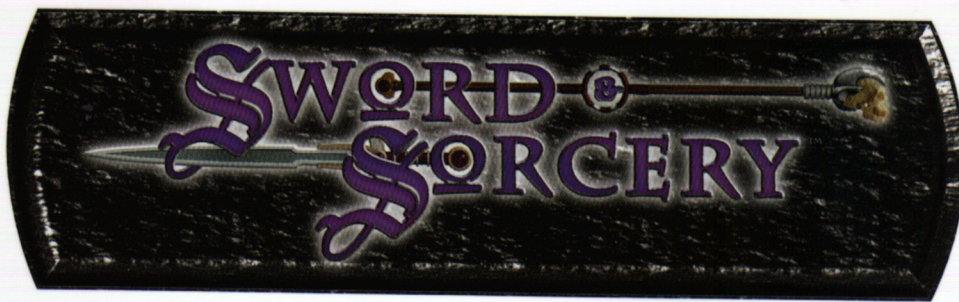
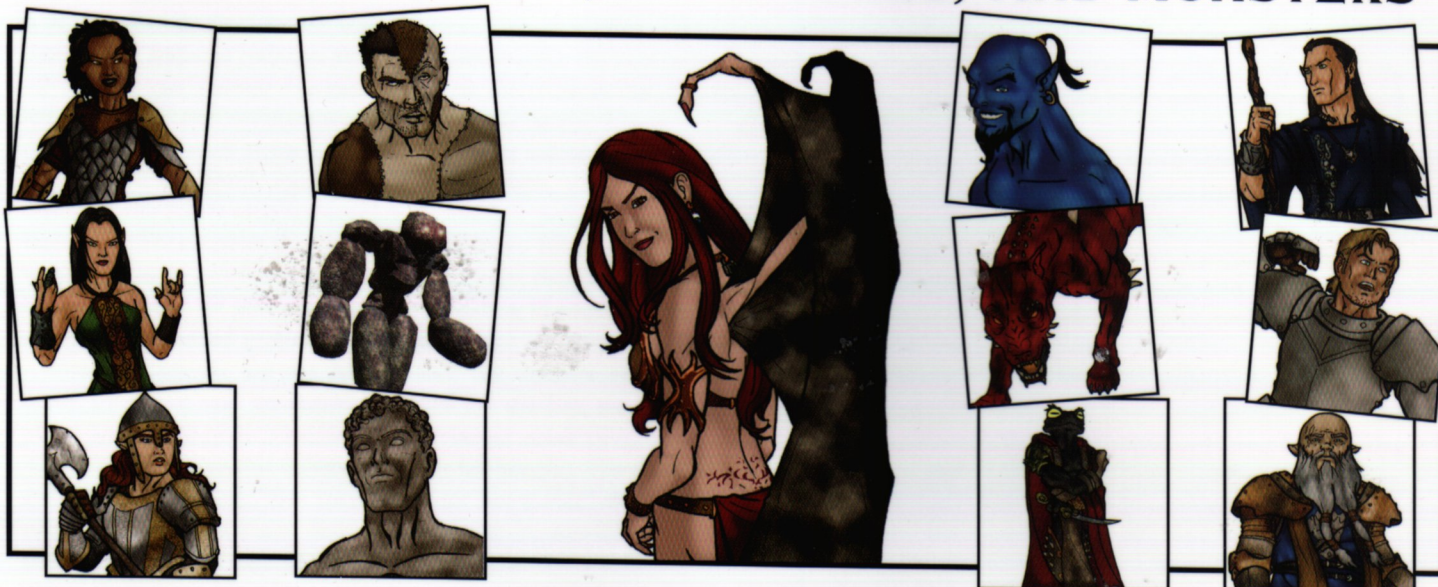


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INTRODUCTION

This collection contains 75 unique character personality counters and more than 75 different monster counters, most with multiple counters available for use. These full-color counters are based on a one-inch equals five-foot scale. Therefore, creatures with a 5-ft. by 5-ft. Face statistic will occupy a single one-inch counter. Before beginning play, carefully remove the counter pages from the booklet and separate the counters along the die-cuts. If you use an x-acto knife or scissors to aid in this process, please be sure to take care with these tools.

As mentioned, the counters come in two types: characters and monsters. Character counters provide a blank space at the bottom for the character's name. For game purposes, the arrow in the top left corner indicates the direction the character is facing. Monster counters have a small arrow in the top left corner indicating direction, as well as a blank square in the bottom right, allowing the Game Master (GM) to assign numbers to multiple monsters of the same type. For example, the heroes may encounter four fire giants, which would be numbered 1 to 4. The GM can then keep track of the individual hit points and actions according to which particular giant is involved in the resulting skirmish.

Monster counters are not labeled with the monster type, as many characters may encounter creatures for the first time and player knowledge of the monster may provide an unfair advantage. The GM should use this mystery to his or her benefit. For example, instead of saying, "You encounter four fire giants," the GM might say, "You encounter four tall but squat humanoids, with coal black skin and flaming red hair," then place the appropriate counters on the battle grid for the players to see the picture.

In addition, having no label on monster counters allows some counters to be used to represent more than a single monster or type of creature. For example, a grey ooze could also represent a new kind of mud elemental, or a nymph could be used to represent another type of fey creature. The counters have been designed to be iconic representations, and should not be considered as absolutes of appearance. Their usefulness is doubled if you think of them this way, making each counter more versatile.

The "Crunchy Bits"

In addition to a vast selection and quantity of counters for your fantasy game, this booklet also contains some new rules material - "crunchy bits" - to add new options or flavor to your game. Three new Prestige Classes are included that come from the standard Fiery Dragon default campaign world, Karathis. While derived from an existing setting, these Prestige Classes are easily transportable into almost any fantasy campaign. Along with the new Prestige Classes is a selection of new legendary mystical swords.



PRESTIGE CLASSES

Brotherhood of Form Idealist

"Now, young disciple, pick up the shattered pieces and start working."

The Brotherhood of Form moves through Kalendia and other human nations restoring abandoned buildings, ancient structures, and broken objects such as once famous sculptures. Its members follow a rigorous, monastic lifestyle, meditating upon the true forms of all objects in the world, believing that they can discover and reveal these true forms. The Brotherhood of Form Idealist represents the most difficult but powerful path of contemplation, for he achieves a mystical, intuitive understanding of objects and their true forms.

Monks are primarily given to becoming an Idealist, though some clerics, fighters, paladins, rangers, and rogues have been known to become Idealists in the Brotherhood's history. Wizards occasionally will take this prestige class if they have a particular interest in constructs, especially golems. Bards, druids, and sorcerers rarely become Idealists; the Brotherhood of Form has never known a barbarian Idealist.

As NPCs, Idealists typically lead individual cells of the Brotherhood, engaging in separate projects that sometimes take years. They are also often sought after and consulted for restoring valuable objects such as works of art, musical instruments, weapons, armor, family heirlooms, and the like.

Hit Die: d8.

Requirements

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

Craft (any): 10 ranks.

Knowledge (architecture or engineering): 5 ranks.

Feat: Improved Unarmed Strike.

Alignment: Any lawful. An Idealist who becomes nonlawful cannot gain new levels as an Idealist but retains all Idealist abilities.

Special: The disciple must pass a test of skill. Using any Craft skill, the disciple must sculpt a masterful work of art, using only broken pieces. The results of these tests are usually quite unusual. During the time it takes to complete this crafting, the applicant must remain in the monastery of the local Brotherhood. This test requires two Craft checks, one for the item itself (DC varies) and one to make it masterwork (DC 20, as described under the Craft skill). For items other than weapons or armor, assume that the masterwork component costs 150 gp. The applicant is forced to use damaged raw materials and rely on improvised tools, granting a -10 circumstance penalty to both checks.

Class Skills

The Idealist's class skills (and the key ability for each) are Appraise (Int), Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Knowledge (architecture) (Int), Knowledge (engineering)





Table 1: Brotherhood of Form Idealist

Class Level	Base			Will	AC	Special Abilities
	Attack	Fort Save	Ref Save	Save	Bonus	
1	+0	+2	+2	+2	+0	Monk-like AC bonuses, Craftcunning, Foundation of All Crafts
2	+1	+3	+3	+3	+0	Mending Touch, Pierce the Veil
3	+2	+3	+3	+3	+0	Heal Objects, Iron Hand 5/+1
4	+3	+4	+4	+4	+0	Restorative Touch
5	+3	+4	+4	+4	+1	Touch of Clarity
6	+4	+5	+5	+5	+1	Iron Hand 10/+2
7	+5	+5	+5	+5	+1	Coaxing the Form
8	+6	+6	+6	+6	+1	Greater Restorative Touch
9	+6	+6	+6	+6	+2	Iron Hand 15/+3, Sleight of Truth
10	+7	+7	+7	+7	+2	Commune With Objects, Disintegrative Touch

(Int), Knowledge (arcana) (Int), Listen (Wis), Profession (Wis), Search (Int), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the Idealist prestige class. Unless otherwise noted, all spell-like abilities function as if cast by a cleric of the Idealist's class level.

Weapon and Armor Proficiency: An Idealist gains no additional weapon or armor proficiencies. An Idealist's special skills, however, require freedom of movement, and so an Idealist who wears any armor or shield loses his AC bonus for Wisdom and AC bonus for class and level, while all special abilities face the arcane spell failure chance that the armor type normally imposes.

Monk-like Armor Bonuses (Ex): When the Idealist is wearing no armor or shield, he receives the AC bonus as noted in Table 1: Idealist. This bonus stacks with any AC bonus previously gained as a monk. Moreover, the Idealist applies Dexterity and Wisdom bonuses to AC if unarmored.

Craftcunning (Ex): An Idealist gains a +2 competence bonus on checks to notice and identify unusual construction or engineering, such as secret or concealed doors, sliding walls, new construction, unsafe surfaces, shaky ceilings, the nature and extent of damage to a structure (i.e., a building, a cart), and the like. An Idealist who merely comes within 10 feet of unusual construction or engineering can make a check as if he was actively searching. The +2 competence bonus from Craftcunning also applies to any Appraise checks for identifying the value of crafted objects (i.e., weapons, armor, shields, sculptures, tools).

Foundation of All Crafts (Ex): Due to his unique understanding of the underlying concepts of craftsmanship, an Idealist gains an insight bonus equal to his class level on all Craft checks. He also gains 2 free skill points per level that can only be used to gain ranks in Craft skills.

Mending Touch (Ex): At 2nd level, the Idealist acquires the extraordinary ability to repair minor damage to an inanimate object merely by concentrating and running his hands over it with a variety of subtle, delicate movements. This is a full-round action

and is equivalent to the *mending* spell, although Mending Touch is not a magical effect. The Idealist can use this ability a number of times each day equal to his class level plus his Wisdom modifier. This talent is traditionally used for restoring masterpieces of art.

Pierce the Veil (Sp): At 2nd level, the Idealist, after much meditation and practice, begins to sense intuitively the true forms within every object and learns to recognize any alterations to those true forms. The Idealist gains the spell-like ability to cast *detect magic* at will upon objects, with the restriction that he can detect only Transmutation magic.

Heal Objects (Sp): Upon reaching 3rd level, the Idealist gains the spell-like ability to heal damage to inanimate objects (i.e., weapons, armor, shields, tools, walls, carts, fabrics, doors, furniture, works of art) and constructs (i.e., golems) in a manner similar to a paladin's lay on hands ability, with the exception that the Idealist does not channel positive energy and so cannot harm undead. The Idealist can restore a number of hit points to inanimate objects and constructs each day equal to his class level multiplied by his Wisdom modifier.

Iron Hand (Ex): Starting at 3rd level, the Idealist has begun to understand the nature of inanimate, crafted objects and constructs in such a nearly mystical manner that he can ignore the hardness rating and magical bonus of an object, a construct's damage resistance, and can inflict critical hits upon constructs when attempting to attack with an unarmed strike. At 3rd level, therefore, the Idealist's unarmed attacks against objects ignore a hardness rating of 5 or less and deal damage normally; as well, such attacks are effective against weapons, shields, or armor with an enhancement bonus of +1. As well, at 3rd level, the Idealist's unarmed attacks against constructs can affect an animated object of tiny to large size, a clay or flesh golem, and a homonculus.

At 6th level, the Idealist's unarmed attacks against objects ignore a hardness rating of 10 or less and deal damage normally; such attacks are effective against weapons, shields, or armor with an enhancement bonus of +2 or less. As well, at 6th level, the Idealist's unarmed attacks against constructs can affect an animated object of huge to gargantuan size, a retriever, a shield guardian, and a stone golem.





At 9th level, the Idealist's unarmed attacks against objects ignore a hardness rating of 15 or less and deal damage normally; such attacks are effective against weapons, shields, or armor with an enhancement bonus of +3 or less. As well, at 9th level, the Idealist's unarmed attacks can affect an animated object of colossal size and an iron golem.

Restorative Touch (Sp): Upon reaching 4th level, the Idealist gains the spell-like ability to create an effect equivalent to that of the spell *make whole* when touching a crafted, constructed object of any substance. This ability can be used once per day.

Touch of Clarity (Sp): At 5th level, the Idealist can attempt to dispel with a touch any Transmutation magic used to alter an inanimate, crafted object. This action is equivalent to a melee touch attack, and the Idealist must declare that he is using this ability before rolling to attack. A successful attack deals no damage but instead affects the target as a *dispel magic* spell cast by a cleric of the Idealist's class level; failure to hit wastes one of the uses for that day. This spell-like ability affects only the single 5-foot square area struck by the Idealist, and it can dispel only Transmutation magic. Touch of Clarity can be used a number of times per day equal to the Idealist's Wisdom modifier.

Coaxing the Form (Ex): Starting at 7th level, the Idealist has reached a state of intuitive understanding with any medium in which he works. His hands are now equivalent to masterwork tools, granting a +2 circumstance bonus to all Craft skill checks. Moreover, all objects made or repaired by an Idealist are considered to be of masterwork quality.

Greater Restorative Touch (Sp): At 8th level, the Idealist can extend his ability to create an effect equivalent to the *make whole* spell by repairing magic rods, staves, and wands, as well as items that have been warped, burned, disintegrated, ground to powder, or melted. As well, the use of this ability increases the repaired object's hardness rating by 1. This spell-like ability requires a full-round action, and it can be used once per day.

Sleight of Truth (Sp): A 9th-level Idealist can alter a crafted, constructed object's essential form. With a touch he can *polymorph any object*, with the restriction that the alteration must be within the same kingdom, class, size, and general substance; as well, this ability cannot be used upon creatures, but it can affect constructs. An Idealist could, for instance, change a steel sword into a steel candelabra, a leather backpack into a leather vest, a stone bowl into a small stone sculpture, and so on. The change is permanent (unless, perhaps, dispelled by an Idealist's Touch of Clarity ability). This spell-like ability is useable once per day.

Commune With Objects (Sp): Upon reaching 10th level, the Idealist's long experience with and meditation upon the nature of objects and their forms allows him, effectively, to commune with and gain information from objects in a manner equivalent to the spell *stone tell*. Thus, the Idealist can learn who or what has touched an object, who or what made the object, who or what may be concealed behind or under an object. The object will provide complete descriptions if asked, although whatever information is related could very well depend upon the object's perspective, per-

ception, and knowledge. The Idealist can speak with only crafted, constructed objects. This ability can be used a number of times per day equal to the Idealist's Wisdom modifier.

Disintegrative Touch (Sp): At 10th-level, an Idealist not only understands the intricacies of repairing and restoring objects - he also understands the intricacies of how to disintegrate objects into fine dust. This spell-like ability acts in every way as the spell *disintegrate*, except that it requires a successful melee touch attack and that it can be applied only to hand-made, crafted objects (including constructs). Disintegrative Touch can be used once per day.

Gnome Combat Miner

"Bring it down!"

Where catapults and fireballs fail, where climbing is too risky and teleporting is suicide, there is the workplace of the Combat Miner. As the saying goes, where there is a wall, there is a way. Not only adept at tearing down walls and doors, but also destroying the animated constructs of evil spellcasters, Combat Miners are to gnomes what Arcane Archers are to elves: the epitome of their race, the paragons that all young dream of becoming but which few manage to accomplish. Gnome Combat Miners usually get along well with dwarves and deep gnomes (the latter, in fact, boast a few Combat Miners within their ranks).

Fighters become Combat Miners far more often than any other class, but barbarian, bard, paladin, ranger and rogue Combat Miners are far from unusual. Clerics of the gnome gods sometimes hear the call for battle and become Combat Miners, much like other races' clerics become crusaders. Wizards and sorcerers cannot meet the requirements until higher levels, and by then they can already use magic to accomplish the same tasks of the Combat Miner. Druids and monks are the notable exceptions, as the gnomes have never heard of Combat Miners hailing from these two classes.

NPC Combat Miners are usually leaders of elite gnome forces that specialize in breaching the defenses of castles and fortresses, particularly during sieges. They will often form their own small units for this purpose. Combat Miners are some of the most famous heroes in gnome history, especially for their exploits in numerous battles against the Shadow King.

Hit Die: d10.

Requirements

Race: Gnome.

Base Attack Bonus: +5.

Knowledge (architecture and engineering): 4 ranks.

Profession (miner): 8 ranks.

Feats: Exotic Weapon Proficiency (gnome hooked hammer), Weapon Focus (gnome hooked hammer).

Class Skills

The Gnome Combat Miner's class skills (and the key ability for





Table 2: Gnome Combat Miner

Class Level	Base			Will	Special Abilities
	Attack	Fort Save	Ref Save	Save	
1	+1	+2	+0	+0	Dual Hammer, Home Below +1, Weak Spots +1d6
2	+2	+3	+0	+0	Miner's Sight, Uncanny Dodge (Dex bonus to AC)
3	+3	+3	+1	+1	Master of the Hooked Hammer, No Object Too Hard 5, Weak Spots +2d6
4	+4	+4	+1	+1	Destabilize, Home Below +2
5	+5	+4	+1	+1	Uncanny Dodge (cannot be flanked), Weak Spots +3d6
6	+6	+5	+2	+2	Deconstruction, No Object Too Hard 10
7	+7	+5	+2	+2	Home Below +3, Weak Spots +4d6
8	+8	+6	+2	+2	Grand Master of the Hooked Hammer
9	+9	+6	+3	+3	No Object Too Hard 15, Weak Spots +5d6
10	+10	+7	+3	+3	Home Below +4, Shake the Foundations

each) are Climb (Str), Craft (Int), Intuit Direction (Wis), Jump (Str), Knowledge (architecture and engineering) (Int), Profession (Wis), Swim (Str).

Skill Points at Each Level: 2 + Int modifier.

Class Features

All of the following are class features of the Gnome Combat Miner prestige class. All spell-like abilities function as if cast by a wizard of the Combat Miner's class level. Unless otherwise noted, "object" refers strictly to natural and worked structures such as walls, doors, columns, beams, building foundations, stairs, tunnels, and the like.

Weapon and Armor Proficiency: The Gnome Combat Miner is proficient with all types of armor and shields. She does not acquire any new weapon proficiencies beyond those gained from other classes.

Dual Hammer (Ex): When wielding the gnome hooked hammer as a double weapon, the Combat Miner fights as if she possessed the Ambidexterity and Two-Weapon Fighting feats, incurring only a -2 penalty on her attacks.

Home Below (Ex): The Combat Miner's familiarity with moving, working, and fighting underground, whether in natural (i.e., a cavern, a burrow) or worked (i.e., a dungeon) environments, grants her the listed competence bonus to AC, attack rolls, and skill checks. This extraordinary ability is not active when the Combat Miner is simply indoors.

Weak Spots (Ex): Owing to her extensive knowledge of mining and structures, the Combat Miner adds the indicated amount of extra damage whenever attacking or attempting in some way to damage an object.

Miner's Sight (Ex): At 2nd level, the Combat Miner develops darkvision, up to a range of 60 feet.

Uncanny Dodge (Ex): Starting at 2nd level, the Combat Miner gains the extraordinary ability to react to danger while underground before her senses would normally allow her to do so. At 2nd level and above, she keeps her Dexterity bonus to AC (if any) even if caught flat-footed or struck by an invisible attacker, although she still loses her Dexterity bonus to AC if immobilized.

At 5th level, the Combat Miner can no longer be flanked while underground; she can react to opponents on opposite sides of her as easily as she reacts to a single attacker. Rogues cannot use flanking to sneak attack a Combat Miner, unless they are four levels higher than her total character level.

This ability is not effective above ground or while the Combat Miner is merely indoors.

Master of the Hooked Hammer (Ex): At 3rd level, the Combat Miner gains the Weapon Specialization feat for the gnome hooked hammer. If she already took this feat for this weapon, the bonus stacks.

No Object Too Hard (Ex): Starting at 3rd level, the Combat Miner gains the extraordinary ability to ignore the hardness rating of an object when attempting to attack it. At 3rd level, therefore, the Combat Miner's attacks against objects ignore a hardness rating of 5 or less and deal damage normally.

At 6th level, the Combat Miner's attacks against objects ignore a hardness rating of 10 or less and deal damage normally, and at 9th level her attacks ignore a hardness rating of 15 or less and deal damage normally.

Destabilize (Sp): Upon reaching 4th level, the Combat Miner gains the spell-like ability to affect the consistency of earth- and stone-based structures in a manner equivalent to the *soften earth and stone* spell, although she can affect worked as well as natural earth and stone. She can use this ability a number of times per day equal to her Intelligence modifier.

Deconstruction (Ex): At 6th level, the Combat Miner gains the extraordinary ability to inflict critical hits upon objects.

Grand Master of the Hooked Hammer (Ex): Upon reaching 8th level, the Combat Miner gains the Improved Two-Weapon Fighting feat, primarily for use with the gnome hooked hammer.

Shake the Foundations (Sp): Upon reaching 10th level, the Combat Miner gains the spell-like ability to alter the material form of earth and stone in a manner equivalent to the spell *transmute rock to mud*, although she can affect worked as well as natural earth and stone. She can use this ability once per day.





Red Smile Assassin: Death Jester

The jester slinked toward the audience member, smiling alluringly. She moved in close, pressing her body to him as she blindfolded him.

"Now stand still," she whispered into his ear.

Adopting a dramatic pose, she drew several daggers and began juggling them around the blindfolded man, weaving around his body to catch the whirling blades. With each revolution, she nudged him with her body, enticing him. The audience tittered as the man groped blindly for her. She taunted him for over a minute, to the crowd's delight.

"And now, the finale! Whatever you do, don't move."

Plucking the half-dozen knives from the air, she tossed them all straight upward, then tugged the blindfold down from the man's eyes. As the kerchief fell about his neck, the six daggers dug into the ground around him. The man stood shocked, his eyes wide.

Laughing at the man's expression, the audience burst into cheers. The jester bowed flamboyantly, then cartwheeled sideways off-stage. The crowd members applauded for nearly half a minute before they realized that the man with the handkerchief had fallen to the ground. Screams began to replace laughs, and a woman ran on stage to help.

When she rolled the man over, the kerchief slapped wetly against the stage. Gasping in disgust, she pulled away the cloth, revealing a wide slash crossing his neck from ear to ear, like a bloody red smile.

Hit Die: d6.

Requirements

Alignment: Any evil.

Bluff: 8 ranks.

Disguise: 8 ranks.

Perform: 8 ranks.

Pick Pocket: 8 ranks.

Special: The prospective Death Jester must meet with a current member and tell him a joke he has not heard before. If she can make the current Death Jester at least break a smile, he will train her. Otherwise, she will end up "smiling" herself.

Class Skills

The Death Jester's class skills (and the key ability for each) are Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con),

Craft (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Innuendo (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Read Lips (Int), Search (Int), Sense Motive (Wis), Spot (Wis), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the Death Jester prestige class.

Weapon and Armor Proficiency: A Death Jester gains no additional proficiency in any weapons, armor, or shield.

Sneak Attack (Ex): The Death Jester specializes in striking when the target is defenseless, usually approaching a target while disguised innocuously. A Death Jester can make sneak attacks with the same requirements and limitations as those of a rogue. If a Death Jester receives a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

The Laughing Way (Sp): Once per day per level, a Death Jester can use her performances (comedy, satire, taunting, dance, and others) to produce magical effects on those around her, similar to the Bardic Music ability of bards. All of these spell-like abilities require the Death Jester to make a Perform check. Affected creatures may make an opposed Will saving throw to resist the effect, and those that succeed cannot be affected by the same Death Jester for 24 hours.

Inspire Friendship: A Death Jester with 8 or more ranks in Perform can attempt to make her audience more friendly and favorable her. To be affected, the audience must be able to see and hear the Death Jester perform for a full round. The Death Jester makes a Perform check, while all in the audience make opposed Will saving throws. Those failing their saves are affected as if by the *emotion* (friendship) spell; furthermore, they receive a -2 circumstance penalty to saving throws against any other charm effects attempted by the Death Jester. Inspire friendship lasts as long as the Death Jester performs, and for 5 rounds after she finishes. This is a spell-like, mind-affecting charm ability.

Delight Irrationally: A Death Jester with 8 or more ranks in Perform can attempt to incapacitate a target creature by making it laugh uncontrollably. The target must be able to see and hear the Death Jester, be within 90 feet, and be paying attention to her;

Table 3: Red Smile Assassin Death Jester

Class Level	Base		Will		Special Abilities
	Attack	Fort Save	Ref Save	Save	
1	+0	+0	+2	+0	Sneak Attack +1d6, The Laughing Way, The Red Smile
2	+1	+0	+3	+0	Always Happy
3	+2	+1	+3	+1	Sneak Attack +2d6
4	+3	+1	+4	+1	Flash A Smile
5	+3	+1	+4	+1	Sneak Attack +3d6





moreover, the Death Jester must concentrate, as if casting or maintaining a spell. The Death Jester makes a Perform check and the target makes an opposed Will saving throw. A failed save means that the target begins laughing uncontrollably, falling prone and becoming flat-footed; as well, the target suffers a -4 penalty to Spot and Listen checks. This effect lasts for 3 rounds plus 1 round per class level of the Death Jester.

Laugh It Off: Whenever the Death Jester or any of her allies must make a saving throw, she can make a Perform check. After rolling their own saves, allies within 30 feet may use the Death Jester's

New Melee Weapon Special Ability

Slicing: A slicing weapon allows a wielder to cut through solid objects, ignoring their hardness and damaging them more easily. Slicing weapons ignore up to 10 points of hardness for any object, thus also ignoring the damage resistance of most materials made of steel, iron, stone, or more malleable materials. For example, a strike against a steel chain would ignore its hardness (10 points), dealing all damage normally. Similarly, a strike against a masonry wall with a hardness of 8 would ignore the damage reduction provided by the hardness and deal all damage normally. Only slashing weapons can be enchanted with this ability.

Caster Level: 13th; **Prerequisites:** Craft Magic Arms and Armor, *transmute metal to wood*, *transmute rock to mud*; **Market Price:** +2 bonus.

Perform check result in its place, whichever is better. Right after having to make the save, the Death Jester cracks a joke that makes light of the danger just overcome.

Suggestion: A Death Jester with 12 or more ranks in Perform can make a *suggestion* (as the spell) to a creature that she has already affected by delight irrationally (see above). The *suggestion* does not count against the Death Jester's daily limit for laughing way performances, though the delight irrationally does. A Will saving throw (DC 13 + the Death Jester's Charisma modifier) negates the effect. This is a spell-like, mind-affecting charm ability.

The Red Smile (Ex): Beginning at 1st level, if the Death Jester studies her victim for 3 rounds and then

makes a sneak attack with a slashing melee weapon that successfully deals damage, she opens up the victim's flesh over a major artery in a wide arc. As this attack normally goes across the throat, it is commonly known as the Red Smile.

While studying the victim, the assassin can undertake other actions so long as her attention focuses on the target and the target does not recognize her as an enemy. If the victim of such an attack fails his Fortitude saving throw (DC 10 + the Death Jester's class level + Charisma modifier), he begins to bleed profusely. Each round thereafter, the victim takes damage as hit by another sneak attack dealing the same amount of damage dice. A heal check (DC 20) stops further bleeding, as does any form of magical healing that cures at least 5 hp.

The Death Jester may attempt a Pick Pocket or Bluff check (opposed by an onlooker's Spot or Sense Motive check, respective-

ly) to inflict the Red Smile attack subtly. If the assassin wins this check, the onlooker does not notice the attack itself (but may notice its consequences).

Always Happy (Ex): A 2nd-level Death Jester is always a little happy, gaining immunity to all forms of emotion-inducing magic. She also gains a +5 resistance bonus to all enchantment, charm, and compulsion effects. She can raise or lower this resistance as a free action once per round.

Flash a Smile (Ex): At 4th level, the Death Jester can inflict the trademark Red Smile attack even in normal combat. With any successful sneak attack that deals damage, the victim must make a Fortitude saving throw (DC 10 + the Death Jester's class level + Charisma modifier). If he fails, each round thereafter he takes 1 point of damage per extra die of damage inflicted by the sneak attack from bleeding. This bleeding can be stopped with a successful Heal check (DC 10) or any form of magical healing that cures at least 1 hit point.

MAGIC SWORDS

Within the libraries of the Jircokk, powerful fire giant sword-forgers, there lies knowledge of a great many swords of power created upon Karathis. The most carefully researched volumes contain lore about The Six - the Runeblades forged by the Sorcerers long ago during their war with the Psions that nearly destroyed half the world. Yet even older texts, some retrieved from Underland allies, contain information on the Sorcerers' earlier attempts at forging mighty powerswords. These early experiments of Jaylon Tund and his forgemasters, as well as other weapons of note, are detailed here.

Golem Killer

As the political factions within the Sorcerer's nation grew divided, internal conflict often interfered in the development of weapons to combat their psionic enemies. When arcane creations were sent against the Tund Forge in the capitol city, Sir Jaylon (the head magesmith) created the sword Golem Killer.

This is a +1 *slicing bane (constructs) longsword* with the following properties: ignores up to 10 points of Hardness on all objects; +3 enhancement bonus to attack and damage when engaging in melee combat against constructs; +2d6 points of damage on any successful hit against golems of any type; in addition, the sword has the supernatural ability to inflict critical hits on all golems at a longsword's normal critical threat range and damage bonus.

Caster Level: 13th; **Prerequisites:** Craft Magic Arms and Armor, *summon monster I*, *transmute metal to wood*, *transmute rock to mud*; **Market Price:** 50,315 gp; **Cost to Create:** 25,160 gp + 2,015 XP.

Demon Sword

The sword that set the smiths on the path that eventually led to the creation of the Runeblades (which are bound souls of extra-planar powers), the Demon Sword is actually the polymorphed form of a dretch, imprisoned and permanently contained within the





white steel of the blade.

The Demon Sword is a +1 *longsword* that allows the wielder to invoke the following spell-like abilities: At will - *darkness*, *scare*, and *telekinesis*; 1/day - *stinking cloud*. These abilities are as the spells cast by a 2nd-level sorcerer (DC 10 + spell level).

Though the demon's psyche and mind are silently bound up within the sword, its evil is still palpable around the weapon. Any good-aligned character who attempts to wield the weapon gains one negative level. The negative level remains so long as the weapon is in the wielder's possession and disappears once the weapon is discarded or given away.

Caster Level: 9th; *Prerequisites:* Craft Magic Arms and Armor, *permanency*, *polymorph other*, *summon monster III*; *Market Price:* 8,315 gp; *Cost to Create:* 4,160 gp + 2,335 XP.

Dagger of Truth

Unlike many magical weapons, this magical dagger never sheds light, appearing to the untrained eye as a completely normal dagger. When pressed against a target's flesh, however, the dagger reveals its true abilities to the wielder: if the target should utter a falsehood, the hilt will vibrate subtly, letting the wielder know that the target is lying.

This weapon is often used by debt-collectors and ruthless interrogators, who hold the blade to the throat of their subject while asking questions, often surprising the victim with their ability to discern lies.

Caster Level: 7th; *Prerequisites:* Craft Magic Arms and Armor, *discern lies*; *Market Price:* 2,302 gp; *Cost to Create:* 1,150 gp + 92 XP.

Despair

A powerful longsword forged by the Underland smiths of the mindflayers, Despair was created nearly five centuries ago - but has only been drawn once. Its effects are so overwhelming, the mindflayers magically shielded it and sent it deep into the planet's core. It is presumed to remain there still, far away from potential allies and enemies alike.

Despair appears as a masterwork longsword, though the blade is always sheathed in its deep-black scabbard. Drawing the blade activates its powers.

When drawn, all living creatures within 300 feet, including the wielder, must make a Will Save (DC 25). Any creature that succeeds at its saving throw is filled with bleakness, unable to attack, cast spells, concentrate on spells, or do anything else requiring attention. The only action such a creature can take is a single move or move-equivalent action per turn. This effect lasts as long as the creature is within the sword's radius of effect and the blade is drawn. Re-entering the area of effect does not require a second save; the character simply returns to the bleakness.

Failing the save results in far worse consequences, depending on the victim's hit dice:

Creatures with less than 4 HD are instantly killed.

Creatures with 5-10 HD become paralyzed, unable to move or

act physically. They have an effective Strength and Dexterity score of 0. A creature paralyzed by Despair must make a Will Save (DC 25) to perform any mental actions, including the use of psionics.

Creatures with 11-15 HD are reduced to 0 hit points and considered disabled.

Creatures with 16 or more HD are panicked, and suffer a -2 morale penalty to all saving throws and must flee the area. Creatures panicked by Despair cannot use spells or spell-like abilities to flee.

All attempts by the mindflayers to destroy the weapon failed. Unable to undo what they had wrought, the mindflayers sealed the sword in a *prismatic sphere* and imprisoned it far beneath the planet's surface. Despair is a unique magical item, and the methods of its exact construction have been destroyed by the mindflyer hierarchy.

MONSTER COUNTER LIST

Ankheg x 3	Elemental, Water x 3	Slaad, Red x 2
Ape x 4	Ettin x 4	Snake x 12
Aranea x 4	Genie, Djinn x 3	Sphinx x 2
Badger x 4	Genie, Efreet x 3	Sprite, Pixie x 10
Basilisk x 4	Giant, Cloud x 2	Treant x 2
Blink Dog x 4	Giant, Fire x 4	Troglodyte x 5
Bulette x 2	Giant, Frost x 4	Unicorn x 4
Carrion Crawler x 3	Giant, Hill x 4	Weasel x 4
Cat x 8	Giant, Stone x 4	Wolf x 6
Centaur x 3	Giant, Storm x 2	Wolverine x 2
Chimera x 2	Golem, Flesh x 3	Worg x 4
Couatl x 3	Golem, Iron x 3	Wyvern x 2
Cockatrice x 3	Golem, Stone x 3	Yuan-ti x 3
Demon, Balor x 1	Griffon x 3	Yuan-ti, Halfblood x 4
Demon, Marilith x 3	Hag, Annis x 3	
Demon, Succubus x 2	Hag, Green x 3	
Demon, Vretch x 5	Hag, Night x 3	
Devil, Lemure x 5	Hell Hound x 9	
Devil, Osyluth x 6	Hippogriff x 2	
Displacer Beast x 4	Kuo Toa x 5	
Dog x 7	Manticore x 2	
Dragon, Black x 2	Naga, Dark x 3	
Dragon, Brass x 2	Nightmare x 3	
Dragon, Bronze x 4	Nymph x 5	
Dragon, Copper x 4	Ooze, Gel. Cube x 2	
Dragon, Gold x 2	Ooze, Grey x 4	
Dragon, Green x 4	Pegasus x 4	
Dragon, Red x 2	Rakshasa x 2	
Dragon, Silver x 4	Rat x 12	
Dragon, White x 2	Raven x 8	
Dragonne x 3	Roper x 5	
Dryad x 5	Rusty Monster x 5	
Eagle x 2	Slaad, Blue x 3	
Elemental, Air x 3	Slaad, Death x 2	
Elemental, Earth x 3	Slaad, Gray x 2	
Elemental, Fire x 3	Slaad, Green x 2	





Credits

Counter Art: **Claudio Pozas**
 Combat Miner Design: **Claudio Pozas**
 Idealist & Death Jester Design: **Ryan Nock**
 Sword Design: **James Bell**
 Additional Design: **Michael Johnstone**
 Editing: **Michael Johnstone**
 Production: **Jason Kempton**



Fiery Dragon Productions, Inc.
 115 Front Street East, Suite 411
 Toronto, Ontario
 M5A 4S6
 CANADA

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WW16041: Counter Collection II

ISBN: 1-58846-173-4

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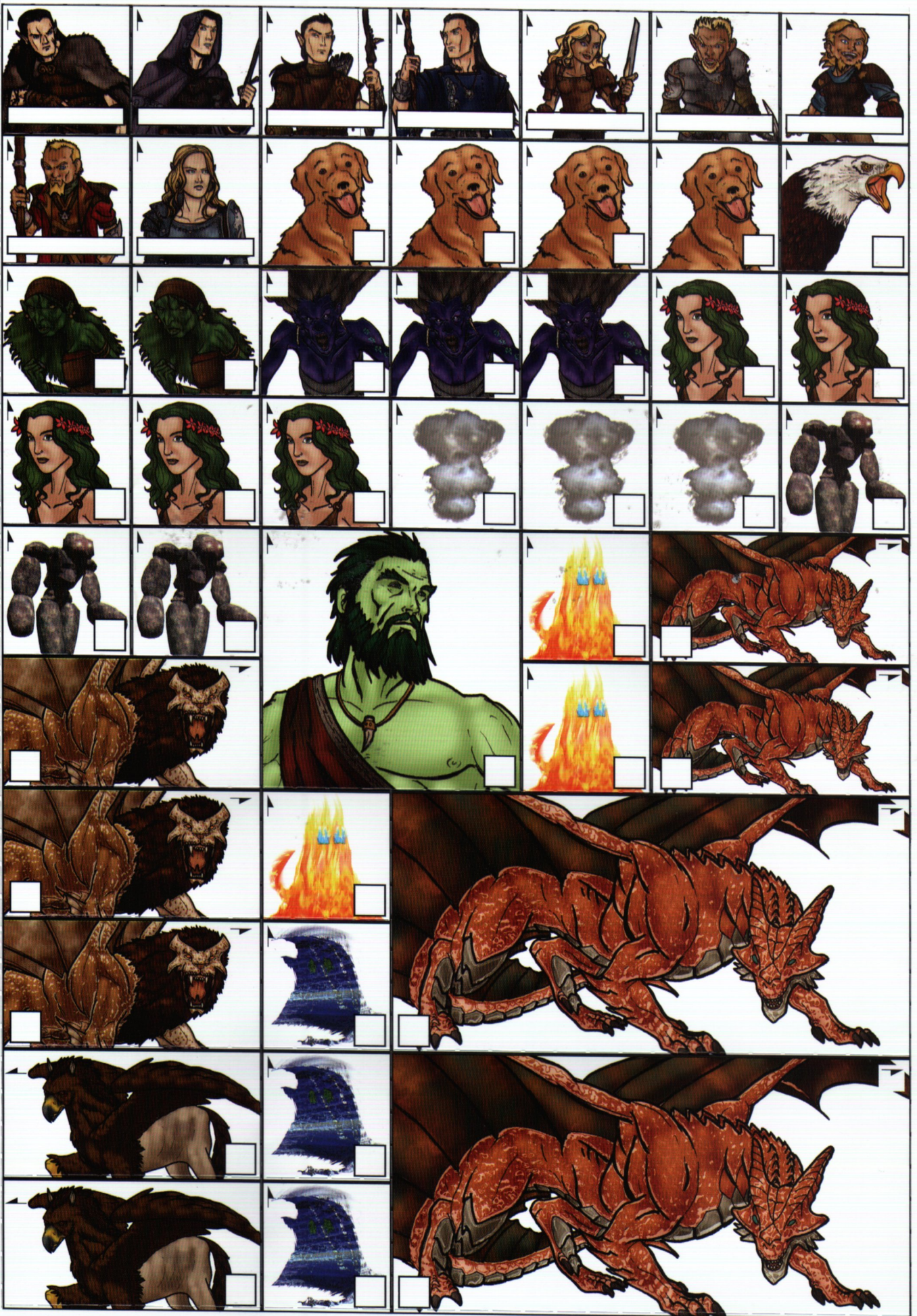
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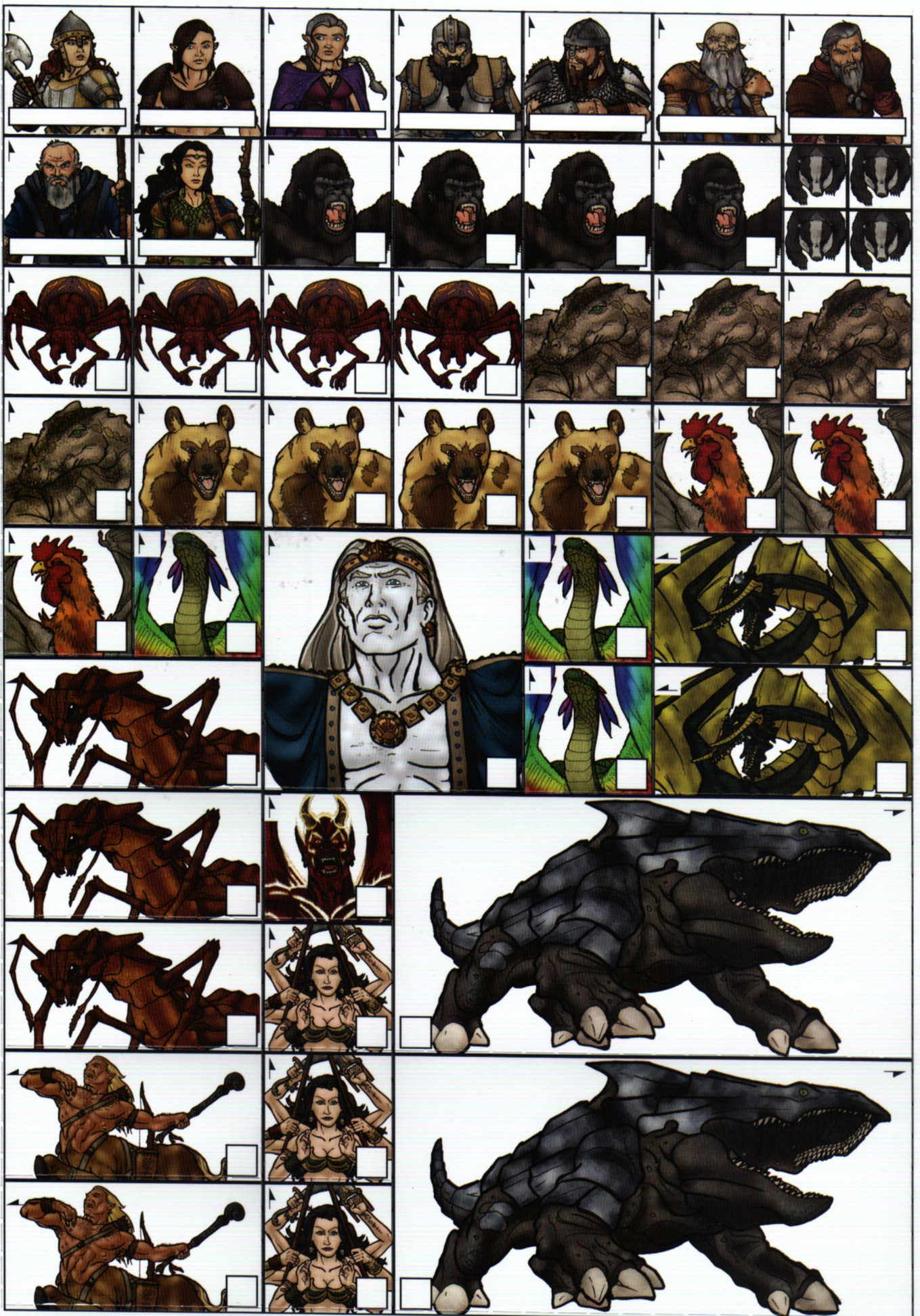
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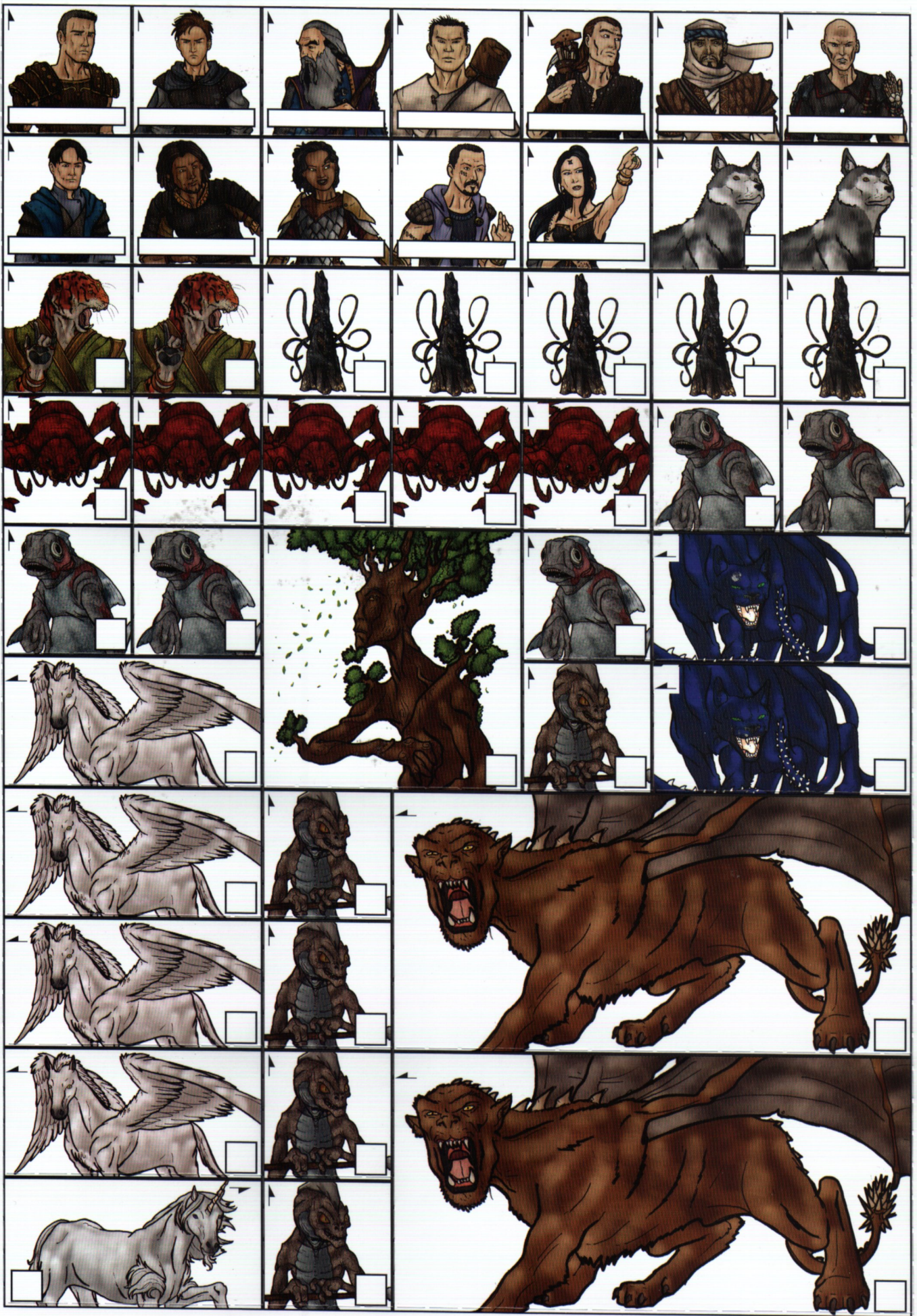


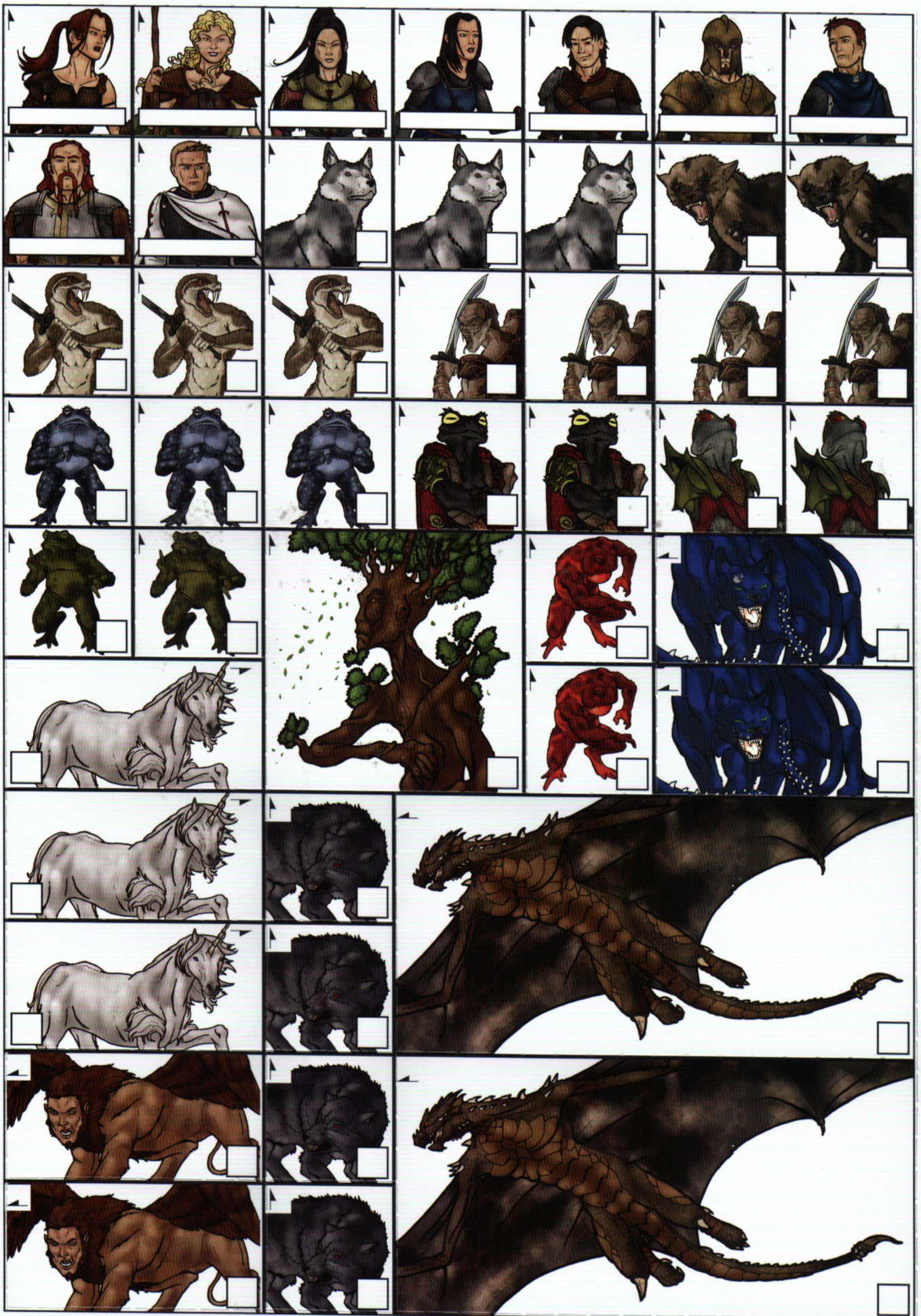


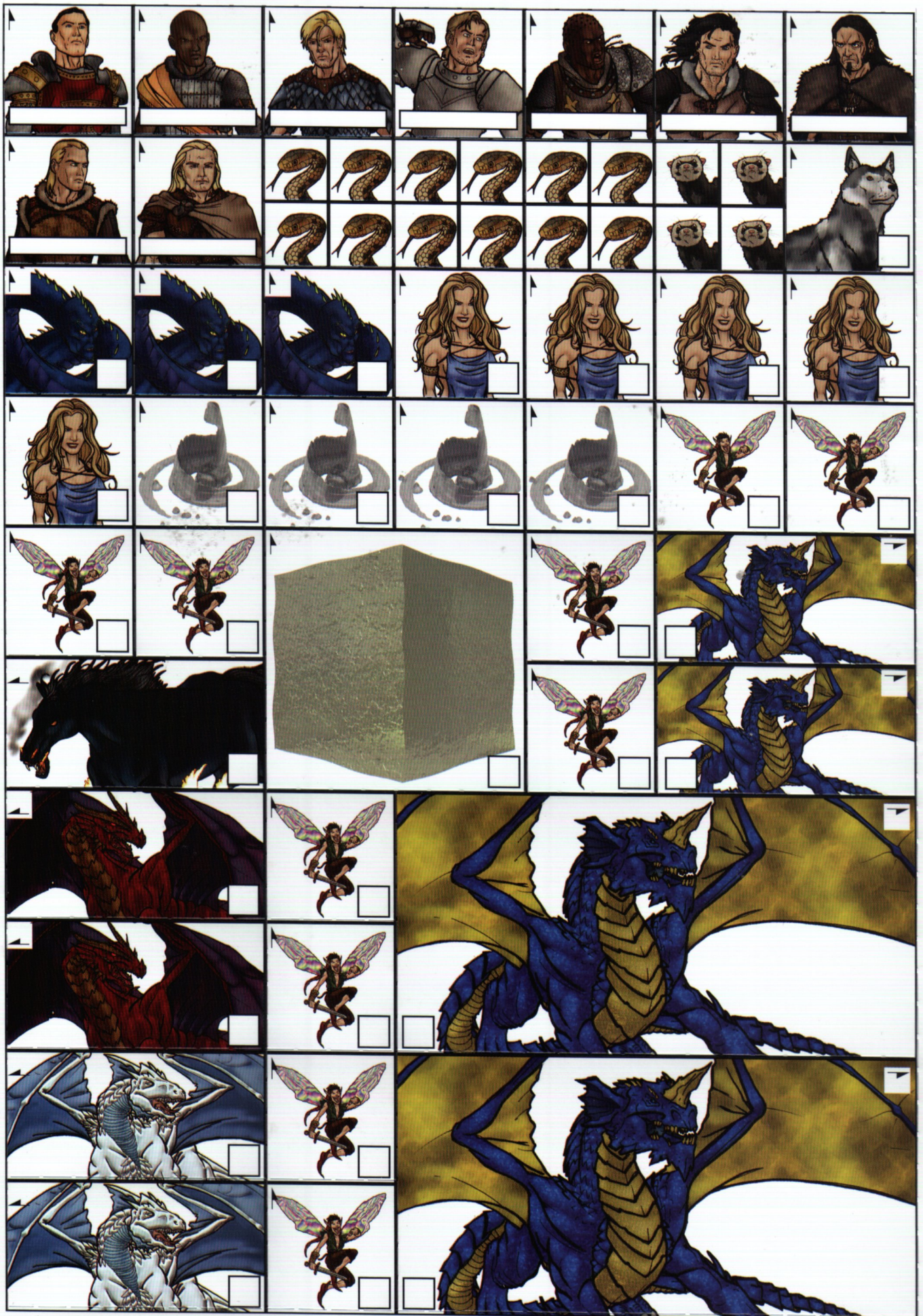


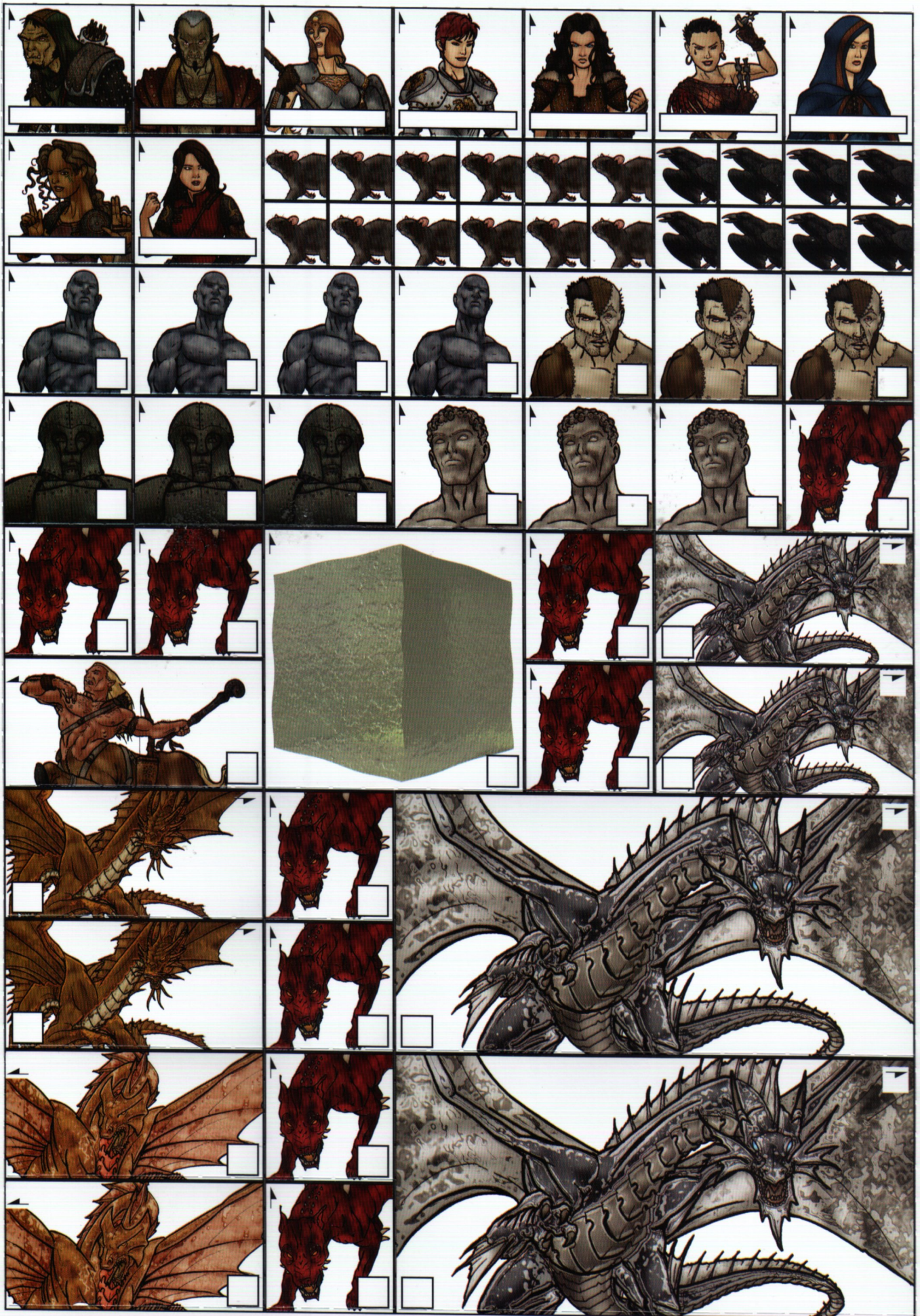












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