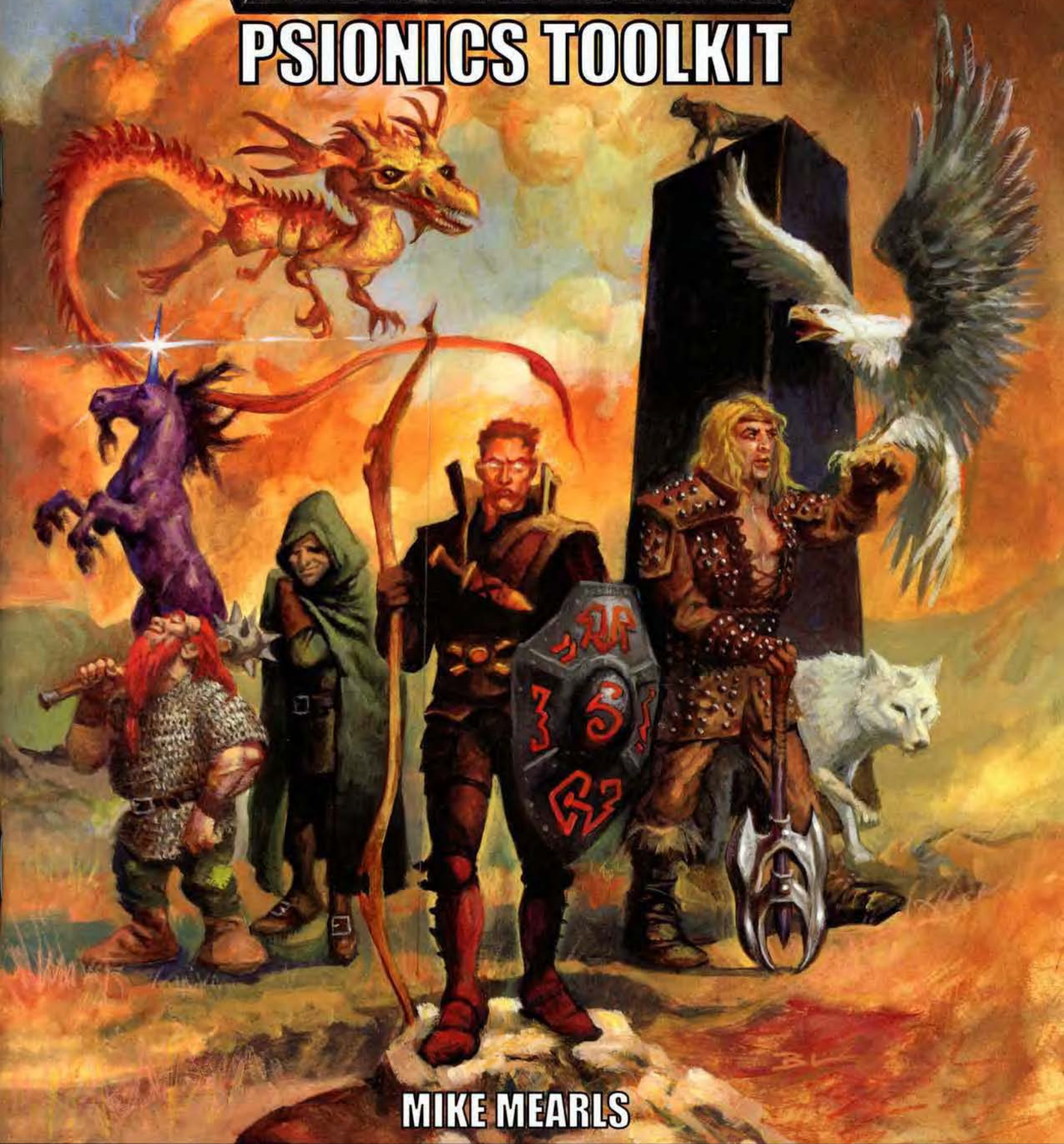




SWORD & SORCERY



PSIONICS TOOLKIT



MIKE MEARLS

PSIONIC DRAKE

Cunning and resourceful, they have developed potent psionic abilities to make up for their relative physical weakness.

MONOLITH OF MAURIMAR

This fifteen-foot tall, square plinth is apparently carved from an unrecognizable, smooth, bluish-gray stone.

SOLARIAN CAT

Highly intelligent psionic creatures capable of communicating telepathically, they make able guardians, scouts, hunters, and companions.

CRYSCORN

Cryscorn horns are brilliant, crystalline spirals, sapphire or cerulean in hue, and it is in these structures that they focus their psionic energy.



BRAGI and WENDIK

These rogues use psionic abilities to gain an advantage over their prey. They can be found frequenting the Dancing Griffin tavern.

CALARIUS VERRAZI

Banished here by a cabal of wizards who seek to destroy his liege, he wanders the roads and byways seeking a method by which he can return home.

KIRAN WHITEFEATHER

This psionic Beastmaster travels the barren north with his companions, Kiya the eagle and Horvf the she-wolf.



PSIONICS TOOLKIT

A Fantasy Roleplaying Accessory for the D20 System

Requires the use of the Dungeons and Dragons® *Player's Handbook*, Third Edition, and the *Psionics Handbook*, published by Wizards of the Coast®

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INTRODUCTION

If you're anything like me, when you first read over the psionics rules for the d20 system you couldn't wait to play a psion or a psychic warrior. The GM in me was also intrigued by the promise of creating all sorts of psionic monsters to unleash upon my hapless players. Finally, after literally decades of waiting, we had rules for psionic powers that were balanced against other character options and that fit with the game's core mechanic.

But then, just when all seemed perfect, the cold wave of reality hit me. How the heck was I going to introduce psionics into my campaign? Oddly enough, while psionics has been a part of fantasy gaming since the earliest days of RPGs, psychic powers are typically linked to science fiction rather than fantasy. The brave fighting man, the crusading cleric, the wily thief, and the mysterious wizard are all archetypes with plenty of precedents in fantasy literature and games. Telepathic investigators and telekinetic warriors, on the other hand, while established character types in certain settings, don't have such a rich tradition. After all, no one's morphing his limbs into living weapons in *The Lord of the Rings*. Integrating a science fiction trope into a fantasy campaign can be a tricky task.

So what is a GM to do?

The *Psionics Toolkit* holds the answers you seek. Within these pages are a series of options and tools that allow you to integrate

the powers of the mind into a fantasy game with minimal fuss. **Chapter 1** presents a series of questions and resulting considerations to help direct you integrate psionics into a new or an established game world. **Chapter 2** takes the foundation built in chapter one and uses it to present several story-based options for introducing psionics into a fantasy world, including a new monster template (detailed in Chapter 6) and a new character race; these options are useful even if you've already decided on many of the nuts and bolts of psionics in your game. **Chapter 3** presents two new specialized psionic prestige classes and a new clerical domain. **Chapter 4** provides a system for designing and describing NPC organizations and details one such organization, complete with a stat block and several new magic items crafted by its members. **Chapter 5** details a unique system for retroactively refitting existing characters with psionic class levels. **Chapter 6** offers several new psionic creatures and templates. **Chapter 7** offers a selection of psionic characters, with plot hooks that can easily be expanded into adventure ideas, for use as NPCs in your game.

So unbelt that broadsword, hawk your holy symbol, pocket that lock pick, and seal those spellbooks. It's time to open your mind and explore the strange new vistas of the psychic landscape.

And don't worry. We've already done all the hard work for you.





CHAPTER 1: TWELVE QUESTIONS ABOUT PSIONICS

Whether you're building a world from scratch or working with an established campaign, it is critical to consider how psionic powers fit into your campaign before you unleash them. Psions and psychic warriors are quite powerful, and they and their powers will draw attention in most any society. The following section presents twelve critical questions that you need to answer in order to integrate psionics into your game in a richly detailed, well-textured, and believable manner.

1 How common are psionic characters?

This first question is perhaps the most important of all, as it sets the tone for just about every factor in determining how and why people react to psionic characters.

If psionic characters are relatively rare, rumors and ignorance will probably dictate how society treats psions and psychic warriors. Just as knowledge of dragons and other fantastic creatures is often limited to folklore or to the often unreliable accounts of individual adventurers, so too is social opinion concerning psionic characters limited. Furthermore, the actions of an individual psion or psychic warrior may have a strong influence on how people in a particular area react to psionics. For example, if a region is tyrannized by a psychic warrior bandit chief, other psionic characters who travel through that area may meet cold or even hostile receptions. On the other hand, a heroic psion could greatly benefit the reputation of psionic characters in his region.

If psions are common in your game, they are (i) a relatively established part of society or (ii) the product of some phenomenon that either spread rapidly across the land or was initially widespread in nature. Regardless, the average person has probably encountered a psychic and probably knows what to expect from one. Local law enforcement and many monsters have first-hand experience with psionics or else have heard reliable accounts. Characters who demon-

strate psionic powers may still be met with suspicion, but, likely, nonpsionic people's attitudes and reactions are much more predictable. The actions of an individual psion are not as likely to have much effect on overall attitudes towards psionics unless those actions are truly earth-shaking.

Generally speaking, the more common psionic powers are, the less likely it is that NPCs are ignorant of psionic characters and their capabilities. This doesn't necessarily mean psionic characters won't attract any fear or suspicion from others, but it does mean that the average person has a better chance of distinguishing psionic powers from arcane or divine ones.

2 How long have psionic powers been around?

The longer psionic individuals have been a part of society, the greater the chance that their powers have been accepted at some level and the more likely these powers are to have become a part of everyday life. If psionics has been around for a century or more, then psionic guilds, schools, and perhaps even rulers should not be uncommon (see Questions 4 and 9), unless psionic characters have always been extremely rare. Over time, it is logical to assume that as psionic powers become more commonplace and less mysterious they are slowly integrated into society in a manner similar to arcane and divine spellcasting in most fantasy worlds. Even if psionic characters are relatively rare, stories and legends of them are likely widespread: while commoners may still mistrust them, wizards, sages, nobles, and other "educated folk" likely know or know of psionic individuals and their capabilities.

If psionics is a relatively new phenomenon, many people are likely to be completely ignorant of their nature and abilities. If a spectacular or cataclysmic event heralded the genesis of psionic powers, psions may find themselves persecuted and feared. In particular, if psionic powers are both common and unprecedented, nonpsionic characters may feel threatened by the sudden appearance of individuals with powerful, mysterious capabilities. If psionic powers are rare and unprecedented, too few people are aware of their existence to have any prejudice regarding psionic individuals.





3 What does the average peasant think of psionics?

Magic and deities are often discernible realities in a fantasy world. The typical reaction to these things often dictates how magic is used in a campaign. Thus, it is important to determine what the average peasant working in the field or drinking in a tavern feels about psionics, as well. After all, the characters most likely spend at least part of their time interacting with commoners as they travel from adventure to adventure.

The average peasant might well view psionics as indistinguishable from magic, lacking the training or knowledge to differentiate an ability driven by arcane or divine energies from one powered by the mind. In this case, commoners probably tend to react to psions as they would to sorcerers: both work wondrous feats with a few gestures or through simple concentration, and neither is likely to have any apparent attachment to a deity. In a society where psionics is a relatively new phenomenon, this reaction is probably the most common. The average peasant simply lumps psionics in with arcane magic and treats the two as interchangeable concepts.

However, if psionics developed in a rather spectacular, conspicuous manner, the average person might know enough to differentiate arcane magic from psionics. If a peasant can identify a psion or psychic warrior based on his abilities or other factors, such as mode of dress, then consider how popular accounts might depict psionic characters. For example, if psionic powers were introduced by a lawful good deity as a new weapon in the war against invading demons, the average person may revere a traveling psion as a brave hero. On the other hand, if a cabal of self-serving wizard overlords discovered psychic powers, common folk may know of psionics only through sensational half-truths; in this case, psionic characters may be viewed with suspicion, fear, or perhaps even hatred. You must consider how psionics developed in your world and then decide how the average person would view such events.

In a society where psionics has a history and a tradition equal to those of magic, you have much more flexibility in determining “normal” reactions to psionics. Likely, as a

deeply entrenched part of the cultural landscape, psionic individuals already have well-established reputations and roles in society. As wielders of mysterious powers, they most likely occupy the same social position as wizards and are accorded a similar level of respect by the masses. In areas where superstition and ignorance abound, however, psionic characters, like wizards, are met with suspicion and fear.

4 What do nobles, merchants, and governments think of psionics?

While commoners may react to psionics in one manner, those who run governments and guilds are likely to view it in another. After all, while the average peasant may find magic suspicious, most rulers presumably see the value of employing a wizard and maintain one as a court magician.

In a world where psionics is a rather new phenomenon, the rulers of a realm may view psionics as a dangerous new variable that must be studied and strictly controlled. An emperor who has spent hundreds of thousands of gold pieces fortifying his realm against magical assault may view psionics as a potential threat. Most rulers will have safeguards against such spells as *charm person*, but would a court magician know how to defend his liege against psionic powers? Even if psionics and magic are interchangeable in your world for the purposes of *dispel magic* and other effects, a ruler and his wizards may well not (yet) apprehend this fact. Thus, unless a ruler has direct evidence that psionic powers are not a threat to his reign, he may actively attempt to control and investigate, or to simply quell psionics.

In a similar situation, some nobles and guildmasters may attempt to recruit or harness psionic characters in an effort to gain advantage over their rivals. Where some see a threat, others might see an opportunity. A psychic warrior could find himself tossed into prison without question in one realm, yet wooed with offers of money and material comforts in return for his service in another. Of course, an ambitious ruler whose offer of employment is rebuffed may lock the poor psion or take her into custody for study.





In a society where psionic powers are accepted, governments and guilds treat psionic individuals with much the same respect they afford wizards and other spellcasters. A psionic guild may operate similarly to a wizards' guild, providing a central meeting place for the research and advancement of the psionic art. Promising young nobles may attend academies founded for the purpose of teasing out students' latent psionic potential. Nobles keep psionic retainers to serve the court, while the military employs psychic warriors as elite soldiers and field commanders. Psions function much like wizards and clerics, and are expected to use their powers to support the society. Psionic characters' abodes join wizards' towers and sacred temples as typical features in mid-sized and larger towns.

Lawful societies might see psionics as simply another tool that must be regulated to ensure that it does not cause any harm or endanger social stability. A lawful government will not necessarily dismiss psionics out of hand as immoral or wrong, perhaps simply classifying it as another form of magic. Such societies may freely accommodate psionic characters who obey the law and carry themselves in an acceptable manner. These governments probably have or would soon produce a codified set of decrees instructing psionic characters on how they are to use their powers. Psions who violate these decrees face prosecution under the law. Of course, a lawful nation that has had poor dealings with psionic characters or that has dealt with only malevolent ones may categorically oppose psionics on moral grounds, labeling psionic individuals and powers as uncontrollable, unreliable, and/or dangerous.

Neutral governments are similar to lawful ones in that they consider how psionics affects the world around them. However, such governments place less emphasis on legislation and more on learning how to work with psionic characters and how to cope with them in society. Authorities in these governments may be more flexible in dealing with psionic individuals and less apt to make rash judgements. However, such governments might also have more trouble if suddenly forced to react to hostile psions, particularly if they have formerly trusted psionic characters and thus have channeled few resources into methods of controlling or containing them. Finally, neutral societies may well ignore psionic characters completely as long as they do not noticeably disturb the population and the government's works.

Chaotic societies judge psionic characters on a case-by-case basis. With their emphasis on individuality and freedom, most of these cultures or governments tend to judge people as individuals rather than make sweeping generalizations. However, any blanket statement about an entire government does not always hold true. In an area infested with evil psions, a chaotic good government may harbor or even foment hatred toward all psionic individuals, while a chaotic evil organization in the same area may (or may not) be predisposed to view psionic characters as potential allies. Chaotic societies or groups have no problem ignoring the prevailing attitudes and laws of the surrounding region, including those regarding psionic characters, nor should one be surprised to see the prevailing views in such societies undergo radical and swift change.

5 What is the relationship between psionic characters and arcane spellcasters?

In some ways, wizards, sorcerers, and psions vie for similar positions in society. All three can bend the laws of reality and produce wondrous effects for themselves or those who employ them. Thus it is entirely possible that arcane spellcasters may spark up rivalries with psions of all varieties, or vice versa. The services wizards can offer overlap in many ways with the capabilities of psionic characters, particularly psions. A wizards' guild may even include psions in its membership and many of the laws and restrictions placed upon wizards may also cover psions.

However, the psionic arts are different enough from the study of magic that separate organizations, laws, and philosophies might keep psionics and magic wholly separate. Such a course is more likely than the integration of psionics into arcane establishments, as neither type of practitioner is likely to mistake the two as arising from the same root. In this scenario, psions and wizards are viewed as wholly different. Nobles may keep both psions and wizards on hand to deal with various matters of state. Social rivalries between the two groups are almost inevitable.

Wizards may view psions as upstarts who lack the training and knowledge necessary to properly wield power, while psions may view spellcasters as frauds who must rely on external sources to fuel their abilities. Some sages may





to scientists, thus placing them at the vanguard of any research and investigation into any strange new phenomena. If psionics is a relatively new phenomenon, arcane spellcasters most likely occupy the forefront of psionic research and study. Many wizards may mistake psionics for a new type of magic or a set of previously undiscovered spells. When closer inspection reveals otherwise, wizards will likely attempt to plumb the depths of psychic phenomenon to better understand them, to learn how their own magical talents interact with them, and to discern how the two might potentially work together. Psionic characters and wizards are more likely to work together in this case, unless most wizards take a very patronizing, exploitative, or oppressive stance in their work.

If psionics is wholly different from magic in your world, it is possible that wizards and psions live their lives largely separate but socially equal. In this case, struggles between the two are unlikely, as both groups can do little to affect the other and most wise generals or nobles employ both psions and wizards in their courts. After all, an army that marches to war with only psionic or magical support will leave itself vulnerable to whichever of the two it lacks. Rivalries may exist between the two groups but are much more likely to remain low-key and social in nature.

6 What is the relationship between psionic characters and god(s)/religion(s)?

attempt to bridge the gap between psionics and magic, and multiclass psion/wizards or psion/sorcerers may become fashionable unless the social and political divisions between psionic characters and arcane spellcasters are so great that neither side makes their secrets available to the other. In the latter situation, known psion/wizards may face hatred and suspicion from both sides.

In some regions, psionics may be viewed favorably in comparison to magic while the opposite may be true in others. A wizard might be forced to travel incognito in psionics-dominated areas lest he be charged by the authorities with practicing banned arts. Entire national, ethnic, and regional identities could doubtless be founded on the magic versus psionics debate.

In most fantasy worlds, wizards are the closest analogue

Divine spellcasters, as mortal agents of their gods, react to psionic characters largely in keeping with the teachings of their respective religions. As such, it is important to look at the doctrine and attitudes of the deities in your campaign. If a deity does not hold any particular views on psionics, an ecclesiastical hierarchy might react to psionic characters in a manner similar to a government with the same alignment. See the discussion above in on government (Question 4) for advice on how a large-scale organization might react to psionics.

An important distinction between a religious body and a government is that, typically (in a fantasy world), each deity claims lordship over a specific aspect of life, knowledge, or the material world. Cults that deal with the mind, thought, self-perfection, and knowledge may embrace psionics as a





boon granted by their patron deity. These churches may make an effort to recruit and train psions, hoping to unlock the secrets of the mind for their own use. In addition, they may aid persecuted psions or support them in economic and social struggles. On the other hand, the church of a god of magic may view psionic characters as an aberration, particularly if tensions run high between arcane spellcasters and psions.

If psionic powers are an ancient, established part of the campaign world, you may want to consider creating a patron deity of mental fitness and psionic ability. If that's not an option, each particular type of psion may tend to follow a particular deity. Egoists may favor a god of physical strength and health. Nomads may follow a god of travel. Savants might worship a deity of the mind or magic. Shapers could favor a god of creation, craft, or art. Seers may pray to a god of knowledge, visions, and prophecy. Telepaths might follow a god of love, understanding, or perhaps deception. If psionic powers have only recently developed, some churches may compete to attract psions and psychic warriors to their banners while others, particularly those spurned by psionic individuals, may label the newcomers as infidels or aberrations and target them for divine censure or retribution.

If deities are active forces in your campaign world they may exhort their followers to take a stand either for or against psionic characters. In particular, if psionic ability is tied to a particular deity then that god's rivals will undoubtedly bid their mortal agents to oppose psionics. Even good deities may certify psionics to constitute an unwarranted threat to peace and stability and compel their followers to oppose all psionic characters. Such opposition makes the most sense if psionic beings are a new development or are traditionally vilified in your campaign, unless deities often order their followers to engage in holy wars or other anti-thetic activities linked to their own divine struggles.

Druids tend to follow one of two paths in dealing with psionic characters. Some druids may feel that psychic powers are simply a natural manifestation of the inherent potential of the mind; these druids would more than likely pay no undue attention to psionic characters or creatures with psionic powers. Other druids might see psionics as a horrible deviation from the natural order, an aberration that must be eradicated. These druids would actively hunt down and destroy all psychics. But whatever her general views, no

druid would allow a psion to despoil nature. So long as the wilderness is not endangered psionic creatures or by psionics itself, however, most druids take little action to either aid or oppose psionic individuals.

7 How do the various standard PC races view psionics?

The way dwarf, elf, and other nonhuman cultures function will alter to some extent the ideas outlined under Question 4, which explored how certain cultures are likely to react to psionics. The correlation of racial traits with general cultural tendencies should give you a good baseline to help determine how a particular elf kingdom or dwarf stronghold, for example, might react to psionics. Further, while all six varieties of the psion class may be equally common in human society, nonhumans may tend to follow specific psionic paths that best suit their natural abilities and weaknesses. Savants may be quite common amongst dwarves, for instance, while telepaths might be virtually unknown. It's only natural that psions of a particular race would gravitate toward disciplines that take advantage of their natural strengths.

Dwarves may view psionics as a useful tool, but only after psionic powers have proven their usefulness and relative tractability. Dwarves tend to be suspicious of anything they have not seen proven. If psionics is a new phenomenon in your world, dwarves might expel psions from their territories or place them under observation until their powers have been proven safe. If psychic powers are established in your world, dwarves are likely to have long since integrated psionic characters into their social structure and will hold neither any ungrounded grudge nor gratuitous admiration for them. Psychic warriors, with their phenomenal martial capabilities, might well hold an honored position in the clan $\frac{3}{4}$ but no more so than fighter/clerics, for instance.

With their extended lifespans and consequent breadth of perspective, elves are likely to find psionics fascinating and worthy of study, especially if psionic powers are a relatively new and mysterious development; when one has lived for millennia, it is refreshing to find that there is indeed something new under the sun. And given their natural tendency for permissive individualism, elves may embrace psionics as





a new way to explore their own capabilities and the world around them. While elves have no special reason to fear or avoid psionics, their magical tradition makes it less likely that psionics will be a critically important part of elf society. Elves may dabble in psionics, but centuries of tradition stand between their accepting the psionic art on the same level as wizardry. Even in worlds where psionics is an established part of the background, elves are likely to see magic as a far more preferable way to get things done.

Gnomes' natural curiosity may spur them to investigate psionics. They may attempt to understand psionics, viewing it as a pursuit as worthy as designing a new engineering device or digging up a vein of precious metals. Once gnomes have begun to master the psionic arts, they are the most likely of all the major nonhuman races to wholeheartedly embrace them: while gnomes have a strong magical tradition, they are not likely to ignore such a useful tool. Gnomes tend to be pragmatists, and they do not place such heavy emphasis on tradition that it would cause them to spurn a potentially useful tool. As gnomes have an inherent ability to cast minor arcane spells, the concept of using the mind to produce wondrous effects is not particularly alien to the gnome mindset.

Half-elves and half-orcs often occupy a similar niche within human society. Typically existing on the fringe of the mainstream, they are much more likely to accept psionic characters as equals and to turn to the psionic arts themselves, even if psionic individuals are feared and persecuted by society; after all, both often deal with racial prejudice and are likely to see other outcasts as their fellows. Half-elves who live within elven society might pursue psionics as a sort of rebellion, especially if they can develop their talents faster than their elven brethren and thus prove at least some measure of worth or even superiority. Half-orcs amongst an orc tribe are likely to use psionics as merely another tool to help smooth their path to the top of the pecking order. If orcs are fearful of psionics, a half-orc psion may use this fear to browbeat and intimidate his rivals for leadership.

Halflings are, above all else, opportunists. They are likely to view psionics simply as a resource to help carve a prosperous existence out of an often hostile world. As a race that relies on quick reflexes and an agile mind over a strong sword arm, halflings are likely to see psionics as another tool that helps even the odds between themselves and the

bigger races. Thus, halflings are likely to use psionics whether it is a new phenomenon or an established art. However, as halflings, unlike gnomes, lack a tradition of magic use, they are unlikely to make psionics a fundamental part of their culture. Halflings are likely to adapt psionics to suit their own ends, but to constrain it to a supporting role rather than a primary one.

8 Do monstrous humanoids or animals manifest psionic powers?

In addition to the major PC races, many other humanoid races (including giants, orcs, trolls, and the like) and even wild animals may have the potential to use psionics. Amongst barbaric or nomadic societies, psionic characters have the potential to rise very quickly to the top of the social ladder, especially if psionics has only recently appeared in your campaign world. Unlike most civilized races, evil humanoids often simply submit to the strongest of their kind. Fear of psionics or prejudice against psionic individuals means little when a psychic warrior slays the tribal chief and declares himself leader. In some ways, members of such brutal tribal cultures are in a better position to take advantage of psionic powers rapidly as they develop.

Even in worlds where psionic arts are established, psionic powers may represent an important weapon in the arsenal of humanoid tribes. While few humanoids have the luxury of studying as a wizard or the pedigree needed to become a sorcerer, the development of psionics will present much lower hurdles on the path to power. All that's necessary is a strong mind. Unintelligent but psionically active creatures – lions, perhaps, or giant spiders, or even constructs – can add a great deal of texture to the game and can present many unexpected dangers for characters. A single wolf may seem to pose little threat to most parties, but when it starts using powers such as *chameleon* or *control body* it becomes much more dangerous and unpredictable.

The issue of animals and evil humanoids developing psionics is important not only for expanding one's options in designing and modifying monsters; your decisions on this issue will actually determine, as a corollary, how creatures develop psionic abilities in your campaign. If psionics manifest spontaneously in a creature and don't require any





specific or rigorous training, then anything from an orc to a lion is capable of manifesting psionic abilities. Furthermore, psionic characters might also develop spontaneously amongst the civilized races. If psionics is newly discovered, then societies may become rather paranoid and fearful of the powerful individuals that suddenly appear in its midst. If psionics is an established phenomenon, coming-of-age ceremonies in some cultures may include tests for psionic potential: local governments might order all children who manifest psionic talents to attend special academies to harness their abilities for the good of society rather than risk letting psionic characters run rampant.

9 Have psionic beings united to form guilds, academies, or other organizations?

The answer to this question will often relate to the frequency with which psionic talents appear in a given population and to that population's acceptance of psionics in general. A large, openly active psionic organization denotes an acceptance of psionic powers as a part of everyday life. In this case, the psions' guild would function much like a wizards' guild or academy, providing training and resources as well as an open forum to share information on the psionic arts. Psychic warriors, on the other hand, may form militant organizations more along the lines of a *dojo* or training school for their arts. In either case, such networks would allow for the rapid dissemination of knowledge across the land and would make it much easier to find and purchase psionic items.

If psionic characters are persecuted or feared, they may band together to form secret societies or networks for mutual aid and the advancement of their art. Such a network could also include sympathetic nonpsionic characters who work to keep psionic characters safe from the grasp of those who oppose them. A secret society that turns to evil may resemble a network of terrorists working to destabilize society and might achieve its aims through violence and other immoral means. A neutral or good group may seek only to keep psionic characters out of harm's way, though a good one might also actively seek to make society more accepting of psionic individuals by doing heroic deeds and demonstrating what its members can offer society.

If psionic powers depend little on training but tend to spring up spontaneously, training will do little to enhance a character's psionic abilities, so a training academy or guild has little to offer: thus, even large organizations may not provide services that a psionic individual wants. Still, if psions and psychic warriors commonly work as hirelings or mercenaries, a psionic guild of some sort is likely to arise, if only to manage and attend to the economic or specialized material needs of psionic individuals in a city or region.

If in your campaign world psionics has appeared only recently, psionic individuals have likely not had a chance to organize themselves. Psions might work with wizards' guilds or clerical orders to better understand their abilities. In particular, monastic orders may offer the solitude, clarity of mind, and concentration necessary for psionic individuals to reach the limits of their potential.

10 Are there cultural differences in how psionics is viewed across a particular race?

Different species will probably hold varying views on psionics, but so too should different regions and countries within a species harbor differing attitudes on psionics. These differences might be rooted in the history of psionics in your world. Perhaps the first psionic individuals originated in a particular region and slowly spread from there to the rest of the world. Even after several millennia, the majority of psionic characters might hail from that region alone or belong to a particular ethnic group. This quality could add a distinctive texture and flavor to your world, though it might also impose some limitations on players who wish to create psionic characters.

Even if psionics is common in many or in all regions, different realms may employ them in different manners. For example, a realm whose king or hereditary ruling family is psionic may embrace psionic individuals, granting psions key positions in the realm and deploying large, elite units of psychic warriors. On the other hand, a kingdom that for many years labored under the tyrannical rule of a psychic warlord before deposing him may loathe the psionic arts and immediately imprison or kill any psionic characters





who wander into its borders.

A magocracy (a realm ruled by spellcasters) may view psions as upstarts, threats to the accepted social order. Particularly in those magocracies where rulership itself is determined by magical skill, a psion or psychic warrior may find himself persecuted as a potential threat to the social order and his activities strictly legislated and enforced. The ruling members of a magocracy may depend on the difficulty of mastering wizardry to maintain their supremacy and keep the populace in line, making psions and perhaps even clerics and sorcerers potential threats to their caste (see also Question 5). Theocracies will tend to view psionic characters strictly in light of the religious teachings of the ruling clerics (see Question 6), which may spell anything from refuge to oppression for a travelling psionic character.

Not only will different views on psionics add texture to your world, they can also help drive story lines and history. Competing realms may engage in a psionic "arms race," luring psions and psychic warriors to their borders in order to recruit and use them in a coming war. A theocracy that considers psions to be evil or even diabolic in origin may have tense relations with a neighboring realm ruled by a powerful psychic warrior. Psionic powers are a force to be reckoned with, on a par with magic, and should play at least some role in the geopolitical development of your campaign world.

11 How do psionic characters view the rest of the world?

The previous questions in this section have focused on how society and nonpsionics view psionic individuals. Psionic characters, in many cases, will simply react to their social environment based on how they themselves are treated or perhaps based solely on their alignment and personality. However, some psionic characters may act in a particular manner or harbor certain attitudes simply by virtue of their psionic talents. For example, in a realm ruled by a psion and dominated by psionic individuals, some (or all) psions may view themselves as the pinnacle of power, the summit of their racial evolution, relegating even wizards, sorcerers, clerics, and other spellcasters to lesser positions. Evil psionic characters in particular may claim their powers are a sign

of their inherent superiority, working to topple governments and spread terror amongst the populace, if necessary, to establish their own rule and assert their supremacy. On the other hand, a group of good psions may feel that their great powers come with a grave responsibility to protect and aid those around them. They may feel that they have been blessed or chosen, but view their abilities more as a duty than a gift.

Much of the world's treatment of psionic characters is determined by how psionic individuals employ their powers. If psions are secretive and loath to reveal themselves, then psionics may remain a shadowy art spoken of only in rumor and story. If psionic characters feel they are superior to other mortals, they may instigate great struggles as they seek leadership in the world. Of course, psionic characters are not likely to exist as a monolithic faction that shares the same beliefs and attitudes across the board. Do not overlook the potential for creating guilds, cults, and political groups composed of psionic individuals who endorse unorthodox agendas and pursue unique goals. Thus an order of holy psychic warriors may ride into battle alongside paladins, while selfish troupes of nomads may pull off crimes that rival those of the most daring criminal cartels.

12 What's in the future for psionics?

Now that you've thought about how psionics fits into your world, you may want to take the time to consider how it will develop in the future. What are the aims and plans of the psionic groups you've planned? In regions where psionic individuals are met with suspicion, is there any chance for a change of heart to more enlightened attitudes? Your world should not be static, and neither should the role of psionics and psionic characters in it remain unchanging. Over time, psionics may wax and wane, particularly in relation to the arcane arts and in areas where they are viewed with suspicion.

Contemplate the regions and issues in your world where psionics may play a role in coming events. Perhaps there are places where heroes such as the player characters can play a key role...





CHAPTER 2: PEOPLE, PLACES, AND THINGS

This chapter presents a series of considerably more thorough options for introducing psionics into your campaign or for adding new psionic groups, monsters, or artifacts into a new or existing game world. While Chapter 1 introduced some rather general questions and ideas to consider – some brainstorming – this chapter focuses on practical examples illustrating how psionics can be made to fit into your fantasy campaign world.

The Coming of the Vaniar

Far above the realms of the northern barbarians, past the last roosting places of the dreaded ice wyrms, leagues beyond the glacier-swallowed towers of lost Corinthar, legend tells us that there dwell the Vaniar, an ancient race that ruled the world before the coming of man. Most sages of the warm southlands discount such tales as mere fables, stories told to travelers by barbarian skalds eager to pry a few extra coins from a wanderer's purse. Yet even grim, battle-hardened northman raiders grow quiet at the mere mention of the Vaniar. Learned men dismiss such reactions as a mere act to reinforce the charade of the barbarians' tales, but those brave knights who have met the howling northern berserkers as they sallied forth from their longships know that fear is one thing the barbarians take care never to show – in fact, many veterans suspect it is something the northmen are incapable of experiencing.

Tales of the Vaniar describe them as ten-foot-tall snow-white giants with long, flowing white hair and coal black eyes. The Vaniar are said to descend upon barbarian settlements in the night and steal unguarded children for an unholy feast. Whenever a treasure-hunting party departs for the unknown north, barbarian priests say special prayers to keep them safe from the Vaniar. Should an expedition fail to return, elders shudder at the thought of the horrors the poor lost souls endured at the hands of the Vaniar, who undoubtedly captured, tortured, and then devoured them. Among some tribes, the Vaniar rank as the foremost figures of woe and ruin in myth and legend.

Most of the northmen's stories are heavily tinged with ignorant superstition, yet at their cores many of them hold a nugget of truth. The Vaniar are in fact an ancient humanoid race that once traveled far and wide across the

world. Their deity, Athius, took an extremely active role in their early development, shepherding them from cave-dwelling simplicity into highly advanced civilization. Soon the other gods, jealous of Vaniar achievements and angered by Athius's interference, ordered him to take his children to the far north in order to let the other races develop in peace. Further, the gods placed an interdiction upon the Vaniar, forbidding them from mastering even the most basic secrets of arcane magic.

Stung by this decision yet powerless to stand against it, Athius led his children to the far north. There, lost in a land of frigid glaciers and unforgiving tundra, the Vaniar slowly faded. As their population dwindled, Athius could not bear to leave his children to their wintry fate. Calling upon the last reserves of his divine might, he wrought a powerful enchantment that opened the minds of his people to the limitless vistas of psionic power. Using their newly discovered abilities, the remaining Vaniar managed to establish a new, though much diminished civilization, and to achieve a tenuous equilibrium with their environment. His divine energies spent, Athius descended into the heart of the planet to rest and slowly regain his energies.

The Vaniar

The Vaniar are a long-lost splinter of the human race. With the aid of their patron deity, Athius, they have developed their mental and psychic capabilities beyond the limits achieved by almost any other race save the mind flayers. The Vaniar rely on their intelligence and their psionic capabilities to survive in the forbidding arctic climate they call home. A clannish race that has had little contact over the past few centuries with outsiders, many of their legends teach that the entire world was long ago encased in ice, destroying most life on the planet and leaving only the Vaniar behind as survivors. Their strong emphasis on ritual and tradition combined with the tremendous amount of work it takes simply to survive in the polar north have kept them from southern expeditions.

Personality: The Vaniar are industrious and hardworking. They tend to focus more on what a person can do and has done rather than on what she says or how she acts. They put little stock in ceremony, gaudy effects, and creature comforts. To the Vaniar way of thinking, a large feast that could be stretched to produce two or three meals is a waste of resources that could be better managed. As survivors in





an unforgiving environment, they continually plan for the worst and tend to take a somewhat pessimistic if pragmatic view of the future. "Be prepared" would make a good racial motto for the Vaniar.

Physical Description: As an offshoot of humanity, Vaniar have roughly the same height and weight ranges as humans, though they tend to be slightly heavier and stockier. Their hair is thick and often worn long, with colors ranging from blonde to an almost albino-like white. The Vaniar's most striking feature is their coal black eyes, a sign of their adaptation to months-long nights at the polar ice-caps. Vaniar dress tends to be very functional. They prefer thick, warm coats and other utilitarian clothing over elaborate clothes that in other races might indicate social or economic rank; for ornamentation, the Vaniar rely on elaborately crafted tattoos. A Vaniar may have his entire family history etched into his arms in tiny runes, while symbols or pictographs depicting his totem or guardian spirit will often mark his face.

Relations: The Vaniar have little to no contact with other races. See the discussion below for some ideas on how the Vaniar may interact with other races depending on how you want to use them in your campaign.



Alignment: As an insular, community-oriented race that places a strong emphasis on hard work and industry, Vaniar tend toward the lawful alignments.

Vaniar Lands: The Vaniar live at the utmost edge of habitable arctic lands. They are organized in clans, each group occupying a series of caves or living within a collection of sod huts or carefully crafted igloos. Vaniar rely on tradition and common laws to keep conflict between the clans to a minimum. Wandering wisemen and judges known as arbiters move from clan to clan dispensing justice and serving as an unbiased voice in disputes and negotiations. The clans are neither patriarchal nor matriarchal, simply pragmatic: they rely on the best able (usually the eldest) female to reside in most domestic and social matters, while the most experienced male is in charge of hunting and defense of the clan.

Religion: The Vaniar revere their ancient patron god Athius, who currently sleeps deep beneath the earth. Rituals to Athius tend to be informal affairs, in keeping with their habitual disdain for frivolous ceremony. However, the first day of light after the long arctic winter is commonly held as a day of celebration and feasting – if the clan feels it can afford the resources. Athius is a god of thought, the mind, and self-discipline. His titles are Great Seer, Revealer of Mysteries, and the Unyielding Mind. He appears as an old, bearded man who effortlessly bears a great burden on his back. None outside of the Vaniar worship him. He bids his followers hone their mental talents and work hard to provide for themselves and their families. His favored weapons are the staff and the longspear. Athius is associated with the clerical domains of Fire, Knowledge, Protection, and Psionics (new domain; see Chapter 3 herein).

Language: Vaniar speak a highly modified version of the Common tongue. With their centuries of isolation, they have developed what amount to completely unique spoken and written languages.

Names: Vaniar place a strong emphasis on given names, using them to denote quite literally one's abilities and deeds. A young Vaniar is given a short nickname, usually based on his parents' names, until he completes a deed that the clan deems nameworthy. At that time, the young Vaniar is given a name based on his deed and is considered an adult. A Vaniar's name can change over the course of his life as he achieves new goals or accomplishments for the clan.





Male Names: Bearkiller, Flamemaker, Mindsinger, Spearbreaker, Thoughtthurler, Trackfinder.

Female Names: Godspeaker, Judgementbringer, Peacemaker, Thunderspeaker, Woundmender.

Adventurers: To one degree or another, all Vaniar are adventurers. The difficult conditions under which they live demand that all Vaniar engage in hunting and other dangerous work. In addition, all but a tiny minority of Vaniar develop psionic powers, and many also have divine spell-casting abilities.

Vaniar Racial Traits

- +2 Intelligence, -2 Charisma: Vaniar have highly developed mental capabilities, but their insular and somewhat grim culture and tough environment tend to breed similarly tough, grim, and introvert personalities.
- Medium-size: As Medium-size creatures, Vaniar have no special bonuses or penalties due to their size.
- Vaniar base speed is 30 feet.
- Low-light Vision: Vaniar can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. They retain the ability to distinguish color and detail under these conditions.
- Automatic Languages: Vaniar. Bonus Languages: Any. As an isolated race, the Vaniar have few opportunities to learn new languages. Those who do master foreign tongues tend to pick up magical languages such as Infernal or Draconic.
- Bonus psionic feat Inner Strength, because Vaniar have an inherent psionic energy. Further, Vaniar who have no levels in psion or psychic warrior are still considered psionic characters for the purpose of choosing other psionic feats; however, against psionic attacks they are treated as nonpsionic characters, as their abilities are not as developed as those of an actual psion or psychic warrior.
- Vaniar may manifest one 0-level power (talent), chosen at 1st level, from either the psion or psychic warrior power list; the Vaniar must have a score of 10 or higher

in the power's associated stat to use the talent. The chosen talent can be manifested three times per day at no power point cost. Treat the Vaniar as a 1st-level psion for all power effects dependent on level.

- Favored Classes: Psion or psychic warrior. A multiclass Vaniar's psion or psychic warrior class (choose one at first level) does not count when determining whether he suffers an XP penalty for multiclassing. Psionic powers are as endemic to Vaniar life as eating, breathing, and drinking.
- Restricted Classes: A Vaniar who takes a level in either sorcerer or wizard suffers a -20% XP penalty ever after as if she were a multiclass character with uneven levels (see *Player's Handbook* Chapter 3, "Experience for Multiclass Characters"). If she actually is a multiclass character with uneven levels in non-favored classes, the resulting penalties stack with that above.

Using the Vaniar in Your Game

The Vaniar represent an excellent method by which psionics can be introduced into a campaign world. Isolated from the rest of the world, they simply wait for their first contact with other civilizations and thereafter spread their talents to other races. If psionics is an established part of your world, perhaps the Vaniar have already made contact with other races. However, even in this case their natural aptitude for psionics makes them stand out from other races.

The Vaniar Cometh: After years of isolation and meager subsistence, the Vaniar decide to mount an expedition to the "outer world." Although they believe the world to have become a dead place, their slowly growing population has finally reached the point where they need more living space. Vaniar encounters with foreigners could take several paths. Should they encounter explorers or good adventurers, for instance, they might be able to establish a dialogue and enter the world peacefully. If they first meet a band of warlike barbarians raised on tales of the Vaniar as demonic child-eaters, then the first encounter is more likely to end in blood and ruin. In either case, the Vaniar are likely to sweep south, eager to abandon their frigid wastes for life in what they come to realize are considerably more comfortable temperate regions. Conflict is inevitable as the Vaniar collide with peoples who will not be eager to cede their





lands to newcomers. Perhaps the Vaniar engage in a war of conquest, or maybe a Vaniar diaspora sends them in clans or even smaller groups across the globe, purchasing passage on ships bound for the balmy south.

If you wish to use the Vaniar as a friendly NPC race, or even a PC race, they may experience intermittent quarrels with their neighbors, but the prospect of trade with a highly psionic race who can produce valuable crystal psionic objects and who have an insatiable appetite for other finished goods from the south (which may appear wondrous to the Vaniar), quickly overrides any other considerations. Farmers and hunters displaced by the Vaniar make their fortunes as interpreters and guides to merchants eager for profit. Many Vaniar voyage to the south, eager to explore the world and report back to their elders. If psionics is new to your campaign, perhaps some of these Vaniar explorers might create schools dedicated to teaching and spreading the psionic arts amongst the civilized lands.

If you want to use the Vaniar as a group of psionic villains, Athius can awaken from his slumber and order his servants on a crusade of conquest, eager to extract a terrible toll on those gods and races who, he feels, punished him and his people unjustly. In a world where psionic characters are alien and unknown, the Vaniar catch the civilized armies off guard and send them reeling from defeat to defeat. Even in a world where psionic powers are known, the ubiquitous nature of psionics in Vaniar society make them estimable foes. As well, some Vaniar may defect and teach their arts to the outside world in an effort to halt the bloody war, while others may simply desert to seek lives of adventure. Vaniar longships become a dreaded sight among coastal dwellers, and many kingdoms fall when key nobles are dominated and controlled by stealthy Vaniar telepaths. There's plenty of opportunity for adventure here as the characters strive to beat back the psychic storm, subverting the Vaniar influence in civilized lands and defeating their bizarre and terrifying powers.

Beyond the World's Edge: While exploring the ancient ruins of a long-forgotten temple, the characters stumble across a set of stone tablets. Once translated, the ancient texts describe the worship of a god named Athius and tell of how the gods banished him and his servants, the Vaniar, to the far north. Furthermore, the tablets give vague but decipherable directions to the area in which the Vaniar are said to have established themselves and also to a secret loca-

tion where many of the treasures and artifacts of Athius' church were hidden. If the characters venture northward in an effort to unearth the treasure trove, they encounter the Vaniar, who might want to destroy the infidels seeking to plunder Athius's treasures. Or, perhaps, they ignore the foreigners who seem so eager to waste their time recovering gold, silver, and other materials useless in making weapons or psionic items. In either case, the characters can get their first taste of psionics in this way and, if they are diplomatic, help bring psionic powers to the world at large.

This scenario also provides a good avenue for allowing characters to gain levels in psion or psychic warrior via Vaniar training. Perhaps the Vaniar have a troublesome enemy such as a white dragon (with power resistance) that needs defeating. In return, the Vaniar teach their new allies the secrets of the mind. The Vaniar are eager to explore the rest of the world, and a small delegation could join the characters for the trip south. The characters might quickly find themselves acting as advisors and shepherds to the Vaniar as they make their first tentative steps back into the world. Of course, not every Vaniar is eager to deal with outsiders, and a reactionary group may attempt to discredit or even assassinate the characters.

The Lost Child: Not every Vaniar is content to spend his or her days toiling away under the midnight sun. A small clan or group of adventurous Vaniar could head to the south, bringing along with them a few young Vaniar in the hope of establishing a new community. Unfortunately, tragedy befalls the expedition and all are lost save for a few children. Stumbling across a wandering hunter who takes them back to his village, the children are taken in and raised as human. A psionic PC, particularly in a world where psionics is unknown, could be one of these orphans cut off from Vaniar society but still bearing the psionic legacy of his ancestors. A major story arc for this character could arise from the quest to find his true legacy, perhaps launching an epic journey to the north. Otherwise, strange stories of the bizarre foundlings and their wondrous powers could attract sages, wizards, and adventurers from the world over. The PCs might have to liberate the children from a cruel master and bring them back home to ensure that they can live a life free of servitude and ruthless exploitation.

Southward Ho! Reversing the basic concept of the Vaniar as exotic strangers, perhaps the PCs start off as representatives of a Vaniar clan trying to eke out an existence





on the tundra. They decide to head south and explore civilization, or perhaps they must use their psionic talents to turn aside an invasion or a group of greedy southern explorers. To the Vaniar, arcane magic and many of the luxuries of the south are as wondrous (or perhaps taboo) as psionic powers are to outsiders. In such a “fish out of water” scenario, the players are forced to handle your campaign world in a novel way, as alien characters experiencing the outside world for the first time.

The Monolith of Maurimar

The hurricane hit the seaside town of Maurimar with a force never before experienced in the town’s recorded history. Once the cleanup work began and the town’s fishing fleet returned to sea, there came a discovery that drove out all thoughts of the storm. Two miles south of Maurimar, along a pleasant stretch of beach often visited by locals collecting crabs and shellfish, lay a fifteen-foot-tall stone monolith inscribed with bizarre, indecipherable runes. After consulting with Eurias (a wizard and the most knowledgeable sage in the area) and the local constable, Her Worship Thellia, the mayor, ordered a team of horses to drag the monolith to Maurimar’s town square and set it upright. Thellia hoped that the monolith would attract curious nobles, sages, wizards, and other tourists and thus help fill Maurimar’s coffers. She even ordered that the town’s traditional fall festival be delayed a week in order to allow time for news of the monolith’s discovery to spread across the land and draw visitors to the town.

In the meantime, Eurias set about the task of deciphering the runes. His initial work uncovered some tantalizing glimpses into the true nature of the monolith. He correctly identified a specific portion of text as a ritualized statement of the monolith’s purpose; according to his rough translation, the artifact was constructed to hold the accumulated knowledge and lore of the great, unnamed race that originally created the monolith. Intrigued and excited, Eurias set about the arduous task of translating the remainder of the text. He carefully transcribed his findings into a set of scrolls. At the end of each day, he gave his originals to a scribe who copied that day’s work, returned the originals to Eurias, and sent the copies via courier to a few of Eurias’s closest friends and trusted colleagues. However, after two weeks of such work, Eurias suddenly disappeared: he was spotted riding out of the city just before dawn and has not been seen since.

Somewhat alarmed by Eurias’s flight, Thellia nonetheless pressed on with her preparations and, taking care to downplay Eurias’s actions as those of an eccentric and unpredictable wizard, offered other sages access to the monolith at the cost of a rather expensive research license. Motivated by the prospect of uncovering some bit of forgotten lore, several wizards, Eurias’s closest colleagues among them, have made their way to Maurimar in order to seize the opportunity offered by the town’s mayor.

The monolith is a dangerous and potentially devastating magical item. Crafted on the Elemental Plane of Thought by the lyphillians (see Chapter 6: New Monsters herein), a race composed of pure mental energy, the monolith is actually the physical coalescence of a complex energy structure that holds within it the collected personae of a major lyphillian empire. Facing destruction at the hands of a terrible psychic plague on their home plane, the lyphillians bound themselves, young and old, rich and poor, saintly and malevolent, into a single seamless structure. The energies involved in the matrix’s creation – which began countless eons ago by human standards – cast the structure into the Astral Plane and then almost immediately from there into the Elemental Plane of Water. There it caused another minor planar disturbance, reflected in this world by the recent storm around Maurimar, which cast the matrix into the Material Plane, where it took on its current physical form.

Anyone who translates and reads large sections of the monolith’s text invokes the matrix, opening a psychic connection between the reader’s mind and the monolith that, incidentally, can allow a lyphillian to escape and dominate the reader’s mind. Eurias was overwhelmed by the spirit of a tyrannical lyphillian warlord called Senuwit. Disoriented by the utterly alien environment in which he found himself, the villain chose to flee town in search of an isolated spot. There he could ransack Eurias’s memories uninterrupted, in order to gain his bearings and formulate a plot to restore his former glory and, if possible, establish a tyrannical rule on this plane.

The lyphillians, composed of pure thought energy, are highly skilled psionic beings. Not only can they assert total control of a host body, access to its memories, and complete mastery of its skills, but they also retain their own psionic abilities while doing so. Not all lyphillians are motivated by evil, but, unfortunately, those few who are eager to escape





the monolith are so motivated. Many of Senuwit's followers have dominated Eurias's former adventuring companions, to whom Senuwit/Eurias has sent missives urging them to come to Maurimar to help avert the threat posed by the monolith. Of course, in these letters Senuwit was careful to ask Eurias's friends to read particular parts of the monolith's text, claiming that such actions would diffuse its power; in fact, it allowed Senuwit's trusted lieutenants to escape the monolith and gain physical bodies of their own. These events have gone largely unnoticed by the local townsfolk, while Senuwit and his cadre of followers work to gather a small horde of humanoids with the aim of conquering Maurimar and reestablishing an empire.

However, all is not lost. Several powerful and benevolent lyphillians, alerted to the escape of their evil brethren, have decided that they must take action to avert disaster. Altering the matrix slightly through a concerted effort so that they could reach out from the monolith, they have attracted and taken control of a few animals including a dog, a large seagull, and a scraggly old alley cat in order to reconnoiter the area and oppose Senuwit. They also managed to alter the monolith so that its writings have changed subtly, warning away readers to prevent any more hostile possessions. Unfortunately, many of the sages who might study the monolith and note such changes have already been possessed. The beneficent lyphillians have observed the nearby humans and their activities, but are loath to possess sentient creatures; however, they may soon be forced to do so in order to alert the town and to defeat Senuwit and his minions.

Meanwhile, Maurimar's annual autumn festival attracts merchants and spectators from across the region. The monolith has become a favored stopping point for many travelers, and a small cottage industry has sprung up around it. Tours of the spot where it was discovered and lectures on its alleged properties (often delivered by imaginative, entertaining bards who actually have no real knowledge of the artifact) are a common entertainment for visitors.

The Monolith

This fifteen-foot-tall, square plinth is apparently carved from an unrecognizable, smooth, bluish-gray stone. Each of the monolith's five-foot-wide faces is covered with an elaborately formed, runic alien script. Translating these bizarre runes requires either a successful **Decipher Script check**

(**DC 30**) or a method such as *comprehend languages*. When translated, the runes tell of an otherworldly civilization, that of the lyphillians. They describe an influx of tainted energy from the Negative Material Plane that seeped into the Elemental Plane of Thought and spread like a horrid disease, sapping the life from lyphillians and any other entities who came into contact with it. Facing utter annihilation, the lyphillians created a massive energy matrix, actually a demiplane created by *genesis*, that could contain the essence of the uninfected lyphillians. When the matrix was complete, the concentration of magical and psychic energies it held caused a tear in local planar bindings that sent the matrix tumbling through the Astral Plane and then into the Elemental Plane of Water. The lyphillians within the matrix continued their lives much as before, though now in mourning and largely oblivious to the worlds around the matrix. A short time later, the matrix caused another planar disturbance, this time casting it into the Material Plane, where it stabilized and took on its current incarnation as the monolith of Maurimar.

The vast majority of the lyphillians are happy to continue their safe if somewhat limited existence. As creatures of pure thought, they are content within the landscape of the matrix, which is a smaller, self-contained version of their old home on the Elemental Plane of Thought. However, the monolith, as the physical object in which the lyphillians reside, also allows any of its inhabitants the means of egress: it has effectively become the anchor of the roughly 10,000 lyphillians that currently dwell within the monolith, though only a tiny minority of them – namely Senuwit and his evil lieutenants – have any desire to leave the monolith. Thus, any creature touching the monolith is vulnerable to a *mind switch* attempt by any one of its occupants. Further, the monolith functions as the anchor for any lyphillian who escapes its confines (see Special Attacks: Improved Mind Switch in “Creating a Lyphillian,” above).

Senuwit, Lyphillians, Maurimar, and Your Campaign

The monolith can serve as an excellent vehicle for introducing psionics into your world. Even if psionics is already an established part of your game world, the monolith can serve as an intriguing puzzle for your players. Not only do Senuwit and his minions make excellent villains, but they can take an established NPC nemesis and, by possessing him, give him a whole set of new powers to confound, con-





fuse, and otherwise challenge your players (and note that Senuwit or one of his lieutenants will thus have access to all of his host's knowledge concerning the PCs). You should judge early on how important a role Senuwit will play in your campaign. If he's merely a minor villain, then allow the characters to defeat him over the course of an adventure or two. It's also possible to relegate Senuwit to the background, allowing NPC adventurers to deal with him off-screen while the PCs struggle with the legacy of the monolith and the prospects for good and ill it offers.

Senuwit's Crusade: Senuwit has an insatiable appetite for conquest and power. Normally among the lyphillians such concepts are virtually unknown. However, the tainted energy that necessitated the lyphillians' flight from their home plane partially corrupted Senuwit and his followers, turning them to the path of evil. In many ways, Senuwit does not understand his evil compulsions and has no method by which he can act them out while inside the monolith. Once he makes his way into the world he quickly develops a twisted thrill at destruction, conquest, and victory. Senuwit is a cunning foe who makes up for his ignorance of the world with his intelligence and raw psionic power.

Senuwit's first order of business is to round up a band of followers. Ransacking Eurias's memories, he seeks out orcs, goblins, and kobolds (or perhaps more powerful creatures), easily cowed by his powers, and brings them under his ruthless command. Depending on their levels, your PCs may face anything from a 20th-level (or higher) psion/wizard who commands a horde of giants, demons, and worse creatures, some themselves possessed by Senuwit's lyphillian followers; or, they may face a simple hedge wizard with a few psion levels who has few if any allies. He and his lieutenants can make appropriately tough opponents for PCs of any level because you can easily apply the lyphillian template, using lyphillians of any level, to any creature – from simple commoners to powerful monsters or villains whom the players think they already understand and can easily defeat.

The Monolith and Psionics as a New Phenomenon: In a world devoid of psionics, the monolith becomes an important center for learning. The lyphillians within it slowly become curious about the physical world beyond their own and begin to communicate by shifting the runes that adorn the monolith. Perhaps they temporarily possess animals and even intelligent humanoids, should any volun-

teer to "lodge" a lyphillian elder. The lyphillians, eager to ensure the security of their home through allies on the Material Plane, could train students in the art of psionics and the craft of producing psionic items such as dorjes and power capacitors. If the PCs played an active role in dealing with Senuwit, then most likely they are given the option to learn from the lyphillians and/or to assume important posts in guarding and maintaining the monolith.

Once word of its inhabitants and their powers reaches across the land, many greedy, power-hungry individuals and groups may plot to seize or destroy the monolith in order to deny their enemies access to psionics or to secure those powers for themselves. The balance of power in the entire region could be quickly destabilized as neighboring realms, alarmed by the rise of this strange new power, threaten to invade if the secrets of psionics are not shared across national boundaries. Stuck in the middle of all this, the characters find themselves mired in a complicated mix of politics and greed, allied with an innocent and peaceful civilization that might not realize the problems it has caused for its adopted protectors and their homeland.

The Beachhead: Generally this section has described the lyphillians as a peaceful race, but this doesn't have to be the case. If they are in fact warlike or inherently evil, Senuwit could still be a hotheaded conqueror, but he may be an outcast only because he's far too hasty in enacting his plans of conquest or because he is too independent for the liking of his sinister overlords. These lyphillians, convinced that a return to the Elemental Plane of Thought is impossible, may seek to make the best of a bad situation. In fact, they might even flee the monolith en masse, seizing control of humans, animals, and any other acceptable hosts in the area, to build a new home for themselves in the region around the monolith. Worse still, children born to lyphillian hosts may themselves retain the lyphillian talent for psionics while losing their connection to the monolith-anchor. The PCs have to slip into Maurimar and destroy the monolith in order to destroy the lyphillian menace, possibly journeying across miles of occupied territory before reaching their goal.

Olvic's Gang

The kingdom's forests have long been known havens for outlaws, bandits, fringe cultists, and worse. Lately, however, tales of a disturbing new menace have arisen. According





to several reports, a group of children posing as wayward orphans desperate for shelter approach a caravan or group of travelers begging for aid. Once the caravan lowers its guard and takes the children in, the little ones wait for a day or two before springing a surprise assault on the guards, killing them and everyone else they find with the caravan, and hauling whatever valuables they can find back into the forest. Most experienced merchants laugh at such stories. After all, how could a band of mere children bring down an entire caravan's heavily armed guards? Tragically, the story is all too true.

Twelve years ago, the witch Alysis Perchavio began a series of experiments with the goal of untapping the powers of her mind. Alysis theorized that, in addition to arcane and divine magical energies, a third and as yet unidentified source of energy existed whose effects could rival those of the most skilled archmage or devout cleric. Alysis dubbed this energy "psionic power" and set about researching the feasibility of discovering and harnessing it. As her research progressed, she came to the conclusion that she needed live human subjects to undergo her potentially dangerous experiments and prove her theories sound before she would risk her own mind. Furthermore, she felt that young subjects, whose minds had not yet been clouded with preconceptions of reality and magic, would serve as ideal specimens.

Tapping into her contacts in the criminal underworld, Alysis arranged at quite a hefty price for the kidnapping of four well-bred infants. She whisked the children away to her hidden forest laboratory and set to work on bringing forth their latent psychic talents. With the help of a few summoned demons, she raised the children while continuing her research. Using a specially fabricated diet of potions and herbs, combined with a special regimen of mental exercises and magical rituals, she manipulated the children into a basic mastery of the psionic arts. By age six, they had each exhibited several talents and other minor powers. At ten, they could batter summoned test creatures to a pulp with sheer telekinetic force or sprout claws that tore strength from their victims while replenishing their own. Their mistress was quite pleased with her subjects, but she was not satisfied with her own progress.

Alysis watched her young wards carefully and slowly began to prepare her own route to psionic mastery. She planned to murder the children and use their bodies to con-

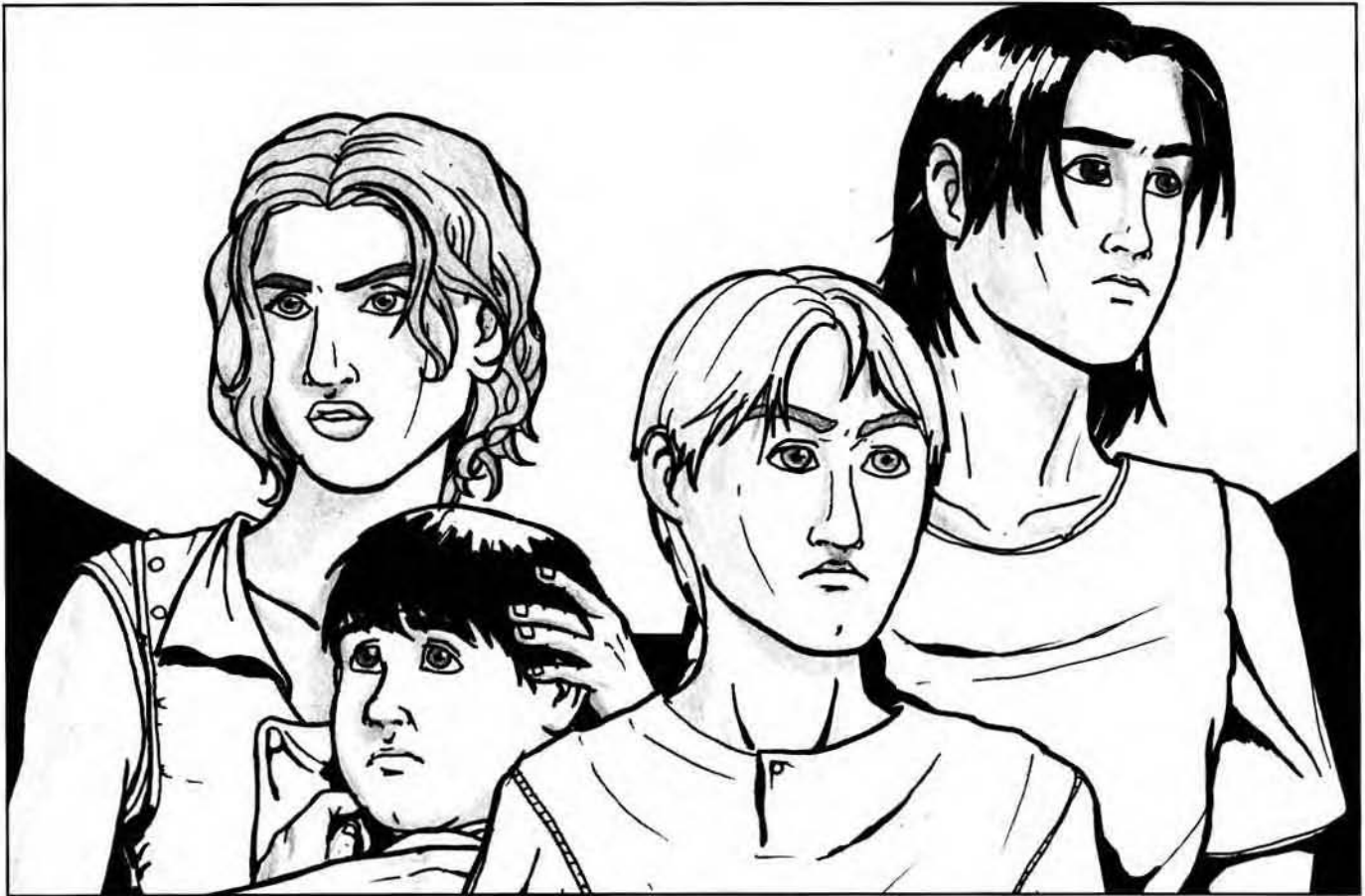
coct a brew that would allow her to secure their powers, thus providing a shortcut along her own path to mental mastery. Unfortunately for Alysis, she never realized that the children had long ago learned of her plans. The smallest of them, a quiet, scrawny telepath named Olvic, took careful pains never to reveal his talent for prying open others' minds and learning the secrets he found within. Alysis had always considered him her most hopeless subject, while in fact he had raced ahead of the others in his psionic development. She was thus a cruel mistress, tormenting him mercilessly and often terrorizing him and the others with her demonic allies or her own considerable magical abilities. Olvic knew that his time was limited, but was wise enough to know that once Alysis was gone he and the others would need their talents to survive. Thus, he chose to wait, allowing his own and the others' abilities to bloom – they would strike only once the time was right.

After twelve years of work, Alysis finally succeeded in awakening her own psionic potential. Uncharacteristically joyous at her success, she gave the children a double ration of food and made ready to put her terrible plan into action the very next day. The sun soon rose to herald the day of Alysis's greatest triumph, and the aging crone awoke to find her six subjects waiting for her in their cage. As she stood before them, torn over which to drag away first to her workshop, her self-satisfied smirk gave way to a look of horror as she felt the concussive blast of the first *mind thrusts* hammer away at her intellect. Alysis was unaware that, with her own psionic powers finally developed, she would be more vulnerable to the children's mental assaults. Almost immediately, her mind blasted to a fragment of its former substance, she could neither call on her simplest cantrip nor remember the command words for any of her magical items. She was unconscious when the children easily escaped from their cage and carried her comatose form to her workshop.

The children waited a day before exacting their vengeance. They wanted Alysis awake and at least partially aware throughout the exotic tortures they had formulated for their captor over so many tearful, terrified nights.

Free of Alysis's reign of terror, Olvic and the rest of the children now prey on any adults who wander near their home for food, tools, and other necessities. Having grown up in complete isolation from the rest of the world, the children are convinced that all adult humans are of a race





separate from themselves and that all are essentially evil, cruel creatures. Thus far, they've avoided caravans that include nonhumans. Gnomes and halflings fascinate the children. They believe such strange looking creatures may be their own long-lost kin and have considered making plans to meet and talk to one. Above all else, the threat of capture terrifies the children. The thought of returning to a cage and enduring more days and nights of servitude chills them to the bone.

The Gang

Olvic: A slight, sandy-haired boy, Olvic carries himself with the intense, serious manner of someone who has seen far too much at such a young age. A survivor at his core, he can rather chillingly discount the lives and health of outsiders in formulating a plan to preserve his own life and those of the other children. Olvic would quite literally rather die than return to a life in chains. Naturally secretive, he is a true enigma: even the other children still do not understand the nature of his telepathic abilities. However, he would willingly lay down his life to preserve any of theirs.

Alicia: A vibrant, active young girl, Alicia's curly brown hair, gleaming hazel eyes, and ready smile mask a rather scared, lonely child. A shaper and the brightest of the children, Alicia still carries a few vague memories of her parents and, somewhere deep down inside, holds a basic belief that not all humans are as cruel as Alysis. She dislikes the caravan raids and often refuses to take part in them. While Olvis is the group's leader, Alicia dictates most of the group's day-to-day activities, such as gathering food or taking care of Alysis's cottage, which they have claimed as their own. Her astral construct appears as a rotund stuffed bear. She often manifests it to entertain or comfort the others.

Desmond: Tall and wiry, Desmond is a natural athlete with long, dark hair. Desmond's primary discipline is psychoporation. While deeply traumatized by his treatment at Alysis's hands, he learned to cope with life by treating everything as a game. He makes jokes (usually very disturbing ones) even amid the most dire circumstances and often views the caravan raids and other unpleasant parts of life simply as tests of his own abilities. Desmond, like Olvic, can be startlingly cold-blooded.





Kerwik: The egoist of the bunch, Kerwik's short, squat frame is covered with layers of baby fat. Alysis always took care to feed him several times a day to ensure that his particular psionic talent flourished properly. Unfortunately, Kerwik is the dimmest of the children by several lengths. Of all the children, Alysis tormented him the least because he showed the most promise in his early development and, in any case, seemed barely responsive to such bullying. Kerwik often doesn't fully understand what's going on around him. He knows on a basic level that he should do what Olvic tells him, but he still sometimes asks fearfully where Alysis has gone off to. He often throws temper tantrums when he doesn't get his way. Alicia feels it is her responsibility to keep Kerwik pacified and usually manifests her astral construct to entertain and quiet him.

Using Olvic's Gang in Your Campaign

Olvic and his followers present an unsettling problem to any band of adventurers. While they regularly engage in what can only be described as blatantly evil, inhuman acts, their background and life experiences have twisted them beyond any normal sense of morality and decorum. The children know nothing of the outside world. As far as they can see, the entire world consists of only their forest, the creatures who dwell within it, and the cruel, terrible adults from "the outside" who sometimes journey along the forest paths. Charity and kindness from adults are completely alien concepts to them; the children, possessing only a basic understanding of Common (Alysis invariably spoke in the Abyssal tongue), assume that all adults, no matter how kind they may seem, seek only to kidnap and abuse them. While travelers' stories tell of the children actively begging for aid, past victims have actually been forced to assume that the rather uncommunicative and seemingly frightened children must need help. Ironically (and sadly), they have always taken the children in with quite altruistic intentions.

Creating statistics for Olvic and his followers is largely a matter of deciding how you want to use them in your game. If you want to emphasize roleplaying the moral conundrum of dealing with them, make them several levels lower than your player characters. If you want to make them a threat but not an overwhelming one, they should each be a level or two below the average party level. Making them more powerful than the characters forces the PCs to deal with them through negotiation and other non-confrontational strategies, though an uneasy party may want to call in the

local soldiery to put down by force the menace posed by the children.

Obviously, fantasy RPGs should not be about beating up little kids, even if those kids are powerful psionic characters. Olvic's gang is meant to pose a problem that swords and spells should not overcome. Use them only if you feel that your players are up to the roleplaying challenge. If they aren't, you might try converting the children into a set of special psionic golems that, while not yet fully mentally developed, have escaped from their creator and pose a grave threat to the surrounding countryside.

Monks of the Invisible Fist

Atop a windswept mountain plateau, there stands a monastery dedicated to a highly secretive order of warrior monks. These unique ascetics study not only the secrets of the body but also the mysteries of the mind, seeking to transcend the traditional dualism and unify the two into a single, unstoppable fighting machine. They augment their remarkable physical prowess with mental energy, combining the art of psionics with their own simple and severe brand of martial arts.

Contrary to what stereotypes might suggest, the monks of the Invisible Fist believe that life should be led to its fullest. They freely engage in drinking contests, wrestling, and other forms of visceral entertainment. They also tend to belie the appearance typical of a monk, with their burly physiques, unkempt beards, and often loud, extrovert personalities. The monks of the Invisible Fist believe that the key to self-mastery lies not solely within, but also in thrusting oneself out into dangerous, difficult, and unpredictable situations. Thus, they might be said to seek order by knowing chaos: though as devoutly lawful as any of their cloistered brethren, they feel that their arts are an active, living body of knowledge that will wither and die if they are kept locked up in a monastery, far from the invigorating and challenging obstacles of the real world.

A council of five elders directs the Invisible Fist. Each elder presides over a particular segment of the monastery's operations. Aspiring elders earn their right to move into those positions, once they have been vacated, through a set of contests devised by the current group of ruling elders. Up to five candidates chosen by the council compete in a variety of tasks, from footraces, wrestling, and archery contests





to tests designed to push the contestants' mental fortitude to its limits. At any given time, as many as fifty monks live and train at the monastery. The rest of the order, about one hundred additional monks, wander the land, battling evil wherever they meet it and honing their abilities. When wandering they are often mistaken for wild barbarians or earthy peasants, with their burly shapes, crude clothes, and easy-going, sometimes hedonistic ways.

Monks of the Invisible Fist: The Pseudo-Class

While the monk and psychic warrior character classes cover most of the particular abilities of the Invisible Fists, neither exactly match the background of this group. Instead, presented here is a new d20 System concept: the pseudo-class. Designing a pseudo-class allows one to make minor modifications to an existing class or classes, or to create anew or modify abilities gained from multiclassing under certain GM-sanctioned, campaign-specific events.

Members of the Monks of the Invisible Fist pseudo-class use a slightly modified version of the monk class. They lose the monk class skills of Diplomacy, Knowledge (arcana), Move Silently, and Perform. In exchange, they gain the psionic skills Autohypnosis, Knowledge (psionics), Psicraft, and Stabilize Self as class skills. Furthermore, Monks of the Invisible Fist may freely gain levels in the psychic warrior class – and only that class – without losing the option of gaining further levels in monk. A Monk of the Invisible Fist who gains a level in any class except monk or psychic warrior may no longer raise his level in monk.

Using the Invisible Fists in Your Campaign

If psionics is already common in your game world, the Invisible Fist may simply be one of many monastic orders that combines psionic and martial arts. Other orders may specialize in particular disciplines, such as an evil monastery that uses telepathy to dominate and control or a neutral order that spurns the material world in favor of exploring the inner secrets of the mind. A monastery does not necessarily have to produce monks. A group of inward-looking psions or psychic warriors could create a similar order that isolates itself from society in order to focus on fulfilling its members' psionic potential free from outside distractions.

If psionics is previously unknown in your game, the Invisible Fists may be extremely secretive. The untrained

eye may label their psionic abilities as simple manifestations of the monk's carefully developed ki abilities. The Invisible Fists scour the land not only to dispense justice but also to find and recruit those who have the potential to become the next generation of psionic masters.

Members of the Invisible Fist rarely act in concert and tend not to reveal themselves or their activities. One may appear a loud, hard-drinking lout when he's at the local pub, but he dares not speak a word of his mission to eliminate the tyrannical duke: one night, he's seen drinking himself under the table; the next, the duke is gone and the Fist is nowhere to be seen. More than likely, no one will ever suspect that the loud and plainly inebriated peasant had anything to do with the duke or that he was anything more than a common laborer.

Vinduil of the Unspoken Thought

The holy texts of Vinduil, the *Books of Thoughtful Revelation*, depict Vinduil as a robed, poorly detailed figure bathed in shadows. Similarly, the Hidden Lord's worshippers conduct their rites under a cloak of utmost secrecy. Few outside of the initiated know of this strange sect's holidays, precepts, or goals. To obscure matters further, Vinduil's followers long ago splintered into three distinct sects.

Vinduil's ontologism teaches that within each living creature there rests a tremendous potential for psionic achievement. According to the sect's creation story, at the dawn of time the gods gathered, each to pledge one gift to all thinking species. Among the other gifts proffered, Wisdom granted her blessing of forethought, War taught the secret of steel, and Death offered up mortality. Finally, when all the other gods had taken their turn, there appeared amongst them a shadowy, cloaked figure: Vinduil, who had been quietly excluded from the proceedings because his plans were so murky and inscrutable that the gods themselves were unnerved by the thought of his presence. In a thin, barely audible hiss, he whispered that, though the other gods had not asked him to grant a gift, he had done so anyway. But Vinduil's gift was to remain a secret – like the gods' meeting – until the thinking races discovered it for themselves. Outraged at Vinduil's impertinence, the others demanded that he reveal his boon (or bane). Vinduil refused, and when the gods' protests grew violent he slipped away to his own hidden realm, far from the grasp of his fellow deities.





Vinduil granted the gift of psionics to the world. His purpose in doing so is a matter of debate that eventually drove his followers to splinter into their distinct sects. In practice, these groups operate more like separate cults than splinters of the same sect. Few openly worship Vinduil, and each of the three sects is small and secretive; even within a sect, there is much deviation in standard practice from one chapter to the next. Thus, individual groups of Vinduil's worshippers tend to take on a distinctive character. Most who join do so at the private invitation of a cleric or lay worshipper; prospective members are selected based on their interests, talents, and personality.

The three primary factions among Vinduil's worshippers are the idealists, the pacifists, and the elitists. Idealists believe that their lord wanted psionics to carry the thinking races to a new era of enlightenment. If everyone could master the secrets of the mind, there would be no need for war, famine, disease, or terror. As a power that resides in every person, psionics bridges the gap between rich and poor, strong and weak, old and young. The idealists strive to awaken psionic powers in all creatures. Like their deity, they work in secret, often posing as wisemen and seers who prescribe mental exercises designed to awaken psionic talents in the troubled souls who seek their advice. Idealists work together to oppose predatory psionic creatures as well as villains and tyrants of all stripes. They also support, often in secrecy, any other church or state that creates or sanctions a healthy, just, and safe environment in which the psionic arts are welcome.

The pacifists make no judgements regarding the role psionics should play in the world. They view psionic individuals as blessings granted by Vinduil and believe that these individuals should be carefully tended and nurtured. They see most material concerns as wasteful distractions that keep a psion from attaining perfection in his art. Pacifists become entangled in politics or in wars and other calamities only if they have no other option. Even then, they tend to side with the faction that promises them lasting peace and isolation, caring little for the fates of others. Pacifists tend to live alone or in small groups isolated from civilization.

The elitists believe that Vinduil grants his gift only to a select few who are destined to rule the world. They view psionic powers as the ultimate development of a living mind. Anyone who cannot manifest psionic abilities is fit

only for servitude. Elitists jealously guard their art and often actively seek to destroy psionic characters whom they cannot bend to their twisted ethos. They may kidnap youngsters who manifest psionic talents in order to indoctrinate them into their order as either psions or psychic warriors, creating unthinking foot soldiers for the elitist cause. Above all else, elitists scorn arcane magic and often go out of their way to discredit or destroy its practitioners.

While the three sects of Vinduil follow widely divergent paths, the hidden god grants spells, favors, and other boons to all of his clerics, regardless of their alignment. Each faction believes that it preaches the proper teachings of Vinduil and at times struggles against the other, supposedly heretical branches of the church. The few scholars who know of Vinduil believe that the god enjoys sowing such discord amongst his followers; there is no reason to think that a shadowy, unpredictable figure like Vinduil would deign to speak the truth even to his devout followers.

Vinduil

Vinduil (vin-*dew*-ul), god of psionics, unspoken secrets, lost knowledge, and forgotten lore, can best be described as chaotic neutral, for his actions and beliefs seem to shift radically between each of his holy texts, the five volumes of the *Books of Thoughtful Revelation*, and the next. His titles are the Hidden Lord, the Unspoken Thought, and Keeper of the Hidden Word. Clerics of Vinduil may have any alignment. Most of them have at least some degree of psionic ability, though some sects of Vinduil are completely unaware of their god's patronage of the psionic arts. His symbol is a stylized humanoid face with a third eye set in its forehead. His worshippers consist of psionic characters and beings of all alignments, sages who delve into esoteric matters, and those who seek forgotten treasures and knowledge. The domains he is associated with are Chaos, Knowledge, Psionics (new domain; see Chapter 3 herein), and Trickery. One who wishes to become a cleric of Vinduil with the Psionics domain must multiclass, first taking at least one level in either psion or psychic warrior; those of his clerics who do not choose the Psionics domain are not restricted in this way. Vinduil has no favored weapon.

Using Vinduil in Your Campaign

Given the wide range of beliefs that Vinduil's followers might embrace, there are few roles that his followers cannot





fill. The villainous elitists can provide a steady stream of psionic antagonists eager to dominate the world by whatever means possible. Pacifists make good NPC advisors, though their detachment can make them a poor choice as movers and shakers (i.e. PCs) in a game world. The idealists can serve as important helpers in the struggle against the elitists, particularly if the characters need psionic training or psychic aid to deal with the elitist threat.

In a game world where psionics is historically unknown, Vinduil's hidden followers keep their abilities largely to themselves. Given Vinduil's secretiveness and somewhat antagonistic relationship with the other gods, few historical or religious records speak of him or his followers. The characters may encounter his agents while searching for a long-lost treasure or other hidden object that may attract the followers of the Unspoken Word. As seekers for and keepers of hidden lore, Vinduil's followers might make excellent sources of information for treasure hunters and other adventurers. They may also be the only known psionic characters in the world.

If you want psionics to be an option available to all characters but need a method to introduce psionic powers to your world, perhaps a band of Vinduil idealists decides to openly recruit and train anyone who wishes to attempt to unlock his or her inner powers. This movement undoubtedly attracts the attention of the elitists, who quickly move to subvert the idealists' work in order to draw more recruits to their cause.

In a game where psionics is the norm, Vinduil's cult may be recognized but remain poorly understood. Psionic characters of all races and alignments may pay him homage, but none can be truly said to understand his purpose or his desires. In some regions where he is known, sages refer to him sarcastically as the Mirror God or the Lantern God, for his followers often simply reflect or project their own personal beliefs and agendas onto him. In a world where divine contact and miracles are not unheard of, a deity that does his utmost to ignore his followers may stand out as quite an aberration, drawing the interest of scholars and theologians and the distrust and superstition of many others.





CHAPTER 3: CLASSES

This chapter provides information on two new psionic prestige classes, optional specialists that may add flavor to your campaign. It also presents a new clerical domain appropriate to any god connected with psionics.

Psychic Thief

In a world where telekinesis and telepathy actually work, it's only a matter of time before an enterprising thief learns to use those powers in concert with his skills. The psychic thief uses powers of the mind to hide himself from view, to lift treasures from their resting place without placing himself in danger of any traps or pitfalls, or to convince watchful guards that he should have access to the king's treasury. He combines psychic ability with natural wit, adroitness, and stealth. The psychic thief delights in committing crimes that others would think impossible and in foiling traps and guardians designed to counter magic or that use magic to prevent intrusion.

Psychic thieves are a rare breed, a loose brotherhood of rogues who have tapped into the psionic arts. Finding a psychic thief is as difficult as trying to keep one from your treasure vaults, as few of these rogues operate within the strictures of the local thieves' guild. In order to protect the secrets of their skills, psychic thieves induct only those rare thieves who have proved both skillful and trustworthy – qualities that are, as a rule, mutually exclusive. Psychic thieves use a secret language of signs and signals in order to communicate with each other, eventually gaining an innate ability to recognize and communicate with one another telepathically. Thus, any aspiring psychic thief must be skilled in the art of discreetly passing information.

One does not need to have any previous psionic power to become a psychic thief. However, he must be mentally tough and willing to endure lengthy instruction that wears

away at the student's will power and pushes him beyond the limits of mental endurance. Many aspirant psychic thieves never make it past this training and leave before realizing their psychic potential. In order to maintain their cover, psychic thieves often murder such dropouts, lest they reveal the secrets of psychic thievery to outsiders.

Hit Die: d6.

Requirements

To qualify to become a psychic thief, a character must fulfill all the following criteria.

Bluff: 6 ranks.

Innuendo: 6 ranks.

Feats: Iron Will.

Special: Must contact a psychic thief who is willing to induct you into this elite fraternity of psionic thieves and tutor you in its arts. Typically, a psychic thief candidate must steal an item worth at least 5,000 gp as a demonstration of his skill and zeal.

Class Skills

The psychic thief's class skills (and the key ability for each skill) are Appraise (Int), Autohypnosis (Wis), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha),

Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Psicraft (Int), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Psionic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the psychic thief prestige class.

Weapon and Armor Proficiency: Psychic thieves gain no proficiency in any weapon or armor.





Powers Discovered: Psychic thieves discover powers as shown on Table 3-1: The Psychic Thief. The powers are added to the character's previous total powers known. Similarly, psionic attack and defense modes are learned as shown on Table 3-1: The Psychic Thief (characters do not forget previously discovered attack and defense modes).

To manifest a power within a particular discipline, a psychic thief must have a key ability score of at least 10 + the power's level. (Psionic attack and defense modes are exempt from this restriction and do not possess levels.) The DC for saving throws to resist a psychic thief's powers is 1d20 + the power's level + the psychic thief's key ability modifier. Special rules govern the manifestation of 0-level powers and psionic combat modes.

0-level Powers: Also called talents, 0-level powers have a special power point cost. A psychic thief can manifest any talent he knows for free a number of times per day equal to his psychic thief level + 2. After exhausting his daily allotment, the psychic thief must pay 1 power point per manifestation of a talent for the rest of the day.

If the psychic thief already has psionic powers from another class, then his use of talents is determined as per that class, but his psychic thief levels do stack with his other psionic class levels to establish the number of free talents he is allowed per day.

Power Points: Psychic thieves gain power points per day as shown on Table 3-1: The Psychic Thief. These power points are added to the character's previous total. Psychic thieves do not gain bonus power points.

Conceal Thoughts: At 1st level, a psychic thief discovers the telepathic power *conceal thoughts* in addition to any other powers he knows.

Sneak Attack: If a psychic thief of 2nd level can catch an opponent when he is unable to defend himself effectively from his attack, he can strike a vital spot for extra damage. Basically, anytime the psychic thief's target would be denied his Dexterity bonus to AC (whether she actually has a Dexterity bonus or not), the psychic thief's attack deals +1d6 points of damage. This extra damage increases by +1d6 points every other level (+2d6 at 4th level, +3d6 at 6th level, and so on).

Should the psychic thief score a critical hit with a sneak attack, this extra damage is not multiplied. It takes precision and penetration to hit a vital spot, so ranged attacks can only count as sneak attacks if the target is 30 feet away or less.

With a sap or an unarmed strike, the psychic thief can make a sneak attack that deals subdual damage instead of normal damage. He cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty, because he must make optimal use of his weapon in order to execute the sneak attack.

A psychic thief can only sneak attack living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Additionally, any creature immune to critical hits is similarly immune to sneak attacks. Also, the psychic thief must be able to see the target well enough to pick out a vital spot and must be able to reach a vital spot. The psychic thief cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach.

If a psychic thief gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Thief's Link: At 3rd level, a psychic thief gains the extraordinary ability to recognize another psychic thief immediately upon sight, despite any disguise, magic, or other concealment. He also discovers the telepathic power *lesser mindlink*, but may only fully manifest this power to contact another psychic thief; if he attempts this power on any other creature, he pays the full power point cost for *lesser mindlink* but only manifests the *missive* power.

No psychic thief will ever willingly disclose another's identity, and psychic thieves, perhaps surprisingly, are always generally well-disposed toward one another (in game terms, a psychic thief gains a +4 bonus to all Charisma-based checks with regard to other psychic thieves).

Special Ability: On reaching 5th level and again at 8th, a psychic thief gets a special ability of his choice from among the following:

Defensive Roll: The psychic thief can roll with a potentially lethal blow or effect to take less damage from it. Once per day, when he would be reduced to 0 hit points or less





TABLE 3-1: THE PSYCHIC THIEF

Level	Attack	Fort	Ref	Will	Special
1	+0	+0	+2	+2	Two psionic combat modes, conceal thoughts
2	+1	+0	+3	+3	Sneak attack +1d6
3	+2	+1	+3	+3	Psionic combat mode, thief's link
4	+3	+1	+4	+4	Sneak attack +2d6
5	+3	+1	+4	+4	Psionic combat mode, special ability
6	+4	+2	+5	+5	Sneak attack +3d6
7	+5	+2	+5	+5	Psionic combat mode
8	+6	+2	+6	+6	Sneak attack +4d6, special ability
9	+6	+3	+6	+6	Psionic combat mode
10	+7	+3	+7	+7	Sneak attack +5d6

- Powers Discovered -						
Level	PP/Day	0	1	2	3	4
1	+2	2	-	-	-	-
2	+3	3	-	-	-	-
3	+4	3	1	-	-	-
4	+5	3	2	-	-	-
5	+8	3	3	1	-	-
6	+11	3	3	2	-	-
7	+16	3	3	2	1	-
8	+21	3	3	3	1	-
9	+26	3	3	3	2	-
10	+33	3	3	3	2	1

by any damage (from any physical source; i.e., a blow, spell, ability, or effect, but not, for example, from a *phantasmal killer* spell), the psychic thief can attempt to roll with the attack. He makes a Reflex saving throw (DC = damage dealt) and, if he's successful, he takes only half damage. He must be aware of the attack and able to react to it in order to execute his defensive roll – if he is denied his Dexterity bonus to AC, he can't roll.

Skill Mastery. The psychic thief selects a number of skills equal to 3 + his Intelligence modifier. When making the skill check with one of these skills, the psychic thief may take 10 even if stress and distractions would normally prevent him from doing so. He becomes so certain in his skill that he can use the skill reliably even under adverse conditions. The psychic thief may gain this special ability multiple times, selecting additional skills to apply each time.

Slippery Mind: This extraordinary ability represents the psychic thief's ability to wriggle free from magical or psionic effects that would otherwise control or compel him. If a psychic thief with slippery mind is affected by a mind-affecting or compulsion effect and fails his saving throw, one round later he can attempt his saving throw again with a +2 bonus. He gets only this extra chance one time.

Feat: A psychic thief may gain a feat in place of a special ability.

Psychic Thief Power List

Psychic thieves choose their powers from the following list:

- **0-level** – *burst, catfall, control shadow, daze, detect psionics, distract, elfsight, far hand, float, inkling, lesser natural*

armor, missive, telepathic projection, trinket.

- **1st level** – *charm person, compression, control light, create sound, disable, expanded vision, feather fall, feel light, feel sound, grease, identify, know location, skate, spider climb.*
- **2nd level** – *body equilibrium, brain lock, chameleon, clairaudience/clairvoyance, darkvision, detect thoughts, glide, invisibility, knock, levitate, psionic lock, suggestion.*
- **3rd level** – *charm monster, control sound, danger sense, dimension slide, displacement, fly, lesser domination, nondetection, poison sense, time hop.*
- **4th level** – *amplified invisibility, detect remote viewing, dimension door, divination, fate of one, freedom of movement, polymorph self, tailor memory, telekinesis.*

Psychic Thieves in Your Campaign

With their psionic powers, psychic thieves enjoy great advantages over their nonpsionic peers. In areas where psionic powers are an accepted part of life, psychic thieves may work as part of the thieves' guild and may even supplant that organization as the primary force in the criminal underworld. As psionics becomes a part of life, so too do psionic characters appear in criminal circles.

If psionic characters are rare in your campaign world, psychic thieves are the stuff of legend and whispered rumor. Few outside of their fraternity know the truth behind their network. To commoners and town guards, psychic thieves are mysterious, dangerous figures capable of inhuman feats. Rumors and fear help fuel this reputation, a state of affairs that psychic thieves are only too happy to use to their benefit.





Beastmaster

Among some uncivilized tribesmen there live powerful warriors who believe they draw on the power of totem animals to augment their strength and thus crush their enemies. Even among more civilized peoples, occasionally one is born who has more in common with beasts of the wild than with his own kin. These are the beastmasters, who draw upon their own inner strength and affinity for wild creatures, joining minds with their animal allies or shifting form to take on their allies' characteristics. Some beastmasters have only one totem animal, while others may have an affinity with several or even with all animals. Further, some beastmasters may show signs in their youth of a feral nature, while others may develop or find this calling only in later life. Regardless, beastmasters are often the elite of a tribe or clan, powerful warriors whose powers can spell the difference between victory and defeat.

Among tribal societies in particular, beastmasters who share a common totem animal will often join forces for mutual protection and training. These bands are often based around either a particular village or sacred site; they tend to take on a quasi-religious air and often include either a druid or a cleric who worships the totem spirit embraced by the beastmaster band. Others remain within their society, attacking life as they would an enemy – with wild, untamed abandon. Many beastmasters, regardless of their origin, prefer lives of solitude spent in communion with nature, and have no singular totem animal; these live as something nearer to animal than human.

Yet no matter what path he follows, a beastmaster will always champion the causes that he respects and heed the call to battle when it comes.

Hit Die: d8.

Requirements

To qualify to become a beastmaster, a character must fulfill all the following criteria.

Handle Animal: 8 ranks

Animal Empathy: 5 ranks.

Wilderness Lore: 8 ranks.

Feats: Improved Unarmed Strike, Power Attack.

Special: A character seeking to become a beastmaster must complete a mystical vision quest that helps him find the animal within. This journey consists of an extended ritual that requires many hours or even days of intense medi-

tation. Some receive a vision of a particular imperiled animal, and must then quest to find or save this animal; others simply experience mystical raptures and commune with nature. Regardless, only after completing this spiritual journey is one able to become a beastmaster.

Class Skills

The beastmaster's class skills (and the key ability for each) are Animal Empathy (Cha), Autohypnosis (Wis), Climb (Str), Concentration (Con), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (nature) (Int), Listen (Wis), Profession (Wis), Stabilize Self (Con), Swim (Str), and Wilderness Lore (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the beastmaster prestige class.

Weapon and Armor Proficiency: Beastmasters are proficient with all simple and martial weapons. They gain no armor or shield proficiencies.

Powers Discovered: Beastmasters discover psionic powers as shown on Table 3-2: The Beastmaster. The powers are chosen from the beastmaster power list (see below) and added to the character's previous powers known. Similarly, psionic attack and defense modes are learned as shown on Table 3-2: The Beastmaster (characters do not forget previously discovered attack and defense modes).

To manifest a power within a particular discipline, a beastmaster must have a key ability score of at least 10 + the power's level. (Psionic attack and defense modes are exempt from this restriction and do not possess levels.) The DC for saving throws to resist a beastmaster's powers is 1d20 + the power's level + the beastmaster's key ability modifier. Special rules govern the manifestation of 0-level powers and psionic combat modes.

0-level Powers: Also called talents, 0-level powers have a special power point cost. A beastmaster can manifest any talent he knows for free a number of times per day equal to his beastmaster level + 1. After exhausting his daily allotment, the beastmaster must pay 1 power point per manifestation of a talent for the rest of the day.

If the beastmaster already has psionic powers from another class, then his use of talents is determined as per that





class, but his beastmaster levels do stack with his other psionic class levels to establish the number of free talents he is allowed per day.

Power Points: Beastmasters gain power points per day as shown on Table 3-2: The Beastmaster. These power points are added to the character's previous total. Beastmasters do not gain bonus power points.

Animal Friend: The beastmaster discovers the power *animal friend*, which functions exactly as the druid spell *animal friendship*; this power has an olfactory display and is treated in all respects as a 1st-level telepathic power. (The term "beastmaster level" replaces the term "caster level" in the *animal friendship* spell description.)

Upon reaching 5th level, the beastmaster discovers the 3rd-level telepathic power *greater animal friend*, which operates in all respects as *animal friend* except that it enables the beastmaster to have animal friends whose Hit Dice total up to thrice his beastmaster level (rather than merely twice his level).

Beastlink: At 2nd level, the beastmaster discovers the power *lesser mindlink*, but he may only target animals, beasts, or magical beasts with this power (his target need not have an Intelligence of 6 or higher for this power to function).

At 8th level, the beastmaster discovers the power *mindlink*, but he may only target animals, beasts, or magical beasts with it (his targets need not have an Intelligence of 6 or higher for this power to function).

Beast Tongue: At 2nd level, the beastmaster gains the extraordinary ability to be understood by any animal when he speaks to it, and gains a **+2 insight bonus** to all **Animal Empathy** and **Handle Animal** checks.

Uncanny Dodge: Starting at 3rd level, the beastmaster gains the extraordinary ability to react to danger before his senses would normally allow. He thus retains his Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. (He still loses his Dexterity bonus to AC if immobilized.)

At 6th level, the beastmaster can no longer be flanked; he can react to opponents on opposite sides as easily as he can to a single attacker. This defense denies rogues or others with similar abilities to use flank attacks to sneak attack him. The exception to this defense is that a rogue or simi-

lar character at least four levels higher than the beastmaster can flank him (and thus sneak attack him).

At 9th level, the beastmaster gains an intuitive sense that alerts him to danger from traps, giving him a +1 bonus to Reflex saves made avoid traps and a +1 dodge bonus to AC against attacks by traps.

If a beastmaster gets the uncanny dodge ability from another class (such as from barbarian levels), the beastmaster class levels and the others stack for the purpose of determining uncanny dodge ability.

Beast Sense: At 4th level, the beastmaster discovers the power *sense link*, but may only manifest this power on an animal, beast, or magical beast.

Long Link: At 7th level, the beastmaster may manifest *sense link* and *lesser mindlink* from any range on animals he has already befriended using either his *animal friend* or *greater animal friend* powers (i.e., he may target such creatures at any distance). He must be on the same plane as his target, but need not know the creature's location.

Beast Lord: At 10th level, the beastmaster is a lord among beasts. No animal will ever attack a beast lord, even if it has been charmed or controlled and commanded to do so (and in many cases, such an animal will be allowed another saving throw against the controlling effect for being forced to do something alien to its nature). Beasts (as defined in the *MM*) wishing to attack the beastmaster must first make a successful **Will save** (DC 11 + the beastmaster's Charisma modifier) as if he were protected by a *sanctuary* spell, although such beasts need not make the save if they are charmed or controlled by another.

The beast lord gains a +6 insight bonus to all **Animal Empathy** or **Handle Animal** checks (this does not stack with the **+2 insight bonus** from the beast tongue ability), and may teach any kind of animal, beast, or even magical beast using his Handle Animal skill; further, when using his Handle Animal skill in this way, he may train magical beasts as if they were beasts, beasts as if they were wild animals, and wild animals as if they were domestic.

Beastmaster Power List

Beastmasters choose their powers from the following list:

- **0-level** – *burst, catfall, elfsight, know direction, lesser nat-*





TABLE 3-2: THE BEASTMASTER

Level	Attack	Fort	Ref	Will	Special
1	+0	+2	+0	+2	Psionic combat mode, animal friend
2	+1	+3	+0	+3	Beastlink, beast tongue
3	+2	+3	+1	+3	Uncanny dodge (Dex bonus to AC)
4	+3	+4	+1	+4	Psionic combat mode, beast sense
5	+3	+4	+1	+4	Greater animal friend
6	+4	+5	+2	+5	Uncanny dodge (can't be flanked)
7	+5	+5	+2	+5	Psionic combat mode, long link
8	+6	+6	+2	+6	Greater beastlink
9	+6	+6	+3	+6	Uncanny dodge (+1 against traps)
10	+7	+7	+3	+7	Psionic combat mode, beast lord

- Powers Discovered -

Level	PP/Day	0	1	2	3	4
1	+2	-	-	-	-	-
2	+3	1	-	-	-	-
3	+4	2	-	-	-	-
4	+5	2	1	-	-	-
5	+8	2	2	-	-	-
6	+11	2	2	1	-	-
7	+16	2	2	2	-	-
8	+21	2	2	2	1	-
9	+26	2	2	2	2	-
10	+33	2	2	2	2	1

ural armor, talons, telepathic projection, valor, verve.*

- **1st level** – astral construct I**, biofeedback, bite of the wolf, empathic transfer*, empathy*, expanded vision, hustle, know location, lesser body adjustment, vigor.
- **2nd level** – animal affinity, astral construct II**, aversion*, body adjustment, brain lock*, chameleon, claws of the bear, darkvision, see invisibility, sustenance, vigilance
- **3rd level** – astral construct III**, bite of the tiger, charm monster*, cone of sound, danger sense, improved biofeedback, lesser domination*, rejuvenation.
- **4th level** – astral construct IV**, domination*, polymorph self (animal or beast form only), psychofeedback, natural armor, steadfast perception.

* This power can be used to target only an animal, beast, or magical beast.

** The beastmaster's astral construct always appears as some animal.

Beastmasters in Your Campaign

An aura of awe and mystery surrounds beastmasters, whether in campaigns where psionic characters are common or where they are rare. Based on the beastmasters' abilities and the explanations and mythos that surround them, many observers will mistake the psionic powers of these warriors as either arcane or, more likely, divine abilities.

Among barbarians and druids, beastmasters hold a place of respect. They are elite warriors who stand tall in any struggle, whose "blessings" mark them as the chosen warriors of nature. To those in civilized lands, beastmasters personify the wild, unruly nature of life in savage lands. While a barbarian will stand out among civilized folk, a beastmaster is a wild animal walking loose through society. One on hand, he is out of his element and surrounded; on the other, he bears the promise of a fearsome strength held

barely in check. Beastmasters hold a unique position wherever they go, commanding both wonder and fear in many of those they meet.

New Cleric Domain: Psionics

Deities: Athius, Vinduil, any god connected with psionics.

Granted Power: You must already have at least one level in either the psion or the psychic warrior class to choose this domain. You lose the standard clerical ability of spontaneous casting. Instead, as a standard action you may mentally cannibalize a prepared clerical spell, including one gained through the Psionics domain (but no other), in order to gain a number of psionic power points equal to the sacrificed spell's level. If you sacrifice a 0-level spell (orison) in this way, you gain no power points but gain two free manifestations of 0-level powers (talents) you know instead. Bonus power points (or free talents) gained in this way last for one minute before they dissipate, and such power points may temporarily boost your current power point total beyond your usual maximum.

Psionics Domain Spells

1. Charm Person
2. Detect Thoughts
3. Suggestion
4. Charm Monster
5. Dominate Person
6. Mass Suggestion
7. Insanity
8. Mind Blank
9. Dominate Monster





CHAPTER 4: ORGANIZATIONS

This chapter provides information on designing and detailing organizations for your campaign. It also presents an example of such an organization, complete with stat block and a number of new magical items crafted by its members for use against psionic individuals.

Creating Organizations for Psionic characters

Whether you are building a young campaign that includes psionics or introducing psionics to an existing world, determining and detailing any organizations that serve psionic individuals will play an important part in developing that world. This section includes guidelines and rules for designing institutions that play a role in psionic affairs.

Any character, creature, or spell can be described in a standardized stat-block format that quickly and clearly defines many of its game mechanic values; so too can an organization or group be described. Statistics for a group are defined by numeric values as well as a range of terms, each of which has a specific game significance or represents a particular status or condition.

Name: The name of the organization. Many groups have more than one name, listed in this order: official name, an informal name used by members, and slang name(s) coined for the groups by non-members. The informal and slang names are labeled as such in the stat block.

Alignment (AL): The group's alignment reflects its aims and creed. Generally speaking, a group plans activities and sets its goals largely according to its alignment. Group alignments work exactly like personal alignments as described in the *Player's Handbook* (see Chapter 6, "The Nine Alignments").

Membership: The group's total number of rank and file members, officers, leaders, and other administrators. This number does not include allies, mercenaries, and others who may aid the organization but who are not full members.

Level: An organization's level reflects the general power level of its members. The level statistic denotes the average total character level for the organization as a whole.

Resources: The total gold piece value of the organization's real estate, supplies, magical items, and other assets. In addition, this entry may note the maximum value of any single magic item the group may have on hand.

Activity: This stat denotes how active the group is in its local area. Some groups, such as a band of scholarly researchers, may have little to do with the outside world, while a band of heroic knights may take an active role in defending an area, raising funds for the poor, and lending its voice to civic and political debates. Obviously, the group's alignment and goals dictate the actual nature of its actions. Activity is rated according to one of the five following labels:

Cloistered: The group has no contact with the outside world. Its individual members may take part in politics and business, but the group's goals do not compel it to actively seek out conflicts or contacts with others. A group of psions who meet to debate the nature of psionics or to compete in contests of psionic prowess, for instance, would be a cloistered group. The organization exists for its members' personal and social benefit, not to push any agenda or fulfill any specific goals. Outside of the group itself, the group has little meaning or effect.

Isolated: The group's goals and activities sometimes place it in touch with the outside world, but the group's goals are either so esoteric or specialized that it has little interest or desire to become involved in the day to day function of its locality. A band of psions who work together to produce and sell psionic items, for example, but who care more about profits than about dealing with the local government would be an isolated group.

Typical: The group deals with outsiders when it has to, but its goals may require it to lobby with local lawmakers, pay out bribes, or cultivate goodwill with the local citizenry. Part of the group's agenda may well involve carving out political and social power, though this is probably of tertiary importance. For instance, an academy dedicated to psionic training may need the support of the royal house to maintain its right to hold classes and rituals. In addition, it may work to recruit sages, wizards, and others to support or even help run the school.





Active: The group actively engages in political and social actions. A major part of its goals revolve around affecting social or political change. A band of psychic warriors that encourages its members to volunteer for the town guard, works to insert its devotees into positions of power in the military and paramilitary forces, and forms vigilante bands that actively hunt down criminals is an example of an active group. Such a group serves to coordinate the activities of its members, though it does not serve a specific agenda beyond, say, that of justice.

Aggressive: The group seeks unswervingly to change the social and political climate of the world around it. Generally, as a result, such groups are defined as much by the world around them as by their own ideologies. A hidden, evil cabal of psions that works to overthrow the local government and institute a dictatorship headed by the cabal's leader is a good example of an aggressive organization.

Influence: Influence measures the political and social power that the group wields. It can have three values: great, moderate, or humble.

Great: A group with great influence has allies in high places or else has extensive contacts amongst the commoners. A company of outlawed but popular psychic warriors (a la Robin Hood and his Merry Men) might be influential, for instance, while a group of wealthy psions who meet purely to socialize and gossip might be cloistered, while also wielding considerable influence with merchants and nobles.

Moderate: The group can call on a few members of the local government to help it out and is probably on friendly terms with a few craftsmen and merchants. A consortium that makes and sells psionic items might know a few craftsmen, perhaps the king's tax collectors, and a few guildmasters, but it doesn't wield much influence outside of trade and merchant circles.

Humble: The group has few friends outside of its immediate membership. While this may afford the group some influence in those specialized areas in which it is directly involved, when it needs skills to which it doesn't have direct access, the group is powerless. A small group of psionic researchers who rarely leave their tower would likely have little influence.

Fame: The fame rating measures whether knowledge of the group and its goals are common, and whether it is relatively easy to find information about the group. The fame entry includes a DC for Gather Information checks used to uncover information about the group, including its name, agenda, and so on. Of course, some groups put up a false front, particularly malevolent groups that hide behind charitable causes. In this case, such a group receives two fame ratings: the first refers to the group's common front, while the second applies to its ulterior agenda. Groups with two fame ratings generally have two stat blocks, one for its cover organization and one for its true nature.

Legal Status: Legal status describes how the local government or authorities treat a group. This attribute can have four different ratings: outlawed, suspected, tolerated, or sanctioned.

Outlawed: The government actively tries to hunt down outlawed groups and jails or kills its members when it discovers them. Outlawed groups must operate in secret lest they be destroyed. A band of heroic outlaws who struggle to overthrow a tyrannical duke and a diabolical cult of murderous psions who attempt to assassinate the king are examples of outlawed groups.

Suspected: The group may or may not operate openly, but for some reason the government seeks evidence of wrongdoing by the group and spends time and money looking for such evidence. A group of psions who use a shipping business as a front to smuggle contraband would be a suspected group if the town watch were keeping an eye on the psions in order to build evidence against them.

Tolerated: The group has no special status under the law and works under the same scrutiny as an average citizen or group. A band of psychic warriors who work as bodyguards and bounty hunters without openly engaging in illegal activity would be a tolerated group.

Sanctioned: The group operates with the official blessing of the local government and may exercise limited or extensive official duties, such as enforcing the law or acting as ambassadors of the king. An elite unit of psychic warriors who augment the capabilities of the town guard and deal with dangerous psionic criminals would be a sanctioned group.





In addition to the pieces of the stat block, five other optional values can help define the group, where applicable.

Goals lists the group's operating agenda and often includes a sort of mission statement or ideological credo for the organization.

Typical members provides a brief written description of the group's average member or sector of membership, including such details as profession and race.

Notable holdings lists any special artifacts, magical items, properties, buildings, or contracts held by the group.

Notable activities outlines any of the group's scheduled activities or important plans, whether short-term, occasional, or recurrent.

Leadership briefly describes those who direct the group and set its policies.

Thus, a psionic group stat block looks like this:

Band of the Opened Eye (*Informal:* the Third Eye; *Slang:* Swell Heads): AL LN; Membership 60; Level 3; Resources 150,000 gp (magic 30,000 gp); Isolated; Humble; Fame DC 20; Tolerated.

Goals: The Band of the Opened Eye serves as a forum for those interested in debate and instruction in the psionic arts.

Typical Members: Researchers, sages, and psions of any major race with an academic bent.

Notable Holdings: A small boarding house, Barringer's Inn, which the Band of the Opened Eye owns and uses as its primary source of income and as a meeting place. Psions are always welcome here and many stay at Barringer's when in the city.

Notable Activities: The Band of the Opened Eye actively solicits any adventurers who have encountered psionic monsters or phenomena to join the group's meetings and tell of what they saw.

Leadership: Kelvo Quickwit (LN male gnome Psi12) coordinates the Opened Eye meetings, collects membership dues, and oversees the management of Barringer's.

The Order of the Broken Staff

Psionics and magic often achieve similar ends via radically different methods. Similarly, each art's practitioners often compete for similar social and economic goals, goals that are all too often mutually exclusive. While psionic charac-

ters and arcane spellcasters can coexist peacefully, conflicts are liable to spring up wherever psionics and magic meet. The Order of the Broken Staff arose in response to such a struggle. Originally a band of wizards who had lost several friends and allies to predatory psions, the Order of the Broken Staff – so named as a warning to all spellcasters of the potential dangers posed by psions – now stretches across the land, particularly in regions where psionic powers are common.

The Order studies psionic phenomena and disseminates information on how to counter psionics using arcane methods. In addition, Order members have devised several magical items to shield nonpsionic characters from psionic aggressors. Unfortunately, while the Order has made con-





siderable strides in researching psionics, its members maintain a xenophobic, hostile attitude to all psionic individuals. Hatred, fear, and invective pollute the Order's research and teachings, and innocent rivalries between psionic characters and spellcasters are often thereby exacerbated. Most of the money and other resources raised by the order will go to funding smear campaigns against psionic individuals, and the Order is not above hiring specially-equipped assassins to eliminate powerful or influential opponents. Many otherwise reasonable spellcasters do business with the Order more out of a sense of self-preservation than any malice towards psions.

The Order of the Broken Staff does not maintain fortifications or any formal headquarters. It is, rather, a loose confederation of like-minded magi. The Order recruits members from local wizards' guilds and academies, usually dispatching its own agents, who sometimes hold respected positions within such organizations, to lecture on the dangers of psionics. The Order commonly expends a great deal of effort proselytizing and recruiting, relying on fear and prejudice to draw young wizards and sorcerers into its ranks. The Order always takes great care to ensure that its more pernicious operations, such as assassination attempts or other criminal activities, cannot be connected to its public front. Agents hired by the Order often do not know the true identity of their employer. Members make extensive use of illusions and other magic to mask their identities when working with mercenaries and other criminals. Often, if the Order has the resources available, it dispatches members to foreign cities to incite troubles there for local psions, recruit local wizards and sorcerers if possible, and then flee home to avoid any backlash from the law.

However, and perhaps fortunately, the Order's hierarchy is poorly defined and highly factional. Personal grudges and competing agendas often derail operations before they gain any momentum, heading off many of the Order's plans before they have a chance to achieve their desired intent. The Order's nominal leader, Torrek Vahn (LE male dwarf Wiz16), maintains a laboratory carved deep in an isolated mountain range. Paranoid to the core, he relies exclusively on magical means to communicate with his followers. Torrek believes that psions lurk behind every corner and within every shadow, ready to mercilessly ransack his mind the moment he lets his (considerable) guard down. His hatred for psions goes back to his childhood, when his clanhold was threatened by an ancient psionic drake. Facing

overwhelming odds, Torrek's clan hired a small band of mercenary specialists to supplement their martial resources – psions and psychic warriors who could overcome the wyrm's own powers.

When the wyrm struck, the dwarves and their hirelings fought hard, but the dragon proved too powerful. The dwarves barely escaped with their lives. However, the clan's troubles had only just begun. Unable to pay the mercenaries, the dwarves were forced into coal mining and other "undwarven" vocations. Meanwhile, the psionic mercenaries resolved to overthrow the dragon. Short of cash and all too aware of the hoard the dragon guarded, the mercenaries brought together a small army of psionic mercenaries. Striking in metaconcert before the dragon had fully healed, the mercenaries defeated it and seized the treasure. Torrek's clan was overjoyed to hear of this liberation, but when they returned there they found their ancient treasures had been looted by the mercenaries, who felt the dwarves had cheated them out of their original payment. Since that day, Torrek's clan has held a deep grudge against all psionic characters, a grudge that Torrek holds all too dear.

Five lieutenants serve directly beneath Torrek. Derillia Farstrider (LE female half-elf Rog2/Wiz14) coordinates the large-scale activities of the Order. She is the central administrator, collating reports from spies, issuing directives to local cells, and creating new strategies for the Order as a whole. Orphaned as a youngster, Derillia made a living by performing legerdemain in a city marketplace. After stealing an apprentice wizard's spellbook and a tome on magical theory, Derillia taught herself the basics of cantrips and other minor magics. Torrek took the young Derillia in as a willing apprentice after witnessing her act and learning how she had mastered her skills. She proved an eager and loyal student, and, along with her arcane schooling, Torrek has fed her a steady stream of anti-psionic propaganda. The one person Torrek can fully trust, Derillia often places his needs above her own.

Grauth the Relentless (NE male human Bbn7/Sor10) hails from the wilds of the north. A grim, humorless warrior, he hunts psions primarily to win the favors of Torrek. Ever hungry for power, he sees the Order as an excellent vehicle for expanding his influence and skill. His combination of magical talent and martial skill make him a deadly foe, and he often takes on solo missions to assassinate powerful psions. In addition, Grauth hires for and coordinates





any large military actions; on several occasions, the Order has banded together humanoid tribes and outlaw gangs to raid and destroy isolated monasteries and settlements that harbored psionic individuals.

Traggarth (LE male human Sor6) and Dumali (LE female human Sor2/Wiz5) serve as the primary recruiters for the Order, a brother and sister team. Both possess magnetic personalities and are well-versed in ways to introduce prospective members gradually to the Order's agenda. They initially focus on the theoretical side of the Order's research, carefully inserting a few vague comments about the dangers posed by psionic characters. If a contact proves amenable to their point of view, they quickly move on to more radical ideas and eventually advocate outright hatred of psions. Many of their recruits are young apprentices and others whose naiveté makes them likely candidates for indoctrination.

Raised in a large, wealthy family with a rich magical tradition, but born the two youngest among many talented siblings, Traggarth and Dumali are not likely to stake any claims to the family fortune. Thus, ambitious, yet lacking any concrete path to wealth and power, they took to adventuring together for a time. During their travels, the two met Derillia and saw in the Order of the Broken Staff their opportunity. They tend to view prospective members not only in terms of their utility to the Order, but always with an eye as well towards building a strong base of allies and supporters in the lower ranks of the Order. Traggarth and Dumali eagerly await the day when they can sweep to the head of the Order on a wave of popular support. Oddly enough, they view the Order's war on psionics with some ambivalence, accepting it more as a part of their path to personal power than a cause worth pursuing. The only cause Traggarth and Dumali really believe in is their own mutual prosperity.

Quillen of the Forge (LN male gnome Wiz17/Psi3) is the Order's primary creator of magical items specifically designed to deal with psionic threats. A doddering oldster, he genuinely has no knowledge of the Order's goals and activities. The psionic arts fascinate him, and for years he has delved into the interplay of magic and psionics, focussing primarily on crafting items that rely on magical power to alter or modify psionic effects. Quillen, while brilliant in magical theory, suffers from a profoundly naive view of life. He always thinks the best of those around him

and assumes that they share his inquisitive, benign view of the world. Currently, he toils in a workshop set up in Torrek's hidden lair. The dwarf allows him to come and go freely, though Quillen much prefers his work to the outside world and so spends his time willingly isolated from civilization.

A typical cell of the Order of the Broken Staff consists of a single, central leader called an overseer, who usually maintains communication with a higher-ranking contact in a neighboring city. Powerful spellcasters or those who operate in regions at the center of the Order's efforts often report directly to Derillia. Some cells, particularly those recruited in the past few years, report to Traggarth and Dumali, who in turn either issue their own orders or, if necessary, turn to Derillia for direction. A cell's head is usually a wizard or sorcerer of 5th to 8th level. More powerful spellcasters rarely see any appeal in becoming anyone's toady, though even an archmage might ally with the Order to deal with some perceived psionic threat.

From six to twelve recruits, called initiates, serve each overseer. Initiates handle many of the day-to-day activities of the Order. These activities involve spying on and looking for opportunities to harm or endanger psionic characters, and also rallying commoners and others against psions. Initiates represent a variety of skills. While the majority are low-level wizards or sorcerers, the Order needs a wide range of skills and does not necessarily require its members to have spellcasting capability: fighters, barbarians, and rangers provide muscle and often act as guards for missions. Some initiates actively recruit other warriors, brigands, and mercenaries for particularly ambitious operations. Several rogues and a few bards (and even a handful of monks) act as spies, while spreading the Order's ideology and recruiting other specialists to the cause. Few clerics and druids have any interest in the Order's aims, though occasionally evil or opportunistic cults facing a psionic threat may well work with the Order. Paladins, of course, have nothing to do with the Order knowingly, but on a few occasions paladins and other good-aligned crusaders have been tricked into unwittingly fulfilling its goals.

Typically, cells focus on turning popular opinion against those who use psionics. They spread rumors of horrid rituals or conspiracies involving psions and are quick to tie psionic characters to any sensational crimes or other calamities. Once they have sown their stories, they watch to see





who speaks out in support of psionic characters and subsequently target them with smear campaigns. If necessary, and if the cell feels it can get away with it, it may attempt to assassinate prominent psions and their supporters. The Order usually has little interest in politics directly, but if rulers or authorities strongly support psionic characters, a cell may ally with political radicals in an effort to overthrow the government. In addition to campaigning against psionic characters, the Order also works to raise money to fund larger operations. In fact, some cells may engage in anything to raise funds, from crafting and selling magical items to adventuring in search of lost treasures, or even, underhandedly, of course, to banditry and extortion.

Each cell depends on its covert nature in order to avoid detection. Members often meet in secret and arrive wearing hoods or other disguises. During these meetings, the initiates use aliases in order to avoid revealing their identities to one another, though often an overseer knows full well who the members of her cell are. However, for large-scale operations that require outside help, the Order takes care to arrange contact between the overseer in an area and outsiders via a third party, usually Derillia, allowing both sides to operate without knowledge of the other and minimizing damage should the operation fail.

Order of the Broken Staff: AL LE; Membership 400 (widespread); Level 5; Resources 900,000 gp (magic 90,000 gp); Aggressive; Great; Fame DC 14; Tolerated/suspected (by region).

Goals: The Order of the Broken Staff seeks to undermine the psionic arts and discredit or eliminate its practitioners.

Typical Members: Various (but with arcane spellcasters in leading roles).

Notable Holdings: Torrek Vahn's dwarven stronghold; many extensive properties in many cities.

Notable Activities: The Order studies psionic phenomena and disseminates information on how to counter psionics using arcane methods. Most of the money and other resources raised by the order will go to funding smear campaigns against psionic individuals, and the Order is not above hiring specially-equipped assassins to eliminate powerful or influential opponents.

Leadership: Torrek Vahn, male dwarf Wiz16 (putative leader) ; Derillia Farstrider, female half-elf Rog2/Wiz14 (Vahn's primary lieutenant); Grauth the Relentless, male human Bbn7/Sor10 (2nd lieutenant); Traggarth, male

human Sor6, and Dumali, female human Sor2/Wiz5 (brother and sister, chief recruiters); Quillen of the Forge, male gnome Wiz17/Psi3 (the Order's naïve artificer).

Using the Order of the Broken Staff

Obviously, the Order of the Broken Staff makes a good opponent for heroic psions. However, its members probably do not directly target low-level psionic characters. Instead, as psionic characters gain renown throughout the land and build their skills, the Order takes an interest in them. The first thrusts from the Order take the form of anti-psion assemblies, perhaps targeting a PC or his allies. Read the description of the Order's cells and their operations, then simply deploy such foes and tactics against the characters. Even nonpsionic characters may have to deal with a riot or other social unrest that the Order causes, while the characters' psionic allies and friends may be attacked directly. In general, though, the Order prefers to work through hirelings and thugs, rarely dispatching its own members to confront psionic characters. The characters may be victims of a conspiracy organized by the Order, yet they may not realize this for some time.

For example, the Order might hire a gang of bandits or even delinquents to ambush the characters, intimidate an innkeeper into refusing the PCs service and, finally, tip off the vengeful servants of a dark deity whose plans the characters had previously foiled. Taken individually, the players may not realize that these events are connected, but over time a pattern may take shape. Each defeated foe may carry some clue that careful players can piece together until they understand the true nature of their opposition. The biggest risk in such an arrangement is in maintaining compelling campaign goals while secretly developing this subplot: don't let your game become a simple series of random events – each should hide a clue to some greater evil or goal. And, of course, be sure that even if the players miss your clues they can still have a good time. This sort of plot is sometimes difficult to use, but if done well it can add a lot of drama and interest to your campaign.

Magical Items

As part of the Order's ongoing war against psionic characters, Torrek has commissioned Quillen to invent a number of magical items effective specifically against psionics and psionic characters.





Armor and Shield Descriptions

Psionic Leeching: This special armor ability acts as a special psionic resistor, trapping incoming psionic energy via a magical array that channels the energy harmlessly back into the environment. When a psionic character targets the armor's wearer with a power, she must pay twice the normal psionic power point cost to manifest that power in order to pierce the armor's buffering matrix. The psionic character becomes aware of the armor's nature as she begins to manifest the power, and has the option either to lose her action but cancel the power without paying any power points, or to pour the extra power points into her manifestation as a free action in order to have it take effect normally.

This armor is effective only against psionic powers that target the wearer: it does not hinder powers with an area of effect. A power which normally affects multiple targets and which targets the wearer still affects its other targets as normal, but is affected as above with regard to the armor wearer (the manifester has the option to pay the power point cost again to have the power affect the armor wearer as well). The wearer does not have the option to drop the armor's special ability in order to receive the benefits of "friendly" psionic powers. A psionic character who wears this armor must pay the extra power points in order to manifest a personal power or to target herself with a power.

Caster Level: 13th; *Prerequisites:* Craft Magic Arms and Armor, *shield, spell turning*; *Market Price:* +4 bonus.

Magic Weapon Descriptions

Psi-homing: These missile weapons are drawn to the unique aura of a psionic creature and deal a deadly flash of impure mental energy upon striking such a target. Against nonpsionic targets, these missiles function as nonmagical ammunition. Against psionic individuals, they are +3 to hit and deal +1d6 points of damage. In addition, a psionic individual hit by one of these missiles must make a successful Will save (DC 20) when struck, or else take 1d4 points of damage each time he manifests a power for the next 2d6 rounds.

Caster Level: 8th; *Prerequisites:* Craft Magic Arms and Armor, *detect magic, contagion, magic weapon*; *Market Price:* +3 bonus.

Ring Descriptions

Ring of Psi-Sense: This magical ring is made from the vertebra of a dead psion or psionic being. When its wearer approaches within 50 feet of a any creature capable of manifesting psionic powers, the ring vibrates on its wearer's finger. The stronger the ring's vibration, the closer the psion. The ring also tugs slightly to the left or right (though not strongly enough to hamper the wearer's actions in any way), indicating the approximate direction of the closest psionic individual within 50 feet.

Caster Level: 3rd; *Prerequisites:* Forge Ring, *detect magic, mage hand*; *Market Price:* 2,000 gp; *Weight:* —.

Wondrous Item Descriptions

Amulet of the Psionic Void: This golden amulet is set with a jet-black opal. If the amulet's wearer is targeted with a psionic power, that power's manifester must make a successful Will save (DC 15 + the wearer's Constitution modifier): if this save fails, the amulet wearer gains a +4 on any saving throws against the manifested power, and the manifester becomes unable to manifest that particular power again for 2d6 hours. The amulet functions three times per day. The wearer does not have the option to activate or deactivate the amulet; it simply affects the first three powers manifested against its wearer.

Caster Level: 9th; *Prerequisites:* Craft Wondrous Item, *dispel magic, magic jar*; *Market Price:* 9,000 gp; *Weight:* —.

Circlet of Psionic Defense: This piece of magical headgear offers continual magical protection in the form of a +1 to +5 resistance bonus to all saving throws made against psionic powers.

Caster Level: 5th; *Prerequisites:* Craft Wondrous Item, *resistance*, *caster level* must be at least three times the item's bonus; *Market Price:* 500 gp (+1); 2,000 gp (+2); 4,500 gp (+3); 8,000 gp (+4); or 12,500 gp (+5); *Weight:* —.





CHAPTER 5: PSIONICS IN ESTABLISHED CAMPAIGNS

This chapter details a method of incorporating psionics into an established game, including an optional rules system for allowing psionic powers to existing characters.

Spontaneous Psionics

After you have introduced a major system such as psionics to your campaign, some players may wish to modify their characters retroactively to take advantage of the interesting new options you've added. Such modifications can present a substantial hurdle in your game: if you don't allow them, players may feel shortchanged, never having had the option to take levels in psionic classes when they first created their characters. This section suggests some rules and background ideas that might reasonably allow an existing character to surrender levels in their current classes in return for psionic class levels.

Why Allow Players To Do This?

If you have a campaign originally created with psionics in mind, chances are that this option is not necessary or even suitable to your game, as your players have had the option to gain psionic abilities throughout the campaign. On the other hand, if you've decided to introduce psionics to a campaign that did not previously feature it, you may want to use this option to make psionic powers available to your players retroactively. After all, to get the most out of the psionics rules, it's best to have psionic PCs.

However, using optional new rules doesn't excuse any abuse of the existing rules and shouldn't allow players to modify their characters on a whim. Those metagamers who enjoy squeezing the most power out of their characters might otherwise have a field day: if you let this kind of thing get out of hand, then every new game supplement could bring a new wave of character revision and player demands. You should only use these rules if you absolutely want your players to have access to psionics so that you can expand the game in that direction. Finally, allowing players to restructure their characters, potentially from the ground up, represents a fundamental change in the tenor of your campaign, and it should be used only if the introduction of psionics heralds a similarly deep-rooted change in your world.

Mechanics

The mechanics behind developing psionic powers in existing characters is relatively simple. First, you may convert up to half of your total existing character levels into levels of one of the psionic classes. You may not eliminate all of the levels you've gained in any one class, though you may drop down to first level in any class, and you may not add levels in a psionic prestige class. For the purposes of all special abilities, spellcasting, saving throws, and other features associated with your dropped class, you function at your new, reduced level. You lose a number of hit points equal to the maximum possible hit points you could have gained from the levels you have converted, though your total hit points can never drop below 1 per level.

You may now claim a total number of levels in psion or psychic warrior equal to the levels you converted. Follow all standard rules for gaining levels to determine your new abilities and powers, with the following exceptions: (1) you automatically gain the maximum possible hit points in each of your new levels, but (1a) your maximum hit points after gaining these new levels may not exceed your maximum hit points previous to converting your old levels; (2) you do not exchange or lose any feats you already had, although if your new class levels give you additional or bonus feats you may select these as normal; and (3) you do not gain or lose any skill ranks.

For example, Armand is an 8th-level rogue with 36 hit points. His player decides that, since he has just purchased the *Psionics Handbook* but he does not want to start a new character from scratch, he wants Armand to become a psionic character. After consulting with his GM, who agrees to the change, and agreeing to write up some justification for Armand's sudden psionic awakening, the player begins to revise Armand. He decides that he wants Armand to retain only half of his rogue levels (the maximum possible reduction under this option), and that the rest will go into the psion class; he chooses the shaper subclass, since Armand has a good Intelligence score and the player is not interested in many of the powers from the psychoporation discipline.

First, the player takes note of the class abilities Armand will lose in dropping from 8th level down to 4th level in the rogue class. Next, he notes the saving throw bonuses for a 4th-level rogue, and then takes off four levels worth of max-





imum hit points: since Armand has a Constitution of 12, he will lose $4 \times (6+1) = 28$ of his 36 hit points. The player writes down 8 hit points for Armand's four rogue levels. Note that no character can have less than one hit point per level, so even if Armand had had a 16 Con, which would have meant a loss of all his hit points ($4 \times (6+3) = 36$), the minimum he could be reduced to is 4 hit points in this way. Armand loses no feats or skills for shedding levels in this way.

Next, he adds the full hit points for his four levels of psion: $4 \times (4+1) = 20$, so Armand now has 20 (psion) + 8 (rogue) = 28 hit points. Note that, since this is not higher than the 36 hit points Armand had before the change, it is acceptable; if the total had been more, Armand could not have kept any of the points beyond 36 (one can never increase his or her hit points by changing classes in this way).

The psion class gains no more feats than a rogue, so Armand will not gain any feats, and, again, no character gains or loses skill ranks when gaining psionic classes through the Spontaneous Psionics option, so Armand's skills stay just as they are. Finally, Armand gains all the powers and abilities of a 4th-level shaper, including BAB, saving throws, number of powers, power points (modified for high Intelligence), psionic combat modes, and psicrystal abilities. Once all the figures have been totaled and the final product has been approved by the GM, the new, spontaneously psionic Armand is ready for play – now a 4th-level rogue / 4th-level shaper.

Story Ideas

As has been emphasized above, allowing players to redesign their characters in the middle of a campaign is rather an extreme practice. However, if you are intrigued by the idea of running a campaign with a heavy focus on psionics, these rules may help save you the work of building a completely new campaign from the ground up. Below is a sample story idea that could help explain why previously nonpsionic characters might suddenly demonstrate psionic ability.

The Plague: A strange disease sweeps the land, inflicting on its victims a burning fever and sending them into a deep coma. While many of those who enter this coma never awaken, a few regain consciousness and, after several weeks of bed rest, return to normal health. Many survivors suffer

major memory loss, and most spend part of their convalescence becoming reacquainted with loved ones and relearning the skills of their trade. Then, when everything seems finally to be returning to normal, plague survivors began to exhibit bizarre, otherworldly abilities that confound even the foremost experts on all things magical and arcane. These new abilities are psionic powers: by some strange process the survivors have been awakened to the full potential of their minds.

Perhaps not only humans endured this plague: any race that you feel should have access to psionics may have fallen victim to it. Once a few individuals have mastered the psionic arts, they might be able to teach others their secrets – or perhaps psionic potential can only be passed down from parent to child. This second option allows for the rise of psionic families. Each family may specialize in a particular discipline, while some royal bloodlines and noble houses may increase in power and stature by their sudden acquisition of psionic powers. On the other hand, this rapid appearance of a strange new force might provoke a backlash from those who are either terrified of this strange power or who wish to use fear of it to catapult themselves to positions of power. Read over Chapter 1 to get some ideas on how the sudden appearance of psionics can change your campaign world.





CHAPTER 6: NEW MONSTERS

This chapter introduces several new psionic monsters and templates. Detailed explanations of special attacks and special qualities can be found in the Introduction to the *MM* and Chapter 8 of the *Psionics Handbook*.

Note that CRs herein may deviate from those derived using standard methodology, but they are more reflective of the nature of these specific creatures based upon their abilities, roles, and motivations.

SOLARIAN CAT

Medium-Size Magical Beast

Hit Dice: 2d10+2 (13 hp)

Initiative: +2 (Dex)

Speed: 40 ft., climb 20 ft.

AC: 15 (+3 Dex, +2 natural)

Attacks: Bite +3 melee, 2 claws –2 melee

Damage: Bite 1d6+1, claws 1d3

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Psionics

Special Qualities: Scent, telepathy

Saves: Fort +4, Ref +6, Will +1

Abilities: Str 12, Dex 17, Con 13, Int 10, Wis 13, Cha 10

Skills: Balance +9, Climb +9, Hide +7*, Jump +6, Listen +6, Move Silently +7, Spot +6, Wilderness Lore +6

Feats: Track

Climate/Terrain: Temperate and warm plains and forest

Organization: Solitary, pair, or pride (6-16)

Challenge Rating: 1

Treasure: Normal

Alignment: Usually chaotic good

Advancement: By character class

Solarian cats are the by-product of centuries of careful breeding and magical experiment. Highly intelligent psionic creatures capable of communicating telepathically, they make able guardians, scouts, hunters, and companions. The mere presence of a solarian cat in a compound often dissuades most thieves.

Sleek and black-furred, solarian cats most closely resemble black panthers, though they are slightly smaller than their animal counterparts. Further, solarian cats have a slightly humanoid cast to their faces, though this can be

noticed only at very close range, and their ears have no fur, being a healthy pink in color but remaining catlike in shape.

Combat

Solarian cats rarely engage an enemy directly unless they are confident in their chances of winning. Instead, they attempt to alert allies to any danger and summon help, though particularly brave cats will leap to the attack if necessary. Typically, a solarian cat communicates telepathically with allies in order to warn them of danger. The cat may also use its *create sound* ability to raise a ferocious din that draws the attention of guards and other watch animals.

Psionics (Sp): At will – *create sound, feather fall*. These abilities are as the powers manifested by a 5th-level psion.

Attack/Defense Modes (Sp): At will – None/*empty mind*.

Telepathy (Su): The solarian cat can communicate telepathically with any creature within 50 feet that has a language.

Skills: Solarian cats receive a +4 racial bonus to Hide and Move Silently checks and a +6 racial bonus to Balance checks. *In areas of tall grass or heavy undergrowth, the Hide bonus improves to +6; in areas of deep shadow, it improves to +10.

Solarian Cat Society

While solarian cats were bred for service to humans, like their feline ancestors they possess a sometimes frustrating sense of independence and superiority. They tend to refer arrogantly to nonpsionic humanoids as “stuffle-heads” and have a maddening tendency to look upon orders as suggestions rather than commands. For instance, a cat ordered to guard a home might decide to limit its patrol to a particular child’s bedroom – or even just the bed. Still, in times of need they are faithful companions and dependable allies.

Solarian Cat Characters

A solarian cat’s sentience allows it to gain class levels. A cat’s favored class is psychic warrior; nearly all classed solarian cats are psychic warriors. However, some do advance as warriors, fighters, psions, rogues, and, rarely, barbarians.





CRYSCORN

Large Magical Beast

Hit Dice: 4d10+20 (42 hp)

Initiative: +3 (Dex)

Speed: 60 ft.

AC: 18 (-1 size, +3 Dex, +6 natural)

Attacks: Horn +11 melee, 2 hooves +3 melee

Damage: Horn 1d8+8, hoof 1d4+2

Face/Reach: 5 ft. by 10 ft./5 ft. (10 ft. with horn)

Special Attacks: Psionics

Special Qualities: *Magic circle against evil*, spell-like abilities, telepathy, immunities

Saves: Fort +9, Ref +7, Will +6

Abilities: Str 20, Dex 17, Con 21, Int 12, Wis 21, Cha 24

Skills: Animal Empathy +11, Concentration +9, Listen +11, Move Silently +9, Spot +11, Wilderness Lore +9*

Feats: Alertness, Rapid Metabolism

Climate/Terrain: Temperate forest

Organization: Solitary or pair

Challenge Rating: 5

Treasure: None

Alignment: Always chaotic good

Advancement: 5-8 HD (Large)

Cryscorns are psionic unicorns, and are similar to other unicorns in habit and disposition. In appearance they are also alike, though cryscorns' eyes are always a deep, rich violet color and their coats also tend to have a violet cast. Their horns mark the greatest difference between the two: cryscorn horns are brilliant, crystalline spirals, sapphire or cerulean in hue, and it is in these structures that cryscorns focus their psionic energy. If a cryscorn should lose its horn, it loses all of its psionic abilities, including telepathy.

Cryscorn horns bear the same properties as those of their nonpsionic cousins, but have a further quality as well. A cryscorn horn can be used to create various psionic items in addition to its usefulness in crafting healing magics and devices. A raw cryscorn horn can be made into a dorje for only 50% of the usual material and XP costs. If the horn is used as the basic component in crafting any other crystalline psionic object, that object can be crafted for only 50% of the usual material cost. In either case, this benefit stacks with that gained through a crafter's Metacreative feat.

Combat

Cryscorns tend to use psionics to defend themselves, though they will behave in much the same fashion as normal unicorns if provoked or if unable to use their powers effectively. A cryscorn horn acts as a +3 keen weapon (19-20/x3 crit), though this quality is lost if the horn is removed from the unicorn.

Psionics (Sp): At will – *detect psionics*, *mind probe*, *recall pain*, and *true seeing*. These abilities are as the powers manifested by a 12th-level psion.

Attack/Defense Modes (Sp): At will – *id insinuation*, *psychic crush/empty mind*, *intellect fortress*, *tower of iron will*.

Magic Circle Against Evil (Su): This effect continuously duplicates the effects of the *magic circle against evil spell*. The cryscorn cannot suppress this ability.

Spell-Like Abilities: Cryscorns can *detect evil* at will as a free action. Once per day a cryscorn can use *teleport without error* to move anywhere within its home. It cannot travel beyond the forest boundaries nor back from outside.

A cryscorn can use *cure light wounds* three times per day and *cure moderate wounds* once per day, as the spells cast by a 5th-level druid, by touching a wounded creature with its horn. Once per day, it can use *neutralize poison*, as cast by an 8th-level druid, with a touch of its horn.

Telepathy (Su): The cryscorn can communicate telepathically with any creature within 100 feet that has a language.

Immunities (Ex): Cryscorns are immune to all poisons and diseases, and to charm and hold spells or abilities.

Skills: *Cryscorns receive a +3 competence bonus to Wilderness Lore checks within the boundaries of their forest.

PSIONIC DRAKE

Dragon

Climate/Terrain: Any land and underground

Organization: Wyrmling, very young, young, juvenile, and young adult: solitary or clutch (2-5); adult, mature adult, old, very old, ancient, wyrm, or great wyrm: solitary, pair, or family (1-2 and 2-4 offspring)

Challenge Ratings: Wyrmling 1; very young 2; young 3; juvenile 5; young adult 7; adult 9; mature adult 11; old 14; very old 16; ancient 17; wyrm 18; great wyrm 20

Treasure: Double standard

Alignment: Always chaotic





Advancement: Wyrmling 4 HD (Tiny); very young 6–7 HD (Tiny); young 9–10 HD (Small); juvenile 12–13 (Medium-size); young adult 15–16 HD (Medium-size); adult 18–19 HD (Large); mature adult 21–22 HD (Large); old 24–25 HD (Huge); very old 27–28 HD (Huge); ancient 30–31 HD (Huge); wyrm 33–34 HD (Huge); great wyrm 36+ HD (Gargantuan)

Much smaller than their winged cousins, psionic drakes (also called psionic dragons) are still close kin to true dragons. They are cunning and resourceful, and have developed potent psionic abilities to make up for their relative physical weakness (in relation to other dragons). In particular, their corruscating mental blast compensates for its lack of a breath weapon. Though they are always self-serving and generally unfathomable, often making leaps of logic that seem erratic and disconcerting to humans, psionic drakes can be good, evil, or indifferent.

Aside from their lack of wings, psionic drakes have one other plainly distinguishing feature: their horned and bony skulls are enormous, seemingly huge in proportion to their lithe, serpentine bodies, to make allowance for their massive brains. They are often referred to as “brain drakes” or “cerebral dragons” in recognition of this trait. The scales of a wyrmling are very fine, a shiny blue-gray in color, and even in the greatest of wyrms remain relatively small, resembling fish scales. In older drakes, however, the scales tend to lose their luster, taking on a flat gunmetal hue.

Psionic drakes will live most anywhere, being adaptable and having no predilection for a particular climate. They usually like to eat their prey while it still lives, stunned into inactivity by the drake’s powerful mental blasts or subdued by some other psionic means. In choosing treasure, psionic drakes vastly prefer gems and crystals to precious metals, liking the psionic reverberations such minerals often hold.

Combat

Psionic drakes are highly intelligent and, if attacked or provoked, generally avoid direct combat in favor of using their flight and psionic abilities, the mental blast in particular, to best advantage. Their superior maneuverability in the air can be a great asset, even against other dragons and most other aerial foes. Older drakes will use ethereality to great advantage in either offensive or defensive tactics, as well.

Mental Blast (Sp): A psionic drake has no breath weapon. Rather, it has a mental blast that it can use at will; this attack is treated as a *mind blast* for the purposes of determining the effectiveness of affected creatures’ psionic defense modes, though damage and range are as listed below. The mental blast requires all those in the area of effect to make Will saves (DC 1d20 + the drake’s mental blast DC modifier).

Psionic characters may raise a psionic defense mode against the mental blast; those who fail their Will saves suffer temporary Charisma damage, as listed below, modified by mental hardness if applicable.

Nonpsionic characters suffer a –4 to the Will save against the mental blast, as they are protected only by a nonpsionic buffer, and those who fail are stunned for a number of rounds equal to thrice the mental blast damage listed below (i.e., a very old psionic drake stuns any affected nonpsionic character for 3d8 rounds).

Frightful Presence (Ex): A young adult or older psionic drake can unsettle foes with its mere presence. The ability takes effect automatically whenever the drake attacks, charges, or flies overhead. Creatures within a radius of 300 feet x the drake’s age category are subject to the effect if they have fewer HD than the drake.

A potentially affected creature that succeeds at a Will save (DC as below) remains immune to that drake’s frightful presence for one day. On a failure, creatures with 4 or fewer HD become *panicked* for 4d6 rounds and those with 5 or more HD become *shaken* for 4d6 rounds. Dragons ignore the frightful presence of other dragons.

Psionics: A psionic drake manifests psionic powers as a psion of the level indicated below, gaining bonus power points for high Charisma, despite its primary discipline (which is chosen as a wyrmling). Psionic drakes can also choose powers freely from the psychic warrior power list.

Fly (Su): The psionic drake can fly at will as the psion power *fly*.

Improved Fly (Su): The psionic drake can fly at will as the psion power *improved fly*.

Spell-Like Abilities: 1/day – *ethereal jaunt*, *astral projection*. A psionic drake gains the abilities listed for its age plus all previous ones; these abilities are always manifested at the drake’s current manifester level.

Telepathy (Su): The psionic drake can communicate telepathically with any creature within 100 feet that has a language.

Immunities (Ex): Psionic drakes are immune to all mind-influencing effects.





PSIONIC DRAKES BY AGE

Age	SZ	Hit Dice (hp)	AC	Attack Bonus	Fort Save	Ref Save	Will Save	Mental Blast (DC)	Blast Range	Fear DC	PR
Wyrmling	T	3d12 (19)	13	+5	+3	+3	+3	1d4 (+2)	20 ft.	-	-
Very Young	T	5d12+5 (37)	16	+7	+5	+4	+5	1d4 (+4)	20 ft.	-	-
Young	SZ	8d12+8 (60)	18	+10	+7	+6	+7	1d4 (+5)	30 ft.	-	-
Juvenile	M	11d12+11 (82)	20	+13	+8	+7	+9	1d4 (+7)	30 ft.	-	-
Young Adult	M	14d12+14 (105)	23	+17	+10	+9	+11	1d6 (+8)	40 ft.	20	18
Adult	L	17d12+34 (144)	25	+20	+12	+10	+13	1d6 (+11)	40 ft.	22	20
Mature Adult	L	20d12+40 (170)	28	+24	+14	+12	+15	1d6 (+14)	50 ft.	25	22
Old	H	23d12+69 (218)	30	+27	+16	+13	+17	1d6 (+17)	50 ft.	27	23
Very Old	H	26d12+72 (241)	33	+31	+18	+15	+19	1d8 (+20)	60 ft.	30	25
Ancient	H	29d12+116 (304)	36	+35	+20	+16	+21	1d8 (+22)	60 ft.	32	27
Wyrm	H	32d12+160 (368)	39	+39	+23	+18	+24	1d10 (+25)	70 ft.	35	29
Great Wyrm	G	35d12+210 (437)	41	+42	+25	+19	+26	1d10 (+27)	70 ft.	37	31

PSIONIC DRAKE ABILITIES BY AGE

Age	Speed	Str	Dex	Con	Int	Wis	Chr	Special Abilities	Manifester Level
Wyrmling	60 ft.	10	11	11	12	11	13	<i>Fly</i>	1st
Very Young	60 ft.	11	11	12	13	12	15		2nd
Young	60 ft.	13	11	12	14	12	15		3rd
Juvenile	60 ft.	15	11	13	14	14	17	<i>Improved fly</i>	4th
Young Adult	60 ft.	17	11	13	16	14	17	<i>Damage reduction 5/+1</i>	5th
Adult	60 ft.	19	11	14	16	16	19	<i>Ethereal jaunt</i>	7th
Mature Adult	60 ft.	21	11	15	18	16	21	<i>Damage reduction 10/+1</i>	9th
Old	60 ft.	23	11	16	18	18	23		11th
Very Old	60 ft.	25	11	17	20	18	25	<i>Damage reduction 15/+2</i>	13th
Ancient	60 ft.	27	11	19	22	20	27		15th
Wyrm	60 ft.	29	11	21	24	22	29	<i>Damage reduction 20/+3</i>	17th
Great Wyrm	60 ft.	31	11	23	27	24	31	<i>Astral projection</i>	19th

can purchase skills that are exclusive to a class.

Feats: Psionic drakes start with one feat, with an additional feat per 4 HD. They favor Flyby Attack, Improved Initiative, Power Attack, Sunder, and any psionic or metapsionic feat useful to psions.

Power Resistance (Ex): As psionic drakes age, they become more resistant to magic and psionics, as listed below.

Blindsight (Ex): A psionic drake can ascertain creatures by nonvisual means (mostly hearing and scent, but also by noticing vibration and other environmental clues) with a range of 30 feet x the drake's age category.

Keen Senses (Ex): A psionic drake sees four times as well as a human in low-light conditions and twice as well in normal light. It also has darkvision to a range of 100 feet x the drake's age category.

Skills: Psionic drakes start with 6 skill points per Hit Die, plus bonus points equal to Intelligence modifier x HD, and purchase the following skills at one rank per Hit Die: Concentration, Listen, Search, and Spot. The remaining skill points are generally spent among Bluff, Escape Artist, Intimidate, Knowledge (any), Remote View, and Sense Motive, all at a cost of 1 skill point per rank. They gain the Psicraft skill for free at 1 rank per Hit Die. No psionic drake

Template Creatures

LYPHILLIAN

Lyphillians are beings composed of pure thought energy. Unlike ghosts and other immaterial creatures, lyphillians are composed of thought energy alone, utterly alien to the physical world. As such, they have no true physical form while on the Material Plane, and cannot interact with or contact physical beings in any way except to alter small amounts of thought energy into physical objects with their *true creation* power. They can, however, through an effort of will, infix themselves into objects so created – and, from there, they can lodge in the nervous system of creatures who touch that object by using their *improved mind switch* ability. Any creature with an Intelligence score of 1 or higher can serve as a host for a lyphillian.





Good lyphillians disdain possessing sentient creatures, preferring instead to lodge in animals and other simple beasts. They will also willingly seek out and return to their manifested object (or to their own plane, if possible) once they no longer need their host. Evil lyphillians prefer to lodge in intelligent, social creatures, particularly those whose skills and abilities complement the lyphillian's own. These malevolent beings often keep a close eye on their material anchor (the object created through their *true creation* power) to prevent its destruction and to stop others from using it against them. When an evil lyphillian's host begins to age, it seeks out a suitable new replacement and disposes of its old vessel after completing its transfer. In order to ensure a smooth transfer, the lyphillian often imprisons its potential victim and forces him or her into contact with its anchor.

Creating a lyphillian

"Lyphillian" is a template that can be added to any creature type except constructs or undead (the creature taken over is referred to hereafter as the "host"). Most templates represent a physical or magical change that radically alters the abilities of a monster; the lyphillian template simply generates a creature that has been taken over by a lyphillian. The host creature's type remains the same. Once a lyphillian lodges in a host, it gains complete control over body and mind, giving it complete access to the host's memories and skills and all of its abilities and qualities. Furthermore, a lyphillian can freely manifest its own psionic abilities from a host body.

Before applying the lyphillian template, generate Intelligence, Wisdom, and Charisma stats for the lyphillian; each of these stats will generally be at least 13 or higher, and one of them will always be 16 or higher. In addition, decide what class levels the lyphillian has gained: all lyphillians are at least 1st-level psions, though they may also take levels in cleric, wizard, or sorcerer as they advance, or in the meta-mind psionic prestige class if they have met that class's prerequisites. They can become psychic warriors if they advance in levels while they inhabit a material host. As psions, they can be only shapers, seers, or telepaths and, in fact, can only discover psychometabolic, psychoportive, and psychokinetic powers when gaining a level while lodged in a material host.

Hit Dice: The host effectively becomes a multiclass creature, having all of the class levels of both the lyphillian and the host creature combined; it has the appropriate Hit Dice for the host creature plus those for all classes, modified using the host creature's Constitution score.

Speed: Same as the host.

AC: Same as the host.

Attacks: Any base attack bonuses granted by the lyphillian's class levels stack with the host creature's base attack bonuses. Modify the total using the host's physical stats (see Abilities, below).

Damage: Same as the host.

Special Attacks: A lyphillian retains all of the host creature's special attacks and also gains those listed below.

Psionics (Sp): At will – *true creation* (special; see below). 1/day – *mind switch* (touch range only; see *improved mind switch*, below). These abilities are as the powers manifested by a 3rd-level psion.

Improved Mind Switch (Ex): A lyphillian cannot interact with creatures or take any actions on the Material Plane without a host, except to manifest its *true creation* power and to then inhabit an object it has created in this way. The created object effectively becomes the lyphillian's anchor on the Material Plane; a lyphillian will often create some innocuous artifact as an anchor that reflects its own personality, such as a book, a statuette, or even a weapon. Once inside the anchor, the lyphillian can no longer access its *true creation* power, but can now use its *mind switch* power to transfer into and lodge in a living host creature. Lyphillians vastly prefer living hosts to inanimate anchors, as they cannot use any powers or abilities except *mind switch* while occupying the anchor. When any living creature touches the anchor, the lyphillian can attempt to manifest *mind switch* on that creature. If the target saves, she experiences only a rush of strange sensations, thoughts, and memories. If she subsequently makes a successful Wisdom check (DC 15), the victim realizes immediately that some force within the object attempted to seize her mind. Otherwise, the inexplicable sensations and memories quickly fade, and she gains no hint that she has been the target of a mental attack. A creature guarded by *protection from evil* or similar effects cannot be targeted by this attack.

Note that the *mind switch* power of a lyphillian can be manifested only as a touch attack, not at a range, and only while it occupies its anchor (or if two lodged lyphillians willingly switch hosts; see below). Once the lyphillian has successfully lodged in a host, the host creature's mind is





sequestered safely into a far recess of its own brain. The lyphillian gains full access to its host's memories and can perfectly duplicate any characteristic mannerisms, speech, or other habits; often, though, the lyphillian will maintain this charade only if such action helps achieve its goals. The lyphillian becomes an integral part of its victim's mind, and even *negate psionics* has no effect on the *mind switch*. Two lyphillians may swap host bodies, but both lyphillians involved must do so willingly; a lyphillian may not attempt to *mind switch* a creature already under the control of another lyphillian by force. A lyphillian cannot hop freely from one body to another, but may move from a host back to its anchor, and from there into another host. A host who is freely vacated in this way by a lyphillian has no memory of being possessed, nor of any actions he or she might have taken while possessed.

Once a lyphillian has lodged in a victim, there are only three ways to remove it, each of which involves the lyphillian's anchor. First, if the host is killed before the lyphillian can return to its anchor, the lyphillian immediately dissipates and dies; if the victim is subsequently raised, she returns to life free of the lyphillian. Second, the destruction of the anchor results in the destruction of the lyphillian, though the mental shock involved in this destruction also kills the host body. Third, if the host body makes physical contact with the anchor, the lodged lyphillian must make a Will save (DC 20) or be drawn immediately from the host body back into the anchor. If the lyphillian's host maintains contact with the anchor for more than one round, the lyphillian must make the Will save each round, and the DC increases by 2 for each consecutive round beyond the first that the host touches the item.

Special Qualities: A lyphillian retains all of the host creature's special qualities and also gains those listed below.

Immunities (Ex): A lyphillian is immune to *sleep*, *paralysis*, and *stunning*.

Telepathy (Su): A lyphillian can communicate telepathically with any creature within 100 feet that has a language.

Saves: The lyphillian's base save bonuses stack with its host's. Modify the total by the host creature's final stats (see Abilities, below).

Abilities: The lyphillian gains the host creature's Strength, Dexterity, and Constitution and retains its own Intelligence, Wisdom, and Charisma. In essence, the creature resulting from this template has the lyphillian's mind and the host's body.

Skills: The lyphillian retains both its own skill ranks and any skills ranks possessed by its host. If any skills are similar, the ranks from each being stack. However, the maximum total ranks a lodged lyphillian may have in any skill equals the lyphillian's total level plus the host's total level, plus three: it cannot violate the standard skill rank limit of 3 + the character's total level. Any excess ranks are lost (assume that the lyphillian's knowledge overlaps with its host's in some areas). Note also that a lyphillian is initially unlikely to have skills that require a physical environment or body, such as *Pick Pockets* or *Stabilize Self*.

Feats: The lyphillian retains both its own feats and its host's feats. Note that a lyphillian is initially unlikely to have feats that utilize or require a physical body, such as *Power Attack* or *Mental Leap*.

Challenge Rating: The total CR equals the host's CR plus the lyphillian's total class levels.

Treasure: Same as host creature.

Alignment: As the possessing lyphillian.

Advancement: By character class.

Sample Lyphillian

This example uses a 5th-level goblin warrior and a neutral evil 6th-level lyphillian psion.

Male goblin-lyphillian warrior 5 / psion (telepath) 6
CR 7; Small humanoid; HD 5d8 (War) +6d4 (Psi); hp 36; Init +2 (Dex); Spd 30 ft.; AC 18 (+1 size, +2 Dex, +4 chain shirt, +1 small shield); Atk +9/+4 melee (1d6-1, x3 crit, mw handaxe), or +12/+7 ranged (1d6, x3 crit, 60 ft., composite shortbow and mw arrows); SA psionics; SQ darkvision 60 ft., goblin traits, improved mind switch, immunities, telepathy; AL NE; SV Fort +6, Ref +5, Will +8; Str 8, Dex 14, Con 11, Int 13, Wis 15, Chr 18.

Skills: Autohypnosis +11, Concentration +9, Diplomacy +6, Gather Information +4, Handle Animal +8, Hide +6, Knowledge (psionics) +10, Knowledge (planes) +3, Listen +4, Move Silently +6, Psicraft +10, Ride +16, Sense Motive +4, Spot +4, Wilderness Lore +4.

Feats: Alertness, Mounted Archery, Mounted Combat, Psionic Focus (telepathy), Psionic Penetration, Psychic Bastion.

SA – Psionics (Sp): 1/day – *mind switch* (special).

Psionic powers [PP 20]: 0 – *daze*, *detect psionics*, *inkling*, *finger of fire*, *telepathic projection*; 1st – *destiny dissonance*, *disable*, *object reading*; 2nd – *brain lock*, *recall pain*; 3rd – *schism*.





Attack/defense modes (Sp): mind blast, mind thrust, psychic crush/empty mind, intellect fortress, mental barrier, thought shield.

SQ – Immunities (Ex): A lyphillian is immune to sleep, paralysis, and stunning.

SQ – Telepathy (Su): A lyphillian can communicate telepathically with any creature within 100 feet that has a language.

Possessions: Masterwork chain shirt, small steel shield, masterwork handaxe, composite shortbow, quiver and 12 masterwork arrows, 8 +2 arrows, *potion of cure moderate wounds*, *potion of lesser restoration*.

PSI-KILLER

During the mind flayers' endless wars upon other races, many human and humanoid peoples have been forced to develop bizarre weapons for use against the illithid menace. One of the strangest and most effective of these tools is a magically engineered disease that infects its victims with a strong aversion to all psionic activity. This infection, known as the Zarth war virus, causes no other known symptoms. It simply scans the area of the carrier for a psionically active mind; upon detecting one, the virus seizes the victim's nervous system and transforms him into a single-minded, homicidal machine that seeks to destroy any nearby creatures capable of manifesting psionic powers. Once this rage has passed, the victim returns to normal, exhausted and with little memory of what has just transpired.

Even a simple, innocent farmer infected with the war virus can become a serious potential threat to a psionic character and his or her allies. A creature under the effect of the active Zarth war virus becomes a seething, raging maniac. Those infected seek out psionic creatures and ignore other targets, though they will attack those who attempt to block their path to a psionic target or otherwise stop them from reaching their goal. They may use very rudimentary tactics, but generally employ only straightforward attacks. An outbreak of this disease, an extremely rare occurrence, could spell doom for unsuspecting psions. Such characters could be placed in a situation where they must defend themselves from innocent victims of a disease, and killing the infected victims may be an unjustified overreaction. (And note that spells such as *hold person* that could normally disable the psi-killers without harming them are wholly useless.)

The original makers of the Zarth war virus often ventured to the edge of mind flayer territories and infected local fauna and humanoids. In a few days, the mind flayers would find themselves under constant attack from a variety of creatures that previously had fled from their presence. Most slaves and thralls kept by the mind flayers are vulnerable to this disease, and few mind flayer colonies can withstand such an uprising without some casualties.

Zarth war virus: [*Infection* inhaled; Fort DC 20; *Incubation* 1d3 days; *Damage* special]: This magical disease is spread through the air. When exposed to it, a potential victim must make a Fortitude save (DC 20) to resist infection. The virus can persist in the air for up to a week. Rather than making daily checks to fight off the virus, as with most diseases, the infected being makes subsequent Fortitude saves only after the disease has "erupted" (see below). Elementals, oozes, outsiders, plants, and unliving creatures (constructs and undead) are immune to the Zarth war virus.

Unlike most diseases, the Zarth war virus lies dormant in an infected creature until that creature comes within 60 feet of a psionic individual. At this point, the virus immediately erupts into activity: the carrier must make a successful Will save (DC 20) each round that it remains within 60 feet of a psionic creature, and if it fails the Will save, it immediately takes on the "psi-killer" template (see below). This state lasts for 3d8 hours, after which time the infected creature returns to normal and may attempt a Fortitude save (DC 20) to purge his system of the virus. On a success, the creature has fought off the virus. Carriers who fall victim to a war virus eruption have only vague memories of their actions while under the influence of the virus. A creature forced into psi-killer mode in this way more than once in a 24-hour period loses one point of Constitution permanently for each such occurrence beyond the first.

Creating a Psi-Killer

"Psi-killer" is a template that can be added temporarily to any aberration, animal, beast, dragon, fey, giant, humanoid, magical beast, monstrous humanoid, shapechanger, or vermin (referred to hereafter as the "base creature") that falls victim to the Zarth war virus. The creature's type remains unchanged, and it uses all the base creatures' statistics and special abilities, except as noted here.





Special Attacks: A psi-killer retains all the special attacks of the base creature and also gains that listed below.

Rage (Su): A psi-killer is under a magically induced rage identical to the rage ability of a 15th-level barbarian (+6 Str, +6 Con, +3 to Will saves; -2 to AC), except that this rage lasts for 3d8 hours and cannot be ended voluntarily. The targets of this rage are any psionic creatures detected by the psi-killer's psionic sense ability. After the rage ends, the psi-killer is exhausted rather than merely fatigued.

Special Qualities: A psi-killer retains all the special qualities of the base creature and also gains those listed below.

Psionic sense (Su): Psi-killers can unfailingly detect the presence and location of psionic creatures within 60 feet. Any spell, power, ability, or condition capable of blocking *detect magic* blocks this ability.

Mind sheath (Su): Immune to all mind-influencing

effects.

Power resistance (Ex): A psi-killer has power resistance equal to 10 + the base creature's total HD.

Abilities: Same as the base creature, except the psi-killer suffers a temporary -6 penalty to Intelligence. The temporary loss of Intelligence may cause the psi-killer to lose skill ranks (but remember that no character can have less than 1 skill point per level, with a minimum of 4 at first level).

Feats: Same as the base creature plus Improved Unarmed Strike.

Challenge Rating: Same as the base creature +1 (if the base creature's CR is less than 1, it becomes 1).

Sample Psi-Killer

This example uses an average 2nd-level human peasant.





Psi-killer, male human commoner 2

CR 1; Medium-size humanoid; HD 2d4+6; hp 11; Init +0; Spd 30 ft.; AC 8 (rage); Atk +4 melee (1d6+4, x3 crit, pitchfork); SA rage; SQ psionic sense, mind sheath, PR 12; AL NG; SV Fort +3, Ref +0, Will +3; Str 16, Dex 10, Con 16, Int 4, Wis 10, Cha 10.

Skills: Spot +5.

Feats: Improved Unarmed Strike, Skill Focus (Craft: carpentry), Skill Focus (Profession: farmer).

SA – Rage (Su): A psi-killer is under a magically induced rage identical to the rage ability of a 15th-level barbarian, except that this rage lasts for 3d8 hours and cannot be ended voluntarily. The targets of this rage are any psionic creatures detected by the psi-killer's psionic sense ability. After the rage ends, the psi-killer is exhausted rather than merely fatigued.

SQ – Psionic sense (Su): Psi-killers can unflinchingly detect the presence and location of psionic creatures within 60 feet. Any spell, power, ability, or condition capable of blocking *detect magic* blocks this ability.

SQ – Mind sheath (Su): Immune to all mind-influencing effects.

SQ – Power resistance (Ex): This psi-killer has power resistance 12.

Possessions: Pitchfork (treat as halfspear).

MIND FLAYER BATTLE THRALL

Mind flayers are notorious for their reliance on slaves. They use their captives primarily for labor, dispatching them to attend to the dreary tasks necessary to maintain the colony. Some mind flayer settlements, particularly those near enemy territories, utilize slaves as warriors. In a ritual using a horrific combination of *charm monster*, *graft weapon*, *mindwipe*, *natural armor*, and *psychic surgery*, mind flayers transform these warrior servants into powerful living machines of slaughter.

Battle thralls are granted psychic powers useful in combat, an enhanced tolerance for pain, chitinous armor plates and spikes, and a selection of combat skills that make them fearsome warriors and effective guardians. The mind flayers literally reprogram their victims, opening their minds and etching new memories and capabilities directly into a subject's consciousness. Typically, the mind flayers graft two different types of weapons, such as a warhammer and a handaxe, to their subjects (and, as a result, are often forced

to assign lesser thralls to hand-feed their battle thralls).

Creating a Battle Thrall

“Battle thrall” is a template that can be added to any giant, humanoid, or monstrous humanoid (referred to hereafter as the “base creature”). The creature's type remains unchanged, and it uses the all the base creature's statistics and abilities except as noted here.

AC: The base creature's natural armor increases by +2.

Attacks: A battle thrall retains all the attacks of the base creature except those that require a free hand, and gains the usual benefit of the *graft weapon* psionic power, having two grafted weapons if it didn't already have them (+1 bonus to all attack and damage rolls made with these weapons). Further, the battle thrall's chitinous natural armor has spiky growths that are treated exactly as armor spikes (see *Player's Handbook* Chapter 7, “Armor Descriptions”); note, however, that battle thralls suffer a –6 penalty to grapple checks due to their lack of hands.

Special Attacks: A battle thrall retains all the special attacks of the base creature and also gains those listed below.

Psionics (Sp): At will – *burning ray*, *painful touch*. These abilities are as the powers manifested by a 6th-level psion.

Special Qualities: A battle thrall retains all of its own special qualities and also gains those listed below.

Scent (Ex): Can detect opponents within 30 feet by sense of smell. Can follow tracks by smell, making a Wisdom check to find or follow a track.

Thrall: Mind flayer battle thralls unquestioningly obey the orders of any mind flayer. Due to the mental control already exercised by their masters they gain a +4 bonus against any further mind-influencing effects.

Abilities: Increase from the base creature as follows: Str +4, Dex +2, Con +6, Int –4, Cha –6. Note that no statistic can drop below 1 due to these modifications. The loss of Intelligence may cause the base creature to lose skill ranks (but remember that no character can have less than 1 skill point per level, with a minimum of 4 at first level).

Battle thralls gain a +4 racial bonus to Jump and Listen, but suffer a –2 penalty to Spot and a –4 penalty to Climb.

Feats: As the base creature, plus battle thralls gain Combat Reflexes, Endurance, Great Fortitude, Lightning Reflexes, and Two-Weapon Fighting.

Challenge Rating: As base creature +2.

Alignment: Always lawful evil.

Battle Thrall Characters





Once programmed, battle thralls who gain character levels are always trained as psychic warriors; mind flayers prefer initially to capture barbarians, fighters, paladins, rangers, and warriors to become battle thralls. Battle thralls are always lawful evil, which causes certain classes to lose their class abilities, as noted in the *Player's Handbook* (Chapter 3).

Restoring a Battle Thrall

Only a *wish* or similar effect can restore a battle thrall to its normal base creature.

Sample Battle Thrall

This example uses an average 3rd-level drow ranger as the base creature.



Battle thrall, male drow ranger 3

CR 5 (base 3); Medium-size humanoid; HD 3d10+6; hp 23; Init +2 (Dex); Spd 30 ft.; AC 17 (+2 Dex, +3 studded leather armor, +2 natural); Atk +8 melee (1d8+4, 19-20/x2 crit, +1 longsword), or +6 melee (1d8+4, 19-20/x2 crit, +1 longsword) and +5 melee (1d4+2, x4 crit, mw light pick), or +5 ranged touch (burning ray); SA psionics, favored enemy +1 (dwarf), spells; SQ darkvision 120 ft., two-weapon fighting, drow traits, scent, thrall; SR 14; AL LE; SV Fort +7, Ref +5, Will +1; Str 14, Dex 15, Con 14, Int 9, Wis 11, Cha 3.

Skills: Climb -2, Hide +8, Jump +6, Listen +4, Move Silently +8, Search +2, Spot +0, Wilderness Lore +6.

Feats: Combat Reflexes, Endurance, Great Fortitude, Lightning Reflexes, Point Blank Shot, Track, Two-Weapon Fighting, Weapon Focus (longsword).

SA - Psionics (Sp): At will - *burning ray*, *painful touch*. These abilities are as the powers manifested by a 4th-level psion.

SA - Spells (Sp): 1/day - *dancing lights*, *darkness*, and *faerie fire*. These abilities are as the spells cast by a 3rd-level sorcerer.

SQ - Scent (Ex): Can detect opponents within 30 feet by sense of smell. Can follow tracks by smell, making a Wilderness Lore check to find or follow a track.

SQ - Thrall: Mind flayer battle thralls unquestioningly obey the orders of any mind flayer. Due to the mental control already exercised by their masters, they gain a +4 bonus against any further mind-influencing effects.

Possessions: Studded leather armor, +1 longsword (grafted to right hand), masterwork light pick (grafted to left hand).





CHAPTER 7: CHARACTERS

This chapter details a “rogue’s gallery” of psionic characters for use as NPCs. Each includes one or more possible plot hooks for incorporating the character into your game, and some use the new classes that appear in Chapter 3 of this book.

Calarius Verrazi

This silent, plain-seeming wanderer is not normally the sort to inspire fear or unease in those who might meet him on the road; he looks to be a simple traveler. His strange accent might arouse some curiosity, however, and, if he is pressed with questions, his agitation and his ignorance of local matters and traditions soon mark him as a foreigner. Lucky or cautious inquirers ask no further questions about his origin, for they will invariably yield a uniform response: a measured, lethal dose of violence.

Calarius is not a native of this world. Banished here by a cabal of wizards who seek to destroy his liege, he wanders the roads and byways seeking a method by which he can return home. Ignorant of planar cosmology and local customs, he has little to go on and little to work with, but his phenomenal psionic and fighting abilities have kept him alive thus far despite antisocial and often psychopathic behavior. He has on more than one occasion single-handedly slaughtered giants, bandits, and orcs that have attempted to waylay him, and he has easily and efficiently done the same to those who have pressed him with too many questions.

On Calarius’s world, arcane magic is banned and its practitioners executed. He is both appalled and incensed by the acceptance of wizardry and sorcery here; unfeeling and intransigent, he is unable to set aside his deeply ingrained prejudice. If psionic characters in this world accept arcane magic, he views them as traitors and perverts and avoids them at all costs.

Currently, Calarius stalks and kills wizards in the hope of finding a method to return home concealed among their caches of magical items or hidden in the tomes of their libraries. Although he has left a trail of murders in his wake, his judicious use of *polymorph self* in preparing his ambushes has thus far left him beyond suspicion. It is important to note that Calarius is not evil – he is merely ruthlessly prag-

matic and, given his situation, not a little paranoid. He is desperate to find a way home because he fears greatly for the safety of his lord, and, further, he considers himself a pilgrim in an unholy land who must return home at any cost. To Calarius’s mind, all wizards (and by extension their cronies) are irredeemably evil, and this belief, combined with his duty to his lord, justifies any action he may take against them.

Story Hooks

- Calarius targets a high-level wizard PC for elimination, particularly if the character is known for traveling the planes. Calarius relies on his keen intellect and strategic genius to take out enemies, utilizing ambushes and complex plans to take down his targets. He is deadly at close range, certainly, but wins most of his battles through brains, not brawn.
- Lower-level characters come into contact with Calarius when he kills an advisor, a mentor, or a friend or ally. While Calarius is not on a mindless killing spree, he always takes great pains to eliminate anyone who poses a potential threat, making him seem rather draconian.

Calarius Verrazi, male human psychic warrior 18

CR 15; Medium-size humanoid; HD 18d8+72; hp 170; Init +5 (Dex); Spd 40 ft. (Speed of Thought); AC 23 (+5 Dex, +4 Inertial Armor, +4 *ring of protection*); Atk +20/+15/+10 melee (1d4+7, 19-20/x2 crit, +3 *human bane dagger*) or +21/+16/+11 ranged (1d8+7, x3 crit, 110 ft., +3 *human bane mighty composite longbow*); SA psionics; AL N; SV Fort +18, Ref +14, Will +10; Str 18, Dex 20, Con 18, Int 18, Wis 13, Cha 10.

Skills: Autohypnosis +24 [*ring of self-sufficiency*], Balance +14, Climb +14, Concentration +25, Jump +14, Move Silently +15, Psicraft +10, Stabilize Self +15, Swim +14, Tumble +26, Listen +6.

Feats: Cleave, Deep Impact, Dodge, Fell Shot, Great Cleave, Inertial Armor, Mobility, Point Blank Shot, Power Attack, Psionic Charge, Psionic Shot, Psionic Weapon, Speed of Thought, Spring Attack, Up the Walls.

Psionic powers (PP 107): 0 – *burst, catfall, elfsight*; 1st – *call weaponry, compression, hustle*; 2nd – *body equilibrium, combat prescience, vigilance*; 3rd – *danger sense, displacement, ubiquitous vision*; 4th – *dimension door, polymorph self, telekinesis*; 5th – *adapt body, ectoplasmic armor, energy barrier*; 6th – *shield of prudence, suspend life*.

Attack/defense modes (Sp): all/all.





Possessions. +3 human bane dagger, +3 human bane mighty (Str 18) composite longbow, quiver of Ehlonna, 60 arrows, +4 ring of protection, +3 cloak of resistance, ring of self-sufficiency, amulet of spell resistance (15), 5 tattoos of body adjustment, 4 tattoos of lesser body adjustment, 3 power stones (knock).

Dirten Blueriver

A traveling charlatan and ruthless opportunist, Dirten Blueriver offers his unique services to those who have recently suffered death in the family. He uses his powers to construct believable séances designed to bilk emotionally vulnerable mourners and fatten his own purse. When Dirten arrives in a town, his first order of business is a trip to the cemetery so that he can determine who in town has died recently. He then approaches the mourning families, claiming to bear a message from the recently deceased. After a few questions carefully designed to elicit a description of the deceased without drawing suspicion, Dirten hosts a completely bogus ceremony where an *astral construct*, sculpted to resemble the family's lost member, appears. Using *create sound*, Dirten crafts a vague but ominous message calculated to induce his clients to pay for further séances.

Of course, Dirten's fee for each ceremony is based on a client's relative wealth. He plays shamelessly on his clients' sorrow until he has sucked their coffers dry. He fancies himself a rational person who never lets his emotions get the better of him, and considers his victims weaklings and fools who get what they deserve. No scheme is too base for this greedy trickster, and he'd gladly clean out a peasant widow's last few coppers if no better mark presented itself.

Dirten keeps his gray hair and beard neatly trimmed. He wears simple traveler's garb, a light blue robe, and a blue silk turban. He presents himself as a seer and medium, claiming that the power to peer into the world beyond and call forth spirits is a gift that runs in his family.

Story Hooks

- Dirten sets up shop in the characters' hometown, garnering a large base of customers eager to talk to their lost relatives. He quickly drives a few families into poverty while carefully keeping the richer, more powerfully residents in his corner by offering them lower rates and other favors. The characters somehow uncover the gnome's

deceit despite the support he receives from some very powerful locals.

- Dirten approaches a character with an offer of a séance, particularly if the PCs need information regarding a quest they pursue. The PCs' enemies have bribed Dirten to offer the characters information (through the séance) that leads them into an ambush or other trap, or Dirten simply leads them on a wild goose chase with the vague and often contradictory advice his "spirits" offer.
- While hiding from a vengeful ex-client in an alley behind an inn, Dirten witnesses Calarius Verrazi (above) drag an apprentice wizard into the alley, beat him to death, and steal a tome of planar lore from the corpse. Calarius's *polymorph self* then wears off, giving the gnome a view of the killer's true form. The characters are thus forced to trust a disreputable fraud (who may have conned them in the past) in order to track down a much greater threat.

Dirten Blueriver, male gnome psion (shaper) 6

CR 4; Small humanoid; HD 6d4+12; hp 31; Init +3 (Dex); Spd 40 ft. [*boots*]; AC 14 (+1 size, +3 Dex); Atk +4 melee (1d6-1, mw club) or +7 ranged (1d8, 19-20/x2 crit, 80 ft., light crossbow); SA psionics, spells; SQ low-light vision, gnome traits; AL NE; SV Fort +4, Ref +5, Will +5; Str 9, Dex 16, Con 14, Int 18, Wis 11, Cha 15.

Skills: Appraise +7, Bluff +7, Concentration +11, Craft (sculpting) +9, Disguise +8, Hide +18 [*cloak, psicrystal*], Jump +9 [*boots*], Knowledge (psionics) +10, Perform +11, Psicraft +13.

Feats: Hide Power (Ma), Inner Strength (x2).

Psionic powers (PP 27): 0 – *burst, control shadow, daze, far hand, trinket*; 1st – *astral construct I, control light, create sound*; 2nd – *invisibility, sudden minor creation*; 3rd – *astral construct III*.

Attack/defense modes (Sp): *ego whip, mind blast, mind thrust, empty mind, intellect fortress, mental barrier, thought shield*.

Sorcerer spells: 1/day – *dancing lights, ghost sound, prestidigitation*. As cast by a 1st-level sorcerer.

Possessions: Masterwork club, light crossbow, 10 bolts, boots of striding and springing, cloak of elvenkind, 6 power stones (*astral construct I, concussion, cone of sound, fly, knock, spider climb*), *psicrystal* (coward).





Edweth Highforge

While most dwarves labor over a forge, lovingly crafting items of steel, gold, and mithril, Edweth Highforge has always preferred more esoteric arts. Upon the appearance of her psionic powers shortly after her coming of age, she was filled with self-loathing and ran away from home. After a few (mis)adventures, she settled down and now owns a small shop where she crafts and sells dorjes and power stones and scribes psionic tattoos.

While Edweth has created a comfortable living for herself, in many ways she misses her home and wishes to return. The recent news that her father was lost in a goblin raid filled her with grief, and she feels that, had she been a dutiful daughter, she would have been at her father's side to protect him. Edweth hopes to some day assemble a mercenary company to destroy the goblins and avenge her father's death.

Normally, Edweth is very selective about her clientele, but now that she needs cash against the future hiring of mercenaries, she sells to anyone who can afford her fees. Recently, a quiet stranger bought several *power stones (knock)* from her; he paid using trinkets she recognized as having been stolen from a local wizard who was recently murdered. Despite her fluttering conscience, she accepted the goods and plans to sell them in a distant city to avoid suspicion. In truth, her customer was the otherworldly assassin Calarius Verrazi (above), who plans to return in the future in different guises in order to buy the dwarf's goods.

Story Hooks

- Edweth can be an important source of psionic items for the characters, though the sudden change in her business practices could put them on the trail of either Dirten or Calarius (above), who has purchased items from her for nefarious purposes.
- She offers the characters a sizable cache of psionic items if they agree to journey into a goblin-infested dwarfhold in order to learn the true fate of her father. In reality, the old dwarf and his comrades are trapped deep beneath the lowest levels of their former home, thralls to a small band of mind flayers who plan to use the goblins and the dwarves to spearhead an invasion of the surface world.
- The characters overcome a villainous psion who bears items or tattoos with the distinctive mark of Edweth's

craftsmanship. When the party confronts her, they find that she is a well-respected businesswoman whom they cannot simply intimidate or bully into providing information on criminals. They must find another way of stopping her sales to shady characters without arousing the wrath of the town authorities.

Edweth Highforge, female dwarf psion (savant) 8

CR 6; Medium-size humanoid; HD 8d4+32; hp 52; Init +3 (Dex); Spd 20 ft.; AC 14 (+3 Dex, +1 ring of protection); Atk +6 melee (1d8+2, +1 heavy mace) or +8 ranged (1d8, 19-20/x2 crit, 80 ft., mw light crossbow); SA psionics; SQ darkvision 60 ft., dwarf traits; AL NG; SV Fort +6, Ref +5, Will +6; Str 12, Dex 16, Con 19, Int 15, Wis 11, Cha 9.

Skills: Autohypnosis +11, Concentration +15, Craft (tattoos) +9 [*psicrystal*], Craft (gemcutting) +9 [*psicrystal*], Disable Device +8, Open Lock +10, Psicraft +13.

Feats: Encode Stone, Craft Dorje, Scribe Tattoo.

Psionic powers (PP 43): 0 – burst, far hand, far punch, finger of fire, inkling, lesser natural armor; 1st – astral construct I, biocurrent, empathic transfer, spider climb; 2nd – body adjustment, concussion, knock; 3rd – cone of sound, fly; 4th – inertial barrier.

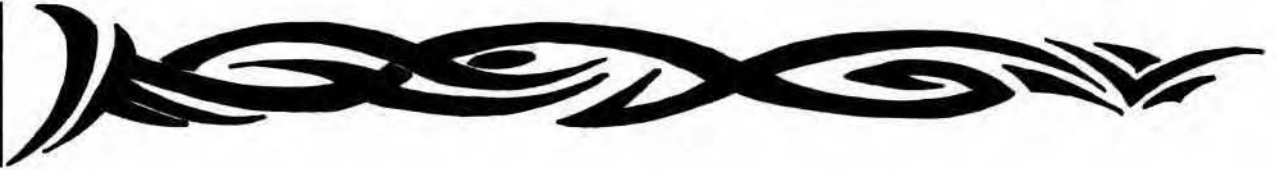
Attack/defense modes (Sp): ego whip, id insinuation, mind thrust, psychic crush/empty mind, intellect fortress, thought shield, tower of iron will.

Possessions: +1 heavy mace, masterwork light crossbow, case and 20 silvered bolts, +1 ring of protection, crystal capacitor (3 power points), 2 tattoos of body adjustment, power stone (empathic transfer), dorje of concussion (32 charges), potion of bull's strength, psicrystal (artiste), tattoo needles and ink, gemcutting tools.

Jelaria Darrek

Evil's greatest strength often lies in its secretive nature: the most successful agents of darkness usually rely on subterfuge to achieve their wicked ends, slowly corrupting the world before the forces of good recognize the threat. Against such subversive forces stands Jelaria Darrek, a crusading paladin who combines her psionic abilities with a might born of conviction. Since the genesis of her psionic abilities several years ago, Jelaria has become a covert doer of good with an ardent desire to root out and destroy evil. Using powers such as *object reading*, *remote viewing*, and *detect thoughts*, as well as her divine abilities, she tracks down criminals and has them brought to justice.





Jelaria often operates in the guise of a thief, a mercenary warrior, or a bandit chief. In fact, many members of the criminal underworld know Jelaria only as a reliable fence who pays well for stolen goods. In truth, she uses her powers to trace the histories of stolen items, bring the thieves to justice, and return the goods to their rightful owner. Jelaria is careful to leave actual law enforcement to contacts in the guard rather than to administer justice herself, thereby blowing her carefully constructed cover.

Jelaria pursues criminals in an extremely aggressive manner, often using her *detect thoughts* power with the slightest (though never *entirely* without) provocation, hoping to dredge up criminal secrets even from those who have done little to deserve her suspicion. To Jelaria, nearly anyone is capable of crime and thus no one is above suspicion. This attitude has caused her to misinterpret her findings in the past and to set the law on innocent men. However, while she regrets these errors, she considers them a small price to

pay for keeping the public safe from the depredations of the criminally minded.

Story Hooks

- While discussing their latest adventure, the party comes under the observation of Jelaria, who attempts to befriend them in order to pump them for information about their background and goals. She may decide to trail the party, hoping to use her powers to learn more about them. A PC may find himself harassed by the guard if Jelaria finds him wanting.
- Jelaria stumbles across a group of devil-worshippers in the city and needs help breaking up their diabolic conspiracy. She and her superiors want the PCs to pose as mercenaries seeking employment with one of the cult's leaders. Once in contact with the conspirators, the PCs are to spy on them, learn their methods, and then report back to Jelaria. Unfortunately, a double agent working in the local church or government tips the cultists off and they decide to create a trap for the PCs, or perhaps the agent spreads some false information that results in Jelaria's suspicions turning to the PCs.



Jelaria Darrek,

female half-elf paladin 4 / expert 3 / psion (seer) 6

CR 8; Medium-size humanoid; HD 4d10+8 (Pal) +3d6+6 (Exp) +6d4+12 (Psi); hp 74; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30 ft.; AC 20 (+2 Dex, +6 *chain shirt*, +2 *ring of force shield*); Atk +12/+7 melee (1d8+2, 19-20/x2 crit, +1 *longsword*), +11/+6 melee (1d4+1, 19-20/x2 crit, mw dagger), or +11/+6 ranged (1d8+1, x3 crit, 110 ft., mighty composite longbow); SA smite evil, turn undead, spells, psionics; SQ detect evil, divine grace, lay on hands, divine health, aura of courage, remove disease, low-light vision, half-elf traits; AL LG; SV Fort +14 [psicrystal], Ref +9, Will +15; Str 13, Dex 14, Con 14, Int 12, Wis 16, Cha 16.

Skills: Appraise +4, Bluff +6, Concentration +12, Diplomacy +6, Disguise +6, Gather Information +11, Heal +7, Innuendo +3, Knowledge (psionics) +5, Knowledge (religion) +3, Knowledge (streetwise) +6, Listen +6, Psicraft +7, Remote View +7, Ride +6, Search +3, Sense Motive +15 [*third eye*], Spot +7.

Feats: Improved Initiative, Power Attack, Psychic Inquisitor, Psychoanalyst, Weapon Focus (longsword).

Paladin spells (1): 1st – *protection from evil*.





Psionic powers (PP 24): 0 – burst, daze, detect psionics, distract, inking; 1st – charm person, know location, object reading; 2nd – detect thoughts, sensitivity to psychic impressions; 3rd – remote viewing.

Attack/defense modes (Sp): mind thrust, psychic crush/all.

Possessions: +2 glamered chain shirt, ring of force shield, +1 longsword, mighty composite longbow (Str 12), quiver and 30 silvered arrows, 2 masterwork daggers, *dorje of knock* (38 charges), gloves of object reading, *psicrystal* (hero), third eye (perceive).

Kiran Whitefeather

Born to a clan from the frigid north, Kiran was always one apart, more at home playing with the village hounds than with the other children his age. As a youth, Kiran realized that he had miraculous powers: he could occasionally see glimpses of the future, see his way around the village unerringly in the dead of night, even alter his parents' moods at times simply by concentrating. Other children told stories of happening upon him as he tended the sheep in the fields and finding him festooned with songbirds, fully grown wolves licking his hands like pups. Eventually, perhaps inevitably, Kiran was driven out by the superstitious people of his clan.

The young warrior spent several years haunting his tribe's lands, generally starving and cold, always pining for acceptance. And then, one winter night, tired of exile, as he lay freezing to death and almost at the point of giving up, he had his first vision of the White Eagle. In this vision, the huge bird sent several ravens scurrying away as it landed upon a furry pile half-buried in the snow, which Kiran then recognized as a the corpse of a man who had been mauled by some beast. The great eagle's sudden, piercing cry drew his attention upward – and when their eyes met, so too did their minds. The young man woke abruptly and found himself wandering, numb and unthinking, into the wilderness.

After several hours or several days, Kiran stumbled across something in the blinding snow: a body, only its boots visible, and atop its feet lay a single white feather, unmoved by the howling wind. His own footwear having long ago fallen to tatters, Kiran took the white-furred boots from the body and placed them on his feet. Miraculously, the biting cold drifted away into memory, and he found himself luxuriously warm for the first time in many years. Since then,

the eagle has aided Kiran through his dreams several times, and out of mingled love and respect for it he has taken up the mantle of protector and friend to all beasts of the wild. His companion Kiya is, Kiran senses, an emissary of the White Eagle of his dreams, and white beasts of any species have become sacred to him. Only two years ago he befriended a monstrously huge white she-wolf, whom he calls Horvf, after she followed him in his journeys for almost two months; she is quite intelligent and, he suspects, probably in love with him. Together, Kiran, Kiya, and Horvf roam the wild northern lands, aiding all beasts against the depredations of rapacious men and surreptitiously guarding the borders of Kiran's estranged people.

Story Hooks

- While traveling in the north, inexplicably waylaid by strange savages or monsters, the PCs are aided or rescued by an enigmatic barbarian and his giant wolf companion. As quickly as they appeared, the rescuers disappear after the battle, and the PCs must follow them if they wish to learn more of their mysterious assailants.
- A distraught stranger enters the PCs' camp seeking aid for a friend who lies wounded not far from the camp. When the PCs reach his friend, they in fact find her to be a great white snow eagle, badly wounded by a crossbow bolt. The stranger tells of a party of foreigners who attacked the eagle without cause and continued north. The foreigners are a company of greedy adventurers who, having heard rumors of the Vaniar, travel north to find the lost treasures of the Vaniar god, Athius.

Kiran Whitefeather, **male human barbarian 5 / psion (telepath) 1 / beast-** **master 6**

CR 9; Medium-size humanoid; HD 5d12+15 (Bbn) +1d4+3 (Psi) +6d8+18 (Bmr); hp 98; Init +1 (Dex); Spd 50 ft. (Speed of Thought); AC 14 (+1 Dex, +3 *studded leather armor*); Atk +13/+8 melee (1d6+4, 19-20/x3 crit, +2 *keen ghost touch handaxe*) or +11 ranged (1d6+2, 30 ft., mw javelin); SA rage (2/day), psionics; SQ uncanny dodge (Dex bonus to AC, can't be flanked, +1 against traps), beast tongue; AL CN; SV (*luckstone* bonus included) Fort +13, Ref +5, Will +10; Str 15, Dex 13, Con 16, Int 12, Wis 13, Cha 17.

Skills (*luckstone* bonus included): Animal Empathy +16 [beast tongue], Climb +7, Concentration +7, Handle Animal +20 [beast tongue], Intuit Direction +5, Jump +13,





Knowledge (local) +5, Knowledge (nature) +5, Listen +12, Ride +6, Sense Motive +4, Stabilize Self +9, Swim +7, Wilderness Lore +16.

Feats: Improved Unarmed Strike, Mental Leap, Power Attack, Rapid Metabolism, Speed of Thought, Track.

Psionic powers (PP 14): 0 – *catfall, elfsight, inkling, lesser natural armor, telepathic projection*; 1st – *animal friend, attraction, bite of the wolf, lesser body adjustment, lesser mindlink**, *sense link**; 2nd – *vigilance*; 3rd – *greater animal friend*. *These powers can target only animals, beasts, or magical beasts.

Attack/defense modes (Sp): *mind thrust, ego whip, id insinuation/empty mind, thought shield, mental barrier, tower of iron will*.

Possessions: Studded leather armor, +2 *keen ghost touch handaxe*, masterwork javelin, *stone of good luck* (luckstone; set into steel cloak clasp), *boots of the winterlands*, *psionatrix of telepathy* (worn around neck on leather thong).

Kiya, white eagle companion: CR ½; Small animal; HD 2d8+2; hp 11; Init +2 (Dex); Spd 10 ft., fly 80 ft. (average); AC 14 (+1 size, +2 Dex, +1 natural); Atk 2 claws +4 melee (1d3), bite –1 melee (1d4); AL N; SV Fort +4, Ref +5, Will +2; Str 10, Dex 15, Con 12, Int 6, Wis 14, Cha 6.

Skills: Listen +6, Spot +6*.

Skills: *Eagles receive a +8 racial bonus to Spot checks during daylight.

Horvf, white dire wolf companion: CR 5; Large animal; HD 9d8+27; hp 69; Init +2 (Dex); Spd 50 ft.; AC 14 (-1 size, +2 Dex, +3 natural); Atk bite +12/+7 melee (1d8+10); Face 5 ft x 10 ft; SA trip; SQ low-light vision, scent; AL N; SV Fort +9, Ref +8, Will +7; Str 25, Dex 15, Con 17, Int 5, Wis 12, Cha 10.

Skills: Hide +5*, Listen +6, Move Silently +5, Spot +6, Wilderness Lore +1*.

SA - Trip (Ex): A dire wolf that hits with a bite attack can attempt to trip its opponent as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the dire wolf.

SQ - Scent (Ex): Can detect opponents within 30 feet by sense of smell. Can follow tracks by smell, making a Wilderness Lore check to find or follow a track.

Skills: *Dire wolves receive a +4 racial bonus to Wilderness Lore checks when tracking by scent. Horvf's natural coloration grants her a +7 racial bonus to Hide checks in areas of snow and ice.

Wendik Maeyorn

Someone with a sharp ear and the right contacts could make a small fortune peddling information gleaned from whispered tavern conversations. Wendik Maeyorn is just such an enterprising spy. Wendik works as a bartender at the Dancing Griffin (or some other such watering hole in your campaign), a tavern popular with merchants and traveling adventurers. Working with his sidekick Bragi, he uses his sharp ears and psionic powers to collect information from merchants and then sells it to bandit chiefs and other raiders who use it to plan ambushes and other strikes against caravans.

Normally, Wendik establishes a *lesser mindlink* with Bragi (counting on the noise in the tavern to cover the power's mental display), who lurks in a booth at the back of the bar. Wendik then uses his Read Lips and Listen skills to eavesdrop on conversations, mentally passing information along to the dwarf, who, if necessary, pulls together a gang of thugs to shake down victims shortly after they leave the tavern. Sometimes if a mark seems particularly promising, Wendik uses *charm person*, concealed with his Hide Power feat, to loosen the tongue of a drunken caravan guard or merchant.

Wendik also sells information to the thieves' guild, among other groups. A member in good standing of the guild, he often digs up information on freelance thieves or rich adventurers who could make ripe targets for guild burglars. Wendik feels no loyalty to the guild, though, and could be pressured into selling information on local crimes and underworld figures. Note, however, that he is by no means suicidal, and would only sell or reveal sensitive information in order to save his life.

In general, Wendik tries to keep a low profile. His employer knows nothing of the pison's schemes and considers him a reliable if unremarkable employee. At work, Wendik puts on a pleasant, deferential demeanor. Outside the tavern, he is a loud-mouthed profligate, a freewheeling braggart who spends his ill-gotten gold on wine and other pleasures as quickly as he comes by it.

Story Hooks

- The party comes under several attacks from thugs and bandits who seem to know much of the PCs' capabilities





and of the treasure they carry. Wendik has taken to shadowing the party and has earmarked them as good targets. The party may find some hints or witness an exchange that helps them to make the connection between the bartender and their thief troubles.

- Wendik has struck up an alliance with the swindler Dirten (see above), feeding him information on adventurers and others who may be vulnerable to the gnome's scam. Characters who visit the bar where Wendik works seeking to track down certain rumors or individuals may receive a tip from Wendik to talk to Dirten.
- While tending bar, Wendik notices a common traveler who seems to have quite a heavy purse. When Wendik sets his thugs against the stranger, the man easily slaughters them, landing Wendik in hot water with the guild and drawing the wanderer's attention to him. The seemingly innocent traveler is in fact Calarius Verrazi (above). Wendik's encounter with Calarius might provide the PCs with an important clue in tracking the wizard-slayer down, but only if they're willing to trust a greedy criminal.

Wendik Maeyorn, male human psion (telepath) 2 / rogue 1

CR 2; Medium-size humanoid; HD 2d4+2 (Psi) +1d6+1 (Rog); hp 16; Init +3 (Dex); Spd 30 ft.; AC 16 (+3 Dex, +3 studded leather armor); Atk +2 melee (1d6, 18-20/x2 crit, mw rapier) or +4 ranged (1d8, 19-20/x2 crit, 80 ft., light crossbow); SA psionics, sneak attack +1d6; AL LE; SV Fort +1, Ref +5, Will +3; Str 10, Dex 16, Con 12, Int 13, Wis 11, Cha 16.

Skills: Appraise +2, Bluff +10 [*psicrystal*], Concentration +6, Gather Information +8, Hide +4, Innuendo +2, Knowledge (psionics) +3, Listen +2, Pick Pocket +4, Read Lips +6, Sense Motive +5.

Feats: Dodge, Hide Power (Ma), Inner Strength.

Psionic powers (PP 5): 0 – *daze, distract, elfsight*; 1st – *charm person, lesser mindlink*.

Attack/defense modes (Sp): *ego whip, mind thrust/empty mind, mental barrier, thought shield*.

Possessions: Masterwork studded leather armor, masterwork rapier, light crossbow, case and 10 bolts, dagger, *dorje of astral construct I* (41 charges), *potion of blur, potion of ghoul touch, potion of hiding, psicrystal (liar)*.

Bragi Orcthrotler

Wendik's sidekick is a tough, foul-mouthed dwarf who

prefers to let others do the heavy work. He considers Wendik a wonderful boon and an easy source of money, but he would never go so far as to actually risk his life for the telepath. Bragi works as an enforcer for several loansharks, but, like most bullies, he is easily reduced to quivering jelly by a decisive show of force.

Bragi Orcthrotler, male dwarf rogue 2

CR 2; Medium-size humanoid; HD 2d6+6; hp 16; Init +2 (Dex); AC 16 (+2 Dex, +4 chain shirt); Atk +3 melee (1d8+1, morningstar), or +3 ranged (1d4, 50 ft, sling); SA sneak attack +1d6; SQ evasion, dwarf traits; AL NE; SV Fort +3, Ref +5, Will +0; Str 13, Dex 14, Con 17, Int 12, Wis 11, Cha 10.

Skills: Appraise +6, Climb +6, Disable Device +8 [mw tools], Hide +7, Innuendo +5, Intimidate +5, Jump +6, Open Lock +9 [mw tools], Search +6.

Feats: Weapon Focus (morningstar).

Possessions: Chain shirt, masterwork morning star, sling, pouch and 10 bullets, dagger, *potion of haste, potion of cure light wounds*, masterwork thieves' tools.

DESIGNER'S NOTES

The *Psionics Toolkit* began as an adventure that revolved around the Monolith of Maurimar. Thus the notes herein surrounding that artifact have been taken largely from my adventure notes. In the end, though, I decided that something as potentially ponderous as psionics needed a book that would help bridge the gap between the core psionics rulebook and most people's campaigns. The points I brought up in the introduction, that psionics can be a real pain to work into a campaign, were rather a sore point with me. Almost everything I write for the d20 System has its roots either in something I want to use in my games or something I have used in my campaigns already. Thus, when I sat down to start plotting out an adventure with psionics, I had no idea where to start. After all, my games don't use those rules, though I wished then that they did. That's when I hit upon the idea of a book that included all sorts of psionics goodies, but more importantly ideas – particularly those that could be used to catapult psionics into the typical fantasy game. I hope that this book prompts more GMs to look at psionics as a legitimate aspect of any fantasy world.

Finally, the tragic events of September 11, 2001, and the three weeks that followed served as a backdrop during the





design of this volume. I'd like to dedicate this book to the brave men and women involved both in that tragedy and in similar tragedies throughout history who have sacrificed so much so that someone like me doesn't have to worry about anything more than writing gaming books.

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