áshwé*, which roughly translates to "empty man" in the common tongue.

DC 35: In truth, the true changelings are a type of fey native to another plane of existence.

DC 40: The true changelings are curious entities from beyond our world, a place called 'The Dreaming,' who enjoy taking the forms of mortals so they can experience this existence.

TRUE CHANGELING SETTLEMENTS

Changelings never create permanent settlements of their own, and rarely live in one place any longer than necessary. While they may coexist with tolerant creatures or live in subterfuge among other races, they are too chaotic of nature to be tied to one place for too long. Their need to experience this world is too great.

TRUE CHANGELING NPC

True Changeling Shadowrazor CR 4

XP 1200

Male True Changeling Fighter (Shadowrazor) 5

CN Medium Fey

Init +3; **Senses** low-light vision; Perception +2

DEFENSE

AC 17, touch 14, flat-footed 13 (+3 armor, +3 Dex, +1 dodge)

hp 32 (5d10)

Fort +4, **Ref** +4, **Will** +0 (+1 vs. fear); +2 vs. mind-affecting and poison

Defensive Abilities Resistant

Weakness Vulnerable to Cold Iron

OFFENSE

Speed 30 ft.

Melee +1 Shortsword +10 (1d6+4/19-20/x2)

Ranged mwk composite longbow +8 (1d6/x3)

Special Attacks weapon training abilities (light blades +1), sneak attack +2d6

STATISTICS

Str 14, **Dex** 17, **Con** 10, **Int** 13, **Wis** 8, **Cha** 13

Base Atk +5; **CMB** +7; **CMD** 21

Feats Combat Expertise +/-2, Combat Reflexes (4 AoO/round), Dodge, Weapon Focus (Sword)

Skills Acrobatics +3, Bluff +8 (+12 on checks to convince others that they are the person they are imitating), Climb +6, Diplomacy +3 (+7 to Gathering Information), Disguise +2, Intimidate +5, Knowledge (arcana)+2, Knowledge (nature) +2, Knowledge (planes) +2, Linguistics +3, Perception +2, Stealth +10, Survival +3 Modifiers Beguiling Liar, Curiosity

Languages Common, Elven, Gnome, Goblin, Halfling, Sylvan, Changeling

SQ Mimicry

Gear Leather armor +1, shortsword +1, longbow with 20 arrows, masterwork longsword, heavy cloak

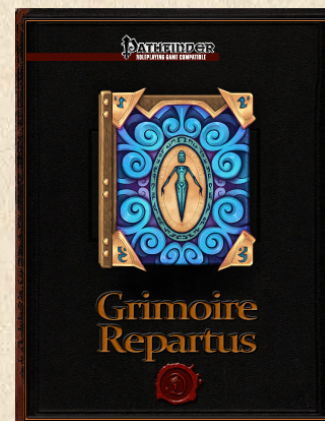
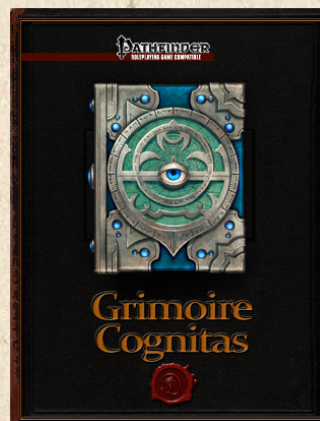
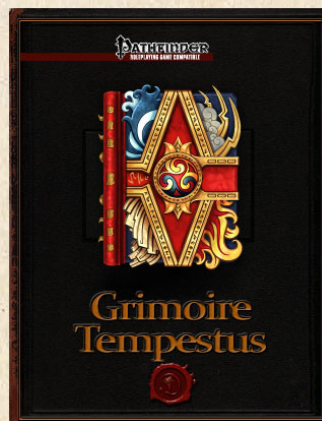
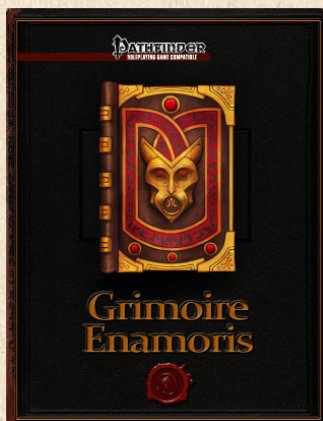
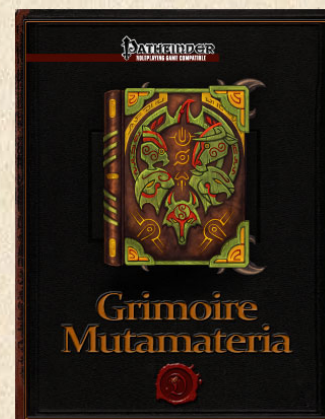
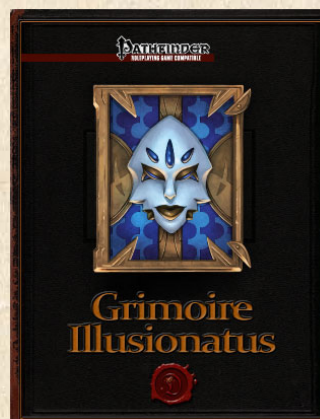
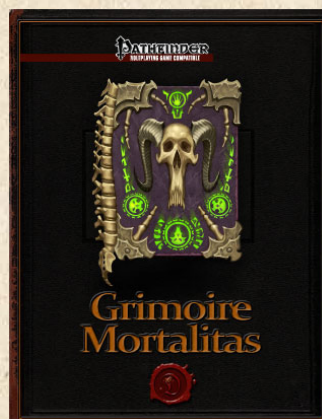
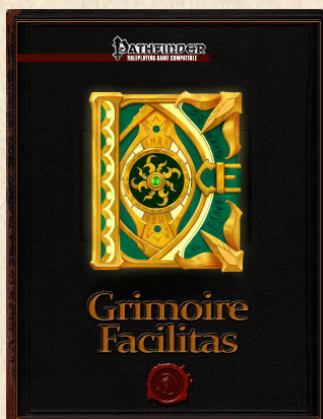
The true changeling Shadowrazor is often an operative and courier of the courts of the fey. Half spy and half killer, they play a vital role in bringing information to and from areas of importance. They are difficult to detect, and even harder to stop. The Shadowrazor will fight if necessary, but never to the death, preferring to flee into the shadows.



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The Sylfaen



Curse this job and this glade! We need food, but it isn't worth our lives! We attempted to log as you asked, but after the first axe hit wood, the whole forest went silent, like a dream. I thought we saw elves come out from the shadows, but we had an understanding with the elves, and these were no elves...

No, something about their eyes was not right - they were portals to somewhere else - and they had catlike ears. With sadistic glee they took to hunting our men down and butchering us like animals, catching us in bear traps and pinning us to the trees with their arrows. I don't know what they were, but I'm never setting foot in another forest again, ever!

- Blythe Bradford, human ex-logger

INTRODUCTION

The Sylfaen are a unique race, in the aspect that the Fey created them. Out of desperate need, the Elder Fey used powerful creation magic to produce a humanoid race that could serve as protectors and soldiers. These warriors fought against an enemy that seemed immune to the fey's most powerful weapon--magic. The Sylfaen still utilize fey magic, but use it more for personal enhancement than outright attacks.

The Elder Fey needed warriors that could think and act on their own, and that were not susceptible to magical disruption as were golems, summoned creatures, and awakened plant life. As such, the Sylfaen are not a slave race, nor are they bound in servitude. They are, however, born with an innate need to protect the forests and glens the fey call home. This protection is carried out with vicious and horrifying zeal, and seemingly without any sort of compassion for those they find as offenders.

PHYSICAL DESCRIPTION

At a distance the sylfaen are often mistaken for elves and some even for drow, so alike is their appearance. They are tall, lithe and graceful like elves, however there are distinct differences. Sylfaen skin ranges from a drab olive green to a deep midnight blue. Sometimes this skin is even mottled in a natural form of camouflage.

In addition, every sylfaen has a birthmark that resembles artistic knot-work or whorls over most of their body, including their face. Each is unique, and the sylfaen recognize each other by these markings as easily

as most races recognize each other by facial features.

Sylfaen hair tends most often to be deep seaweed green or an inky blue black color. Occasionally hair colors are vastly different, appearing as colorful as maple leaves in autumn, ranging from yellow to orange-red to brown. These sylfaen are said to be Autumn-born. Sylfaen hair grows down their neck and down a portion of their spine. It is always worn long.

Sylfaen eyes and ears most mark them as different from elves, and most other races for that matter. Sylfaen have near cat-like ears, complete with moveable pinna, which give them even better hearing than most elves.

As if this were not distinguishing enough, sylfaen eyes are perhaps their most disturbing feature. Nearly as almond shaped as an elf's, their eyes are longer and extend further to the sides of their heads, giving them an almost alien or insect-like appearance. Furthermore, they have no whites, nor any true coloration. Their eyes appear to be deep black glass orbs, with hints of starlight reflected on the surface. To be scrutinized by their gaze is at once frightening and yet proffers a sage-like awareness, a deep understanding of the complexities of the natural world.

Sylfaen reach adulthood at a swift rate, as quickly as half-elves, but have an extremely long life span. Many sylfaen outlive even the eldest of elves.

Random Starting Ages

| Adulthood | Intuitive | Self-Taught | Trained |
|-----------|------------|-------------|------------|
| 20 years | +1d6 years | +2d6 years | +3d6 years |

Aging Effects

| Middle Age | Old | Venerable | Max. Age |
|------------|-----------|-----------|------------|
| 300 years | 500 years | 800 years | +4d% years |

Random Height and Weight

| Gender | Base Ht. | Ht. Mod. | Base Wt. | Wt. Mod. |
|--------|----------|----------|----------|---------------|
| Male | 5'2" | +2d8" | 110 lbs. | +2d8 x 5 lbs. |
| Female | 5'2" | +2d6" | 90 lbs. | +2d6 x 5 lbs. |

SOCIETY

Bred as warriors, yet given free will, the Sylfaen have embraced all aspects of Fey life, from hunter-gatherers to farmers, to life at court among the Seelie and Unseelie. They are as likely to be found dancing naked in the glens of ancient forests with satyrs and dryads, as they are to be Knight-Marshals of the Host.

Enough sylfaen now exist that several villages of their kind may exist in a single fey forest. They are even likely to be encountered in forests that are not particularly known to be fey homes. Any forest so occupied, however, is likely to be heavily protected, and outsiders to be treated with extreme prejudice.

Being a race almost as old as they fey itself, yet originally serving a select purpose, they have created unique organizations within themselves. Primary among these organizations are the members of the Wyld Hunt. These hunts were created to purge forests of unwanted loggers, or those forging roads through dense wilderness.

Loyal to a fault to each other as a race and holding a deep personal honor, that loyalty is only more pronounced among family members. Those other races who have seen what may be construed as insanity in the sylfaen's sacrifice for family, would not even begin to comprehend the fanaticism they have in the protection of those places even suspected to be fey homes.

RELATIONS

Briarborn – As the Briarborn are cousins to the fey and steadfast protectors of nature, the sylfaen see them as allies and even friends. Should they come under attack it is not uncommon for a pack of sylfaen Wyld Hunters to appear in their aid.

Crimbil – The crimbil are servants to the fey, and as such are under the protection of the sylfaen. Unfortunately, it is also the sylfaen who come hunting when the crimbil decide to leave the fey worlds and seek their own paths. Because of this relationship, there is an uneasy trepidation between the two races.

Dwarves – While the dwarves may not understand the chaotic ways of the fey, the one thing the sylfaen and dwarves have in common is fealty to protect home and kin. This allows a gruff but deep respect for each other as a race, and some fabled friendships have been born of it.

Elves – It is believed by some scholars that the sylfaen were the first elves, who had such wanderlust that they disappeared from The Dreaming to visit the myriad natural worlds. Those elves, as most know them now, have thus been transformed

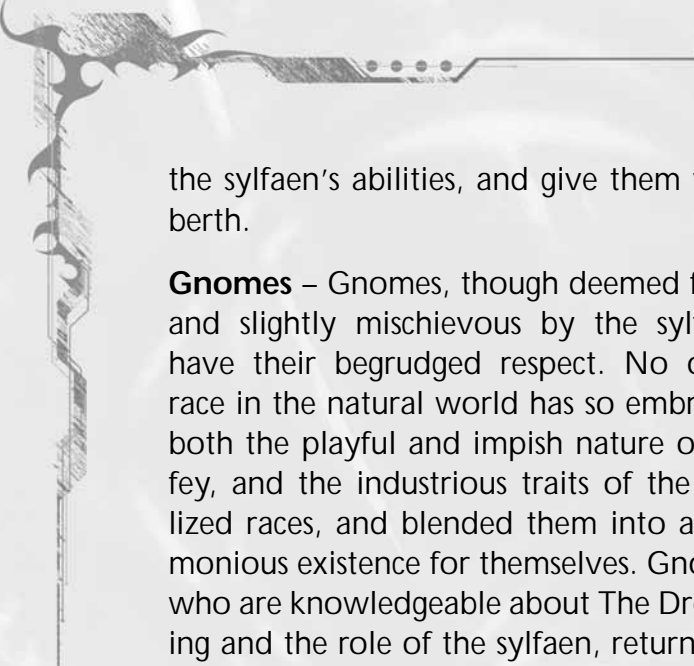
into their current forms by their long time in the natural world. Perhaps the opposite is true, and the sylfaen are what they have become from their time in The Dreaming. Whether this is true or not may only be known by the Elder Fey, and perhaps whispered in the greater libraries of the Elven Loremasters.

The Sylfaen find elven art and music beautiful and enchanting, and respect them greatly for it, but do not, as a race, pursue the same goals. Yet, much is similar between the races - a proclivity for bows and blades with long graceful curves, as well as a deep respect and love for the natural world.

While the Elves of the world may have refined art and song to an unequaled pinnacle over their long lives, the sylfaen have done the same with duty and honor. To the sylfaen, honor is not a thing of salutes and unique embraces, but rather an unfathomable respect for each other, knowing they have done right by kith and kin.

With all of these similarities, it is no great wonder that there is a profound respect between these races. They are each a mirror to the other, viewed through the veil of The Dreaming.

Glimmerkin – The sylfaen view the glimmerkin as creatures outside the natural order. While they were once elves, they turned their back on their natural gifts and "stole" their newfound power from The Dreaming through alchemy and magic. The sylfaen often provoke the glimmerkin and hold them as traitors to feykind. The glimmerkin do not hold the sylfaen in such hatred, but they do have a respect for



the sylfaen's abilities, and give them wide berth.

Gnomes – Gnomes, though deemed fickle and slightly mischievous by the sylfaen, have their begrudged respect. No other race in the natural world has so embraced both the playful and impish nature of the fey, and the industrious traits of the civilized races, and blended them into a harmonious existence for themselves. Gnomes who are knowledgeable about The Dreaming and the role of the sylfaen, return that respect seven-fold. The sylfaen are known to have sacrificed great numbers of their kin for the survival of the fey. That sacrifice is not lost on the spritely gnomes.

Half-Elves – The sylfaen judge half-elves on an individual basis. Ever leery of humans, but near interminably reverential to elves, the sylfaen have deigned to give half-elves the benefit of the doubt. Sylfaen have a saying about half-elves. "Give them rope. They will either do something useful with it or hang themselves." Once proven as traitorous to the fey world, half-elves are shown little courtesy.

Halflings – Halflings are viewed with much the same respect as the gnomes. Many halflings have embraced an agrarian lifestyle, and do so with little invasiveness to the land. This simple act has won much compassion from the sylfaen, and many halfling villages are silently and unknowingly kept safe by sylfaen rangers. Orcs and other menaces never even have the chance to harry them, and the halflings live in peace.

Half-Orcs – Half-Orcs are considered the worst possible outcome of the two foulest races in existence. They will not willingly

serve with half-orcs, but will do so if ordered to, or if duty demands it. Typically, the sylfaen simply remove half-orcs before their blood can betray the world, regardless of their actions and deeds.

Humans – Humans and orcs are considered to be blights upon any world they occupy. Humans are viewed as an unceasing wave of cockroaches, and orcs as an evil disease, both of which the natural world has no need of. While orcs burn forests to hunt and kill fey, or simply to watch them burn, humans who slash and burn for farmland are viewed in the same light. This negative view is exacerbated by the humans' high birth-rate and their ever-increasing need for more land.

However inherently distrusted, it is not unheard of for a human to have proven himself worthy of the sylfaen's respect, though such an endeavor would be long in the process.

True Changelings – As creatures formed entirely from The Dreaming and steeped in the fey culture, the true changelings have the respect of the sylfaen. The two often work in tandem, seeking out those that have wronged the fey.

The sylfaen are no fools though, and know that the true changelings have no masters, nor true loyalties. They keep a wary eye on them despite their fey roots.

ALIGNMENT & RELIGION

While unflinchingly loyal in their protection of the fey wild, this loyalty should not be perceived as lawful. Sylfaen have been known to be exceedingly brutal in their charge as sentinels. If an initial strike of fear does not send foresters or new settlers running, then direct contact is attempted. If this is ignored a few mysterious deaths ensue. Failing all of those tactics, a horrific display of all of the settlers' bodies usually strikes to the soul of those that come looking for lost friends and relatives. Neutrality, with a deep reverence for personal freedom and honor, can be seen in any action a sylfaen takes.

Few sylfaen have taken to worship of nature deities. It would become exceedingly difficult for them to understand any divine command that contradicts their innate edict as protectors of the fey. This is not unheard of, merely difficult to do. Most sylfaen revere the Elder Fey, not as gods, but very close to ancestor worship. As such, some do become clerics that venerate the fey or community.

There are also those rare sylfaen who have wandered far from their original path, and are capable of any alignment or religion.

ADVENTURERS

Adventure is not uncommon among the sylfaen, with many traveling to settlements that have not seen outsiders in years. If none of the sylfaen's neighbor races are likely to strike into sylfaen or fey homelands, then many young often take to wandering. Sylfaen frequently go on a wander-mien to see what the short-lived races are up to or visit their elders.

They are often too duty-bound to consider leaving their homelands for what most would consider traditional adventurer life. There are exceptions to every rule however, and a sylfaen that has left his community to wander the world would be a pariah among his own kind.

SYLFAEN NAMES

Sylfaen have two names: the names they are born with and, later, those given by the community. These names tend to be unassuming and good-natured, usually referring to the place the parents think the child was conceived, most often a place in nature: Moon Glade, Old Bear Cave, etc. These names are given up on Naming Day, the day the sylfaen officially becomes an adult. Upon reaching such an age, the sylfaen is named after what he/she is most renowned for. An archer or someone using stealth that has many kills may be called Whispering Hand of Death, or Foe's Last Breath. Those mastering magic may be called Fire Shaper or Lightning Wielder or variants thereof such as Burn Warden or Storm Striker. These names are given in sylvan, and use that language's grammar for any male or female inflections.

SYLFAEN PLAYER CHARACTERS

Barbarian – A very common choice for sylfaen, they often prefer brute force over measured skill and frequently multiclass with Barbarian. Sylfaen are often of the Savage Barbarian, Scarred Rager, or True Primitive archetypes.

- ❖ Favored Class Bonus: Add 1 to the sylfaen's total number of rage rounds per day.

Bard – Sylfaen are gifted singers, and tell their history through great oral traditions. Those who have heard their chants and song are often changed by the experience. Sylfaen who take up the mantle of the Bard are often of the Animal Speaker, Arcane Duelist, Dervish Dancer, Savage Skald, Songhealer, and Thundercaller archetypes.

- ❖ Favored Class Bonus: Add +1/6 to the Bard's Inspire Courage ability when in forest terrain.

Cavalier – While it may seem at odds with their chaotic fey nature, there are those sylfaen that ride great stags into battle, leading the charge against those that would defile nature's grace. Those few that choose the path of the Cavalier are almost exclusively of the Beast Rider archetype.

- ❖ Favored Class Bonus: Add +1/4 additional uses per day of the Cavalier's Charge ability.

Druid – As protectors of nature who venerate the wilds for their own sake, a number of sylfaen turn to the old druidic ways. Sylfaen Druids are often of the Mooncaller or Pack Lord archetypes.

- ❖ Favored Class Bonus: Add +1/3 to the druid's natural armor bonus when using wild shape.

Fighter – Sylfaen are skilled at all warrior arts. They don't tend to have the discipline to be purist Fighters, but many walk this path for a short time to master the arts of combat. They are most commonly of the Archer, Lore Warden, Mobile Fighter or Savage Warrior archetypes.

- ❖ Favored Class Bonus: Add +1/4 to all

critical confirmation rolls when using any elven or fey weapon.

Magus – No stranger to the magic of The Dreaming, some sylfaen (especially those that live among the courts) practice the discipline of the Magus. Those sylfaen that master the melding of fey magics and combat are often of the Bladebound, Hexcrafter, or Spellblade archetypes.

- ❖ Favored Class Bonus: Add +1/5 to all critical confirmation rolls when using the Spellstrike class feature.

Ranger – The sylfaen are inherently skilled warriors with a deep reverence for nature. The path of the Ranger calls to them, and it is a call that they frequently heed. Most sylfaen learn at least the basic skills of the Ranger, if not mastering the discipline. Sylfaen Rangers are frequently of the Battle Scout, Woodland Skirmisher, Skirmisher, Warden, or Wild Stalker archetypes.

- ❖ Favored Class Bonus: Add one type of humanoid to your humanoid favored enemy (You must have humanoid favored enemy to select this option.).

Rogue – As skulks of the forest glens, the sylfaen are skilled rogues. They often prefer more direct means of dealing with their enemies. Some aspects of the Rogue class are appealing to them, however. They are most frequently of the Chameleon, Scout, Sniper, or Trapsmith archetypes.

- ❖ Favored Class Bonus: Add +1 ft. to the maximum range you can use sneak attack (i.e., add +5 feet to maximum sneak attack range for every five levels you select this option.).

Sorcerer – While rare, the sylfaen are still creatures born of The Dreaming, and are infused with its inherent magics. Those few sylfaen that choose to walk this path do so with great power.

- ❖ Favored Class Bonus: Add +1/6 to the DCs of any Bloodline Spell cast.

Summoner – As creatures born of The Dreaming and of the fey world, the sylfaen are not uncommonly seen as Summoners. They are most frequently of the First Worlder archetype.

- ❖ Favored Class Bonus: Add +1/6 to the number of animals or magical beasts summoned with any summon nature's ally or summon monster spell.

Witch – Few sylfaen have the tenacity to become Wizards, but Witches are not uncommon. They channel the sheer power of nature, sometimes even directly serving as conduits for a fey lord's power through unnatural pacts. Many sylfaen are of the Beast-bonded or Hedge Witch archetypes.

- ❖ Favored Class Bonus: Add +1/6 to the DCs of any Patron Spell cast.

*Classes not represented here are not typical for player characters. Use the standard bonuses to represent taking favored levels in these classes.

STANDARD RACIAL ABILITIES

Ability Scores: +2 to Dexterity, +2 to Charisma, and -2 to Intelligence.

Sylfaen are deft and agile warriors, with an inhuman grace and deadly beauty. Though brutish and impetuous, they retain a certain cunning.

Type: Fey

A fey is a creature with supernatural abilities and connections to nature or to some other force or place.

A fey race has the following features:

Fey have the low-light vision racial trait.

Fey breathe, eat, and sleep.

Size: Medium

Sylfaen have no bonuses or penalties due to their size. A Medium creature has a space of 5 feet by 5 feet and a reach of 5 feet.

Base Speed: Normal. Sylfaen have a base speed of 30 feet.

Languages: Standard. Sylfaen begin play speaking Sylvan and Common. Sylfaen with high Intelligence scores can choose from the following additional languages: Dwarven, Elven, Giant, Gnome, Halfling and Treant.

Racial Points: 20

Effective Level: +1 (Advanced)

DEFENSE ABILITIES

Defender of the Wild

Sylfaen are at home in forests and use that terrain to their advantage. They gain a +2 dodge bonus to AC when in any forest or wooded area.

Savage Resilience

The sylfaen were created to be quick on their feet and enduring both mentally and physically. The sylfaen have a +1 racial bonus on all saving throws.

FEAT AND SKILL ABILITIES

Forest Whisper

The sylfaen use all forest terrain to their advantage. They gain a +4 racial bonus on Stealth checks while within forests.

Silent Hunter

The sylfaen are as quiet as cats. They reduce the penalty for using Stealth while moving by 5 and can make Stealth checks while running at a -20 penalty (this number includes the penalty reduction from this trait).

Improved Keen Senses

The sylfaen have cat-like ears and are trained from a very young age to always rely on their instincts. They gain the Skill Focus (Perception) feat at first level.

MAGICAL ABILITIES

Fey Magic

The sylfaen have innate magic they use to study or scare their opponents, or to help

them hunt forest invaders. Sylfaen have nondetection (constant), making them almost impossible to track back to the fey realms.

Sylfaen with a Charisma score of 11 or higher gain the following spell-like abilities: *Alter Self* (1/day), *Blindness/Deafness* (1/day), *Blur* (1/day), *Dancing Lights* (1/day), *Ghost Sound* (1/day), *Prestidigitation* (1/day), and *Speak with Animals* (1/day). The caster level for these effects is equal to the user's level. The DC for the spell-like abilities is equal to 10 + the spell's level + the user's Charisma modifier.

Wyld Hunt Magic

The sylfaen also gain the following spells frequently used when hunting invaders of their forest homes. Each is useable once per day: *Aspect of the Falcon*, *Aspect of the Stag*, and *Chameleon Stride*.

OFFENSE ABILITIES

Elven Weapon Familiarity

The sylfaen are proficient with all bows and with any weapon with the name 'elven' in it. Creation of Elven Weapons may or may not have actually been of sylfaen origin. The sylfaen do not take credit for the design of 'elven' weapons, but those have been the weapons they have used racially since beyond memory.

SENSES ABILITIES

Low-Light Vision

Sylfaen can see twice as far as a race with normal vision in conditions of dim light.

ALTERNATE RACIAL ABILITIES

Front Line Warrior

Some sylfaen prefer open combat to stealth attacks. These warriors have *Barkskin* as a spell in their Wyld Hunt Magic repertoire.

The spell *Barkskin* replaces the spell *Chameleon Stride* in the Wyld Hunt Magic trait.

Tree Friend

These sylfaen replace the *Chameleon Stride* spell with the *Wood Shape* spell, and *Aspect of the Falcon* with the *Tree Shape* spell.

RACIAL ARCHETYPES

Wyld Hunter (Ranger Archetype)

When foresters, settlers, or road-makers go too deep into the forest, or if some other community has created an offense to the Fey, the Wyld Hunt ensues.

Sylfaen Wyld Hunters are a unique group of Rangers tasked with ridding the forest of interlopers. As such, they do not spend time studying a varying degree of different foes in order to gain combat advantage over them. They let their zeal compensate for their lack of careful methods.

Forest Foe

A Wyld Hunter Ranger may designate any being or group of beings causing damage to the forest, fey or creatures of the forest as an enemy of the forest. As such he gains a +2 bonus on Bluff, Knowledge, Perception, Sense Motive, and Survival checks against creatures of this selected group. Likewise,

he gains a +2 bonus on weapon attack and damage rolls against those same foes.

A Wyld Hunter ranger may make Knowledge skill checks untrained when attempting to identify these creatures.

At 5th level and every five levels thereafter (10th, 15th, and 20th level), the Wild Hunter ranger gains an additional +1 bonus on above listed skills and weapon attack and damage roles against the Forest Foe.

This replaces Favored Enemy. The abilities Quarry and Improved Quarry work with Forest Foe.

Unleash Wyld Hounds (Su)

Instead of a Hunter's Bond with a single animal, a Wyld Hunter is able to summon a pack of Fey Hunting Hounds once per day. These hounds have all of the same statistics as Yeth Hounds, except for the following: they have the young template, they are neutral (not evil), and their type changes to outsider (native). Furthermore, the Fey Hunting Hound's Frightening Bay save DC is enhanced by +1 for every hound there is beyond 1.

The Hounds, once summoned, only last for a number of minutes equal to the Wyld Hunter's class level, then disappear back into the Fey Wild. At 4th level he may summon up to 2 Hounds, and he may add one hound every four levels thereafter up to 6 hounds at 20th level.

This replaces Hunter's Bond.



RACIAL FEATS

Bow Song

You may sing to a tree and cull a magnificent bow from its boles.

Prerequisites: Briarborn, sylfaen, or elf; ability to cast *Wood Shape*, Tree Song racial trait.

Benefit: When casting *Wood Shape* and trying to form an object from a living tree, you may sing to the tree's spirit about your role as its protector. The tree will grant you the ability to create a masterwork mighty composite bow equal to your strength rating from the casting of *Wood Shape*. This bow will only function for you, becoming a mere branch in anyone else's hands. You may enchant this bow normally, but it may not be enchanted by another person.

Special: You may choose to cast a heightened *Wood Shape* as a higher level spell, granting your wood-shaped bow enhancement bonuses.

For every level of spell invested into the casting of *Wood Shape* above 2nd level, you may create a bow with a +1 enhancement bonus, up to +3. For example: You

may cast *Wood Shape* as a 4th level spell to make your weapon a +2 mighty composite bow. You may cast *Wood Shape* as a 5th level spell and make your bow a +3 mighty composite weapon.

You must be able to cast spells of this level to do this. This enhancement bonus may not be substituted for anything other than the standard to hit and damage bonus.

Fey Flesh

Your flesh is hardened against the bite of the natural world.

Prerequisites: Fey type, Cha 13

Benefit: You gain DR 3/cold iron.

Feystep

You can travel a short distance through The Dreaming and re-enter the physical plane.

Prerequisites: Sylfaen, Cha 13

Benefit: Once per day, as a spell-like ability you may teleport up to 120' away as per dimension door.

Inner Grace

You subsist on the strength of your fey bloodline.

Prerequisites: Fey type, Cha 13, must be taken at 1st level.

Benefit: You may substitute your Charisma bonus for your Constitution bonus when determining bonus hit points at each level.

Intimidating Armor

When you cast *barkskin*, it manifests in frightening ways.

Prerequisites: Briarborn, sylfaen, elf, ability to cast *barkskin*.

Benefit: When you cast the barkskin spell, the natural armor takes the form of twisted, menacing branches and vines. This has no effect on how the spell works other than you gain a competence bonus on your intimidate checks equal to the armor bonus granted by the spell for as long as the spell lasts.

Nature's Wrath

You have long combated the foes of the forest and know how to hurt them.

Prerequisites: Briarborn or sylfaen

Benefit: You gain a +1 to attack and damage against creatures with the orc or goblinoid type.

Spear Song

You may sing to a tree and cull a magnificent spear from its boles.

Prerequisites: Briarborn, sylfaen, elf, ability to cast Wood Shape, Tree Song trait.

Benefit: This feat is identical to the Bow Song feat, except that you may create a spear or javelin instead.

NEW RACIAL TRAITS

Tree Song (Sylfaen, Elven)

You have learned the ancient Tree Song, and may take Tree Song feats. You gain a +2 trait bonus on any attempt to communicate with plant life and fey, as well as a +1 trait bonus on saving throws to resist any mind affecting ability of plants.

ADDITIONAL OPTIONS

NEW MAGIC ITEM:

FEYBLOOD TENDRIL

Aura moderate evocation; **CL** 10th;

Weight 1 lb.; **Price** 30,000 gp

DESCRIPTION

This thorn-laden whip's handle is engraved with images of scorpions. Upon close inspection, the thorns seem to ooze a milky, greenish substance. As a free action this +1 keen whip can inflict Feyblood Venom on a living creature hit by an attack made by this weapon. If the wielder of the whip is not Fey, activating the effect causes the wielder to take 1 point of bleed damage per round for 10 rounds, as thorns sprout from the handle and tear into the wielder's hand.

Feyblood Venom

Type poison (injury); **Save** Fortitude DC 15

Frequency 1/round for 2 rounds

Initial Effect -2 Dex; **Secondary Effect** Slow for 1d4+1 rounds; Cure 1 save

A target who saves against Feyblood Venom avoids the ability loss, but cannot avoid the slow effect unless they are immune to poison.

CONSTRUCTION REQUIREMENTS

Craft Magic Arms and armor, *bleed*, *keen edge*, *poison*, creator must be Fey; **Cost** 15,000 gp

SYLFAEN SETTLEMENTS

A Sylfaen settlement often appears very much like a mobile caravan or tribal unit. While they may take residence in one area for some time, they can vanish nearly overnight with little to no trace of their existence.

DUN ATHAIR

CN Village

Corruption +0; **Crime** -4; **Economy** -1; **Law** +0; **Lore** -2; **Society** +2

Qualities insular, cruel watch

Danger +0

DEMOGRAPHICS

Government Autocracy

Population 200 (95% sylfaen, 3% elves, 1% true changeling, 1% crimbil)

Notable NPCs

- ❖ Songmaster Elwin, male sylfaen Bard (Savage Skald) 10
- ❖ Arvuin Deathcharger, male sylfaen Cavalier (Beast Rider) 9
- ❖ Master of the Hunt Thol Foecaller, male sylfaen Druid (Pack Lord) 11
- ❖ Erueg Arrowcharmer, male sylfaen Fighter (Archer) 7
- ❖ Morhir Bloodspiller, male sylfaen Ranger (Skirmisher) 9

Factions

- ❖ **The Hunt** – This unruly pack of sylfaen are the most vocal for bloodshed in the community, often acting without permission of the elders. Inciting their ire is a dangerous proposition.

MARKETPLACE

Base Value 500 gp; **Purchase Limit** 2,500 gp; **Spellcasting** 3rd

Minor Items 2d4; **Medium Items** 1d4; **Major Items** None

SYLFAEN NPC

Sylfaen Lancer

CR 4

XP 1200

Sylfaen Cavalier 4

CN Medium Fey

Init +5; Senses low-light vision;

Perception +5

DEFENSE

AC 17, touch 13, flat-footed 14 (+4 armor, +3 Dex)

hp 32 (4d10+4)

Fort +6, **Ref** +5, **Will** +3; +2 trait bonus vs. charm and compulsion, +2 morale bonus when threatening the target of your challenge

Defensive Abilities bond to the land (favored terrain [forest])

OFFENSE

Speed 30 ft.

Melee +1 huntsman spear +7 (1d8+4/x3)

Ranged mwk longbow +7 (1d8/x3)

Special Attacks spell-like abilities

STATISTICS

Str 14, **Dex** 16, **Con** 13, **Int** 10, **Wis** 12, **Cha** 14

Base Atk +4; **CMB** +6; **CMD** 19

Feats Escape Route, Mounted Archery, Mounted Combat (1/round), Skill Focus (Perception)

Skills Acrobatics +4, Bluff +6, Climb +6, Craft (bows) +2, Handle Animal +6, Heal +5, Intimidate +6, Knowledge (geography) +1, Knowledge (nature) +1, Perception +5, Ride +7, Sense Motive +5, Stealth

+7,

Survival +4, Swim +6

Modifiers camouflage (favored terrain [forest]), silent hunter

Languages Common, Sylvan

SQ animal companion link, calling (ability check) +2 (1/day), calling (attack roll) +2 (1/day), calling (saving throw) +2 (1/day), calling (skill check) +2 (1/day), huntsman, orders (order of the star), tactician (escape route) 5 rds (1/day)

Gear +1 leaf armor, +1 huntsman's spear, masterwork composite longbow

The Sylfaen Lancer is at the forefront of the charge against the enemies of the fey. They spearhead the attack, with a contingent of wild hunters and hounds behind them.

Additional Fey Resources

FEATS OF THE FEY

Child of the Ageless Hum

Within nature, your wounds mend faster.

Prerequisite: Animal, Fey or Plant type.

Benefit: When within any forest environment, your rate of healing doubles.

Fey Patron

You pledge an oath to one of the lords of the fey and receive their protection in return.

Prerequisite: Favor of the Unseelie Court or Favor of the Seelie Court feat

Benefit: Once per day you can cast vanish as a spell-like ability.

Glamour Resistant

You are a former member of the Fey Courts and know their tricks.

Benefit: You gain a +2 competence bonus against spells and spell-like abilities cast by creatures with the fey type.

Gift of the Aes Sidhe

The fey blood within you is evident by all.

Prerequisite: Fey type

Benefit: You may add your Charisma bonus to Reflex saves.

Wyld Stride

Within nature, you are unhindered by its grasp.

Prerequisite: Animal, Fey or Plant type.

Benefit: When within any forest environment you ignore all difficult terrain.

FEY TRAITS

Favor of the Seelie Court

You are favored among the Seelie Court.

Benefit: You gain a +2 trait bonus to Diplomacy skill checks when dealing with any member of the Seelie Court. You suffer a -2 penalty when dealing with the Unseelie.

Favor of the Unseelie Court

You are favored among the Unseelie Court.

Benefit: You gain a +2 trait bonus to Diplomacy skill checks when dealing with any member of the Unseelie Court. You suffer a -2 penalty when dealing with the Seelie.

Fey-Marked

You once had contact with the fey, either as a stolen child or a wanderer that entertained them for an evening.

Prerequisite: Non-fey type

Benefit: Fey recognize you as one of their former guests and you gain a +2 bonus to Diplomacy and any Charisma checks when dealing with them.

Feywyld Call

You can wield tremendous power when casting spells which call on the spirit of the forest.

Benefit: Applying one or more metamagic feats to a spell with the plant type or subtype that affects a single target re-

duces the level adjustment of that metamagic feat by -1 per every five caster levels (minimum 0).

Feywyld Surge

You can wield tremendous power when casting spells call on nature's soul.

Prerequisite: Spellcraft 10 ranks, Feywild Call

Benefit: When casting a spell with an area effect and a plant type or subtype while applying one or more metamagic feat, you can reduce the cost of that metamagic feat by -1 per every four caster levels (minimum 0).

Nature's Grasp (Metamagic)

Your plant spells have the ability to impede or damage foes.

Prerequisites: Feywyld Call

Benefit: When you cast a spell with the plant descriptor that affects an area, if creatures in the area are entangled, they take 1d6+1 points of damage per 3 caster levels, and treat the area of effect of the spell as terrain one level more difficult to traverse than it would normally be. If the spell does not normally allow a save, a creature can make a Reflex save (DC = the spell's DC if it had a saving throw) to negate the effect. If the spell allows spell resistance, failing to overcome a creature's spell resistance means it takes half the damage allowed. A creature already entangled by another spell effect gains a -4 circumstantial penalty to their reflex save to avoid damage. A creature that leaves and reenters the area must make a new saving throw to avoid taking damage. Creatures that succeed at a save to resist taking damage do not have to make additional saves if they stay within

the area. The spellcaster is never impeded by the effects of your spells modified by this feat.

Level Increase: +1 (a nature's grasp spell uses up a slot one level higher than the spell's actual level.)

MAGIC OF THE DREAMING

Bloodsap Shape

School transmutation; **Level** druid 3, ranger 4

CASTING

Casting Time 1 standard action

Components V, S, DF

EFFECT

Range personal

Target you

Duration 1 hour/level (D)

DESCRIPTION

This spell allows the caster to assume the form of an animated tree or shrub one size category larger than their natural base form. This spell functions as a *tree shape* spell, except that you are capable of making two slam attacks adding your Wisdom bonus as a circumstantial bonus to your base attack. These attacks deal damage based on the size of the plant you change in to.

Harrowing Dance

School enchantment (compulsion) [mind-affecting]; **Level** bard 4, sorcerer/wizard 6, witch 6

CASTING

Casting Time 1 standard action

Components V

EFFECT

Range close (25 ft. + 5 ft./2 levels)

Target one creature per three caster levels

Duration 1 round/ level

Saving Throw Will partial; **Spell Resistance** yes

DESCRIPTION

The subject is overcome with a blood-surg-ing desire to dance to a melody coursing through their mind with an all-consuming rhythm. The spell effect removes the target's ability to take a move action each round, replacing it with a 10' movement under the control of the caster. If the save against the spell effect is failed, the effect imposes a -2 penalty to Armor Class and a -5 penalty on Reflex saves, and it negates any Armor Class bonus granted by a shield the target holds. Additionally, it leaves the target exhausted, for one hour per level of the caster after the spell effect ends.

A successful Will save reduces the duration of this effect to 1 round, and leaves the target fatigued for one minute per level of the caster after the spell effect ends.

Wyld Touch

School conjuration (healing); **Level** alchemist 1, bard 1, cleric/oracle 1, druid 1, inquisitor 1, paladin 1, ranger 2, witch 1

CASTING

Casting Time 1 standard action

Components V, S

EFFECT

Range touch

Target plant type or subtype creature touched

Duration instantaneous

Saving Throw Will half (harmless); see text; **Spell Resistance** yes (harmless); see text

When laying your hand upon a living plant creature, you channel natural energy that heals 1d10 points of damage +2 point per caster level. If the creature is already at full hit points, this spell bestows temporary hit points, to a maximum the target's total hit points for one minute per caster level.

Wyld Touch, Mass

School conjuration (healing); **Level** bard 4, cleric/oracle 4, druid 5, inquisitor 4, witch 5

CASTING

Casting Time 1 standard action

Components V, S

EFFECT

Range close (25 ft. + 5 ft./2 levels)

Target one creature/level, no two of which can be more than 30 ft. apart

Duration instantaneous

Saving Throw Will half (harmless) or Will half; see text; **Spell Resistance** yes (harmless) or yes; see text

DESCRIPTION

This spell functions as a *wyld touch* spell, except that it can bestow temporary hit points equal to twice the target's total maximum hit points for one hour per caster level.

Protection from Fey

School abjuration [plant]; **Level** cleric/oracle 1, inquisitor 1, paladin 1, sorcerer/wizard 1, summoner 1; **Domain** plant 1, purity 1

CASTING

Casting Time 1 standard action

Components V, S, M/DF (a cold-forged iron nail, held in the caster's mouth)

EFFECT

Range touch

Target creature touched

Duration 1 min./level (D)

Saving Throw Will negates (harmless);

Spell Resistance no; see text

This spell wards a creature from attacks by fey creatures, from mental control, and from summoned creatures. It creates a magical barrier around the subject at a distance of 1 foot. The barrier moves with the subject and has three major effects.

First, the subject gains a +2 deflection bonus to AC and a +2 resistance bonus on saves. Both these bonuses apply against attacks made or effects created by evil creatures.

Second, the subject immediately receives another saving throw (if one was allowed to begin with) against any spells or effects that possess or exercise mental control over the creature (including enchantment [charm] effects and enchantment [compulsion] effects, such as *charm person*, *command*, and *dominate person*). This saving throw is made with a +2 morale bonus, using the same DC as the original effect. If successful, such effects are suppressed

for the duration of this spell. The effects resume when the duration of this spell expires. While under the effects of this spell, the target is immune to any new attempts to possess or exercise mental control over the target. This spell does not expel a controlling life force (such as a ghost or spellcaster using *magic jar*), but it does prevent them from controlling the target. This second effect only functions against spells and effects created by fey creatures or objects, subject to GM discretion.

Third, the spell prevents bodily contact by fey summoned creatures. This causes the natural weapon attacks of such creatures to fail and the creatures to recoil if such attacks require touching the warded creature. Summoned creatures that are not fey are immune to this effect. The protection against contact by summoned creatures ends if the warded creature makes an attack against or tries to force the barrier against the blocked creature. Spell Resistance can allow a creature to overcome this protection and touch the warded creature.

Protection from Fey, Communal

Level cleric/oracle 2, inquisitor 2, paladin 2, sorcerer/wizard 2, summoner 2

Target creatures touched

DESCRIPTION

This spell functions like *protection from fey*, except you divide the duration in 1-minute intervals among the creatures touched.

Magic Circle against Fey

School abjuration [plant]; **Level** cleric/oracle 3, inquisitor 3, paladin 3, sorcerer/wizard 3, summoner 3; **Domain** good 3

CASTING

Casting Time 1 standard action

Components V, S, M/DF (a 3-ft.-diameter circle of powdered cold-forged iron)

EFFECT

Range touch

Area 10-ft.-radius emanation from touched creature

Duration 10 min./level

Saving Throw Will negates (harmless);

Spell Resistance no; see text

DESCRIPTION

All creatures within the area gain the effects of a *protection from fey* spell, and evil summoned creatures cannot enter the area either. Creatures in the area, or who later enter the area, receive only one attempt to suppress effects that are controlling them. If successful, such effects are suppressed as long as they remain in the area. Creatures that leave the area and come back are not protected. You must overcome a creature's Spell Resistance in order to keep it at bay (as in the third function of *protection from evil*), but the deflection and resistance bonuses and the protection from mental control apply regardless of enemies' Spell Resistance.

This spell has an alternative version that you may choose when casting it. A *magic circle against fey* can be focused inward rather than outward. When focused inward, the spell binds a called fey creature (such as those called by the *lesser planar binding*, *planar binding*, and *greater pla-*

nar binding spells) for a maximum of 24 hours per caster level, provided that you cast the spell that calls the creature within 1 round of casting the *magic circle*. The creature cannot cross the circle's boundaries. If a creature too large to fit into the spell's area is the subject of the spell, the spell acts as a normal *protection from fey* spell for that creature only.

A *magic circle* leaves much to be desired as a trap. If the circle of powdered iron laid down in the process of spellcasting is broken, the effect immediately ends. The trapped creature can do nothing that disturbs the circle, directly or indirectly, but other creatures can. If the called creature has Spell Resistance, it can test the trap once a day. If you fail to overcome its Spell Resistance, the creature breaks free, destroying the circle. A creature capable of any form of dimensional travel (astral projection, blink, dimension door, etherealness, gate, plane shift, shadow walk, teleport, and similar abilities) can simply leave the circle through such means. You can prevent the creature's extra-dimensional escape by casting a dimensional anchor spell on it, but you must cast the spell before the creature acts. If you are successful, the anchor effect lasts as long as the magic circle does. The creature cannot reach across the magic circle, but its ranged attacks (ranged weapons, spells, magical abilities, and the like) can. The creature can attack any target it can reach with its ranged attacks except for the circle itself.

You can add a special diagram (a two-dimensional bounded figure with no gaps along its circumference, augmented with various magical sigils) to make the *magic circle* more secure. Drawing the diagram by hand takes 10 minutes and requires a

DC 20 Spellcraft check. You do not know the result of this check. If the check fails, the diagram is ineffective. You can take 10 when drawing the diagram if you are under no particular time pressure to complete the task. This task also takes 10 full minutes. If time is no factor at all, and you devote 3 hours and 20 minutes to the task, you can take 20.

A successful diagram allows you to cast a *dimensional anchor* spell on the *magic circle* during the round before casting any summoning spell. The anchor holds any called creatures in the *magic circle* for 24 hours per caster level. A creature cannot use its Spell Resistance against a *magic circle* prepared with a diagram, and none of its abilities or attacks can cross the diagram. If the creature tries a Charisma check to break free of the trap (see the *lesser planar binding* spell), the DC increases by 5. The creature is immediately released if anything disturbs the diagram - even a straw laid across it. The creature itself cannot disturb the diagram either directly or indirectly, as noted above.

This spell is not cumulative with *protection from fey* and vice versa.

Twilight Armor

A shimmering field of dancing motes and stardust swirls surrounds the spellcaster.

School conjuration (creation) [force]; **Level** sorcerer/wizard 3, summoner 2, witch 3

CASTING

Casting Time 1 standard action

Components V, S, F (a pair of luna moth wings)

EFFECT

Range touch

Target creature touched

Duration 1 hour/level (D)

Saving Throw Will negates (harmless);

Spell Resistance no

This spell functions like *mage armor* except you gain a +1 armor bonus for every two caster levels (maximum +8). This bonus does not stack with other sources that grant an armor bonus. While under the effect of the spell, the target can, as a standard action, collect a handful of stardust and motes and hurl it at an opponent as a *magic missile* spell, cast at the level of the caster who bestowed the *twilight armor* spell. This reduces the armor bonus of the spell by 1, ending the spell when the armor bonus is reduced to 0.

Twilight Blade

School evocation [force]; **Level** druid 2, ranger 3

CASTING

Casting Time 1 standard action

Components V, S, DF

EFFECT

Range 0 ft.

Effect sword-like blade of shimmering motes

Duration 1 min./level (D)

Saving Throw none; **Spell Resistance** yes

A 3-foot-long, blade of shimmering motes and glimmering shards springs forth from your hand. You wield this blade-like evocation as if it were a scimitar. Attacks with the *twilight blade* are melee touch attacks. The blade deals 1d8 points of force damage + 1 point per two caster levels (maximum

+10). Since the blade is immaterial, your Strength modifier does not apply to the damage. The wielder of a twilight blade can, as a standard action, expel the blade's effect as a *magic missile* spell against a single target which creates one missile per +1 on the blade.

NEW MAGIC ITEMS

VERDANT DEW

Aura transmutation; **CL** 3rd

Slot none; **Price** 2250 gp; **Weight** —.

DESCRIPTION

This potent phosphorescent yellow-green elixir has three doses. A character can drink one dose for the effects of a potion of *cat's grace*, two for a potion of *haste*, or all three for a combined effect of both *haste* and *cat's grace*. If a target drinks all three draughts at once they become fatigued when the duration of the effects are over.

CONSTRUCTION REQUIREMENTS

Brew Potion, *cat's grace* and *haste*; **Cost** 1125 gp.

The Dreaming

The Dreaming (Chaotic Neutral)

The realm known as 'The Dreaming' is a demiplane that exists between the prime material plane and that of Limbo. The Dreaming is home to fey creatures and it is thought that this plane is made up of the fickle whims of dreaming deities.

The fey have claimed the realm, either as their birthplace as some purport, or as a suitable sanctuary for their kind. It is thought that the elves once graced this land and have been changed by their exodus into the Prime. The fey remain pure due to their dual existences between both realms.

No matter what has been recorded as truth about 'The Dreaming,' it has been disproven as well. There is no truly reliable information on the plane, and only those of fey blood find any real benefit from its fickle ways. It is thought that all who traverse The Dreaming are changed by it.

Some sages believe that it is called The Dreaming because all who dream enter this realm during their subconscious journeys. The realm is as mercurial as a dream, and dreams are but windows to this plane.

Planar Traits

The Dreaming has the following traits:

- **Flowing Time:** Any time spent within The Dreaming does not count towards physical aging, the traveler is effectively ageless. Upon returning to the prime material plane however,

only seconds may have passed, or as much as decades.

- **Finite Shape:** The Dreaming has definite ends as it is a demiplane, however, defining those ends is a difficult task as they are always in flux.
- **Highly Morphic:** Features of the plane change so frequently that it's difficult to keep a particular area stable. The plane may react dramatically to specific spells, sentient thought, or the force of will. At other times it changes for no reason.
- **Strongly Chaos-Aligned and Neutral**
- **Enhanced Magic:** Spells and spell-like abilities with the chaotic or enchantment descriptors are enhanced.
- **Impeded Magic:** Spells and spell-like abilities with the lawful descriptor are impeded.

Appearance and Characteristics

At first glance, The Dreaming is a world much like our own. Nature is abundant here, and the wilderness is ancient and expansive. But the closer one looks, the more obvious it becomes that this is no natural world.

The Dreaming is a terribly chaotic realm. The world shifts and distorts the inhabitant's perceptions of time and distance, even the terrain changes at the whim of unseen forces. The more stable the traveler, the more stable the terrain is, but time and distance are elusive. One cannot trust their own senses here.

Rivers run backwards and later forwards. Waterfalls leap up onto cliffs above. Fish fly and animals talk. Travel is perilous as all roads lead to nowhere unless you have a native guide. The trees move and scurry from place to place, and even rocks have mouths, whispering nonsense. It is as though the realm itself seeks to hold onto as many souls as possible, through deception and trickery. Even in mortal dream, one does not ever truly wish to awaken.

Inhabitants

The Dreaming belongs to the fey, this is their world. Regardless of whether or not they are truly of this plane or not, they have a deep connection with it. They are not hindered by its chaotic ways, and they navigate the world with relative ease.

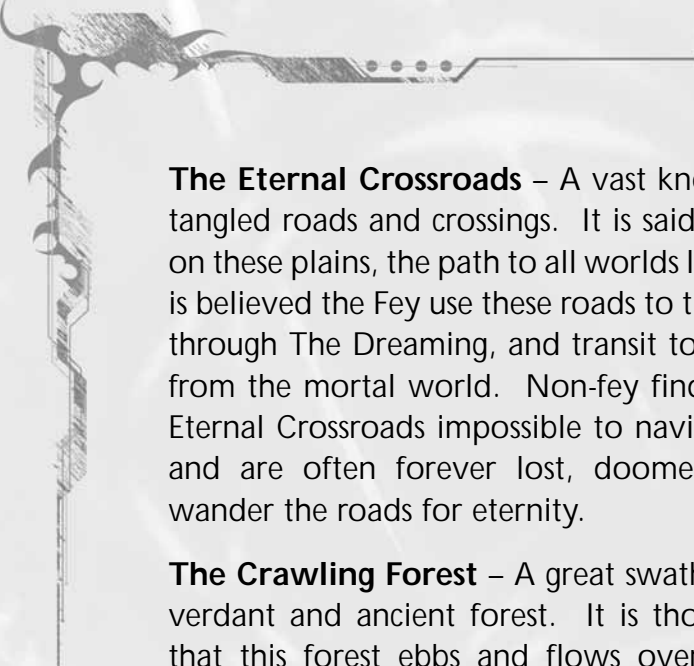
The fey find themselves timeless here, demigods of sorts in this world of nonsense. The most powerful of all fey have lived here for eons, as powerful as arch-devils or arch-angels in their own right.

It is thought that all fey cities are reflections or shadows of actual cities within The Dreaming. When threatened with discovery, these cities simply slip back fully into this realm. If this is not true, then perhaps they do reside in The Dreaming, but have relatively easy access to the Prime world.

Religion

Religion is of little import in The Dreaming. Divine characters find that their access to divinely-based powers or spells have only a 50% chance to work. This may well be a godless realm.

Places of Interest



The Eternal Crossroads – A vast knot of tangled roads and crossings. It is said that on these plains, the path to all worlds lie. It is believed the Fey use these roads to travel through The Dreaming, and transit to and from the mortal world. Non-fey find the Eternal Crossroads impossible to navigate, and are often forever lost, doomed to wander the roads for eternity.

The Crawling Forest – A great swathe of verdant and ancient forest. It is thought that this forest ebbs and flows over the land like a body of water. In truth, the plants may simply be sentient and migrating across the land. To the inhabitant or traveler, the forest does not move, however after passing through, it becomes clear that it has shifted great distances.

The Shimmering Palace (Seelie Court) – This golden palace is a representation of warmth and fertility. The Seelie Court rules here, and the goodness of nature is intermixed with the chaotic nature of the fey. Many who have visited these courts find themselves utterly spellbound by the world of the fey and wish to never leave, by no fault or malice of the fey inhabitants.

The Nightmare Wood (Unseelie Court) – Somewhere within The Crawling Forest lies a section known as The Nightmare Wood. This portion of the forest is dark and cold, filled with poisonous things and decay. It is a reflection of all that is dark in nature, given life by the whims of the fey. Many who travel here are never seen from again and it leaves no doubt who is

to blame. The Unseelie Court however are bound to the same rules as the Seelie though, and if travelers are strong enough to make their way to their court, it is possible to petition their aid. Such things come at unforeseen costs however.

Ephesus, the Dreaming City – The Dreaming City of Ephesus is a legend in many mortal realms. It goes by many names and it is said to appear on many worlds at certain periods of time, only to disappear again as quickly as it came, swallowing those that enter its walls and trapping them forever. Those who have glimpsed it however, tell of a utopia beyond imagining, where mortals of all manner coexist alongside all manner of other-worldly beings.



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- Advanced Player's Guide
- Ultimate Magic
- Ultimate Combat
- Bestiary 1
- Bestiary 2
- Bestiary 3
- Lands of the Linnorm Kings
- Faiths of Corruption
- Dungeons of Golarion
- Halflings of Golarion
- Humans of Golarion



Other Publishers:

- 4 Winds Fantasy Gaming
- Adamant Entertainment
- Alluria Publishing
- En Publishing
- Frog God Games
- Green Ronin Publishing
- Jon Brazer Enterprises
- Kobold Quarterly
- Rite Publishing
- Super Genius Games
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Dwellers in Dream



Long have the fey captured mankind's imaginations. *Dwellers in Dream* is a fey-themed player sourcebook containing five all-new races for the Pathfinder RPG by TPK Games. This new sourcebook explores five original fey-themed races for your d20 and Pathfinder games. These are not your standard fantasy fey either, these are creations from the darkest recesses of the twisted minds over at Total Party Kill Games.

The first of the five new player races is the Briarborn, a plant-like race born of nature's response to harm and injury. They grow quickly and are a measured response to the likes of orcs and men who seek to harm the world itself. Then there is the Crimbil, goblin-blooded fey and snatchers of children. The True Changelings are finally explored, mercurial shapeshifting fey. There is also the Glimmerkin, a race of elves who used magic to enter a chrysalis state for an age and emerged something altogether different. Lastly there is the Sylfaen, a brutal warden of nature and fey lands, the leaders of the Wyld Hunt.

Each race comes complete with new feats, abilities, traits and racial archetypes plus much more!

