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PENUMBRA

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UNCOMMON CHARACTER

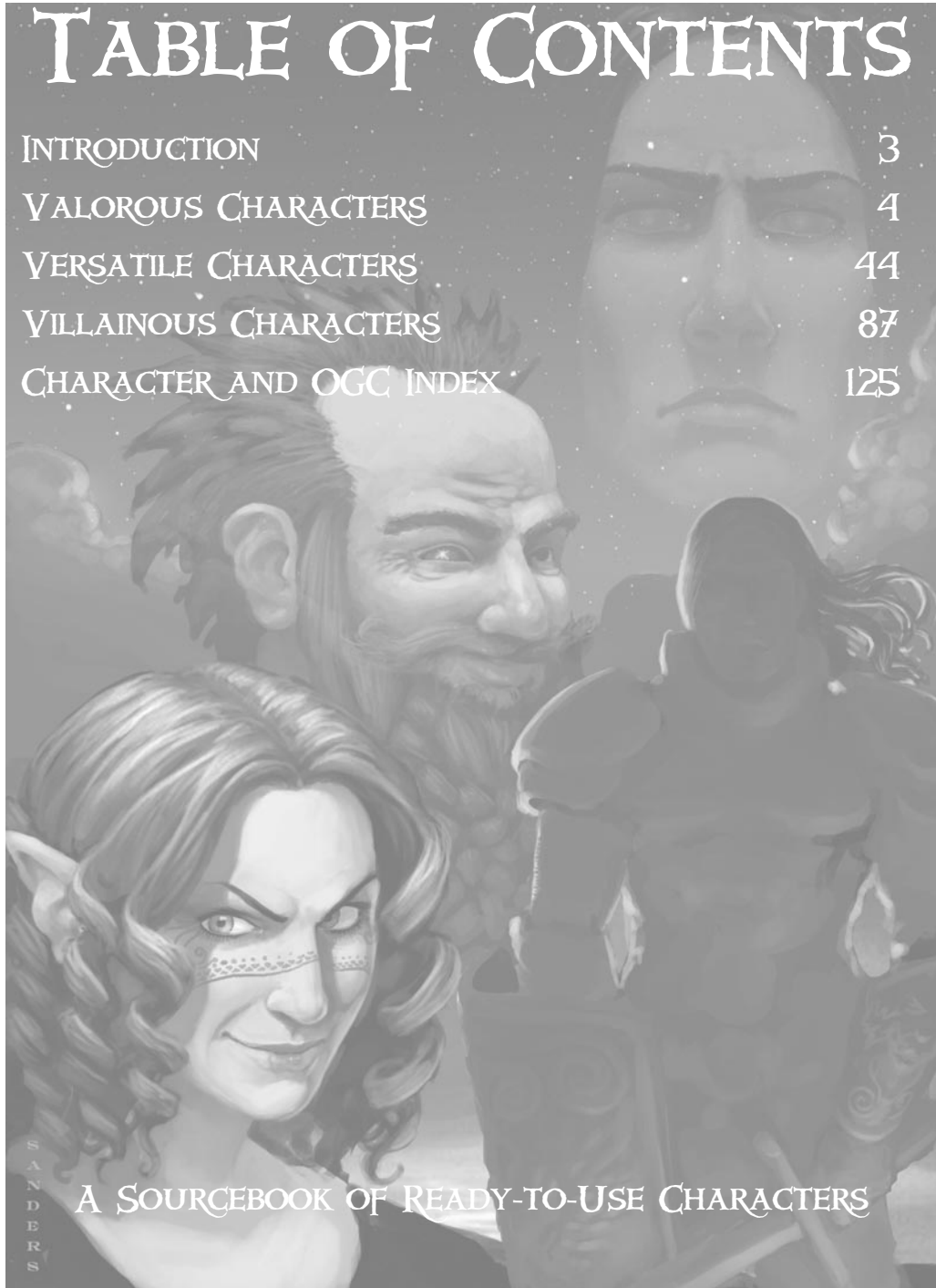


A SOURCEBOOK OF
READY-TO-USE CHARACTERS

PENUMBRA
**UNCOMMON
CHARACTER**

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A SOURCEBOOK OF READY-TO-USE CHARACTERS

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ABOUT THIS BOOK

INTRODUCTION

The flexibility and detail of the *D20 System* allows players and GMs to create any characters they want, but creating those characters can be labor-intensive — not the sort of thing to be attempted on the fly in the middle of a game session.

That's where *Uncommon Character* comes in. Here you will find three dozen pre-generated *D20* characters, ready to be used in several different ways.

AS-IS NPCs

First, the characters presented here can be used exactly as written, as NPCs to play parts as opponents, allies, and acquaintances in the affairs of the player characters. When planning an adventure, the GM can flip through the characters here, looking for an NPC of a particular race, class, or level, or an interesting adventure seed, or someone whose personality would be an excellent foil for the predominant style of the player characters. None of the character backgrounds are linked to a published setting, making it easy to swap elements and integrate the NPCs into any campaign — with the change of a single word, Othon III, exiled duke of Penault (page 40), becomes the exiled ruler of whatever duchy the GM needs.

READY-MADE PCs

The characters here can also be pressed into service as PCs when a new player doesn't have time to create a character before a game session, or to replace a PC who dies during an adventure. If an NPC from this book is already playing a role in the campaign, the GM can simply assign the character to the player. Not all NPCs in this book are suitable for player use, though. Duig Lacidem (page 24), for example, has a magic weapon far out of keeping with his level. A player ignoring Duig's history and personality might be tempted to simply sell the item and live a long, happy life off the proceeds.

GENERIC NPCs

In a pinch, the stat blocks of the characters here can be used for other NPCs of the same type. Need stats

for a 6th-level dwarf fighter? Murgu Pouchgut's (page 75) will do.

Of course, not every NPC in *Uncommon Character* is likely to be useful in this way. Most of the characters in this book are designed to be quirky, different, and unique; they're not average examples of their race or class. Which is great for their intended purpose, but how many campaigns need more than one nixie paladin like Aquef, Protector of the Conch-Tar (page 4)?

IDEA MINING

A fourth way to use the NPCs in *Uncommon Character* is for the GM to read through them looking for inspiration. Events and characters mentioned in the background of these NPCs can become adventures or NPCs of their own — adventures that need not involve the NPC they're originally found with. For example, a GM can stat-up the mad cleric Knarf as a genocidal villain in the campaign without reference to Ruktar "Skull Crusher" (page 114) if the hobgoblin isn't of interest.

CONNECTIONS

Connections can be made between *Uncommon Character* and other Penumbra books. Slygette's orc tribe (page 117) could easily be substituted for one of those in the adventure sourcebook *Splintered Peace*, as described in her adventure seeds. Or a GM might decide that Balur Drodash, the duergar hiresword (page 44) was so affected by his encounter with the dwarven creator god that he became a mystic, a class described in the adventure *Unhallowed Halls*.

In the few cases where a cross-reference to another Penumbra title has been made explicit, the link is either minor and easily broken (Aurelia Aeydale's spell list (page 8) contains a single spell found in the *Penumbra Fantasy Bestiary*) or involves offstage entities (the Forge is a group detailed in *Touched By The Gods*, of which Bezmurn the Befuddled (page 47) is a member) which can be ignored without major consequence if the GM doesn't have that particular book.



AQUEL



“Aquel is unswervingly loyal to his tribe and goddess, putting both before any friendship.”

**2nd-Level Nixie Expert (Shellsmith)/
5th-Level Paladin**

CR 6; SZ S (fey); HD 2d6+2, 5d10+5; hp 44; Init +9 (+5 Dex, +4 Improved Initiative); Spd 15 ft., Swim 30 ft. (20 ft. in armor); AC 19 (+4 shell armor, +4 Dex, +1 size); Atk melee +13/+8 (1d6+1/x3, +2d6 vs. chaotic, +1 lawful light lance) or +13/+8 (1d4+2/crit 19-20/x3, +2 dagger), ranged +11 (1d8/crit 19-20/x2, light crossbow); Face 5 ft. x 5 ft.; Reach 5 ft.; SA *Charm Person*, *Smite Evil* 1/day (+4 attack/+5 damage), Spells, Turn Undead 7/day; SQ Aura of Courage, *Detect Evil*, Divine Grace, Divine Health, *Lay on Hands* (20 hp/day), Nixie Traits, *Remove Disease* 1/week, SR 16, *Water Breathing*; AL LG; SV Fort +9, Ref +11, Will +9; Str 10, Dex 19, Con 12, Int 12, Wis 15, Cha 18

Skills: Animal Empathy +9, Craft (shellsmithing) +10, Handle Animal +13, Heal +6, Hide +15 (+16 underwater), Listen +8, Perform (dance, melody, storytelling) +7, Ride +9, Search +3, Sense Motive +6, Spot +8, Swim +12

Feats: Dodge, Improved Initiative, Skill Focus (Craft: Shellsmithing), Weapon Finesse (dagger), Weapon Finesse (light lance), Weapon Focus (light lance)

Languages: Common, Aquan, Sylvan

Aura of Courage (Su): Aquel is immune to fear (magical or otherwise). Allies within ten feet of him gain a +4 morale bonus on saving throws against fear effects.

Charm Person (Sp): Can cast *charm person* three times per day as a 4th-level sorcerer (save DC 15, duration 24 hours).

Detect Evil (Sp): At will, Aquel can detect evil; this ability duplicates the effects of the spell *detect evil*.

Divine Grace: Aquel applies his Charisma modifier (+4) as a bonus to all saving throws.

Divine Health: Aquel is immune to all diseases, including magical diseases.

Lay on Hands (Sp): Each day Aquel can cure a total of 20 hit points as a standard action. He can cure himself or may choose to divide his curing among multiple recipients, and he doesn't have to use it all at once. Alternatively, Aquel can use any or all of these points to deal damage to undead creatures like a touch spell.

VALOROUS CHARACTERS

Aquel decides how many cure points to use as damage after successfully touching the undead creature.

Nixie Traits: Aquel can breathe water indefinitely, and has a +12 racial bonus to all swim checks (included above). While underwater, he receives a +5 racial bonus to all Hide checks. On land he can only breathe air for a few minutes, and suffers a -2 penalty to his Dexterity. He has Low-Light Vision that lets him see twice as far as a human in starlight, moonlight, torchlight, underwater, or in similar conditions of poor illumination.

Remove Disease (Sp): Aquel can remove disease, as per the spell *remove disease*, once per week.

Smite Evil (Su): Once per day, Aquel may attempt to Smite Evil with one normal melee attack. He adds his Charisma modifier (+4) to his attack roll and deals 5 extra points of damage. If he accidentally smites a creature that is not evil, the smite has no effect but it is still used up for that day.

Turn Undead (Su): Aquel may use this ability seven times per day. He turns undead as a 3rd-level cleric would.

Water Breathing (Sp): Can cast *water breathing* once per day as a 6th-level sorcerer.

Paladin Spells (1; Base DC = 12 + spell level)

Aquel can cast one 1st-level paladin spell per day with a caster level of 2.

1st Level — *magic weapon*

Possessions: +1 lawful light lance, +2 dagger, conch horn of goodness, masterwork shell mail

BACKGROUND

Aquel had a childhood typical of the nixies of the Conch-tar tribe, frolicking among the weed beds of a voluminous lake and chasing the local fauna. When he was of age, he became an apprentice shellsmith, learning to craft mundane tools and to create shell mail armor for nixie warriors.

Like most nixie tribes, the Conch-tar's deity, the goddess Limna, chooses a divine protector for paladinhood. This protector serves the nixie leader loyally and often leads the tribe's warriors. In addition to tribal clerics, the paladin also serves as a spiritual leader and Limna's eyes into her children's affairs.

When the tribe's previous protector met an untimely end at the hands of an aquatic ogre that seized con-

trol of the tribe's rich freshwater oyster bed (the tribe's source of food, shells for mundane equipment, and occasionally fine pearls), Limna contacted Aquel in his dreams, calling him to the paladinhood. At first, Aquel ignored the call, preferring his secure existence as a shellsmith. When the aquatic ogre raided the tribe's algae beds, Aquel could no longer pretend indifference.

Wise enough to realize that he and the Conch-tar couldn't overcome the ogre, Aquel sought a new oyster bed for the tribe to colonize. A multi-day search led to a spectacular oyster bed safely hidden within a weed forest. Spotting an immense pearl in a huge oyster, Aquel thrust his arm in to retrieve it, and he became stuck in the giant bivalve. After an hours-long struggle, Aquel won free by relaxing, which prompted the oyster to relax. He then wedged a rock in the oyster's hinged maw and plucked the treasure free easily. After his escape, the rock tumbled into the oyster, taking the pearl's place.

Upon his triumphant return to the colony, Aquel dedicated the pearl in Limna's name and assumed his role as protector. He received the accouterments of his new office, including the tribe's magical conch horn. Days later he led the tribe to the new oyster bed, only to find the giant oyster contained a new pearl in its center; the ordeal had been a test and lesson from the goddess, teaching Aquel that strength does not overcome all obstacles, and teaching the tribe how to artificially produce pearls to ensure its wealth.

Over the next several years, the Conch-tar tribe flourished in its new location. Aquel the protector remained busy defending the hidden oyster bed from aquatic hobgoblins and other menaces. Aquel tried several times to defeat the aquatic ogre, but each time barely escaped with his life.

Recently, Limna rewarded Aquel with a divine mount, a giant eel. She summoned the nixie paladin to a deep cave known to be a breeding ground for the eels. Without weapons, he delved into the cave and selected a prime specimen. He wrestled the eel for several hours before it tired and allowed him to tame it. Aquel fed the beast and taught it to respond to his commands. To facilitate riding, Aquel had a sharkskin saddle constructed; the immense pearl mounted in its pommel.

NEW DEITY: LIMNA, LADY OF THE WAVES

Symbol: Seaweed-wrapped cresting wave

Alignment: Neutral good

Domains: Good, Protection, Water

Typical Worshipers: Nixies



UNCOMMON CHARACTER

Limna is a minor goddess of lakes, rivers, streams, and poetry. She refers to the nixies as her children. Her other titles include Lady of the Waves and the Babbling Storyteller. Along with nixies, she is worshiped a few bards, and by surface dwellers who make their living on freshwater lakes and rivers. She typically manifests as a female nixie composed of water, but she also delights in taking the form of giant fish, or even an entire school of playful rainbow fish. Limna is carefree and hedonistic. She enjoys poetry, and often speaks to her followers in cryptic verses for them to decipher.

Her symbol is a blue cresting wave with seaweed wrapped about its interior. Her favored weapon is a spear.

APPEARANCE

Aquel is a compact, well-muscled nixie standing three and a half feet tall. Fine scales that shimmer in the light cover his light green skin. His dark green hair hangs fine and wispy about his shoulders. Brilliant blue eyes dominate his flat, wide face. He wears a shell mail shirt that doesn't hamper his ability to swim.

PERSONALITY

Aquel is socially awkward at best. His voice is high-pitched, almost childish, and often he has trouble garnering respect or attention with it. He has poor command of the Common tongue, and shifts uneasily during conversations. He prefers to act as a loner, but he understands that certain circumstances require teamwork.

Aquel is unswervingly loyal to his tribe and his goddess, putting both before any friendship and his own well-being. He has a phobia about fire, fearing it is an evil, unnatural force. Although he can survive in the air for several minutes without magic assistance, doing so makes him very uncomfortable; he fidgets, profusely oozes a slimy mucus all over his body, and complains non-stop about his skin's dryness and his equipment's weight.

ADVENTURE SEEDS

☞ Upstream from the Conch-tar's lake settlement is a source of recent pollution. Large fish kills, turbidity and tainted water have been flowing into the lake for weeks, threatening the delicate oyster and algae beds. Aquel traveled upstream to the source of the pollution and discovered it resulted from run-off from a new

mine site in the mountains. The miners were discarding tailings into a convenient crevasse containing an underground spring that eventually made its way to the lake.

Underwater caves lead to the mine, which Aquel has difficulty exploring. He needs a band of air-breathers to assist him in identifying the miners' intentions. Perhaps they are kindly gnomes or dwarves who are merely unaware of the harm they are causing. Or maybe they are evil goblinoids who aren't interested in changing their practices.

☞ The Conch-tar's lake has witnessed an increase in sahuagin activity over the last few months. Further investigation reveals a nearby sahuagin city engaged in an aggressive slave-hunting campaign. The slaves are captured during night raids on the surface, and transported to the air-filled underground city via an underground river. The sahuagin use a thick, oxygen-filled mucus to imbue water breathing on the slaves so they can survive the trip to the city.

Aquel asks the PCs to investigate the city in more detail. Other nixies can provide water breathing if the PCs lack the resources. Once in the city, the heroes discover an aboleth is behind the slave gathering. It's the aboleth mucus that is used to grant the slaves water breathing. But what dark designs is the aboleth up to? Or is the aboleth just a puppet enslaved by some other creature trying to enslave humans?

☞ On a scouting foray, Aquel discovers that the aquatic ogre has begun to recruit aquatic hobgoblins, and is training them to use monstrous water spiders as mounts.

If Aquel has already forged a friendship with the PCs, he hires them to assist him in putting an end to this new alliance. Part of the payment includes a trade agreement with a local human town. The nixies will provide freshwater pearls and fresh fish, while the humans provide forged metal tools, wood products, and some foodstuffs.

NEW WONDROUS ITEM: CONCH HORN OF GOODNESS

This magical conch horn is identical to the *horn of goodness/evil* in all but one respect: as a gift to the Conch-tar from their goddess, it will not adapt itself to become a conch horn of evil if it falls into the wrong hands. If sounded by any non-good creature, it has no effect.

Caster Level: 5th; *Prerequisites:* Craft Wondrous Item, *magic circle against evil*; *Market Price:* 6,000 gp; *Weight:* 1 lb.

NEW ARMOR TYPE: SHELL MAIL ARMOR

Type: Light armor, *Cost:* 200 gp, *Armor Bonus:* +4, *Maximum Dexterity Bonus:* +4, *Armor Check Penalty:* -4, *Arcane Spell Failure:* 20%, *Speed:* 20 ft. (medium-size user), 15 ft. (small user), *Weight:* 20 lbs. (does not count against Swim checks)

(Aquel's masterwork shell mail armor cost 350 gp, and has an armor check penalty of -3.)

ANGUILLA

Giant Eel Mount

CR 5; SZ M (animal); HD 5d8+10; hp 35; Init +3; Spd Swim 40 ft.; AC 19 (+6 natural, +3 Dex); Atk melee +6 (1d6+2 bite); Face 5 ft. x 10 ft.; Reach 5 ft.; SQ Improved Evasion, Share Spells, Empathic Link, Share Saving Throws; AL N; SV Fort +10, Ref +11, Will +5; Str 14, Dex 17, Con 14, Int 6, Wis 10, Cha 6

Skills: Hide +7, Listen +4, Spot +4, Swim +12

Feats: Weapon Finesse (bite).

Empathic Link (Su): Aquel has an empathic link with Anguilla out to a distance of up to one mile. He cannot see through the eel's eyes, but they can communicate telepathically. Even intelligent eels see the world differently from nixies, so misunderstandings are always possible.

Because of the empathic link between the mount and the paladin, Aquel has the same connection to an item or place that Anguilla does, just as a master and his familiar.

Improved Evasion (Ex): If Anguilla is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful saving throw and half damage even if the saving throw fails.

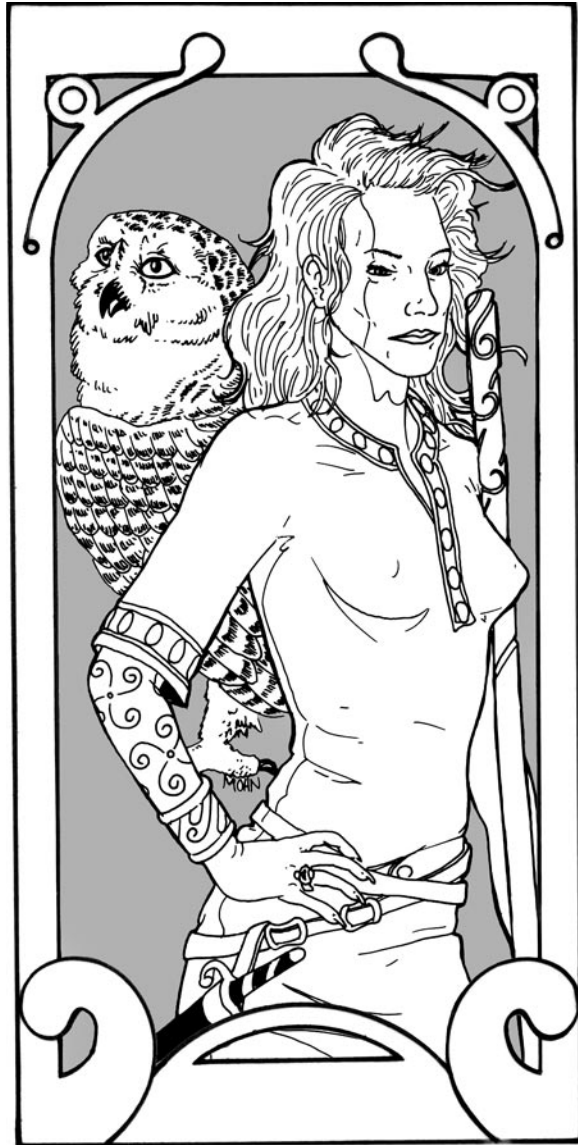
Share Spells: At the his option, Aquel may have any spell cast on himself also affect Anguilla. The eel must be within five feet. If the spell has a duration other than instantaneous, the spell stops affecting Anguilla if it moves farther than five feet away and will not affect it again even if Anguilla returns to Aquel before the duration expires. Additionally, Aquel may cast a spell with a target of "you" on the eel (as a touch range spell) instead of on himself. He and Anguilla can share spells even if the spells normally do not affect giant eels.

Share Saving Throws: Anguilla uses its own base save or Aquel's, whichever is higher.



MISTRESS OF THE WIND

AURELIA AEYDALE



“Magic fascinates her, like a fish attracted to a shiny object.”

8th-Level Half-Djinni Air Elementalist

CR 9; SZ M (outsider); HD 8d4+16; hp 34; Init +3 (+3 Dex); Spd 30 ft.; AC 18 (+3 Dex, *bracers of armor* +5); Atk melee +6 (1d6+2/x2, +2 *quarterstaff*), ranged +7 (1d4/crit 19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Air Master, *Gaseous Form*, *Invisibility*, Spells; SQ Acid Resistance 10, Darkvision; AL CG; SV Fort +4, Ref +5, Will +7 (+4 vs. air spells and effects, -4 vs. earth spells and effects); Str 10, Dex 17, Con 14, Int 19, Wis 12, Cha 14

Skills: Alchemy +15, Concentration +13 (+17 went casting spells on the defensive), Knowledge (arcana) +11, Listen +1 (+3 when within arm's reach of Zephyr), Move Silently +8 (+10 within one mile of Zephyr), Search +7, Spellcraft +15, Spot +1 (+3 when within arm's reach of Zephyr), Tumble +8

Feats: Alertness (when within arm's reach of Zephyr), Ambidexterity, Brew Potion, Combat Casting, Expertise, Scribe Scroll

Languages: Auran, Celestial, Common, Draconic, Dwarven, Elven

Acid Resistance: Aurelia can resist 10 points of acid damage.

Darkvision: Aurelia has Darkvision that lets her see (in black and white) with no light source at all, to a range of sixty feet.

Air Elementalist Spells (4/6/5/5/4; base DC = 14 + spell level) (*denotes an air spell)

0 Level — *detect magic*, *extinguish**, *jolt**, *summon elemental atom* (see Atlas Games' *Penumbra Bestiary*)*

1st Level — *endure elements* (electricity)*, *feather fall* (x2)*, *shocking grasp* (x2)*, *unseen servant*

2nd Level — *blur*, *fog cloud**, *knock*, *levitate**, *whispering wind**

3rd Level — *fly**, *gaseous form**, *gust of wind**, *lightning bolt*, *wind wall**

4th Level — *dimension door**, *improved invisibility*, *summon monster IV* (air only)*, *wall of ice*

Possessions: +2 *quarterstaff*, *bracers of armor* +5, *ring of major elemental resistance* (electricity), *ring of elemental command* (air), *scroll of fly* (x2), *levitate* (x2), *gust of wind*, *jump potion*, *cure moderate wounds potion*, *gaseous form potion*, *silver dagger* (x2)

BACKGROUND

Aurelia's mother, Katika, is an evil wizard who delights in dealings with outsiders. Always planning ahead and desiring a dedicated servant, Katika coerced a djinnii into siring a child with her. She calculated that the child would inherit some magical abilities and an aptitude for spells.

However, Katika had no desire to actually raise the child. Servants performed that duty until Aurelia was six years old. Then she was sent to a remote monastery in the mountains where she learned to read and write, and studied the fundamentals of wizardry.

When Aurelia turned fourteen, Katika sent an aging wizard underling to the monastery to train her daughter in the arcane arts. Aurelia knew nothing of her parentage and was told by her mentor that she would be reunited with her family when she came of age. Aurelia showed an amazing aptitude for wizardry, and she quickly uncovered her talent for elemental spells, especially those dealing with air and electricity. She focused her training on these spells, which hindered her grasp of earth magic.

Due in part to Aurelia's latent magical nature, she became bored with magical studies and impatient to be reunited with her parents. She demanded that her mentor take her back to her parents at once, but the wizard refused, more afraid of Katika than of her child's threats. Frustrated, she gathered her belongings and secretly left the monastery, determined to find her parents.

Aurelia spent the next few years adventuring with several different bands. All the while, she searched for clues to her heritage. Meanwhile, unbeknownst to Aurelia, Katika watched the growing girl closely via her agents and scrying (using as a focus a magic ring Aurelia received from her mentor). At first, Katika was outraged at her daughter's disobedience, but she eventually decided that her independence might be useful in later years.

Soon after she began adventuring, Aurelia discovered the nature of her magical ring by accidentally absorbing an air elemental into it. Aurelia easily controlled the activated *ring of air elemental command*. Additional research determined that the ring was one of a set of four *elemental command rings* known as the *Rings of Sultair*. When all four are reunited, they gain an additional power to summon a horde of elementals to serve the wielders. With a new goal in reach, Aurelia began researching the other rings.

Katika has watched her daughter piece together the puzzle with satisfaction and eagerness. Katika once planned to collect the four rings herself, but lacked the

time and resources to do so. Originally she had given Aurelia the ring to hide it from her enemies, but now her unwitting servant is doing the task of finding the ring's mates for her. Katika is confident she will be able to take the collection from her child when it is assembled.

APPEARANCE

Aurelia stands six and a half feet tall, and she appears unusually gaunt despite being very fit; the monks inculcated in her their belief that the body must be fit for the mind to function properly. Her eyes are large and pale blue, and she has thin lips. Her skin color is bronze, and she has wispy white hair despite only being in her late twenties. She wears loose-fitting aqua blue robes with billowing sleeves that reveal numerous swirling tattoos on her forearms.

Her snowy owl familiar, Zephyr, is usually perched nearby.

PERSONALITY

Aurelia is a book-smart intellectual, and she reminds others of it constantly. She enjoys speaking in long-winded quotations, filled with technical jargon. She often frustrates companions with this habit, and behind her back she has been nicknamed Windy, which suits her profession well. Her voice is soft, almost musical, except when invoking incantations. Then it takes on a shrill, powerful tone as she harnesses magical forces.

Magic fascinates her, like a fish attracted to a shiny object. As a result, she prefers magic items to material wealth. On witnessing new magical effects, she is apt to stare in amazement, despite obvious danger.

She has two other loves: books and pampering. Although she understands that adventuring is important to locate new magic, she would much prefer a long soak in a steaming tub with a glass of fine wine in one hand, and a magical text in the other.

ADVENTURE SEEDS

♣ Aurelia is obsessed with two goals: recovering the *rings of Sultair* and finding her parents. She doesn't know that one leads to the other. She does know that she can't recover the rings alone and needs fellow adventurers to help her. She starts by hiring the PCs for minor adventures aimed at discovering clues to the rings' current locations and more information on their



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powers. These minor quests are useful for her to gauge the PCs' abilities and their trust. However, she is impatient and wants to set out and find the rings themselves as soon as possible.

The *ring of fire elemental control* is located in a phoenix nest in the mountains. Hidden in a ruined underwater elven city is the *ring of water elemental command*. The *ring of earth elemental control* is secreted in an ancient jungle temple of a forgotten diety. Of course, one of the PCs might already have found one of the rings, forcing Aurelia to work more openly with the heroes.

☞ Aurelia hires the PCs to accompany her to an extinct volcano to investigate an odd windstorm originating from the volcano's bowl. In the bowl, the PCs discover a conduit to the elemental plane of air; a swirling vortex in which Aurelia's djinni father is trapped. He begs his daughter to release him.

In reality, he is lying and his imprisonment is a sham. He has known about his daughter and her quest for the *rings of Sultair* for some time, and he wants to capture Aurelia (distracting the PCs with numerous air elemental allies) to use as bait to attract her mother to the scene. Then he plans on exacting revenge on Katika.

NEW SPELLS

Aurelia makes use of the following new spells.

JOLT

Transmutation (electricity)
Level: Sor/Wiz 0
Components: V, S
Casting Time: 1 action
Range: Touch
Target: Creature or object touched
Duration: Permanent until discharged
Saving Throw: None
Spell Resistance: Yes (object)

This spell imbues your hand with a minor electrical charge that can be used to shock an opponent. A successful melee touch attack delivers 1d3 points of electrical damage. When attempting the attack, you get a +2 attack bonus if the opponent is wearing metal armor, or if the object is metal.

EXTINGUISH

Transmutation (air)
Level: Brd 0, Sor/Wiz 0
Components: V, S
Casting Time: 1 action
Range: Close (25 feet +5 feet/2 levels)
Target: Non-magical flame, no larger than a torch
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

By pointing your finger, you cause a focused draft of air to snuff out a small, non-covered, non-magical flame no larger than a torch. Multiple smaller flames (such as candles) can be extinguished, but only if they are within a two-inch radius area.

ZEPHYR

Snowy Owl Familiar

CR 1; SZ T (animal); HD 8; hp 17; Init +3 (+3 Dex); Spd 10 ft., fly 40 ft. (average); AC 21 (+2 size, +6 natural, +3 Dex); Atk melee +7 (1d4-2, 2 claws); Face 2 1/2 ft. x 2 1/2 ft.; Reach 0 ft.; SQ Empathic Link, Improved Evasion, Share Spells, Speak With Master, Speak With Owls, Touch; AL N; SV Fort +2, Ref +5, Will +8; Str 6, Dex 17, Con 10, Int 9, Wis 14, Cha 4

Skills: Listen +14, Move Silently +20, Spot +6

Feats: Alertness, Weapon Finesse (claws)

Alertness: The presence of Zephyr sharpens her master's senses. While Zephyr is within arm's reach, Aurelia gains Alertness.

Empathic Link (Su): Aurelia has an empathic link with Zephyr out to a distance of up to one mile. She cannot see through Zephyr's eyes, but the two of them can communicate telepathically.

Because of the empathic link between a familiar and its master, Aurelia has the same connection to an item or place that Zephyr does. For instance, if Zephyr has seen a room, Aurelia can teleport into that room as if she has seen it too.

Improved Evasion (Ex): If Zephyr is subjected to an attack that normally allows a Reflex saving throw for half damage, the owl takes no damage if it makes a successful saving throw and half damage even if the saving throw fails.

Share Spells: At Aurelia's option, she may have any spell she casts on herself also affect Zephyr. The owl

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must be within five feet at the time. If the spell has a duration other than instantaneous, the spell stops affecting Zephyr if the owl moves farther than five feet away. The spell's effect will not be restored even if Zephyr returns to Aurelia before the duration would otherwise have ended. Additionally, Aurelia may cast a spell with a target of "you" on the owl (as a Touch range spell) instead. Aurelia and Zephyr can share spells even if the spells normally do not affect owls.

Speak With Master: Zephyr and Aurelia can communicate verbally as if they shared a common language. Other creatures do not understand the communication without magical help.

Speak With Owls: Zephyr can communicate with other owls (including dire variants). The communication is limited by the Intelligence of the conversing creatures.

Touch: Zephyr can deliver touch spells for Aurelia. When she casts a touch spell, the owl can be designated as the "toucher." (The master and the familiar have to be in contact at the time of casting.) Zephyr can then deliver the touch spell just as Aurelia could. If Aurelia casts another spell, the touch spell dissipates.

NEW TEMPLATE: HALF-DJINNI

Half-djinni is a template that can be added to any humanoid, hereafter referred to as the base creature. The creature's type changes to outsider, and it gains the below-listed benefits and drawbacks associated with that type. It uses all the base creature's statistics except as noted below.

Outsider: Half-djinnis have Darkvision with a range of sixty feet. A slain half-djinni cannot be *raised* or *resurrected*, although a *wish* or *miracle* spell can restore it to life.

Speed: If the creature can fly (naturally or from a spell), its base flying speed is increased by ten feet.

Special Attacks: A half-djinni retains all the attacks of the base creature, and gains the ability to assume *gaseous form* (as per the spell) for up to one hour per day. Other special abilities are gained depending on the half-djinni's level. Unless noted otherwise, all abilities are usable once per day and function as if cast by a sorcerer of the half-djinni's level.

| Level | Ability |
|-------|--------------------------------------|
| 1-5 | <i>invisibility</i> (self only) |
| 6-10 | air mastery (usable whenever flying) |
| 11-15 | <i>persistent image</i> |
| 16+ | <i>wind walk</i> |

Special Qualities: As per the base creature, plus 5 points of acid resistance for every three full hit dice the creature possesses.

Saves: +2 racial bonus to saves vs. air spells and effects, -2 racial penalty to saves vs. earth spells and effects.

Abilities: +2 Str, +2 Dex, +1 Con, +1 Int, +1 Wis, +2 Cha

Challenge Rating: Same as base creature +1

Note: This template should be applied to a character at creation — it's hard to imagine one becoming a half-djinni in mid-life. It is intended for NPC use, as a player character taking this racial template would have many advantages over standard races.

NEW MAGIC RINGS: THE RINGS OF SULTAIR

The Rings of Sultair are a complete set of four rings of elemental command, air, fire, earth, and water. They were created by the ancient elven wizard Sultair in an effort to battle a horde of fiends. After the war, they were distributed to allies present. Aquatic elves received the ring of water, and a band of dwarves received the ring of earth. Wood elves received the ring of air, and Sultair kept the ring of fire. In the intervening centuries the rings have been lost, except for the one Aurelia now wears.

The rings are the same as other *rings of elemental command* with an additional power. If all four rings are within twenty feet of each other, the assemblage of rings can be used to cast *elemental swarm* once per day, as an 18th-level druid. At the time of casting, the wearer with the highest Charisma determines the type of elemental selected. If one wearer wants to prevent another from casting the spell, he can either cast it himself first (make initiative checks if two attempt to cast the spell at once) or move his ring more than twenty feet from the others, or if he has a higher Charisma than the other caster, he can attempt to thwart the other's plan by selecting an inappropriate elemental type.

Each ring has a unique appearance:

Ring of Air: A silver band with swirling engravings, set with five diamonds.

Ring of Earth: A granite band, set with a rectangular piece of onyx.



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Ring of Water: A green, tarnished copper band, with three pearls set on a cresting wave.

Ring of Fire: A smooth gold band, set with a single jagged ruby.

Caster Level: 18th; *Prerequisites:* Forge Ring, elemental swarm, all appropriate spells; *Market Price:* 261,500 gp each, *Weight:* —

NEW MAGIC SPECIALTY: AIR ELEMENTALIST

Air Elementalist Traits: An air elemental (similar to a specialist wizard), gains the following class traits.

- ☞ Can prepare one additional spell per level per day of selected element (air).
- ☞ Opposing element: Earth. Can't learn or cast spells of this types.
- ☞ Chosen elemental spells (air) are cast as if one level higher in regard to duration, damage, and so on.
- ☞ +2 to spellcraft rolls to learn air spells
- ☞ +2 to saves vs. air spells and effects
- ☞ -2 to saves vs. earth spells and effects
- ☞ Bonus language of appropriate element (Auran)

MASTER ARTISAN

BARCLAY SMITH



“He is kind, fair, and eager to laugh, especially at bawdy tales.”

10th-Level Human Expert/6th-Level Fighter

CR 15; SZ M (humanoid); HD 10d6+10, 6d10+6; hp 86; Init +2 (-2 Dex, +4 Improved Initiative); Spd 20 ft.; AC 21 (-2 Dex, +10 from +4 *banded mail*, +2 large steel shield); Atk +21/+16/+11 melee (1d8+9 +1d6 cold/x3, +3 *frost warhammer*); Face 5 ft. x 5 ft.; Reach 5 ft.; AL LG; SV Fort +8, Ref +3, Will +9; Str 18, Dex 7, Con 12, Int 15, Wis 11, Cha 13

Skills: Appraise +16, Craft (armorsmithing) +25*, Craft (blacksmithing) +22*, Craft (weaponsmithing) +25*, Handle Animal +7, Knowledge (war) +21, Perform (storytelling) +2, Ride +15, Sense Motive +10, Spot +4, Swim +9, Use Rope +8

* Includes Craft bonus from masterwork artisan's tools

Feats: Cleave, Great Cleave, Improved Initiative, Mounted Combat, Power Attack, Ride-By Attack, Skill Focus (Craft [armorsmithing]), Skill Focus (Craft [weaponsmithing]), Sunder, Weapon Focus (warhammer), Weapon Specialization (warhammer)

Languages: Common, Dwarven, Orc

Possessions: +4 *banded mail armor*, +3 *frost warhammer*, *potion of cure serious wounds*, *potion of neutralize poison*, *ring of minor fire resistance*, masterwork artisan's tools, masterwork large steel shield

BACKGROUND

Barclay was the eldest son of the captain of the city guard. His father was a large man with a stern demeanor but warm heart, and he spent his off hours with his son whenever he could, teaching the boy riding, archery and swordsmanship. He hoped that his son would some day join him in the city guard and possibly take over his position in the future. Barclay, however, had other ideas, for he was a dreamer at heart. He attended his studies dutifully, learned to read and write, and practiced martial skills with his father; but it was the tales of daring, danger, and excitement that enthralled him.

When the boy turned thirteen, his father sent him to work for a friend who was a smith, thinking that learning a skill would do the boy some good. Barclay spent his time carrying ore, stoking fires, porting water, and doing all kinds of boring tasks. He kept himself amused by dreaming of



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the outside world and mock fighting imaginary orcs and goblins with the smith's hammers, while the blacksmith looked on in amusement. On one such occasion, the smith, exasperated that the boy kept trying to wield the hammer like a sword, broke down and taught Barclay how to properly fight with a warhammer.

By age sixteen, Barclay was full to bursting with fire-side tales in his heart. Stuffed by the world he knew, he decided to charge into the unknown, and he enlisted with a passing mercenary company. His father was horrified at the news, but he did not stop his son from leaving. Instead, he tearfully hugged him and wished him the best of luck. With that hug and a quick wave, Barclay rushed off to meet his destiny.

Barclay served with the company for many years, fighting men, orcs, goblins, ogres, and worse for various nobles, kings, and merchants far and wide. His day of reckoning came during the Battle of Broken Spears, in which his mercenary troop was the only thing that stood between a small town and a horde of orc marauders. A massive ogre named Gorgesh, who stood twice as tall as any man, led the orcs, and the two forces collided in a brutal battle, during which, Barclay found himself face to face with the monstrous ogre. Never one to back down, Barclay charged forward and fought the beast one on one. It took every ounce of strength he had to best the creature, but his warhammer finally smashed through Gorgesh's skull, killing him. Upon their leader's death, the losing orcs fled the battle.

Barclay returned home a celebrated but wounded warrior. Barclay suffered a major blow to his left leg while battling the ogre, and, lacking proper healing on the battlefield, he lost much of the use of that leg. The mercenary company discharged him because of the injury, but they gave him a hero's pouch of gold to retire on. Yet Barclay had no intention of retiring; he knew he was still an able-bodied man, even if he had lost the spring in his step. So instead of sitting on his laurels, Barclay sought out his old blacksmith mentor, and he began training again in earnest. No longer a daydreamer, he concentrated on the task at hand, and he soon found that he had a knack for the craft. His skill was so good, in fact, that a traveling dwarven smith took note of his work. Having never seen such skill in a human, the dwarf convinced Barclay to leave with him and study the ways of dwarven smithwork.

Now Barclay is famous for being one of the finest smiths in the land, and nobles and mages regularly hire him to forge weapons and armor for magical enchantment.

APPEARANCE

Barclay is a large man with a powerful upper body and many scars gained in battle or at the forge's fire. His

hands are rough, callused, and extremely powerful; children sometimes bring apples by the smithy for him to crush in his hand. He wears a trimmed beard and short hair, which often shows a few singe marks from the forge. He walks slowly and with a slight limp, but that doesn't keep him down, though bad weather causes him severe pain in his bad leg.

PERSONALITY

Jovial and honest in all his dealings, Barclay operates a large smithy and has a full dozen apprentices. He is kind, fair, and eager to laugh, especially at bawdy tales — some of which he tells. He has a deep voice, which rumbles through the shop, and, due to working too many years in a noisy smithy, he talks very loudly.

Barclay is quick to praise his apprentices for work done well, but he rarely scolds them for mistakes; rather he takes the time to show the apprentices where they erred, which helps their learning and gives them greater confidence. Although retired from fighting, Barclay enjoys challenges of strength. He is used to winning, but he occasionally encounters those stronger than he. A few have secretly allowed the smith to win these contests, a fact that the sharp smith is well aware of. He silently thanks these men for helping the smith keep his reputation as such a powerful man. He gives these men a healthy discount on all wares and counts them as noble individuals.

ADVENTURE SEEDS

♣ Legends tell of a magical hammer capable of forging the strongest weapons a man has ever seen. The tales say that any man forging weapons with the hammer would have the skill of a dozen dwarves. Alas, the hammer was lost centuries ago when a wing of green dragons flew in from the forests and laid waste to the kingdom. Heroes were sent out to recover the hammer but never returned.

Barclay would pay dearly to possess the hammer for himself, but he knows that his dragon slaying days are far behind him. He seeks a party of adventurers to investigate the legends. If the hammer is found and recovered, Barclay pays a handsome sum, and grants each adventurer his choice of smith work. If the hammer is still guarded by dragons, he promises to make armor from any hides brought to him.

The legends exaggerate the powers of the hammer somewhat, but the *Tool of the First Crafter* is indeed an artifact that could aid Barclay in his craft, but which could also make him fantastically wealthy if sold to the right buyer.

☛ The dark clouds of war hang over the kingdom, as relations with neighboring lands have declined, and now armies march toward one another. The great smith Barclay has disappeared, and the king fears that opposing army has murdered, kidnaped, or worse yet hired him. The king hires a party to infiltrate the enemy encampment and seek out the missing smith. If he is dead, the king wants the body returned for an attempted resurrection. Heroes succeeding in this task are well paid for their services. If they are lucky enough to also strike a major blow to the enemy, they may even earn titles of minor nobility.

NEW MAJOR ARTIFACT: TOOL OF THE FIRST CRAFTER

Untold centuries ago, the dwarven creator god gifted a craftsman with special abilities to create magic items without having spellcasting abilities of his own. The name of this dwarf has long been forgotten, replaced with the title First Crafter, and all dwarven smiths and other crafters have revered his memory since, especially those exceptionally rare few dwarves who are picked by the gods to become soul crafters themselves.

That first soul crafter was a blacksmith, and the hammer he used at his forge became imbued with special properties of its own. Lost and found many times over the centuries, any craftsman who has the *Tool of the First Crafter* (also called the *Soul Tool*) in his possession reaps many benefits.

The first ability of the *Soul Tool* is that it can change its own shape, taking the form of the primary tool of the craftsman who wields it — in the hands of a smith it is a hammer, but if found by a leatherworker, it takes the form of a needle or knife. The change from one form to another is never witnessed by mortal eyes: if the craftsman finds the tool in, for instance, a monster's treasure hoard or in cluttered workshop of a previous owner, the tool changes into the appropriate form before its new owner actually lays eyes on it; if the tool enters the craftsman's possession through other people (for example, it's handed down from master to former apprentice, or is bought from a dealer in magical antiquities) it retains the form it held under its previous ownership, changing to a more appropriate shape only when it is once again out of mortal sight. Since many crafts require a number of tools at different times, an owner of the *Tool of the First Crafter* can lay the tool down on a workbench in one form, and expect to pick it up a few moments later in a different configuration as necessary.

The benefits that the *Tool of the First Crafter* grants to a wielder depend on the owner's race, class, and skills. But most importantly, if the wielder has no ranks in a Craft skill, he gains no benefit at all from the tool, nor does the tool change shape to accommodate his needs.

The tool's owner gains a +2 enhancement bonus to his primary Craft skill (defined as the Craft skill with the highest number of purchased ranks, or the one most central to the person's personal conception of himself as a craftsman; if a wielder *thinks* of himself as a cobbler, then the tool only grants bonuses to his Craft (shoemaking) skill, even if he has more ranks in Craft (wainwright)) when using the tool.

The *Tool of the First Crafter* also has the ability to, in effect, grant temporary levels in the soul crafter prestige class (see p. 18) to its user. If the wielder is a non-dwarf, then using the tool gives him the abilities of a 1st-level soul crafter. While using the tool he can act as if he possessed the item creation feat most appropriate to his calling (for example, Craft Magic Arms and Armor for a sword maker). He is also able to imbue the magic items he creates using the tool with 0-level cleric spells, even if he normally doesn't have access to divine magic.

A dwarf in possession of the *Soul Tool* gains the abilities of a 2nd-level soul crafter: the ability to imbue items he creates with 0 or 1st-level clerical spells, as well as the ability to use any item that he personally creates with the artifact as if he were proficient in that item's use.

A wielder of the tool who is already a soul crafter without the tool's help gains the benefit of having two additional temporary levels in the soul crafter prestige class while using the tool for its primary purpose. Depending on his current level in the class, he has access to higher levels of clerical and domain spells, and he may also receive bonus metamagic feats.

In all cases, features of the soul crafter class that are not enumerated above (such as additional hit dice or skill points, increased basic attack bonus or saves) are not granted by use of the *Tool of the First Crafter*.

If the owner of the *Tool of the First Crafter* uses it for purposes of which the dwarven god who granted the First Crafter with his special abilities would not approve (such as creating magic items that give bonuses only when attacking dwarves), the tool mysteriously removes itself from its owner's possession at the first unguarded and unobserved opportunity. It might show up in the tool belt of a craftsman across the continent at that exact moment in time or not be found again for decades, but it will *never* be found again by that particular user.



BERAK BALDAR



“Berak is a man filled with certainty and zeal, derived from his faith.”

5th-Level Dwarf Fighter/4th-Level Soul Crafter

CR 9; SZ M (humanoid); HD 5d10+15, 4d6+12; hp 73; Init +0; Spd 20 ft.; AC 26 (+10 from +2 *full plate*, +4 from +2 *large shield*, *ring of protection* +2); Atk melee +11/+6 (1d8+5/x3, +1 *warhammer*), or +10/+5 (1d4+2/19-20/x2, masterwork dagger), ranged +8/+3 (1d8/crit 19-20/x2, light crossbow), or +8/+3 (1d4+2/19-20/x2, masterwork dagger); Face: 5 ft. x 5 ft.; Reach: 5 ft.; SQ: Create Magic Items, Dwarven Traits; AL: LG; SV: Fort +8, Ref +2, Will +9; Str 14, Dex 11, Con 16, Int 12, Wis 18, Cha 14

Skills: Appraise +3 (+5 on checks related to stone or metal), Concentration +7, Craft (weaponsmith) +17, Knowledge (arcana) +5, Knowledge (history) +3, Knowledge (religion) +7, Listen +6, Sense Motive +6, Spot +6

Feats: Alertness, Blind-Fight, Cleave, Craft Magic Arms and Armor, Power Attack, Extend Spell, Skill Focus (Craft: weaponsmith), Weapon Focus (warhammer), Weapon Specialization (warhammer)

Languages: Dwarf, Common, Terran

Create Magic Items: Berak can create magic weapons imbued with cleric spells of up to 3rd level, as well as Earth domain spells up to 3rd level.

Dwarven Traits (Ex): Berak has a +1 racial bonus to attack rolls against orcs and goblinoids, +2 racial bonus to saves against spells, spell-like abilities, and all poisons, +4 dodge bonus against giants, and darkvision that lets him see (in black and white) with no light source at all, to a range of sixty feet. He also receives a +2 racial bonus to checks to notice unusual stonework; if he comes within ten feet of unusual stonework, he can make a check as though actively searching and can use the Search skill to find stonework traps as a rogue can. He can intuit his depth below ground.

Possessions: +2 *full plate*, +2 *large steel shield*, +1 *warhammer* (Turn or Destroy air creatures, Rebuke or Command earth creatures, +2 on Turn/Rebuke checks, 2d6+6 Hit Dice maximum effect, up to five times per day), *ring of protection* +2, light crossbow with 10 masterwork bolts, masterwork dagger, *chime of opening*.

BACKGROUND

Berak comes from the mountain range known as Juniper Ridge, a scion of the Battleaxe Clan, the son of a smith-priest (his father), and grandson of the clan's high priest (on his mother's side). All in the clan expected him to become a cleric as well, and his parents and grandparents watched as the young Berak exhibited much the same insightful nature and thoughtful manner of his grandfather, even speaking the lore of the All-Father without prompting on occasion. There was no question but that he would be apprenticed to his father as a smith-priest in training.

Berak's apprenticeship was not easy. In addition to learning the ways of the priesthood, he had to master a practical craft through which he might express the god's favor. As his family expected, he took up weapon-crafting and soon he was at the temple forges turning out the tools that he and his fellow acolytes used in their training. He learned how to concentrate under extreme stress, of his people's ancestral wars against orcs, goblins, giants, and dragons, and how to fight against the enemies of his race and his clan.

But despite his intellectual understanding of the priesthood, his command of the hammer in combat and at the forge, and his obvious interest in the teachings of the dwarven religion, Berak could not complete his apprenticeship as a smith-priest. Before his coming-of-age trials, he announced that he wanted nothing more than to be a simple smith and warrior. While both professions were honorable and honest, the disappointment his family felt was palpable.

At this time, the centuries-long feud between Clan Battleaxe and Clan Warhammer over Juniper Ridge flared again from cold to hot. A series of border skirmishes for control of key mines and trade routes led to the death of Clan Battleaxe's heir apparent. Despite protests from emissaries, the king of Clan Battleaxe blamed Warhammer of basely slaying his son; this was far from acceptable behavior in a feud. A second incident had the roles reversed when another battle ended in the death of the Warhammer heir. Accusations flew, and soon both clans put out the call for a full muster.

Despite misgivings (as he felt that the deaths of both heirs were not as they seemed), Berak, as was his duty, went forth to fight. He was in the Battleaxe stronghold of Copper Falls when the first Warhammer army arrived to besiege it. The fighting lasted for weeks, combatants pausing only for sleep.

The Siege of Copper Falls ended when a force of ogres and giants arrived in force to attack both sides. Neither dwarf clan was prepared, and the carnage that followed was catastrophic. The Warhammer army fell away in shambles, while the Battleaxe sur-

vivors retreated inside the damaged stronghold. Seized in a fit of inspiration, while other clansmen desperately held off the attackers, Berak went to the fort's smithy and began making weapons of all sorts, insisting as each was finished that it be delivered to one of the defenders and that he use it instead of whatever weapon he already had. To everyone's amazement, the rearmed dwarves fought with new vigor and skill, and even when the giants breached the walls and took the fight in to the last of the Battleaxe defenders, the dwarves held on until a party of Warhammer warriors, the regrouped remnants of the besieging army, arrived to relieve Copper Falls.

The feud with Clan Warhammer ended as the two clans united against their traditional foes, the giants and ogres who had, it turned out, engineered the deaths of the two heirs. And an inspection of the hastily forged weapons revealed that each was enchanted, a feat that shouldn't have been possible since Berak hadn't completed his clerical apprenticeship. Only the elders could provide the answer: Berak's vocation to the dwarven All-Father was not as a mere smith-priest, but as one of the near-legendary soul crafters, able to forge magical arms directly through the patronage of the deity.

Although he never again seemed able to produce as many weapons of the same magical power in as short a time as he did at Copper Falls, his continued labors at the forge and in the battle lines have made him acclaimed throughout Clan Battleaxe and much of the rest of dwarven society.

APPEARANCE

Berak Baldar is a young dwarf in the prime of his life. He has brown eyes and a well-groomed and full head of black hair with a matching beard. With a smith's build, fit and well-muscled, and a priest's presence; he strikes a command pose when he desires it.

Before the war, he was usually seen dressed in simple clothes covered by a smith's apron. Now he spends as much time on the battlefield armed with a warhammer of his own artifice and clad in a suit of full plate armor with matching shield that was a gift from his grandfather. His icon of the anvil (his god's holy symbol) is ever-present, regardless of circumstances.

PERSONALITY

Berak is a man filled with certainty and zeal, derived from his faith. He is respectful to his elders, even-handed with his subordinates, and level-headed around his equals. This changes in dangerous situa-



tions, as he finds his zeal to smite the enemies of his faith and his people at odds with the clarity of mind required to achieve the best possible end. Amongst his enemies, he is curt; he speaks only when spoken to or when he has something to say. Berak assumes that strangers are neutral until they act to change that initial opinion, so he minds his manners.

In all things, Berak aspires to be a well-respected man, so he acts as one should, being somewhat conservative in his speech and demeanor. He expects reciprocity from others, and becomes angry when not given what he sees as his due. This has not caused any problems, so far.

ADVENTURE SEEDS

☞ Berak is part of a diplomatic mission out of Juniper Ridge to find additional allies in the war against the giants' army. Berak's role is that of a supporting character to a more important NPC, using his intuitive abilities to divine the motivations of other negotiators. He is also the source of historical and legendary lore for any who ask. The fact that Berak is a soul crafter should impress dwarves, but may carry less weight among other races.

☞ Berak is a capable leader in his own right. The PCs encounter him and a patrol of dwarfs and allied gnomes while they travel through Juniper Ridge unaware of the ongoing war. The patrol (led by Berak) discovers the party during the exploration of some ruins (likely belonging to Berak's clan), a mine, or just in the mountains somewhere. This encounter could lead to an alliance, or a fight, or it could lead to nothing but a passing in the night.

NEW PRESTIGE CLASS: SOUL CRAFTER

The dwarf race is famously known for its skills at stonework and metalworking. Dwarven armor, shields, weapons, sculpture, architecture, jewelry and much more are reputed to be the best in the whole of creation by many, even outside the race. The race's skill at such crafts is so superior that even items crafted by non-spellcasters can become imbued with raw magical power — if the craftsman receives the favor of his patron deity.

These blessed craftsmen, called soul crafters, gain the ability to channel their god's power through themselves and into their creations. In this manner, a soul crafter can craft magical items — sometimes potent items — without casting spells himself or finding someone who can.

Soul crafters are rare because of the need to attract and retain the divine favor of their god. They are figures of legend, even while they live, and are often protected by those around them (if not by the god who favors them) with fierce devotion. Clergy of most faiths regard these dwarves as holy men, for good or ill, and treat them accordingly.

If a soul crafter loses his god's favor, then the god may revoke the soul crafter's powers. In such a situation, the soul crafter loses all spell-like abilities, and he can't gain any further levels in this class. If the character atones appropriately for his actions and regains the god's favor, the prohibitions are rescinded.

Hit Die: d6

THE SOUL CRAFTER

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Imbue Item Level | Special |
|------------------|-------------------|-----------|----------|-----------|------------------|------------------------------|
| 1 st | +0 | +0 | +0 | +2 | 0 | Item Creation Feat |
| 2 nd | +1 | +0 | +0 | +3 | 1 st | Weapon and Armor Proficiency |
| 3 rd | +1 | +1 | +1 | +3 | 2 nd | Domain |
| 4 th | +2 | +1 | +1 | +4 | 3 rd | Metamagic Feat |
| 5 th | +3 | +1 | +1 | +4 | 4 th | (Item Creation Feat) |
| 6 th | +3 | +2 | +2 | +5 | 5 th | Domain |
| 7 th | +4 | +2 | +2 | +5 | 6 th | Metamagic Feat |
| 8 th | +5 | +2 | +2 | +6 | 7 th | (Item Creation Feat) |
| 9 th | +5 | +3 | +3 | +6 | 8 th | Domain |
| 10 th | +6 | +3 | +3 | +7 | 9 th | Metamagic Feat |

Requirements

To qualify to become a soul crafter, a character must fulfill all of the following criteria:

Race: Dwarf

Religion: Dwarf creator, smithcraft, or stonemason god

Alignment: Within one step of the patron deity

Skills: Craft (any stone or metal-working craft) 8 ranks, Knowledge (religion) 4 ranks

Feats: Skill Focus (prerequisite Craft skill)

Special: Must gain the favor of his god. If a soul crafter violates the ways and teachings of his patron deity, he loses his class features and cannot gain levels as a soul crafter until he atones (see the *atonement* spell description).

Class Skills: The soul crafter's class skills (and the key ability for each skill) are Appraise (Int), Concentration (Con), Craft (Int), Knowledge (arcana) (Int), Knowledge (religion) (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier

Class Features: All of the following are class features of the soul crafter prestige class.

Free Item Creation Feat: At 1st level, a soul crafter receives a free item creation feat appropriate to his Craft skill: a jeweler gets Forge Ring, a weaponsmith or armorer gets Craft Magic Arms and Armor. Others get Craft Wondrous Item. Should the soul crafter be eligible for more than one of these feats, then he chooses one of them. At 5th and 8th level a soul crafter receives additional item creation feats, but only if they are appropriate to his skills: a soul crafting stonemason with the Craft Wondrous Item feat would not suddenly gain the ability to forge magical rings at 5th level.

Weapon and Armor Proficiency: The soul crafter gains no additional weapon or armor proficiencies, but at 2nd level he gains the ability to use any magical item that he himself creates as if he did have the requisite proficiency. For example, if a soul crafter without Martial Weapon Proficiency (greatsword) forged a *+1 keen greatsword*, he would be able to wield that particular sword with no penalties, but when using any other greatsword (even one created by another soul crafter) he would suffer the normal -4 penalty to attack rolls.

Imbue Item (Sp): At 1st level, the soul crafter gains the ability to imbue a masterwork item of his creation with divine magic. This ability is not spellcasting per se, as the power is channeled through the dwarf directly from his god during the item's creation. The process, however, uses the spellcaster rules for item enchantment (for example: the soul crafter pays the xp cost, etc.). At 1st level, the soul crafter has access to 0-level cleric spells solely for the purpose of magic item creation. With each class level gained, the soul crafter gains access to the next level of cleric spells.

At 3rd, 6th, and 9th levels, the soul crafter gains access to the domain powers and spells of his patron deity solely for the purpose of imbuing items with divine power. At 3rd level, he has access to one cleric domain, at 6th two, and at 9th three. He gains access to each level of domain spells at the same rate as for cleric spells above (*i.e.*, at 3rd level he is able to access 1st and 2nd-level domain spells, as well as the domain power).

Metamagic Feats: At 4th, 7th, and 10th levels, the soul crafter receives one metamagic feat of his choice. The soul crafter may use these feats only when enchanting items that he creates.



THE GHOST KNIGHT

DORBIN CUTWHILP



“The self-exiled Lord Cutwhilp has become a nomadic enigma, stalking his evil ancestor.”

10th-Level Human Paladin

CR 10; SZ M (humanoid); HD 10d10+30; hp 91; Init +0; Spd 30 ft. (20 ft. in chainmail); AC 20 (+8 from +3 chainmail, ring of protection +2); Atk melee +14/+9 (1d10 +3/19-20/x2, +2 bastard sword), or +16/+11 (1d10+5/19-20/x2, +4 bastard sword when used against evil creatures), or +16/+11 (1d10+5 and causes double damage/19-20/x3, +4 bastard sword when used against Negative Energy Plane creatures and undead), mounted +13/+8 (1d8+3, +2 heavy lance); Face 5 ft. x 5 ft.; Reach 5 ft. (10 ft. with lance); SA Smite Evil 1/day (+2 attack/+10 damage), Spells, Turn Undead 9/day; SQ Detect Evil, Detect Undead, Divine Grace, Divine Health Lay on Hands (20 hp/day), Aura of Courage, Remove Disease 3/week; AL LG; SV Fort +12, Ref +5, Will +8; Str 13, Dex 10, Con 16, Int 11, Wis 16, Cha 14

Skills: Concentration +5, Heal +4, Knowledge (nobility) +2, Knowledge (religion) +4, Knowledge (undead) +5, Ride +5, Search +2, Spot +4

Feats: Extra Turning, Mounted Combat, Ride-By Attack, Weapon Focus (short sword: applies to sun blade)

Languages: Common, Abyssal, Draconic, Elven, Undercommon

Aura of Courage (Su): Dorbin is immune to fear (magical or otherwise). Allies within ten feet of him gain a +4 morale bonus on saving throws against fear effects.

Detect Evil (Sp): At will, Dorbin can *detect evil*, as per the spell.

Detect Undead (Sp): The Ghost Knight has studied the various kinds of undead so intimately, and his hatred for them burns so intensely, that whenever he uses his *detect evil* ability he can also sense the presence of the undead.

Divine Grace: Dorbin applies his Charisma modifier (+2) as a bonus to all saving throws (included above).

Divine Health: Dorbin is immune to all diseases, including magical diseases.

Lay on Hands (Sp): Each day Dorbin can cure a total of 20 hit points as a standard action. He can cure himself or may choose to divide his curing among multiple recipients, and he doesn't have to use it all at once. Alternatively, Dorbin can use any or all of these points

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to deal damage to undead creatures like a touch spell. He decides how many cure points to use as damage after successfully touching the undead creature.

Remove Disease (Sp): Dorbin can *remove disease*, as per the spell.

Smite Evil (Su): Once per day, Dorbin may attempt to Smite Evil with one normal melee attack. He adds +2 to his attack roll, and he deals 10 extra points of damage. If Dorbin accidentally smites a creature that is not evil, the smite has no effect but it is still used up for that day.

Turn Undead (Su): Dorbin may use this ability five times per day. He turns undead as an 8th-level cleric would.

Paladin Spells (2/2; base DC = 13 + spell level)

1st Level— *bless water, protection from evil*

2nd Level — *remove paralysis, shield other*

Possessions: +3 *ghost touch chainmail, ring of protection +2, +2(+4) sun blade* (bastard sword), +2 *heavy lance, ghost helm, alchemist's fire* (x2), *holy water* (x2), *potion of cure moderate wounds* (x2), *potion of lesser restoration* (x4)

BACKGROUND

The Cutwhilps were a family of rustic nobility who could trace their origins back farther than most of their city-bred counterparts. Possessed of stout morals, grand wealth, and a generous nature, the family often shared its prosperity with the less fortunate, thereby gaining the respect of the community. Even so, the affluent, kind family had its problems...and its secrets.

Far back in the Cutwhilps' history, in a time now erased from the family's records, a druidic ancestor made a pact with an evil power for immortal existence as one of the undead. Although the evil power granted the druid undeath, it required him to sacrifice some of his descendants' souls up to it every few centuries. And in a perversion of the druid's now-broken bond with nature, it caused a blight that left fields barren and newborn children and livestock sickly and horribly disfigured to accompany his sacrificial killing sprees.

Centuries passed and the blight receded into the obscurity of local folklore before Dorbin Cutwhilp was born. Lord Everton Cutwhilp, Dorbin's father, was so proud of his strong, bright son that, as soon as the boy came of age, he sent him to squire at the region's knightly brotherhood, a challenge his son was all too eager to rise to. As he grew older, Dorbin's courage

and deftness with a blade soon made him the toast of the countryside, and his reputation as a righteous man spread. In fact, he was so devoted to protecting the people of the land that a full ten years passed before he finally returned home, and when he did so, he found that all was not as he expected.

The home Dorbin returned to was a land rife with sickness and sorrow. The Cutwhilps' normally bountiful lands were bare, and the people were poor and starving. And no Cutwhilp in the silent manor house ever came out to ease their people's suffering with food or goods brought in from other lands; the family's era of benevolence had ended.

When Dorbin arrived at the Cutwhilps' manor that evening, he had several questions on his lips, but these questions died at the doorstep when his father leapt for his throat in greeting. Signaled by the blight, the time had come once more for Dorbin's horrendous ancestor to return to the lands of his birth and pay his dues with the lives and souls of the current Cutwhilp line. Lord Everton Cutwhilp was now a vampire spawn, tied in undeath to the land he had once ruled.

Dorbin slew his father, and then rallied his divine gifts to hunt down the other family members who had been scattered throughout the region when the ancestor struck. Within a year, he completed the lamentable task, though he never found the vile beast who had consumed their blood and souls. Killing his once-beloved family turned the new Lord Cutwhilp cold; his heart holds nothing but hatred for the damnable creature that destroyed his home and family.

Dorbin has since left his former home and life behind. The self-exiled Lord Cutwhilp, the last of his line, now stalks the undead, especially his evil ancestor. Riding out of the fog and darkness in his bone plate and on his massive steed Belazrad he has become a nomadic enigma, a hero the masses know as the Ghost Knight.

APPEARANCE

Standing at just over six feet tall, the Ghost Knight has adorned himself in a polished suit of chain mail with bone-like plates at the knees, elbows and shoulders, with the entire gruesome visage culminating in the horrific helm that almost always conceals the features of the warrior beneath. Shaped like a malicious skull, a deep red burns forth from within the helm's eye sockets, glaring outwards with a driving purpose that mirrors the Ghost Knight's obsession. Sitting atop his coal-black warhorse clad in similar bone-plated barding, the knight makes an unsettling sight, appearing almost like the undead he fights.



UNCOMMON CHARACTER

Underneath this suit of armor lies a thirty-three-year-old man with raven-black hair and the rugged, hawkish features characteristic of the noble Cutwhirl line. He has equally dark, piercing eyes stare right through a person's words and into their soul, as though looking for the taint of anyone who would flirt with the dark powers that reside beyond death.

PERSONALITY

Almost all of the warmth and compassion fled Dorbin as he drove that final stake through the heart of his mother, the last of his family to be released from undeath. His new identity as the mysterious Ghost Knight exudes this coldness like a tangible aura around him. He seems dangerously indifferent to the plight of the world, except when it comes to killing the undead or beings who employ the abominable creatures. In such instances, the Ghost Knight rides forth to do battle, his terrible wrath and courage a truly inspiring sight to behold in its calm, paradoxical efficiency.

ADVENTURE SEEDS

☛ The Ghost Knight roams far and wide in his search to speed any undead onward to their final rest. He has a network of paid informants, most of who never know for whom they are truly working. They pass along all manner of rumors involving the undying hordes and any mortals who would serve their cause, especially if it concerns vampires as the Ghost Knight is still obsessively seeking his ancestor. And so he travels constantly, tracking down what manner of truth may be found in these tales in his endless search for any creature that would cheat death's final due.

☛ Because of the Ghost Knight's consuming quest, he has been known to anonymously come to the aid of desperate heroes who find themselves pitted against the machinations of unliving foes. However, the Ghost Knight makes no exceptions in his hunt and will destroy anyone and everything that stands between him and the servants of the undying, whether that obstacle would otherwise be counted as a friend or not.

☛ All the tombs and grave plots in the region have been plundered for undead workers to dig through the nearby hills in a macabre mining operation. The area is not known to bear any mineral resources, but even so the mistress of the undead horde has begun preying on the living in the area in order to increase the size of her work gangs.

Upon approaching the extensive work site, the PCs hear the sounds of battle, not of mining. Rounding a partially stripped hill, the heroes come upon a mounted man, almost overwhelmed by a besieging throng of skeletons, zombies, and worse. While they cannot defeat the ghastly army, if the adventurers join the battle, the group can make a fighting retreat with the mounted man.

The figure removes his skull-shaped helmet and introduces himself as the Ghost Knight, a warrior in a holy crusade against all that is undying. He explains that he is seeking out the death-spurning mistress of the encampment, a necromancer named Meeshra (see p. 104), who believes that an unholy relic is buried somewhere beneath these hills. If he can't stop her before she finds it, the knight fears she might then become unstoppable.

NEW WONDROUS ITEM: GHOST HELM

The *ghost helm* is a large, skull-shaped helm that grants its wearer many benefits when fighting the undead. The wearer has Darkvision 120 ft., can see invisible undead (but not other invisible creatures), and automatically knows when undead are within 200 ft., the faint glow of the helm's eyes increasing in intensity the closer the undead approach.

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item, *darkvision*, *detect undead*, *see invisibility*; *Market Price:* 26,000 gp; *Weight:* 3 lbs.

BELAZRAD

Paladin's Mount (Warhorse)

CR 5; SZ L (magical beast); HD 8d8+24; hp 72; Init +1 (+1 Dex); Spd 50 ft. (35 ft. in barding); AC 26 (-1 size, +1 Dex, +10 natural, +6 from +5 *chainmail*); Atk melee +12 (1d6+6, two +1 *ghost touch* hooves), and +6 (bite 1d4+3); Face 5 ft. x 10 ft.; Reach 5 ft.; SQ Scent, Improved Evasion, Share Spells, Empathic Link, Share Saving Throws; AL LG; SV Fort +9 (+12)/Ref +7/Will +3 (+8); Str 20, Dex 13, Con 17, Int 7, Wis 13, Cha 6

Skills: Listen +7, Spot +7

Empathic Link (Su): Dorbin has an empathic link with Belazrad to a distance of up to one mile. Dorbin cannot see through the mount's eyes, but they can communicate telepathically. Even intelligent mounts

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see the world differently from humans, so misunderstandings are always possible.

Because of the empathic link between the Belazrad and Dorbin, the paladin has the same connection to an item or place that the mount does, just as a master and his familiar.

Improved Evasion (Ex): If Belazrad is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful saving throw and half damage even if the saving throw fails.

Share Spells: At the paladin's option, Dorbin may have any spell cast on him also affect Belazrad. Belazrad must be within five feet. If the spell has a duration other than instantaneous, the spell stops affecting the mount if it moves farther than five feet away and will not affect Belazrad again even if the mount returns to Dorbin before the duration expires. Additionally, Dorbin may cast a spell with a target of "You" on Belazrad (as a touch range spell) instead of on himself. Dorbin and Belazrad can share spells even

if the spells normally do not affect creatures of the mount's type.

Share Saving Throws: Belazrad uses its own base save or Dorbin's, whichever is higher.

Possessions: *+1 ghost touch chainmail barding, +1 ghost touch horseshoes*

NEW WONDROUS ITEM: GHOST TOUCH HORSESHOES

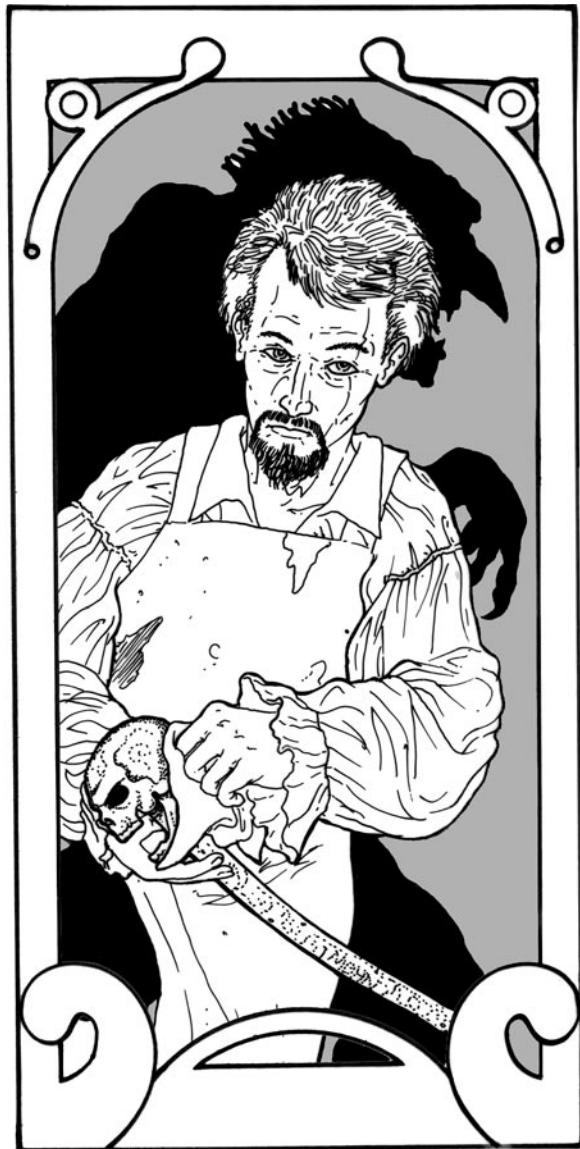
Belazrad's horseshoes have been enchanted so that they can harm incorporeal creatures, such as ghosts. The shoes also have a +1 enhancement bonus.

Caster Level: 9th; *Prerequisites:* Craft Wondrous Item, *ghost touch*; *Market Price:* 8,000 gp each; *Weight:* 0.5 lb. each



THE GREAT FAILURE

DUIG LACIDEM



“He’d prefer to listen intently to someone else’s adventuring tales than to risk his own life again.”

1st-level Human Expert

CR 1/2; SZ M (humanoid); HD 1d6+1; hp 5; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+1 Dex); Atk melee +0 (1d4/19-20/x2, dagger), or +3 (1d8+3/x2, +3 mace), ranged +1 (1d4/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; AL CG; SV Fort +1, Ref +1, Will +3; Str 11, Dex 12, Con 12, Int 14, Wis 13, Cha 10

Skills: Appraise +6, Alchemy +8, Craft (taxidermy) +8, Gather Information +2, Handle Animal +4, Knowledge (anatomy) +6, Knowledge (animals) +6, Listen +2, Spot +2, Wilderness Lore +3

Feats: Skill Focus (Craft [taxidermy]), Skill Focus (Alchemy)

Languages: Common, Elven, Gnome, Giant (poorly)

Possessions: *Iron Skull of Brodan*, taxidermist’s tools

BACKGROUND

Duig Lacidem grew up in the town of Felster, and he apprenticed under his father, Gareem, as a taxidermist. But Duig passionately wanted to become an adventurer and would often forsake his duties in the shop in order to engage in swordplay with his friends, or daydream of battling dragons. This enraged his father, who repeatedly barked at him, “Adventuring means quick rewards and sudden death.” When Duig bought a newly forged sword for his own use, his father beat him. That night, Duig left for a friend’s home, and a day later they and some comrades entered Brodan Swamp, named after the ruins within — ruins rumored to hold ancient treasures and long-forgotten magics.

On their first night in the swamp, during Duig’s watch, he walked the perimeter of the camp, and literally stumbled over a large mud-covered mace. The mace was ornate and expertly carved, resembling a human skull with the shaft carved to reflect a human spine descending into a rib cage handle. Duig spent the rest of his watch cleaning the mace.

When Duig returned to camp, he found a scene of complete carnage. Trolls had found their way into the camp and were gnawing on the remains of his friends. Duig fled in shock.

Ridden with guilt over the fate of his companions, Duig became depressed. The young would-be-adventurer’s mind went wild: what to do, what to say, where to go, what happened, why, if only? Three days after his friends’ deaths, he returned to Felster muddy, hungry, distraught and in shock.

He tried to return to his life as an apprentice taxidermist, but the horrors he'd allowed to happen preyed on his mind, always kept fresh by the repeated interrogations of his father and the parents of his friends.

After years of taking his father's daily verbal abuse, when Duig completed his apprenticeship, he packed up his belongings and fled Felster for a larger settlement and the pursuit of his dream: to become an adventurer. However his nightmares got the better of him, forcing him to back out of adventuring parties at the last minute. He then attempted to return to taxidermy, but no one wanted to hire a drunk, and he didn't have the capital to start his own shop.

He eventually returned again to Felster. Without a coin to spend, he began working with his father, who provided Duig with a new title: "Duig the Great Failure."

APPEARANCE

Guilt, nightmares, heavy drinking, and continued use of his dragon-weed pipe have aged Duig beyond his years. At the age of thirty, his dark hair and goatee are peppered with white. Wrinkles crease the corners of his lips, and he has dark bags under eyes that no longer shimmer with life. He stands over six feet tall, and he is frail looking. He commonly wears a blood- and chemical-stained leather apron over a filthy white shirt.

PERSONALITY

Duig is a timid and reserved person. While he has a love of adventure, he'd prefer to listen intently to someone else's adventuring tales than to risk his own life again. At times, this timidity angers him, and he makes grandiose vows to change his lot in life: taking renewed interest in combat training or in learning snippets of the Giant tongue from passing adventurers (in order to communicate with the trolls of the swamp). Eventually the situation always reverts to normal, but with the power of his mace and his increasing desperation Duig has the potential to become an aggressive individual. Whether the "new" Duig works for or against the interests of his own people depends entirely on what pushes him over the edge into action.

ADVENTURE SEEDS

☞ Duig still secretly yearns to become an adventurer. He is often seen in the local tavern drinking with his mace on his lap, daydreaming of a more exciting life. If he were sufficiently confident of success, he'd lead a powerful group of adventurers into the heart of Brodan Swamp to avenge the deaths of his friends

more than a decade ago and rid his soul of the inner demons that have plagued him. That would certainly prove his worth to the folks in Felster.

☞ Confusion and depression clings to Duig like a robe, and his father's taunts and the stories floating around Felster about his cowardice in the swamp and his failure in business do nothing to improve his mood. He is often seen making desultory excursions to the outskirts of the swamp, where he agonizes over what might have been.

During one of these excursions, an odd creature approached Duig: the smallest, scrawniest, least threatening troll he'd ever seen.

In addition, the little troll could speak garbled Common — enough to communicate to Duig that the Brodan trolls were looking toward him, as the wielder of the *Iron Skull of Brodan*, as their new leader.

Although Duig quickly fled the scene, frightened and disgusted by the offer, over the next weeks the thought continued to prey on his mind. If sufficiently disheartened by events in the town of his birth, Duig might put aside his scruples and lead the Brodan trolls into a new era of conquest, retaking the civilized lands surrounding the swamp and returning them to their formal, natural state. That would certainly teach the survivors in Felster a lesson.

NEW MAGIC WEAPON: IRON SKULL OF BRODAN

The *Iron Skull of Brodan* is a +3 heavy mace designed to appear as a screaming human skull atop a bone handle. The mace is a symbol of power and leadership amongst the trolls of the Brodan Swamp; no Brodan troll will attack the wielder of the mace, regardless of his race. In the eyes of the Brodan Swamp trolls, the user of the mace possesses the Leadership feat, as the reincarnation of their legendary hero Tuskke Clawbreaker, the warrior troll who first led his people to conquer the human city of Brodan, the swamp growing up in the ruins over the centuries since. This a non-magical effect, based solely on the mace's legendary history.

The mace grants the wielder the effects of a *bull's strength* once per day. Any user of the mace is protected by a continual *endure elements (fire)* spell.

Caster Level: 6th; *Prerequisites:* Craft Magic Arms and Armor, *bull's strength*, *endure elements*, *regenerate*; *Market Price:* 34,632 gp; *Weight:* 12 lbs.



FOLEG



“Foleg wants to leave the Magasar, but fear keeps him rooted to it.”

2nd-Level Magas Ranger

CR 2; SZ M (humanoid); HD 2d10+10+3; hp 28; Init -1 (-1 Magas); Spd 30 ft.; AC 12 (+2 leather armor); Atk melee +7 (1d6+3, masterwork quarterstaff), ranged +2 (1d6+2/x2 javelin); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Favored Enemy Vermin (+1 bonus); SQ Magas Traits; AL NG; SV Fort +8, Ref -1, Will +2; Str 14, Dex 10, Con 20, Int 12, Wis 14, Cha 8

Skills: Animal Empathy +4, Craft (woodworking) +7, Intuit Direction +4, Knowledge (the Magasar) +6, Listen +4, Spot +5, Wilderness Lore +6

Feats: Ambidexterity (in light or no armor), Toughness, Track, Two-Weapon Fighting (in light or no armor), Weapon Focus (quarterstaff)

Languages: Common, Sylvan, Magas

Favored Enemy: Foleg gains a +1 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against vermin. The same bonus applies to weapon damage rolls against creatures of this type.

Magas Traits: Magas are -1 to initiative, can *wood shape*, 1/day as per a druid of the same level, receive a +2 racial bonus to Craft (woodworking), and are +1 to attack with a quarterstaff.

Possessions: *potion of cure light wounds* (x3), *potion of hiding* (x2), *potion of sneaking* (x2), *potion of swimming*, masterwork quarterstaff.

BACKGROUND

When Foleg was five years old, his mother, Eva, took him walking in the deep woods and deliberately lost him there, as her father had done to her when she had been the same age. In fact, in magas society, doing so was expected; it taught the child self-sufficiency and courage in the face of adversity. Unfortunately, Foleg’s mother abandoned him near a nest of diseased ground squirrels. Maddened with sickness, the ground squirrels swarmed upon the child, terrifying him. He had never seen the likes of ground squirrels, and he mistook them for some strange species of meat-eating chipmunk.

When Eva returned for her son, three days later and five miles away, she found him bawling and clinging to

the uppermost branches of a large tree. Unsure of how to proceed, the magas took her son to the nearest elder, her uncle. The elder questioned Foleg about his time alone, and when he learned the boy had been frightened of squirrels, he belittled him. The elder hoped his derision would instill a desire in Foleg to prove himself, but his laughter only made Foleg dislike and distrust his fellow magas.

Though he has long since repressed the traumatic incident, it had a powerful effect on his personality: his shame at his fear of the unknown ultimately catalyzed a fascination with it, and now Foleg is a xenophile. While most magas retch at the thought of spending more than a few minutes in the presence of a non-magas, Foleg jumps at every opportunity to expand his horizons. A foreigner's conversation with Foleg is an endless barrage of questions, ranging from specific questions about his clothing, to more general inquiries on his opinions and reasoning about broad philosophical issues, such as the nature of evil.

Now that he is recognized as an adult, Foleg divides his time between the magas and human cultures. For several seasons now, he has been a familiar sight in and around the human lumber camp near his homeland. "The clumsy woodsman," as the humans call him, sits around the campfires at dinnertime, and he listens to the humans talk about the world beyond the hills. The lumberjacks tolerate his presence, as they like to feed him ridiculous lies about dwarves, elves, arcane magic, human religion, and other things. Unbeknownst to them, Foleg recognizes their storytelling for what it is, but he enjoys their company, nonetheless. In fact, he admires the humans' imagination, and he envies the fact that a few of them have traveled far beyond the small world that he knows.

Once a small group of travelers came through the camp looking for a guide through the dangerous Magasar, and Foleg quickly took the job. Although the journey passed without incident, to Foleg, it was the adventure of his life! He met his first dwarf, and he talked endlessly with four humans from beyond the human lands surrounding his homeland. Since this experience, Foleg has been eager to aid (question) more travelers, so he's asked the lumberjacks to refer any travelers seeking a guide to him.

Of course, Foleg's fellow magas rue his anomalous behavior, but none of the magas, including his clan elder, have taken action to restrain him. The introverted, isolationist clumsy-men don't want the humans or other races tramping through their homelands, but so far, Foleg hasn't done anything to upset their harmonious existence, so they let him be. They all just think him very odd.

APPEARANCE

Foleg appears to be a normal young magas: his skin is gray and knobby, his body tough and fleshy, and his black hair is thin and patchy. He dresses as a human lumberjack, though he travels about barefooted. He carries a quarterstaff his father gave him when Foleg attained adulthood, and he has a sack full of magas potions and edible roots.

PERSONALITY

Foleg is unique among the magas in that he possesses a burning curiosity about the world beyond the Magasar. As his isolationist clan has experienced little beyond their confining realm, Foleg has learned little of geography and history from his clanfolk. From the humans in the lumber camp, he knows that unusual things lie outside his homeland that he longs to experience for himself: mountains, seas, deserts, and cities.

Foleg wants to leave the Magasar, but fear keeps him rooted to it. He realizes that he overcame such fears in talking with the humans, but he can't imagine life without his family or the familiar things around him.

Foleg spends days walking in the deep woods, just pondering how things might be in the lands beyond his own. He also silently berates himself for being such a coward, for he "knows" what he wants to do, but he is just too scared to do it.

ADVENTURE SEEDS

♣ Adventurers seeking a location within the Magasar would be well advised to obtain a magas guide; the land is dangerous, and no one knows the hazards better. However, the Clumsy-Men are notorious recluses; Foleg is young and inexperienced, less skilled than many of his kinsmen, but he is also the only magas woodsman willing to tolerate the outlanders' presence for any length of time.

♣ Foleg's perverse interest in the doings of the world beyond the Magasar make him the natural contact point for foreign druids, or any others interested in the Clumsy-Men or their lands. However, this same interest alienates him from his kin, limiting his effectiveness as a go-between; in delicate negotiation, Foleg is as much a liability as an asset.

It's entirely possible that his xenophilia may cause his elders to exile him from his homeland. While this would cause him chagrin, Foleg's wood-shaping abilities are a curiosity outside the Magasar. With a lot of



encouragement from friends he could trust, Foleg would leave his home to see the world.

NEW RACE: MAGAS (THE CLUMSY-MEN)

The highlands around the valley and the river, the rolling hills below the towering mountains: these are the lands of the clear-eyed magas, called clumsy-men by the nearby humans, when they mention them at all. The humans don't realize magas are actually a separate humanoid race: they think they are odd-looking humans who choose to live away from others. The magas, for their part, have as little to do with the outside world as possible, never leaving their range of hills (which they call the Magasar, a name they do not share with other races) or the forest around them. They live in small clans that usually consist of about two extended families. The clans spread themselves through the range, and they occasionally gather for marriages and trade. The magas subsist largely on roots and tubers, occasionally supplemented by game.

Personality: A race of hermits, the magas (singular magas, plural magas) are quiet, introspective, and soft-spoken. They feel a strong kinship with the natural world, often much stronger than the ties they feel to other humanoids. Magas are extremely somber, and they rarely make jokes. Magas culture is based around irregular meetings between the most elder members of the race, who are revered by their juniors.

Clumsy-men do not form relationships easily, but once made, a magas friend is a friend for life.

Physical Description: The Magas are lean, knobby people with sparse hair and long limbs. They stand between five and six feet in height, averaging two inches taller than a human, but weighing the same amount. Uniformly, Magas have fleshy gray hides and very thin black hair, which slowly turns salt-and-pepper, then gray, as the Magas ages. Magas males grow scraggly beards; this is the main distinguishing feature between the sexes. They wear simple clothing, usually made themselves, of bark or leather. The Magas lifespan is about twenty years shorter than that of humans.

Relations: The Magas avoid contact with outsiders. Those who have met elves or gnomes generally distrust them, but treat them with courtesy. The Magas tell unflattering stories about humans, but the two cultures do not interact. Part of Magas philosophy includes withdrawal from the outside world; those coming into contact with foreigners usually perform ritual purifications to wash away the dirtiness encountered.

Alignment: Almost all Magas are neutral. Some are neutral good or neutral evil, but the solitary life of the Magas is not conducive to strong feelings about law or chaos.

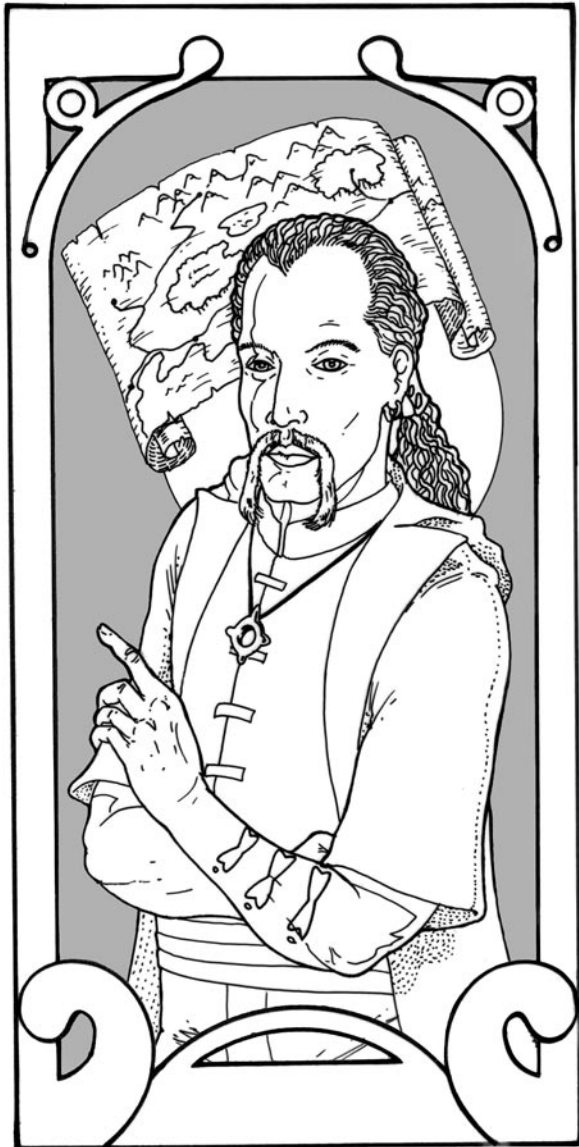
Magas Lands: The Magasar is a large belt of hills hundreds of miles long and dozens wide. Trails in the Magasar are few and far between; it is a wild, untrafficked land of tall trees and deep valleys. Magas communities are rarely larger than twenty, including a half-dozen children; some individual families choose to live alone in the hills.

Religion: Clerics of the Magas have access to Good, Evil, Plant, Protection, and Destruction domains. The Magas have no codified religion; each cleric is expected to find his or her own path. Arcane spellcasters are rare to the point of nonexistent, but divine spellcasters are relatively common. Magas clericism is similar to druidism.

MAGAS RACIAL TRAITS

- ☞ -4 Dex, +4 Con, -2 Cha
- ☞ Though incredibly resilient, the Magas are clumsy, suffering a -1 to Reflex saves
- ☞ -1 to Initiative: Magas are notoriously slow to act.
- ☞ Bonus Feat: Toughness
- ☞ +2 racial bonus to Craft (woodworking)
- ☞ Spell-like Ability: wood shape, 1/day as per a druid of the same level
- ☞ Automatically proficient with the quarterstaff; +1 to attacks made with a quarterstaff. (The cultural weapon of the Magas is the quarterstaff. The gift of a quarterstaff to a child marks the ascent to adulthood.)
- ☞ Favored Class: Ranger

GEOFF FIREBORNE



“Any day now, he will leave in search of his elusive destiny; he’s just waiting on a sign to tell him it’s time.”

1st-Level Human Rogue/1st-Level Bard/1st-Level Wizard/1st-Level Fighter/1st-Level Ranger/
1st-Level Druid/1st-Level Barbarian/
1st-Level Cleric/1st-Level Paladin/1st-Level Monk/
1st-Level Sorcerer

CR 11; SZ M (humanoid); HD 2d6+4 + 3d10+6 + 3d8+6 + 1d12+2 + 2d4+4; hp 73; Init +1 (+1 Dex); Spd 40 ft.; AC 16 (+2 Wis, +1 Dex, *bracers of armor* +3); Atk melee +5 (1d8+1/19-20/x2, +1 *longsword*), or +4 (1d6/x2, unarmed strike), ranged +6 (1 point/x2, shuriken), or +6 (1d4/x2, sling); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Evasion, Favored Enemy (goblinoids), Flurry of Blows, Sneak Attack +1d6, Spells, Stunning Attack (DC 12, 1/day), Unarmed Strike; SQ Bardic Knowledge, Bardic Music, *Detect Evil*, Divine Grace, Divine Health, *Lay on Hands* (3 hp/day), Nature Sense (currently inaccessible), Rage 1/day (currently inaccessible), Spontaneous Casting (*cure* spells), Turn Undead 6/day; AL Geoff has undergone many changes and has been several alignments but he is currently LG; SV Fort +16, Ref +7, Will +14; Str 10, Dex 13, Con 14, Int 15, Wis 14, Cha 16

Skills: Animal Empathy +6, Balance +4, Bluff +6, Climb +4, Concentration +5, Decipher Script +5, Diplomacy +7, Disable Device +3, Escape Artist +2, Gather Information +5, Heal +5, Hide +7, Jump +5, Knowledge (Arcana) +6, Knowledge (Myths & Legends) +4, Knowledge (Religion) +4, Listen +8, Move Silently +5, Open Lock +5, Perform (chant, dance, melody, storytelling) +7, Search +6, Spellcraft +6, Spot +8, Swim +4, Tumble +5, Use Magic Device +5, Wilderness Lore +6

Feats: Alertness, Ambidexterity (in light or no armor), Dodge, Expertise, Mobility, Run, Scribe Scroll, Track, Two-Weapon Fighting (in light or no armor)

Languages: Common, Draconic, Druidic, the tongue of the northern barbarians, Orc, Elven

Bardic Knowledge: Geoff may make a special Bardic Knowledge check with a +3 bonus to see whether he knows some relevant information about local notable people, legendary items, or noteworthy places.

Bardic Music: Once per day per level, Geoff can use Bardic Music to Inspire Courage, Countersong, or Fascinate.

Detect Evil (Sp): At will, Geoff can detect evil; this ability duplicates the effects of the spell *detect evil*.



UNCOMMON CHARACTER

Divine Grace: Geoff applies his Charisma modifier (+3) as a bonus to all saving throws.

Divine Health: Geoff is immune to all diseases, including magical diseases.

Lay on Hands (Sp): Each day Geoff can cure a total number of 3 hit points as a standard action. He can cure himself or may choose to divide his curing among multiple recipients, and he doesn't have to use it all at once. Alternatively, Geoff can use any or all of these points to deal damage to undead creatures like a touch spell. Geoff decides how many cure points to use as damage after successfully touching the undead creature.

Evasion (Ex): If Geoff makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can only be used if Geoff is wearing light armor or no armor.

Fast Movement: Geoff has a speed faster than the norm for his race by +10 feet when wearing no armor, light armor, or medium armor (and not carrying a heavy load).

Favored Enemy: Geoff gains a +1 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against goblinoids. The same bonus applies to weapon damage rolls against creatures of this type.

Sneak Attack: Any time Geoff's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Geoff flanks the target, his attack deals an extra 1d6 of damage. Ranged attacks can only count as sneak attacks if the target is within thirty feet.

Spontaneous Casting: Geoff can "lose" a prepared spell (other than domain spells) in order to cast any cure spell of the same level or lower.

Stunning Attack (Su): Geoff can use this ability once per round, but no more than once per level per day. Geoff must declare he is using a stun attack before making the attack roll (thus, a missed attack roll ruins the attempt). A foe struck by Geoff is forced to make a Fortitude saving throw (DC 12). In addition to receiving normal damage, if the saving throw fails, the opponent is stunned for one round.

Summon Familiar: Geoff can summon a familiar, but he has chosen not to do so at this time.

Turn Undead (Su): Geoff can Turn Undead six times per day.

Unarmed Strike: Fighting unarmed, Geoff gains the benefits of the Improved Unarmed Strike feat and thus does not provoke attacks of opportunity from armed opponents that she attacks. Using the Flurry of Blows Unarmed Strike, he may make one extra attack in a round at his highest base attack, but this attack and each other attack made that round suffer a -2 penalty apiece. Usually, his unarmed strikes deal normal damage rather than subdual damage.

Bard Spells (4; base DC = 13 + spell level)

0 Level—*ghost sound, mage hand, read magic, prestidigitation*

Cleric Spells: (3/2 +1; base DC = 12 + spell level) (* denotes a domain spell)

0 Level—*create water, detect poison, resistance*

1st Level—*doom, remove fear, sanctuary**

Domains: Law, Protection; **Granted Power:** Geoff can cast Law spells at +1 caster level; Geoff can generate a *protective ward*, a spell-like ability to grant someone he touches a resistance bonus on her next saving throw equal to Geoff's level. Activating this power is a standard action. The protective ward is an abjuration effect with a duration of one hour that is usable once per day.

Druid Spells (3/2; base DC = 12 + spell level)

Currently inaccessible.

Sorcerer Spells (5/4; base DC = 13 + spell level)

0 Level—*resistance, daze, dancing lights, mending*

1st Level—*shield, obscuring mist*

Wizard Spells (3/2; base DC = 12 + spell level)

0 Level—*arcane mark, detect magic, flare*

1st Level—*alarm, grease*

Possessions: +1 longword, bracers of armor +3, spellbook, shuriken (15), sling, sling bullets (20), an odd assortment of adventuring and exploration gear, ranging from spelunking equipment to healing kits to souvenirs gathered from all of the varied locals of his past journeys.

BACKGROUND

Geoff, being an odd lad, always preferred the company of books about foreign lands to that of other children. Just about the only time that Geoff played with the other kids is when their curiosity compelled them to sneak away and explore the neighboring woods or the town's abandoned buildings. In fact, it seemed to Geoff's parents that he was always in trouble with the constabulary for using his keen wits and deft fingers to sneak his way into every off-limits place in town, while he should have been pursuing his apprenticeship with the respected wizard, Zenwin Wondereye.

When adulthood arrived, Geoff decided not to establish his own business magically mending tools and creating everlasting lamps like Zenwin. Instead, he felt his time would be better spent traveling the world, so, signing on as a guard with a passing caravan headed north, he set off to see the lands beyond the town's borders. He remained with the caravan for nearly eight months, and in that time, he spun many tales from his childhood readings to the hardy mercenary guards. Through these clever stories, he earned both their comradeship and the benefit of their experience and teachings. By the time they reached the northernmost frontier town on their journey, Geoff had the essentials of swordplay and fisticuffs well under his belt.

It was there that he bade the mercenaries adieu, and he teamed up with a band of woodsmen and trappers, learning all that he could about the vast, snowy wilderness while once more earning the trust and respect of his companions with tales of the glorious forest of old, long before man sought to tame it. For nearly two years he stayed with them, camping out under the stars, trading furs for supplies, and thanklessly dissuading raiding goblinoids from storming remote human settlements.

Eventually the woodsmen introduced him to a local hermit, the druid Ferrenias. After much pleading and cajoling, Geoff convinced Ferrenias to take him under his wing and teach him to "speak with the woods." Almost three years of intense study and meditation followed, during which time Geoff grew attuned to wind-born whispers and the messages carried in birds' songs. It was a happy time, save for a few instances when Geoff and Ferrenias were called upon to aid the woodsmen in repelling would-be forest despoilers. Unfortunately, one chilly winter's evening, the ancient hermit's soul was called into life's final mystery. With no ties remaining to hold him, Geoff left to explore the wilds yet further north.

Several weeks into his wanderings, Geoff was apprehensively welcomed to travel with a band of northern wild men he encountered as they ranged south in search of food for their tribe. Once again, Geoff's

stories served him well by earning him a welcomed place at the fire of the supposedly savage people. Nearly three more years passed as Geoff learned their tongue and customs, and he lived the same unfettered life as they before a misunderstanding involving a taboo, the chieftain's daughter, and an unintentional marriage proposal forced Geoff to flee south, towards his homeland.

Harried and fearful of the barbarians set upon his trail, Geoff fled deeper south, heedless of the inherent dangers of the untamed wilderness. His reckless flight eventually landed him—bloodied and barely conscious from a fever—at the front steps of a remote temple whose purpose was to bring civilization to the godless heathens of the north.

After many months of recovering from his illness, Geoff became fascinated with the temple's priests, and he decided to undertake their teachings. He remained with them for close to two years, during which time he was initiated into their sacred order. But Geoff could not rest peacefully for long, especially after the previous excitement surrounding his life since leaving home, and so he decided to seek the tutelage of one of the church's holy warriors, believing that he could best serve his faith with his proven sword arm rather than with a scribe's quill.

He spent four more years studying with Sir Laurent Trolltooth, one of the temple's greatest champions. In that time, Geoff studied hard and learned to wield his good intentions and deity's teachings like a benevolent suit of armor. But, once again, it seemed that Geoff's destiny had other plans for him. A single bout of rage and an inappropriate use of his bestowed powers not only caused his beloved god to withdraw his holy support, but it brought great shame down upon his renowned teacher. Geoff skulked back into the wilderness with his guilt and disgrace worn about him like a brilliant cloak.

For many months following, Geoff lived off of the land, and he was on the verge of becoming a reclusive hermit, like his old mentor, when he happened upon a flock of men in dun colored robes gathering water at a mountain stream. The strangers' apparent leader seemed to take in Geoff's entire tale with a single glance; then he silently beckoned the pariah to follow him and his companions. Geoff quickly learned that the men belonged to a monastery that believed that their own noise served only to drown out the truths of the world around them, thus they had each taken a vow of silence to better pursue their meditations. Intrigued, the fallen holy warrior began to study the teachings of the monastery, and he became good friends with its head, Gow Finn. The four years that Geoff spent at the monastery, ruled by the rigid discipline of his monk's vows and ordered philosophies, allowed him to find an inner peace that would ulti-



mately bring him to reconcile with his past, his guilt, and his god.

As had become his way, however, Geoff knew when it was time to move on, and so he silently bid Gow Finn goodbye, deciding once again to head south to visit his long-missed parents. As chance would have it, he then encountered a young apprentice of his old teacher, Zenwin Wondereye, who had been sent to the north to retrieve a valuable spell component his master required for an experiment. Sharing their experiences along the trip back to their hometown, the two quickly became friends, and Geoff found his childhood interest in magic returning. Milt, his new friend, grabbed hold of this reawakened interest and began reacquainting the older man in the ways of the arcane. Both were surprised to discover that the mental disciplines learned from Gow Finn and his monks now allowed Geoff to tap into the mystical energies contained within each living creature without the usual crutch of a spellbook! Milt helped Geoff explore and practice with this new talent right up until the end of their journey.

Geoff has now been home for almost a year, and his wanderlust is once more beginning to get the better of him. As much as he has enjoyed seeing his family again and returning to farm life, middle age is creeping ever closer, and Geoff feels he still has yet to find his particular niche in the world. Any day now, he will leave in search of this elusive destiny; he's just waiting on a sign to tell him it's time.

APPEARANCE

Now nearly thirty-seven, Geoff has retained the robust, healthy look of his youth. His long hair, which is usually tied back in a ponytail, has retained its fiery red luster and has only just begun to show signs of thinning upon his forehead. He has recently taken to sporting an equally burning moustache that droops down past his chin, a reminder of his days with the barbarians, and it serves to give him a rough, intimidating look that is balanced by his smiling, green eyes.

He prefers to wear simple, dun colored, loose-fitting pants and similarly colored sleeveless shirts with a wide-open robe, all of which is reminiscent of his monastery days. The only items of value that he keeps on his person are the sword given to him as a gift by his woodsmen teachers, a small pouch of traveling coin, and the gilded symbol of his faith, which hangs about his neck on a silver chain.

PERSONALITY

If his many travels have taught Geoff anything, it has been to accept life as it comes. As a result, he is a very easygoing, personable — if whimsical — man who will go out of his way to help others. He is also extremely sociable, and he takes every opportunity to talk with strangers in the hopes of learning new tales from afar, while at the same time, sharing his own storehouse of stories and anecdotes. That being said, is it any wonder that he has such a love for wandering?

Geoff's only failing it is that he is too trusting. He easily accepts people at their word, and, although he is not at all naïve about the way that the world works, he finds it difficult to see the bad in people until they slap him in the face with it.

ADVENTURE SEED

♣ Geoff has recently been talking to absolutely everyone who has come through town in the hopes of finding someone with an interesting cause or destination to justify his leaving his home again. He buys all of his newly found companions drinks at the local pub, gives them advice on which inn is best suited for their needs, and offers to act as a guide throughout their stay. Geoff has been disappointed thus far, but he figures that it is only a matter of time before he comes across someone who will suit his needs. If not, Geoff can certainly leave on his own, and he'll likely get himself entangled in as many odd adventures as before.

Once on the road though, Geoff proves to be a handful for his companions. Although his skill at weaving a yarn and recounting epic legends is very entertaining, the odd luck that seems to follow him is always getting him — and anyone who travels with him — into trouble. If Geoff's history is any indication of what fate has in store for him till the end of his days, anyone who travels with this wanderer may indeed find interesting times ahead.

JONELISSE



“Stories abound that her veil hides a beauty so stunning it would enthrall or blind anyone who looked upon her.”

6th-Level Half-Fey Bard

CR 11; Size M (humanoid); HD 9d6+3; hp 37; Init +3 (+3 Dex); Spd 30 ft.; AC 18 (+3 leather armor, +2 *ring of protection*, +3 Dex); Atk melee +5/+5 (1d6+3/1d6+3/x2, +2 *quarterstaff*), ranged +6 (1d6/x3, composite shortbow); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Captivating Voice, Spells, Unearthly Voice; SQ *Dimension Door*, Low-light Vision, Youthful Appearance; AL NG; Saves Fort +1, Ref +8, Will +6; Str 12, Dex 16, Con 10, Int 14, Wis 13, Cha 19*

* Jonelisse’s 19 Charisma refers only to her voice. In terms of physical beauty, consider her Charisma 13. Even though her face has orcish features, she’s still somewhat pleasant to look upon, if unusual looking.

Skills: Bluff +6, Decipher Script +7, Disguise +7, Escape Artist +5, Gather Information +9, Hide +7, Knowledge (geography) +6, Knowledge (nature) +6, Listen +4, Move Silently +5, Perform +13, Search +4, Use Magic Device +8

Feats: Ambidexterity, Toughness, Two-Weapon Fighting

Languages: Common, Elven, Orc, Sylvan

Bardic Knowledge: As a bard, Jonelisse may make a special Bardic Knowledge check with a +8 modifier to see whether she knows some relevant information about local notable people, legendary items, or noteworthy places.

Bardic Music: Six times per day, Jonelisse can use Bardic Music to inspire courage or competence, to fascinate, or as a countersong or suggestion.

Instead of being blessed with her mother’s beauty, Jonelisse has other interesting abilities:

Captivating Voice (Su): All humanoids within hearing range of Jonelisse when she sings (up to 300-ft. range) must make a Will save (DC 15) or be captivated as per the *enthrall* spell. Jonelisse can suppress or resume this ability as a free action. If a victim’s save is successful, he cannot be affected again that day by Jonelisse’s song. Another bard’s countersong ability allows an enthralled victim to attempt a new Will save.

Spell-like Abilities: Jonelisse can cast *dimension door* once per day as cast by a 7th-level sorcerer. She can also



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replicate druid spells as a 5th-level caster. She has low-light vision.

Unearthly Voice (Su): Jonelisse can evoke this ability once every ten minutes. Those within thirty feet of her who hear her voice must succeed at a Will save (DC 17) or die. As this ability cannot be targeted to affect only specific creatures, it is an ability she will only use in dire circumstances. When in an adventuring party, she entrusts her allies with code words that tell them to gather within the radius of a *silence* spell or to submit without resisting to a *deafness* spell in order to protect them from the effects of her unearthly voice. If there is no time to protect her allies with spells, she yells the code that tells them to block their ears tightly, which gives them a +2 circumstance bonus to their Will saves; she would only do this in a life-or-death situation, as she has no desire to endanger allies or innocents.

Youthful Appearance (Su): Jonelisse appears as an ever-young woman, no matter her true age.

Bard Spells: (3/4/3; base DC= 14 + spell level)

0 Level — *daze, detect magic, light, mending, read magic, resistance*

1st Level — *cure light wounds, expeditious retreat, hypnotism, mage armor*

2nd Level — *blindness/deafness, cat's grace, silence*

Druid Spells: (5/4/2/1; base DC = 11 + spell level)

0 Level — *create water, cure minor wounds, detect magic, detect poison, resistance*

1st Level — *cure light wounds, entangle, obscuring mist, summon nature's ally I*

2nd Level — *barkskin, summon nature's ally II*

3rd Level — *speak with plants*

Possessions: +1 leather armor, *potion of cat's grace*, +2 quarterstaff, *ring of protection +2*, *veil of disguise*

BACKGROUND

Jonelisse is a twenty-four-year-old bard of some renown, with a voice said to be so beautiful that it can still a raging river. No one can say much about her physical beauty, however, as she hides her face behind a thick veil. Her only visible facial features are her striking emerald eyes. Stories abound that her veil hides a beauty so stunning it would enthrall or blind any who looked upon her. Jonelisse has done nothing to squelch these rumors, and revels in their irony.

In truth, Jonelisse wishes she had such beauty. If she did, she would have easily felt at home among her

mother's people: the wood nymphs. Unfortunately, her mother, Jeliara, fell uncontrollably in love with a half-orc ranger named Tevror. The ranger had always done a great deal to protect the forest's inhabitants, and once when he was severely wounded and about to be killed by a ravaging band of ogres, Jeliara rescued him, brought him to her home and treated his injuries. While in her care, she grew to know and love Tevror, despite his orcish blood; the beauty and goodness she found in his heart outweighed the monstrous traits in his appearance. Jonelisse's birth was a product of this love.

Although not hideous, Jonelisse's facial features show signs of her father's orcish heritage: she has prominent canine teeth, a piggish nose, a greenish-grey tint to her skin, and a slightly sloping forehead. Gratefully, she did not inherit her father's coarse body hair. In fact, her body is very shapely like her mother's, and Jonelisse inherited her blonde hair and green eyes.

Growing up in the presence of her beautiful mother and other nymphs, Jonelisse always felt ugly and inadequate. She often dreamed of running away to live with her father, whom she felt certain would understand her feelings of alienation, but he wasn't prepared to take on the responsibilities of raising a small child. Ultimately, hill giants killed him when Jonelisse was only ten.

Ashamed and alone throughout most of her childhood, Jonelisse sought solace in nature's song. In time she learned that she possessed different gifts than her mother. Instead of stunning with her physical beauty, she found that her voice captivated those around her, animal and humanoid alike. Word of her gift spread through the forest, and one day an elven bard named Glavitalis appeared before the strange, young girl. He succumbed to the beauty of her song, and he knew that he had found his next pupil. At age eleven, Jonelisse left her mother to apprentice with the bard.

Jonelisse expected to be happy living with people who didn't exude the beauty of her mother, but she found the elves extremely aloof and concerned more about her orc blood than her voice and skill. Her facial features provoked so much derision and scorn that her mentor suggested she hide her face from view. In this way, he assured her, people would learn to respect her for her talents and personality, her inner gifts, and not for what they saw on the outside.

She stayed and trained with Glavitalis for five hard years, and when she turned sixteen, she left to explore the world around her.

Glavitalis gave her a gift upon her departure: a *veil of disguise*.

With such an item she could freely move amongst any race without drawing stares. Jonelisse wears this item always, although she doesn't use its magical powers often. She is so used to hiding behind the veil, that it has become almost a part of her. Additionally, she has found that the mystique of it has helped propel her renown as a bard.

APPEARANCE

Jonelisse stands five and a half feet tall. Although her body is shapely, her shoulders are broad for a (human-appearing) woman. Her eyes are a deep green, and she is usually not seen without her magic veil, which hides her pointy teeth and piggish nose. She appears very youthful. Her lustrous golden hair, only partially hidden by the veil, hangs to her shoulders. She wears a gold-trimmed blue tunic, leather pants, and soft knee-high boots. A finely made lute hangs over her back.

PERSONALITY

Jonelisse is a lonely and weary soul. She finds it difficult to make friends, and she has a hard time trusting others. She loves the woodlands and its fey inhabitants, and she does whatever is within her power to protect them, even though she seeks to avoid combat when possible. Once in battle, she finds it difficult to stop. She assumes that her orcish heritage is responsible for this bloodlust, and it scares her.

She wanders the land in search of knowledge and stories to be told; she is fascinated by art, poetry, and music, and seeks these out in any place they reside. She can most often be found in cities or towns near lakes or forests; places that remind her of her sylvan homeland.

ADVENTURE SEEDS

☞ Jonelisse is obsessed with the life and works of an half-elven bard named Aldriss Silverdale. Aldriss wandered the lands in search of a fabled magical land known as Journey's End. According to legends, this place is a sanctuary of peace, where all races live in harmony, and art and music flourish. Many great warriors, having grown tired of the fight, are said to have laid down their weapons and sought this land.

Writings left behind by Aldriss indicate that he felt close to discovering its whereabouts. As Aldriss disappeared over seventy-five years ago, it is believed that he succeeded and retired to this realm. In her travels, Jonelisse has encountered several cryptic messages

chiseled into the stone walls of places that Aldriss had visited. She believes that if she can find more such clues, she can piece together the mystery of Journey's End and retire there herself. She travels the lands searching for every known dungeon or ruin that Aldriss ever explored. As most of those places are very dangerous, she is always looking for strong parties to accompany her.

☞ Five years ago, a nobleman named Carthias Milano promised his daughter Glorianne in marriage to young Lord Havrick Varlor. The girl, who was famed in her lands for her beauty and marvelous singing voice, argued with her father over the arranged marriage, stating that she only wanted to pursue her music; she didn't have the time or inclination to be someone's wife. Only music made her happy, and she planned to make it her life's work. Unable to sway her father, Glorianne fled her home to pursue her passion.

Carthias has spent many years in search of his daughter, and eventually word of a youthful, veiled bard with an unusually lovely voice reached his ears, Carthias believes this bard may be his daughter. He hires the PCs to capture her and bring her to him for an "unveiling."

NEW WONDROUS ITEM: VEIL OF DISGUISE

This veil functions as per a *hat of disguise*, except that it is held magically to the wearer's head, a protective feature added by its creator. Removing it requires the command word ("gazeuponmenowIsay"—said as one word) or a Strength check (DC 14). In addition to its disguise capabilities, the item can change colors to match its wearer's chosen attire (a chameleon effect).

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item, *change self*, *arcane lock*; *Market Price:* 2,125 gp; *Weight:* —



KARENA



“The uncivilized Karena knows nothing of good, evil, law, or chaos.”

2nd-Level Halfling Sorcerer/3rd-Level Barbarian

CR 5; SZ S (humanoid); HD 2d4+4, 3d12+6; hp 36; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30 ft.; AC 13 (+2 Dex, +1 size); Atk melee +6 (1d2+1 subdual/crit x2, unarmed), or +6 (1d4+1/crit x2, dagger), ranged +6 (1d4/crit 19-20/x2, dagger); Face: 5 ft. x 5 ft.; Reach 5 ft.; AS Spells; SQ Rage 1/day (6 rounds), Fast Movement, Uncanny Dodge; AL CG; SV Fort +6, Ref +4, Will +5; Str 12, Dex 15, Con 14, Int 10, Wis 11, Cha 11

Skills: Balance +3, Climb +5, Escape Artist +3, Handle Animal +2, Heal +1, Hide +6, Intuit Direction +2, Jump +5, Knowledge (nature) +1, Listen +4, Move Silently +5, Sense Motive +1, Spot +3, Swim +3, Tumble +3, Wilderness Lore +3

Feats: Alertness, Improved Initiative

Languages: None (snippets of Halfling); learning languages costs Karena 2 skill points each

Barbarian Rage: When using this ability, Karena temporarily gains +4 to Strength, +4 to Constitution, and a +2 morale bonus on Will saves, but suffers a –2 penalty to AC.

The increase in Constitution increases her hit points by 6 points, but these hit points go away at the end of the rage when her Constitution score drops back to normal. While raging, she cannot use skills or abilities that require patience and concentration. (The only class skills she can't use while raging are Craft, Handle Animal, and Intuit Direction.) She can use any of her current feats.

A fit of rage lasts for six rounds. She may prematurely end the rage voluntarily. At the end of the rage, Karena is fatigued (–2 to Strength, –2 to Dexterity, can't charge or run) for the duration of that encounter. She can only fly into a rage once per encounter, and only once per day. Entering a rage takes no time itself, but she can only do it during her action.

Fast Movement: Karena has a speed faster than the norm for her race by +10 feet when wearing no armor, light armor, or medium armor (and not carrying a heavy load).

Uncanny Dodge: Karena retains her Dexterity bonus to AC if caught flat-footed or struck by an invisible attacker.

Illiteracy: Karena doesn't automatically know how to read and write. She must spend two skill points to gain the ability to read and write any language she is able to speak (currently none).

Sorcerer Spells (6/4; DC = 10 + spell level) (*new spell)

0 level—*detect poison, flare, resistance, scent*, tough skin**
1st Level—*endure elements, forage**

Possessions: dagger

BACKGROUND

Fifteen years ago, two halfling sorcerers had premonitions of a gnoll attack on their village. Moments before the attack, they sent their two-year-old daughter and her older brother into the woods to hide from the gnoll slavers. The parents, powerful though they were, weren't able to withstand the onslaught, and everyone who stayed to defend the village with them either died or was taken away in chains, including the girl's brother, whom the gnolls captured when he disobeyed his parents' instructions to remain hidden in order to "help."

In fact, the orphaned child, too young to take care of or defend herself, was the village's only survivor. As the hours melted into days, the baby grew cold, hungry, and desperate. Attracted to her plaintive cries, the first predator came to investigate the morsel. As the lone wolf sniffed over the child, a hawk suddenly flew down from the forest's canopy and lanced at the canine with its claws. In a flurry of feathers and talons, the bird, larger than the child at that time, drove away the larger predator, and then, after a quick hunting flight, began to feed the toddler scraps of freshly killed rodent. With the blood of sorcerers running through her veins, the child had summoned a familiar.

The first years together proved most difficult, especially as the bird had no idea how to care for a humanoid nestling. The sorcerer child's unconsciously developed spell repertoire allowed her to direct the hawk in procuring food for her, however, and the skills she learned over time turned their relationship into a true partnership.

Disjointed memories of hiding in the woods and almost dying there initially made the girl more fearful than curious about her past. Recently, though, she returned to her village; only weed-covered foundations and strange, meaningless artifacts (although she did pick up a number of knives that have made her life measurably easier) greeted her.

Now physically a young adult, needs other than food and shelter drive her. She wants to learn more about her past, find her family, and free them from the slavers. She also longs to meet a halfling male for the first time.

As the girl and the hawk have had no contact with other sentients, they have no names for each other besides "You." If the need ever arose for labels, the girl would call the hawk Aah, after its soaring cry, and herself Karena, a name she remembers her mother calling her (although this is actually the first three words of a halfling lullaby, "Ka re na"; roughly: "Go to sleep").

APPEARANCE

Karena runs naked in the wilderness, except in winter, when she dons a fur cloak. She has rudely cropped short hair, and while she is never filthy, she is also never spotlessly clean. When she moves, she prowls animal-like, her senses alert, her muscles tensed. She carries a dagger in a scrounged scabbard on a tattered, makeshift belt.

If brought to civilization, Karena eventually relents to wearing enough clothing for decency. And underneath the grime hides a handsome woman with an athletic build, healthy appearance, and looks that could be called cute.

PERSONALITY

Although generally a good person, the uncivilized Karena knows nothing of good, evil, law, or chaos. Activities such as killing a creature simply for the treasure it guards, as opposed to the food it represents, or the concept of someone hoarding more of anything (food, clothing, precious metal) than he needs baffle her.

Having learned much of what she knows about life from her familiar, she acts hawk-like herself. She's constantly on the move, strikes without warning, and usually knows when to abandon her prey to a more formidable hunter. If she becomes civilized, these traits translate into speaking only when spoken to or when she has something to say that can't be expressed better through direct action, extreme caution in dangerous situations unless an emotional drive clouds her thinking, and a standoffish wariness that makes her few friends (which is fine, given the social claustrophobia that too many people in close proximity would cause her).



ADVENTURE SEEDS

☛ If the PCs enter Karena's forest territory, she does her best to observe them undetected. If they are in obvious need of aid, however, she provides for them, conveniently leaving a fresh carcass near their encampment if they're hungry, or scaring away predators if they're threatened. She doesn't see herself as the forest's protector or anything of that sort, but the PCs who benefit from her deeds might begin to spin such legends, either in their own heads or upon their return to the nearest civilized community.

☛ While none of Karena's close family survived the gnoll raids, towns days and even weeks away from the forest still recall the attacks that wiped out several halfling and elven communities before the gnolls fled the area. Rumors of a halfling wild-girl living near the ruins inspires halflings from families more distantly related to those known to have died to journey back to the site for a look-see (or at least hire professionals to do the job for them).

☛ Karena hasn't seen another halfling, especially not a male, in some fifteen years. Her first encounter with one is hampered by her lack of language skills, and equal parts fear of the unknown and wilderness knowledge of what males and females do together. It is also, of course, unhampered by civilized social mores.

☛ While her tracking skills don't enable Karena to follow a decades-old trail, they are good enough that she can find fresher gnoll spoor, leading to a campaign to be reunited with her dimly remembered parents and brother. Taking on small gangs of the creatures is a challenge she's easily equal to, but when she finds a lair populated by scores of gnolls and dozens of their slaves, she is driven into a rage, attacking desperately, likely to be killed because she's so outnumbered, but unable to control her emotions.

Fortunately, some of the slaves are in a position to join her in the fight: a band of PC adventurers captured only a short time before. Unfortunately, the likelihood that her own family has survived this long in carnivorous captivity is slim.

☛ If repatriated to civilization, the new spells that Karena developed for her own use in the wild might interest other spellcasters. Unfortunately, the fact that they were not consciously researched magical effects, and her lack of familiarity with language (both the simple language of common discourse and the more rarified tongue of professional magic-users), make imparting her knowledge difficult, if not impossible.

NEW SPELLS

Karena's spell list includes the following new spells.

FORAGE

Divination

Level: Sor/Wiz 1

Components: V, S

Casting Time: 1 action

Range: 0

Area: Circle, centered on you, with a radius of 100 ft. + 10 ft./level

Duration: 1 minute/level

Saving Throw: None

Spell Resistance: No

You sense the direction of edible substances, either general types of food (fruit, meat), specific food types (apples, tubers), or food with specific qualities (sweet, red-skinned). In all cases you locate the nearest one of its type if more than one is within range. This spell cannot be used to find a specific food item (such as a piece of meat filched from a campfire by a scavenger), or a unique item (the magical apples of the harvest goddess) unless that item qualifies as food, is within the spell range, and is the nearest item of its type to the caster.

The spell is blocked by lead. Living creatures cannot be found by this spell, but carrion can be detected. *Polymorph any object* fools it.

SCENT

Transmutation

Level: Sor/Wiz 0

Components: V, S

Casting Time: 1 action

Range: Touch

Target: Creature touched

Duration: 1 round/level

Saving Throw: None

Spell Resistance: Yes (harmless)

The subject gains the ability to detect approaching creatures by sense of smell, and identify familiar odors just as humans do familiar sights.

The subject can smell opponents within thirty feet. If the source of the scent is upwind, the range is sixty feet; if downwind, the range is fifteen feet. Strong scents, such as smoke or rotting cabbage, can be detected at twice these ranges. Overpowering scents, such as skunk musk or troglodyte stench, can be detected at triple normal range. False, powerful odors can easily mask other scents, completely spoiling the ability to properly detect or identify specific scents.

The subject detects the presence of the scent, but not its specific location. Noting the direction of the scent is a standard action. If it moves within five feet of the source, the subject can pinpoint that source.

TOUGH SKIN

Transmutation

Level: Sor/Wiz 0

Components: V, S

Casting Time: 1 action

Range: Touch

Target: Creature touched

Duration: 1 minute/level

Saving Throw: None

Spell Resistance: Yes (harmless)

Tough skin makes a creature's skin almost as tough as leather. The effect grants a +1 natural armor bonus to AC.

The AC bonuses of multiple *tough skins* do not stack.

AAH

Hawk Familiar

CR —; SZ T (animal); HD 2d4; hp 10; Init +3 (+3 Dex); Spd 10 ft., fly 60 ft. (average); AC 18 (+2 size, +3 Dex, +3 natural armor); Atk melee +5 (1d4-2, claws); Face: 2 1/2 ft. x 2 1/2 ft.; Reach 0 ft.; SQ Alertness, Empathic Link, Improved Evasion, Share Spells; AL N; SV Fort +2, Ref +5, Will +3; Str 6, Dex 17, Con 10, Int 6, Wis 14, Cha 6

Skills: Listen +6 (or Karena's, whichever is higher), Spot +6 (+14 in daylight)

Feats: Weapon Finesse (claws)

Alertness: The presence of Aah sharpens her master's senses. While Aah is within arm's reach, Karena gains Alertness.

Improved Evasion (Ex): If Aah is subjected to an attack that normally allows a Reflex save for half damage, the hawk takes no damage if it makes a successful save and half damage even if the save is failed.

Share Spells: At Karena's option, she may have any spell she casts on herself also affect Aah. The hawk must be within five feet at the time. If the spell has a duration other than instantaneous, the spell stops affecting Aah if the hawk moves farther than five feet away. The spell's effect will not be restored even if Aah returns to Karena before the duration would otherwise have ended. Additionally, Karena may cast a spell with a target of "you" on the hawk (as a Touch range spell) instead. Karena and Aah can share spells even if the spells normally do not affect hawks.

Empathic Link (Su): Karena has an empathic link with Aah out to a distance of up to one mile. She cannot see through Aah's eyes, but the two of them can communicate telepathically.

Because of the empathic link between a familiar and its master, Karena has the same connection to an item or place that Aah does. For instance, if Aah has seen a room, Karena could teleport into that room as if she had seen it too.

Appearance: Aah is a beautiful bird, preening itself constantly when not sleeping, hunting, or patrolling. It has tried to teach Karena to be similarly fastidious, but with little success. It should be noted that Aah is half Karena's height (although much less than half her weight), but the bird still treats the halfling as its nestling.



OTHON III



“People who encountered the duke on the battlefield were surprised to learn of his bookish bent.”

8th-Level Human Paladin

CR 8; SZ M (humanoid); HD 8d10+8; hp 70; Init +0; Spd 30 ft.; AC 23 (+9 from +1 *full plate armor*, +4 from +2 *large shield*); Atk melee +11/+6 (1d8+3/19-20/x2, +1 *longsword*), mounted +10/+5 (1d8+3/x3, heavy lance), ranged +8/+3 (1d6/x3, shortbow); Face: 5 ft. x 5 ft.; Reach 5 ft.; SA Smite Evil 1/day (+3 attack/+8 damage), Turn Undead 6/day; SQ Aura of Courage, *Detect Evil*, Divine Grace (+3 saves), Divine Health, *Lay on Hands* (24 hp/day), *Remove Disease* 2/week, Special Mount; AL LG; SV Fort +10, Ref +5, Will +5; Str 14, Dex 10, Con 13, Int 13, Wis 11, Cha 16

Skills: Concentration +3, Decipher Script +3, Diplomacy +11, Handle Animal +4, Heal +4, Knowledge (history) +5, Knowledge (nobility) +5, Perform +4, Ride +7

Feats: Expertise, Leadership, Mounted Combat, Rally

Languages: Common, Elven

Aura of Courage (Su): Othon is immune to fear (magical or otherwise). Allies within ten feet of him gain a +4 morale bonus on saving throws against fear effects.

Detect Evil (Sp): At will, Othon can detect evil, as per the spell *detect evil*.

Divine Grace: Othon applies his Charisma modifier (+3) as a bonus to all saves (included above).

Divine Health: Othon is immune to all diseases, including magical diseases.

Lay on Hands (Sp): Each day Othon can cure a total number of 24 hit points of damage, as a standard action. He can cure himself or may choose to divide his curing among multiple recipients, and he doesn't have to use it all at once. Alternatively, he can use any or all of these points to deal damage to undead creatures like a touch spell. Othon decides how many cure points to use as damage after successfully touching the undead creature.

Remove Disease (Sp): Othon can remove disease, as per the spell *remove disease*.

Smite Evil (Su): Once per day, Othon may attempt to Smite Evil with one normal melee attack. He adds his Charisma modifier (+3) to his attack roll and deals 8 extra points of damage. If he accidentally smites a crea-

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ture that is not evil, the smite has no effect but it is still used up for that day.

Turn Undead (Su): Othon may use this ability six times per day. He turns undead as a 6th-level cleric would.

Paladin Spells: (1; Base DC = 11 + spell level)

1st Level — *bles*

Possessions: +1 longsword, +1 full plate armor, shield of Penault, packhorse (loaded with Gryphon's barding, clothing for many different occasions, settings and activities, silverware and table settings, tapestries and emblems of rank, official writing materials, and a supply of coins minted with the duke's image that are usually given out as keepsakes, not as payment for mundane expenses), healer's kit

BACKGROUND

Oddly enough, Othon III, ruler of the independent duchy of Penault, has never set foot within Penault. But as was the case for his father, grandfather and grand-uncle before him, for practical reasons that has been a necessity.

Almost 200 years ago, the armies of the emperor of Tarqissa overran Penault, and Duke Gyorja died bravely in battle. His young brother, who had been summering out of the duchy, was quickly declared the new duke, Othon I, but because of his youth a guardian was appointed for him who would keep the duke safe until he was old enough and powerful enough (individually and politically) to retake his throne. Unfortunately, the guardian was a timid man, and unconsciously placed obstacles in Othon's way, making it impossible for the duke to move on the emperor until it was far too late: eventually the emperor's hold on Penault was so strong that he felt no need to establish his own puppet rule, and merely absorbed the duchy into the empire.

As the decades passed, Othon I's title passed to his two sons in turn, Othon II and Micah I, to Micah's son Gyorja II, and to Gyorja's son Othon III, all but Othon I being born, raised, and buried in countries neighboring the empire. Each was reared in the history and traditions of the dukedom, its laws and customs, all in preparation for the day he would assume the duties he practiced in the shadow court that accompanied him in exile.

But with each succeeding generation, the size and enthusiasm of that court declined as families tired of the hardships of living at the sufferance of foreign rulers. And the continent's other royal families eventu-

ally grew bored with Penault's dukes, as well. When first the exiled court was taken in by the countries bordering Tarqissa, it was as a show of unity with fellow noblemen, and defiance against the expanding Tarqissan Empire. As time went on, and it appeared more and more that the Penault cause was forever lost, hosting the duke's entourage became first an expense, then an annoyance, and eventually an embarrassment to rulers hoping to live in peaceful coexistence with Tarqissa.

And thus Othon III, the fifth holder of a nonexistent duchy's crown, has found himself almost in the position of a knight errant. Astride his great destrier Gryphon (named for the creature on the Penault coat of arms), sometimes accompanied by the remnants of his loyal court but just as often on his own (dispersing them in times of danger or financial constraint), he wanders the countries at the borders of the Tarqissan Empire, righting wrongs, seeking adventure and fortune, but most of all attempting to set in motion events that may one day lead to him reclaiming his rightful heritage.

APPEARANCE

"Regal" is the best word to describe Othon's appearance. Clean-shaven, short-haired, wearing polished armor decorated with an embroidered silken tabard, he appears handsome, confident, and competent. Even when he is without servants, Othon is very conscious of his image, and performs his own scut work with minimal grumbling about the price one has to pay to be a ruler.

He also seems out of place wherever he goes: his beardless face not in keeping with local styles, the ornamental flourishes on his armor anachronistic, the gryphon coat of arms on his clothing and shield not easily identified by any but trained historians and heralds as being from a noble line assumed extinguished centuries before.

His great horse Gryphon is always immaculately groomed, a task that Othon performs after a day's ride before he even thinks to deal with his own needs. His lesser packhorse (that carries his ducal trappings) is given adequate, although cursory, care.

PERSONALITY

Raised as the focus of a divinely sanctioned holy cause, Othon sees himself as more important than those of lesser rank around him, although he is bound to treat his lessers with paternalistic care, and those of greater rank with deference. Conversations that don't revolve



UNCOMMON CHARACTER

around his return to Penault bore him, and pessimistic talk about his chances in that regard are met with animated “proofs” of the inevitability of his success.

Because Othon has spent more time living with the common folk or lesser nobility than his predecessors, he is more comfortable with commoners’ ways, and isn’t likely to commit social *faux pas* in almost any setting. He lives as lavishly as his conditions permit, and feels no guilt in accepting gifts from others in exchange for only vague promises of recompense after he is restored to the duchy.

Along with martial pursuits, Othon’s training has included considerable drilling on the history of Penault and its neighbors, as well as on the social structures and heraldry of the noble houses of the continent. By delving into centuries of legislative and judicial records of his homeland, Othon has even learned, to decipher other scripts. Some people who first encounter the duke on the battlefield are surprised to learn of his bookish bent.

With his wandering lifestyle, his habit of becoming performer-like when he tells of his misfortunes to recruit support, and his historical knowledge, some think Othon would have made as good a bard as he does a paladin.

Unlike most paladins, Othon’s dedication is to his cause, not to his religion (although he is a staunch defender of the faith when necessary). Thus, he judges issues on how they impact on the restoration of the independence of Penault (with him as its duke) rather than on how they could change the balance of good and evil in the world, or how they might be viewed by his deity.

As a result, he does not accept that the Tarqissan Empire or any of its agents have any legitimate authority when it comes to him, his duchy, or his subjects (even though those subjects may not recognize him as their liege-lord). Therefore, he treats Tarqissans with honor, but he considers every Tarqissan in a position of power in what was Penault a law-breaker by definition, and all are deserving of punishment, no matter what their personal conduct may be like or what Othon’s paladin’s code might otherwise require him to do.

ADVENTURE SEEDS

♣ While Othon III is the legitimate claimant to the throne of Penault, there may also be pretenders to the same title who use the fact that the nobility of the continent know of Othon’s existence but might not know what he looks like in order to cadge food and lodging in the courts of other nations or to bilk lesser folk of their savings. If the PCs run into a fake duke of Penault and lose money in some confidence scheme related to the restora-

tion of the duchy, then they would certainly be less receptive to the claims of the real duke on a later date.

♣ When news reaches the exiled duke of Penault of a mutual support pact soon to be reached between the empire and the adjacent kingdom of Harsland, he decides the negotiations must be disrupted. But sensing that the palace of the king of Harsland isn’t the proper place for him to publicly press his claim to Penault, he needs to hire intermediaries who can subtly infiltrate the palace and prevent the pact from being signed by whatever means they can devise. Because of the limited means at his disposal, Othon offers half their payment in the form of titles and offices within his retinue and eventually in the restored duchy.

♣ A duke needs a duchess to provide an heir. The attractiveness of her political connections would far outweigh those of her physical attributes. If one of the PCs has the qualifications, the duke’s representative approaches her with a marriage offer.

If not, then the PCs are hired to take his offers to other prospective brides, and to safely escort them back to his residence for a wedding. Othon assumes that there will be Tarqissan agents tasked with preventing any such marriage, but he would be surprised to know that agents of neutral states that hope to preserve peace in the region might do the same.

♣ Othon sees any sign of weakness or inattention in the Tarqissan Empire as a call for action. He immediately summons his followers, and he liquidates the assets (both material and favors and the like) necessary to finance an armed incursion.

Since birth he’s been inculcated with the belief that he merely needs to present himself suitably within Penault’s towns and cities to cause a popular uprising that would almost magically restore him to the throne. But he is no expert in the specialized skills of infiltration and subterfuge necessary to navigate through empire territory to get to the old borders of the duchy and to survive until the uprising proves strong enough to withstand the empire’s suppression efforts, and needs to hire experts to augment his personally loyal forces.

GRYPHON

Paladin’s Mount (Warhorse)

CR 2, SZ L (magical beast); HD 6d8+18; hp 45; Init +1 (+1 Dex); Spd 50 ft.; AC 18 (–1 size, +1 Dex, +8 natural armor); Atk melee +6 (1d6+4, two hooves), and +1 (1d4+2, bite); SQ: Empathic Link, Improved Evasion, Scent, Share Spells, Share Saving Throws; Face: 5 ft. x 10 ft.; Reach 5 ft.; AL N; SV Fort +8, Ref +6, Will +3; Str 19, Dex 13, Con 17, Int 6, Wis 13, Cha 6

Skills: Listen +7, Spot +7

(When wearing chainmail barding, Gryphon's AC becomes 23, but his Spd is reduced to 35 ft.)

Empathic Link (Su): Othon has an empathic link with Gryphon out to a distance of up to one mile. He cannot see through the mount's eyes, but they can communicate telepathically. Even intelligent mounts see the world differently from humans, so misunderstandings are always possible.

Because of the empathic link between the mount and the paladin, Othon has the same connection to an item or place that Gryphon does, just as a master and his familiar.

Improved Evasion (Ex): If Gryphon is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful save and half damage even if the save fails.

Share Spells: At his option, Othon may have any spell cast on him also affect Gryphon. The mount must be within five feet. If the spell has a duration other than instantaneous, the spell stops affecting Gryphon if it moves farther than five feet away and will not affect the mount again even if it returns to Othon before the duration expires. Additionally, Othon may cast a spell with a target of "You" on Gryphon (as a touch range spell) instead of on himself. Othon and Gryphon can share spells even if the spells normally do not affect creatures of the mount's type.

Share Saving Throws: Gryphon uses its own base save or Othon's, whichever is higher.

NEW MAGIC ARMOR: SHIELD OF PENAULT

One of the treasures of the rulers of Penault, this *+2 large shield* has a special ability only usable by the legitimate duke of Penault or his designate: three times per day the shield's griffon emblem can be summoned forth to fight for its summoner. The summoned griffon is in reality the result of a *greater shadow conjuration* spell that replaces the griffon image on the shield with a phantasmal one in the air.

The griffon has 17 hit points, and attacks as a normal griffon unless the victim makes a Will save and recognizes it as a phantasm, in which case the damage it does is multiplied by 2/5, and it drops to AC 12.

Caster Level: 12th; *Prerequisites:* Craft Magic Arms and Armor, *greater shadow conjuration*; *Market Price:* 25,000 gp; *Weight:* 15 lbs.

NEW FEATS

These feats, possessed by Othon III, can also be made available to player characters.

RALLY [GENERAL FEAT]

You are able to inspire courage in those around you.

Prerequisite: Cha 12+

Benefit: By presenting yourself in a prominent location (such as on a hill, or beneath a battle banner) during pitched combat your mere presence boosts the battlefield morale of those who are in a position to see you or hear your voice, granting them a +1 morale bonus to attacks, weapon damage, and saves against charm and fear effects. This bonus only applies to those who have an emotional commitment to you or a cause you represent. A person can only benefit from the effects of one Rally at a time.

Special: While using this feat you lose all Dex bonuses to AC, and cannot Dodge. Your attack and weapon damage rolls suffer a -2 penalty as you attempt to fight while maintaining your highly visible stance.

IMPROVED RALLY [GENERAL FEAT]

You are able to inspire those around you to feats of awesome courage.

Prerequisite: Cha 12+, Rally

Benefit: Your presence on the battlefield boosts morale as per the Rally feat, but the bonus enjoyed by those rallied is equal to your Charisma modifier.

Special: See Rally.



BALUR DRODASH



6th-Level Duergar Fighter/3rd-Level Rogue

CR 10; SZ M (humanoid); HD 6d10+18 + 3d6+9; hp 79; Init +4 (+4 Dex); Spd 20 ft.; AC 23 (+6 from +2 chain shirt, ring of protection +2, +1 buckler, +4 Dex); Atk melee +11/+6 (1d8+3/19-20/x2, longsword), ranged +12/+7 (+11/+6 beyond 30 ft.)(1d8+6 (+3 beyond 30 ft.)/17-20/x2, +1 light crossbow with +2 bolts); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Sneak Attack +2d6, Spell-Like Abilities; SQ Evasion, Duergar Traits, Light Sensitivity, Oracular Visions, Traps, Uncanny Dodge; AL LN; SV Fort +9, Ref +9, Will +4; Str 17, Dex 18, Con 17, Int 14, Wis 12, Cha 13

Skills: Appraise +2 (+4 on checks related to stone or metal), Climb +9, Craft (armorsmithing) +10, Craft (weaponsmithing) +10, Disguise +7, Hide +7, Jump +12, Knowledge (religion) +5, Listen +10, Move Silently +11, Profession (fisherman) +2, Spot +4, Swim +6, Use Rope +6

Feats: Alertness, Dodge, Weapon Focus (light crossbow) Improved Critical (light crossbow), Mobility, Point Blank Shot, Precise Shot, Rapid Shot (+10/+10/+5, or +9/+9/+4 beyond 30 ft.), Weapon Specialization (light crossbow)

Languages: Common, Elven, Dwarf, Goblin, Undercommon

Duergar Traits (Ex): Balor has a +1 racial bonus to attack rolls against orcs and goblinoids, +2 racial bonus to saves against spells and spell-like abilities, +4 dodge bonus against giants, and Darkvision that lets him see (in black and white) with no light source at all, to a range of 120 feet. Balor is immune to paralysis, phantasms, and magical or alchemical poisons, and has a +2 racial bonus to saves against all other poisons. He also receives a +2 racial bonus to checks to notice unusual stonework; if he comes within ten feet of unusual stonework, he can make a check as though actively searching and can use the Search skill to find stonework traps as a rogue can. He can intuit his depth below ground.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Balor takes no damage with a successful saving throw. Evasion can only be used if the rogue is wearing light armor or no armor.

Light Sensitivity (Ex): As a duergar, Balor suffers a -2 circumstance penalty to attack rolls, saves, and checks in bright sunlight or within the radius of a *daylight* spell. As an albino, he takes 1 point of temporary

“He’s downright likeable, especially for a duergar, tending to smile a lot and even laugh.”

Constitution damage for every hour he is exposed to sunlight without the protection of his clothing and goggles, dying if his Constitution reaches 0. Lost Constitution points are recovered at the rate of 1 per day out of the sun.

Oracular Visions (Ex): Balur believes he has been touched by the forge of the All-Father. (Whether this is true or not is up to the GM.) In any case, much of what Balur does is motivated by the visions he receives, which give him insight into various situations. He cannot predict or control when he will receive a vision, and a Wisdom check (DC 15) is needed to glean more than basic information from them.

Spell-Like Abilities: Once per day, Balur can cast *enlarge* and *invisibility* (as an 18th-level caster), affecting only himself and whatever he carries.

Sneak Attack: Any time Balur's target would be denied a Dexterity bonus to AC, or when he flanks the target, his attack deals +2d6 extra damage.

Traps: Balur can use the Search skill to locate traps when the task has a DC higher than 20.

Uncanny Dodge: Balur retains his Dexterity bonus to AC if caught flat-footed or struck by an invisible attacker.

Possessions: +2 chain shirt, +1 crossbow of swiftness, +2 bolts (x27), *potion of expeditious retreat* (x2), *potion of cure moderate wounds* (x2), *ring of protection* +2

BACKGROUND

Among the duergar, being an albino made Balur Drodash stand out only a little. White skin and red eyes that burned with intensity were an unusual mark among the grey ones, but not one that caused him to be an outcast. His talents, however, made him not an outcast but a sought-after warrior. Finding other skilled warriors like himself, he founded a mercenary company called the Ghost Hammers. A blend of duergar and drow that fit their name well, they developed a reputation for striking unseen and swiftly, leaving only dead targets and crossbow bolts. This made them very wealthy, and the group could have easily retired, had it not been for Balur and a particular twist of fate.

Hired to kill a deep-ranging party of dwarves that had been plaguing a drow caravan route, the Ghost Hammers were brutally efficient in destroying the party. One escaped, and Balur gave chase, losing his own comrades in the process. After an hour, he heard a rumbling crash, and soon found the dwarf with his legs pinned under rocks, his shield and hammer bro-

ken by a tunnel collapse. Moving closer, Balur leveled his crossbow, took aim...

And stopped, slinging the crossbow instead. Maybe it was something in the dwarf's eye, or maybe Balur had had enough of merciless killing for that day, but he started to dig the dwarf out. The dwarf cursed him mightily, struggling to reach Balur. Still, Balur moved rocks, magically increasing his size so that he would be even stronger.

Finally, he moved the last of the rocks, and exposed the dwarf's broken leg. The dwarf, now free, grabbed his shattered hammer and swung. He missed, and Balur took the time to knock the broken hammer away and force a potion down the dwarf's throat. The healing magic flowed through the dwarf, mending the broken leg, making it whole. Stunned by this act of kindness, the dwarf didn't even notice at first that Balur had handed him one of his extra blades. Drawing his own, he waited for the dwarf to stand.

"Why?" the dwarf asked.

"Maybe I want a fair fight. Or I'm just doing a job, just like you. Or maybe I'm getting sick of all this. I don't know. Just seems like the right thing to do. You'll lose, but you'll do it standing at least, which should be how a warrior goes to whatever god he believes in."

"And what god do you believe in, Balur Drodash?" The dwarf tilted his head, seemingly growing bigger, and more imposing by the second.

"Don't believe in any. Not for a while now." Balur found himself talking, and wasn't sure why. "The god of the grey ones isn't what I believe. Not sure what I believe anymore."

"Perhaps you're ready to believe in me?"

Balur doesn't recall much after that. All he remembers is a light, and a warm feeling, as if he was in front of a forge, and part of what he was being hammered into a better shape. The dwarf called himself the All-Father, god of dwarves. He said the form he took was a test, to see if Balur could be redeemed, and more importantly could be part of some very important things in the future. Balur's show of mercy and honor proved that Balur could turn from evil, just as the duergar turned towards evil so long ago. He said that Balur had new life breathed into him, one that would make a choice between good and evil, all in good time.

At first, Balur didn't tell anyone what happened. He just said that the dwarf got away, and that he had some trouble getting back. He was fine for a time, and then he realized that he couldn't get along with his own friends anymore. It was as if someone lit a lamp and held it up so he could see in color what was in front of



him, rather than in the shades of grey he saw in the tunnels. They thought he was getting soft. He thought they were cruel and indifferent. Soon, it came to blows, and Balur fled his own mercenary group, killing three of its members in his escape. He went upward, out of the dark places, and found himself in a strange place that had no comforting stone above it but a burning ball instead, enemies everywhere, and a high demand for his unique skills.

APPEARANCE

Balur is an albino, white-skinned and red-eyed. Unlike many duergar, he has a full head of stark white hair, which he keeps pulled back and braided simply. His hands are nimble, with thin but strong fingers; he has specially made mail gloves that don't interfere with his shooting. He wears a simple black tabard over his chain shirt, black pants and boots, a brown cloak, a wide-brimmed hat for keeping the sun away from his face, and a wrap over the lower half of his face. When outdoors, he wears goggles made of smoked quartz crystal to ease the pain of the sun. Combined with his skill in disguise, most unfamiliar with dwarves would assume he is just a pale thin dwarf. When indoors, he uncovers his face and is most noticeable for his smile, a rarity among dwarves of all kinds.

PERSONALITY

Balur holds that warm feeling from the All-Father in him, knowing something is going to come of it, and no matter what happens, he at least had a fair fight of it. Dwarves and others fear or hate him, but those who have taken the time to know him or have been thrown into circumstance with him find him to be honorable and strangely unafraid of death. While not good, Balur doesn't act cruelly to others, behaves respectfully, and watches after those few he calls friend. In fact, he's downright likeable, especially for a duergar, tending to smile a lot and even laugh.

He's very curious about being above ground, asking questions as opportunities present themselves, even suffering the harsh daylight in order to enjoy relatively mundane activities like fishing and gardening.

ADVENTURE SEEDS

☞ The Ghost Hammers have found out that Balur has gone above ground, and they are angry enough to try to teach him a lesson. They've brought on a few new members, and their new leader, a drow fighter/wizard named Eliak, remembers the scars given to the Ghost Hammers by Balur. They have started their hunt, and Balur has already had to kill one, a drow rogue. They have had to search out Balur in groups of ones and twos, since so many drow and duergar would be very noticeable aboveground. Currently, he's playing a game of cat and mouse with the Ghost Hammers; individually, they are not as powerful as he is, but should he be outnumbered or ambushed, it would be very grim for him.

Balur, not being stupid, looks for help in his plight, paying well for assistance in escaping or eliminating the Ghost Hammers. While most adventurers would question allying with a duergar, the first time a Ghost Hammer team shows up on their doorstep, they may have second thoughts. Matters could be complicated further by the Ghost Hammers allying with unsavory elements in the area, or previously established enemies of the player characters.

☞ A number of prominent city officials have died, killed quickly and quietly. Every few days, another city official shows up dead. Investigation into the matter points to Balur as the killer, as well as his motive: an acquaintance claims that Balur told him about a vision that showed the men supplying wealth to dwarves who worship the god of greed. The PCs could ally with Balur to strike against the servants of evil, or attempt to stop a madman before he kills another innocent.

NEW MAGIC WEAPON: CROSSBOW OF SWIFTNESS

This *+1 light crossbow*, made of dark wood and mithral, takes no time to reload: seemingly, the bow cocks and summons a bolt to itself. Thus, the user gets his full number of attacks due to his class, level, and feats such as Rapid Shot without having to take move-equivalent actions to reload the crossbow. The crossbow also grants the Quick Draw feat for its own use only.

Caster Level: 5th; *Prerequisites:* Craft Magic Arms and Armor, *haste*; *Market Price:* 18,335gp, *Weight:* 6 lbs.

BEZMURN STONEBLIGHT



“To call this befuddled wizard eccentric would be kindly euphemistic.”

2nd-Level Dwarf Fighter/15th-Level Wizard

CR 17; SZ M (humanoid); HD 2d10+4, 15d4+24; hp 87; Init +2 (-2 Dex, +4 Improved Initiative); Spd 20 ft.; AC 13 (-2 Dex, +1 *adamantine arm*, *ring of protection* +4); Atk melee +14/+9 (1d6+5 lethal damage, *ghost touch adamantine arm*); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Dwarf Traits; AL CN; SV Fort +10, Ref +3, Will +10; Str 11 (21 for maintaining a grip), Dex 7, Con 15, Int 19, Wis 12, Cha 7

Skills: Alchemy +6, Climb +4, Concentration +12, Craft (armorsmithing) +14, Craft (blacksmithing) +14, Craft (locksmithing) +14, Craft (weaponsmithing) +14, Jump +4, Knowledge (arcana) +18, Knowledge (mathematics) +12, Scry +8, Search +9, Spellcraft +21, Spot +6, Swim +5

Feats: Create Graft, Craft Magic Arms and Armor, Craft Rod, Craft Staff, Craft Wand, Craft Wondrous Items, Dextrous Grapple, Expertise, Forge Ring, Improved Initiative, Improved Unarmed Strike, Scribe Scroll.

Languages: Abyssal, Celestial, Common, Draconic, Dwarven, Gnome

Dwarven Traits (Ex): Bezmurn has +1 racial bonus to attack rolls against orcs and goblinoids, +2 racial bonus to saves against spells and spell-like abilities, +2 racial bonus to saves against all poisons, and a +4 dodge bonus against giants. He has Darkvision, which allows him to see with no light source at all (in black and white), to a range of 60 feet. He also receives a +2 racial bonus to checks to notice unusual stonework, and if he comes within ten feet of unusual stonework he can make a check as though actively searching and can use the Search skill to find stonework traps as a rogue can.

Grafts (Ex): Bezmurn has the following grafts:

Adamantine Right Arm: (25/15 hardness, +5 enhancement, *ghost touch*, 30 HP; unarmed strike is considered to be using a weapon).

Aura Gem: Bezmurn’s right eye has been replaced with a black star sapphire. This grants him the ability to perceive and analyze magical auras. He can see through this stone as if it was a normal eye, and it also has a number of supernatural abilities. When viewing the world through the gem, he has darkvision up to ninety feet. It also allows him to analyze magical emanations. This provides him with a +5 bonus to Spellcraft checks



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and allows him to use *detect magic* at will (see *Touched By The Gods* p. 28).

Wizard Spells (4/5/5/5/5/4/3/2/1; DC = 14 + spell level) (* new spell)

0 Level — *daze, detect magic, mage hand, open/close*

1st Level — *alarm, comprehend languages, hold portal, magic missile, shield*

2nd Level — *blur, bull's strength, darkness, locate object, see invisibility*

3rd Level — *dispel magic, fireball (x2), fly, tongues*

4th Level — *dimensional anchor, dimension door, improved invisibility, minor creation, stonewall*

5th Level — *Bezmurn's beacon**, *contact other plane, dismissal, feeblemind*

6th Level — *antimagic field, greater dispelling, legend lore*

7th Level — *ethereal jaunt, plane shift*

8th Level — *ethereality*

Possessions: *Bezmurn's traveling tower, ring of protection +4, scroll of teleport, scroll of plane shift, wand of fireballs (x3), wand of wonder (x2)*, besides those items uniquely his own (GMs should be creative with outrageous creations for this). Although Bezmurn can only wear two rings, he always fits himself with a king's bounty of wands, rings, scrolls and wondrous items for his defense.

BACKGROUND

Bezmurn Stoneblight has never been a typical dwarf. When he'd lived fifty-seven winters, his father, tired of trying to find suitable work for his clumsy son, sent him to work as a soldier for an uncle who commanded a mountain outpost stationed near warring orc tribes. Unfortunately, while patrolling for orc raiders, more often than not, Bezmurn bumbled the attempted covert assaults, thereby alerting the orcs to their presence and losing the element of surprise. When the other soldiers refused to patrol with Bezmurn, complaining that his mishaps put them in unnecessary danger, his uncle decided that soldiering was not the boy's calling. With Bezmurn's father's permission, he sent the boy to apprentice with a crazy, reclusive dwarven wizard the clan cared little about.

Like most dwarves, Bezmurn didn't wholly trust arcane magic or those who wielded it, so he quickly saw his apprenticeship to his new master, Farfuld the Fire-Beneath-The-World, for what it was: punishment. In time, however, Bezmurn came to respect magic's power—a power that, while not as tangible as that found within a cold blade, was just as deadly. But it wasn't magic's power exactly that intoxicated

Bezmurn; it was the seeking and understanding of magic's mechanics that consumed and beguiled him. It was because of this particular passion that Farfuld quickly came to respect his uncoordinated student's item crafting and experimentation instincts. He fully encouraged Bezmurn to try new things, for the boy had a knack for creation.

Unfortunately, an exploding experiment cut short Bezmurn's formal studies, for not only did it blow the roof off the wizard's tower, but it killed the venerable Farfuld, as well. Luckily, Bezmurn survived, but the falling debris skewered his right eye and left him with a nasty facial scar, and the guilt of his actions shook his sanity.

After physically recovering from this tragedy, Bezmurn took up the adventuring life, and he quickly learned that this was the fastest route to acquiring magical items for his continuing studies. Of course, the money adventuring provided was nice, too; it allowed him to buy more items to feed his ever-growing obsession. It seemed that Bezmurn's madness had found a focus.

As if an answer to his prayers, this addled dwarf eventually stumbled upon a faction of similarly curious spellcasters who called themselves the Forge (see *Touched By The Gods*). These mystical artisans pushed the envelope of enchantment, much like what Bezmurn tried to do, only they sent it in directions that he had never conceived. He was instantly fascinated with their ideas, and after passing several of their tests, they allowed him to join them. While with the Forge, Bezmurn constructed his magical tower, which he uses to travel the multiverse, hopping from one country or plane of existence to the next, selling his wares, experimenting with newly discovered magics, and spreading the ways of the Forge.

APPEARANCE

A short dwarf of 152 winters with a scar running from his right temple (across his jaw and to the tip of his chin), Bezmurn has the twinkle of madness in his left eye; his right has been replaced with an enchanted black star sapphire. His hair is long and haggard, with singed tips stretching in all directions from his balding pate. Only his beard is well kept, having been braided and stowed beneath his belt to keep it from burning during his various experiments. Bezmurn wears a simple black robe (all the better for hiding scorch marks), and a leather belt containing pouches for his spell components, vials, scrolls, writing quills, and other odds and ends encircles his pudgy waist.

PERSONALITY

To call this befuddled wizard eccentric would be kindly euphemistic. He always talks to himself while he works away at his projects or contemplates a dilemma, and he has the odd habit of referring to himself in the third person when talking to others. He is friendly, of course, if somewhat introverted, but his whimsical impulses and short attention make him very difficult to deal with for long stretches of time. Anyone attempting to carry on serious conversations with him soon learns why his magical creations are so...quirky.

In combat, this odd dwarf prefers to use his magical items before resorting to his spells (after all, what better way to study the workings of magical items than to use them?) Should an enemy get too close for comfort, Bezurn tries to grapple his opponent to the ground or otherwise bodily subdue him; he is quite the wrestler, a holdover from his youth.

ADVENTURE SEEDS

☞ Bezurn is *always* looking for arcane items, be they common or rare, and he is willing to pay good prices for them. Bezurn loves tracking down information about legendary magic items, and he commonly organizes expeditions to search for them. In fact, many a brave soul has died chasing down these discovered legends, which usually prove to be false trails, but Bezurn continues to hire adventurers for his quests.

☞ Another thorn in the side of this quirky mage are his many dissatisfied customers. It seems that few of his clients are ever truly satisfied with his work and that most are always seeking him out to express their displeasure. Although he is certainly no pushover, Bezurn has more important things to do than sift through the complaints of those customers that manage to track him down and so he will often pay others to take care of such matters. The fact that many of these upset customers are looking for Bezurn's head to be served on a platter means that adventurers are most often paid to fulfill this role. Of course, there are also those customers who are unwilling to track down the elusive wizard themselves and are also looking to hire adventurers to track the dwarf down and express their displeasure with his creations.

BEZURN'S MAGIC ITEM SALES

If you can find him, either in his tower or while abroad on one of his jaunts, Bezurn is always willing to sell pre-made or tailored magical items at the wonderfully reduced cost of 10% below normal market value. However, there is a reason for this. Bezurn can never leave well enough alone and always feels the need to "improve" his arcane creations, a characteristic of the odd mage's curiosity that his clients are not always amused by (or made aware of until it is too late).

Every magical item, from his wondrous items right down to the simplest of potions, has a 5% chance of failure whenever an ability is used (excluding any enchanted bonuses to attack, damage or AC). Bezurn's "improved" items also have a peculiar personality all their own. For instance, one holy paladin on a quest for her god was not very pleased to find out that the *holy avenger* that she had so joyously purchased would break into bawdy drinking songs of a most unholy nature whenever engaged in combat. Another customer was equally annoyed to learn that his *potion of fire breath* caused blasts of flame to come out of a less seemly place than his mouth.

NEW WONDROUS ITEM: BEZURN'S TRAVELING TOWER

Standing five stories tall and nearly forty feet in diameter at its base, this square tower's walls are made of enchanted, seamless stone (15 hardness, 150 hit points); damage to the tower may be repaired as normal walls and then the same enchantments as were initially used in the tower's construction must once more be used to complete the process. Narrow, tall windows are found from within the tower at regular intervals but do not appear from the outside. The walls are proofed against ethereal or non-corporeal creatures, plane shifting, and teleporting (except by Bezurn). The only entrance is a sturdy adamantite door (20 hardness, 60 hit points) located at the tower's base that has likewise been proofed against magic passage. The tower's levels contain everything that this mad wizard needs to survive and fulfill his lifestyle needs: there is a kitchen, pantry, elemental-powered bathhouse, bedroom, library and study, storehouse, vault, dining room (which is rarely used) and a massive laboratory.

The tower has been enchanted so that it will automatically and instantly transport itself, either by teleporta-



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tion or plane shifting, within 4d6+4 hours after arriving at each new destination. He can also cause it to shift to a location of his choice but must wait at least eight hours from the tower's last teleport. By this means, Bezmurn is able to acquire new magical items from an endless source of new civilizations and is likewise able to sell his own wares at those same places. When teleporting, the tower will always arrive on solid ground (if such a thing exists on that plane) and - in case it appears underwater, in a vacuum or a similarly dangerous environment - it is air tight, immune to fire, and has a self-recycling air supply. Every time that the tower is ready to move on, roll on the following table to see where it will move itself to. Roll randomly for the direction.

| d% | Result |
|--------|---|
| 01-15% | 1d6+1 miles from previous location |
| 16-30% | 2d4x10 miles from previous location |
| 31-45% | 1d4x100 miles from previous location |
| 46-70% | Shifts to a different, randomly determined plane of existence |
| 71-85% | 3d4x100 miles from previous location |
| 86-00% | 5d4x100 miles from previous location |

Bezmurn is always able to locate the tower and may transport himself to it without fail thanks to the permanent version of the spell of his own creation, *Bezmurn's beacon*, which he has placed upon his mobile home.

Caster Level: 13th; *Prerequisites:* Craft Wondrous Item, *magnificent mansion*, *plane shift*, *Bezmurn's beacon*, *teleport without error*; *Market Price:* 237,000 gp; *Weight:* 12 tons

NEW SPELL

Here is a new spell of Bezmurn's own design.

BEZMURN'S BEACON

Transmutation [Teleportation]
Level: Sor/Wiz 5
Components: V, M
Casting Time: 5 minutes

Range: Touch

Target: A single object weighing no more than 100 lbs. per level. It is rumored that Bezmurn himself knows how to bypass this limitation but he isn't sharing such knowledge.

Duration: One day per level

Saving Throw: None

Spell Resistance: Yes

This spell is a great boon to anyone who would risk the dangers and uncertainty of magical travel. Once cast upon an object that may weigh no more than 100 lbs. per level of the caster, this spell allows the caster to mystically transport himself by arcane means to that object's location without fail. This means that otherwise undependable spells such as *teleport* and *plane shift* (as appropriate, depending upon whether or not the caster is on the same plane of existence as the beacon or not) will take the spellcaster to the beacons object with 100% accuracy every time. Nothing short of a god's or major artifact's power will prevent the beacon from working properly.

Material Component: A wax candle made to burn for at least ten hours. Minimum cost of 200 gp. The candle is rapidly consumed during the casting as the stream of smoke rising up from it flows into the targeted object and is absorbed.

NEW FEAT

Bezmurn makes use of this new feat.

DEXTROUS GRAPPLE

[GENERAL]

The character is especially skilled at grappling.

Prerequisite: Base attack bonus +3, Improved Unarmed Strike.

Benefit: You also add your Dexterity modifier (but don't subtract penalties) to any grapple attack, break or escape roll. Furthermore, grappling does not provoke an attack of opportunity from the target.

LADY ELINORE



“Lady Elinore lived in denial her whole life, and continues to do so in death.”

6th-Level Ghost (Human) Aristocrat

CR 7; SZ M; HD 6d12; hp 40; Init +5 (+1 Dex, +4 Improved Initiative); Spd 30 ft (fly); AC 15 manifested (+5 deflection bonus), or 11 (+1 Dex) ethereal; Atk +4 melee ethereal (1d4-1/19-20/x2, masterwork dagger), ranged +6 ethereal (1d4-1/19-20/x2, masterwork dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Corrupting Gaze, Malevolence, Manifestation, Telekinesis; SQ Incorporeal, Rejuvenation, Turn Resistance +4, Undead; AL CN; SV Fort +2, Ref +3, Will +8; Str 8, Dex 12, Con –, Int 13, Wis 16, Cha 20

Skills: Appraise +5, Bluff +7, Diplomacy +9, Forgery +8, Gather Information +8, Hide +9, Innuendo +11, Intimidate +4, Knowledge (history) +7, Knowledge (nobility) +6, Listen +13, Perform (ballad, dance, drama) +8, Sense Motive +6, Search +9, Spot +14

Feats: Alertness, Improved Initiative, Skill Focus (Diplomacy), Toughness

Languages: Common, Elven

Corrupting Gaze (Su): Lady Elinore can use her gaze as an attack against living beings within thirty feet. Creatures that meet her gaze must succeed at a Fortitude save (DC 18) or suffer 2d10 points of damage and 1d4 points of permanent Charisma drain.

Incorporeal: Lady Elinore can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. She can pass through solid objects at will, her own attacks pass through armor, and she always moves silently.

Malevolence (Su): Once per round, Lady Elinore can merge with a creature on the Material Plane. This is similar to *magic jar* as cast by a 10th-level sorcerer, except that it does not require a receptacle. If the attack succeeds, she vanishes into the opponent's body, and the *rod of rulership* materializes on the opponent's person. The target can resist the attack with a successful Will save (DC 20); if he succeeds, he is immune to possession by Lady Elinore for one day.

Manifestation (Su): As an ethereal creature, Lady Elinore cannot affect or be affected by anything in the material world. When she manifests, she becomes visible but remains incorporeal; she remains on the Ethereal Plane, but can be attacked by opponents on both the Material and Ethereal Planes.



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Rejuvenation (Su): Lady Elinore cannot be killed through simple combat. If reduced to negative hit points, she disperses into the Ethereal Plane, and makes a level check (1d20+6) at DC 16 every 2d4 days. Once she makes a successful level check, she is restored to her full hit point level.

The only way to permanently kill Lady Elinore is to lay her spirit to rest in one of two ways. The first is to restore the House of Therony. This requires a descendent of the House to be presented at court (any court), for that descendent to marry and have at least one child, and for them to amass a personal fortune of at least 5,000 gp and at least one of the relics of the House.

Lady Elinore then manifests and offers to lead the new head of House Therony to the real *rod of rulership*, which yet remains hidden within the castle ruins; once the scepter is in the person's hands, she fades away.

The other method is to permanently destroy House Therony by wiping out all descendants and destroying any remaining relics. If the House is wiped out in this fashion, Lady Elinore fades into the ether forever.

Telekinesis (Su): Lady Elinore can use *telekinesis* once per round (as cast by a 12th-level sorcerer) as a free action.

Turn Resistance (Ex): As a ghost, Lady Elinore has +4 turn resistance.

Undead: Lady Elinore is immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. She is not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Possessions: masterwork dagger, *rod of rulership*, jewelry and accessories worth 500 gp (this equipment works normally on the Ethereal Plane).

BACKGROUND

If asked, Lady Elinore gladly talks about her history. Cousin and best friend to the duchess of Alantry, Elinore taught the Therony children and spent more time with them than their parents. She also helped with the handling of household finances and the protection of the family's relics. The northern barbarians murdered her when they stormed the castle and destroyed the entire House of Therony.

Most of her story is a lie — apart from the murder.

Five hundred years ago, the House of Therony ruled a medium-sized, moderately powerful duchy (Alantry).

Lady Elinore was indeed a cousin to the duchess— a distant cousin from a poor branch of the family. She did spend a great deal of time with her cousin's children, but as their wet nurse (her own child died in childbirth) and nanny, not their teacher. She also spent a lot of time around the crown jewels and the House's relics, but without permission—their beauty enthralled her, and she wished to possess them as her own. She was particularly taken with the royal scepter, a magical relic that gave the duke the power to settle disputes and command armies. When the barbarians sacked the palace and put the family to the sword, Elinore stole the scepter and ran for her life, hoping to escape the enemy and keep the relic. Unfortunately, barbarian arrows pierced her during her flight. She managed to hide behind a secret door in the heat of the battle, and she died there, still clutching the scepter.

But, for reasons known only to the gods, Elinore's spirit could not stay at rest. For centuries, her ghost, now clutching a ghostly version of the royal scepter, haunted the castle ruins. Long after the barbarians abandoned the castle even, the ghostly Elinore remained; in fact, she continued to walk the ruins long after the castle's aged walls began to crumble into piles of rubble. When the walls finally collapsed completely (three years ago), their crumbling freed her from her haunt—not to move on to an afterlife, but to freely travel to the Ethereal Plane and away from the castle.

During her time in the ruins, Elinore had been consumed by guilt. She should have done more to protect the children; she should have faced death with her head held high; most of all, she should have succeeded in escaping alive with the scepter. Hoping to avoid her shame, Elinore warped her memories of her life, making herself out to be a true noblewoman and aristocrat. She has convinced herself that she was *saving* the scepter, not stealing it — and after so many years, who can say different? In her own head, she is a hero, and in that spirit, she has decided to restore the House of Therony to its former glory.

Not all of the Therony family was present when the castle was sacked, so the family's descendants surely exist somewhere in the world. Similarly, most of the House's relics the barbarians stole were not destroyed. All Lady Elinore has to do is somehow find an appropriate descendent of the house, bring them wealth and power, and restore them to their rightful place in the world; then she can pass on to her eternal rest.

Unfortunately, this is an even harder task that it sounds. Lady Elinore has no ability to sense true descendants of the House of Therony, nor can she sense the relics; the ethereal 'winds' tend to nudge her towards the right places and people, but she has to investigate those she finds. She tried looking for the barbarians who destroyed the House, but they too are long gone—the tribe became civilized, sold the trea-

VERSATILE CHARACTERS

sures, and integrated the captives into their own families. Now all Lady Elinore can do is drift through the ether, looking for clues and faces that have Therony features — a long and thankless task.

APPEARANCE

In life, Lady Elinore was attractive, but not unusually so. In death, though, she has become staggeringly beautiful, altering her ectoplasmic “body” through force of will. Similarly, her clothing and jewelry has become far more expensive and attractive. She appears as a gorgeous woman in her early twenties, with pale skin and floating black hair. She is dressed in regal finery, and carries a jeweled and ornate scepter.

PERSONALITY

Lady Elinore lived in denial her whole life, and continues to do so in death. She avoids thinking about her failures, and concentrates only on hope of success and glory. She is determined to revive the House of Therony, and while she stops short of murder or similar acts, she is prepared to go to great lengths in her quest. When not single-mindedly focused on her goals, Elinore is a pleasant (if slightly dull) young woman, with a slightly old-fashioned worldview.

She is also a bit unstable; five hundred years of solitude and three years walking the Ethereal Plane has taken

its toll. She can be quite irrational at times, and she feels that others should listen to her and serve her every whim.

If severely angered, she attacks corporeal beings (she can't otherwise harm non-corporeal beings) with her *corrupting gaze* before realizing her actions.

ADVENTURE SEEDS

♣ Anyone could be a true descendent of the House of Therony. Ideal candidates are allies or acquaintances of the party, who suddenly find themselves haunted by a ghost who wants to know about their parentage.

Or, an enemy or villain might be a Therony descendent. In this case, Lady Elinore opposes the heroes, trying to protect her charge. Alternatively, the villain's actions may repel her, at which point, she actively helps the PCs defeat him. In exchange for her help, though, the PCs must spare the villain's life, so that Elinore can attempt to redeem him.

♣ Lady Elinore is also searching for the relics and treasures of the House, and since she can remember what they looked like, she has a much better chance of finding them. If the heroes have made contact with her, she asks them to retrieve a relic from the dungeon where it is being stored. For that matter, the heroes may already own one of the treasures, and they find themselves being robbed by a ghost!



JORDAN ASKE



“Although his fees are high, he has never been wrong.”

1st-Level Human Wizard/6th-level Expert

CR 6; M (humanoid); HD 1d4-1 + 6d6-6; hp 20; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+ 1 Dex); Atk melee +3 (1d4-1/19-20/x2, dagger), ranged +5 (1d4-1/19-20/x2, dagger), or +5 (1d4-1/x2, dart); AL N; SV Fort +1, Ref +3, Will +10; Str 9, Dex 13, Con 9, Int 14, Wis 16, Cha 11

Skills: Alchemy +5, Appraise +11, Craft (book binding) +10, Decipher Script +8, Forgery +8, Gather Information +7, Knowledge (arcana) +10, Knowledge (geography) +9, Knowledge (history) +9, Profession (scribe) +9, Sense Motive +8, Spot +5

Feats: Scribe Scroll, Skill Focus (alchemy), Skill Focus (Knowledge [arcana]), Skill Focus (Knowledge [geography]), Skill Focus (Knowledge [history])

Languages: Abyssal, Common, Draconic, Dwarven, Elven, Gnome, Halfling, Infernal, Undercommon

Summon Familiar: Although Jordan can summon a familiar, he has chosen not to do so at this time.

Wizard Spells (3/2; base DC = 14 + spell level)

0 Level — *arcane mark*, *detect magic*, *read magic*
1st Level — *expeditious retreat*, *mage armor*

Possessions: *goggles of minute seeing*, *periapt of health*, *wand of detect magic* (37 charges), *scroll of alarm*, *comprehend languages* (x3), *expeditious retreat*, *hold portal* (x2)

BACKGROUND

From an early age Jordan wanted to be a wizard. When he was eight years old, he knew he had a gift that allowed him to work and shape the forces of magic. Jordan’s father was a bookbinder who taught all four of his sons the trade, as well as how to be practical. Though Jordan enjoyed making books, he still wanted to be a wizard, and he begged his father to let him learn. Not wanting to hear these delusions of grandeur, his father thought he could beat the dream out of his boy. The beatings did not have the effect he’d hoped; they only made Jordan’s desire to be a wizard grow. Then one day, at the age of ten, Jordan’s life changed forever when an aged wizard entered the shop to purchase some blank books.

The mage sensed the magic in the youth, and he asked Jordan many questions that the boy couldn’t answer. Even so, the wizard seemed satisfied, and he offered to apprentice

Jordan. At first Jordan's father refused, but a bulging pouch of gold quickly changed his mind. That night Jordan found himself sleeping across the city in the tower of Regis Greycloak, wizard and scholar.

Training to be a wizard was hard work, but Jordan learned a great deal very quickly. But while he had the spark for magic, he found that he wasn't that interested in the subject after all. Soon the lessons became tedious, and he found himself just wishing for free time to spend exploring the wizard's extensive library. By the time he turned seventeen, in fact, he had read every book in Regis' library, a feat which had taken the wizard decades. Although, Regis encouraged learning, he became angered that the boy preferred to keep his head in a book rather than learning wizardry; there would be time enough for reading after Regis was no longer around.

And on the day of Jordan's twenty-first birthday, his apprenticeship came to an end with the death of his elderly master. Jordan tried to follow in Regis' footsteps as a mage, but soon discovered that a lifestyle of danger and discomfort was not for him. And thus ended the magical career of Jordan Aske.

Instead, Jordan converted the wizard's tower into a bookshop. For the next thirty years, he remained a bookseller, occasionally venturing out to find rare or little-known tomes to add to his personal collection. Jordan is an expert in geography, history and magic, as well as being fluent in a number of languages. Since he knows something about everything, he sells information and answers questions for a fee. He leads a good life surrounded by his books and scrolls. His collection is rumored to be larger than a king's library, and his clientele are the most powerful merchants, nobles, and wizards of the land.

Jordan has made a lot of money selling books and doing research, but he is always seeking to obtain more books and information. This desire has led him to hire adventures to track down lost books and scrolls. It is common knowledge that Jordan is the one to see if you want to sell an old book or find out some information. Although his fees are high, he has never been wrong.

APPEARANCE

Jordan is about six feet tall and weighs 130 lbs. He is a thin, fifty-four-year-old man, whose gangly appendages look scarecrow-like. A pair of thick lensed glasses rest on the tip of his long hooked nose, and his hair is short and slicked back. Jordan wears old clothing that is stained with numerous ink blotches and his hands are ink stained as well. Despite the glasses Jordan squints when he looks at you, and his face is drawn and pale. He carries himself with dignity, but always seems a bit distracted.

PERSONALITY

Jordan is a quiet, reserved man. He is more comfortable among books than people. He lives a quiet life, and he is paranoid that someone will break into his home to steal his books, which would be a fate worse than death for him. He has occasional pangs of guilt about how he has failed Regis, but the pleasure he takes in his lifestyle quickly overwhelms these feelings.

He enjoys learning and discovering new books, and he believes that no book is insignificant. Jordan's collection is extensive, spanning many rooms and many shelves, with an organizational scheme that no outsider could decipher.

Unknown to many, Jordan also deals with books of a dangerous nature. From books of spells, to tomes dealing with the dark arts, Jordan has them secured in a safe place among his collection. For a price he would part with one, but so far no one has been able to meet his terms.

ADVENTURE SEEDS

♣ One of Jordan's passions is rare books, scrolls, and maps. He spares no expense when adding new items to his collection. During one of his marathon research sessions, Jordan uncovers information about a collection of twelve scrolls that deal with the nature of demons. These scrolls are rumored to be over 200 years old and are said to contain several demons' true names. Seeing these scrolls as a valuable research aid, Jordan hires the PCs to recover them. Unbeknownst to all, a group of paladins is also seeking the scrolls — to destroy them. The demon scrolls are located in the ruins of an ancient tower in the middle of a desert. The PCs not only need to brave the dangers of the desert, but also deal with the paladins who see the PCs as servants of evil.

The twelve scrolls of demon lore could be forgeries produced by Llorymar (see p. 60). They aren't entirely the product of her imagination, but a combination of quotations from genuine authoritative sources and scraps of material from fragmentary rare finds, with her words bridging the gaps in between. As such, using these works in any way to summon, bind, or dispel demons would be more dangerous even than the usual traffic with the infernal. Survivors (if any) of such a disaster might feel inclined to track down the source of the erroneous instructions.

♣ Jordan hires the PCs to recover a book that he says a colleague borrowed but refuses to return. The book isn't really Jordan's, but it is so rare and would be such a complement to the rest of his collection that Jordan has justified the theft to himself in so many ways (the owner doesn't appreciate it and got it by looting a tomb himself, Jordan's establishment is a much safer place to store it, and so on) that he may even be able to convince the PCs if they discover that something is amiss.



LARIEN SILVERTHANE

WARRIORS



“He only goes looking for trouble if he’s paid, or if the trouble seems entertaining.”

4th-Level Grey Elf Fighter/2nd-Level Barbarian

CR 6; M (humanoid); HD 6d10+12; hp 49; Init +2 (+2 Dex); Spd 40 ft.; AC 15 (+1 Dex, +3 studded leather, +1 *torc*); Atk melee +8 (1d12+3/x3, greataxe), ranged +9 (1d8+2/x3, masterwork mighty composite longbow), or +9 (1d8+2/19-20/x2, dagger); SQ: Rage 1/day (7 rounds), Fast Movement, Low-Light Vision, Uncanny Dodge; AL CN; SV Fort +9, Ref +5, Will -1; Str 15, Dex 15, Con 14, Int 10, Wis 7, Cha 13

Skills: Climb +5, Craft (armorsmith) +1, Handle Animal +2, Jump +6, Listen +4, Ride +7, Search +2, Spot +1, Swim +3, Wilderness Lore +0

Feats: Dodge, Mobility, Spring Attack, Combat Reflexes, Run, Lightning Reflexes

Languages: Common, Elven

Barbarian Rage: Once per day Larien may fly into a rage, temporarily gaining +4 to Strength, +4 to Constitution, and a +2 morale bonus on Will saves, but suffering a -2 penalty to AC. The increase in Constitution increases his hit points by 2 points per barbarian level, but these hit points go away at the end of the rage. While raging, Larien cannot use skills or abilities that require patience and concentration. Larien’s fits of rage last for seven rounds. At the end of a rage, he is fatigued (-2 to Strength, -2 to Dexterity, can’t charge or run) for the duration of that encounter.

Elven Traits (Ex): Larien is immune to magic *sleep* spells and effects, has a +2 racial bonus to Will saves against enchantment spells or effects, has Low-light Vision that lets him see twice as far as a human in starlight, moonlight, torchlight, or similar conditions of poor illumination. If he passes within five feet of a secret or concealed door he is entitled to a Search check as though actively looking for it.

Fast Movement: Larien has a speed faster than the norm for his race by +10 feet when wearing no armor, light armor, or medium armor (and not carrying a heavy load).

Uncanny Dodge: Larien retains his Dexterity bonus to AC (if any) if caught flat-footed or struck by an invisible attacker.

Possessions: masterwork studded leather armor, masterwork longsword, dagger (x3), masterwork mighty

composite longbow (+2 Str), Ludicrous Helmet, *Silverthane Torc*

BACKGROUND

At the tender young age of ninety, the elf Larien ran away to live with the humans. Up to that point, the extremely proper, extremely polite, extremely formal, extremely *dull* Silverthane family had raised him in their glittering spire home in Riel Cataniel, a cloud city above the forbidding peaks of the Shanadrine mountains. (At least, “Shanadrine” is the grey elf name for the mountains. Humans, orcs and other races presumably call them something else in those woofing belches they use for languages. “Common tongue” indeed!).

The Silverthanes are as noble as it is possible to get without actually being related to the royal family, and for generations they have been charged with defending Riel Cataniel’s walls and gates. Of course, the city’s walls are fifty feet thick, and the gates have enough magic protection to make a small college of enchanters throw up their hands in exasperation, so the Silverthanes’ role in the city is really ceremonial. But that’s true for just about all the city’s residents.

Rielian elves are aloof. In fact, even other gray elves call them snobs, which says quite a bit about them. The only reason Larien happened to meet any humans at all is that, while enjoying the mountainous view from their hovering city’s walls, some of his people saw an avalanche bury a group of human travelers. With many an irritated sigh, the Rielians reluctantly rescued the caravan, for leaving them to die a frosty death, while not without a certain appeal, did contravene the Rielian Code, their code of conduct.

The Rielian Code is seventy volumes of ethical precepts that, if followed, generally make one lawful and good—as well as stodgy, humorless and boring. Everyone in Riel Cataniel obeys the Code, or at least pays it lip service. One of the most respected professions in Riel Cataniel, in fact, is “Student of the Codes.” To be a Student of the Code, an elf has to be familiar with the Code and the hundreds of associated volumes that discuss and interpret it. Such Students are often hired to find loopholes. In fact, Larien’s mother, Shilliala, is a renowned Student who successfully proved that, in certain rare and stringent circumstances, adultery is an ethical obligation.

The rescued travelers were a rather unsuccessful circus. Cowed by their magnificent saviors, they put their meager skills on display to demonstrate their gratitude. The Rielians paid polite attention, and did their best to conceal their contempt for the short-lived and pathetic creatures capering before them. (In fact, the audience

for the human performers was chosen by lot — it was generally considered very lucky to *not* get admitted.)

After the humans were set down on the other side of the mountain, the Rielians had a great deal of fun mocking their skills, all of which could be repeated with magic. Everyone considered it further proof (as if any was needed) that humans were nasty, dirty, clumsy, and fit only as objects for derisive laughter.

Young Larien—then barely fifty—was the only one fascinated with the human performance. He was the only one who understood that doing their miraculous feats—swallowing swords, breathing fire, sawing a woman in half—without magic was *entirely the point*. The juggling, the jokes, the songs, and stories entranced him, far more than his own people’s solemn praise chants. Growing up in a culture where cutting loose meant a once-a-year frolic in a high mountain glen—a frolic that was carefully choreographed so that it was just like every other frolic for the past thousand years—Larien was stunned by the very idea that there were people out there who *did what they wanted*. Spontaneity was not a Rielian concept.

(There was also the one human woman who did trick riding. Her name was Glenda The Marvelous, and she made Larien feel very funny inside. Bouncing along on that horse, up and down, in a low-cut dress that no Rielian maiden would wear under any circumstances whatsoever — it was an image that would stay with Larien for the rest of his life.)

Larien was punished severely for finding the humans interesting, so he learned to keep his mouth shut. He never forgot them, though. In fact, late at night, instead of the wholesome mental exercises that most elves contemplate during Trance, he often mentally went over the bawdy jokes and thrilling stories the humans had told. If the Rielian’s had known his secret thoughts, they’d have thought him mad for sure. But Larien didn’t care.

Then, when he was ninety, his parents decided it was time for him to develop an impetuous and unfortunate passion (as every Rielian male of good family is expected to have at that age). They picked out a suitable maiden and admonished him about the harsh consequences that would befall if he snuck away to try and get a peek at her scandalously unclothed ankle while she was going up the steps to market.

Larien didn’t give a fig about who he was *supposed* to unfortunately love. He couldn’t get Glenda The Marvelous out of his mind, even though he knew that, after forty years, the human was probably dead. He’d missed his chance and—in one blinding moment of impetuous will—he decided he wasn’t going to miss any more of them. Pausing only to steal as much as he could carry, Larien bolted from his father’s house and



UNCOMMON CHARACTER

jumped his horse from the city gates onto the unforgiving peaks below.

Luckily for him, the cloud city was caught in a fast updraft. By the time he was missed, it was sixty miles away. Even luckier, he ran into a group of humans: a barbarian band who called themselves the Ukla Horde.

The barbarian chief—Ukla, of course—gave Larien a suspicious look and said, “We’ma gon’ go down t’ th’ village, get drunk, mayb’ get inna fight. Y’wanna?”

“Yes, more than anything in the world,” Larien replied. After his father’s stolen gold had paid for a week-long party in the village—one that made it necessary to import wenches from three neighboring towns—Larien no longer suspected that humans had more fun; he *knew* it for a fact. Renamed Thorn, Larien was initiated into the horde.

Thorn spent five years with Ukla’s gang, doing mercenary work, raiding “enemy” towns, robbing “enemy” caravans, chopping up orcs and such, before tragedy struck. The exiled caliph of Sarnizar hired Ukla’s horde as part of his army, and they marched on Sarnizar, intending to restore him to the throne. It didn’t quite work out. As it happened, the wily courtier who’d outmaneuvered the caliph in the courts also outmaneuvered him on the battlefield. (The caliph’s tradition of starting each day with a flagon of mead, a hookah, and a pound of honey-soaked breakfast pastry might also have contributed to his poor combat performance, but who’s to say?) The army’s advance was halted, then broken, and then their orderly retreat became a rout. Thorn was separated from the horde and was forced to flee far afield to outstrip the vizier’s vengeful legions.

By a roundabout route Thorn made his way to the prearranged rendezvous point, but was told the horde had met there months ago and then departed to the north. He tried to follow, but the trail had gotten cold.

In the three years since he lost the horde, Thorn has looked for them on and off, but has had to support himself by working as a bodyguard, a strongarm-man, and a general mercenary of all work. When he’s not beating someone up for money, he’s gambling, drinking heavily, or trying to ingratiate himself with the human ladies.

APPEARANCE

Larien is a gray elf with wide eyes, angular features, and he is somewhat handsome. He carries a polished greataxe with a chipped blade (an honored gift from Ukla himself), and he wears an intricately woven silver armband on his right arm, just above the bicep. Upon his golden-haired head sits a ridiculous homemade

owlbear skull helmet. It’s decorated with feathers, pretty shells, a few polished bronze tacks, a band of snake skin, beads, a ridge of arrowheads, and a highly polished steel mirror in the front. It doesn’t help that it weighs down the pointed tip of his visible ear, leaving it poking out at a comical angle. His facial expression is two parts mischief, two parts spontaneous fun, and one part berserk homicidal mania.

PERSONALITY

As a rebel against the Rielian Code, Larien is brash, impulsive, lusty, and decadent. He considers anything less than the immediate gratification of every urge being dishonest and false to himself. This makes him selfish, unreliable, hot-tempered and sticky-fingered, but he’s quick to forgive and can’t be bothered with holding grudges. (When caught stealing, he’s far more likely to look embarrassed and give the item back than fight over it.)

As an elf of very simple desires (except for his armor and weapons, which are usually of the finest quality—a throwback to his pampered Rielian roots), Larien is generally pretty content: He only goes looking for trouble if he’s paid, or if the trouble seems inherently entertaining. His spontaneity is far more likely to take the form of unwise trust and generosity than wanton cruelty or covetousness.

ADVENTURE SEED

♣ Larien’s Rielian family wants him back before he can die a humiliating, human death (or, conversely, embarrass them further by gaining renown as a barbarian). They’d also like to get the *Silverthane Torc* back—for damn sure.

They’ve dispatched Larien’s cousin Ewetaiel to recover him, but Ewetaiel has so far been utterly unable to do so, thanks to Larien’s fleet feet and the *Silverthane Torc*’s protection. But Ewetaiel can’t go back to the family empty-handed, so he’s been forced to waste the past eight years of his life following his pervert relative through the vilest dens of human vice.

It irritates him enormously when people mispronounce “Ewetaiel” and it’s been happening day in and day out for eight years, since those without Grey Elven as their native dialect don’t have a chance of getting it right. And that may be one of the reasons why he’s thinking of just killing Larien when he finds him.

Ewetaiel, you see, has slid down the path to Neutral Evil. To him it’s just pragmatism, which is why he’s decided to hire the first lewd, graceless, uncultured mer-

cenaries he can find — “Set a thief to catch a thief,” and so forth. The PCs (in his estimation) fit the bill perfectly. He hires them to bring Larien back alive and promises them a spectacular reward that he has no intention of paying. Let a band of shiny-jawed simpletons brag about doing the bidding of Ewetaiel Silverthane? How embarrassing. To keep up appearances, he’ll simply eliminate the PCs as soon as they’ve given him the torc and his cousin. Ever so much tidier. Cheaper, too.

NEW MUNDANE ITEM: THE LUDICROUS HELMET

Larien, or Thorn, made the ludicrous helmet himself from an owlbear skull. It’s a solid and comfortable piece of work, as long as one doesn’t mind the giggles and stares of passers-by. Thorn got rather carried away with the barbarian touches, leaving him a helmet decorated with feathers, pretty shells, a few polished bronze tacks (for the whole “glinty” look), a dashing band of snake skin, beads on strings in the back, a ridge of arrowheads across the top and—the penultimate detail—a highly polished steel mirror in the front. Why the mirror? Ask Thorn and he’ll say “So you can see the fear in your own eyes as I defeat you!”

On Thorn, or any other normal-looking person, the Ludicrous Helmet is basically good for some laughs. Wearing it gives a –2 situational modifier to any skill where being taken seriously is important. (Lucky for him, Thorn only puts it on for special occasions.)

However, if a truly scary person—say, someone with the 10+ Intimidation skill modifier—were to put on the Ludicrous Helmet, its excesses would have much the effect Thorn intended. Or, perhaps, more exactly, it would subtly communicate a message like, “Not only am I stupendously tough, I’m evil and sadistic enough to wear this helmet, hoping someone will chortle and give me an excuse to butcher his entire family.” On such a person, the Ludicrous Helmet gives a +2 situational modifier to the Intimidate skill.

NEW MAGIC ITEM: THE SILVERTHANE TORC

As a final gesture of contempt when he left, Larien stole this magnificent magical treasure from his father. The torc is a woven silver armband of incredibly beauty. When worn by any elf, it acts like a *ring of protection +1*. When worn by a member of the Silverthane family, it has the power to open Riel Cataniel’s gates, as well as a more useful and subtle power.

Specifically, every day the torc provides a pool of “luck” points that can, at the GM’s discretion, be assigned to failed rolls. The number of luck points is equal to the wearer’s level. The points can be applied to turn a failed roll into the minimum success, but they can’t be used to improve successful rolls.

There’s a catch, however: the rolls are only improved if the task in question is undertaken in the pursuit of the character’s fondest, deepest desire. They could help a Silverthane in combat only if his fight would help him achieve that which he most wanted. Tuntriel Silverthane (for example) used the torc’s power to help him kill the orcs who’d taken his beloved wife prisoner, but it couldn’t help him in a friendly fencing match.

In Larien’s case, the torc has mainly been helping him win at cards, make time with human women, and stay away from his family. His dearest wish is to live like a human (or, in any event, the way grey elves think humans live) and that means an endless, unfettered carouse. As a 6th-level character, he has 6 points a day to cushion him from failing at that goal.

Caster Level: 6th; *Prerequisites:* Craft Wondrous Item, knock, heart’s desire, shield of faith; *Market Price:* 10,000 gp; *Weight:* —

NEW SPELL

This new spell appears on Larien’s spell list.

HEART’S DESIRE

Universal
Level: Sor/Wiz 3
Components: V, S
Casting Time: Five minutes
Range: Personal or Touch
Target: You or one willing creature
Duration: 24 hours
Saving Throw: None
Spell Resistance: No

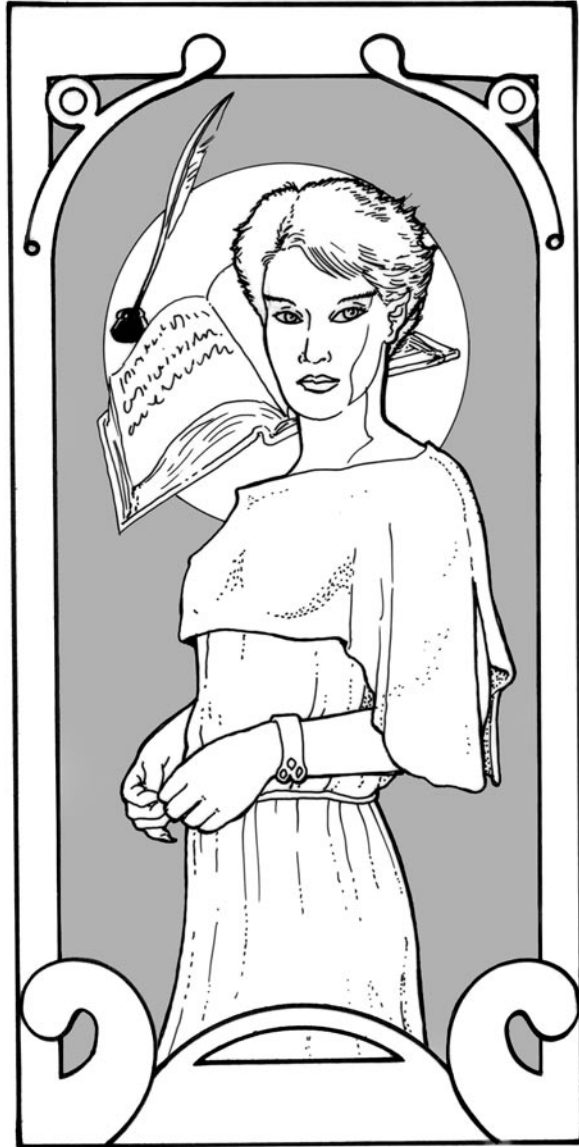
When cast, this spell gives the recipient a number of “luck” points equal to the caster’s level. These points can be spent on failed rolls to raise them: however, these rolls cannot be raised over a bare minimum needed to succeed. Furthermore, they can’t be used on just *any* roll: only rolls made in direct pursuit of the character’s fondest wish. (This may not be what the character states, or even believes, is his fondest desire; for example, many Lawful Evil characters *think* they want something like law or order, when in fact they want power or revenge.)

Any points not spent within 24 hours are lost.



LLORYMAR

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“Her only disappointment is that she can’t take credit for her successes.”

8th-Level Elf Rogue

CR 8; SZ M (humanoid); HD 8d6; hp 30; Init +4 (+4 Dex); Spd 30 ft.; AC 14 (+4 Dex); Atk melee +7/+2 (1d4/19-20/x2, dagger), or +7/+2 (1d6/18-20/x2, rapier), ranged +10/+5 (1d4/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Sneak Attack +4d6; SQ Elven Traits, Evasion, Uncanny Dodge, Traps; AL CN; SV Fort +2, Ref +10, Will +3; Str 13, Dex 19, Con 11, Int 16, Wis 12, Cha 8

Skills: Appraise +16, Craft (bookbinding) +14, Craft (calligraphy) +14, Decipher Script +14, Diplomacy +3, Forgery +9, Gather Information +10, Knowledge (arcana) +7, Knowledge (history) +7, Knowledge (nature) +7, Listen +3, Move Silently +7, Open Lock +7, Pick Pocket +7, Profession (scribe) +6, Read Lips +7, Search +9, Sense Motive +5, Spot +3, Use Magic Device +4

Feats: Quick Draw, Skill Focus (Appraise), Skill Focus (Forgery)

Languages: Common, Elven, Gnome, Gnoll, Draconic, Dwarven, Goblin, Orc, Sylvan

Elven Traits (Ex): Llorymar is immune to magic *sleep* spells and effects, has a +2 racial bonus to saves against Enchantment spells or effects, and has low-light vision that lets her see twice as far as a human in starlight, moonlight, torchlight, or similar conditions of poor illumination. If she passes within five feet of a secret or concealed door, she is entitled to a Search check as though actively looking for it.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Llorymar takes no damage with a successful saving throw. Evasion can only be used if the rogue is wearing light armor or no armor.

Sneak Attack: Any time Llorymar’s target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when she flanks the target, her attack deals +4d6 extra damage. Ranged attacks can only count as sneak attacks if the target is within thirty feet.

Traps: Llorymar can use the Search skill to locate traps when the task has a DC higher than 20. She can use the Disable Device skill to disarm magic traps.

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Uncanny Dodge: Llorymar retains any Dexterity bonus to AC if caught flat-footed or struck by an invisible attacker. She can no longer be flanked except by another rogue of at least 12th level.

Possessions: *potion of glibness*, *potion of vision* (x2), *scroll of read magic* (x3), *scroll of comprehend languages*, *scroll of change self*

BACKGROUND

When Llorymar was young, she had very few friends. She wasn't very attractive or socially adept, and she spent far more of her time reading and drawing than roaming the forest. She learned a great deal of forest lore and magical theory, of course, but it was far more theoretical than practical. Her parents were disappointed in her choices, but what could they do? She didn't have the voice to be a bard, and in the end they recognized that her personality and skill with languages were such that a scholarly life suited her best.

They apprenticed her to a scribe and a bookseller by the name of Slyr, who took her under his wing and taught her the trade. But book selling was not Slyr's only business; he was also a fence, selling stolen and forged books and other documents throughout the entire area.

When she learned the truth about her master, Llorymar found a new love. Although she was good enough at the burglaries and fencing operations that were the cornerstones of the way Slyr worked, she found that her own talent as a calligrapher and illustrator made her an excellent forger. She started with small documents: love letters, travel papers, sales slips, certificates of authenticity, and the like. Eventually she moved on to longer and more complicated works. As her skill grew, she took up bookbinding so that she could fabricate forged books completely on her own, thereby removing the chance that a partner could betray her. She and Slyr made quite a reputation for themselves, both among the local rogues, and among the local aristocracy, who marveled at their ability to find rare books to order, never realizing that most of these books came not from far-away lands, but from Llorymar's workshop.

It is in the nature of life that apprentices bury their masters, and because of Llorymar's elven lifespan it has been many years since Slyr's death. She has continued to live the double life they had together, selling genuine masterpieces of the book world alongside the greatest of forgeries. Lately she has taken on an apprentice of her own. Janne is an eleven-year-old human, who currently has no idea about his mistress' other business. Janne is a small boy, who doesn't get along well with other children. He reminds Llorymar

of herself, not least because of his steady hand and love of books. She hopes that he will be a worthy partner for her, if not a successor. Given the relatively short life Janne can expect it seems likely Llorymar will have the unusual responsibility of burying her apprentice.

Llorymar knows that most people don't like her. And that's fair, since she doesn't much like others either. Still, she is polite to those who patronize her shop. She speaks with confidence bordering on arrogance when people ask her questions about books, and loves to argue theory of any sort with anyone who cares to engage her. She is proud of her work, especially so since she is unable to claim much of it.

There are those who know the rogue and the bookseller are the same woman, but she tries to keep that number as low as possible. If anyone comes to her who is in need of her secret talents, she refuses to discuss business in the shop itself. She meets her roguish contacts only in the local tavern, where she appears disguised in a long, hooded cloak and wearing a wig of raven hair over her short silver locks.

Llorymar is trying to develop yet another life for herself. She has little spare time, but lately she has been spending it in her workshop attempting to write an original book: a history of the forest in which her family lives, written in the style of the ancient epic poetry she first discovered as a child over 100 years ago. Most of the poem is written in Elven, but her talent with languages permits her to write the dialogue by the elves' orc and dwarf enemies in the original languages. This will limit the number of people who can read it, but she is writing it to satisfy her own need to be recognized as a virtuoso artist, and not for commercial success. She would be very embarrassed to be found out before the work is completed and bound.

APPEARANCE

Llorymar is very plain in appearance, sticking out like a sore thumb in any group of charismatic elves. Instead of hiding her physical shortcomings, she accentuates them with plain, worn clothes, a face and hands that are often smudged with ink, and a short, boyish crop to silver hair that could be attractive if grown out and arranged just right. Although she's not the sort of rogue who makes a living by picking pockets and then blending into a crowd, she feels that her unremarkable appearance suits her profession.

While she keeps a work knife handy at all times, she only straps on her rapier if she's expecting trouble.



PERSONALITY

Normally a quiet woman who prefers to keep to herself, it is easy to draw Llorymar into conversation on a wide range of topics: basically anything she's read or written about. The more she knows about the subject, the more animated she gets when discussing it. Her greatest joy is in proving that she is superior to her social and economic betters by hoodwinking them. Her only disappointment is that she can't take credit for her successes.

ADVENTURE SEEDS

☛ Llorymar has a number of clients who would pay a large amount of gold for a copy of *The Life of Plants*, a treatise on herbalism by the legendary ranger Caarwyn of Feir. Unfortunately, no one has seen the book in several hundred years, and Llorymar's pride is

too great to completely fabricate a forgery. She must have the original, or at least a better idea of what it looked like. When she hears a rumor that it is kept in the library at the hermitage in the city of Daj, she hires the party to recover it for her. The hermits, though, have very little contact with outsiders, and have never been known to part with items from their library.

☛ Returning from their latest adventure, the party finds that it is in possession of a large illuminated book. Asking around in the town, they find that Llorymar is the most respected bookseller in the area. When they take the book to her, she declares that the book, which discusses magical theory, is a worthless forgery. Nevertheless, she is willing to pay a large sum for it. If they take the money, that is the end of it. But investigation into Llorymar's willingness to buy it despite its provenance reveals her career as a forger and the fact that this book is one of her earlier efforts, one which has mistakes that could reveal her, and which she should be happy to destroy.

GNOLL MERCHANT

MARUD KUGGA



“Marud honestly feels that her being born a gnoll was some sort of great cosmic mistake.”

3rd-Level Gnoll Commoner

CR 4; SZ M (humanoid); HD 2d8+2 + 3d6+3; hp 28; Init 0; Spd 30 ft.; AC 12 (+1 padded armor, +1 natural); Atk melee +3 (1d6+1/x2, light mace), ranged +2 (1d6+1/x2, throwing axe); Face 5 ft. x 5 ft.; Reach 5 ft.; SQ Darkvision; AL N; SV Fort +5, Ref +1, Will +3; Str 12, Dex 10, Con 13, Int 14, Wis 11, Cha 8 (10 among monstrous races)

Skills: Appraise +8, Bluff +3*, Diplomacy +3*, Gather Information +3*, Listen +3, Profession (Merchant) +6, Spot +3

*These skills suffer a –1 Charisma modifier when used on humans, dwarves, elves, gnomes, halflings and half-elves.

Feats: Alertness, Iron Will, Power Attack, Weapon Proficiency (throwing axe)

Languages: Common, Gnoll

Darkvision: Marud has Darkvision that lets her see (in black and white) with no light source at all, to a range of sixty feet.

Possessions: *potion of charisma* (x5), *potion of cure light wounds* (x2), 250 gp worth of trade jewelry

BACKGROUND

Every once in a great while, unique individuals come forward to bridge the gap of misunderstanding and hatred between races. The elves, humans, and dwarves, for instance, were all once at war, until individuals whose judgments rose above cultural and appearance differences found the common good and forged peace and understanding between those races. Marud Kugga, a gnoll merchant who has fully embraced human ways and culture, could be the individual to end the centuries of hardship and fighting between humans and gnolls — if she didn't absolutely detest everything about her race.

No one truly knows why Marud left her gnoll den to live in the human community she now calls home. Rumors suggest that she is an outcast, having committed some terrible gnoll crime, but most agree that if such were the case, she'd more likely have been eaten by her kin rather than exiled. Some people think it was the human settlement's sounds of joy and merriment that drew the



UNCOMMON CHARACTER

curious gnoll from the woods to investigate, especially since she showed up on the outskirts of town, offering to sell simplistic jewelry she had made, shortly after feast day. Naturally, the people she approached with her foreign-made charms fled in terror at the sight of her feral features; it wasn't until the town guards surrounded her and were about to put her to the pike that a small girl in the crowd piped up and pointed out that the monster was just trying to barter her wares, just as her own father did for a living.

These days, Marud doesn't like to talk about her first few years in the settlement when she struggled to learn the language, eek out a living working odd jobs the humans let her perform, and slowly acquired the taste for food that didn't scream. She also doesn't like to talk about her own people, whom she commonly refers to as "those filthy beasts." She now earns a living as a fairly successful jewelry and clothing merchant, and occasionally sells potions on the side. She's even had some limited success with her attempts to establish trade with the nearby goblin and orc settlements, although she still adamantly refuses to deal with gnolls.

During the day, when she's in town, she can usually be found visiting the homes of her tailors and jewelers, encouraging them in their works (although due to her lack of tact, the encouragement more often seems like harassment). At night, she spends her time in the tavern, drinking herself into a nightly stupor and losing horribly at games of skill and chance.

APPEARANCE

The hefty Marud stands just over seven feet tall, and she dresses in loose-fitting, long dresses. When out and about, she always wears a shawl or babushka over her head in a vain attempt to hide her gnoll heritage, but her height and size alone make people wary of her. Her face lacks the wild expression of most gnolls, and instead, she looks cheerfully worn-down, like someone who enjoys her work but spends far too much time at it.

Marud carries a large knit purse on a strap across her chest, in which she keeps various odds and ends, and at least one *potion of charisma* to give her an edge during a hard sell.

PERSONALITY

Marud isn't an outcast, or a secret agent, or any of the other lofty speculations that have been made about her past. She's simply ashamed of being a gnoll, and despite her fondest childhood memories, she's become intensely bigoted against her own race, buying into

and supporting all of the worst human propaganda and prejudices against them. Marud honestly feels, as she has her entire life, that her being born a gnoll was some sort of great cosmic mistake; she knows that she belongs in human company, but also knows that she'll never quite fit in, and she'd give anything to become really, truly human.

ADVENTURE SEEDS

♣ Like most merchants, Marud sometimes employs mercenaries and adventurers to assure the safe arrival of her wares. In addition to her usual runs of clothing and jewelry, Marud occasionally also makes deliveries for a local wizard.

Adventurers who accompany her on one trip receive far better pay than usual, because along with her usual cargo she carries a jar with 50 *beads of force* across rocky terrain.

A freak thunderstorm that comes at the most inopportune time possible is just the beginning of the party's worries, which also include a bridge washed out by the storm, a tremendous fallen tree that blocks the only negotiable path and that must be cleared during a battle with kobolds, and a surprise ambush by a band of ogre raiders just when the party's goal is within sight. And if the wagon tips over, suddenly loses a wheel, or otherwise gets jolted too hard, they'll be able to see the explosion two kingdoms away.

♣ On the way back from a trade with a goblin settlement, gnoll bandits beset Marud's wagon, and they are completely stunned to discover that the wagon's driver is one of them. After an awkward moment, one of the bandits recognizes Marud, and, before he slinks back into the woods, he tells her that her abandoned daughter has fallen ill.

Upon returning home, Marud purchases a *potion of heal*, and asks the party to deliver it to her daughter, giving them a rudimentary map and a brief "letter of passage" in the form of a spoken phrase in gnoll that requires a Diplomacy check (DC 20) to correctly deliver, even though Marud writes it down phonetically in Common. She explains that she can't return to the den herself, but that she doesn't want her daughter to suffer, even though she previously abandoned her family. Marud threatens to harm the party members if they reveal that she did this for her daughter.

Unfortunately, very few gnolls the PCs encounter are sympathetic to their quest; the rest either don't believe them, perceive Marud as a traitor, or just attack them outright. And as Marud's daughter, sick or not, isn't likely to trust a group of people who killed half her kinsmen to bring her a curing potion. And, even if the

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PCs succeed in their quest, there's no guarantee that the gnolls are going to let them leave the den alive.

♣ Despite the fact that it's been years since Marud has interacted with other gnolls, she still remembers quite a bit about their community.

If the party gets her significantly drunk, she starts talking about life in the gnoll den without getting angry or melancholy (Gather Information check DC 10). She eventually tells them about the temple located in her community, which contains a *dais of inflict minor wounds* (that gradually saps the life [1 hp/round] from sacrifices to the gnoll god placed upon it, or any creature that touches its top), and an *eversmoking bottle*, both of which are used in the temple's weekly rituals. The high priest of the temple also carries a magical

staff which, from Marud's uneducated descriptions, sounds like a *staff of the magi*.

A subtle party could probably sneak into the temple and retrieve the *eversmoking bottle* with Marud's directions and a minimum of bloodshed (keeping in mind that gnolls have Darkvision). However, any attempt to steal the high priest's staff unavoidably results in the entire community rushing to his aid. If she discovers that the party slaughtered the tribe, Marud commits suicide, for even though she has completely renounced gnoll society and accepted human civilization, she is still overcome with guilt at provoking such wanton and horrible destruction.

The high priest's staff is actually only a *rod of wonder*.



MERIK OF THE GLADE

HEROES



“Resigned to his fate,
Merik strives to live
each day to the fullest.”

6th-Level Drider Wizard/6th-Level Druid

CR 13; SZ L (aberration); HD 6d4+18 + 6d8+18; hp 81; Init +3 (+3 Dex); Spd 30 ft., climb 15 ft.; AC 19 (-1 size, +6 natural, +3 Dex, *ring of protection +1*); Atk melee +8/+3 (1d6+3/18-20/x2, +1 *scimitar*), or +8 (1d4+1/19-20/x2, masterwork dagger), or +3 (1d4+1, bite), ranged +11 (1d4/x2, masterwork sling); Face 10 ft. x 10 ft.; Reach 5 ft.; SA Spells, Spell-Like Abilities, Poison; SQ Drider Traits, SR 14, *Wild Shape*; AL CN; SV Fort +10, Ref +7, Will +13; Str 15, Dex 16, Con 16, Int 15, Wis 16, Cha 16

Skills: Animal Empathy +11, Climb +14, Concentration +10, Heal +9, Hide +9, Intuit Direction +9, Knowledge (nature) +6, Listen +9, Move Silently +8, Spellcraft +10, Spot +9, Wilderness Lore +15

Feats: Alertness (when near Eft), Ambidexterity, Brew Potion, Combat Casting, Combat Reflexes, Dodge, Scribe Scroll, Two-Weapon Fighting

Languages: Common, Elven, Sylvan, Undercommon

Drider Traits: Merik has Darkvision that lets him see (in black and white) with no light source at all, to a range of sixty feet, and he receives a +4 racial bonus to Hide and Move Silently checks.

Nature Sense: Merik can identify plants and animals (their species and special traits) with perfect accuracy, and determine whether water is safe to drink or dangerous.

Poison (Ex): Merik’s bite is poisonous (Fortitude save DC 16), with initial and secondary damage of 1d6 temporary Strength.

Resist Nature’s Lure: Merik has a +4 bonus to saves against the spell-like abilities of fey creatures.

Spell-Like Abilities: Once per day Merik can cast *dancing lights*, *darkness*, *detect chaos*, *detect evil*, *detect good*, *detect law*, *detect magic*, *faerie fire*, and *levitate* as a 6th-level sorcerer (save DC 13 + spell level).

Trackless Step: Merik leaves no trail in natural surroundings and cannot be tracked.

Wild Shape: Merik has the spell-like ability to *polymorph self* into a Small or Medium-size animal (but not a dire animal) and back again twice per day. He may only adopt one form. Merik regains hit points as if he

VERSATILE CHARACTERS

had rested for a day, and does not risk the standard penalty for being disoriented while in the wild shape.

Woodland Stride: Merik may move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed without suffering damage or other impairment. However, thorns, briars, and overgrown areas that are enchanted or magically manipulated to impede motion still affect him.

Druid Spells (5/4/4/3; Base DC = 13 + spell level)

0 Level — *create water, detect poison, light, purify food and drink, resistance*

1st Level — *cure light wounds, entangle, faerie fire, obscuring mist*

2nd Level — *chill metal (x2), speak with animals, summon nature's ally II*

3rd Level — *call lightning, spike growth, summon nature's ally III*

Wizard Spells (4/4/4/2; Base DC = 12 + spell level)

0 Level — *detect magic, ghost sound, mending, read magic*

1st Level — *charm person, jump, magic missile, protection from evil*

2nd Level — *cat's grace, misdirection, web (x2)*

3rd Level — *dispel magic, stinking cloud*

Possessions: *potion of jump, potion of endurance, potion of nondetection, potion of swimming, potion of cure moderate wounds, ring of protection +1, +1 scimitar, masterwork dagger, masterwork sling.*

BACKGROUND

Merik was once a loyal supporter of the drow demon goddess and used his arcane powers as directed by the drow priestesses. As often happens to spellcasting drow, he was tested by his goddess and failed. Turned into a half-spider monstrosity as a punishment, he was driven from his home, pursued closely by a band of young drow warriors. Using his wits, Merik killed many of his pursuers and escaped the rest by fleeing to the surface world. Merik cautiously crept from a small cavern and gazed for the first time upon trees and the open sky. The tortured man reflected upon his lot in life as he stared at the stunning beauty.

Realizing that he would be as much an outcast among the surface peoples, he searched for a secluded location to call home. He eventually stumbled upon a beautiful woodland glade surrounded by ancient trees of great size. Well out of reach of roaming creatures Merik constructed a treetop home amid the branches. It looked out over the glade but was disguised so it was undetected by those below. Comfortable in his new

home, Merik pondered the mysterious world. He eagerly learned what he could about the wildlife around him.

With growing love and appreciation for the natural world, Merik discerned that he had developed power over nature — power that allowed him to defend his realm by destroying orcs and goblins that passed through. As could be expected, his presence was eventually noticed by treants in the area who observed him from afar. Despite his heritage, the treants revealed themselves to Merik and began to converse with him. They soon discovered they were kindred spirits and Merik zealously learned the magic of the forests.

A dozen years after his horrific transformation, Merik has become a druid — a protector of the forest and its creatures. He surrounds himself with animal companions and often talks to them for hours on end. The druid would never admit it, but he is very lonely. He yearns for intelligent companionship and is always delighted when visited by the treants and dryads of the forest.

His dream is to befriend a surface elf. Appalled by what his people have become, he wants nothing less than to reunite them with the other elven peoples.

Most people greet Merik with blades and hurled spells, terrified by his half spider appearance. Because of this, Merik often takes the form of a normal animal in order to observe the people he encounters. He particularly enjoys becoming a wolf, an elegant animal he often admires from the trees. Merik avoids combat when possible, preferring to observe and occasionally converse. If warranted however, he will unleash his wrath, fighting with drow skill and dogged tenacity.

APPEARANCE

The horrifying Merik has the upper body of a bloated drow elf whose torso is melded to the body of glistening black spider carapace. Long, spindly legs covered in fine hairs protrude from his thorax, giving him a delicate, sleek appearance. Several patterns of orange mark his spider abdomen, mostly along the top, but with a few splotches on the underside. Despite his swollen body, he is still muscular and fit.

He keeps his white hair braided, bound with roots and laced with pleasant scented plants. Painted druid markings cover his torso and arms, indications that he is not like he is evil kin. His deadly scimitar rides in a sheath at his back while his dagger hangs off of a belt around his waist. The druid often ties feathers and other colorful items to his forelegs, resulting in a colorful (if repulsive) display.



PERSONALITY

Despite his drow heritage and the horrible curse that has been laid upon him, Merik is a cheerful and kind individual. He tries to make the best of any situation and has learned to enjoy the happiness and beauty of the world around him. Resigned to his fate, Merik strives to live each day to the fullest, refusing to even discuss the wicked test his goddess inflicted on him. He believes that he was led to the surface by divine will and he labors to be pleasing to the gods of nature in every act he commits. Although a competent warrior, Merik much prefers to tend his beautiful gardens high above in his treetop abode. He still pines for release from his wretched form, but he does not dwell upon it often. He simply has too much to do and too much forest to watch over. His dedication rivals that of any druid born on the surface, and the denizens of the forest have come to recognize his noble heart.

ADVENTURE SEEDS

☞ The drow are raiding the surface world, as is their custom from time to time. Merik knows that a slaughter is imminent. Concerned that he cannot guard every opening from the subterranean caverns that surfaces in his territory, he is desperate to find allies. Already the drider has spied dark elven scouts gliding soundlessly among the trees. His panic is such that he is willing to offer a bounty for slain drow. The drow must not be allowed to kill the human and elven residents of the forest's fringe.

☞ Merik has heard rumors from human travelers about a sacred spring that can heal even the worst afflictions. The spring was once guarded by wood elves, but they lost it to a group of giants. Unfortunately, Merik knows only that it is located well beyond his forest domain. He believes the spring's curative powers could return him to his natural form if only he could partake of it. Travel through human or elven lands would be perilous, as his surface allies would be of no help once he left his territory. He desires instead to employ a party of adventurers to bring him a flask of the water.

☞ Word of Merik's continued existence somehow makes its way back to his former home, and a team of deadly mercenaries (the Ghost Hammers) is hired to find and eliminate the disgraced abomination to the drow race. After beating off their first assault, Merik realizes that the attackers will return over and over again, stronger each time, so that they can collect the price on his head. The only way he can be sure to defeat them is to remove their incentive to even try — by returning to the underground realms, discovering who hired them, and dealing with that larger threat. And for such an

undertaking, the drider would need experienced drow-hunting help.

ANIMAL COMPANIONS

Merik has befriended several of the woods' natural inhabitants using his magic. He cares very deeply for these companions, as well as his snake familiar, and does not like putting them in harm's way. They often help him in combat, but he would rather that they didn't and sometimes sends them away. If Merik is getting badly injured, his companions assist him even if he wills them not to.

Morgan, the hawk, stays with him most of the time. It acts as his eyes and ears in the forest, often keeping watch on intruders.

Eft, the snake, remains on his person near constantly, as Merik's only link to his life before becoming a drider. It is quite effective in combat, but only fights if Merik is in danger.

The brown bear, Alta, is Merik's most powerful companion, and he lives in a small cave near the druid's treetop residence. During the winter months, Alta stays in a deep hibernation and cannot assist Merik.

Merik's affinity with spiders has helped him gain the companionship of two gigantic specimens, something not normally achievable with vermin. The two black creatures, whom he calls Night and Shadow, live in the trees with Merik and spin their webs amongst the branches. They are unintelligent and can only obey the drider's very simplest commands. He is able to make them hide, attack, or refrain from attacking on command. Other than that, he has little control over them.

ALTA

Brown Bear

CR 4; SZ L (animal); HD 6d8+24; hp 51; Init +1 (+1 Dex); Spd 40 ft.; AC 15 (-1 size, +1 Dex, +5 natural); Atk melee +11 (1d8+8, 2 claws), and +6 (2d8+4, bite); Face 5 ft. x 10 ft.; Reach 5 ft.; SA Improved Grab; SQ Scent; AL N; SV Fort +9, Ref +6, Will +3; Str 27, Dex 13, Con 19, Int 2, Wis 12, Cha 6

Skills: Listen +4, Spot +7, Swim +14

Improved Grab: If Alta hits with a claw attack against a smaller opponent, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. Each successful grapple check Alta makes during successive rounds automatically deals 1d8+8 damage.

Scent (Ex): Alta can detect approaching enemies, sniff out hidden foes, track by sense of smell, and identify familiar odors just as humans do familiar sights.

EFT

Snake Familiar

CR 1/3; SZ T (animal); HD 6d4; hp 16, Init +3 (Dex); Spd 15 ft., climb 15 ft., swim 15 ft.; AC 20 (+2 size, +3 Dex, +5 natural); Atk melee +6 (bite, poison); Face 2 1/2 ft. x 2 1/2 ft. (coiled); Reach 0 ft.; SA Poison; SQ Alertness, Improved Evasion, Scent, Share Spells, Speak With Master, Empathic Link, Touch; AL N; SV Fort +4, Ref +5, Will +8; Str 6, Dex 17, Con 11, Int 8, Wis 12, Cha 2

Skills: Balance +11, Climb +14, Hide +18, Listen +9, Spot +9

Feats: Weapon Finesse (bite)

Alertness: The presence of Eft sharpens its master's senses. While Eft is within arm's reach, Merik gains Alertness.

Improved Evasion (Ex): If Eft is subjected to an attack that normally allows a Reflex save for half damage, the snake takes no damage if it makes a successful save and half damage even if the save fails.

Poison (Ex): Eft's bite is poisonous (Fortitude save DC 11), with initial and secondary damage of 1d6 temporary Constitution.

Scent (Ex): Eft can detect approaching enemies, sniff out hidden foes, track by sense of smell, and identify familiar odors just as humans do familiar sights.

Share Spells: At Merik's option, he may have any spell he casts on himself also affect Eft. The snake must be within five feet at the time. If the spell has a duration other than instantaneous, the spell stops affecting Eft if the snake moves farther than five feet away. The spell's effect will not be restored even if Eft returns to Merik before the duration would otherwise have ended. Additionally, Merik may cast a spell with a target of "you" on the snake (as a Touch range spell) instead. Merik and Eft can share spells even if the spells normally do not affect snakes.

Empathic Link (Su): Merik has an empathic link with Eft out to a distance of up to one mile. He cannot see through Eft's eyes, but the two of them can communicate telepathically.

Because of the empathic link between a familiar and its master, Merik has the same connection to an item or place that Eft does. For instance, if Eft has seen a room, Merik can teleport into that room as if he has seen it too.

Speak With Master: Eft and Merik can communicate verbally as if they shared a common language. Other creatures do not understand the communication without magical help.

Touch: Eft can deliver touch spells for Merik. When he casts a touch spell, the snake can be designated as the "toucher." (The master and the familiar have to be in contact at the time of casting.) Eft can then deliver the touch spell just as Merik could. If Merik casts another spell, the touch spell dissipates.

NIGHT AND SHADOW

Monstrous Spiders

CR 1; SZ M (vermin); HD 2d8+2; hp 11, 14; Init +3 (+3 Dex); Spd 30 ft., climb 20 ft.; AC 14 (+3 Dex, +1 natural); Atk melee +4 (1d6, bite); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Poison, Web; SQ Monstrous Spider Traits; AL N; SV Fort +4, Ref +3, Will +0; Str 11, Dex 17, Con 12, Int —, Wis 10, Cha 2

Skills: Climb +12, Hide +10, Jump +7, Spot +7

Feats: Weapon Finesse (bite)

Monstrous Spider Traits: Night and Shadow have Darkvision that lets them see (in black and white) with no light source at all, to a range of sixty feet. They are immune to all mind-influencing effects.

Poison (Ex): The bite of a monstrous spider is poisonous (Fortitude save DC 15), with initial and secondary damage of 1d4 temporary Strength.

Web (Ex): Eight times per day Night and Shadow can cast webs with a maximum range of fifty feet and a range increment of ten feet.

MORGAN

Hawk

CR 1/3; SZ T (animal); HD 1d8; hp 4; Init +3 (+3 Dex); Spd 10 ft., fly 60 ft. (average); AC 17 (+2 size, +3 Dex, +2 natural); Atk melee +5 (1d4–2, claws); Face 2 1/2 ft. x 2 1/2 ft.; Reach 0 ft.; AL N; SV Fort +2, Ref +5, Will +2; Str 6, Dex 17, Con 10, Int 2, Wis 14, Cha 6

Skills: Listen +6, Spot +6

Feats: Weapon Finesse (claws)



LADY MINRA STARFLIGHT

HERS



**1st-Level High Elf Aristocrat/5th-Level Fighter/
5th-Level Honor Duelist**

CR 10; SZ M (humanoid); HD 5d10+5, 6d8+6; hp 73; Init +7 (+3 Dex, +4 Improved Initiative); Spd 30 ft.; AC 17 (+3 Dex, +4 from +2 *leather armor*); Atk melee +11/+6 (1d8+2/1d8+2/19-20/x3, +2 *keen elven double spear*), or +12/+7 (1d4+2/17-20/x2, *dagger of piercing*), ranged +12/+9 (1d4+2/17-20/x2, *dagger of piercing*), or +10/+5 (1d4/19-20/2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Challenge of Honor; SQ Honor's Pride, Elf Traits, Parry Bonus, Swagger; AL CN; SV Fort +9, Ref +8, Will +5; Str 11, Dex 17, Con 13, Int 14, Wis 7, Cha 16

Skills: Balance +5, Bluff +8, Climb +4, Diplomacy +5, Gather Information +4, Handle Animal +4, Intimidate +8, Jump +4, Knowledge (elven history) +6, Listen +2, Perform (dance, debating, juggle) +6, Ride +5, Search +4, Spot +1, Tumble +11

Feats: Ambidexterity, Expertise, Improved Disarm, Improved Initiative, Two-Weapon Fighting, Weapon Finesse (elven double spear), Weapon Focus (elven double spear)

Languages: Common, Elven, Draconic, Sylvan, Goblin, Orc

Challenge of Honor (Ex): As a free action, Minra can attempt to goad a single opponent into acting out of rage. The target must make a Will save (DC 18) or recklessly rush into combat against her, suffering a -2 penalty to attack, skills, Will and Reflex saving throw rolls, and the DCs for any spells cast. These penalties last for three rounds. By spending a move-equivalent action, Minra gains a +1d4 circumstance bonus to her challenge's DC, or she may alternatively attempt to goad three opponents.

This challenge does not work against mindless or emotionless creatures.

Elven Traits (Ex): Minra is immune to magic sleep spells and effects, has a +2 racial bonus to saves against enchantment spells or effects, and has Low-Light Vision that lets her see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. If she passes within five feet of a secret or concealed door, she is entitled to a Search check as though actively looking for it.

“Lady Minra likes to think of herself as a rakish noble with a flare for fashion.”

Honor's Pride (Ex): Minra's can draw upon the inspiration of her knowledge of her heritage to add +1 to any save against the challenges and taunts of her fellow duelists, as well as against fear or charming spells and effects.

Parry Bonus: Minra's skill as a duelist allows her to add a +2 dodge bonus to her AC when without armor or in light armor, and when not caught flat-footed or in a situation where she would otherwise be denied her Dexterity bonus. If she decides to opt for a total defense action, making no attacks, and performing no other activity besides moving her speed, she can add +4 to her AC as well as the +4 bonus normally received for taking this action.

In both cases, this dodge bonus stacks with other bonuses, including the +4 dodge bonus received from a total defense action. The bonus received for a total defense action may be divided between up to three opponents.

This bonus has not been included in Minra's stats above.

Swagger: Minra gains +2 ranks to her Intimidate and Bluff skills.

Possessions: +2 leather armor, +2 keen elven double spear, dagger of piercing, dagger (x3)

BACKGROUND

Minra was a lowly, though overly proud, noble sworn to House Heartfire, Clan Starflight, when she ran afoul of an honor duelist from a rival house. Knowing that she could not defeat the far superior swordsman, Minra appealed to her house's dueling society to defend her, as a matter of honor. Luckily, Minra's shameless pleading convinced Heartfire's chief duelist to take her place in the upcoming match (if for no other reason than to make the annoying young lady go away). When the duel ended, the rival duelist lay dead at the feat of House Heartfire's champion.

Grateful beyond words and more than a little impressed by the victorious duelist's skill with a double spear, Minra sought out a dueling master and vowed that she would one day fight just as well. Decades of practice went by as Minra learned all that she could about fighting with the double spear and of elven dueling societies. Finally, Minra strode out into the world, full of pride and boastful confidence in her abilities.

During the first few years that followed, Minra involved herself in many foolish misadventures, such as challenging an orc warlord to one-on-one combat and barely escaping with her life; or taking on an entire tavern of humans when a drunken soldier made

an off-color joke about her pointed ears. No matter how minor or imagined the slight to her honor, Minra charged in with reckless abandon. However, somehow, despite the odds, Minra survived her many colorful encounters, and even developed into a talented duelist and a self-proclaimed master of dueling repartee. When she finally returned home, she demonstrated her new skills to her family, and House Heartfire welcomed her into its dueling society.

Three years later, her father died. While others deemed his cause of death an accident, Minra believed his death to be an assassination perpetrated by the vengeful orc lord she'd slighted many years earlier. In the absence of a male heir, the Starflight Clan named Minra its leader, and she quietly donned the title of Lady Minra Starflight.

Her new position has done little to quell Minra's wanderlust. She still travels the lands to "correct slights to elves' honor everywhere." Nor have the title and added years granted her the wisdom to reconsider her vow to avenge her father's memory upon her orcish nemesis (as Minra views the hardy warlord).

APPEARANCE

Minra's fashion sense is as garish and outspoken as her floundering attempts at witty dialogue. She often wears flowing, deep violet or light green pantaloons; a loose, bright red or yellow tunic that billows heroically (or so Minra's believes) as she fights; horrendously bulbous riding boots; and a wide-brimmed, aqua hat with a griffon's feather extending off its tail. Her long blonde tresses billow out from under the hat, curling about her shoulders. Nearing middle age, Minra appears to be staving off old age via her youthful but odd clothing choice.

Minra swaggers and carries herself in an overly aristocratic (some might say snobbish) manner. Her beak-like nose is always held high, as if the very ground smelled horribly. Her eyes shift about listlessly, as though tiredly looking about for something worthy of her attention.

PERSONALITY

Lady Minra likes to think of herself as a rakish noble with a flare for fashion and wit, traveling the land to address anyone who would sully the good name of the elven people. In truth, she is a foppish dandy who lets her blunt wit and wagging tongue get the better of what little common sense she possesses. She believes herself a hero, while her elven peers find her a laughing stock and a shame to the clan she heads. Only her



skill with a double spear and an honest desire to do good has kept the Heartfire dueling society from expelling her.

ADVENTURE SEEDS

❧ A serious matter has arisen in Minra's homeland: a growing humanoid presence threatens war. Minra is off righting slights of honor, and her clan needs her home to perform the responsibilities that being head of Clan Starflight entails. Her clan wants to track her down, but its members are busy preparing for war. The clan has decided to hire a group to haul her its misguided matron back where she belongs.

❧ The Lady of Clan Starflight's knack for misconstruing everything from basic questions about her tailoring to compliments on her understanding of wine often leads her into fights that are far over her head. Minra needs allies to fend off a long line of agitators who don't take too kindly to her common misinterpretation of simple comments. And then, of course, she is always on the lookout for someone to help her distract the orcish minions of her hated foe, the dread orc warlord, long enough for Lady Minra to vanquish the latter in a battle of honorable combat. If the PCs are willing, Minra provides them with a slew of villains "who refuse to duel nobly."

NEW MAGIC WEAPON: DAGGER OF PIERCING

Attacks with a *dagger of piercing* ignore all armor bonuses to AC except for any enchantment bonuses. For example, *+4 full plate* would only increase the wearer's AC by +4 rather than the usual +12 against this weapon. Furthermore, an object's hardness is reduced by 75% against this weapon or to 0 if the hardness would be reduced to a value lower than 1. No matter whether the blade is used to cut flesh, wood, or adamantine, it's never dulled.

The dagger also has a +2 enchantment and a threat range of 17-20, but otherwise has the same characteristics as a normal dagger.

Caster Level: 10th; *Prerequisites:* Craft Magic Arms and Armor, *bull's strength*, *keen edge*, *shatter*; *Market Price:* 50,302 gp; *Weight:* 1 lb.

NEW PRESTIGE CLASS: ELVEN/FEY HONOR DUELIST

Among the elven and fey courts it is common for young nobles to duel over points of honor, especially between the houses and clans, giving warriors a modicum of fame and celebrity amongst their people. This tends to make the already haughty duelists brash and arrogant, often encouraging them to draw their blade to avenge every slight, real or imagined.

As a result, elven society requires that the duelists carry out a battle of words before steel may clash. During this verbal sparring, a duelist points out flaws in his opponent's honor and skill using sharp wit, intimidation and well-placed barbs in an attempt to provoke his opponent into attacking first, an action that is seen as a sign of weakness. Some duelists are so well versed in the Challenge of Honor, as these verbal contests are known, that a challenge can stretch on for hours before someone finally succumbs and reaches for his blade, or before one or both sides leaves the field of honor, satisfaction having been attained in the contest of wills.

Almost all honor duelists are male as a matter of tradition, although a few notable females have been known to rise to this status from time to time, usually after having impersonated a man until they had proven themselves.

It is also worth noting that using spells or spell-like abilities in a fight between two duelists is considered dishonorable and results in an immediate loss for the offender. A "dry duel" even requires that all magical items and defenses be discarded.

Duels of honor need not always be to the death.

In between duels of honor, these warriors form dueling societies. Such societies aspire to teach their members that particular group's definition of honor, its regulations and ideals concerning dueling and nobility, and keep them in practice by sparring amongst themselves.

Hit Die: d8

Requirements

To qualify to become an elven/fey honor duelist, a character must fulfill all of the following criteria:

Race: any elf or fey

Base Attack Bonus: +5

Bluff: three ranks

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Intimidate: three ranks

Perform (dance): one rank

Perform (debating): one rank

Knowledge (elven or fey history): four ranks, as appropriate to the character's race.

Feats: Expertise, Improved Disarm, Weapon Finesse (any one of: dagger, rapier, needle sword, elven double spear, or two-bladed sword), Weapon Focus (with same weapon as Weapon Finesse feat)

Special: The warrior must be accepted into a dueling society, either by proving himself in a duel against a current member (the most common method) or with the patronage of a current member.

Class Skills

The honor duelist's class skills are Balance (Dex), Bluff (Cha), Craft (Int), Diplomacy (Cha), Innuendo (Wis), Intimidate (Cha), Jump (Str), Knowledge (elven history) (Int), Knowledge (nobility) (Int), Perform (Cha), Sense Motive (Wis), Tumble (Dex).

Skill Points at Each Level: 2 + Int modifier

Class Features: All of the following are class features of the elven/fey honor duelist prestige class.

Weapon and Armor Proficiency: Honor duelists are proficient with all simple and martial weapons, but no armor. The only shield that they are proficient with is the buckler.

Parry Bonus: The duelist's whirling blades and fancy footwork allow him to add a +1 dodge bonus to his AC. This only applies when without armor or in light armor. Being caught flat-footed or otherwise denied his Dexterity bonus also causes the duelist to lose this bonus.

If the honor duelist decides to opt for a total defense action, making no attacks, and performing no other

activity besides moving his speed, he can add a +2 dodge bonus to his AC as well as the +4 bonus normally received for taking this action.

At 4th level, the bonus goes up to +2 normally and +4 during total defense. At 7th level, it becomes +3 and +6. At 10th level, it's +4 and +8.

In both cases, this dodge bonus stacks with other bonuses (as does the +4 dodge bonus normally received for total defense actions), and it may be divided between as many opponents as the value of the duelist's Charisma modifier. For example, a 3rd-level duelist with a Cha modifier of +3 taking a total defense action would have a total dodge bonus of +6. He could choose to put all +6 on one opponent, +2 each on three separate opponents, and so on.

Challenge of Honor (Ex): As a free action the duelist can attempt to goad a single opponent into acting out of rage. The target must make a Will save (DC 10 + duelist's Charisma modifier + class level) or recklessly rush into combat against the duelist, suffering a -2 penalty to attack, skills, Will and Reflex saves, and the DCs of any spells cast. These penalties last for as many rounds as the instigating duelist's Charisma modifier (minimum of one round).

By spending a move-equivalent action, the duelist gains a +1d4 circumstance bonus to his challenge's DC or he may alternatively attempt to goad as many opponents as the value of his Charisma modifier.

This does not work against mindless or emotionless creatures, such as constructs or animated undead.

Swagger: The duelist gains +2 ranks to his Intimidate and Bluff skills.

Honor's Pride (Ex): The duelist's understanding of his heritage and the deeds of racial heroes gone by

ELVEN/FEY HONOR DUELIST

| Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Parry Bonus | Special |
|-------|-------------------|-----------|----------|-----------|-------------|--------------------|
| 1st | +0 | +2 | +2 | +2 | +1/+2 | Challenge of Honor |
| 2nd | +1 | +3 | +3 | +3 | +1/+2 | Swagger |
| 3rd | +1 | +3 | +3 | +3 | +1/+2 | |
| 4th | +2 | +4 | +4 | +4 | +2/+4 | Honor's Pride |
| 5th | +2 | +4 | +4 | +4 | +2/+4 | |
| 6th | +3 | +5 | +5 | +5 | +2/+4 | Taunting Strike |
| 7th | +3 | +5 | +5 | +5 | +3/+6 | |
| 8th | +4 | +6 | +6 | +6 | +3/+6 | Improved Trip |
| 9th | +4 | +6 | +6 | +6 | +3/+6 | |
| 10th | +5 | +7 | +7 | +7 | +4/+8 | Improved Expertise |



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inspires him. Add 1/4 the character's ranks in Knowledge (elven or fey history) to any save against the challenges and taunts of his fellow duelists, as well as against fear or charming spells and effects.

Taunting Strike (Ex): The duelist taunts his opponent to put him off-guard. This is a free action that requires the opponent to make a Will save (DC 10 + duelist's Cha modifier + class level). If the save fails, the taunting duelist adds his Charisma modifier to attacks directed against that opponent in the same round.

By spending a move-equivalent action, the duelist gains a +1d4 bonus to his taunt's DC.

This does not work against mindless or emotionless creatures, such as constructs or animated undead, and may only be used with weapons for which the character has the Weapon Finesse feat. This may not be used in the same round that a Challenge of Honor was initiated.

Improved Trip: As the feat. The Int 13+ prerequisite does not apply.

Improved Expertise (Ex): Works in the same manner as the Expertise feat except that the maximum modifier that may be adjusted is equal to the duelist's base attack bonus plus his Strength modifier (or Dexterity modifier if using a weapon with the Weapon Finesse feat).

NEW WEAPONS

These uncommon weapons were invented by the elves.

ELVEN DOUBLE SPEAR

This unusual weapon looks like a staff with a spear point at each end. About as long as a shortspear, the

double spear may be thrown as a spear or used in melee much like a bladed quarterstaff.

This is a double weapon. You can fight with it as if fighting with two weapons, but if you do, you incur all the normal attack penalties associated with fighting with two weapons as if you are using a one-handed weapon and a light weapon. A Large or bigger creature using a double spear can't use it as a double weapon.

You can use the Weapon Finesse feat with this weapon.

Medium exotic weapon; *Cost:* 10 gp; *Damage:* 1d8/1d8; *Critical:* x3; *Range Increment:* 10 ft.; *Weight:* 10 lbs.; *Type:* Piercing

NEEDLE SWORD

Crafted of special alloys so that this thin blade is far more durable than its fragile appearance suggests, it is devastatingly effective at sliding through chain links or between plates of a suit of armor.

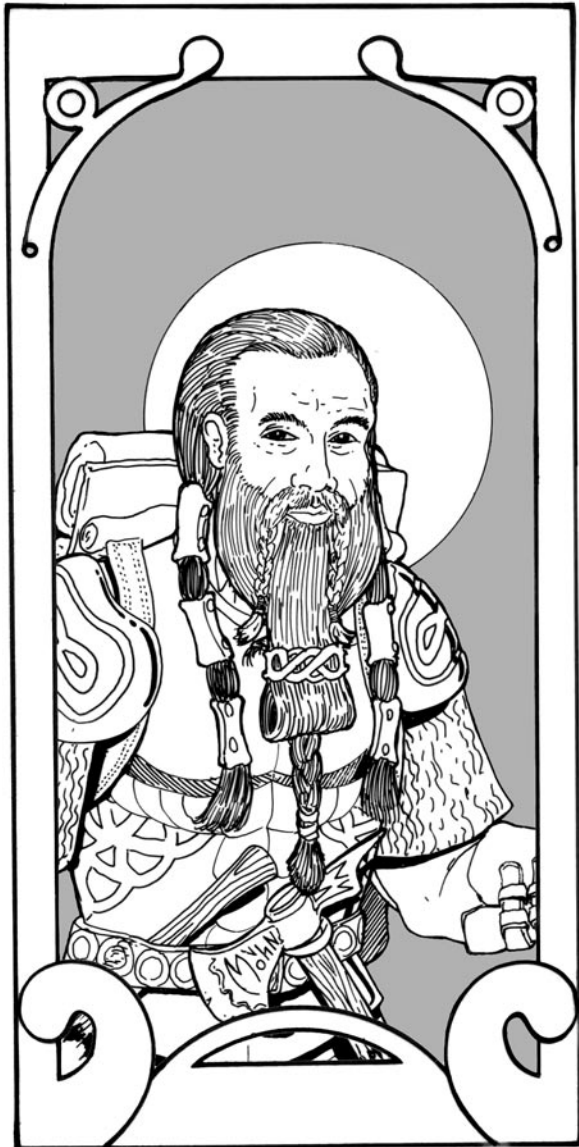
Because the style of combat one employs with a needle sword is so different from that of less refined weapons, elven honor duelists confer a respect on one of their number who chooses to use one. Non-honor duelists caught fighting with needle swords are often challenge to duels because of the perceived insult.

Smaller versions of the needle sword are particularly popular among sprites and other small fey, but their use by non-honor duelists is unlikely to provoke a challenge in fey society.

The Weapon Finesse feat can be used with this weapon.

Medium martial weapon; *Cost:* 65 gp; *Damage:* 1d4; *Critical:* 17-20/x3; *Weight:* 1.5 lbs.; *Type:* Piercing

MURGO POUCHGUT



“He only thinks in straight lines.”

6th-Level Dwarf Fighter

CR 6; SZ M (humanoid); HD 6d10+24; hp 77; Init +3 (+3 Dex); Spd 15 ft.; AC 19 (+7 half-plate, +2 from *+1 shield*); Atk melee +10/+5 (1d10+4/x3, dwarven waraxe), ranged +9/+4 (1d8/19-20/x2, light crossbow); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Dwarven Traits; AL LN; SV Fort +9, Ref +5, Will +2; Str 18, Dex 16, Con 18, Int 14, Wis 10, Cha 12

Skills: Appraise +2 (+4 on checks related to stone or metal), Climb +3, Craft (weaponsmith) +8, Disable Device +4, Handle Animal +2, Intimidate +5, Jump +1, Open Lock +4, Ride +6, Search +3

Feats: Cleave, Combat Reflexes, Dodge, Endurance, Great Cleave, Power Attack, Toughness

Languages: Common, Dwarven, Giant, Orc

Dwarven Traits (Ex): Murgo has a +1 racial bonus to attack rolls against orcs and goblinoids, +2 racial bonus to saves against spells, spell-like abilities, and poisons, +4 dodge bonus against giants, and Darkvision that lets him see (in black and white) with no light source at all, to a range of sixty feet. He also receives a +2 racial bonus to checks to notice unusual stonework; if he comes within ten feet of unusual stonework, he can make a check as though actively searching and can use the Search skill to find stonework traps as a rogue can. He can intuit his depth below ground.

Possessions: *+1 small metal shield, periapt of wound closure, +3 dwarven waraxe (broken), dwarven waraxe*

BACKGROUND

Like most dwarves, Murgo Pouchgut was born deep in the mountains. His father, a dwarven defender, constantly reinforced in young Murgo the dwarven way, from mining and metalworking to the best way to kill goblins. Murgo absorbed all of this and grew up with an intense desire to be the epitome of all things dwarven.

Unfortunately while Murgo had plenty of desire, he tried too hard. Everything he did to help out his clan he did at full speed, typically causing calamity. When a section of a collapsing mine needed to be reinforced to give the miners enough time to escape, Murgo insisted on holding the beams up himself, rather than building a support. While all the miners escaped, the mine partially collapsed on



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Murgo, requiring the efforts of multiple clerics to heal him. When a band of goblins invaded the tunnels, Murgo charged headlong into the group, rather than waiting for reinforcements. While he killed some of the goblins, he was eventually knocked unconscious and had to be rescued by his clansmen. The clan felt that if Murgo's enthusiasm could be properly focused, he could become a powerful warrior, but until then he was a greater threat to himself than their enemies.

Murgo's father felt that some years away from the mine would both mature and educate the young dwarf, so on his birthday, Murgo Pouchgut was given the family's heirloom waraxe and told to return when he'd proved himself as a dwarf. Murgo took on this quest with the enthusiasm he did everything, setting out to show the world what a true dwarf was like.

It was not difficult for Murgo to find work in adventuring groups; a strong warrior is a welcome addition. He did, though, find himself moving from group to group, as his over-enthusiasm continued to cause problems for himself and those around him.

Throughout all of his adventures, Murgo upheld his dwarven ideals, never backing down from a fight, and never feeling a twinge of fear. This courage became legendary after an adventuring party he was in encountered a fire giantess in her castle. After making their way to her private chambers, the party began to debate a plan of attack. Ignoring them, Murgo threw open the door and strode proudly in. Enraged, the giantess launched a jet of flame at Murgo, who merely hunkered down behind his shield and avoided most of the fire. On their return to civilization, Nojh, the party's bard, sang of Murgo's bravado in the face of danger at taverns far and wide.

It was also during the fight with the fire giantess that Murgo received his most crushing blow. During an attempt to parry a blow from the giantesses' mighty sword, the haft of his family waraxe shattered, rending the magical weapon useless. This sent Murgo into a period of deep depression, the first he had ever known. Eventually he vowed on the spirits of his ancestors to have this once great weapon repaired and remagicked before he would return to his home. He also began a quest of atonement by searching for magic items of importance to the dwarven people.

APPEARANCE

Murgo is a heavily encumbered dwarf, wearing armor, arms, gear, and an overstuffed backpack. He carries a lot of gear on an adventure with the attitude, "It's better to have it and not need it, than need it and not have it." Unfortunately, although his most used items are strapped to his belt, it takes several minutes to retrieve items from his backpack. He has a broken-hafted waraxe tied to his belt.

Murgo's hair is long and black, and he is, of course, bearded. He almost always has a look of grim determination on his face.

PERSONALITY

Murgo is not stupid, just impulsive and overconfident. He only thinks in straight lines, and once he begins to move down a path it takes a lot of effort for him to change direction. When a battle is going against him, he continues to fight and usually must be physically pulled from it by his compatriots.

His loyalty is without question, both to his comrades and his race, although if there is ever a conflict he is a dwarf above all else. He is quite honest; lying never occurs to him. As a rule few things intimidate him; he simply doesn't understand the magnitude of situations he finds himself in.

ADVENTURE SEED

☛ The other reason for Murgo's adventures is to find some fabled dwarven artifact. He has found a lot of minor treasure, but nothing that meets his exacting requirements. Murgo has been known to delve into old tombs and ruins by himself in the hopes of discovering some previously unknown item without any complications involving splitting the haul with other adventurers.

One of the *rings of Sultair* (see p. 11) would be a suitable item. Finding the *Tool of the First Crafter* (see p. 15) would solve both of his problems, as it is both a fabled artifact and it would grant a normal magical craftsman the ability to repair his waraxe.

If the PCs hear a rumor of a powerful or important dwarven treasure, odds are Murgo hears about it as well, and expends every effort to get to it first.

SEER OWEN'S DAUGHTER



“Neither speaks more than three words at a time.”

2nd-Level Human Commoner/6th-Level Sorcerer

CR 7; SZ M (humanoid); HD 8d4+8; hp 28; Init +5; Spd 30 ft.; AC 11 (+1 Dex); Atk melee +4 (1d6/x2, club), or +4 (1d4/19-20/x2, dagger), ranged +5 (1d4/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells, AL N; SV Fort +5, Ref +3, Will +7; Str 10, Dex 12, Con 12, Int 11, Wis 14, Cha 17

Skills: Concentration +7, Craft (weaving) +12, Handle Animal +7, Heal +3, Profession (Farming) +11

Feats: Componentless Spell, Great Fortitude, Improved Initiative, Strange Luck

Languages: Common

Summon Familiar: Although Seer can summon a familiar, she has yet to do so.

Sorcerer Spells (6/7/6/4; Base DC = 13 + spell level)

0 Level — *dancing lights, detect poison, ghost sound, light, mage hand, prestidigitation, resistance*

1st Level — *expeditious retreat, obscuring mist, shield, true strike*

2nd Level — *fog cloud, web*

3rd Level — *gaseous form*

Possessions: *amulet of proof against detection and location*, walking stick (club), belt knife (dagger)

BACKGROUND

Owen was a short, dark, poor man. He had a small farm of his own, a wife he loved, and a pack of sons he was proud of before his last child was born. Owen and his wife Anna were peasants, tied to the land, but they lived simply and happily despite their poverty. Their farm supported the family, with enough left over to save a few coins ever season, and that was all they asked.

The last child, a daughter, came into the world at high noon on the longest day of the year. That day, cold rain fell from a clear sky and a cool wind blew in from the south, freezing the nearby stream solid; it took several weeks to thaw completely. The child's birth went unusually fast, even for a seventh child. And though the midwife felt the delivery went smoothly and easily, Anna convulsed and died minutes after bringing her baby into the world. Convinced that these omens indicated



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his daughter would be a witch, holy woman, or prophetess, and half-mad with grief over the loss of his beloved Anna, Owen named the infant Seer.

Despite the portents, Seer's childhood and adolescence were nearly normal. Like the other farm children her age, Seer climbed trees, fed the animals, collected eggs, and fought with her siblings. Only, minor oddities followed Seer, occurring regularly enough that she nearly reached adulthood before she realized that not everyone could tell if things were poisonous by looking at them, move things by pointing at them, or create light to guide themselves through dark places.

And bad luck followed her, too: as she entered puberty and began spending time with boys from nearby farms, unfortunate things happened to her suitors. One beau nearly drowned while swimming, and another fell out of a hayloft, almost breaking his neck. Both boys broke off contact with Seer afterwards, but there were always other boys interested in the dark girl with the lovely smile.

Seer's life changed forever on her twenty-third birthday, a few weeks before her planned wedding to the one boy who'd managed to survive her luck and remain interested in her. On that evening, under the cover of night, mercenaries raided Owen's farm and the outskirts of the village. They burned all the buildings, killed the livestock, and murdered Owen, his sons, and Seer's betrothed. They took Seer alive, bound hand and foot, and carried her away from the smoking ruins of everything she ever knew. After several hard days of travel, they brought her to the transmuters' guild in a large city far from home.

The next twelve months flew by in a blur of pain. The transmuters experimented on her and others like her, performing tests to gauge her physical and mental endurance. The more pain they inflicted, the more magical power Seer learned to harness.

One evening, after a particularly grueling bout in the torture chambers, her captors manacled her in her cell, as usual. On this night, however, Seer spontaneously turned insubstantial, and in her misty state, she slipped free of her bonds, and she escaped her cell. Keeping a level head about her, she sneaked through the transmuters' laboratory and stole an amulet that would protect her from their detection, a device that she had overheard one of the masters describing to an apprentice. Thus protected, Seer stole away from the laboratory, and set about putting as much distance between her and it as possible.

Since her ordeal, Seer has tried to live a normal life. Of course, after experiencing the traumatic slaying of her family, her kidnaping, and a year as prisoner to evil transmuters, normalcy is something difficult to strive for.

After traveling as far from the transmuters' city as she could get, Seer met a nice, lonely bachelor farmer named Titus. The isolation of his homestead, perched as it was along the side of a hill, far from the settled valleys, impressed her and made her feel safe. The farmer kindly allowed her to stay on his farm for some time, and he quickly grew to love the young woman. When he asked her, Seer married him, and they settled into life and started creating a family. Although, Seer respects Titus, she does not romantically love him, but she has mothered four of his children. Seer, Titus, and the children, who now range in age from thirteen to nine, all work Titus's remote ranch and farm together.

Titus and the elder children know of Seer's past and powers, but they never speak of them. Seer occasionally slips and uses her magic, unconsciously, while working. She has also been known to entertain the children by creating flowers, music, or glowing balls, especially on dreary days. Seer's youngest children refer to her magic as "tricks," and they have been cautioned not to talk to outsiders about them. They are not aware of the truth behind these acts. And, if she were to show them, they would be thrilled to know their Momma can turn to mist and create spiderwebs. Seer already believes the two middle children possess her abilities, as she's seen them copy some of her tricks. This makes her very fearful for their lives.

APPEARANCE

Seer is a physically unimpressive thirty-eight-year-old peasant woman. Her black hair is streaked with gray, and her dark face is lined with worry; she appears ten years older than she is. She wears the simple homespun clothing of a peasant, and carries no weapons beyond a walking stick.

Titus, a lanky middle-aged man with sunken eyes, dresses similarly.

PERSONALITY

Seer's entire adult life has been spent denying the horrible experiences of her twenty-third year. She is quiet and gruff as an adult, repressing her natural wit and charm. Even her children, whom she loves, and her husband, whom she likes, receive little to no affection from her. To strangers, Seer seems self-absorbed to the point of rudeness.

Seer and Titus are both suspicious of strangers who come too near the farm. Neither speaks more than three words at a time, and then only to speed the

departure of unwelcome guests. The younger children are only slightly friendlier.

The best way to provoke a response from Seer and her family is to demonstrate magical powers. In the presence of a confirmed spellcaster, especially a wizard or sorcerer, Seer becomes visibly frightened, thinking that the transmuters have tracked her down.

If the spellcaster treats her well and earns her trust, however, a new light shines in Seer, and she floods the spellcaster with questions. In the course of her conversation, she asks her new friend about a guild that experiments on people to develop their magical abilities. Seer does not relate the reason for this question unless coerced. She also avoids talking about her own powers. For her, it is knowledge enough that others have similar abilities and walk about the lands in relative safety.

Her hatred for the guild that tortured her grows every day, though, and she ultimately plans to leave her family and seek revenge.

ADVENTURE SEEDS

♣ Seer's noble streak is roused when a peddler tells her of a rash of brutal arson/murders in the nearby countryside. The details match what she remembers of her twenty-third birthday. Unable to hide from her troubles any longer, intent on stopping the transmuters from doing to others what they did to her, and afraid that they will kidnap her children and inflict similar horrors on them, she kisses Titus goodbye, packs a change of clothes and the family savings, and descends into civilization.

♣ The band of transmuters that first changed Seer is still searching for her; she was an early success, and much could be learned from further study. When a particularly enterprising master accidentally learns of her location, the guild descends on the homestead in force. The guild might hire PC mercenaries to capture her (since they don't know what magical defenses Seer has developed, they aren't willing to go in themselves); or if they capture her, Titus may hire them to rescue Seer from their clutches. Adventurers unimpressed with Titus's desitute pleading may be intrigued by his description of Seer's magic amulet, which he promises to them if they can return his wife and end the guild's attacks.

THE BROTHERHOOD OF THE ART

The Brotherhood of the Art, the guild of transmuters who experimented on Seer, seek power for regional conquest. The dozen or so men and women of various power in the cabal are collectively a powerful force. They plan to conquer the area with an army of sorcerer-ogres, who will sweep like fire across the plains and bring the banner of the Brotherhood to the furthest shores.

To create this army, they need ogres and the know-how to turn them into sorcerers. Getting ogres isn't difficult: if given plenty of meat and beer, the creatures are surprisingly loyal. Turning them into sorcerer-ogres is the trick. The transmuters believe all sentient beings possess a certain spark, which when properly stoked, bursts into the flame of sorcery. In some individuals — those humans and humanoids whom the transmuters sought out with divinations and captured early in their experiments — the spark is strong, liable to flame at any moment. In most, however, it is a weak and trembling thing, which must be coaxed.

Coaxing a spark into sorcery is a difficult process. The transmuters realized early on that the spark can be made to respond to external stimulus — specifically, pain. Their early research (of which Seer was a victim) focused on developing the proper pain delivery systems, turning a powerful spark into a powerful sorcerer quickly and without killing the subject. Once they are able to replicate their results reliably, the Brotherhood faces the thornier problem of turning a weaker spark into a sorcerer, a problem which has so far proven intractable.

The Brotherhood is confident the effort will be worth it—an army of even weakly magical sorcerer-ogres would be all but unstoppable. With *expeditious retreat* to make their infantry as mobile as cavalry, *true strike* to turn their archers's arrows into a rain of death, *shield* and *mage armor* to bolster their defenses, and *spider climb* and *jump* to swarm over walls and into fortresses, their army could be quite formidable.

The Brotherhood was very impressed with Seer's quick transformation, and they would love to recapture her for further study. If they learn that some of her children have powers, too, they will seek them out for study as well.



NEW FEATS

These two feats have been of great use to Seer.

COMPONENTLESS SPELL [METAMAGIC]

You can cast spells without components.

Benefit: A spell that requires components of up to 10 gp value may be cast without them. A componentless spell uses up a spell slot of equal value.

This feat may be taken up to five times. With each selection of this feat, the components value rises as follows: 1) up to 10 gp, 2) up to 100 gp, 3) up to 1,000 gp, 4) up to 10,000 gp, and 5) up to 100,000 gp.

Note: if the caster's level of Componentless Spell is too low to cover the entire component cost of a spell, he cannot use it to *reduce* the component cost by any amount; it's an all-or-nothing effect.

STRANGE LUCK [GENERAL]

You have unusual luck.

Benefit: Whenever a character with strange luck rolls an unmodified 2 or 3 on a d20, that roll is considered an unmodified 1. When the character rolls an unmodified 18 or 19 on a d20, that roll is considered an unmodified 20. This applies to attack rolls as well as skill checks and other 1d20 rolls.

Note: an unmodified attack roll of 1 is an automatic miss and a roll of 20 is an automatic hit and usually a critical threat.



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TANDEM GLOORFUNG



“Tandem believes his true self died trying to escape the claws of the hell-spawn.”

6th-Level Gnome Sorcerer

CR 6; SZ S (humanoid); HD 6d4; hp 16; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft.; AC 13 (+1 size, +2 Dex); Atk melee +3 (1d4–1/19-20/x2, dagger), ranged +5 (1d4–1/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Gnome Traits; AL CN; SV Fort +2, Ref +4, Will +4; Str 9, Dex 14, Con 10, Int 15, Wis 8, Cha 16

Skills: Alchemy +9, Hide +7, Knowledge (arcana) +8, Listen +3, Perform (comedy, tricks) +5, Search +3, Scry +7, Spellcraft +7, Spot +3

Feats: Dodge, Improved Initiative, Scribe Scroll

Languages: Common, Dwarvish, Elven, Gnome, Halfling

Gnome Traits (Ex): Tandem has Low-light Vision that lets him see twice as far as a human in starlight, moonlight, torchlight, or similar conditions of poor illumination. He has a +2 racial bonus to saving throws against illusions, +1 racial bonus to attack rolls against kobolds and goblinoids, and a +4 dodge bonus against giants. Once per day Tandem can use *speak with animals* as a 1st-level druid to communicate with a burrowing mammal (badger, fox, rabbit, etc.); this is a spell-like ability.

Sorcerer Spells (6/7/6/4 plus *dancing lights*, *ghost sound*, *prestidigitation* once per day; Base DC =13 + spell level) (* new spell)

0 Level — *daze*, *detect magic*, *flare*, *ghost sound*, *light*, *mage hand*, *read magic*

1st Level — *change self*, *color spray*, *silent image*, *ventriloquism*

2nd Level — *mirror image*, *invisibility*

3rd Level — *control mirror image**

Summon Familiar: Although Tandem can summon a familiar, he has chosen not to do so at this time — his living quarters are crowded enough as it is.

Possessions: *oil of slipperiness*, *bag of holding* (type 1), *dust of illusion*, dagger (x2)



BACKGROUND

Tandem has a little recollection of exactly who or what he is. Sort of. Tandem believes he might have been a gnomish illusionist at some point in his career. The spellbook and adventuring pack he found on his back convince him of this much.

Tandem also has hazy memories of growing up in a gnomish community, setting off on his own to pursue mystic studies and joining an adventuring party to search for a lost academy of magic. The last thing Tandem remembers is exploring a ruin and watching his adventuring friends slaughtered by a spellcasting demon.

The very last moment Tandem remembers is casting *mirror image*.

Tandem believes his true self died as he tried to escape the claws of the hell spawn. And he suspects that, somehow, through a strange side effect of magic, his current form is that of a mirrored image, materialized and given true form in this world. But he's not sure.

One reason he believes this theory is that he remembers that before he cast spells through use of a spellbook — suggesting he was a wizard. Now, Tandem finds the spellbook unnecessary, as he is able to call up his repertoire of spells from within, much like a sorcerer.

Another reason he believes himself an illusion is that there is usually more than one of him around. The second Tandem is actually a familiar composed of phantasm figment, but Tandem assumes him to be another of the surviving mirrored images.

Tandem searches for the demon he left behind or other clues about his identity and his nature. As Tandem's search continues, new magical abilities give him greater control over illusions and mirrored images.

APPEARANCE

“That — that's impossible...”

“Then how else do you explain the tome?”

Two piping voices shrilly argue: a colorfully dressed gnome pacing back and forth before an identical gnome seated on a stump. The seated gnome rubs his face and continues, “Never mind the tome, what do you remember?”

The pacing gnome stops for a second, face sour. “I...”

There is a sound, a movement. Someone is watching them. The two gnomes wheel about, looking for the watcher. The seated one jumps up, claps his hands together and intones words that electrify the air. Instantaneously three more identical gnomes join the two. A pincushion of daggers point in all directions. Magical energy dances on fingertips. They shout in a cacophony of alarm and surprise: “Wait!/Who is it?/What's going on?/Stop stepping on my foot!/Everyone shut up!”

In the singular, Tandem appears a normal gnomish illusionist, with the characteristic stature, nose, and taste in garish clothing. Most times, Tandem appears disheveled and frantic, his brightly colored trousers and doublet haphazardly worn, and his goatee and hair unkempt. From the outset of meeting, Tandem seems to be talking to himself, either literally or figuratively. Most “versions” of him like to fidget and pace.

PERSONALITY

Tandem's fits tend towards the erratic and spastic. Ever since his transformation, he feels more comfortable with “other duplicates” around him, and when stressed he casts spells to increase his numbers and to imbue the duplicates with a veneer of independence. Should some quandary be presented to him, he may call up his duplicates to discuss the matter with them. In calmer moods, Tandem proves to be inquisitive or frightened about the unstable nature of his existence.

With other duplicates present, Tandem only answers part of any question posed, allowing his mirrored duplicates to finish his sentences or pose new questions.

ADVENTURE SEEDS

Here are two different ways to utilize Tandem in a campaign, based on different explanations of his situation.

☞ The poor hamlet of Hodd's Way takes in the mendicant Tandem, taking pity on the poor soul. Any adventurers are approached by kind villagers who ask for aid in making Tandem whole again.

Tandem babbles on about the lost academy and involuntarily reveals a map to the site. After exploring the site and dealing with the demon, one may discover the truth — Tandem *always* was a sorcerer-illusionist, but his mind has bent after leaving his comrades to die at the claws of the demon! The result: the creation of the Control Duplicate spell. Tandem externalizes his guilt by insisting that his “real” self died along with the party he abandoned. The spellbook was taken from the party's actual wizard, fallen in battle.

Tandem, confronted with the truth, tries to flee again into the night to escape the fact of his cowardice.

☞ Tandem actually is a mirrored image sustained by the demon spawn of the Dark Lords of Illusions and Deceit. While not evil himself, the phantasm Tandem undermines goodness and order by making frequent use of his illusionary abilities. Spreading illusions and tapping into shadowy magical energies, Tandem strengthens the Dark Lords' grip on truth and reality; the more illusions abound, the less the common folk believe in the truth of order and light, and therefore the greater the Dark Lords' power.

Tandem occasionally receives other "memories" of his past that lead him to recover ancient illusionist artifacts and increase his own command over the phantasmal. As Tandem grows in power, he becomes less of a silly distraction and more of a serious threat to any adventuring party – his illusionist arts giving him greater control to spread and subvert illusions. Eventually his mad quest for the power phantasmic leads him towards the ultimate quixotic end: to find a way to change all of reality into illusions, thereby making him just as real!

DUPLICATE TANDEM

Gnome-looking Phantasm

CR 6; SZ S (humanoid); HD 6d4; hp 11; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft; AC 13 (+1 size, +2 Dex); Atk melee +2 (1d4–1/19–20/x2, dagger; 1d4–2/19–20/x2, dagger if successfully disbelieved); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Fade, Illusion; AL CN; SV Fort +2, Ref +4, Will +4; Str 9, Dex 14, Con 10, Int 15, Wis 8, Cha 16

Skills: Alchemy +5, Hide +4, Knowledge (arcana) +6, Perform (tricks) +5, Search +3, Scry +6, Spellcraft +6, Spot +2

Feats: Dodge, Improved Initiative

Languages: Common, Gnome, Halfling

Fade (Su): At will, the duplicate Tandem may fade in or out of existence.

Illusion (Su): As an phantasm, the duplicate Tandem is immune to all illusions. A *dispel magic* directed at it

dissipates the duplicate for 1d4 rounds on a successful dispel check (vs. DC 17). If the duplicate is reduced to –10 hit points, it is permanently dispelled.

Spells: The duplicate Tandem can cast spells, drawing them from the same pool of spells that the real Tandem knows and is able to cast each day. If the duplicate casts a spell, it counts as if Tandem had cast a spell of that level for purposes of determining Tandem's remaining spells. The spells have normal effects if believed, but if either the duplicate or the spells is successfully disbelieved, then the spells have either 60% of their normal effects (for example, *color spray* affects only 1d4 creatures) or have only a 60% chance of occurring.

NEW SPELL

This new spell might create even stranger situations in your own campaigns than it has for Tandem.

CONTROL MIRROR IMAGE

Illusion (Figment)

Level: Sor/Wiz 3

Components: V, S

Casting time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Target: Images from one *mirror image* spell

Duration: One minute/level

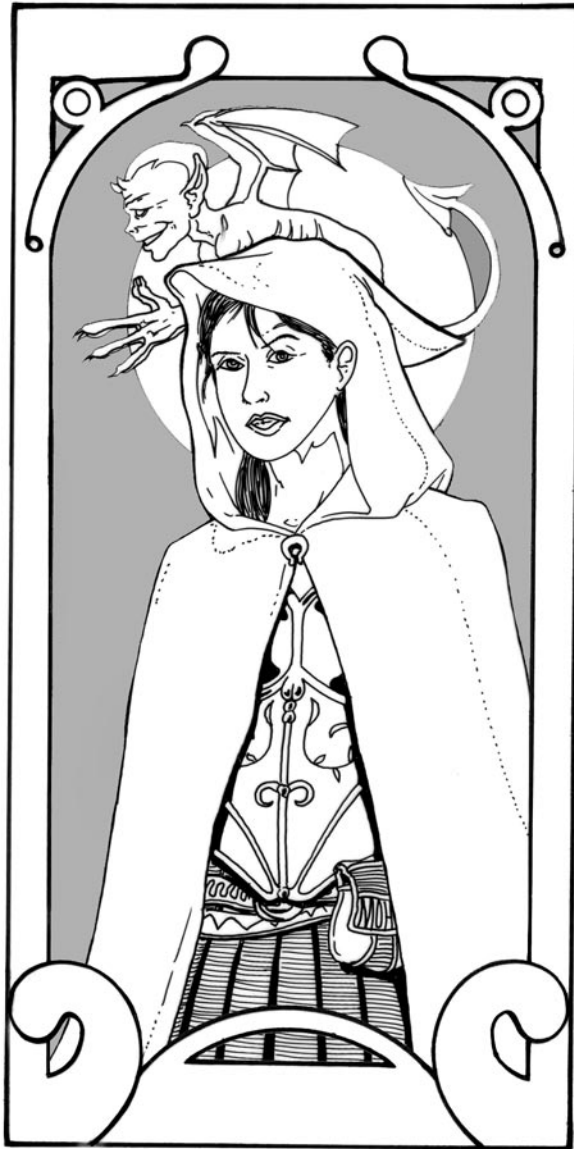
Allows the caster to modify the normal workings of a previously cast *mirror image* spell, making any or all of the mirrored images perform actions that differ from those performed by the caster or by each other. The caster can only control these actions as long as he concentrates; if he stops concentrating, the images revert to the usual activities of mirror images, exactly duplicating his own movements. He can resume concentration at any point during the spell's duration.

If used in conjunction with other spells, such as *ventriloquism* or *silent image*, the mirrored images can be made to speak or apparently cast spells.

His own creation, the *control mirror image* spell is to date only known to the inscrutable Tandem.



VAILYA BERNATIN



“Vailya’s mood depends on her mentor’s influence at the time.”

3rd-Level Half-Celestial Fighter/2nd-Level Rogue

CR 6; SZ M (outsider); HD 3d10+3, 2d6+2; hp 42; Init +2 (+2 Dex); Spd 30 ft.; AC 22 (+1 natural, +7 from +2 *breastplate*, +2 from +1 *shield*, +2 Dex); Atk melee +8 (1d8+4/x3, +1 *light flail*), or +8 (1d4+3/19-20/x2, dagger), ranged +7 (1d8/x3, masterwork longbow), or +8 (1d4+3/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Sneak Attack +1d6, Spell-like Abilities; SQ Detect Sengalt’znil, Evasion, Half-Celestial Traits, Immune to Acid, Cold, Disease, and Electricity, Low-Light Vision, +4 Racial Bonus to Fortitude Saves Against Poison; AL CG (approaching NE); SV Fort +3, Ref +4, Will +1; Str 16, Dex 14, Con 13, Int 15, Wis 9, Cha 17

Skills: Animal Empathy +5, Appraise +4, Balance +4, Bluff +6, Climb +4, Disable Device +5, Escape Artist +7, Gather Information +6, Handle Animal +6, Heal +1, Hide +5, Intimidate +6, Intuit Direction +1, Jump +4, Knowledge (nature) +6, Listen +1, Move Silently +8, Open Lock +6, Pick Pocket +6, Ride +5, Search +5, Spot +1, Swim +4, Tumble +4, Wilderness Lore +4.

Feats: Cleave, Power Attack, Run, Sunder, Track

Languages: Common, Infernal, Orc, Draconic

Detect Sengalt’znil: After years of practice, Vailya can always tell when the imp is nearby, even if it’s invisible or in one of its alternate forms. This also gives her a +2 circumstance bonus to detect other invisible creatures, preserves her Dex bonus when defending herself from an invisible attacker (although the attacker still receives a +2 circumstance bonus on his attack roll), and reduces the miss chance when attacking an invisible foe by 10%.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Vailya takes no damage with a successful saving throw. Evasion can only be used if she is wearing light armor or no armor.

Half-Celestial Traits: Vailya receives a +1 natural armor bonus. She has Low-light Vision that lets her see twice as far as a human in starlight, moonlight, torchlight, or similar conditions of poor illumination, and she’s immune to acid, cold, disease, and electricity. She receives a +4 bonus to Fort saves against poison. As a half-celestial, Vailya can cast *light* at will as the spell an unlimited number of times per day as a 5th-level caster, and she has spell-like abilities (outlined below).

Sneak Attack: Any time Vailya would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when she flanks the target, her attack deals +1d6 extra damage. Ranged attacks can only count as sneak attacks if the target is within thirty feet.

Spell-like Abilities: Vailya has the following spell-like abilities, usable one time per day except as otherwise noted, as a 5th-level caster: *protection from evil* three times per day, *bleed*, *aid*, *detect evil*, *cure serious wounds*, *neutralize poison*.

Traps: Vailya can use the Search skill to locate traps when the task has a DC higher than 20. She can use the Disable Device skill to disarm magic traps.

Possessions: +2 breastplate, +1 small steel shield, +1 light flail, broach of shielding (has absorbed 45 points of magic missile damage), bag of holding (type 1), masterwork long bow, masterwork silver dagger, thieves' tools

BACKGROUND

Angeline's long black hair, pale skin, fine features, and green eyes made her the most eligible single woman in her small village. But while blessed with beauty, the poor woman was cursed with a decided lack of common sense, and never seemed able to decide upon a husband. In a carefree, unwise moment, she fell in love with a celestial who had been guarding the simple village folk from possible infernal incursions. She, of course, didn't know he was a celestial, as he passed himself off as a wandering adventurer named Valen. The two met when he stumbled out of the woods near her house, sporting a nasty gash from a battle with a lesser devil who had been plaguing the area. Valen had long been observing the woman from afar, however, and he had known with great certainty that he would one day bed her—and he did. Nine months later, Vailya was born.

The villagers had mostly come to pity Angeline and were glad that she had found a good man, even if he was only around occasionally. Vailya was the spitting image of her mother. The only telltale sign of her lineage was the fact that her eyes seemed to almost glow at night.

On one visit by her father, when she was only eight, Vailya's world suddenly changed. She was playing in front of their house and her parents were just walking out the back door when disaster struck in the form of the very thing that the love-struck celestial was supposed to be guarding against. A clutch of devils, summoned by a mad wizard many leagues away, had been watching the village. They ambushed Vailya's parents

as they walked out the door. None of the villagers saw the fight, but the magical flames unleashed during it destroyed half the village. When the survivors sought the source of the fire, they found Vailya standing in the middle of the embers that once were her home, the smell of brimstone clinging to her. Instead of considering her survival a miracle, they declared the orphan the cause of the destruction and drove her from their midst.

Vailya grew up foraging in the woods and stealing just enough from other villages to survive. Her parents had raised her with a sense of duty to go to great lengths to accomplish the greatest good for all, and she had naively believed that everyone acted from the same motives. But everywhere she went, the people seemed uniformly antagonistic to her: neither constables nor thugs would give her a break. Even nature seemed to be against her, spoiling food the day after she stole it, or allowing stray breezes to reveal her hiding spots when running from the law. By the time she had made her way to more civilized areas, she was a spiteful young woman, entirely accustomed to seeing the worst aspects of the people she met.

Unbeknownst to her, an enterprising imp had been among the attackers who killed her parents and destroyed her home. It hadn't taken part in the combat, but instead had protected her from harm in order to further its own aims. Sengalt'znill (Sen, for short) had been thrown out of its home and stranded among mortals for the crime of being more devious than its superiors. Sen believed that it can curry great favor with more powerful devils (and regain a place of prestige in its home) if it could turn a half-celestial evil. Thus, over the years, it had been behind many of the misfortunes Vailya suffered after leaving the village. But it also has been careful to ensure her survival and growth; the imp has calculated that the more powerful Vailya is before she turns evil, the more impressed his superiors will be.

When it thought she was ready, just before she turned sixteen, Sen revealed itself to her, arranging to have itself attacked by a some villagers who had refused Vailya food the day before so that she could rescue it. Although at age eight she would have been afraid of a creature obviously akin to those that killed her parents, her memories of her father and his admonitions about demonkind were hazy after all she had been through, and she was eventually persuaded to accept Sengalt'znill as a kindred soul; just another put-upon creature in this cruel world. And it has been her constant companion ever since.

Vailya is a strong-spirited woman of nineteen years. She is not yet entirely under the imp's control, but her will is slowly fading. She started life as a good person but has turned toward evil; she's not there yet, but the imp is very patient. It knows that Vailya is at a sensi-



tive period right now; that every kindness bestowed upon her is at first met with derision but upon finding it to be genuine, she begins to question her path in life. Sengalt'znill uses all its guile to persuade those who try to befriend Vailya to either change their minds, or to convince Vailya that the outsider is merely trying to gain her trust so that he can betray her later. Sen believes that it will have her turned into an unrepentant blackguard in a few more years.

APPEARANCE

Vailya is as beautiful as her mother was, but often mars that beauty with a sneer. She is a very attractive woman who appears to be in her early twenties. She has long black hair, pale skin and pale green eyes. She is tall and lithe, a little over 5'8" in height. She is always in armor in public; underneath a hooded black cloak that reaches to her calves.

PERSONALITY

Vailya's mood depends on how much influence her mentor has with her at the time. She is normally somewhat withdrawn, preferring to watch situations before acting and tending to shy away from company. However, she is approachable. If a person does not take offense and keeps being genuinely nice to her, she begins to warm up to that person; it just takes some work to get her out of her shell. If the imp is present and concentrating its efforts on her, she can be anywhere from unfriendly to nasty.

Sen fears that a truly good person catching Vailya alone might be able to influence her away from it, so Vailya's love of personal freedom and the occasional tricks she employs to get away from it are a source of frustration for the imp.

ADVENTURE SEEDS

☛ The party enters a local tavern and notices a beautiful, pale-skinned, armored woman drinking alone. She stands out from the crowd. A group of thugs, probably local thieves, are obviously watching her. She seems somewhat distracted, as if she was in conversation with someone although there is no one else at her table. She walks out about ten minutes after the party arrives and the thieves walk out thirty seconds after her...

☛ While traveling through a rural area, the heroes enter a small village. The villagers quickly run up to them yelling, "Please help us, good sirs! We are being terrorized by an evil warlord!"

The evil warlord is Vailya. The imp has pushed her into terrorizing the villagers with sudden attacks at night, burning huts and stealing things. She has a small gang of bandits with her. Her heart really isn't in this, though; the imp has convinced her that these village folk have heard of what happened in her home village and hate her for it, convincing her that they must pay for their crimes against her.

SENGALT'ZNILL

Imp

CR 4; SZ T (outsider); HD 5d8+5; hp 27; Init +4 (Dex); Spd 20 ft., fly 50 ft. (perfect); AC 19 (+2 size, +4 Dex, +3 natural); Atk +9 melee (1d4 plus poison, stinger); Face 2.5 ft. x 2.5 ft.; Reach 0 ft.; SA Poison, Spell-like Abilities; SQ DR 5/silver, SR 5, Poison Immunity, Fire Resistance 20, See In Darkness, Polymorph, Regeneration 2, Telepathy; AL LE; SV Fort +4, Ref +7, Will +4; Str 12, Dex 19, Con 12, Int 17, Wis 12, Cha 15

Skills: Hide +16, Listen +5, Move Silently +6, Search +8, Spellcraft +8 Spot +5

Feats: Dodge, Weapon Finesse (stinger)

Languages: Common, Infernal, Draconic

Polymorph (Su): At will, as a standard action (as a 12th-level sorcerer), Sengalt'znill can take the forms of a black kitten or a ten-year-old, black-haired male human commoner.

Poison (Ex): Sen has a poison (Fortitude save, DC 13) stinger. Initial damage is 1d4 temporary Dexterity; secondary damage is 2d4 temporary Dexterity.

Regeneration (Ex): Sengalt'znill takes normal damage from acid and from holy and blessed weapons (if silver or enchanted).

Spell-like Abilities: Sengalt'znill can use *detect good*, *detect magic* and *invisibility* (self only) at will, and *suggestion* once per day as the spell cast by a 6th-level sorcerer (save DC 10 + spell level); and *commune* for six questions as a 12th-level cleric once per week.

QUEEN OF THE BLOOD PIRATES

ALABASTER



“Alabaster cares about only three things: money, power, and the sea.”

12th-level Human Fighter

CR 12; SZ M (humanoid); HD 12d10+12; hp 82; Init +3 (+3 Dex); Spd 30 ft.; AC 20 (+3 Dex, +5 from +2 *studded leather armor*, *ring of protection +1*, *amulet of natural armor +1*); Atk melee +16/+11/+6 (2d4+5, +1 *shocking spiked chain*), ranged +15/+10/+5 (1d4/19-20/x2, hand crossbow); Face 5 ft. x 5 ft.; Reach 10 ft. (with spiked chain); AL NE; SV Fort +9, Ref +7, Will +3; Str 14, Dex 16, Con 12, Int 13, Wis 8, Cha 14

Skills: Bluff +4, Climb +6, Handle Animal +5, Intimidate +8, Jump +7, Profession (Sailor) +5, Ride +9, Swim +9, Use Rope +10

Feats: Combat Reflexes, Dodge, Exotic Weapon Proficiency (hand crossbow), Exotic Weapon Proficiency (spiked chain), Expertise, Improved Critical (spiked chain), Improved Disarm, Improved Trip, Leadership, Mobility, Spring Attack, Weapon Focus (spiked chain), Weapon Specialization (spiked chain)

Languages: Aquan, Common

Possessions: +1 *shocking spiked chain*, +2 *studded leather armor*, *ring of protection +1*, *amulet of natural armor +1*, *boots of speed*, *potion of water breathing*, *potion of cure moderate wounds*, two masterwork silver daggers, and 1,000 gp worth of coins and valuables, kept hidden in her stronghold

Followers: 9th-level cohort, fifteen 1st-level, one 2nd-level (crew of her ship, *The Bloody Smile*)

BACKGROUND

Some women are evil because of circumstances beyond their control — terrible acts of cruelty that force them into lives of anger or sin. Not Alabaster, though. She was just born bad.

Before the woman known as Alabaster became the infamous, vicious pirate leader she is today, she was just a regular girl with an ordinary name: Janelle Smythe. She was pretty for sure, and strong and intelligent, too, and she had a full head of naturally white hair that drew attention to her wherever she went. Her father, Owen Smythe, was the local blacksmith attached to Duke Thomas' house, and Janelle was the apple of his eye. She need only ask, and he'd move the world to meet her every desire.



UNCOMMON CHARACTER

As a favorite of the duke's, Owen was able to get young Janelle a job working in the duke's stables, grooming horses and teaching the duke's two children how to ride. No one realized that she was occasionally stealing money and valuables from the manor house, and no one – least of all her father – realized just how black a heart she hid under her charming façade.

Shortly after Janelle's fourteenth birthday, the duke's children were kidnapped; their ransom note came wrapped around a severed finger from each child. As demanded in the letter, Duke Thomas sent Owen Smythe to deliver the ransom money to the remote farmhouse indicated. Owen, trembling with outrage over the crime, left immediately, taking along a sharp dagger as well as the duke's gold. He hoped above all else that he'd get a chance to kill the kidnapper. But, when he arrived, he faltered in his resolve to slay the evildoer, for he was not prepared for the sight before him: the kidnapper was none other than his sweet daughter Janelle!

"How could you?" he screamed. "I've given you nothing but love. How could you?"

Owen's questions died quickly when Janelle thrust a dagger into his chest. He fell to the floor beside the kidnapped children's corpses. She then took the bag of gold and set off to make a name for herself, compliments of the duke. From then on, she called herself Alabaster, a name derived from her stark white hair.

Alabaster then served the local criminals for a few years, thereby gaining a reputation as a cruel thug. The run-of-the-mill break-ins and robberies bored her, however, so she eventually left. Since none of the local villains looked kindly upon competition, she decided to take a ship to a nearby island to see what possibilities awaited her. On this, her first ship voyage, she finally felt love – for the sea itself. From that moment on, she knew that her calling was to be a pirate, so she joined forces with the most cutthroat pirate gang in the area, and she started working her way up the ranks. After a few years, she was serving as Captain Blacklung's first mate, and after strangling him late one night with her spiked chain, she took command of his ship and crew.

But being a ship's captain still wasn't enough to satisfy her. Alabaster wanted to control more than a single ship and a dozen men; she wanted to forge an empire. To do this, she knew she'd have to assimilate the area's other pirate gangs into her band, the Blood Pirates. Some of the rival captains joined her group through negotiation, but others only submitted after long, bloody sea battles.

Alabaster now controls hundreds of men, dozens of ships, and her own island headquarters. For many villains, this would be enough, but not for her. Alabaster

isn't content to merely rule pirates and sailors; she wants to be the queen of her own kingdom. The Blood Pirates have begun attacking the towns and kingdoms along the coastline, cutting off trade ships, and setting villages alight. Already two small principalities have signed peace agreements, and Alabaster continues to wipe out any and all pockets of resistance.

Of course, if she succeeds, one thing is certain: Alabaster will still not be satisfied.

APPEARANCE

Alabaster is a strikingly attractive human woman in her early thirties. Her stark, white hair is her most unusual feature. She also dresses all in white, and her skin is pale from hiding below deck during daylight hours. A spiked chain hangs from her belt, along with two finely made silver daggers.

PERSONALITY

Alabaster cares about only three things: money, power, and the sea. Her goal in life is to amass more money, more pirate followers, more land, more servants, and a kingdom, of course. She cares nothing for other people; they are only tools to be used or obstacles to be overcome.

Due to her hair's whiteness, her vicious habits, and her preference for fighting at night, many of her crew believe her to be inhuman – a vampire or fiend of some sort. While untrue, Alabaster fosters this legend by rarely being seen above deck during daylight hours, and her resulting pale complexion only adds to this myth.

Alabaster's only real weakness is her vanity. Her quarters are filled with mirrors, and she makes sure her white leather armor is repaired like new after every battle.

ADVENTURE SEEDS

☞ The nearby islands' inhabitants and those communities along the coastline live in constant fear of Alabaster and her Blood Pirates. A small resistance group is struggling to stop her, but their strength and resources are limited, and the island kingdoms' leaders are too frightened to join the resistance and move openly against her. One of the resistance leaders, Harold Du'Vayne, seeks out adventurers powerful enough to rid the area of the evil Alabaster.

VILLAINOUS CHARACTERS

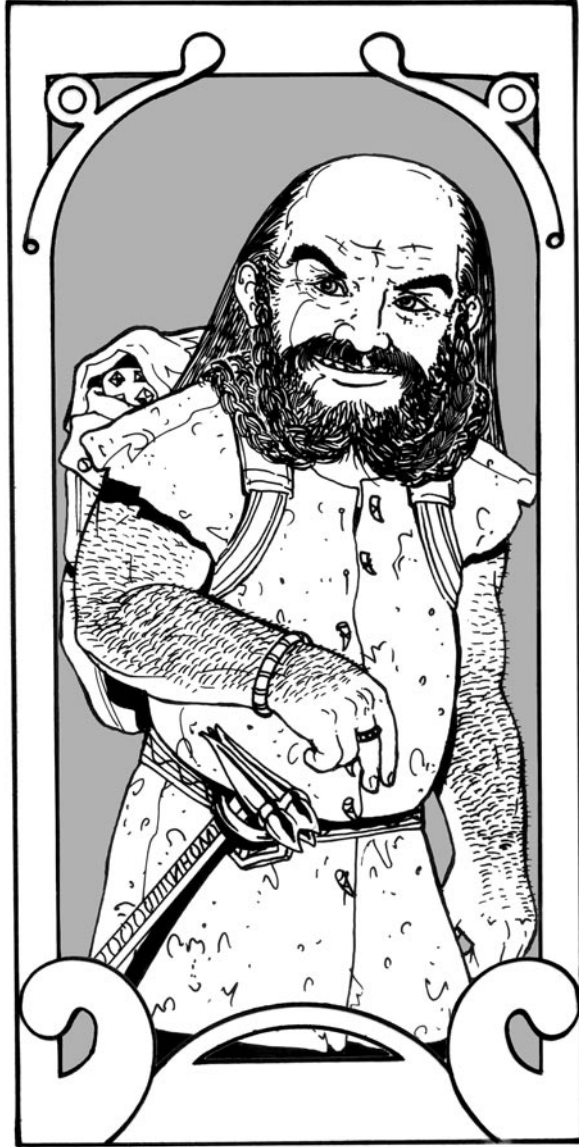
☛ Back on the mainland, Duke Thomas has never stopped mourning his children's murder and the loss of his loyal servant, Owen Smythe. Just before a local crimelord dies, he reveals that he once overheard the infamous pirate Alabaster brag about kidnapping and killing the duke's children many years before. Learning of this, the duke hires the PCs to find and bring this woman to justice.

☛ Alabaster encourages the myth that she is a vampire, and occasionally self-declared "vampire hunters" have stalked her, though none have succeeded in defeating her. Now, fueled by these myths, a *real* and ancient vampire, Lord Clovis Crimson, has taken an

interest in Alabaster, whom he desires to make his bride. The PCs overhear one of the vampire's associates hire some mercenaries to ascertain whether or not the infamous Alabaster is indeed a vampire. If they find she isn't, they are to kidnap her and bring her to his vampire master so that she can be made one. If she is one, then they are just to bring back confirmation of that fact so that his lord may make contact with her himself. The PCs, of course, should realize that Alabaster is dangerous enough as is; if she were to become another vampire's consort (assuming she is one), and thus gain his aid, or become a vampire herself (assuming she's not one), then she'll be that much more dangerous.



THE SHYSTER ASHBEARD



“He does what he must to ingratiate himself.”

2nd-Level Dwarf Bard/2nd-Level Rogue

CR 4; SZ M (humanoid); HD 4d6+8; hp 24; Init +1 (+1 Dex); Spd 20 ft.; AC 15 (+1 Dex, +3 studded leather armor, *ring of protection* +1); Atk melee +4 (1d8+3/x3, warhammer), ranged +3 (1d4+2/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Sneak Attack +1d6, Spells; SQ Bardic Knowledge, Bardic Music, Dwarf Traits, Evasion, Traps; AL NE; SV Fort +2, Ref +7, Will +4; Str 14, Dex 12, Con 14, Int 13, Wis 13, Cha 17

Skills: Appraise +2 (+4 on checks related to stone or metal), Bluff +9, Craft (blacksmithing) +8, Diplomacy +4, Disable Device +4, Disguise +4, Gather Information +4, Listen +4, Move Silently +6, Open Lock +4, Perform (comedy, drama, limericks, ode, storytelling) +8, Read Lips +2, Search +5, Sense Motive +2, Spot +2

Feats: Martial Weapon Proficiency (warhammer), Spell Focus (enchantment)

Languages: Common, Dwarven, Gnome

Bardic Knowledge: Ashbeard may make a special Bardic Knowledge check with a +3 bonus to see whether he knows some relevant information about local notable people, legendary items, or noteworthy places.

Bardic Music: Twice per day, Ashbeard can use Bardic Music to Inspire Courage, Countersong, or Fascinate.

Dwarf Traits (Ex): Ashbeard has a +1 racial bonus to attack rolls against orcs and goblinoids, +2 racial bonus to saves against spells and spell-like abilities, +2 racial bonus to saves against all poisons, and +4 dodge bonus against giants. He has Darkvision that lets him see with no light source at all (in black and white), to a range of sixty feet. He receives a +2 racial bonus to checks to notice unusual stonework; if he merely comes within ten feet of unusual stonework, he can make a check as though actively searching and can use the Search skill to find stonework traps as a rogue can. He can intuit his depth underground.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Ashbeard takes no damage with a successful saving throw. He can only use Evasion if he is wearing light armor or no armor.

Sneak Attack: Any time Ashbeard's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when he flanks the target, Ashbeard's attack deals +1d6 extra damage. His ranged attacks can only count as sneak attacks if the target is within thirty feet.

Traps: Ashbeard can use his Search skill to locate traps when the task has a DC higher than 20, and can use the Disable Device skill to disarm magic traps.

Bard Spells (3/1; Base DC = 11 + spell level; DC 13 + spell level for Enchantment spells)

0 Level — *detect magic, flare, mending*
1st Level — *charm person*

Possessions: *potion of cure light wounds* (x2), *goggles of minute seeing, ring of protection +1, dagger* (x2), masterwork studded leather armor

BACKGROUND

Ashbeard's modus operandi is to arrive at a farming village just before dusk. If the village has an inn, he makes for it and takes a room there; if not, he picks out the largest and most prosperous-looking building. He then seeks out the wealthiest-looking villagers and sets about his business.

When he finds some influential citizens he introduces himself and begins his spiel. He tells the villagers that he is a clanless dwarven smith who, tired from travel, wishes to settle down in their prosperous village. He explains that he is a smith of no small skill, only, due to some unfortunate troubles along the road, he no longer owns any tools or equipment; in fact, he explains, he is almost penniless at the moment. He says he has tramped from land to land, earning his bread and board by selling his labor for many years. Now, however, taken with the beauty of their village, he wants to extend roots and open a smithy.

If asked further about his past, Ashbeard cheerfully weaves an elaborate narrative explaining his situation. When he was just a young dwarven boy and working as an apprentice smith, a goblin army invaded his subterranean homeland. They killed everyone of fighting age, and enslaved everyone else, including Ashbeard and several of his relatives. After a few weeks in the slave pens, he and some of the others revolted. In the resulting chaos, they killed the goblin leaders and broke up the army.

Without a home, Ashbeard wandered for months before finding another clan that took him in. This clan allowed him to finish out his apprenticeship, but after declaring the sad dwarf a journeyman blacksmith,

they sent him away, with nothing but an old warhammer, the clothes on his back, and a small bag of gold. With the money, Ashbeard set up a workshop in a human city, but when a lethal disease swept through the city, he pawned his equipment and hit the road to avoid certain death. After years of aimless wandering, he wants to settle down, and this village seems like the best place to begin anew.

His spiel ends with a frank request: Ashbeard doesn't have the finances he needs to set up shop, so he asks that the villagers lend him the money he needs. If the village already has its own blacksmith, he reminds the folks that dwarven craftsmanship is reputed to be the best in all the realms. And, preying on the villagers' sense of civic pride and greed, he notes that a dwarven smith could be an important symbol of prestige, glorifying the village over others and bringing travelers to the village to part with their coin. With growing trade, all of the villagers would prosper, he assures them. Thus, since the entire village would benefit, he implores them to fund his smithy.

If convincing the villagers takes time, Ashbeard willingly spends a week or two playing up to their heartstrings. He does so by assisting the current blacksmith with jobs (to prove his skill), and enthusiastically helping others with a hand on their farms doing whatever needs to be done. Although naturally a smooth talker, Ashbeard often supplements his pitch with magic. Ashbeard hates manual labor, so he moves on if no one seems convinced of his sincerity.

If the villagers do provide for his smithy, then he gladly accepts the money, and begins talking up all his plans. In the middle of the night, however, he packs up his meager belongings and sneaks away.

In truth, Ashbeard is a confidence artist named Thal, and he was once a member of the Warhammer clan. He's a very competent craftsman, so he doesn't have to use magic to convince the village smith of his skill, but the remainder of his scam relies on his honey tongue and the dwarven race's reputation for forthrightness and fairness to get him the money he wants. When the Warhammer clan exiled him for habitually lying, stealing from others, and refusing to work the forge, he became a drifter and scam artist.

He feels no remorse for his past actions, and he plans to continue his current course for the foreseeable future. On the other hand, he isn't completely morally reprehensible: he maintains that he takes nothing the villagers aren't happy to give away (and therefore don't need for themselves), and that he's never caused anyone physical harm.

Ashbeard is successful largely because he's highly selective about his targets. He has been working this scam for years, always taking care to target only vil-



lages that meet his criteria: the village must be several weeks' travel from any other community he's scammed, and it must not have many spellcaster residents, as their magic makes them harder to fool. Most importantly, the village must be remote enough from dwarven civilization that no dwarf will expose him.

APPEARANCE

Appearance is important to Ashbeard. He takes pains to present himself as a simple dwarf, a wandering smith exiled from his home and now traveling in human lands. His dark beard is braided and tucked into his hair, which is pulled back over his shoulders; this fosters the illusion that he has spent many hours bent over a hot forge, as does his invented name "Ashbeard."

He wears dusty leather clothing, worn from miles of cross-country hiking. On his back Ashbeard wears a heavy pack, and he has a warhammer on his belt—mainly because it's the weapon humans expect a dwarven blacksmith to wield.

PERSONALITY

Although naturally taciturn, Ashbeard speaks bombastically when in character. Since he must gain the villagers' trust, he smiles a great deal, tells wonderful stories of other lands and ages, flatters his hosts, and makes himself useful (for a week or two, anyway). He does what he must to ingratiate himself to them. And when he leaves the village with their money, he feels not in the least bit guilty — he's earned it.

ADVENTURE SEEDS

♣ While he leaves each individual village too devastated to fund a proper manhunt, one of Ashbeard's more enterprising dupes has managed to track his movements, find the communities he's victimized in the past, and talked them into pooling funds to bring Ashbeard to justice. Now all they need is a group of bounty-hunters able to find and capture the con man.

♣ Ashbeard's skill at deception can serve grander ends than petty swindling. When he learns of a prize worth greater effort, a hill of gold in the possession of a small but growing evangelist temple, he realizes that he needs assistance in this scam. But his accomplices have to be as believable and sympathetic as possible. So first he must scam the PCs into helping him scam the priests and acolytes.

BAZZAROTH



“Bazzaroth is a nonstop whirlwind of energy.”

11th-Level Orc Barbarian

CR 11; SZ M; HD 11d12+44; hp 135; Init +3; Spd 40 ft.; AC 24 (+6 from +2 *chain shirt*, +3 Dex, *amulet of natural armor* +2, +3 *Uncanny Dodge*); Atk melee +15/+15/+10/+5 (1d8+ 9/1d8 +9/x3, orc double axe), ranged +15/+10/+5(1d8+1/19-20/x2, +1 *light crossbow*); Face 5 ft. x 5 ft.; Reach 5 ft.; SQ *Damage Reduction 1/—*, *Fast Movement*, *Orc Traits*, *Rage 3/day* (inaccessible due to LE alignment), *Uncanny Dodge* (+3 Dex bonus to AC, can't be flanked, +1 to traps); AL LE; SV Fort +11, Ref +6, Will +6; Str 20, Dex 16, Con 18, Wis 16, Int 14, Cha 14

Skills: Bluff +4, Climb +5, Craft (painting) +5, Diplomacy +6, Handle Animal +10, Intimidate +8, Intuit Direction +4, Jump +7, Listen +6, Profession (cook) +11, Ride +13, Sense Motive +5, Spot +6, Swim +7, Wilderness Lore +7.

Feats: Ambidexterity, Two-Weapon Fighting, Mounted Combat, Exotic Weapon Proficiency (orc double axe)

Languages: Common, Elven, Orcish

Damage Reduction (Ex): Bazzaroth can shrug off some amount of injury from each blow or attack. Subtract 1 from the damage he takes each time he is dealt damage.

Fast Movement: Bazzaroth has a speed faster than the norm for his race by +10 feet when wearing no armor, light armor, or medium armor (and not carrying a heavy load).

Illiteracy: As a barbarians, Bazzaroth must spend 2 skill points to gain the ability to read and write any language he is able to speak. Bazzaroth has learned to read and write Common and Elven.

Orc Traits (Ex): Bazzaroth has *Darkvision* that lets him see (in black and white) with no light source at all, to a range of sixty feet. Due to their *Light Sensitivity*, orcs suffer a –1 penalty to attack rolls in bright sunlight or within the radius of a daylight spell.

Uncanny Dodge: Bazzaroth retains his Dexterity bonus to AC (if any) if caught flat-footed or struck by an invisible attacker, he can no longer be flanked except by a rogue of at least 15th level. Bazzaroth has a +1 bonus to Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks by traps.



UNCOMMON CHARACTER

Possessions: +2 chain shirt, amulet of natural armor +2, potion of bull's strength, potion of endurance, ring of freedom of movement, +1 light crossbow

BACKGROUND

Bazzaroth is the thirty-four-year-old orc chieftain of the Crooked Ear tribe that dominates the vast grasslands bordering the great human cities and the lush elven forests. Although Bazzaroth's kingdom is vast, it's also largely uninhabited, and it possesses none of the coveted natural resources the elves and humans control. Over the past three decades, internal strife and the elves' and humans' uneasy military alliance has decimated the once-grand empire Bazzaroth's grandfather, Borockus the Bloodthirsty, built.

Borockus began his campaign against the human city-states just after their civil war concluded, while their armies were weak and unprepared. Borockus' massive but undisciplined horde poured across the border, and the outnumbered humans quickly fell before them. In just a few short years, Borockus expanded his kingdom to the grasslands Bazzaroth now controls, half of the lush and pristine elven forests to the north, and three of the great city-states to the west. Although Borockus proved a competent military leader, he failed miserably at governing his kingdom wisely. Instead of building up his resources and establishing strong ruling bodies, he cared only for plundering the lands' wealth and resources. As his kingdom grew, he divided the newly acquired territories among his six sons, releasing all control to them. Bitter rivalries ensued, as each son plotted to kill his brothers to gain more territory. Borockus' death a few years later catalyzed the brothers' strife into an all-out bloody, divisive tribal war.

Bazzaroth's father, Hergow, Borockus' oldest son, had received dominion over the first conquered territory, the grasslands that formed the heart of the Borockus' empire. When his brothers' civil war erupted, Hergow remained neutral, watching helplessly as his siblings squandered their armies and wealth in a fruitless effort to claim their father's legacy. The civil war raged for two long years, and in that time, the subjugated elves and humans seized the opportunity to rise up. Their rebellions quickly flourished, overthrowing Hergow's brothers' kingdoms in rapid succession. Although the allied forces viewed the neutral Hergow as a threat, they had exhausted their forces and resources battling his brothers, so they deigned to leave him be. Instead, the allies sent envoys to Hergow to negotiate for peace. Realizing his precarious position, Hergow eagerly signed the agreement, though he secretly planned to rebuild his father's legacy at a more opportune time.

Throughout the wars and the following peace, Bazzaroth, Hergow's son, began his formal military

training. Hergow's captured human and elven slaves, former soldiers and civilians, trained the boy in history, languages, and military tactics. Bazzaroth demonstrated an amazing aptitude for animal handling, so he concentrated on becoming a cavalry officer. He also developed a strong mastery of the orcish double axe. It was also during this time that he fell in love with, Methalla, the half-human daughter of his cavalry instructor, Hrunting. Although Hergow wanted his son to learn the humans' ways—to better find and understand their weaknesses—he forbade the boy from taking a half-human woman as a mate. Bazzaroth, of course, ignored his father's order, and he relentlessly pursued Methalla's affections with wondrous paintings and lavish culinary delights, skills he learned from his tutors. Enthralled by his remarkable qualities, Methalla reciprocated his affections, and the two began a covert love affair.

Nearly a decade after signing the peace agreement, Hergow finally felt his forces strong enough to conquer the elves, so he sent his barbarian army into the elven forests. While the army initially overwhelmed the unprepared elves, the elves quickly regrouped and launched a crippling counter offensive against Hergow's orcs that caused them to retreat. Humiliated by this crushing defeat, Hergow returned home a sullen orc. He buried his failure in wine and descended into a deep depression that totally consumed him. Fearing his father's weakness would disband the tribe or rally would-be-chieftains to war for leadership, Bazzaroth killed him and proclaimed himself the Crooked Ear tribe's new king. He then made his long-time mistress, Methalla, the tribe's queen.

Bazzaroth's most immediate task was restoring order to his undisciplined and corrupt army. As most of his commanders consisted of his four sisters' incompetent husbands and lovers, or his fathers flatterers, Bazzaroth challenged them all to personal duels to prove their worth. Through these duels, he was able to purge the weak from his ranks. Bazzaroth then spent the next four years building his forces into a disciplined army, training them in the military ways his tutors taught him.

Bazzaroth's assembled force includes over 3,000 trained soldiers, 100 cavalry units, and a few pieces of siege equipment. His force is now primed for conquest, and Bazzaroth has set his sights on Dalanía, a human city-state a day's march to the west of his lands.

APPEARANCE

Bazzaroth stands nearly six feet tall and weighs approximately one hundred and ninety pounds. He has pale gray skin and a thick coat of matted black hair that covers his entire body. Long strands of twist-

ed, greasy hair cover his head, exposing his crooked earlobes. He has dark eyes and a sunken forehead. Numerous brands of horses and axes scar his muscular arms. A necklace of severed earlobes dangles over black, blood-encrusted, steel chain shirt. A quartz-embedded double axe hangs from his belt. His many years in the saddle have caused him severe lower back pain, forcing him to hobble in an unusual, ape-like gait.

PERSONALITY

Bazzaroth is a nonstop whirlwind of energy, simultaneously entertaining dozens of plots and schemes, and he rarely sleeps more than a few hours a day. He is outwardly friendly and affable, but he often engages in conversation to probe for weakness or treachery. If he discovers either trait, he immediately devises a plan to kill or punish the offending party. Although Bazzaroth can be cruel to his enemies, he never outwardly displays anger. Furthermore, he never drinks alcohol and is exclusively devoted to Methalla, steadfastly refraining from engaging in affairs with other women. Bazzaroth loves horses, and he actually trains some to race against his generals. He is also an accomplished chef, occasionally creating elaborate meals for his officers and extended family, and an avid student of history.

ADVENTURE SEEDS

♣ Bazzaroth believes in his tactical skills, but he fears his soldiers' lack of resolve may cost him the war he plans. To circumvent this, Bazzaroth has hired a renowned herbalist to concoct a powerful narcotic to enable his soldiers to fight without fear or self-concern. In order to mass-produce this narcotic, the orc king purchased a neglected brewery just inside of Dalania's border. His most trusted lieutenants are now converting the brewery to serve its new purpose. If the brewery is allowed to operate unhindered, Bazzaroth's troops will be an ungodly force to be reckoned with.

♣ Bazzaroth's study of history has revealed that a series of divisive wars amongst Dalania's noble families were partially responsible for his grandfather's earlier victories. Therefore, to greatly increase his chances of conquering Dalania, Bazzaroth has sent his most trusted assassin, Vackuchol, a half-orc with predominantly human features to Dalania. Vackuchol's mission is to infiltrate the noble families as a member of their household staff and begin murdering prominent figures therein.

The Dalanian noble Narinold family believes their rivals, the Grothkilds, are killing their family members over a feud that has lasted over one hundred years. They hire the PCs to infiltrate the Grothkilds and find the person responsible. As both families have strong political ties, the PCs are asked to be discreet in solving this problem. Their failure to do so could result in another civil war, for these two families started the previous war that ultimately led to Borockus' rise.



DRALEDRIC THE GRAY



**1st-Level Human Commoner/3rd-Level Ranger/
2nd-Level Rogue/6th-Level Assassin**

CR 11; SZ M (humanoid); HD 1d4+2 + 8d6+16 + 3d10+6; hp 81; Init +3 (+3 Dex); Spd 30 ft.; AC 19 (+3 Dex, +3 from +1 leather armor, ring of protection +3); Atk melee +12/+7 (1d4+4/17-20/x2, +3 keen dagger), or +10/+5 (1d8+2/19-20/x2, +1 longsword), ranged +14/+9 (1d4+3/17-20/x2, +3 keen dagger), or +11/+6 (1d8/19-20/x2, light crossbow); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Death Attack, Favored Enemy (+1 vs. humans), Poison Use, Sneak Attack; SQ Divine Initiative, Evasion, Sense Balance, Traps, Uncanny Dodge; AL N; SV Fort +9, Ref +10, Will +3; Str 13, Dex 16, Con 15, Int 16, Wis 13, Cha 10

Skills: Balance +9, Bluff +7, Climb +5, Disable Device +7, Disguise +7, Escape Artist +6, Forgery +4, Hide +11, Intimidate +6, Jump +6, Knowledge (religion) +4, Listen +10, Move Silently +15, Open Lock +7, Pick Pocket +4, Profession (farmer) +2, Read Lips +4, Ride +4, Search +8, Sense Motive +10, Spot +10, Swim +4, Tumble +10, Use Magic Device +4, Use Rope +6

Feats: Blind-Fight, Dodge, Improved Critical (with dagger), Point-Blank Shot, Quick Draw, Track

Languages: Common, Dwarven, Elven, Goblin

Death Attack: If Draledric makes a successful sneak attack after studying his victim for three rounds, the victim is paralyzed or killed (Draledric's choice).

Divine Initiative (Su): As an instrument of Asigog, Draledric automatically wins all initiative checks unless he is facing the instrument of another god. If Draledric is acting contrary to Asigog's decrees, then this ability ceases to function.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Draledric takes no damage with a successful saving throw.

Favored Enemy: Due to his extensive study of his own race and training in the proper techniques for combating them, Draledric gains a +1 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against other humans. He gets the same bonus to all weapon damage rolls against humans, including ranged weapon damage rolls against targets within thirty feet.

“Draledric is a product of his training.”

VILLAINOUS CHARACTERS

Poison Use: Draledric is trained in the use of poison and never risks accidentally poisoning himself when applying poison to a blade. He also receives a +3 natural saving throw bonus against all poisons.

Sense Balance (Ex): As a result of his training with the priests of Liw and his devotion to the god Asigog, Draledric has developed a mystical intuition related to the balance of good and evil in a person or place. If he studies a subject for a period of 1d10 minutes, he can determine where the person rests in the cosmic balance (both his alignment and how intensely held his beliefs are), or whether a region's overall alignment is out of balance. If he meditates on the situation, there is a 75% chance that Asigog will provide him with a useful piece of advice or insight as to what can be done to restore balance. The advice is not always clear, though, often taking the form of a cryptic rhyme or omen that Draledric must then interpret.

Deciphering the advice takes an ability check against his Wisdom: a roll of 1d20 plus Draledric's Wis modifier (1d20+1) against a DC of 15. A deciphering attempt can take 1d10 hours, and if the roll is failed he cannot make another attempt until the next day. If Draledric is acting contrary to Asigog's decrees, the DC increases to 20; Asigog cannot take this ability away from Draledric, but he can make it more difficult for his chosen assassin to use.

Sneak Attack (Ex): Draledric deals +4d6 damage against an opponent with a discernable anatomy who is denied a Dex bonus or is flanked.

Traps: Draledric can use his Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use Disable Device skill to disarm magic traps.

Uncanny Dodge: Draledric retains his +3 Dexterity bonus to AC if caught flat-footed or struck by an invisible attacker. He cannot be flanked by anything less than a rogue of at least 12th level.

Assassin Spells (1/1/1; base DC = 13 + spell level)

1st Level — *spider climb*

2nd Level — *alter self*

3rd Level — *deeper darkness*

Possessions: +1 leather armor, +1 longsword, ring of protection +3, cloak of invisibility, +3 keen dagger (Yol)

BACKGROUND

It is said that a killer is not born but created. This is true with the assassin known as Draledric the Gray. As a young man, he had a new wife, a new baby, and a

small farmstead at the edge of one of the great forests in the southern regions. Life was simple but good. Unfortunately, the stretch of forest was between the realms of two feuding barons, Yberiwyr and Etawin. One day, Draledric returned from hunting in the woods to find his homestead burned and his family dead.

Overcome with grief, the young hunter followed the tracks of the raiding party. Catching up with them after running for several hours, the exhausted, grieving Draledric stumbled into the midst of Baron Yberiwyr's soldiers as they watered their horses. Mad with rage and weak to the point of collapse, it was all that he could do to stay upright as he bellowed his challenge at the surprised men. Amused and not associating him with the recently raided farmstead, the commanding corporal ordered Draledric captured, tied to a tree, and beaten.

Draledric would have died if not for a passing squad of Baron Etawin's soldiers. They encountered the battered Draledric, cut him loose, and treated his wounds as best they could. Draledric was then sent back to Baron Etawin's keep. The baron heard Draledric's tale of woe and gave him a bunk in his barracks and a position in his army.

In Etawin's service, Draledric focused his anger into learning the arts of war. Over the years that followed, he became a ruthless killer, performing many secret missions for the baron, including the stealthy killing of key figures in Baron Yberiwyr's army.

Years passed and old Baron Etawin died. His young heir, Eirboth, tired of the bloodshed and pain-filled legacy left him by his father, sought and obtained peace with Baron Yberiwyr. He then dismissed the majority of his father's standing army. Refusing to accept that his personal war had also come to an end, Draledric formed a band of cutthroats and began to raid Baron Yberiwyr's lands.

Spurred by this affront to the new baron's power and the old baron's property, the two vowed that this group would be destroyed. A large army was sent to eliminate and make an example of the band. Most of the newly formed gang was slaughtered, but Draledric escaped, traveling to the farthest city in Baron Yberiwyr's holdings. Full of hatred for Yberiwyr and his subjects and feeling betrayed by Eirboth, Draledric vowed to continue his personal war alone. No longer able to use the methods of the bandit, he turned to stealth and subterfuge.

While at first he killed only those he considered evil, eventually his need to survive convinced him to take commissions from other parties, turning him into a true mercenary assassin. As his skill and daring increased, his infamy grew.



One hot summer, Draledric was hired to kill Oce, the aged ambassador from the small mountaintop kingdom of Liw. Only Oce and Draledric know for sure what happened during their night-time encounter. Many have conjectured that the old man overcame the assassin using arcane martial arts attributed to the priests of Liw. Draledric departed the embassy through the main gate the next morning, not to be seen for ten years. More speculation points to Liw as his destination.

Draledric's reappearance a decade later was spectacular. The premier of the city of Louska was killed while attending a public ceremony. He had been surrounded by a platoon of soldiers, viewing the orators, and still fell over dead half way through the speeches. A hand-carved pebble covered in mysterious swirling runes was found under the tongue of the deceased. After being examined by several wizards and clerics, it was identified as the token of Asigog, the god of balance.

Draledric had been reformed into a tool of Asigog, trained to sense the shifts and movements of power in the world around him, to see when things were tilting out of balance, and to be able to calculate what needed to be done to put things aright. In the past Draledric had killed those he was personally convinced were evil, and thus deserving of death, skewing the balance in the direction of good. Now he was committed to restoring the balance, meaning the majority of his assassinations targeted good people; the more saintly the person, and the more influential his example and works were, the more likely he would become a target.

A byproduct of his time and training in Liw, perhaps unseen by the priests, was the elimination of the rage that had set him on the path of the assassin. Now Draledric kills out of a sense of duty to Asigog, and he is slowly becoming tired of the cold, emotionless killing.

During a visit to the mountaintop temples of Liw, to return the souls stored in the dagger Yol to Asigog, Draledric caught sight of another dressed in the gray cloak that had been given to him upon the completion of his training. Using his ability to sense the balance of things, he discerned that this person was his counterpart in Asigog's grand scheme: an assassin dedicated to pruning the most evil from the world. Seeing his opposite number spurred Draledric's thinking: he formed a plan to allow himself to quit the business of killing for Asigog by hunting down and eliminating this other assassin.

APPEARANCE

Draledric is a man of average height, build, and features. He usually wears faded and unremarkable armor and clothing, as well as his ever-present gray cloak. He carries a longsword, a light crossbow, and the dagger Yol, which is kept in a black leather sheath on his belt.

Draledric is over fifty years old, although he looks a decade younger. He wears his black hair closely cropped, except for a single, thin braid that goes down the left side of his face, falling to just under his chin. Because of his long years as an assassin he reflexively blends in with the general populace, even when not on a mission.

PERSONALITY

Draledric is a product of his training. The time spent in the temples of Liw has returned him to the even temper of his youth. His demeanor is usually calm, and he displays no emotions except in the most extreme of circumstances.

His vocation has taken its toll, however. Draledric used to perform his killing with satisfaction. Now, he is remorseful about the killing of those who he would have fought to protect in his youth. But his inability to break free of Asigog bothers him more than his conscience.

ADVENTURE SEEDS

☛ Tired of the killing, Draledric seeks to leave the service of Asigog. Draledric believes that eliminating his counterpart assassin should make his work unbalanced and therefore unwanted. Masking his movements with groups of people, Draledric searches the world for his opposite, adopting various disguises to avoid the notice of Asigog and the priests of Liw, who suspect that Draledric is no longer dedicated to his job. He chooses his traveling companions to complement his disguise (merchants, monks, the PCs) but with considerable care, as his army background has made him hesitant to abandon comrades, even ones he's using as cover. Draledric is also looking for ways to utilize his training in the ways of balance without killing.

Of course, Draledric has no proof that there is only one counterpart assassin doing the work of Asigog, nor that the priests will simply let him peacefully retire once that counterpart is dispatched.

☛ Not all of Draledric's missions require him to kill specific persons. In order to maintain the balance in a

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region, Draledric is assigned to defend an evil sorcerer from assassination by an unknown assailant. Knowing that the impending attack could come from any number of directions, he hires the PCs to help him in his task, without revealing the true nature of the subject they are being hired to protect. Although the party will eventually realize what's really going on, his hope is that by that time the outside threat will have been dispatched and he will be free to deal with the PCs if they should decide to attack the sorcerer.

NEW WONDROUS ITEM: CLOAK OF INVISIBILITY

This nondescript, hooded gray cloak is enchanted to give its wearer the ability to become invisible. The cloak functions similar to the *improved invisibility* spell, and doesn't disguise any other indicators of the wearer's passing (for example, footprints). Any item carried is also invisible. The cloak can be used to cover items other than the wearer and make them invisible. The cloak has three uses per day, and each activation lasts for twenty minutes.

Caster Level: 7th level; *Prerequisites:* Craft Wondrous Item, *improved invisibility*; *Market Price:* 30,240 gp; *Weight:* 1 lb.

NEW MAGIC WEAPON: YOL

This +3 *keen dagger* has two special abilities. Once per day it can be used for a *true strike* (+20). Also once per day, the dagger can gather the soul of one of its victims

as if he was affected by a *soul bind* spell. The souls are stored until Draledric can present them to the priests in Liw for return to the balance of things.

Yol's dark blade is a matte black at times, and darkly gleaming and covered with curious runes at other times. While Draledric uses other weapons for normal combat, he uses Yol exclusively for ordered assassinations.

Caster Level: 17th; *Prerequisites:* Craft Magic Arms and Armor, *keen edge*, *soul bind*, *true strike*; *Market Price:* 99,622 gp; *Weight:* 1 lb.

NEW DEITY: ASIGOG, GOD OF BALANCE

Symbol: Two overlapping circles

Alignment: Neutral

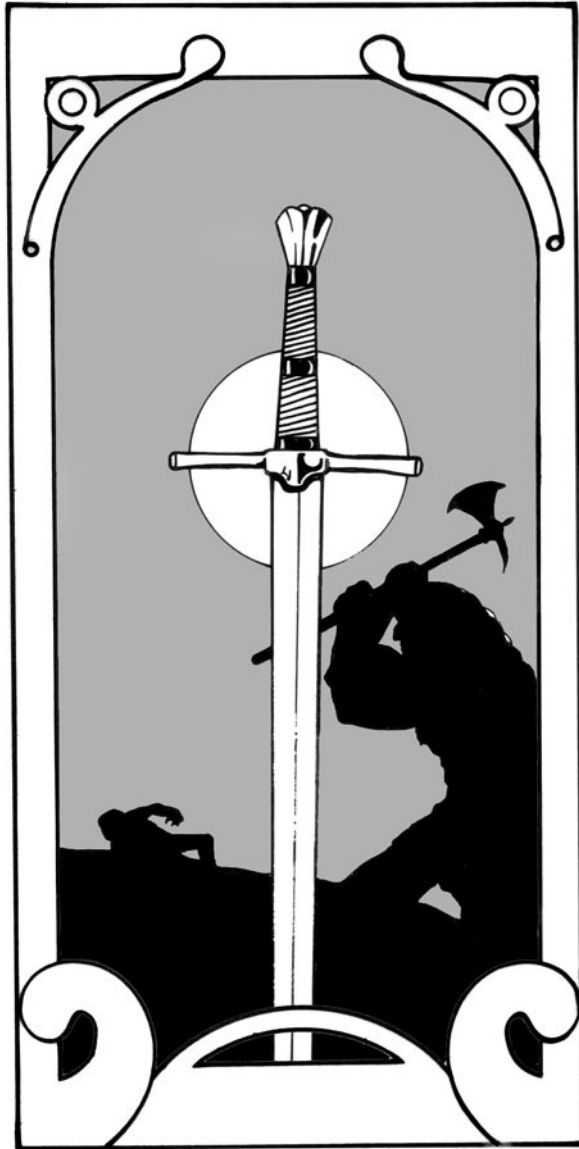
Domains: Knowledge, Luck, Death

Typical Worshipers: Nation of Liw

Asigog is not a widely worshiped or even acknowledged god. The main source of his worship comes from the mountain kingdom of Liw, where the populace is dedicated to maintaining the balance of the world. This dedication takes many forms, from seemingly inexplicable acts (such as moving a stone from one spot to another) to despicable ones (such as killing those whom Asigog has marked to be terminated in order to maintain the balance of good and evil in the world). Asigog takes the souls collected by Draledric and other assassins and disperses them around the world as he sees fit.



THE BETRAYED ELLHAENI



“Ellhaeni has a madman’s cunning, born from hundreds of years of plotting.”

Intelligent +3 Longsword of Wounding

SA Speech, Telepathy; AL NE; Int 19, Wis 16, Cha 14; Ego 30

Languages: Dwarf, Common, Draconic, Giant, Elf, Orc

Primary Abilities:

- ☞ Ellhaeni can Sense Motive (+13).*
- ☞ Wielder does not need to sleep.
- ☞ May change its appearance to that of any bladed weapon sized Tiny to Medium, even perfectly duplicating other weapons, while still retaining its normal abilities.*

Extraordinary Powers:

- ☞ May cast *stoneskin* (wielder only, ten minutes per use) twice/day.
- ☞ May cast *passwall* at will.
- ☞ May choose not to appear magical to *detect magic*, or evil to *detect evil* or other divination spells.*

Special Purpose: Defeat/slay dwarvenkind, particularly Dwaerin Jhakil and members of the Jhakil clan. Grants + 2 luck bonus on all saves, +2 deflection AC bonus, and SR 15

* Developed after Galen’s death, in place of other powers the sword possessed. Ellhaeni’s original alignment was Neutral Good.

BACKGROUND

Ellhaeni has tried to love the one for whom it was meant, but after the dwarf who wielded it refused to fight to save its creator’s life, only hatred grew for its betrayer and the entire dwarven race. Ellhaeni (“Betrayed”), the name the sword gave itself after swearing to destroy all of dwarvenkind, is a longsword, and it has had a long time to plan vengeance: 200 years, in fact.

Before the dwarves dug the ore from the earth that would one day become Ellhaeni, two adventurers, a boisterous dwarven fighter named Dwaerin Jhakil and a quiet human wizard named Galen, became fast

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friends. Though it would seem that two such different souls should not get long, the two never fought, and as decades passed, their friendship only grew stronger, as they faced more and more dangers together. Because he loved his friend so much, Galen decided to create the ultimate gift: he would forge a blade of unmatched skill, imbuing it with part of himself. Thus, even as he grew old and died, part of him would live on, serving his true friend well.

The finest human and dwarven craftsmen forged the blade, folding the metal upon itself hundreds of times, and blending iron and mithral together in proportions now lost to antiquity. For weeks on end, Galen cast powerful magics into the blade, building its power. Galen then wove part of his soul into the blade, and bade the sword to serve his friend well.

When the sword awoke, Dwaerin already held it steadfast in his large hands. As the dwarf hefted the blade, he told the wizard, “I am greatly honored, and I will do you proud with this sword. My sword arm is yours always, my friend. My family will wield this blade, Bloodbrother, and venerate the gift of your soul long after we both are dust.”

For many years, Dwaerin Jhakel, Galen, and the powerful blade adventured together, fighting many evils. Giants, undead, and even demons fell to Dwaerin’s skill and the blade’s strength. The three made a worthy team, and the sword was happy to be in their company. But the happiness was not to last.

The day Galen died, the sword wished it had shattered against the stones the frost giants threw upon them. Forced to flee from an overwhelming force, Galen and Dwaerin ran ahead of the others in their group, clearing an escape route for them. Of course, Galen ran faster than the armored dwarf, and he disappeared around a hill. When Ellhaeni and Dwaerin caught up to him, they found Galen nearly dead, a giant standing over him with a large axe, about to finish him off. Dwaerin charged forward, but he was too slow to stop the giant’s axe from carving through Galen’s shoulder. Dwaerin dove into the giant, slashing away at his friend’s killer. When the giant finally fell to him, Dwaerin dropped his blade and wept over his fallen comrade’s body.

Believing the slow-legged dwarf did not do enough to protect Galen, the sword cursed Dwaerin’s name from that day forward. The dwarf, it rationalized, could have shouted to distract the giant, or he could have thrown it at the giant, for Bloodbrother would have surely struck true to save its creator. The dwarf should have performed a last noble act to save Galen, his friend, but he did not; Galen died because the dwarf didn’t care as much for the wizard as it did him. Then, to make matters worse, the dwarf ran from more approaching giants, abandoning the wizard’s body, precluding any chance of magical resuscitation.

In a great battle of wills, the sword tried to force the dwarf to return for the body, but the dwarf resisted mightily. When the sword refused to end its tirade against the dwarf for acting so selfishly, Dwaerin threw Bloodbrother into an icy river. Dwaerin then made his way back to his family, where, over the years, he descended into drink and despair, never telling anyone about what happened. To this day, Dwaerin is a shell of his former self; his family waits only for their patriarch to find peace in death.

Ellhaeni, as the sword now took to calling itself, floated downstream and was lost for a time, lodged under some rocks many dozens of miles away. It remained there for two centuries, mourning and raging about Galen’s death so long that it slowly drove itself insane with thoughts of revenge against Dwaerin, his descendants, and all treacherous dwarves. Eventually, a passing, weak-willed bard discovered the sword. In the ranger’s care, Ellhaeni began its campaign of retaliation.

APPEARANCE

Ellhaeni, in its natural form, is an exquisitely crafted longsword with most of its weight is in its tip. It appears to be of both dwarven and human make, with both runes and obscure human script etched into its mithral and steel blade. The silvery mithral shifts to a dark gray of steel from hilt to tip, chased with red vein-like threads from tip to halfway down the blade. Its crossguard is black, chased with the same red veins, and the grip is wrapped in black leather. The sword is incredibly light and balanced, and it even floats.

When Ellhaeni uses its ability to mask its appearance, it disguises himself as a well-made but utilitarian blade, so as not to attract attention.

PERSONALITY

Ellhaeni has a madman’s cunning, born from hundreds of years of plotting. If the opportunity presents itself, it gladly kills any dwarf nearby. It is not stupid, however, and tempers its anger to further its long-term goal of ruining Dwaerin’s family line and the entire dwarven race. If given a chance to kill the now-dying Dwaerin, it may not be as cautious, though it would prefer to kill the dwarf in a long, painful, calculated manner.

ADVENTURE SEEDS

☞ Dwarven allies of the player characters come to the party asking for help regarding their grandfather, Dwaerin. He has been mentally broken for centuries,



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but recently, as he began approaching death, he started having nightmares about a sword he once owned trying to kill him. About the same time the nightmares began, several of Dwaerin's family members living outside of the stronghold were found dead; each dying from a cleaving blow through the shoulder.

Ellhaeni is in the hands of a human fighter/rogue at the moment, whom the sword ruthlessly controls. In fact, the human is "helping" the dwarves outside the stronghold investigate the crime, and has offered to come to the Jhaket stronghold to gather more information as to why the clan is being targeted.

☛ While dominating a ranger, Ellhaeni learned something that gives it hope of regaining Galen's body even after all this time: as part of a sacrifice the frost giants make to their gods, their shamans use a ritual to forge ice, entombing enemies (live and dead) inside blocks of ice. Legends say that while in the forged ice it is as though a day has not passed for those entombed within, so even a long-dead person could be easily raised.

Unfortunately, the ranger who possessed it was too inexperienced to successfully battle frost giants, so Ellhaeni forced the ranger to seek others capable of helping it with its quest to invade the frost giants' home in search of such an ice block containing Galen.

The ranger approaches powerful-looking parties with the story that frost giants took his friend and entombed him in their lair. Ellhaeni even allows him to approach parties of dwarves for aid in this quest. At no time does the ranger reveal that he is in telepathic contact with the sword he carries.

If the party makes it into the frost giants' lair, Ellhaeni's façade of sanity loosens, and the ranger shows signs of acting erratically. If the heroes discover the truth about Ellhaeni, they have a quandary on their hands: Ellhaeni doesn't give up its puppet without a fight, and holds the otherwise good person hostage until they find Galen's body. Of course, Ellhaeni doesn't even consider the possibility that Galen's body has not been preserved in ice, such is its desperation and insanity.



KELL



“Captain Kell is an intelligent, ruthless, greedy man.”

10th-Level Human Cleric

CR 10; SZ M (humanoid); HD 10d8; hp 48; Init +1 (+1 Dex); Spd 30 ft.; AC 16 (+1 Dex, +5 from +2 *studded leather*); Atk melee +10/+5 (1d6+2/18-20/x2, +2 *scimitar*), ranged +9/+4 (1d6/x3, masterwork composite shortbow); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Rebuke Undead 7/day, Spontaneous Casting (*inflict* spells); AL NE; SV Fort +7, Ref +4, Will +10; Str 11, Dex 12, Con 10, Int 15, Wis 16, Cha 10

Skills: Concentration +9, Diplomacy +8, Heal +8, Knowledge (arcana) +8, Knowledge (religion) +15, Profession (sailor) +13, Spellcraft +13, Swim +12

Feats: Expertise, Extra Turning, Martial Weapon Proficiency (*scimitar*), Spell Penetration, Weapon Focus (*scimitar*)

Languages: Aquan, Common, Draconic

Rebuke Undead (Ex): Captain Kell may attempt to rebuke undead seven times per day.

Spontaneous Casting: Kell can channel stored spell energy into *inflict* spells that he hasn't prepared ahead of time. He can “lose” a prepared spell in order to cast any *inflict* spell of the same level or lower (an *inflict* spell is any spell with “*inflict*” in its name).

Domains: War and Water; turn or destroy fire creatures as a good cleric turns undead. Rebuke or command water creatures as an evil cleric rebukes undead. Use these abilities three times per day.

Cleric Spells (6/5+1/5+1/4+1/3+1/2+1; Base DC = 13 + spell level) (* domain spell)

0th Level—*detect magic, detect poison, light, mending* (x2), *purify food & drink*

1st Level—*bles, command* (x2), *doom, obscuring mist**, *protection from good*

2nd Level—*augury, bull's strength, cure moderate wounds, fog cloud**, *hold person, silence*

3rd Level—*create food & water, cure serious wounds, searing light, summon monster III, water breathing**

4th Level—*control water**, *poison, sending, tongues*

5th Level—*flame strike**, *greater command, spell resistance*

Possessions: +2 *scimitar*, *potion of alter self*, *ring of swimming*, +2 *studded leather armor*, masterwork arrows (x20), masterwork composite shortbow, silver unholy symbol



BACKGROUND

Kell was born to a tavern wench in the docksides of a small trade city. He grew up in the slums along the wharf, and he worked as a dockhand for a time. Eventually he hired on a ship as a cabin boy and went to sea. During his third voyage, pirates boarded his ship, seized the cargo, and locked the crew in the hold. Then they scuttled the ship.

Most of the crew died with the sinking ship, but Kell and a few others escaped death; floating on flotsam, they drifted free of the wreck. With sharks all around them, young Kell prayed to the fickle sea god, promising to serve his will if the deity saved him from the sea and its creatures. That evening, a terrible storm overtook the boy, tossing him about throughout the night. The following morning, Kell washed up on a small island.

On the island, Kell discovered a cove and a small village that served as a pirate refuge. Happy to be alive, and true to his word, he presented himself to the cleric at the island's small shrine to the sea god. The cleric accepted the boy as an apprentice, and used him for manual labor while teaching him the sea god's tenets. Kell learn slowly, but he eventually harnessed his deity's divine magic. When he had done so, he signed onto another pirate ship: this time as the ship's priest.

For years, Kell plied the seas, gaining power and respect. His faith in his deity grew stronger, as did his favor in the terrible god's eyes.

One day, fate conspired to eliminate all the officers aboard Kell's ship, making him the de facto captain. As captain, he led the ship on several successful raids and he gave the crewmen a double-share of the booty, so when they finally docked, the crew swore to faithfully serve him if he remained as captain.

Since that day, Captain Kell has vigorously plied his trade, and he has had many successful plunders. He practices slavery and kidnapping, making as much profit from the ransom or sale price of captives as he does from stolen cargoes. He enjoys a wealthy existence, and he provides his men with the best equipment and the finest ship money can buy. And his ship, the *Osprey*, contains a shrine to the sea god who made this existence possible for him. After every raid, he chains a healthy portion of the treasure to a captive and tosses both over as an offering.

APPEARANCE

Captain Kell is tall, slender, and athletic. He appears to be in his early forties; gray tinges his long black hair and beard. He wears simple but well-made clothing, and he always carries his cutlass. Tattoos of sharks and sea dragons cover his arms and chest. He always prominently displays his god's symbol,

as he enjoys the fear that it generates in others. During raids, he pulls his hair back with a bright red bandana.

PERSONALITY

Captain Kell is an intelligent, ruthless, greedy man. He views others as mere tools to achieve more power and wealth. In fact, he judges most folks on the amount of gold he believes he could earn from ransoming them or auctioning them off as slaves. The lower the possible reward, the less respect the pirate captain gives.

Kell is fair to his crew, and they loyally serve their captain. Every pirate wants to sail with the infamous Captain Kell, as he is generous to his crew; Kell believes a well-paid crew is a faithful, successful crew. His men do fear him, of course, as he does not tolerate disobedience or failure. However, he strives to be fair, avoiding anything that would turn his men against him. With others, Kell is not so fair-minded.

ADVENTURE SEEDS

☞ Having suffered too long at the hands of Kell's pirates, several wealthy merchants have decided to outfit a fine fighting ship with weapons and crew, and they are seeking willing souls to become privateers in the hunt for Kell. Whoever agrees to the task and succeeds will be given the ship and an added bonus of a 20% discount on all merchandise for life.

☞ During his travels, Captain Kell discovered an uncharted island with a lone inhabitant: a shipwreck victim. Although the man was quite mad at the time, Kell gathered that he had once been a pirate, and a quick search of the man's meager shelter uncovered a journal. The journal detailed the capture and ultimate destruction of the *Golden Lady*, a famous ship known to have been carrying large amounts of the king's gold to his betrothed across the sea over twenty years ago. The man had even sketched a map showing where he and the others had hidden the king's treasure. Intrigued, Kell followed the map and found an island, but a deadly, hostile humanoid race now inhabited it. He lost many crewmen when he sent them to check out the island, and the few survivors refused to go back.

Not desiring to lose any more men, Captain Kell has hatched a scheme: he will pose as a sea captain who wishes to hire adventurers to seek out a treasure he has learned about from a map. He provides any takers with a copy of the map, and offers to share the treasure with them if they locate it for him.

Of course, he has no intention of sharing anything. After they claim the treasure (if it is even there), he plans to double-cross them and keep it for himself.

MEESHRA DEATHWALKER



“Meeshra takes out her frustrations on those around her.”

14th-Level Human Necromancer/6th-Level Cleric

CR 20; SZ M (humanoid); HD 6d8 + 14d4; hp 65; Int -1 (-1 Dex); Spd 30 ft.; AC 20 (-1 Dex, *bracers of armor* +8, *ring of protection* +3); Atk melee +16/+11/+6 (1d8+4/x2, +4 *ghost touch light flail*), ranged +10/+5/+0 (1d4/19-20/x2, dagger); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Rebuke Undead 7/day, Spontaneous Casting (*inflict* spells); AL CE; SV Fort +11, Ref +7, Will +19; Str 10, Dex 9, Con 10, Int 19, Wis 16, Cha 10

Skills: Alchemy +14, Concentration +20 (+24 went casting spells on the defensive), Diplomacy +6, Heal +7, Intimidate +5, Knowledge (arcana) +24, Knowledge (geography) +16, Knowledge (history) +16, Knowledge (necrology) +21, Knowledge (religion) +18, Scry +16, Spellcraft +18, Spot +6

Feats: Brew Potion, Combat Casting, Craft Wondrous Item, Expertise, Extra Turning, Improved Trip, Spell Focus (Evocation), Spell Focus (Necromancy), Spell Penetration, Weapon Focus (light flail)

Languages: Abyssal, Common, Goblin, Infernal, Undercommon

Rebuke Undead (Ex): Meshra may attempt to rebuke undead creatures seven times per day.

School Specialization: As a specialist wizard, Meeshra is able to cast an additional spell of the Necromancy school for each spell level. She gains a +2 bonus to Spellcraft checks to learn Necromancy spells and cannot learn or cast spells from the Illusion school.

Spontaneous Casting: Meeshra can channel stored spell energy into *inflict* spells she hasn't prepared ahead of time. She can “lose” a prepared spell in order to cast any *inflict* spell of the same level or lower (an *inflict* spell is any spell with “inflict” in its name).

Summon Familiar: As a wizard, Meeshra can summon a familiar, but she has not chosen to do so at this time.

Domains: Death and Evil; **Granted Powers:** Meeshra may use a death touch once per day. Death touch is a spell-like ability that is a death effect. She must succeed at a melee touch attack against a living creature. When she touches, roll 3d6. If the total at least equals the creature's current hit points, it dies. Meeshra casts evil spells at +1 caster level.



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Cleric Spells (5/4+1/4+1/3+1; DC = 13 + spell level; DC 15 for Evocation and Necromancy school spells) (* domain spell)

- 0th Level — *detect magic, detect poison, mending, purify food and drink, resistance*
- 1st Level — *bane, command, detect undead, protection from good*, sanctuary*
- 2nd Level — *bull's strength, cure moderate wounds, desecrate*, hold person, silence*
- 3rd Level — *bestow curse, deeper darkness, magic circle against good*, summon monster III*

Necromancer Spells (4/5+1/5+1/5+1/5+1/3+1/3+1/2+1; base DC = 14 + spell level; DC 16 for Evocation and Necromancy school spells)

- 0 Level — *dancing lights, disrupt undead, mending, read magic*
- 1st Level — *charm person, mount, ray of enfeeblement (x2), reduce (x2)*
- 2nd Level — *detect thoughts, flaming sphere, ghoul touch (x2), spectral hand (x2)*
- 3rd Level — *dispel magic (x2), halt undead, lightning bolt (x2), vampiric touch*
- 4th Level — *black tentacles (x2), contagion, polymorph other (x2), scrying*
- 5th Level — *animate dead, cone of cold, plague bearer, teleport*
- 6th Level — *chain lightning (x2), circle of death, flesh to stone*
- 7th Level — *control undead, finger of death (x2)*

Possessions: *bag of holding (type IV), bracers of armor +8, cloak of resistance +2, +4 ghost touch light flail, hand of glory, potion of cure serious wounds, potion of haste, rib cages (x3), ring of evasion, ring of major fire resistance, ring of protection +3, flask of alchemist's fire, silver unholy symbol*

BACKGROUND

The fearsome specter of death stalks every mortal from the shadows, eventually claiming each as its own. Most people spend their lives avoiding this looming phantom, but others boldly embrace it. These people, necromancers, come from all walks of life, some seeking to study death for knowledge and others for power. Sadly, most necromancers study death for the power, perverting the newly departed into formidable creatures to further their own wicked ends. Such is the case of Meeshra Deathwalker, one of the most twisted of her kind.

Thirty-seven years ago, slavers captured young Meeshra and her entire village. The slavers herded them all into their galleys, tossed them into the hold, and chained them down. The ship's hold was a place

of horrors — rats, lice, piles of human excrement, disease, and scant food; a true living hell for its captives. Meeshra watched those around her grow thinner, sicker, and fall into stillness; then she watched them decay and the maggots feast on them. These images invaded her sleep, and the smell of death permeated her soul. When the ship finally docked, the slavers forced the survivors to bury their dead. As Meeshra covered the bodies, she felt them calling to her; they wanted revenge.

For eight years, Meeshra toiled under the slaver's lash and lived in horrible conditions. All the while, rage seethed inside her; only wishful images of leading the dead villagers against their captors fueled her. One day, the wizard Aelion, in need of assistants to build his new home, purchased Meeshra and several other slaves from their master. He quickly put them to work digging and hammering. While their tasks were less harsh than their previous fifteen-hour days in the fields, they were clearly still slaves; the wizard had merely replaced the whip with cruel magical fires that burned to the soul, and few dared disobey him.

After some time, the wizard recognized an intelligence and fierce determination in Meeshra, and he made her his apprentice. As he thought, she excelled at magic, taking to the lessons quickly. Aelion didn't realize that her thirst for revenge fueled her thirst for knowledge, and so he made one fatal mistake: he trusted her with his life. While he engaged in a particularly lengthy casting one day, young Meeshra impaled the man — a slaver in her eyes, regardless of his teachings — with an ornamental spear she found in his manor. He died cursing, and his interrupted spell consumed his body in a flash of green flames.

Free of her master, Meeshra studied his spellbooks and claimed his magical items. Enthralled with magic that manipulated death, she devoted herself to learning all she could. But as there was only so long that the reclusive wizard's death would remain hidden, Meeshra fled the wizard's home and took refuge in the forests. Using her fell magic, she gathered treasures and learned new magic from people she encountered along the way. When she felt strong enough, she returned to graves where she and the surviving villagers had buried their dead, and she brought them to "life." She then marched her contingent of undead servitors to her old slave master's home, and she laid waste to it and the surrounding area. She made sure the old master died a slow, torturous death for all the pain that he had caused her and those that she had once loved. Her vengeance sated, she fled from the land, traveling far to find a new home.

She grew in power, but with each new bit of dark knowledge, she slipped farther into evil's grasp. In her travels she came upon the forgotten temple of fallen deity Terepen Zor hidden on a jungle isle. Entering,

she found numerous lost treasures and tomes of lore. The near-forgotten deity of death described in the tomes intrigued her, and she eventually came to worship him. She gathered to herself a cadre of wicked humans and humanoids to join her deadly cult. And now deep within the old temple lies a growing evil that seethes with hatred for the living. It is only a matter of time before this cancerous darkness bursts forth and spreads destruction across the seas to strike into the heart of the continent.

NEW DEITY: TEREPEN ZOR, THE LAUGHING DEATH

Symbol: A hand holding an upside down, jawless skull, with blood flowing from the nose and eye-sockets

Alignment: Chaotic Evil

Domains: Chaos, Death, Destruction, and Evil

Typical Worshipers: Death cultists, necromancers, the power hungry, and the insane

Once long ago, man worshiped a dark and twisted god, Terepen Zor, Lord of the Dead. He was a powerful and jealous deity who often meddled in the affairs of men, and he was known as the Laughing Death because of his penchant for slaying entire cities while laughing in wicked glee. His loyal followers even created a new form of undead, the cackle dead, to emulate their fearsome god.

Fearful men who sought to placate him and invoke his power worshiped Terepen. The fickle deity slew friend and foe with impunity, making his church a very dangerous place. Eventually, his worshipers grew tired of the senseless murders, and they fell away from the faith. As his followers disappeared, Terepen's power faltered until he was little more than a demi-god.

Collecting his last loyal servants, the Laughing Death had them construct a temple deep in the jungles of a tropical isle. There, the clerics recorded the teachings of the Death Lord and stored ancient secrets of necromancy. Ultimately, the clerics died out, either by attrition or in a fit of Terepen's rage. With the last believer dead, Terepen's power was all but destroyed.

Recently, the necromancer Meeshra has rekindled Terepen Zor's worship. Her small cult feeds the deity the faith he needs to thrive once more. Much more cautious, he seeks to nurture these new clerics so that he may once again bring the Laughing Death to the world. The very thought brings a smile to his rotted, worm-ravaged face.

APPEARANCE

Meeshra is a bald, tanned woman with dark brown eyes. She is in her mid-fifties. Scars mar her backs and arms, remembrances of the cruel lash she toiled beneath for so long. Although age is starting to take its toll on her, Meeshra is still very attractive. Her body may be weaker and slower, but her mind remains sharp and cunning, and it is dangerous to underestimate her.

She wears black robes with silver trim and skull motifs. She wields an enchanted flail with a halfling skull striking head. The bone has been magically hardened, and steel spikes jut in even intervals from the grim object.

PERSONALITY

Grim and fanatic, Meeshra is an embodiment of hatred. The wicked woman treats her minions poorly, and they obey out of abject fear, knowing full well the fearsome rage their mistress wields. Easy to anger, Meeshra takes out her frustrations on those around her.

Despite her short temper and evil inclinations, Meeshra is extremely intelligent. She weaves plots within plots with maniacal efficiency. When her plans go well, she wears a humorless smile that chills the soul. Meeshra is also extremely paranoid, destroying all those she deems stand against her, no matter what their real intentions.

Meeshra prefers the company of the undead, and she never goes anywhere without her small bodyguard of six cackle dead servants.

ADVENTURE SEEDS

♣ A small town has sent word to the king desperate for healers, as a dark plague has gripped a nearby village and scores lie dead. The king's magi believe the disease to be magical, and they suggest the king's servants dispatch a party of adventurers to track the disease's source and to aid the village.

The magi are correct: the disease is magical in nature. Meeshra used the secluded village to test her creation, and now that she knows it's effective, she plans to spread the magical plague throughout the kingdom by poisoning various water sources with the virulent liquid she's created. Fortunately, the liquid is difficult to manufacture, and it will take another month before Meeshra's cult is ready to proceed. The heroes must travel to the village and locate the source of the prob-



UNCOMMON CHARACTER

lem before the month is out, otherwise a severe magical sickness will consume the entire kingdom!

❧ A terrible artifact, the Blade of Keres, has been recovered from a fiendish dragon's lair. This artifact has the power to transform a spellcaster into a lich. The king has ordered the artifact taken to a remote stronghold for safeguarding. Once sealed within the citadel, the king believes the artifact will be secure from ambitious wizards' hands. Unfortunately, moving the artifact to the citadel is the most dangerous aspect of his plan. Therefore, he wants to hire trustworthy people to guard its passage to the citadel. He will grant the item's successful protectors a boon of their choosing.

Through her spy network, Meeshra learns about the artifact, and she determines to possess it. She gathers her most loyal followers and numerous undead servants, and she sets off to lay an ambush. She will stop at nothing to obtain it.

❧ The PCs are shipwrecked after a violent storm at sea. Washed upon a tropical island, the PCs find tracks in the sand leading into jungle. Are these other survivors or natives of the island? As the adventurers explore, they find disturbing items, such as stone statues of demons, human skulls on wooden poles, and punji pits splattered with dried blood but no bodies. After night falls, the jungle comes alive with the sounds of insects, nocturnal animals, and prowling undead. The PCs are in a fight for their lives to stave off the tide of walking dead, ranging from ghouls to a night-crawler nightshade.

Her undead minions alert Meeshra to intruders on her island. As powerful visitors are rare, she covets their bodies and their magic, sending her best undead servants and living cultists to capture or slay the trespassers. Unprepared, the PCs may not be able to successfully challenge Meeshra. However, escape does present itself, as Meeshra keeps a sailing vessel for her own use that the PCs can attempt to steal. If they survive, they have the option of regrouping and returning to the Isle of Death to face its unholy mistress.

NEW MAJOR ARTIFACT: BLADE OF KERES

Forged in the fires of the Abyss by the long-dead demigod Keres, this wicked dagger has caused death and destruction for eons. The dagger is dull and tarnished, and the tip is broken off, leaving a jagged, seven-inch blade. The crossbar and pommel are decorated with a skull motif, and the handle is wrapped in human skin.

Although far from impressive to behold, this ancient evil has toppled kingdoms, doomed heroes and otherwise spread destruction. Once a spellcaster picks up the blade, he immediately gains an attachment to it (Will save, DC 18) and will not willingly part with it. Soon thereafter, the blade starts whispering to the spellcaster in dreams, promising power, immortality, and wealth. The dreams continue and grow stronger until (one to three months after acquiring the artifact) the whispering can be heard even while awake.

The temptations continue until the wielder finds a way to rid himself of the weapon (always involving a quest), dies, or succumbs to the whispered promises. The unfortunate who succumbs swallows a valuable gem such as a ruby or diamond. Then he uses the blade to cut the gem from his own stomach, dying in an agonizing moment of self-mutilation. As the last breath flows from the lips, his soul is trapped in the gem and the spellcaster becomes a lich.

Never satisfied, the blade continues to whisper, prompting the newly formed undead to greater and greater acts of evil. Eventually, the lich is destroyed and the dagger lost, waiting for a chance to start the process anew.

NEW WONDROUS ITEM: RIB CAGE

This miniature bone rib cage is enchanted to function as a prison. When the command word is spoken and the rib cage is hurled at an opponent, the cage expands to surround the target and then contracts around it. Hitting the target requires a successful ranged touch attack and can only function against a single target of Large size or smaller. The target is held immobile until the command word is spoken again. The captive may break the rib cage with a successful Strength check (DC 30) or try to escape with a successful Escape Artist check (DC 30).

The rib cage is enchanted to only work one time, whether it hits or misses. If it misses it becomes inert immediately. A rib cage that captures a target becomes inert once the release command word is spoken.

Caster Level: 13th; *Prerequisites:* Craft Wondrous Item, *grasping hand*, *reduce*; *Market Price:* 5,200 gp; *Weight:* 1 lb.

NEW CREATURE: CACKLE DEAD

Medium-Size Undead

| | |
|---------------------------|--|
| Hit Dice: | 8d12 (52 hp) |
| Initiative: | +2 (Dex) |
| Speed: | 30 ft. |
| AC: | 17 (+2 Dex, +5 natural) |
| Attacks: | 2 Claws +5 melee |
| Damage: | Claw 1d6+2 |
| Face/Reach: | 5 ft. x 5 ft./5 ft. |
| Special Attacks: | Cackle, create spawn, rend 2d6+3 |
| Special Qualities: | +2 turn resistance, undead |
| Saves: | Fort +2, Ref +4, Will +7 |
| Abilities: | Str 14, Dex 15, Con —, Int 11, Wis 12, Cha 4 |
| Skills: | Climb +10, Jump +10, Listen +9, Spot +14 |
| Feats: | Alertness, Dodge, Mobility |
| Climate/Terrain: | Any land |
| Organization: | Solitary or Pack (1-4) |
| Challenge Rating: | 6 |
| Treasure: | Standard |
| Alignment: | Always chaotic evil |
| Advancement Range: | 9-15 HD (Medium-size) |

A cackle dead is a gaunt, pale undead humanoid with bulging, manic eyes and gangly limbs. Sharp claws tip slender, curled fingers and bones are visible through the dead, desiccated flesh. Surprisingly nimble, a cackle dead often surprises those who mistake it for a zombie. It moves with speed and agility making it very difficult to strike.

The most fearsome quality of the cackle dead is its insane laugh, which can strike terror into the most stalwart of men. Many found the strength drained from their sword arms as terror gripped them, moments before the vicious claws of the cackle dead struck home.

Normally reclusive, cackle dead are rarely encountered. They have no desire to consume the flesh of the living, but their warped minds drive them to kill when they encounter people. Their ability to make more cackle dead from the bodies of fallen foes makes them a favored minion for evil clerics and necromancers.

Cackle dead are deadly combatants who move with amazing speed and agility. The laughing corpses attack with sharp claws and rip the flesh from their foes. It is not uncommon for cackle dead to climb walls or trees and leap down upon foes.

Cackle (Su): When engaging in melee, cackle dead continuously laugh with the maniacal glee of the damned. All living creatures within a five-foot radius must make a Will save or suffer a –2 morale penalty to attack, damage, and save rolls for as long as they are within the radius. If the saving throw is made, that creature is immune to the particularly cackle dead's laugh for twenty-four hours. This is a fear effect.

Create Spawn (Su): Any humanoid slain by a cackle dead becomes a cackle dead in 1d6 rounds. Spawn are under the command of the cackle dead that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Rend (Ex): If a cackle dead hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+3 points of damage.

NEW SPELL

Meeshra makes use of this horrible new spell.

PLAGUE BEARER

Necromancy

Level: Clr 4, Sor/Wiz 5

Components: V, S, M

Casting Time: 1 full round

Range: Touch

Target: Zombie touched

Duration: Instantaneous

Saving Throw: Fortitude negates

Spell Resistance: Yes

You touch one zombie, enhancing it with a terrible magical disease. The zombie itself is unaffected (and gets no save to avoid the effect), but when slain, it explodes in a burst of rancid black spores and slime. Anyone within a ten-foot radius of the zombie must immediately make a Fortitude save or be affected by a *contagion* spell. The effect is in every way identical to that spell, but the spell level to resist is higher. The caster must choose whether to inflict blinding sickness, cackle fever, filth fever, mindfire, red ache, the shakes, or slimy doom at the time of the casting. The spell will remain dormant for any length of time until the zombie is slain. Zombies so enspelled radiate necromantic magic.

Material Component: A fragment of bone from a human, elf, half-elf, dwarf, gnome, halfling, or half-orc who died of any disease. The bone is consumed during the casting.



HUMAN-HUNTER

MORAG GLIMWISH



**1st-Level Halfling Rogue/4th-Level Fighter/
9th-Level Halfling Hawkeye**

CR 14; SZ S (humanoid); HD 1d6+1, 4d10+4, 9d8+9; hp 78; Init +3 (+3 Dex); Spd 20 ft.; AC 14 (+1 size, +3 Dex), 18 with Daring Dodge; Atk melee +11/+6 (1d6+1, +1 *sword of subtlety*), or +10/+5 (1d6 [subdual], sap), or +12/+7 (1d4+2, +2 *dagger*), ranged +14/+11/+8 (1d4+2, +2 *dagger*); Face 5 ft. x 5 ft.; Reach 5 ft.; SA Bull's-Eye Throw +3d4, Mid-Air Parry, Safe Toss, Sneak Attack +1d6; SQ Daring Dodge, Evasion, +2 vs. Fear; AL CE; SV Fort +9, Ref +13, Will +8; Str 11, Dex 17, Con 12, Int 10, Wis 17, Cha 9

Skills: Balance +6, Bluff +5, Climb +8, Craft (weapon-smithing) +8, Disguise +6, Hide +11, Jump +5, Listen +8, Move Silently +10, Perform (juggler, storytelling, buffoonery, limericks, lute) +4, Search +6, Sense Motive +7, Spot +8, Swim +2, Tumble +11

Feats: Ambidexterity, Deflect Arrows, Dodge, Mobility, Point Blank Shot, Precise Shot, Rapid Shot, Shot On The Run, Two-Weapon Fighting, Weapon Finesse (dagger)

Languages: Common, Halfling

Bull's-eye Throw (Ex): As a full-round action Morag may attempt an incredibly well aimed throw at an opponent's weak spot, gaining a bonus of +3d4 damage.

Daring Dodge (Ex): When not wearing armor or when not wielding weapons or thrown missile weapons (this includes weapons such as daggers that may also be used in melee), Morag adds her base Will save bonus (+4) to her Dexterity bonus to modify her AC. If she is caught flat-footed or otherwise denied her Dexterity bonus, she also loses this bonus.

Deflect Arrows (Ex): As per the feat, minus the Improved Unarmed Strike prerequisite. Morag may use this ability while holding throwing weapons in both hands.

Evasion (Ex): If exposed to any effect that would normally allow a character to attempt a Reflex saving throw for half damage (such as a *fireball*), Morag takes no damage with a successful saving throw. Evasion can only be used if wearing light or no armor.

Halfling Traits (Ex): Morag receives a +2 morale bonus to saving throws against fear.

**“This diminutive killer
has a sadistic love
for blades.”**

VILLAINOUS CHARACTERS

Mid-Air Parry (Ex): By sacrificing an attack of opportunity, Morag may attempt to knock a missile or projectile from the air with one of her own *thrown* weapons. The targeted missile must pass through the area within fifteen feet of her.

The DC to successfully strike and parry the target is the Dexterity score + the base attack bonus of whomever fired or threw the targeted missile + 5. This maneuver only works against missiles of equal size, smaller, or one size larger than the size of the missile that Morag uses to parry the targeted missile.

Safe Toss (Ex): Morag may throw a weapon as a ranged attack without drawing an attack of opportunity if within an opponent's threatened area.

Sneak Attack: Any time Morag's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Morag flanks the target, her attack deals +1d6 extra damage. Ranged attacks can only count as sneak attacks if the target is within thirty feet.

Traps: Morag can use her Search skill to locate traps when the task has a DC higher than 20. She can also use the Disable Device skill to disarm magic traps.

Possessions: +1 sword of subtlety, +2 dagger (x4), masterwork thieves' tools

BACKGROUND

When Morag was very young, a roving band of humans murdered her loving parents. Unlike most halflings who still manage to hold onto their fun-loving nature no matter what befalls them, Morag's loss wrenched all the joy and kindness from her.

Filled with rage and a desire for vengeance, she struck out on the road to seek her fortune. Along the way, her mean and violent tendencies quickly gained her the attention of some equally vicious people, and by her fifteenth birthday, Morag had become a ruthless bandit, preying upon hapless travelers. The bandits' captain, a brutish half-orc with an eye for spotting exploitable talents in others, took note of Morag's skill with knives, and he chose to apprentice her to his brother, a skilled knife fighter and assassin.

For nearly three years, Morag learned from her new master, enduring all manner of degradation so that she could learn the trade that would set her life's course. Under her master's tutelage she learned how to make daggers dance through the air, causing them to fly as though her aim was merely an extension of her glance. When the young halfling thought that she had accumulated all her tutor's skill and knowledge, she

killed him in a knife fight, with surprising ease. Afterwards, she sought membership to the local assassins' guild. A simple demonstration of her dagger skill left one of the guild's arrogant lieutenants with one less eye, but the guild's lord was very impressed, and he gladly took her in.

Almost a decade later, Morag remains an inferno of rage in her unending hatred of humans, but she no longer works for the guild. She is now a renowned independent killer-for-hire and a renegade of exceptional skill, and none of her targets ever escape her blades, even if she has to pursue them beyond the bounds of her contract; this fact makes Morag a valuable commodity to many would-be tyrants or other champions of evil. Because her freelancing has cut the guilds out of some sweet contracts, numerous hitmen have been sent to eliminate her. To date, no assassin has been successful in removing her; even for the most skilled adventurers or bounty hunters, Morag is no easy prey.

APPEARANCE

As someone who likes to make others draw false conclusions about her (and because she enjoys opulence and self-pampering), Morag projects a soft, weak image to onlookers: her shoulder length, scarlet curls are always washed and scented; her skin well moisturized, decorated, and perfumed; and her svelte figure is always highlighted in a custom-made, revealing wardrobe.

Cutting such a figure, how could anyone ever suspect her of being a deadly killer? However, while not homely, Morag's withdrawn nature, biting comments, and a stare so hard it would make a starving winter wolf cringe all contribute to a less than attractive package upon closer inspection.

Morag always keeps the tools of her trade out of sight when not on the job, hiding them in concealed sheaths beneath her clothes or in easily accessible spots nearby. When it comes to doing business, however, she recognizes the value of showing one's strength, so on such occasions, she wears her weapons openly and confidently.

PERSONALITY

Morag is anything but a typical halfling. Although she enjoys fine foods and well-aged wine, she also takes pleasure in her solitude, only speaking to the degree that she feels is absolutely necessary. It is her belief that only fools and liars speak more than the situation demands.



A burning hatred for all humans drives Morag. Of course, the greedy halfling never lets her personal prejudices get in the way of accepting work from humans. It's not beyond her to betray her human paymaster if she feels she can get away with it, though; rather than killing an employer outright and risking a bad reputation, she's not beyond leaking information about jobs performed to the paymaster's enemies — discreetly, of course. Such seeding often results in more work, after all.

Disturbingly, this diminutive killer has a sadistic love for blades. She can often be found in weapon shops, searching for a cruelly shaped dagger to add to her collection. What's worse is the joy that she finds in using these blades upon her victims — especially humans.

Whether hired to defend a villainous tyrant being pursued by adventurers, or to seek out a target of a vendetta, or to acquire a secret that someone is willing to pay good coin for, Morag always seeks to keep her true nature concealed until it's necessary to do otherwise. She doesn't slink back into the shadows, though. Instead, Morag works in the opposite manner: she prefers to be the center of attention.

In fact, she will often extend this strategy into a deep cover by spending weeks or even months before an assignment ingratiating herself to a local patron, earning the protection of trust or the avoidance of contempt from the locals, as befits her assumed identity. In this manner, she is easily able to divert any suspicions, especially those of paranoid mercenary guards or troublesome adventurers, until the time comes to strike.

ADVENTURE SEEDS

♣ After foiling some criminal's plans, the PCs find themselves hounded by this ruthless killer after fouling some criminal's plans. Depending on whose toes they stepped upon, and how hard they stepped on them, Morag may have been hired to merely embarrass the heroes. More than likely she's been hired to kill them, though.

It's also possible that the PCs could encounter Morag while they are in the midst of thwarting said criminal's plan; she may have been bankrolled to take out the scoundrel herself. If the PCs happen to do it for her, so much the better; she still collects her money, no matter how the deed goes down. She only interferes if they PCs decide to let the scoundrel live. Then she kills him when the PCs leave. To cover her tracks — and to have a little fun — she may try to have the local law pin the murder on PCs.

♣ It is possible to encounter the halfling huntress while she is seeking some recreation at a posh inn or

tavern where the PCs are staying. Were anyone to resist a drunken Morag's advances or, worse yet, defeat her in a dagger tossing contest, it is unlikely that she would forget the slight anytime soon. The spiteful halfling may decide to teach the offending character a lesson in one swift strike, or she may stalk him over time, seeking to separate him from the party so that she may kill him, slowly. Then she might turn her attention on the remaining party members. Even if the heroes survive, they will have only made things worse for themselves by compounding the killer's animosity towards them.

In fact, she will often extend this strategy into a deep cover by spending weeks or even months before an assignment ingratiating herself to a local patron, earning the protection of trust or the avoidance of contempt from the locals, as befits her assumed identity. In this manner, she is easily able to divert any suspicions, especially those of paranoid mercenary guards or troublesome adventurers, until the time comes to strike.

NEW PRESTIGE CLASS: HALFLING HAWKEYE

Daggers, throwing rocks, and throwing axes are the more common weapons of choice for the hawkeye, although it is not unheard of for shuriken and darts to also be used instead. Hawkeyes prefer to make their own weapons to ensure that they are a "good fit," but if they must buy from someone else they absolutely must have the very best quality.

Hit Die: d8

Requirements

Race: Halfling

Base Attack Bonus: +4

Jump: three ranks

Perform (juggling): four ranks

Craft (weaponsmithing): eight ranks

Feats: Dodge, Point Blank Shot, Precise Shot, Rapid Shot.

Special: A hawkeye must have defeated a foe of at least 40 hit points by himself using only thrown weapons.

Class Skills: Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Escape Artist (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumbling (Dex).

Skill Points at Each Level: 4 + Int modifier.

VILLAINOUS CHARACTERS

Class Features

Weapon and Armor Proficiency: The hawkeye is proficient with all simple weapons and all martial throwing weapons, but no type of armor.

Hawkeye Throw (Ex): This bonus replaces the character's usual base attack bonus whenever using thrown weapons or objects.

Safe Toss (Ex): The hawkeye may throw a weapon as a ranged attack without drawing an attack of opportunity if within an opponent's threatened area.

Evasion (Ex): If exposed to any effect that would normally allow a character to attempt a Reflex save for half damage (such as a *fireball*), she takes no damage with a successful save. Evasion can only be used if wearing light or no armor.

Bonus Feats: Select an additional feat from the fighter's list. Note that halfling hawkeyes lean towards feats that focus on missile weapons, agility, speed, and the senses. The following bonus feats may only be taken if applied to small-sized or smaller throwing weapons: Weapon Finesse, Weapon Focus, Weapon Specialization.

Bull's-eye Throw (Ex): Starting at 4th level, as a full-round action the hawkeye may attempt an incredibly well aimed throw at an opponent's weak spot, gaining a bonus of +1d4 damage. This ability increases by an additional +1d4 at levels 6, 8, and 10. If the character has more than one attack, each used to throw a

weapon or object gains the benefit of this damage bonus. Any creature that is immune to or mystically guarded against critical hits cannot suffer the additional damage of a bull's-eye throw.

Daring Dodge (Ex): When not wearing armor and wielding no weapons or thrown missile weapons (this includes weapons such as daggers that may also be used in melee), these brave halflings add their base Will save bonus (no attribute or other modifiers) to their Dexterity bonus to modify their AC at 5th level. If the hawkeye is caught flat-footed or otherwise denied his Dexterity bonus, she also loses this bonus.

Deflect Arrows (Ex): As per the feat, minus the Improved Unarmed Strike prerequisite. This ability may be used while holding throwing weapons in both hands.

Mid-Air Parry (Ex): At 9th level the hawkeye may sacrifice an attack of opportunity in an attempt to knock a missile or projectile from the air with one of her own *thrown* weapons. The targeted missile must pass through the area within 15 ft. of the hawkeye and if she has Combat Reflexes then he may use more than one of her attacks of opportunity in this manner though only one may be used per individual target.

The DC to successfully strike and parry the target is the Dexterity score + the Base Attack Bonus of whomever fired or threw the targeted missile + 5. This maneuver only works against missiles of equal size, that are smaller, or one size larger than the size of the missile that the hawkeye is using to parry the targeted missile.

HALFLING HAWKEYE

| Level | Hawkeye Throw | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special |
|-------|---------------|-------------------|-----------|----------|-----------|---------------------------------------|
| 1st | +1 | +0 | +0 | +2 | +0 | Safe Toss |
| 2nd | +2 | +1 | +0 | +3 | +0 | Evasion |
| 3rd | +3 | +2 | +1 | +3 | +1 | Bonus Feat |
| 4th | +4/+1 | +3 | +1 | +4 | +1 | Bull's-Eye Throw +1d4 |
| 5th | +5/+2 | +3 | +1 | +4 | +1 | Daring Dodge |
| 6th | +6/+3 | +4 | +2 | +5 | +2 | Bull's-Eye Throw +2d4 |
| 7th | +7/+4/+1 | +5 | +2 | +5 | +2 | Bonus Feat |
| 8th | +8/+5/+2 | +6/+1 | +2 | +6 | +2 | Deflect Arrows, Bull's-Eye Throw +3d4 |
| 9th | +9/+6/+3 | +6/+1 | +3 | +6 | +3 | Mid-Air Parry |
| 10th | +10/+7/+4/+1 | +7/+2 | +3 | +7 | +3 | Bull's-Eye Throw +4d4 |



RUKTAR

WILLAINOUS



“He wants revenge and is very rational about this issue.”

12th-Level Hobgoblin Fighter

CR 12; SZ M (humanoid); HD 12d10+36; hp 117; Init +0; Spd 30 ft.; AC 16 (+2 shield, +4 from *+1 studded leather armor*); Atk melee +18/+13/+8 (1d8+7/17-20/x2, Grinvel), ranged +12/+7/+2 (1d6+2/x2, javelin); Face 5 ft. x 5 ft.; Reach 5 ft.; SQ Darkvision; AL LE; SV Fort +11, Ref +4, Will +5; Str 15, Dex 11, Con 16, Int 13, Wis 12, Cha 14

Skills: Climb +9, Craft (war machines) +10, Intimidate +8, Jump +8, Knowledge (military) +2, Listen +1 (includes -2 competence penalty for Ruktar’s hearing problem), Move Silently +14, Ride +13, Spot +3

Feats: Alertness, Cleave, Great Cleave, Great Fortitude, Improved Critical, Leadership, Mounted Combat, Power Attack, Ride-By Attack, Skill Focus (Intimidate), Weapon Focus (longsword), Weapon Specialization (longsword)

Languages: Common, Goblin, Elven

Darkvision: Ruktar has Darkvision that lets him see (in black and white) with no light source at all, to a range of sixty feet.

Possessions: *+1 studded leather armor of silent moves*, large steel shield, *+3 longsword (Grinvel)*, javelin (x3)

BACKGROUND

Ruktar (“skull crusher” in Goblin) came to the world as the only child of a powerful yet elderly hobgoblin leader, Murek. Ruktar had a normal hobgoblin childhood, killing small beasts, teasing the rare prisoners his father brought back from battle, beating up smaller hobgoblin children, and learning all that a future hobgoblin warrior should know. When he reached the age of twelve, Ruktar started practicing his martial and strategic skills more seriously, and by the age of twenty, he had become the most talented and powerful warrior in his tribe; legend has it he once defeated ten experienced half-orc axemen armed only with his longsword and his teeth. No one has ever dared to question either this story or Ruktar’s abilities.

During the next ten years Ruktar’s fame among hobgoblins grew, and by the age of thirty he was on the verge of becoming the most powerful hobgoblin leader of all time when disaster struck. Ruktar had just suc-

VILLAINOUS CHARACTERS

ceeded his father as chief of the ever-growing clan when a terrible plague began decimating the hobgoblin population. In a matter of weeks three-quarters of the great clan was dead. Only the strongest individuals, including Ruktar, resisted the onslaught. Devastated, they started to rebuild their village and their lives, under the wise leadership of Ruktar.

A few months later, a hooded stranger appeared before the gate of Ruktar's village. The newcomer asked to speak to the guards' leader, saying that it was a matter of utmost importance. The guards asked the stranger to remove his hood so they could see his face. Not complying with their request, the stranger asked again to speak to Ruktar, this time using a powerful, commanding voice. The guards, unable to resist the order, opened the gates and let the intruder inside the camp.

Ruktar, strangely enough, agreed to meet the individual without asking any questions. Once he was alone with Ruktar, the stranger removed his cloak, revealing the soft features of a beautiful elf maiden. Surprised, Ruktar asked the elf, scornfully, what she wanted from "a poor, simple-minded hobgoblin." Hearing these words, the young woman laughed, and told Ruktar that she had information about the plague; she knew who created the devilish thing.

Her name was Fiunia, and her entire village had been devastated by a mysterious plague. She discovered that an insane human priest, Knarf, had created the plague, designed to kill all non-humans, because they were "impure." She found Knarf's hideout, and tried to take revenge, but had been unable to defeat the madman alone. She was fortunate to have been able to escape.

For almost a year she wandered alone on the roads, occasionally robbing and killing in order to survive. Then, a few weeks ago, she heard about Ruktar's village, and decided to form an alliance with the survivors against Knarf.

After Fiunia finished her story, Ruktar agreed to go with her, find Knarf, and kill him. The following morning, Ruktar, Fiunia, and twenty hobgoblins warriors set out for Knarf's fortress. After several weeks of travel, the troop arrived at a forest, in the middle of which was Knarf's place. Fiunia informed Ruktar and his men that twenty-five men had previously guarded Knarf, but after her attack he must have hired additional guards. The small group carefully entered the forest, and they reached their objective before nightfall.

After two days of studying Knarf's fortress, the group made a three-pronged attack: a strong frontal assault to draw-off defenders, and a surreptitious rear assault by Ruktar and a chosen few, while Fiunia teleported inside the walls, to ensure that Ruktar didn't fall into a trap. All went well until they ran into Knarf. The priest used a magical device to teleport himself away

before the sword thrown by Ruktar and the bolt of energy loosed by Fiunia could touch him. But Knarf was the only one to escape Ruktar's and Fiunia's wrath; the hobgoblin soldiers ruthlessly killed everyone else in the fortress, leaving no survivors.

Ruktar the hobgoblin and Fiunia the elf still travel the world trying to find the madman Knarf.

Fiunia secretly loves Ruktar, despite his ugly appearance. She has a profound admiration for his military skills, his courage, his passion for battle and his powerful martial intellect. She also thinks that Ruktar is a much more complex and interesting being than most sentient individuals.

Ruktar is profoundly troubled by Fiunia. He finds himself attracted by her mysterious behavior and intense personality, but has a hard time rationalizing his feelings for a creature most hobgoblins would find positively repulsive. It might be her courage, or maybe her unusual understanding of hobgoblin culture — she is the only non-hobgoblin he knows who can pronounce his name with all the guttural nuances. He also finds her respect for him puzzling, coming from such a delicate creature, but he has convinced himself that all fellow warriors respect each other.

APPEARANCE

Ruktar stands six and a half feet tall, and weighs 250 pounds. Although he is less ugly than most hobgoblins, Ruktar is still very far from attractive by human standards. However, when one gets across his initially revolting appearance, Ruktar actually has a very intelligent face. His eyes are clear blue, a rare color for a hobgoblin, and always sparkling with curiosity and passion. His ears are smaller than most hobgoblins', and as a result Ruktar tends to have difficulty with his hearing. His long, powerful arms end with large, agile large hands.

When traveling, Ruktar constantly wears his sturdy leather armor, but he wears more delicate clothing when resting or on special occasions. The only thing that Ruktar always has on him is his longsword, Grinvel.

PERSONALITY

Ruktar is quite intelligent — more so than the majority of humans. He breathes, eats, and lives for battle, believing that struggle is necessary to ensure the strength of his race and society. Ruktar *needs* to be the best on the battlefield.



VILLAINOUS

UNCOMMON CHARACTER

A highly passionate being, Ruktar is sometimes driven by emotions instead of rationality when on the battlefield. Very charismatic, he could convince most hobgoblins to follow him to Hell if he wanted. However, since his village was devastated by Knarf's plague, he no longer wants to command vast armies. He wants revenge, and, surprisingly enough, he is very rational about this issue. Ruktar's core motivating belief is that one day he *will* kill Knarf.

Ruktar is also a very loyal being. He honors the memory of his ancestors as if they were his closest friends. He does everything he can to help his friends and allies, and to seek retribution when he feels betrayed. Presently, the person Ruktar cares the most for is Fiunia, even if the hobgoblin does not entirely acknowledge his feeling for her.

ADVENTURE SEEDS

♣ The PCs are traveling to a known hobgoblin-infested area because they heard rumors about the area or wish to stop an army from gathering together. But as they move into the region, they find that the local hobgoblin tribes have almost all disappeared, leaving only remains of strongholds and thousands of dead bodies. Investigating the source of the disaster eventually leads to Knarf and his twisted plans. If the heroes set out to find the madman, they cross ways with Ruktar and Fiunia, possibly making powerful allies to oppose Knarf.

♣ The adventurers stumble onto an isolated village whose inhabitants live in constant fear of a neighboring baron's army. This village's militia has been mostly disabled during a previous conflict, and the villagers are trying to find an army to defend them. Rumor has it that a great war leader, wearing an emerald bedecked sword, could bring their hamlet to victory. The villagers ask the heroes to find this leader who is, of course, Ruktar. If convinced, he gathers the remnants of his hobgoblin clan and launches an attack against the baron's invading forces.

♣ The party inadvertently stumbles upon Ruktar's camp and is taken prisoner. A few days previously, the

hobgoblins found Knarf's trail and since then they've been attacked twice by groups of mercenaries employed by Knarf to keep his pursuers at bay. Ruktar believes the PCs are Knarf's agents, and thus wants to interrogate them before executing them.

While in a makeshift cell, the heroes overhear a conversation between one of Ruktar's lieutenants and another hobgoblin warrior: the lieutenant is concerned about a relationship between the leader and "the elf." The underling reveals that almost a quarter of the tribe share his concerns, and several are considering eliminating Ruktar because of his obvious insanity. Their coup is planned for two nights hence, unfortunately one night after the PCs are scheduled to be killed themselves.

NEW MAGIC WEAPON: GRINVEL

Grinvel is an elvish term meaning "To victory," and this name is engraved along both sides of the blade of this magic longsword. Forged by unknown parties, the weapon was found by one of Ruktar's ancestors, and since then it has passed from father to son. The artifact is highly revered by Ruktar's tribe, since it has indeed brought victory and honor many times to them. Small emerald gemstones encrust the delicate longsword's silver hilt, a clear diamond is affixed to the pommel in an intricate setting, and the blade's edges are covered by pure mithral — the sword is quite pretty for all its utility.

Grinvel is a *+3 longsword of wounding*, with the ability to detect spellcasters in a 300-foot radius, causing a red glow to emanate from the blade when spellcasters are present; the sword glows near constantly now that Fiunia is so often in the area.

Caster Level: 6th; *Prerequisites:* Craft Magic Arms and Armor, *detect magic*; *Market Price:* 56,315 gp; *Weight:* 4 lbs.

HALF-ORC SUFFRAGETTE

SLYGETTE

2nd-level Half-Orc/Half-Ogre Cleric

CR 2; SZ M (humanoid); HD 2d8+6; hp 20; Init +0; Spd 20 ft.; AC 16 (+4 scale mail, +1 small wooden shield, +1 natural armor); Atk melee +5 (1d8+3/x2, shortspear), or +4 (1d6+3/x2, bone club), or -4 (1d6+3/x2, spiked shield), ranged +2 (1d8+3/x2, shortspear), or +1 (1d6+3/x2, bone club); Face: 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; SQ Half-Orc/Half-Ogre Traits, Spontaneous Casting (*inflict* spells), Rebuke Undead (2/day); AL NE; SV Fort +6, Ref +0, Will +4; Str 16, Dex 11, Con 17, Int 10, Wis 12, Cha 6 (8 among orcs)

Skills: Concentration +4, Diplomacy +3 (+4 among orcs), Heal +3, Wilderness Lore +2

Feats: Power Attack, Weapon Focus (spear)

Languages: Common, Giant, Orc

Half-Orc/Half-Ogre Traits: Slygette has Darkvision that lets her see (in black and white) with no light source at all, to a range of thirty feet (her ogre heritage has dimmed her vision somewhat). Slygette doesn't suffer the -1 penalty to attack rolls in bright sunlight that purebred orcs do. Slygette receives a +1 natural armor bonus.

Rebuke Undead (Su): Slygette can Rebuke Undead two times per day.

Spontaneous Casting: Slygette can "lose" a prepared spell (other than domain spells) in order to cast any *inflict* spell of the same level or lower.

Domains: Protection and War. Granted Power: Slygette can generate a *protective ward*, a spell-like ability to grant someone she touches a resistance bonus on her next saving throw equal to Slygette's level. Activating this power is a standard action. The *protective ward* is an abjuration effect with a duration of one hour that is usable once per day. Free Martial Weapon Proficiency (if necessary) and Weapon Focus (spear) with the deity's favored weapon.

Cleric Spells: (4/2+1; base DC = 11 + spell level)

0 level—*cure minor wounds* (x2), *detect poison*, *inflict minor wounds*

1st Level—*bless*, *cause fear*, *entropic shield*, plus either *magic weapon* or *sanctuary*

Possessions: shortspear (x2), bone club, wooden orc god holy symbol, spiked shield painted as ogre goddess holy symbol, scale mail, knife, healer's kit (orcish quality; only +1 bonus), gold jewelry

BACKGROUND

Over twelve years ago, a gang of ogres temporarily allied with the Jagged Blade orc tribe. Part of their payment was in slaves, including one who was the mate of the tribe's ambitious young shaman, given to the ogres by the Jagged Blade's chieftain, Hilleth Two-Clubs, as a sign of the esteem he held the ogres in and as an intentional affront to the shaman, Takash One-Eye.

When the ogres eventually died in inter-tribal conflict, those slaves who'd survived the ogres' ill-treatment returned to their previous owners. Months later, the shaman's returned mate died giving birth to a half-orc/half-ogre daughter. While Takash had no particular emotional attachment to his mate or her child, he saw his new daughter's potential, and he crafted a plan to exact revenge on Hilleth.

Takash raised Slygette to be a weapon: from him she learned the tenets of the worship of the orc god, the method of casting divine spells, and the ways of war. Many tribe members considered Slygette's shaman training blasphemous, and more than once Takash had to protect her from Hilleth's ordered assassination attempts.

Despite his unorthodox plans for Slygette, Takash treated her little differently than other female orcs, considering her a tool to be forged, not a person to be dealt with as an equal. Aside from protecting his investment from the chieftain, Takash didn't coddle his acolyte: She faced the normal harassment and indignities other

“Not hidebound by religion and tradition, more worldly than the average orc warrior, Slygette is a force to be reckoned with.”



UNCOMMON CHARACTER

orc girls (full-and half-breed) did, from him and the rest of the tribe.

While another female orc might have simply endured, Slygette broke with tradition. Mocked because of her dual ancestry, she took it upon herself to learn about ogre culture from Latesh, a female ogre mercenary. To her astonishment, the ogress informed her that ogre females weren't chattel, beasts of burden, or mere breeding stock in their communities. They worked alongside their mates: hunting, fighting, and leading the worship of their own goddess, Bujhee, an odd combination of warrior and grandmother.

Calculating that the potential gains outweighed the risk of displeasing Takash and the orc god, she began practicing Bujhee's rites (as best she understood them from Latesh's brief descriptions) at night and in private moments, while practicing her orkish religion by day. When Bujhee granted her curative spells without retribution from the orc god, Slygette found she had a powerful ability she could use to help the Jagged Blade tribe and to further her own ends, even though orcs and their deity deemed healing magic a weakling's crutch.

By her tenth year, Slygette had grown physically and emotionally strong enough to defy Takash, and she refused to have one of her eyes put out in emulation of their god, daring him to perform the ritual on her if he thought himself able. Sensing that there was more to Slygette's defiance than he wanted to face, Takash deferred the passage rite to an unspecified future date.

That date has not come, and Slygette is now a full adult of twelve years. Takash feels the time is right to challenge the aging Hilleth for the leadership of the Jagged Blade tribe. And while he doesn't realize it, Takash needs Slygette's assistance more than she needs his. He takes for granted that she, like any female orc, will follow his orders and then recede into the background when her abilities are no longer needed. But over the years Slygette has developed her own agenda. She will help him take control of the tribe, but only as a step toward her own eventual takeover.

At the very least, if Takash wins, she assumes he will only lead the tribe for a few years before age or a blade takes his life, at which time Slygette will either marry a new claimant to the leadership to be her puppet, or force her leadership on the tribe.

If Takash fails, however, or if he succeeds but shows signs of longevity in the post, Slygette has developed a secret weapon. She's been spreading the worship of Bujhee to the half-orc underclass, teaching the healing arts and the rudiments of combat to more than a score of them, and both curative and combat magics to the handful of the most zealous. There are even a few full-breed orc females ready to fight at her command. She

hopes her coup will be almost bloodless, but if not, she believes her forces can win if the females get the support of their mates.

Not hidebound by religion and tradition, more worldly than the average orc warrior, Slygette is a force to be reckoned with.

APPEARANCE

If female orcs are unredeemably ugly to human sensibilities, an orc/ogre crossbreed is frighteningly hideous. Slygette is taller than any other female in the Jagged Blade tribe, and she looms over most of the tribe's males as well. She combines some of the worst features of her two heritages: leather-tough gray-brown skin, a lanky build, and coarse features that exaggerate the muscle and bone beneath her taut skin. When angered, her eyes redden, and when excited, she's been known to spit foam from between her multiple fangs.

Even to the average orc, Slygette's fearsome looks, muscular build and dominant stance are unattractive, being features that aren't found in "proper" females. Some rare few male orcs may be fascinated by her abilities and ambitions, thereby overcoming their revulsion at her masculinity.

In an attempt to be more attractive, Slygette wears a considerable amount of gaudy, dangling gold jewelry that noisily call attention to her when she walks or fights.

PERSONALITY

For an orc, Slygette's personality is complex. She is as combative and crude as any other orc, but unlike most she has a softer side to her: she truly cares for the welfare of all the individual members of the tribe instead of just the tribe as a whole, she can appreciate humor that doesn't involve injury or embarrassment, and she is curious about the cultures of other races.

If Slygette rules the Jagged Blades (either overtly or through a puppet), the two sides of her personality and religion will be reflected in her leadership of the tribe. While she won't become a peace-loving and egalitarian ruler, she will practice diplomacy to ensure that the Jagged Blade tribe only fights when conditions are advantageous, encourage other half-orcs within the tribe to develop useful talents not usually grasped by full-blooded orcs, and broaden her power base by hiring specialized mercenaries from "more civilized" areas. The worship of Bujhee will be introduced to all female tribe members, both as a method of increasing

the power of the tribe and to alleviate some of the suffering of females among the Jagged Blades.

Her motivation in seeking the leadership of the tribe is complex as well. An average orc might lead a coup purely as a personal power trip, and a religious visionary might do so only in order to emancipate orc females; Slygette feels compelled by her orcish nature to seek command, but once she gains that position her life experiences convince her that she should do something lasting with that power.

COMBAT TACTICS

Slygette is both orc and ogre by race and rearing, so her combat abilities are a source of pride to her. While she may take *sanctuary* as her daily domain spell, she prefers *magic weapon* as it's more in line with the wishes of both her patron deities and usually more useful to her.

When she does cast *magic weapon* (usually on her spear), she accompanies it with her Power Attack feat for the duration of the spell, giving her an attack total of +5 and 1d8+5 damage. To this she adds a display of battle hysterics (spitting, shouting, eye-rolling) to make the attack seem as ferocious as possible.

The use of a shield in combat is rare among both orcs and ogres (except for Bujhee's followers). Orcs seeing the image of the goddess crudely painted on Slygette's spiked shield will likely believe it a depiction of Slygette herself in a battle rage.

ADVENTURE SEEDS

♣ A party that includes at least one male half-orc is approached by a half-orc member of the Jagged Blade tribe bearing a contract purporting to bind the half-orc adventurer into a marriage with Slygette. The contract is counter-signed by the adventurer's orcish parent; if he claims not to even know that parent, he's assured by the messenger that his lineage has been as thoroughly checked as possible (if pressed, he admits that that means "not very") and the contract is valid. The messenger also points out that it isn't an engagement contract; the marriage became official the moment the contract was signed. If there is more than one half-orc PC, the most powerful is chosen, as the purpose of the contract is to gain the aid of the PC and to initiate an alliance with his parent's tribe.

Slygette arrives the next day (with a token bodyguard) to consummate the marriage no matter what the PC's reaction to the contract was. Acquiescing to the marriage immediately involves the PC in the coup attempt (either Takash's move against Hilleth, or Slygette's

putsch against Takash, as the GM chooses; the intertribal alliance would be foremost in Takash's mind, a marriage to improve her personal power in Slygette's). Spurning her leads to retribution against both the party and the tribe from which the PC is descended.

♣ If the GM has Atlas Games' *Splintered Peace*, the Jagged Blade tribe under Hilleth and Takash can be substituted for one of the average orc tribes in Kagrak's alliance. Slygette attempts to enlist the PCs in her coup attempt (using either the arranged marriage gambit, or just an appeal to common interests). If she's successful at allying with the heroes, their help turns the tide for her when she launches the coup during the siege of Marchion.

And if Slygette gains control of the Jagged Blades, the tribe can be treated similarly to the Golden Tusks — at least until she can begin assembling her own coalition of tribes to replace Kagrak's and then consider whether or not the alliance is still in her tribe's best interest.

Note that Slygette and the Jagged Blades are the only orcs who'd be willing to ally with the PCs and Marchion *before* Kagrak is eliminated.

♣ A short time after Slygette wins control of the Jagged Blade tribe, a new threat to her rule appears. After a number of quick conquests, an empire-building orc named Bazzaroth (see p. 93) expands his domain to the border of Jagged Blade territory. She isn't strong enough, either personally or in her grip of the Jagged Blades, to say no to Bazzaroth, but she suspects that the chieftain of the Crooked Ear tribe would be quick to put a stop to the radical doctrines of Bujhee's worship if she became his vassal.

NEW DEITY: BUJHEE, OGRE GODDESS OF WOMEN'S POWERS

Symbol: Spiked shield, painted with goddess' face

Alignment: Neutral evil

Domains: Healing, Protection, War

Typical Worshippers: Female ogres

Bujhee (rhymes with Boo-she), called the Battle Crone, takes the appearance of an elderly female ogre: old, stringy, hunched, and yet still dangerous. She represents the wisdom accumulated with age (from mid-wifery methods to warfare wiles), and the instincts and skills of all child-bearers. Despite her age, when the gods make war, she wields her bone club to deadly effect alongside the other ogre deities.



MURDEROUS BOUNTY HUNTER

TOBIAS DARKENHAND

5th-Level Human Ranger

CR 5; M (humanoid); HD 5d10+5; hp 48; Init +3 (+3 Dex); Spd 30 ft.; AC 17 (+3 Dex, *amulet of natural armor* +3, *ring of protection* +1); Atk melee +9 (1d8+4/17-20/x2, +2 *long sword*), or +7 (1d+2/19-20/x2, short sword), ranged +8 (1d8/x3, composite longbow); SA Favored Enemy (Humans, Elves), Spells; AL NE; SV Fort +5, Ref +4, Will +2; Str 15, Dex 16, Con 13, Int 12, Wis 13, Cha 9

Skills: Climb +5, Intimidate +3, Intuit Direction +4, Knowledge (nature) +3, Listen +11, Move Silently +11, Search +7, Spot +5, Use Rope +9, Wilderness Lore +3

Feats: Alertness, Ambidexterity (while wearing light or no armor), Improved Critical, Iron Will, Track, Two-Weapon Fighting (while wearing light or no armor)

Languages: Common, Elven

Favored Enemy: Tobias gains a +2 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks when using these skills against humans. The same bonus applies to weapon damage rolls against creatures of this type. He has a +1 bonus to the above-listed skills and abilities against elves.

Ranger Spells (1; base DC = 11 + spell level)

1st Level — *magic fang*

Possessions: +2 *longsword*, *amulet of natural armor* +3, *ring of protection* +1

BACKGROUND

Tobias is a thirty-two-year-old bounty hunter feared by criminals and bandits. For the past ten years, this grim, silent huntsman has plagued the criminal community, and he is known for always getting his man—by any means necessary. But while he finds hunting criminals a rewarding profession, his true passion lies in killing innocent people.

Killing and death have interested Tobias for as long as he can remember, though his first wanton kill occurred when, around age seven, he bludgeoned his neighbor's hunting dog to death for the mere fun of it. He enjoyed the kill so much that he moved on to hunting other animals for pleasure, rarely bringing the edible prey home to his family's dinner table. Had his father, a fine hunter and ranger, known his boy's favorite pastime, he would

have surely disapproved and punished him. His father wanted Tobias to become a ranger like himself and his father and grandfather before him. The protection of the forest and its creatures was supposed to be his family's purpose and profession, but Tobias only learned the trade for its usefulness; he disregarded all the moral teachings his father tried to pass along during his training.

When an goblin tribe began plaguing the area, his father asked him to look into the matter and stop them. In truth, he saw no reason to prevent the creatures from following their nature; there was nothing in it for him, after all. Of course, he didn't voice his opinion to his father; instead he did as he'd been bidden. Fortunately, the task didn't prove as dreadful as he'd expected. In fact, he discovered that hunting intelligent beings proved even more fun. The thrill of the hunt overtook him, and, over a nine-day period, he stalked and killed the creatures one by one, relishing in each kill. The goblin hunt served to fuel his killing lust, and he found he could no longer ignore these urges.

By chance, not long afterwards, he saw a wanted notice for a group of bandits, and seeing no future in being a woodsman his father wanted him to be, he set out to collect the bounty. Tobias skillfully tracked the band and captured them, and although his blood lust called for their deaths, the reality of needing money for survival won out. He turned the band in and pocketed the high bounty. For the time being, the lure of money surpassed his need to kill, and Tobias became a full-time bounty hunter, and he challenged himself by devising new ways to capture his prey alive.

Five years later, while capturing a wanted murder, Tobias accidentally killed the man, and all those years of suppressing his urges rushed over him; the desire was rekindled. Only killing criminals didn't enthrall him for long. These people deserved the death he brought them, after all; there was no lasting fun in that. The real pleasure, he soon learned, came from killing innocents, like villagers and merchants.

Quietly and methodically while working as a bounty hunter, Tobias began killing people in the communities he passed through, though no one ever suspected the kindly-seeming bounty hunter to be responsible. Now, he continues to hunt humans and other intelligent races, stalking farmers in their fields, quietly hunting children picking berries in the woods, or killing travelers along deserted roads. He never stops, and with each kill, he takes an ear as a trophy. He keeps these treasures—reminders of successful hunts—on a string necklace in his backpack, away from prying eyes.

“All the while, he is plotting his next kill, though he is patient in his hunt.”

APPEARANCE

Tobias stands over six feet tall and weighs 230 lbs. His hair is long and is worn in a tight ponytail. Clean-shaven, Tobias has a weathered face and is unremarkable in appearance. He looks like a hunter, and dresses in simple clothing dyed in shades of green and gray. He wears no armor, and moves gracefully and with little wasted motion. Even when in a village or an inn's common room, Tobias moves as if he's always expecting trouble.

An amulet resembling a small shield hangs from a bronze chain around his neck. On his right hand he wears a simple black stone band, and a quiver of arrows and a composite longbow are slung across his back. A cruel-looking longsword hangs on his right hip, and its companion, a short sword, hangs on the left. A few goblin scalps hang prominently from his sword belt. If asked about them, Tobias smiles proudly and replies that they are trophies from past hunts, though he says little else.

PERSONALITY

Tobias is a loner, though he's not an unfriendly man when approached in conversation. He still works as a bounty hunter to camouflage his real hunting, and his notoriety as a skilled bounty hunter precedes him, often to the point where his death is sought by both low-life criminals and professional assassins. When met on the open road Tobias is polite and cheerful, and he tries to fit in, lending a helping hand whenever one is needed. All the while, he is plotting his next kill, though he is patient in his hunt. On one occasion, he waited over a month before finally murdering a merchant he'd encountered off and on along the road.

Above all, Tobias is crafty and deadly. He often travels with a groups of pilgrims or merchants, studies them for several days, helps them along their trip, and then, when he's lulled them into completely trusting him, he kills them all in their sleep. He also likes hunting resourceful prey, like elves, in their natural element.

ADVENTURE SEEDS

♣ While traveling along the open road, the PCs meet Tobias. Polite and friendly, Tobias warns the PCs about the local bandit and monster dangers, and asks to share the road with them. Along the trip, he continues to be friendly and inquisitive, though not overly so. He keeps a careful eye on them the whole way, trying to discern their strengths and weaknesses. The night before the PCs reach their destination, Tobias attempts to kill the party. He uses his abilities to take them out one at a time. If thwarted he flees into the woods to avoid capture.

♣ While the PCs are traveling through a forested area, they hear reports about some strange murders. For the past few months someone has been killing woodsmen. To make matters worse, the victims have not been robbed but they have been murdered and left earless. As the PCs travel through the region, they also meet a group of elves that are looking for the responsible killer. The PCs learn that a few elves have been murdered in a similar fashion. If the PCs decide to look into the murders, they eventually uncover Tobias' guilt. If the PCs decide not to look into the killings, they may encounter Tobias, as outlined above, and become his next potential victims.



MASTER OF MEN

WILLIAM DERKELLIAN

5th-level Human Conjurer

CR 5; SZ M (humanoid); HD 5d4+10; hp 22; Init +2 (+2 Dex); Spd 30 ft.; AC 12 (+2 Dex); Atk melee +2 (1d6/x2, club), ranged +4 (1d4/19-20/x2, dagger); Face: 5 ft. x 5 ft.; Reach 5 ft.; SA Spells; AL LE; SV Fort +3, Ref +3 (+5 when within one mile of Tooth), Will +6; Str 10, Dex 15, Con 15, Int 16, Wis 15, Cha 11

Skills: Bluff +1, Concentration +8, Gather Information (underworld) +3, Handle Animal +2, Heal +3, Intimidate +2, Knowledge (arcana) +7, Knowledge (history) +7, Listen +2 (+4 when Tooth is within arm's reach), Ride +3, Sense Motive +5, Spellcraft +7, Spot +3 (+5 when Tooth is within arm's reach), Swim +1

Feats: Alertness (when Tooth is within arm's reach), Brew Potion, Dodge, Scribe Scroll, Spell Focus (Enchantment), Spell Mastery (*summon monster I, II, III*)

Languages: Common, Draconic, Dwarven, Elven, Gnome, Orc

School Specialization: Conjunction. Prohibited School: Evocation (+ fire spells)

Wizard Spells: (5/5/4/3; base DC = 13 + spell level; because of the Spell Focus (Enchantment) feat, his enchantment spells have a base DC = 15 + spell level)

0 level — *detect magic, prestidigitation, ray of frost, read magic, resistance*

1st Level — *charm person, endure elements (fire), mount, summon monster I, unseen servant*

2nd Level — *mirror image, summon monster II, summon swarm*

3rd Level — *dispel magic, suggestion, summon monster III*

Possessions: *scroll of hypnotism, magic missile, scare* (as 4th-level caster); *scroll of phantom steed, protection from elements, summon monster III, tiny hut* (as 5th-level caster); walking stick (club); dagger (x2, one concealed); *robe of useful items* (dagger, lantern (2), mirror, rope, pole (2), coffer, pit, window, ladder (2), door), *potion of charisma, potion of invisibility, tin horn of Valhalla* (see insert)

BACKGROUND

It is said that the book of a man's life is written in his first years; the majority of his days are only living out the fulfillment of those early years. The course of William Derkellian's life was charted on a single day some months short of his fifth birthday.

Although the details of the orcish attack that wiped out his village have mostly faded from his memory, two things impressed themselves upon him: his hatred of fire like that which burned his parents alive in their home, and his fear of being alone as he was in the aftermath of that tragedy.

The dazed four-year-old William spent three days wandering the burned-out ruin of his village before he was found by a passing traveler: a powerful wizard named Derkel. As the child could recall no relatives to whom he could be entrusted, Derkel took William as his own, declaring the child his apprentice.

Over the next dozen years, William led a hard life, studying the magical arts as well as waiting on Derkel as a servant. The wizard was not an easy master, and when William complained, he was quick to offer the boy the life of a homeless, friendless orphan as an alternative. Despite his growing loathing of his master, William stayed.

Derkel was a conjurer, and William proved quick to learn the many skills and spells of the old man's art. With one exception: no matter how he tried, the apprentice couldn't master a single fire-related spell. This weakness disgusted Derkel, and after years of ridiculing his apprentice, he played one final spite on the young man: when Derkel died of a wasting illness, William discovered that all of the wizard's treasures, spellbooks, and even his tower were suddenly guarded by a unique spell that surrounded all of these items in flames quenchable only by some unknown combination of fire spells; a puzzle for some other mage, but an impenetrable barrier to William.

William (now calling himself William Derkellian) was on his own, although not alone, having called a familiar (a weasel named Tooth) to his side some years before. Needing to support himself, he began a life of adventuring and banditry, allying himself with an ever-changing roster of unsavory characters, both for mutual protection

“Derkellian always wears elbow-length gloves to cover the scars sustained in the childhood fire.”

and to keep his dread of isolation at bay. Because he cannot fully trust these confederates, he has a personal coterie: Tooth, a war dog named Kratos, and often an ensorcelled person, a mercenary hireling, or a temporary lover chosen more for her adventuring talents than her looks.

APPEARANCE

While he is not exceptionally handsome, Derkellian presents himself smartly. His goatee and moustache are neatly trimmed, his dark robes are spotless, and because he avoids physically involving himself in combat his clothing is never blood-stained and his skin is never scarred. His scrupulously polished walking stick and the imperious bearing he affects may fool some into thinking he is older than his twenty-five years, a notion he does nothing to dissuade.

Derkellian always wears elbow-length gloves (usually supple leather of negligible armor value, but light cloth in hot weather) to cover the scars sustained in the childhood fire. Very little can induce him to remove these gloves in front of others.

PERSONALITY

The words “aloof” and “cultured” describe William Derkellian well. He adventures as a profession but doesn’t enjoy it as much as some others do; he looks forward to a retirement while he is still young enough to enjoy the refinements that wealth buys. Although evil, he is not cruel, and often finds that aping the habits of the good (mercy, forgiveness, charity) has long-term benefits (loyalty, reputation) that outweigh the initial risks and costs.

He makes no close friendships, and when faced with an opportunity to betray his comrades he carefully weighs his options instead of automatically siding with his fellows. Fortunately for his associates, the value of lengthy associations often weighs in their favor.

Derkellian’s phobia about fire is something he can control enough to be able to sit beside a campfire or hold a torch in an underground cavern. The fear of loneliness and abandonment that drives him to surround himself with companions, assistants and pets, while simultaneously making few emotional attachments, is an unconscious drive; if asked he will say this is just a logical self-preservation measure.

ADVENTURE SEEDS

☛ Wherever possible, Derkellian prefers to function through proxies, whether that means casting spells to summon other creatures to fight his battles for him, or spending his money to hire or buy help, both magical and mundane.

As a result, he has a short “wish list” of magic items that he cannot make himself, but which he would pay premium prices (in cash or the blood and sweat of others) to buy. The list includes: a *dancing dagger*, an *animal friendship ring*, a *staff of charming*, a *staff of swarming insects*, various *bags of tricks*, some *figurines of wondrous power* (especially the *golden lions*), and both *silver* and *brass horns of Valhalla*.

He would also pay a good price for fire-quelling items, such as a *rod of flame extinguishing*, if the opportunity presented itself, although his reluctance to even discuss fire would make him less likely to actively quest for such an item.

☛ William Derkellian is evil, but he has no loyalty to it as an abstract cause. He’s not the sort who takes pleasure in causing pain; he merely sees a certain amount of ruthlessness as an easy route to personal power and safety. As a result, he could easily join a party of neutral or good-aligned adventurers (assuming none were partisans of the most extreme fringes of virtue), trading his abilities for the protection of the group; a group he’d be more willing to trust than a party of thorough-going evil-doers.

During a bout of banditry directed at an adventuring party, if the tide turns against the brigands Derkellian is allied with, he may switch sides in mid-battle, using a *suggestion* spell or *potion of charisma* to convince some member of the party to “sponsor” his membership. He’d attempt to prove his worth to the group before the charm wears off. If confronted with his trickery, he admits his guilt, but asks how his request would have been treated if he’d been straightforward.

NEW WONDROUS ITEM: TIN HORN OF VALHALLA

As with other horns of its type, the *tin horn of Valhalla* can be sounded once per week (after a command word is spoken) to summon 2d4+3 magical constructs taking the form of 1st-level human barbarians to fight for their summoner for a maximum of one hour or until they or their designated opponents are slain. There are no restrictions on who can use this horn.



UNCOMMON CHARACTER

Because of the malleability of its base materials, this horn is more fragile than others of its kind, with a save bonus of only +5.

Caster Level: 11th; *Prerequisites:* Craft Wondrous Item, *summon monster V*; *Market Price:* 22,000 gp; *Weight:* 1 lb.

TOOTH

Weasel Familiar

CR —; SZ T (animal); HD 5d4; hp 11; Init +2 (+2 Dex); Spd 20 ft., climb 20 ft.; AC 17 (+2 size, +2 Dex, +3 natural armor); Atk melee +6 (1d3-4, bite); Face: 2 1/2 ft. x 2 1/2 ft.; Reach 0 ft.; AL N; SV Fort +2, Ref +2, Will +4; Str 3, Dex 15, Con 10, Int 8, Wis 12, Cha 5

Skills: Balance +10, Climb +11, Hide +13, Move Silently +9, Spot +4

Feats: Weapon Finesse (bite)

Alertness: While Tooth is within arm's reach, Derkellian gains Alertness.

Empathic Link (Su): Derkellian has an empathic link with Tooth out to a distance of up to one mile. He cannot see through Tooth's eyes, but the two of them can communicate telepathically.

Because of the empathic link between a familiar and its master, Derkellian has the same connection to an item or place that Tooth does. For instance, if Tooth has seen a room, Derkellian could teleport into that room as if he had seen it too.

Improved Evasion (Ex): If Tooth is subjected to an attack that normally allows a Reflex save for half damage, the weasel takes no damage if it makes a successful save and half damage even if the save is failed.

Share Spells: At Derkellian's option, he may have any spell he casts on himself also affect Tooth. The weasel must be within five feet at the time. If the spell has a duration other than instantaneous, the spell stops affecting Tooth if the weasel moves farther than

five feet away. The spell's effect will not be restored even if Tooth returns to Derkellian before the duration would otherwise have ended. Additionally, Derkellian may cast a spell with a target of "you" on the weasel (as a Touch range spell) instead. Derkellian and Tooth can share spells even if the spells normally do not affect weasels.

Speak With Master: Tooth and Derkellian can communicate verbally as if they were using a common language. Other creatures do not understand the communication without magical help.

Touch: Tooth can deliver touch spells for Derkellian. When the wizard casts a touch spell, the weasel can be designated as the "toucher." (The two have to be in contact at the time of casting.) Tooth can then deliver the touch spell just as Derkellian could. If Derkellian cast another spell, the touch spell dissipates.

Appearance: Like his master, Tooth is fastidious, endlessly licking himself clean when not eating, sleeping, or helping Derkellian. It's easy to tell when the mage is actively making use of his familiar's senses, as Tooth is rarely alert and interested in activities beyond his master's shoulders (a frequent resting place) at other times.

KRATOS

War Dog

CR 1; SZ M (animal); HD 2d8+4; hp 13; Init +2 (+2 Dex); Spd 40 ft.; AC 16 (+2 Dex, +4 natural armor); Atk melee +3 (1d6+3, bite); Face: 5 ft. x 5 ft.; Reach 5 ft.; SA Trip (as per wolf); AL N; SV Fort +5, Ref +5, Will +1; Str 15, Dex 15, Con 15, Int 2, Wis 12, Cha 6

Skills: Listen +5, Spot +4, Swim +5, Wilderness Lore +1 (+4 when tracking by scent)

Appearance: Because he thinks it makes the dog appear more fearsome, William Derkellian takes no great pains to keep Kratos clean and well-groomed. While this could lead to long-term health problems for the beast, Kratos isn't the mage's first war dog, and he assumes that he won't be the last. This animal isn't mangy or flea-ridden yet.

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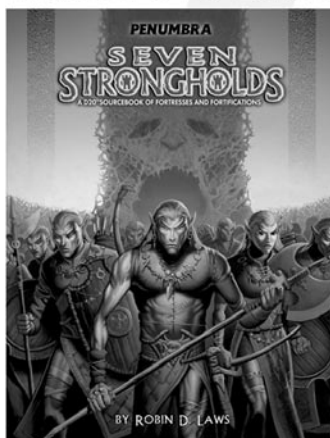
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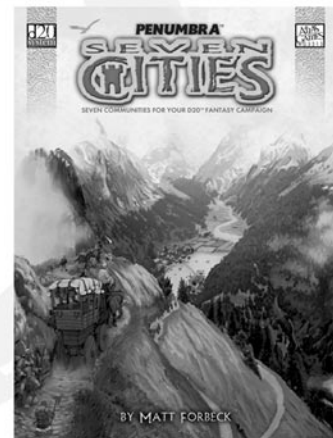
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