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FOR ROGUES

PATH OF SHADOW

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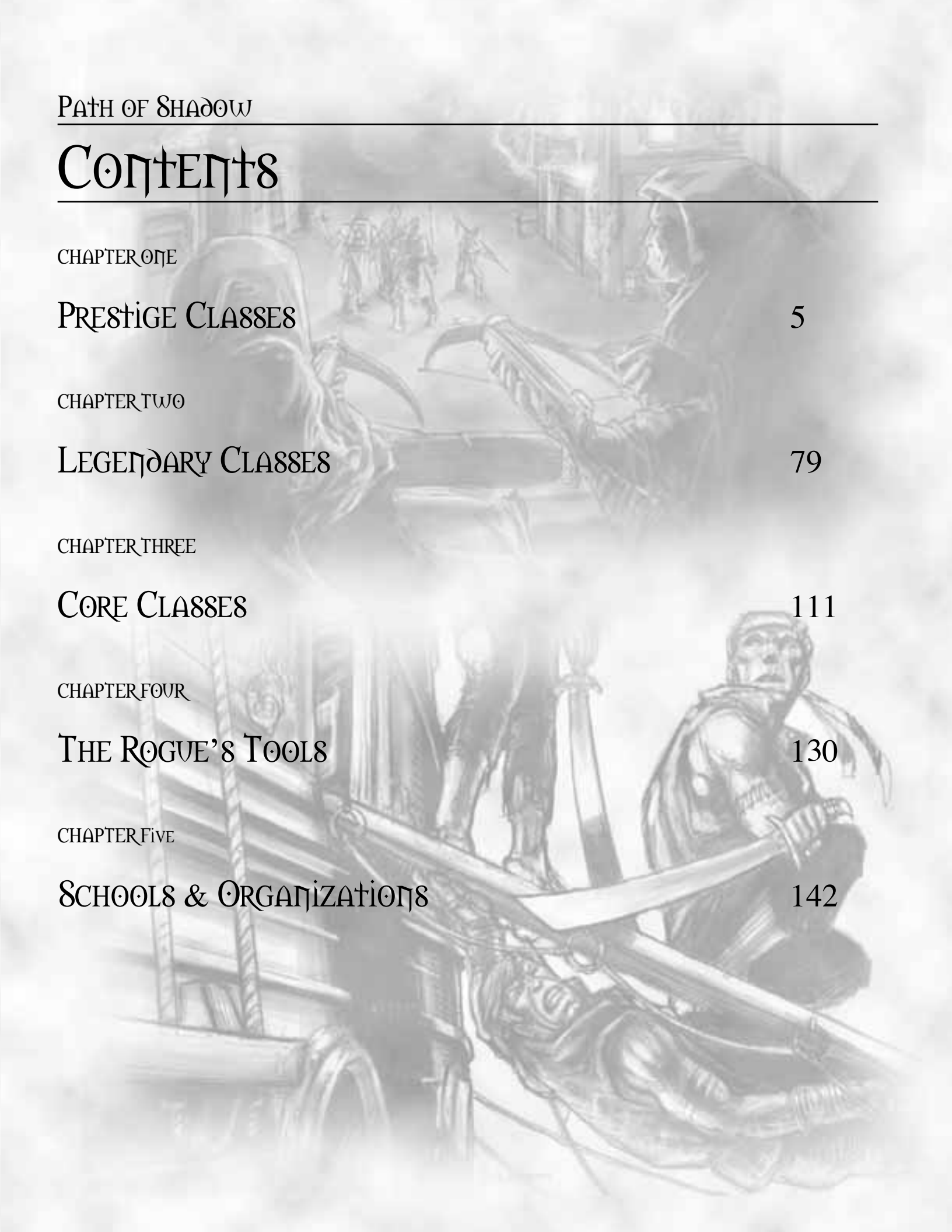
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WELCOME

Fantasy Flight Games is pleased to present *Path of Shadow*, the ninth volume in our Legends & Lairs line of sourcebooks for the d20 System. *Path of Shadow* brings together a host of information for those characters interested in the arts of stealth, deception, and larceny.

Chapter 1 contains 19 new prestige classes for use by rogue characters. These classes include the aerialist, the night hunter, the psychic interloper, and the royal assassin. Each prestige class is accompanied by a new organization, designed to fit into any campaign world.

Chapter 2 details more than a dozen new legendary classes—special class options for high-level rogue characters. Legendary classes were first introduced in *Path of the Sword*, the Legends & Lairs class resource for fighting characters. These unique classes include the blood thief, grey hand, fortune's fool, and jack-of-knives.

Chapter 3 presents several new alternate core classes for use in any campaign. These include the chameleon, the con artist, the delver, and the psychic thief. The chapter provides sufficient diversity that you could play the ever-popular “all rogue” campaign that still features very different player characters with distinct skills, abilities, strengths, and weaknesses.

Chapter 4 presents information on techniques and tools of special interest to rogue characters. It includes a selection of new equipment, weapons, and magic items, as well as new feats and new uses for existing rogue class skills.

Chapter 5 details a broad selection of shadow schools and organizations, from the razorfiend tradition of drow knife-fighting to assassins' guilds and thieves' guilds. Schools and organizations provide characters with new options if they are willing to devote the time, energy, money, and loyalty to a specialized calling or organization.



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CHAPTER ONE

PRESTIGE

CLASSES

INTRODUCTION

This chapter contains 19 new prestige classes for use by characters that are well versed in the way of the rogue. These classes include the aerialist, the royal assassin, the shadow hunter, and the white rose.

The names and game statistics of the classes are designated as **Open Game Content**, as are all rules derived from the d20 System Reference Document. Background and descriptive text, including the prestige class organizations, are designated as closed content.

ACOLYTE OF CHANCE

The acolyte of chance is part rogue and part religious devotee combined to create an odd combination. Unlike clerics, the acolyte of chance does not attend any regularly scheduled ceremonies of worship to the luck goddess, but rather worships in her own way. While her rogue skills are important to her survival, it is the aura of chance that develops around her that provides many of her successes (and failures). Rogues and bards make for the ideal acolyte of chance, as their rogue skills are crucial.

Multiclassed fighters, clerics, sorcerers, wizards, and barbarians also do well as acolytes of chance. Monks, paladins, and any characters of a lawful mentality do not become acolytes of chance.

Hit Die: d6.

REQUIREMENTS

To qualify to become an acolyte of chance, a character must fulfill all the following criteria.

Alignment: Any chaotic.

Base Attack Bonus: +4.

Skills: Two class skills 8 ranks each and Knowledge (religion) 3 ranks.

Special: The character must make a life-changing (or life-threatening) decision with a coin flip. Examples include: Save an evil cleric from death or allow her to die, get married or do not get married, or face the orc battalion head on.

CLASS SKILLS

The acolyte of chance's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Disable Device (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock



(Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are features of the acolyte of chance prestige class.

Weapon and Armor Proficiency: The acolyte of chance is proficient with the crossbow (hand, light, or heavy), dagger (any type), dart, rapier, sap, shortbow (normal and composite), and short sword. She is proficient with light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

Aura of Chance Abilities: Beginning at 1st level, at every odd level thereafter, and at 10th level, the acolyte of chance may select one ability from the list below. The selection of abilities further accentuates the distinct (and chaotic) differences of each acolyte of chance.

Lucky Strike (Ex): The acolyte of chance has a knack for finding the luckiest attack angle while in combat situations, sometimes purely by accident. With this ability, the acolyte of chance gains a +1 luck bonus to attack and weapon damage rolls for a single attack. This ability may be selected multiple times, each time adding an additional +1 luck bonus each time. This ability may be used a number of times per day equal to the character's total levels in the acolyte of chance prestige class.

Close Call (Ex): The acolyte of chance always seems to escape the hand of death by the narrowest margin. With this ability, the acolyte of chance gains a +1 dodge bonus to her Armor Class. This ability may be selected multiple times, each time adding an additional +1 dodge bonus each time.

One More Time (Su): A loosely based affiliation with the goddess of luck grants the acolyte of chance a degree of favor with her and the power she provides to the worthy. With this ability, the acolyte of chance gains the granted power of the Luck clerical domain to reroll any one roll once per day (see Spells, PHB). If the

TABLE 1-1: THE ACOLYTE OF CHANCE

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+0	Aura of chance ability
2nd	+1	+0	+3	+0	
3rd	+2	+1	+3	+1	Aura of chance ability
4th	+3	+1	+4	+1	
5th	+3	+1	+4	+1	Aura of chance ability
6th	+4	+2	+5	+2	
7th	+5	+2	+5	+2	Aura of chance ability
8th	+6	+2	+6	+2	
9th	+6	+3	+6	+3	Aura of chance ability
10th	+7	+3	+7	+3	Aura of chance ability

acolyte of chance possesses any cleric levels that grant her this ability, the two abilities stack granting her two rerolls per day. This ability may only be selected once.

Random Action (Sp): The acolyte of chance learns to harness some of the chaotic forces that affect her life as an effective weapon and defense mechanism. With this ability, the acolyte of chance can project her chaotic nature outward towards an opponent, creating random effects. This is a spell-like ability usable once per day that acts as a *random action* spell cast by a 12th-level cleric. This ability may only be selected once.

Lightning Reflexes (Ex): A life of close calls allows the acolyte of chance to develop quick reflexes when it comes to avoiding danger. With this ability, the acolyte of chance gains the Lightning Reflexes feat. If she already has this feat, the effects stack. This ability may only be selected once.

Dumb Luck (Ex): For the acolyte of chance, accidental luck plays just as much of a part in her success as skill. With this ability, the acolyte of chance may add a +4 luck bonus to any ability or skill check a number of times per day equal to her class level. This ability may only be selected once.

Vitality of Chance (Ex): A life of close calls and random actions keeps the acolyte of chance in great shape and full of vitality. The acolyte of chance gains a number of bonus hit points equal to her class level. This ability may only be selected once.

ORGANIZATION: KNIGHTS OF THE COIN

PURPOSE

In a world filled with evil and oppression, heroes must rise to champion the people. However, not always do the heroes wear white and speak the words of law and order. The Knights of the Coin (often called acolytes of chance or laughing knights) are a small band of motley heroes who, through skill and luck, serve as heroic (and often comedic) champions of the people.

LEADER

Marko Two-Coin (CG gnome male Rog8/Aco9)

CURRENT ACTIVITIES

Sorrow exists everywhere. This is a sad fact of life that becomes painfully clear with each and every theft, pillaging raid, murder, or kidnapping that occurs. In most of the larger kingdoms and nations, militias are formed to keep the peace among the communities closest to the capital. Unlike these close communities, towns and villages on the outskirts of a nation's borders tend to lack in militia support and serve as a breeding ground for hopelessness and sorrow. With so much suffering, the necessity for heroes and compassion for the people reaches new heights, but this call is rarely answered.

In these times, the Knights of the Coin emerge almost overnight to serve as kind-hearted and humorous champions to the common man. A Knight is always ready with a joke or a song and never without a few extra coins to slip into a poor farmer's pocket (leaving it there for him to discover later). Whether it is through charity performances, larceny against rich nobles, or adventuring, the Knights find ways to support the poor and desperate. The Knights live among the people they protect and always look to diplomacy and humor rather than violence as a resolution to conflict.

The Knights of the Coin live a lifestyle that sets them apart from other official knightly orders. While traditional knights live by strict codes of conduct and rules for martial combat, the Knights of the Coin have a "do what it takes" philosophy. Throwing barstools, poking a foe in the eye, or pulling down the pants of an opponent to trip him is not looked upon poorly by the Knights, but rather appreciated. There is an almost comedic style that the Knights use when fighting. It is very animated, colorful, and creative. In terms of organization (or lack thereof), the Knights wear no standard and do not operate from a single location. In fact, the group currently has only 10 members, most of whom are long time friends and allies who travel together from town to town.

It is commonly known that the Knights loosely worship the goddess of luck and chance, but there is no official connection between the group and her church. It is said to be more of a lifestyle choice for the Knights, rather than a faith. The Knights truly believe that fate and chance determine the course of their lives. The Knights approach conflict and momentous decisions by flipping coins, rolling dice, and letting chance and fortune guide their actions.

It is this chaotic lifestyle that prevents the Knights from being more effective on a grander scale. If you asked a Knight of the Coin about this weakness, she would most likely laugh and point out the stuffiness of large, organized orders and how cold they have become. Whether this is a weakness or not, the Knights continue to help the weak, feed the starving, and bring laughter to the lives of those filled with despair.

CAMPAIGN INTEGRATION

The Knights of the Coin can be used in two primary ways in a campaign. The first (and most straightforward) method is to allow the PCs to become close allies with the Knights in an effort to protect border villages from evil and possibly the oppression of a tyrannical ruler. In this capacity, the Knights and PCs could be fugitives from "justice," working against an evil ruler and his corrupt militia. If one or more of the PCs become acolytes of chance, there may be an opportunity for membership within the Knights of the Coin. In fact, this could be a long-term goal for a PC and the campaign itself. Championing the common man from evil and oppression is a good and noble cause, mixed with a fair amount of humor that the Knights bring to a campaign.

In the second scenario, the Knights are indeed fugitives from justice, robbing from the rich and giving to the poor. The PCs must find the Knights and bring them to justice in the name of the king. This use of the Knights of the Coin could be more difficult in that the Knights are champions of the people. They have many supporters and can disappear easily when pursued. The PCs could very well be perceived as villains among the people of the border towns. Along with the Knight's skills and supernatural luck, this makes their capture even more difficult.

AERIALIST

The acts of the air: the trapeze, the tightrope, the tumbler who is thrown high into the air only to land safely on the ground once more—acrobats are commonly held to be the royalty among the circus world. No matter which show you meet, traveling about the countryside from one town to the next, they all share this in common. Such individuals draw villagers in from far and wide with their daring and dangerous acts, making them among the most highly prized performers in the entertainment world.

It is fitting, then, that those among the Children of Tumbolo who are charged with the most dangerous duties be dubbed aerialists, for their precariously graceful game of cat and mouse is likewise conducted without a net. The aerialists specialize in using their unique profession and ability to travel unimpeded to smuggle important information, items, and even people from

one area to the next under the guise of innocent (and talented) performers.

Rogues, bards and fighters are naturals for this line of work, though the Children of Tumbolo as a whole—and the aerialists especially—focus far more on the physical aspects of performance than on music or storytelling. Mages and sorcerers among the order are not unknown but are far more rare. Clerics, druids, barbarians, rangers, and paladins are almost unheard-of, though occasionally a monk will choose to display her talents for the entertainment and edification of others, especially if doing so allows her to accomplish a needful task.

Hit Die: d6.

REQUIREMENTS

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

Feats: Ambidexterity, Skill Focus (Tumble).

Escape Artist: 8 ranks.

Jump: 8 ranks.

Perform: 8 ranks

Tumble: 8 ranks.

CLASS SKILLS

The aerialist's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Climb (Str), Craft (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Handle Animal (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Pick Pocket (Dex), Read Lips (Int), Sense Motive (Wis), Search (Int), Spellcraft (Int), Spot (Wis), Tumble (Dex), Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: Aerialists are proficient with all simple weapons. In addition, aerialists can choose proficiency with one exotic weapon of choice, to reflect their unorthodox vocation and the opportunities it brings. Aerialists are also proficient with the longbow (normal and composite), rapier, sap, scimitar, short sword, and shortbow (normal



TABLE 1-2: THE AERIALIST

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+0	+2	+0	Untouchable, sneak attack +1d6
2nd	+2	+0	+3	+0	Perfect balance
3rd	+3	+1	+3	+1	Sneak attack +2d6, uncanny dodge (Dex bonus to AC)
4th	+4	+1	+4	+1	Evasion
5th	+5	+1	+4	+1	Sneak attack +3d6
6th	+6	+2	+5	+2	Uncanny dodge (can't be flanked)
7th	+7	+2	+5	+2	Sneak attack +4d6
8th	+8	+2	+6	+2	Blink of an eye
9th	+9	+3	+6	+3	Sneak attack +5d6
10th	+10	+3	+7	+3	Defensive roll

and composite). Aerialists are acrobats and tumblers first, fighters second. As a result, they are not proficient with any type of armor or shield. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Untouchable (Ex): Aerialists have trained for years to leap and tumble out of harm's way until it comes as naturally as breathing. By the time they are admitted to this elite company, their every movement reflects the stringent training they have undergone. This fact makes them very difficult to hit in combat, especially when attacked by someone not equally as skilled as they are in twisting their way out of danger. To reflect this, aerialists gain a dodge bonus to their Armor Class equal to one half their aerialist class level (round down).

Sneak Attack: Any time the aerialist's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not) or when the aerialist flanks the target, the character's attack inflicts extra damage. The extra damage is +1d6 at 1st level and an additional 1d6 every two levels thereafter. Should the aerialist score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks only count as a sneak attack if the target is within 30 feet. The aerialist can't strike with deadly accuracy from beyond that range.

With a sap or unarmed strike, the aerialist 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 weapons in order to execute the sneak attack.

An aerialist 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 assassin must also be able to see the target well enough to pick out a vital spot and must be able to reach a vital spot. The assassin cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach.

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

Perfect Balance (Ex): An aerialist with Perfect Balance cannot be knocked prone.

Uncanny Dodge (Ex): Starting at 3rd level, the aerialist may react to danger before her senses would normally allow her to do so. At 3rd level and above, aerialists retain their Dexterity bonuses to AC (if any) if caught flat-footed or struck by an invisible attacker.

At 6th level, the aerialist can no longer be flanked. This also prevents the aerialist from

being the victim of a sneak attack by a rogue. A rogue at least four levels higher than the character, however, can still flank her (and thus use his sneak attack against her).

Evasion (Ex): If exposed to any effect that would normally allow a character to attempt a Reflex saving throw for half damage, the aerialist takes no damage on a successful saving throw. If the aerialist already has the evasion ability from another class, the character gains improved evasion instead. This ability works just like evasion, except that while the aerialist still takes no damage on a successful Reflex save against spells such as fireball or a breath weapon, she now takes only half damage on a failed save (the aerialist's reflexes allow her to get out of harm's way with incredible speed).

Blink of an Eye (Ex): The aerialist has learned to take a split-second in the air and stretch it out into an eternity, making every move he needs to in order to overcome obstacles, wow the crowd, and land safely. At 8th level, the aerialist gains the ability to take an extra partial action in a single round. This extra action does not stack with other abilities or spell effects that grant an extra partial action, such as *haste*. The aerialist can use this ability a number of times each day equal to his class level.

Defensive Roll (Ex): Once per day, when an aerialist would be reduced to 0 hit points or less by damage in combat (or from a weapon or other blow, not a spell or special ability), the aerialist can attempt to roll with the damage. On a successful Reflex saving throw (DC = damage dealt), she takes only half damage. The aerialist must be aware of the attack and able to react—if the aerialist's Dexterity bonus to AC is denied, the maneuver cannot be used. The evasion ability does not apply to the defensive roll.

ORGANIZATION: CHILDREN OF TUMBOLO

PURPOSE

The Children of Tumbolo are a secret fraternity of circus performers dedicated to preserving the art of the circus and protecting the individuals and communities that choose the life of the wandering artist.

LEADER

Caerlion the Tumbler (N half-elf male Rog8/Aer8)

CURRENT ACTIVITIES

Life as a wandering performer is a largely difficult and thankless task. People are happy to see you arrive and happier still to see you leave. You are a stranger to everyone, and the only real sense of community and home you can find is among others who share the same life. Groups of traveling performers, such as those in a circus, are the epitome of this lifestyle. Their homes are their wagons; their families are those with whom they travel. Still, this way of life can leave a group isolated and therefore vulnerable. It is for this reason that the Children of Tumbolo were created.

Roughly three hundred years ago, an acrobat of great renown traveled across the continent under the stage name of the Great Tumbolo. His skills were amazing, even earning royal performances for himself and his troupe. At the height of his popularity, he could command fees in the thousands of gold pieces for a single night's work, an amount unheard of for its time and rarely seen before or since.

Then, overnight, everything changed. Tumbolo and his troupe were performing at the home of a local duke before a gathering of nobility and royalty. Following their performance, they stumbled upon a young noblewoman hiding in their wagons, by the name of Elisse.

Elisse was the daughter of the duke and the intended bride of the prince. The event for which Tumbolo's troupe had been retained was in fact her engagement party. She claimed, however, that she was in danger, as she had learned of a plot by a rival to murder her that very night, thereby driving a wedge between the king and her house and throwing the kingdom into civil war. She begged for Tumbolo to take her from the palace and stop the plot before it could be carried out.

Tumbolo recognized the girl from the duke's table and listened to her tale. One of the guiding principles of the life of a wandering performer, however, is "don't get involved." Keeping in mind the less-than-impressive appearance of the prince and his own desire to keep his troupe safe and



healthy, he instead ordered her out of the wagon and back to the house. He believed her story to be false and thus stayed safely out of the commotion.

The next morning, when Tumbolo went to the house steward to collect payment, he was turned away at the door; the duke's daughter was dead, and the nobles were gathering up an army to ride to war against the family's ancient rivals.

Tumbolo was shocked and appalled by the news. Despite the fact that he had made what he thought was a sound judgment at the time, he had liked the girl and had not wished her harm. In addition, his troupe was now bereft of payment and in danger of being conscripted for a war in a land that was not their own. He and his troupe fled the countryside, traveling by night and hiding during the day. As they tried to escape, Tumbolo swore to himself that he would never put an innocent—or his fellow performers—in such an unfortunate position again.

Within the year, Tumbolo had contacted other peers around the country and formed the first beginnings of the Fraternity of

Tumblers. The group spread, sharing information with each other and trading acts in the hopes of learning more secrets of the trade. At the same time, the leaders of each troupe began using their unique status as traveling performers to advantage, agreeing to smuggle documents, small objects, and even occasionally a person or two in and out of difficult areas. Their services were never cheap, but they were amazingly successful at turning their skills toward hiding things from those who sought them. The profits gained from these covert missions were turned back into the organization and spread among the troupes evenly.

The organization was greatly successful, and guildmasters in many cities began using the Fraternity of Tumblers as couriers for sensitive materials. During this period, Tumbolo died, and the Tumblers unanimously chose to rename themselves the Children of Tumbolo, in honor of the man who had done so much for them.

The Children of Tumbolo seek to gain a profit while assisting others. They prefer to work with those who can reasonably be called innocent, often taking women, children, or other threatened individuals out of dangerous situa-

tions that have deteriorated beyond control. As to the rest of their cargo, they are largely morally neutral. They have no intention of allowing themselves to become a messenger service at the beck and call of any one king or government, so they only work for individuals on private matters. They have gained an astounding reputation for discretion and professionalism among those privy to their existence, and their exploits and close shaves are the stuff of which legends are born.

CAMPAIGN INTEGRATION

The Children of Tumbolo are useful to the DM who has a rogue- or performer-focused campaign. For others, the organization is most useful as a side plot or short-term addition to a storyline, since any one troupe of the organization will be unlikely to remain in any one place on a long-term basis. Alternatively, the game could revolve around traveling circus performers, with the PCs being entertainers in a traveling group.

For DMs whose campaigns and player characters are not suitable for the Children of Tumbolo, the order can serve as an ally or adversary. Perhaps the PCs are intended to keep safe an individual that the Children have been hired to “rescue.” Perhaps a number of NPC aerialists have arranged transport of a series of damning documents, and the PCs are paid to secure the documents first.

For those DMs who wish to make the aerialists open to the PCs, membership in the aerialists necessarily includes membership in the Children of Tumbolo. While this is best done in a troupe, the rare individual member traveling alone does exist. This will require, however, that the Children become a recurring presence in the campaign, if not the focus of it.

EBON LINK

Ebon links are part of the chain binding mighty fiends and keeping them from wreaking havoc throughout the world. They are adept at tracking down magical devices and spells, and at stealing them despite magical defenses. The magic binding the fiend is such that it is weakened by every copy of the binding spell that exists. The ebon links are supposed to use their abilities to track down and destroy copies of that spell. Of course, many find that they are useful for more general larcenous pursuits.

Hit Die: d6.

REQUIREMENTS

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

Climb: 9 ranks.

Hide: 9 ranks.

Move Silently: 9 ranks.

Open Lock: 9 ranks.

Feats: Great Fortitude, Iron Will, Lightning Reflexes.

CLASS SKILLS

The ebon link’s class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intuit Direction (Wis), Jump (Str), Knowledge (arcana) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Scry (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Tumble (Dex), Use Magic Device (Cha, exclusive skill), Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the ebon link prestige class.

Weapon and Armor Proficiency: The ebon link gains no new weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a –1 penalty for every 5 pounds of armor, equipment, or loot carried.

Spell Resistance (Ex): The dangerous tasks an ebon link must perform require a strong resistance to magical forces. Ebon links gain spell resistance equal to 10 + their class level. This ability does not stack with spell resistance gained from other sources, such as racial abilities or magic items.

Magic Sight (Su): At 2nd level, the ebon link can see magical auras, as if she were

TABLE 1-3: THE EBON LINK

Class Level	Base			
	Attack Bonus	Fort Save	Ref Save	Will Save
1st	+0	+0	+2	+0
2nd	+1	+0	+3	+0
3rd	+2	+1	+3	+1
4th	+3	+1	+4	+1
5th	+3	+1	+4	+1
6th	+4	+2	+5	+2
7th	+5	+2	+5	+2
8th	+6	+2	+6	+2
9th	+6	+3	+6	+3
10th	+7	+3	+7	+3

Special

Spell resistance
 Magic sight
 Improved evasion
 Trace enchantment
 Slippery mind
 Trace enchantment (more distant items)
 Uncanny dodge (+1 against traps)
 Trace enchantment (unlimited range)
 Magic dodge
 Trace enchantment (cross planar)

under the influence of a permanent *detect magic* spell.

Improved Evasion (Ex): This ability works like evasion, except that while the ebon link still takes no damage from a successful Reflex save against spells such as *fireball* or a breath weapon, she now takes only half damage on a failed save (the ebon link's reflexes allow her to get out of harm's way with incredible speed).

Slippery Mind (Ex): This ability represents the ebon link's ability to wriggle free from magical effects that would otherwise control or compel her. If an ebon link with a slippery mind is affected by an enchantment and fails her saving throw, one round later she can attempt her saving throw again. She only gets this one extra chance to succeed at her saving throw.

Trace Enchantment (Su): At 4th level, the ebon link gains the supernatural ability to find magical things. To use this ability, the character must be holding an item of the type she wishes to find and must spend one hour concentrating on the ability. She then makes a Scry check against a DC of 1 for every 10 miles between her and the next nearest item of the same type. If the check succeeds, she knows the location and velocity of the next nearest such item. It is possible to take 10 or 20 on the Scry check, provided that the normal conditions are met.

This ability works on any enchanted item (including scrolls) and on spellbook copies of spells. If the item held is a spell scroll, it will only detect scrolls of the same spell, not

spellbook copies. Similarly, a spellbook copy only allows the detection of other spellbook copies.

The location is learned to within a foot or so, and both the speed and direction of movement are learned to a similar precision. However, the character learns nothing about the environment of the item. She must travel to that location or use other magic to scry on it and learn what is there.

At 6th level, an ebon link who has found one item may repeat the procedure to find the next nearest after that. The character may not take more than a few minutes' break between the uses of the ability, or the second attempt will pick up the same item as the first.

At 8th level, the ebon link can detect a similar item no matter how far away it is by making a Scry check against DC 20.

At 10th level, the ability will also find items on other planes. The ebon link must first detect the most distant similar item on her current plane, so this ability is only really useful for very rare items.

Uncanny Dodge (Ex): The ebon link gains an intuitive sense that alerts her to danger from traps, giving her a +1 bonus to Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks by traps. These bonuses stack with uncanny dodge bonuses gained from other sources, such as rogue levels.

Magic Dodge (Su): At 9th level, the ebon link is able to dodge magic, rather than having to resist it. She may make a Reflex saving throw to avoid the effects of any magical effect that allows a saving throw, regardless of the type of save it normally requires. This replaces the normal saving throw. As such attacks do not normally allow a Reflex saving throw, evasion and improved evasion do not apply.

ORGANIZATION: THE EBON CHAIN

PURPOSE

Long ago, the fiendish queen Liarelim ravaged the world. She raised armies, and while she led them, none could stand against her forces. Most magic flowed right off her, and her physical prowess was greater than that of the mightiest warriors. All the nations of the world spent their greatest efforts on opposing the fiend's plans. Many wizards tried to create spells that would banish or bind Liarelim, but the fiend proved stronger than the magic. At last the wizard Gambrath crafted a spell that bypassed the fiend's resistance and bound her away from the world. The spell was cast, and while Gambrath was greatly weakened in the casting, Liarelim was bound and the world was safe.

The spell, however, had a flaw, a flaw that Gambrath had been forced to create in order that it might affect Liarelim at all. The bindings that the spell imposed weakened slightly every time a new copy of the spell was made, and strengthened a little when one was destroyed. Thus, if there were ever too many copies of the spell in existence, Liarelim would be released and she would doubtless seek revenge.

Had there been but one copy of the spell, things would have been relatively easy. As it was, Gambrath had made several copies and distributed them among his allies, in case his casting did not succeed. Not all of his allies were willing to give up their copies. Furthermore, destroying all copies of the spell would create a grave risk if Liarelim were to find some other way to bypass the binding.

Thus, the Ebon Chain was founded, a group of rogues dedicated to tracking down and destroying copies of the spell, so that there would never be too many copies in the world.

LIARELIM'S BINDING

Abjuration

Level: Sor/Wiz 9+

Components: V, S, M

Casting Time: 12 hours

Range: Unlimited

Target: Liarelim

Duration: Special

This spell binds the fiend Liarelim in a pocket dimension, rendering her unable to affect the world in any way. This is all it does, but that was enough to save the world. The binding's duration is indeterminate, but the spell weakens every time a copy of the spell is made and strengthens every time one is destroyed. No one knows whether the weakening and strengthening are by equal amounts.

Any arcane spellcaster who owns a copy of this spell may research new spells to summon, bind, or banish extra-planar entities in half the usual time. The details of Gambrath's spell cover almost all the tricks you can use to make such spells more powerful. Thus many such spellcasters would like to possess their own copy of the spell.

The exact level of this spell is unknown and left to the DM's discretion.

LEADER

Jeron Sarlson (LG human male Rog7/Ebn10)

CURRENT ACTIVITIES

The Ebon Chain has always been structured around finding and destroying copies of *Liarelim's Binding*. The group itself has about half a dozen copies of the spell, which it uses purely for finding other copies. No spellcaster is allowed access to them, in case he learns and copies the spell.

Although there are good reasons for spellcasters to want copies of this spell even if they cannot cast it, it is still quite rare, and the Ebon Chain has never needed to spend all its time looking for it. In the past, the ebon links have used their abilities to find and steal valuable magical items, acting as the center of the black market in enchanted items and spells.

This has changed since Jeron Sarlson became leader. He has clamped down on such activities and redirected the group's efforts toward recovering stolen items or finding and destroying other items that threaten peaceful communities. Not all members of the Chain agree with the new policy, and a significant minority is working on ways to oust Sarlson. Others are considering leaving the Chain and founding their own organization, devoted purely to gaining wealth through dealing in enchanted items.

CAMPAIGN INTEGRATION

A good way to introduce the Ebon Chain is to have the player characters find a copy of *Liarelim's Binding*, probably by killing its previous owner. They are then approached by a member of the Chain, who offers some money—less than the spell is worth—if the characters will let him destroy it. He explains why it must be destroyed and something of the purpose of the Ebon Chain. If the characters refuse to part with the spell, he tries to steal it.

Sarlson's allies may also enlist the aid of the player characters in getting at a well-guarded item. The ebon links can find things, but they cannot always get past their defenses. Alternatively, a selfish member of the Chain may try to steal an item belonging to a player character. If they can prove to Sarlson that a member of the Chain was responsible, he expels the offender, making allies of the player characters and gaining them an enemy who tries to gather other disaffected members of the organization around him.

Player characters can become ebon links without interfering with adventuring too much. They will be expected to track down and destroy copies of *Liarelim's Binding*, but that is a good adventure and other characters can easily be taken along. As long as they are acting as heroes, Sarlson approves of other activities as well, so the ebon link can use her abilities in more normal adventures as well.

If you want to make the Ebon Chain more central in your campaign, there are at least two ways to go about it. The first is to suppose that *Liarelim's binding* is weakening, and that the demon queen will soon be free. The characters must track down well-defended copies of the spell and deal with evil cults who deliberately make multiple copies to release the fiend. If the characters fail, they must hold *Liarelim*

back until a wizard can cast the spell to rebind her. Of course, as long as there are too many copies of the spell in existence, the binding cannot hold the fiend.

An alternative is to suppose that the members of the Ebon Chain are dupes. *Liarelim* is a celestial, and *Gambrath* was an evil wizard. In this case, the characters find this out through their discoveries on adventures and decide to free *Liarelim*. They must make lots of copies of the spell, without letting them be destroyed by the Ebon Chain. Things are complicated by the fact that the Ebon Chain is largely made up of good individuals who believe that *Liarelim* is a fiend, and who are unlikely to be convinced by the party's evidence to the contrary. If you're feeling cruel, you can have the Ebon Chain be right after all, so that the characters, when they succeed, release a ravaging fiend and must destroy enough copies of the spell to restore the binding again.

FALCONER

Falconers are the expert couriers, messengers, and smugglers of the Falconer's Guild. Their craft requires skill in a variety of areas, from animal training and handling to stealth and diplomacy. During the course of their many missions, falconers find themselves in a dizzying variety of situations. At best, they hope to accomplish their goals with as little notice and fuss as possible. Given their task of delivering anything to anywhere that others cannot, the lives of the falconers are often filled with misadventures, danger, and stress. Falconers face these hazards and impediments with aplomb, determination, and their strange sense of honor.

Rogues and rangers are by far the most common falconers. The skills of both these classes are easily turned to the life of a falconer. Barbarians, druids, and bards are sometimes also drawn to this class. Spellcasting classes may find the minor magical abilities of the falconers limiting, but the range of skills available to them might be appealing.

NPC falconers usually work alone. It is easier to slip past guards and move without notice if a falconer travels alone or in a small group. The guild will assign several members to a task if it is particularly difficult or if a shipment to be moved is especially large or unwieldy. Falconers can make interesting adversaries, as

they are often able to elude direct confrontation and may be difficult quarry to pursue. As allies or enemies they can be resourceful and creative, with an eye for practical solutions to their problems.

Hit Die: d6.

REQUIREMENTS

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

Skills: Bluff 5 ranks, Diplomacy 5 ranks, Innuendo 8 ranks, Sense Motive 8 ranks.

Feats: Alertness.

Special: Any falconer who betrays a charge will be thrown out of the guild and may not advance in the falconer class unless he can make reparations.

CLASS SKILLS

The falconer's class skills (and the key ability for each skill) are Animal Empathy (Cha, exclusive skill), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Handle Animal (Cha), Hide (Dex), Innuendo (Wis), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Profession (Wis), Read Lips (Int, exclusive skill), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 6 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: Falconers perform their tasks more with stealth and cunning than physical force, but they train to be prepared for anything. As a result, they are proficient with all simple and martial weapons, and light and medium armor. Falconers are not proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penal-



TABLE 1-4: THE FALCONER

Class Level	Base				Special	Spells per Day			
	Attack Bonus	Fort Save	Ref Save	Will Save		1st	2nd	3rd	4th
1st	+0	+0	+2	+2	Evasion	0	—	—	—
2nd	+1	+0	+3	+3	Sneak attack +1d6	1	—	—	—
3rd	+2	+1	+3	+3	Fast movement (+10 ft.)	1	0	—	—
4th	+3	+1	+4	+4		1	1	—	—
5th	+3	+1	+4	+4	Improved evasion	1	1	0	—
6th	+4	+2	+5	+5	Sneak attack +2d6	1	1	1	—
7th	+5	+2	+5	+5		2	1	1	0
8th	+6	+2	+6	+6	Fast movement (+20 ft.)	2	1	1	1
9th	+6	+3	+6	+6		2	2	1	1
10th	+7	+3	+7	+7	Sneak attack +3d6	2	2	2	1

ty for every 5 pounds of armor, equipment, or loot carried.

Evasion (Ex): Falconers gain the extraordinary ability of evasion. If subjected to an attack that allows a Reflex save for half damage, the character takes no damage on a successful saving throw. A falconer may only use this ability when wearing light or no armor and unencumbered.

Fast Movement: Falconers learn to move faster than normal for their race. At 3rd level, the falconer's speed is increased by +10 feet when carrying a light load or less and wearing light or no armor. At 8th level, the falconer's speed improves by another +10 feet. For example, an 8th-level human falconer in leather armor has a speed of 50 feet.

Improved Evasion (Ex): This ability works like evasion, except that while the character still takes no damage on a successful save against appropriate effects that allow Reflex saving throws, such as breath weapons or *fireball* spells, the falconer now takes only half damage even on a failed saving throw.

Sneak Attack: Any time the falconer's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the falconer flanks the target, the falconer's attack deals extra damage. The extra damage is +1d6 at 2nd level and an additional 1d6 every four levels thereafter.

Should the falconer score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as

sneak attacks if the target is within 30 feet. The falconer can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the falconer can make a sneak attack that deals subdual damage instead of normal damage. The falconer cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, even with the usual -4 penalty.

A falconer can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The falconer 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 falconer cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach. If a falconer gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Spells: Beginning at 1st level, a falconer gains the ability to cast a small number of arcane spells. To cast a spell, the falconer must have an Intelligence of at least 10 + the spell's level, so a falconer with an Intelligence of 10 or lower cannot cast these spells. Falconer bonus spells are based on Intelligence, and saving throws against these spells have a DC of 10 + spell level + the falconer's Intelligence modifier (if any). When the falconer gets 0 spells of a given level, such as 0 1st-level spells at 1st level, the falconer gets only bonus spells. A falconer without a bonus spell for that level cannot yet cast a spell of that level. The falconer's

spell list appears below. A falconer prepares and casts spells just as a wizard does.

FALCONER SPELL LIST

Falconers choose their spells from the following list:

1st level—*animal friendship, change self, expeditious retreat, message, pass without trace, sanctuary.*

2nd level—*alter self, animal messenger, cure light wounds, invisibility, speak with animals, whispering wind.*

3rd level—*haste, illusory script, nondetection, phantom steed, secret page, tongues.*

4th level—*cure moderate wounds, detect scrying, dimension door, freedom of movement, polymorph self.*

ORGANIZATION: FALCONER'S GUILD

PURPOSE

The Falconer's Guild is an association of rogues, criminals, and couriers. Guild members pride themselves on being able to deliver anything, anywhere. They are entrusted with messages, packages, and sometimes prisoners. Sometimes their given tasks are legal and purely mundane deliveries of notes or valuables. More often they secretly deliver illegal or dangerous goods, crossing hazards and borders with impunity.

LEADER

Ostkil of Araman (LN human male Rgr2/Rog6/Fal8)

CURRENT ACTIVITIES

The Falconer's Guild has been operating under that name for almost two centuries. A half-elf ranger named Kairneth founded the guild as a messenger service. He trained and enchanted birds to carry his messages for him. As he had already established a name for himself as a trustworthy man, there were many nobles and merchants eager to use his birds to carry their messages.

The success of his guild prompted him to invite others to join him. Some, like Kairneth, were rangers or animal trainers. Others offered mag-

ical ability to complement what the Falconer's Guild already had. Some came to offer their services as couriers in addition to the birds. Kairneth discovered himself at the head of a prosperous business. Kairneth enjoyed working with his birds and did not retire for nearly 40 years. In the end, however, he left control of the guild to another.

In the first 140 years of its existence, the Falconer's Guild changed hands several times in this way. It was not until Guildmaster Michael Jaer that the guild began to change. War had come to the lands in which the guild operated. This in itself was no cause for concern as small wars had been fought several times throughout the region. This time the political situation had degraded so that even noble allies could not be certain of one another's allegiance. Such factionalism is not normally the concern of a guild of couriers, but one of the nobility forced the issue.

Lord Daever came to Guildmaster Jaer with a proposition. It was the Lord's intention to win the war regardless of the means necessary and he sought the assistance of the Falconer's Guild in being certain of it. He wanted the Guildmaster to acquire a variety of poisons to be delivered to Lord Daever's stronghold. Guildmaster Jaer was at first appalled, but Lord Daever's coercion and wealth finally convinced him to accept the Lord's proposal.

The Falconer's Guild was entirely successful at their task. The guild couriers rarely found difficulties while making deliveries and this was no exception. The ease with which guild agents brought the illegal poisons across borders gave Guildmaster Jaer hope that these activities might not be discovered. Lord Daever was pleased with the guild and rewarded the guildmaster handsomely. Lord Daever's efforts to win the war, however, were to no avail. His army was defeated and he was finally slain. No one learned where he had gotten the poisons his soldiers had used.

Despite his patron's failure, Guildmaster Jaer had seen what the Falconer's Guild could accomplish. This realization eventually convinced him to expand the guild's business. He began offering the smuggling services of his guild to those of his normal clientele that he felt would be interested and might be trusted to know of it. There were at first



few interested, but wealthy merchants and individuals who learned of the guild's more discreet services were happy to avail themselves of those services.

Guildmaster Jaer was determined to maintain his guild's reputation of honor. Despite the offering of both legal and illegal couriers and deliveries, he decided that there must be no doubt that what was sent would arrive in good condition and in a timely manner. During the first few years of illegal activities, he made a point of severely punishing any falconer who neglected his duties or showed signs of profiteering.

It was the reputation of honor that kept the Falconer's Guild alive. The falconers could deliver almost anything, but it was the knowledge that the client's identity would be kept secret and that the guild members would try nothing untoward that helped the nobles and merchants to trust the guild. The guild has been operating in this manner for more than 50 years and has passed through the hands of two other guildmasters since Jaer's retirement. The Falconer's Guild continues as it always had, providing services that few others dare.

CAMPAIGN INTEGRATION

The Falconer's Guild offers a variety of possibilities. Anyone could become a member if they can prove their trustworthiness as couriers, though rogues are the most common members. The PCs might be asked to join the guild on a permanent basis or might be offered the task of acquiring or delivering a particularly tricky cargo. The PCs might also encounter a group of falconers in need of assistance during a delivery. Whether the Falconer's Guild became an ally or enemy could depend on how the PCs deal with the situation they find.

The Guild offers its services to nobles, merchants, and individuals alike. The PCs might want something acquired or delivered. The characters could arrange for the delivery of illegal goods or even send recently acquired loot home without having to make the trip themselves. Just having the guild's services available may cause difficulties for the PCs as their enemies can use the Falconer's Guild as well.

The illegal activities of the Falconer's Guild may be as unobtrusive as the DM requires. The guild continues to provide its legal services

alongside its more questionable activities. If its illegal activities are unknown, characters acting against the guild may be seen as brigands or criminals themselves. Alternatively, if the guild is a known haven to smugglers, some NPCs may consider the PCs guilty by association.

HALFLING CLANWARDEN

Protectors of halfling villages, the clanwardens harness the stealth and guile of the rogue as well as the halfling's natural athleticism to become warriors of noteworthy skill. Visitors to a halfling community who cause trouble quickly find themselves under the watchful eye of the clanwardens. Should the trouble making persist, the unruly visitors just as quickly discover that a clanwarden's stick can raise painful knots, often without warning during a well-orchestrated ambush.

Halfling rogues and bards make the best clanwardens. Halfling clerics, particularly those with the Trickery domain, may also welcome the clanwarden's stealth and movement abilities. A halfling fighter or ranger with one or more levels in rogue can also be an effective clanwarden. Halflings of other classes are likely to find the path of the clanwarden to be a bit far afield of their class skills and abilities. NPC clanwardens are almost always encountered in halfling communities. They act as constables, investigating crimes and providing troublesome locals and visitors with incentives to behave themselves.

Hit Die: d6.

REQUIREMENTS

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

Race: Halfling.

Skills: Must have at least 24 total ranks distributed between Climb, Jump, Hide, Listen, and Move Silently, with at least 8 ranks each in two of those skills.

CLASS SKILLS

The halfling clanwarden's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Profession (Wis), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Point at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are class features of the halfling clanwarden prestige class.

Weapon and Armor Proficiency: A clanwarden is proficient with all simple weapons. He is proficient with light armor and shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Sneak Attack: Any time the clanwarden's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the clanwarden flanks the target, the clanwarden's attack deals extra damage. The extra damage is +1d6 at 1st level and an additional 1d6 every two levels thereafter. Should the clanwarden score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The clanwarden can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the clanwarden can make a sneak attack that deals subdual damage instead of normal damage. Before 3rd level, the clanwarden cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty.

A clanwarden can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The clanwarden 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 clanwarden cannot sneak attack while striking a creature with concealment or striking the limbs of a crea-



ture whose vitals are beyond reach. If a clanwarden gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Move with Ease (Ex): A clanwarden epitomizes natural halfling agility and athleticism. He gains a +8 competence bonus on all Climb and Jump checks and can use either his Strength or Dexterity modifier on these checks, whichever is better. A clanwarden can always choose to take 10 on a Climb or Jump check, even if rushed or threatened. He gains a base climb speed of 20 ft., and the distance he can jump is not constrained by his height. At 5th level, a clanwarden is able to move up to his base speed and make a Hide or Move Silently check without suffering the -5 penalty for moving more than one-half his base speed.

Uncanny Dodge (Ex): Starting at 2nd level, the clanwarden gains the extraordinary ability to react to danger before his senses would normally allow him to even be aware of it. At 2nd level and above, he 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 5th level, the clanwarden can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack the clanwarden. The exception to this defense is that a rogue at least four levels higher than the clanwarden can flank him (and thus sneak attack him). At 10th level, the clanwarden gains an intuitive sense that alerts him to danger from traps, giving him a +1 bonus to Reflex saves made to avoid traps. If the clanwarden has another class that grants the uncanny dodge ability, add together all the class levels to determine the character's uncanny dodge ability.

Knockout Attack (Ex): At 3rd level, a clanwarden can use a melee weapon to make a sneak attack that inflicts subdual damage. He still incurs the -4 penalty to attack rolls for using a melee weapon to inflict subdual damage, but the penalty is reduced by one at 4th level and by another one for every two levels earned as a clanwarden thereafter. Thus, a 10th-level halfling clanwarden suffers no penalty on attack rolls using a melee weapon to inflict subdual damage.

TABLE 1-5: THE HALFLING CLANWARDEN

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+2	+2	+0	Sneak attack +1d6, move with ease
2nd	+1	+3	+3	+0	Uncanny dodge (Dex bonus to AC)
3rd	+2	+3	+3	+1	Sneak attack +2d6, knockout attack (-4)
4th	+3	+4	+4	+1	Knock out attack (-3)
5th	+3	+4	+4	+1	Sneak attack +3d6, uncanny dodge (can't be flanked)
6th	+4	+5	+5	+2	Knockout attack (-2)
7th	+5	+5	+5	+2	Sneak attack +4d6
8th	+6	+6	+6	+2	Knockout attack (-1)
9th	+6	+6	+6	+3	Sneak attack +5d6
10th	+7	+7	+7	+3	Uncanny dodge (+1 vs. traps), knockout attack (+0)

ORGANIZATION: CLANWARDEN LODGE

PURPOSE

A clanwarden lodge exists to protect a halfling community and, when necessary, to act outside that community in matters of benefit to it.

LEADER

Leadership varies from community to community. The leader of a clanwarden lodge is usually a rogue/clanwarden, but this is not a requirement. It is not necessary to have levels in the clanwarden prestige class to be a member of a clanwarden lodge. It isn't even a strict requirement that a lodge member be a halfling, although it is exceedingly rare to find non-halflings in a lodge leadership position.

CURRENT ACTIVITIES

It is difficult to trace the history of clanwarden lodges. Most halfling communities do not keep extensive historical records outside of an oral tradition about their particular clans. It is known that virtually all halfling communities of substantial size have a clanwarden lodge and that these lodges claim to have been founded more or less at the same time as the community itself. This is true even in cities that are not predominantly halfling, such as the ubiquitous halfling quarter found in human cities.

Each clanwarden lodge operates independently from other lodges and serves the needs of a particular halfling community. The internal structure of one clanwarden lodge is not a reliable indicator of the way another clanwarden lodge functions, but there are some generalizations that hold. Clanwarden lodges tend to be democratic in structure with regular, periodic elections to determine which members fill which offices. Typical offices include a lodge president (who often enjoys a grandiose title of some sort), a vice-president, a treasurer, and a chief constable.

A clanwarden lodge's various officers, with the exception of the chief constable, seldom have any official political or legal power within a halfling community. The lodge instead operates under the auspices of the community's civil leadership. That being said, it must be remembered that in almost all cases a member of a clanwarden lodge has some level of police powers within the community. At a minimum, a clanwarden is empowered to make arrests and use force to keep the peace.

Not all clanwarden lodges are as benign as the norm. In some halfling communities, clanwarden lodges are extensions of the local thieves' guild. Lodges of this type are seldom a problem for the halfling community in general, except when the lodge leadership falls into evil hands. Although evil clanwarden lodges are rare, they do exist. Members of an evil clanwarden lodge typically run protection rackets, engage in smuggling and fencing of stolen goods, and operate blackmailing and kidnapping schemes.



CAMPAIGN INTEGRATION

It is quite easy to integrate a clanwarden lodge into an existing campaign since any community has some means of policing its streets and protecting its residents. A clanwarden lodge serves as a sort of city watch, and PCs can easily encounter lodge members in this capacity.

Clanwarden lodges are also ideal for urban campaigns. As NPCs in a city, members of a clanwarden lodge can function easily as allies or enemies, depending on the campaign's direction and the PCs' actions. If the PCs are allied with or even members of the clanwarden lodge, then the officers of the lodge can act as patrons. An evil clanwarden lodge can provide grist for a DM's adventure mill. PCs could find themselves at war with the lodge, trying to break its hold on the halfling community that the lodge is supposed to protect rather than victimize.

More established PC halflings with membership in a lodge could even run for office and take on larger responsibilities for the community as a whole. This sort of hook can lead the PCs into a variety of different situations, such as investigating crimes, defending the community against marauders, or providing security for important diplomatic matters.

MYSTE

The mystes are explorers of the arcane mysteries. They do not seek to master spells as a traditional wizard does. Instead they master the crafts and tools of magic, the enchanted items created by another. They use the powers of whatever devices they find to supplement their own abilities. The lack of formal training the mystes receive sometimes makes more traditional wizards look down on them, but the ability of the mystes to master scrolls, wands, and other enchanted items cannot be denied.

Normally only rogues and bards may become mystes. None of the other classes learn the skills required to become a myste. Even wizards, sorcerers, and clerics are unable to pursue this path as they are unable to "break the rules" and use magic devices that were not designed for them. Rogues are more common than bards among the mystes, but both are welcome, as are multiclass characters of any other classes. The leaders of the Cult of Mysteries are willing to

TABLE 1-6: THE MYSTE

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+0	Spell-like ability (<i>detect magic</i>)
2nd	+1	+0	+3	+0	Arcane trap lore (+2)
3rd	+2	+1	+3	+1	Dominant will (+2)
4th	+3	+1	+4	+1	Spell-like ability (<i>read magic</i>), sneak attack +1d6
5th	+3	+1	+4	+1	Item mastery I, slippery mind
6th	+4	+2	+5	+2	Arcane trap lore (+6)
7th	+5	+2	+5	+2	Spell-like ability (<i>identify</i>), sneak attack +2d6
8th	+6	+2	+6	+2	Dominant Will (+4)
9th	+6	+3	+6	+3	Item mastery II
10th	+7	+3	+7	+3	Arcane trap lore (+10), sneak attack +3d6

consider the membership of anyone who might be useful to them.

NPC mystes are often collectors. Their mastery of magic devices leads them to gather as many magic items as they can to increase their own power and utility. Individually they can become a significant challenge with a flexibility and range of powers normally found only among the spellcasting classes. As a group, mystes prefer to specialize with each individual mastering a particular kind of magic or magic item.

Hit Die: d6.

REQUIREMENTS

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

Skills: Knowledge (arcana) 4 ranks, Spellcraft 4 ranks, Use Magic Device 8 ranks.

Feats: Skill Focus (Use Magic Device).

Special: The character must be invited to join the cult of mysteries by another member.

CLASS SKILLS

The myste's class skills (and the key ability for each skill) are Alchemy (Int), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Jump (Str), Knowledge (all skills, taken individually), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Profession (Wis),

Scry (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha, exclusive skill).

Skill Points at Each Level: 6 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: The mystes focus on magical training, often neglecting more physical pursuits. Mystes are proficient with all simple weapons, as well as light armor. Mystes are not proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Arcane Trap Lore: As part of their study of enchantments and magic devices, mystes study the lore of magic traps. At 2nd level, mystes gain a +2 competence bonus on Search or Disable Device checks when detecting and disarming magic traps. This bonus increases to +6 at 6th level and +10 at 10th level.

Dominant Will: Mystes learn mastery of themselves to gain control over magic. As a result of their practice and training, 3rd-level mystes gain a +2 insight bonus on Will saving throws against magical effects. This bonus increases to +4 at 8th level.

Item Mastery I (Ex): Mystes know the secrets of magic items and may learn how to activate magic items more safely despite the unpredictability of magic. At 5th level, mystes may take 10 while emulating spell ability, class features, ability scores, race, or alignment to activate or avoid a magical effect. Stress or distractions may still prevent the character from taking 10 with this ability.

Item Mastery II (Ex): Much like high-level rogues who have mastered their skills, mystes at this level of ability have learned to take 10 with Use Magic Device checks even when stress and distractions would prevent it.

Slippery Mind (Ex): This extraordinary ability, gained at 5th level, represents the myste's ability to wriggle free from magical effects that would otherwise control or compel her. If the myste is affected by an enchantment and fails her saving throw, one round later she can attempt her saving throw again. She only gets this one extra chance to succeed at her saving throw. If it fails as well, the spell's effects proceed normally.

Sneak Attack: Any time the myste's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the myste flanks the target, the myste's attack deals extra damage. The extra damage is +1d6 at 4th level and an additional 1d6 every three levels thereafter. Should the myste score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The myste can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the myste 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.

A myste can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The myste 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 myste cannot sneak attack while striking a creature with concealment or striking the

limbs of a creature whose vitals are beyond reach. If a myste gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Spell-like Ability: Mystes gain spell-like abilities based on their class level. All abilities are usable a number of times per day equal to class level, with a caster level equal to class level. Thus, an 8th-level myste may use *detect magic* eight times per day, or *detect magic* four times and *identify* four times per day, or any other combination of up to eight uses per day. Mystes may use *detect magic* at 1st level, *read magic* at 4th, and *identify* at 7th level.

ORGANIZATION: CULT OF MYSTERIES

PURPOSE

The Cult of Mysteries is primarily a society of collectors. The principle purpose of its members is to gather magical treasures for their personal use and enjoyment. They gather as a group to share stories, train together, and sometimes to broker deals among themselves.

LEADER

Annaleis (N human female Rog8/Mys9)

CURRENT ACTIVITIES

A few years ago, the Cult of Mysteries did not exist. It was founded when a young rogue named Annaleis discovered an intelligent amulet called Dawn's Edge on one of her adventures. Unknowingly, she wore the amulet to test its powers and only then learned of its terrible intelligence and will. Dawn's Edge was more potent than she was prepared for and its will dominated her.

Annaleis, working as a tool of the amulet that controlled her, founded the Cult of Mysteries. It was a society of rogues and adventurers seeking the blessings of an unnamed god. The secrecy regarding the center of the cult convinced many that there must be some secret there worth learning, and the membership grew. As members progressed up the tiers of the faithful, they donated gold and magic to the "faith." Annaleis was made to destroy any items that Dawn's Edge found threatening. It used its significant powers in establishing the

Cult of Mysteries and making certain that there was an influx of new followers, but even Annaleis never learned the exact powers of the amulet.

In time, a small core following had risen to equal prominence with Annaleis and it was through one of these dedicated followers that the Cult of Mysteries found their salvation. A more experienced rogue named Kildorn Blackhand had proven himself on a number of adventures and quests and had brought some valuable treasures to be gifted to the cult. Dawn's Edge believed that Kildorn would be the better thrall and so made Annaleis give up possession of the amulet.

Kildorn did not fall victim to the will of Dawn's Edge quite as easily as Annaleis had, and at times he maintained control of himself completely. During one of his stretches of lucidity and control, Kildorn set out on another of his infamous adventures, this time to the lair of a black dragon. From this final quest, the older rogue never returned. Only when Annaleis heard of Kildorn's apparent death and the loss of Dawn's Edge did she begin to believe that the Cult of Mysteries might be free of its real founder.

Though glad for the news, Annaleis was still suspicious that Dawn's Edge might attempt to return to enslave her again. She swore to master the thing if it did return and set about studying the ways of magical devices and how best to control them. To this end, she used the Cult of Mysteries. The band of rogues and adventurers exchanged rumors of magic items, always on the watch for the amulet's return, and helped teach one another how to control whatever items they found.

Drawing on the knowledge gained from her allies, Annaleis became the first of the mystes—rogues taught some of the complexities of magic. The mystes studied any form of magic or enchantment that might gain them powers or advantages. They traded tales of magic and enchantments, and they traded items of power they found in their adventures. Always, however, they sought control of and safety from the most dangerous magic items, those enchanted with intelligence.

Recent adventures have brought an influx of wealth and notoriety to the members of the Cult

of Mysteries. Annaleis hopes to take advantage of this and has been seeking a spellcaster willing to enchant amulets for the mystes. She wants to commission a number of amulets for her followers to protect them from outside influences on their minds. In this way she hopes to prevent the return of Dawn's Edge or to minimize the damage it could do if it returns. She has also become daring enough to hire other adventurers to seek out news of the amulet. If it can be found, she reasons, at least the Cult of Mysteries will be able to prepare against it, or perhaps attempt to destroy it. Not knowing where it is or whom it may control has made the mystes suspicious of everyone except each other.

CAMPAIGN INTEGRATION

The Cult of Mysteries may play a number of roles in a campaign. First, the group may offer membership to a PC rogue who wishes to become a myste. The advantages the mystes have in the control and use of magic items could offer an aspiring rogue an interesting array of abilities and options. Of course, the cult may call on its members to undergo quests on behalf of the group, whether to pursue the interests of the Cult of Mysteries, follow up on rumors, or deal with rival guilds and groups.

Even if the PCs do not seek to become mystes themselves, the Cult of Mysteries can be used in a campaign as a potential employer. Annaleis has begun actively searching for Dawn's Edge and may employ the PCs in that endeavor. If Dawn's Edge is found, or if Annaleis believes it is found, then the PCs might also be sent to investigate and possibly to destroy Dawn's Edge, should they find it. It is unlikely that a PC would be interested in making the protective amulets Annaleis hopes to have enchanted. They might, however, be willing to assist in the crafting by undertaking adventures to recover unusual material components required.

The PCs might also enter the story working against the Cult of Mysteries. Other thieves' guilds may see a threat in the Cult of Mysteries and hire the PCs to investigate the secretive cult. Alternatively, a rival guild of wizards might see a threat in the cult's domination of magic items and send the PCs to do something about it.

NIGHT HUNTER

A shadowy figure enters the abandoned mill. The wood shingle ceiling is old and damaged by the elements. Scattered about the room, antiques of a violent struggle are dressed with the scent of death and dried villagers' blood in the shadows of the cold fall night. This is the nesting ground for a creature of the night. The creature has preyed upon the farming community to the west of the mill for nearly six months. The figure entering the mill is nameless. He moves with an animal's grace to the center of the room, under the largest hole in the mill's ceiling. As he disrobes, he is bathed in the cold beams of the full moon's light. With a violent howl a process begins that transforms the man into something else, a wolf of supernatural size, still somewhat humanoid in appearance. As the creature recovers from the violent transformation, the flash of a silver blade strikes from the shadows. With a muffled rattle the creature dies without seeing its killer. From the shadows emerges a cloaked woman who looks more like an assassin than a hunter. "The town is safe, my duty is done. It is time to move on, as I have heard of another of your kind hunting three days ride from here. My brother shall be avenged."

The night hunter is a hunter and assassin of evil lycanthropes. By using stealth and precise strikes, the night hunter can disable a creature of the night more quickly and efficiently than even the most skilled traditional hunter. Rogues are perfect candidates for becoming a night hunter, as stealth, skill, and a willingness to fight dirty are pivotal to their success. Multiclassed fighters, clerics, monks, and barbarians also work well as night hunters as the combat skills necessary to defeat these powerful foes are crucial. Wizards, sorcerers, and bards typically do not follow the path of the night hunter, but some exceptions do exist.

Hit Dice: d6.

REQUIREMENTS

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

Base Attack Bonus: +6.

Sneak Attack: The character must have the sneak attack ability.

Skills: Alchemy 3 ranks, Hide 8 ranks,

Knowledge (lycanthropes) 3 ranks, and Move Silently 8 ranks.

Feats: Track.

Special: The character must hunt and kill a lycanthrope (any type) by herself. She may not have any assistance during the kill.

CLASS SKILLS

The night hunter's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Disable Device (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (lycanthropes) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are features of the night hunter prestige class.

Weapon and Armor Proficiency: Just as a rogue's weapon training focuses on weapons suitable for stealth and sneak attacks, so too do the martial disciplines of the night hunter. The night hunter is proficient with the crossbow (hand or light), dagger (any type), dart, light mace, sap, shortbow (normal and composite), and short sword. The night hunter is proficient with light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

Sneak Attack: Any time the target of the night hunter would be denied her Dexterity bonus to AC (whether she actually has a Dexterity bonus or not), the attack of the night hunter deals an additional +1d6 points of damage. This extra damage increases by +1d6 points at every odd numbered level (+2d6 at 3rd level, +3d6 at 5th level, and so on). This extra damage is not multiplied if the night hunter successfully strikes with a critical hit. Ranged attacks can only count as a sneak attack if the target is 30 feet away or less.

With a sap or an unarmed strike, the night hunter can make a sneak attack that deals subdual damage instead of normal damage. She cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty, because she must make optimal use of her weapon in order to execute the sneak attack.

The night hunter 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 night hunter must be able to see the target well enough to locate a vital spot to strike. The night hunter cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach. If the night hunter receives a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Imbue Weapon (Su): By surviving the trial of the hunt, the character is welcomed into a night hunter organization. As a rite of passage and as an act of the group's allegiance, the head of the order performs a short ritual and confers a trademark ability upon the night hunter. At 1st level, all of the night hunter's melee and ranged attacks count as attacks with silver weapons for the purposes of overcoming a lycanthrope's damage reduction.

Bane of Lycanthropes (Ex): For the night hunter, knowledge is power. On the path to becoming a hunter of lycanthropes, she has learned many secrets that aid her in eliminating her hated foes. She knows each of their strengths, weaknesses, and every tactic used for their nightly survival. She is the bane of all lycanthropes. Beginning at 2nd level, the night hunter receives a $+1$ competence bonus to all attack rolls and weapon damage rolls made while in combat with a lycanthrope. This is a reflection of the skill and knowledge the night hunter possesses when in battle with lycanthropes. At 6th level, this competence bonus increases to a total of $+2$. Finally, at 10th level, this competence bonus increases to a maximum total of $+3$.



TABLE 1-7: THE NIGHT HUNTER

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+2	+2	+0	Sneak attack +1d6, imbue weapon
2nd	+1	+3	+3	+0	Bane of lycanthropes +1
3rd	+2	+3	+3	+1	Sneak attack +2d6
4th	+3	+4	+4	+1	Scent of lycanthropy
5th	+3	+4	+4	+1	Sneak attack +3d6
6th	+4	+5	+5	+2	Bane of lycanthropes +2, healing techniques
7th	+5	+5	+5	+2	Sneak attack +4d6
8th	+6	+6	+6	+2	Scentless
9th	+6	+6	+6	+3	Sneak attack +5d6
10th	+7	+7	+7	+3	Bane of lycanthropes +3, immunity

Scent of Lycanthropy (Sp): The hatred and desire to see evil lycanthropes destroyed runs deep for the night hunter. So deep is this hatred that the night hunter develops an almost supernatural sense for detecting the presence of lycanthropes. At 4th level, the night hunter can use a spell-like ability at will that allows her to detect lycanthropes. In all other ways, this ability functions as the spell *detect undead* as cast by a cleric of the night hunter's class level.

Healing Techniques (Ex): The affliction of lycanthropy is a disease, to be cured or destroyed like any other sort of illness. The knowledge of the night hunter allows her to administer healing techniques to cure the early onset of lycanthropy. Many of these techniques are not known to the public, but wherever the night hunter travels, she always attempts to share this information and gift with others. At 6th level, the night hunter may use the following techniques to avert the effects of afflicted lycanthropy. Normally, administering belladonna to an infected victim within one hour aids her in resisting the onset of lycanthropy. Through exact measurements and earthen mixtures, the night hunter grants the infected victim a +2 circumstance bonus to her Fortitude save to resist the effects of the affliction. Also, the victim receives no ill effects from consuming the belladonna as she normally would. If administered by the night hunter, the victim receives two chances to resist the lycanthropy.

Scentless (Ex): Night hunters know that lycanthropes hunt by tracking a victim's scent. Depending on the circumstances, an experienced lycanthrope can track a victim to the

ends of the world just by following her scent. Over time, the night hunter develops an extraordinary ability through the regular consumption of herbs and vegetation that masks her scent completely. At 8th level, the night hunter cannot be detected with the Scent special ability.

Immunity (Su): Over years of training, discipline, and the regular ritual of consuming herbal mixtures detailed in ancient tomes, the night hunter becomes immune to the effects of lycanthropy. At 10th level, the night hunter gains a supernatural ability that renders her completely immune to the effects of lycanthropy.

ORGANIZATION: MIDNIGHT SENTINELS

PURPOSE

With the rising of the full moon, terrible creatures stalk the innocent. The Midnight Sentinels (also referred to as night hunters) are a group of elite assassins and hunters who hunt the creatures of the night in an endless quest to rid the world of their kind.

LEADER

Unknown.

CURRENT ACTIVITIES

Under the full moon, lycanthropes prowl among the shadows, stalking innocent victims

for food and sport. While some heroes and local militia may combat this evil of the night, often times it is ignored. People and livestock are sacrificed to appease the bloodlust of these night creatures. Families are destroyed, lives ruined, and the population of these night creatures grows each year as the infection of lycanthropy is spread across the land.

Secretive assassins of lycanthropes, the Sentinels have moved across the free lands tracking and destroying all lycanthropes they find. Cloaked in shadow and thought to be nothing more than a legend or rumor, the Sentinels rely on these myths to protect their identities and methods of the hunt. Two rumors that circulate about the Midnight Sentinels are true: They all lost someone dear to them to the ravages of lycanthropy, and they all harbor a deep hatred of these creatures of the night. The Sentinels do not live among the public, but rather keep to themselves on the outskirts of town. They sleep by day and hunt by night—much like the creatures they stalk.

The Sentinels are people of discipline and controlled rage. There is no honor or quarter given to the creatures they hunt. Unlike most night hunters, the Sentinels destroy any lycanthrope no matter its alignment. Years of brutality and cold shadows have hardened the hearts of the Sentinels to the strength of granite. Their methods are brutal and “dirty” by more noble standards: Midnight Sentinels often stalk a lycanthrope at night and kill him during the day while he sleeps in a weakened humanoid form. The Sentinels have no base of operations and the exact number of active Sentinels is unknown.

There is no religious patron for the Sentinels and no noble funding. Each Sentinel takes necessary coin or supplies from slain lycanthropes. When new weapons, ammunition, or other specialty items are needed, the sentinel establishes a secret relationship with a single supplier. Usually the meeting takes place on an arranged night of the month and always after regular business hours. For the Sentinels, secrecy and stealth are law. The fewer people they contact, the fewer chances for innocent people to become involved in their secretive midnight crusade.



CAMPAIGN INTEGRATION

The Midnight Sentinels may be used in several ways in a campaign. The first example is as an uneasy ally of the PCs who are tracking a member of the lycanthrope family. The paths of the two factions cross at an intersection during the hunt and several options are presented. First, the PCs could work with the Sentinel to find the lycanthrope in question. If the PCs need to capture the lycanthrope, this could lead to direct conflict: The Sentinels do not capture—they kill. Or perhaps a good-aligned lycanthrope approaches the characters for help and they must protect the innocent creature from the night hunters that stalk it.

A second option could be one or more of the PCs becoming active members of the Midnight Sentinels. Of course, the first task would be to become a night hunter, which requires finding the sentinels to undergo the training and initiation rituals. Once completed, the PCs could become a small band of Sentinels who either protect one location or travel across the lands hunting the creatures of the night.

NOBLE DECOY

The noble decoy is a guardian and tool of misdirection for nobles who fear assassination. The path that leads to becoming a noble decoy is filled with years of careful deception and the mastering of roguish arts. Rogues and bards are ideal for the role of noble decoys. Skills with deception, stealth, and performance are pivotal. Other multiclassed characters have a difficult time mastering the techniques needed to become an effective noble decoy.

Hit Die: d6.

REQUIREMENTS

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

Skills: Disguise 8 ranks, Bluff 8 ranks, Perform 3 ranks and Tumble 3 ranks.

Feats: Skill Focus (Disguise).

Special: The character must act as a decoy for the noble in question for a period of one month before she is eligible for the noble decoy prestige class.

CLASS SKILLS

The noble decoy's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Disable Device (Int), Disguise (Cha), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are features of the noble decoy prestige class.

Weapon and Armor Proficiency: The noble decoy is proficient with the crossbow (hand, light, or heavy), dagger (any type), dart, rapier, sap, shortbow (normal and composite), short sword, and one weapon that her noble patron is proficient with (including exotic weapons).

She is proficient with light armor but not with shields. Note that armor check penal-

ties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

Improved Evasion (Ex): A decoy should always be quick on her feet and ready for anything. At 1st level, the noble decoy gains the improved evasion ability. If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, the rogue takes no damage with a successful saving throw and only half damage with a failed Reflex saving throw. Improved evasion can only be used if the noble decoy is wearing light armor or no armor.

Avoid Death (Ex): Acting as a target for assassins requires the noble decoy to develop techniques to keep herself alive in the face of death. The noble decoy is better at resisting the effects of death attacks, death magic, and death from excessive amounts of damage. At 1st level, the noble decoy gains a +1 circumstance bonus to all saving throws against any attack, spell, or ability that produces a death effect. Additionally, if the noble decoy is reduced to 0 hit points, she automatically stabilizes without the need for the Fortitude saving throw that is typically required. At 3rd level this ability increases to a +2 bonus and increases by one point with each odd level thereafter (5th, 7th, and 9th).

Detect Evil (Sp): For some, a good judgment of character is helpful. For the noble decoy, it is vital. The noble decoy develops an almost supernatural sense for evil and evil intent. This is a spell-like ability that acts exactly as the spell *detect evil* as cast by a cleric of the noble decoy's class level. The noble decoy may use this ability a number of times per day equal to her class level.

Bonus Feats: Beginning at 3rd level, the noble decoy may select a bonus feat from the following list to aid her in her duties: Alertness, Blind-Fight, Dodge, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Run, and Toughness. At 6th level she may select another feat from the list, and she may select a final bonus feat at 9th level.

Blur (Sp): Through training and practice, the noble decoy gains limited powers of illusion.

TABLE 1-8: THE NOBLE DECOY

Class Level	Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+0	Improved evasion, avoid death +1
2nd	+1	+0	+3	+0	<i>Detect evil</i>
3rd	+2	+1	+3	+1	Bonus feat, avoid death +2
4th	+3	+1	+4	+1	<i>Blur</i>
5th	+3	+1	+4	+1	Perfect double, avoid death +3
6th	+4	+2	+5	+2	Bonus feat
7th	+5	+2	+5	+2	Avoid death +4
8th	+6	+2	+6	+2	<i>Mislead</i>
9th	+6	+3	+6	+3	Bonus feat, avoid death +5
10th	+7	+3	+7	+3	<i>Iron body</i>

This is a spell-like ability that acts exactly as the spell *blur* as cast by a sorcerer of the noble decoy's class level. The noble decoy may use this ability a number of times per day equal to her Charisma modifier.

Perfect Double (Ex): In the service of her patron, the noble decoy masters the imitation of her ward down to the smallest details. With this ability, the noble decoy gains a +10 competence bonus on all of her Bluff, Disguise, and Perform skill checks while impersonating her noble patron. She may impersonate other nobles, but this bonus will not apply until she spends one full month in their service.

Mislead (Sp): This is a spell-like ability that acts exactly as the spell *mislead* as cast by a 12th-level sorcerer. The noble decoy may use this ability a number of times per day equal to her Charisma modifier.

Iron Body (Sp): Through continued arcane research and training, the noble decoy can change her body into living iron to foil the attacks of assassins. This is a spell-like ability that acts exactly as the spell *iron body* as cast by a 16th-level sorcerer. The noble decoy may use this ability once per day.

ORGANIZATION: MAIDENS OF MAJESTIC GRACE

PURPOSE

For a kingdom in turmoil, the life of the queen

is in constant danger. The Maidens of Majestic Grace act as an elite group of noble decoys to protect the life of the queen from assassins and threats to the throne.

LEADER

Sara (NG human female Rog8/Nbl9)

CURRENT ACTIVITIES

Whether it is through poor choices or the price of their lofty stations, kings, leaders, and heads of state often find themselves in the path of an assassin's dagger. For good and noble kingdoms determined to bring peace to their lands and the lands surrounding them, this threat is especially severe. Assassins are cold and meticulous sorts, exacting and well prepared for any scenario that may present itself. It is this reputation that provokes the leader of a nation to take extra precautions in matters of security.

The Maidens of Majestic Grace are an elite group of female agents (often called noble decoys) who act as the queen's personal guard. Through extensive training and rigorous study, the Maidens have mastered the art of duplicating the queen's appearance, speech, and mannerisms. This training includes regular lessons in etiquette, manners, courtly rituals, and weapons training. The powers used by a noble decoy are often arcane in nature, and the Maidens undertake regular lessons in the arcane arts. This is merely to prepare each maiden for the power that she will soon learn to harness.



In the beginning, only the group's leader, Sara, acted as a noble decoy for the queen. But with the prosperity of the kingdom growing and the threats to the queen's life increasing, Sara urged the queen to expand the number of decoys in use and advocated the creation of the Maidens. What the queen does not realize is that Sara's concern is more than purely professional, as she is the illegitimate younger sister of the queen herself. For the last several years, Sara has nearly revealed the truth to her unknowing sister but has refrained for fear of endangering (or enraging) her sister further.

At the current time, there are four Maidens active in the protection of the queen. The group suffered its first casualty last summer as Helena, the youngest Maiden, fell to the poisoned dagger of an assassin. Though the assassin was slain, Helena could not be saved in time. This loss devastated not only the Maidens but also the queen herself. The death of Helena only reinforced the necessity of the Maiden's presence. While talk has begun of the search for a new Maiden to fill the void left by Helena, the search has not officially begun.

The Maidens revere no particular deity as a group. Each Maiden worships in her own

way, though several revere the gods of trickery and knowledge. The life of a Maiden is not an easy one: Assassins loom close by and the Maidens must distance themselves from the general population, so loneliness can quickly become a Maiden's greatest enemy. As a rule, the Maidens do not become involved in romantic relationships for fear of endangering a loved one or falling victim to the skills of a cunning assassin.

CAMPAIGN INTEGRATION

When introducing the Maidens of Majestic Grace into a campaign, there are two primary uses for this organization. The first is as allies to the PCs in an attempt to prevent a grand assassination of the queen. The Maidens, though focused and somewhat cold, are devoted protectors and eager to work with like-minded people. Perhaps the PCs must prevent a threat so great that it will take all of the Maidens and the PCs to defeat it. Or perhaps one of the PCs may become involved romantically with a Maiden; this could lead to serious repercussions in the campaign, especially when rumors begin to circulate that the *queen* is involved in an illicit affair.

The second option is for a PC to join the ranks of the Maidens in the service of the queen. The remaining PCs are faced with a choice: stay and help in the protection of the queen or leave for adventures elsewhere. This use could split a group of PCs for a period of weeks, months, years, or indefinitely. Still, the queen may need to journey to a far kingdom for a treaty negotiation, leading the PCs on a long adventure.

OŠSORŪS

Ošsorŭs \oh-show-roos\ noun, plural -es [Celestial origin] 1: an avenger, esp. one sent by a good deity to punish a sinner. 2: a clandestine organization under the control of the Church of Râthur. 3: a member of this organization.

Which is better: for hundreds of warriors to fall in battle to achieve a noble objective against an evil enemy or for one assassin to slip unseen behind enemy lines to kill the enemies' wicked leader? For an ošsorŭs, the correct answer is the latter. Born decades ago during a seemingly interminable conflict against an evil queen, the ošsorŭses are a holy order of spies, couriers, saboteurs, and, yes, even assassins. Servants of

the Church of Râthur, the Shining Lord, the Destroyer of the Darkness, the ošsorûses exist primarily to gather information about Râthur's enemies, thwart those enemies' plans, and, when deemed necessary by Râthur's hierarchy, strike down key enemy leaders.

Rogues are most likely to become ošsorûses, but bards, monks, and rangers can be found among their ranks. Multiclass cleric/rogues are also good candidates for this prestige class. NPC ošsorûses are seldom encountered, at least in situations where their identity or affiliation become known. Such NPCs usually work as spies in enemy territory, covertly gathering intelligence and returning reports to Râthur's hierarchy.

Hit Die: d6.

REQUIREMENTS

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

Alignment: Lawful good, lawful neutral, or neutral good.

Move Silently: 8 ranks.

Hide: 8 ranks.

Disguise: 4 ranks.

Knowledge (religion): 4 ranks.

Special: Must be a follower of Râthur in good standing with the hierarchy.

CLASS SKILLS

The ošsorûs's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), 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), Knowledge (Religion) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Point at Each Level: 4 + Int modifier.

CLASS FEATURES

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



TABLE 1-9: THE OŠSORŪS

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+0	Sneak attack +1d6, death attack
2nd	+1	+0	+3	+0	Uncanny dodge (Dex bonus to AC)
3rd	+2	+1	+3	+1	Sneak attack +2d6, turn undead
4th	+3	+1	+4	+1	Slipping the bonds
5th	+3	+1	+4	+1	Sneak attack +3d6, uncanny dodge (can't be flanked)
6th	+4	+2	+5	+2	
7th	+5	+2	+5	+2	Sneak attack +4d6
8th	+6	+2	+6	+2	
9th	+6	+3	+6	+3	Sneak attack +5d6
10th	+7	+3	+7	+3	Uncanny dodge (+1 vs. traps)

Level	Spells per Day			
	1st	2nd	3rd	4th
1	0	—	—	—
2	1	—	—	—
3	1	0	—	—
4	1	1	—	—
5	1	1	0	—
6	1	1	1	—
7	2	1	1	0
8	2	1	1	1
9	2	2	1	1
10	2	2	2	1

Weapon and Armor Proficiency: Ošsorŭses are proficient with crossbows (hand, light, and heavy) and daggers (any type), as well as the dart, rapier, sap, shortbow (normal and composite), and short sword. Ošsorŭses are proficient with light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Sneak Attack: Any time the ošsorŭs's target would be denied her Dexterity bonus to AC (whether she actually has a Dexterity bonus or not) or when the ošsorŭs flanks her target, the ošsorŭs's attack deals +1d6 points of damage. This extra damage increases by +1d6 points every other level (+2d6 at 3rd level, +3d6 at 5th level, and so on). Should the ošsorŭs 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 ošsorŭs 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.

An ošsorŭs 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 ošsorŭs must also be able to see the target well enough to pick out a vital spot and must be able to

reach a vital spot. The ošsorûs cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach. If an ošsorûs gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Death Attack: If the ošsorûs studies his victim for 3 rounds and then makes a sneak attack with a melee weapon that successfully deals damage, the sneak attack has the additional effect of possibly either paralyzing or killing the target (ošsorûs's choice). While studying the victim, the ošsorûs can undertake other actions so long as his attention stays focused on the target and the target does not detect the ošsorûs or recognize the ošsorûs as an enemy. If the victim of such an attack fails her Fortitude saving throw (DC 10 + the ošsorûs's class level + the ošsorûs's Intelligence modifier) against the kill effect, she dies. If the saving throw fails against the paralysis effect, the victim's mind and body become enervated, rendering her completely helpless and unable to act for 1d6 rounds plus 1 round per class level of the ošsorûs. If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once the ošsorûs has completed the 3 rounds of study, he must make the death attack within the next 3 rounds. If a death attack is attempted and fails (the victim makes her save) or if the ošsorûs does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before he can attempt another death attack.

Spells: Beginning at 1st level, an ošsorûs gains the ability to cast a small number of divine spells. To cast a spell, the ošsorûs must have a Wisdom score of at least 10 + the spell's level, so an ošsorûs with a Wisdom of 10 or lower cannot cast these spells. Ošsorûs bonus spells are based on Wisdom, and saving throws against these spells have a DC of 10 + spell level + the ošsorûs's Wisdom modifier (if any). When the ošsorûs gets 0 spells of a given level, such as 0 1st-level spells at 1st level, the ošsorûs gets only bonus spells. An ošsorûs without a bonus spell for that level cannot yet cast a spell of that level. The ošsorûs's spell list appears below. An ošsorûs prepares and casts spells just as a cleric does, but an ošsorûs cannot use spontaneous casting.

Uncanny Dodge (Ex): Starting at 2nd level, the ošsorûs gains the extraordinary ability to react to danger before his senses would normally allow him to even be aware of it. At 2nd level and above, he 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 5th level, the ošsorûs can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack the ošsorûs. The exception to this defense is that a rogue at least four levels higher than the ošsorûs can flank him (and thus sneak attack him). At 10th level, the ošsorûs gains an intuitive sense that alerts him to danger from traps, giving him a +1 bonus to Reflex saves made to avoid traps. If the ošsorûs has another class that grants the uncanny dodge ability, add together all the class levels of the classes that grant the ability and determine the character's uncanny dodge ability on that basis.

Turn Undead: Starting at 3rd level, the ošsorûs may use this ability a number of times per day equal to three plus the ošsorûs's Charisma modifier. The ošsorûs turns undead as a cleric two levels lower than his ošsorûs level. If the ošsorûs has the ability to turn undead from another class, his effective cleric level as an ošsorûs stacks with the levels of his other class for the purposes of turning undead. An ošsorûs cannot take the Extra Turning feat.

Slipping the Bonds (Su): At 4th level, for 1 round per class level per day, the ošsorûs can move and attack normally, even under the influence of magic that usually impedes movement. Slipping the bonds does not actually negate movement-impeding magic; it just allows the ošsorûs to ignore the effects for the duration of this ability. The spell also allows the character to move and attack normally while underwater, even with cutting weapons and with bludgeoning weapons provided that the weapon is wielded in the hand rather than hurled. Slipping the bonds does not, however, allow water breathing.

OŠSORÛS SPELL LIST

Ošsorûses choose their spells from the following list. New spells are marked with an asterisk.

1st level—*cure light wounds, detect poison, invisibility to undead, obscuring mist, message, path through darkness**

2nd level—*animal messenger, cure moderate wounds, darkness, delay poison, phantom blade*, undetectable alignment*

3rd level—*cure serious wounds, detect thoughts, light of day*, lurk*, meld into stone, water breathing*

4th level—*cure critical wounds, discern lies, neutralize poison, moonlit way*, sending, tongues*

LIGHT OF DAY

Evocation [Light]

Level: Oššorûs 3

Components: V, S, M

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Area: 5-ft.-radius emanation centered on target point

Duration: 1 round/level

Saving Throw: Reflex or Will negates (see text)

Spell Resistance: Yes

Light of day creates a sphere of daylight centered on a target point. If the chosen target point is an unwilling creature, it is allowed a Will save to resist the spell. Undead and fungoid creatures touched by the *light of day* suffer 1d6 points of fire damage for every two levels of the caster (maximum 5d6). Creatures with specific vulnerabilities to sunlight (for example, vampires) are affected by contact with the *light of day* just as if they were exposed to sunlight. A Reflex save avoids contact with the *light of day*. This spell also illuminates a 60-ft.-radius area.

Material Component: A pink pearl worth at least 100 gp.

LURK

Transmutation

Level: Oššorûs 3

Components: S, M

Casting Time: 1 action

Range: Personal or touch

Target: You or creature touched

Duration: 1 minute/level

Saving Throw: None

Spell Resistance: Yes (harmless)

With this spell, you greatly enhance the tar-

get's stealthiness. The target is granted a +10 circumstance bonus to Hide and Move Silently checks. Attempts to track the target by sight incur a -10 circumstance penalty. The target can use the Hide skill even while being observed. As long as the target is within 10 feet of some sort of shadow, he can hide from view in the open without anything to actually hide behind. The target cannot, however, hide in his own shadows.

Material Components: A small piece of chameleon skin and a dead spider.

MOONLIT WAY

Evocation [Light]

Level: Oššorûs 4

Components: V, S, M

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Effect: Path of light whose surface area is up to one 5-ft. square/level (S)

Duration: 1 minute/level (D)

Saving Throw: None

Spell Resistance: No

With this spell, you create a ribbon of moonlight between one visible point and another visible point. Both endpoints must touch a solid surface, but there is no need for other points of contact in between. The *moonlit way* is a solid path that can support 500 lb. per caster level at any single time. Creatures or objects that exceed the weight limit cannot touch the path and will fall through if they attempt to move onto it. Creatures on the *moonlit way* receive a +10 circumstance bonus to Balance and Climb checks and a +10 circumstance bonus to Strength checks made to oppose a bull rush or similar attempt to force the creature from the path. The base DC to climb a *moonlit way* (should it be necessary to do so) is 15. The *moonlit way* sheds light out to 30 ft. from its edges.

Material Components: A powdered moonstone worth at least 50 gp.

PATH THROUGH DARKNESS

Transmutation

Level: Oššorûs 1

Components: S, M

Casting Time: 1 action

Range: Personal or touch

Target: You or creature touched

PHANTOM BLADE

Oššorûs Level	Enhancement Bonus	Damage (Will save fails)	Damage (Will save succeeds)
3-4	+1	1d6	1d3
5-6	+2	1d8	1d4
7-8	+3	2d6	1d6
9-10	+4	2d8	1d8

Duration: 1 minute/level
Saving Throw: None
Spell Resistance: Yes (harmless)

The subject gains the blindsight ability. This ability makes invisibility and darkness (even magical darkness) irrelevant to the subject (though it still can't see ethereal creatures). This ability operates out to a range of 60 feet. *Path through darkness* never allows a creature to distinguish color or visual contrast. A creature cannot read with *path through darkness*. The target is not subject to gaze attacks. Blinding attacks do not penalize the target. *Path through darkness* works underwater but not in a vacuum. Contact with light brighter than candlelight immediately cancels *path through darkness*.

Material Component: A bit of luminescent lichen.

PHANTOM BLADE

Illusion [Shadow]
Level: Oššorûs 2
Components: S, DF
Casting Time: 1 action
Range: Touch
Effect: Swordlike shadow
Duration: 1 minute/level (D)
Saving Throw: Will disbelief (if interacted with; see text)
Spell Resistance: No

You use material from the shadow plane to form a quasi-real *ghost touch* weapon. The *phantom blade* can only be wielded by you. Its enhancement bonus to attack and damage rolls and the damage it inflicts with a successful attack vary depending on your caster level (see table below). A *phantom blade* also does less damage to a creature that recognizes its quasi-real nature. Your Strength modifier (if any) does not apply to attack or damage rolls made with the *phantom blade*, but the shadow

weapon is incorporeal. It ignores your target's natural armor, armor, and shield bonuses.

ORGANIZATION: THE OSSORUS

PURPOSE

The Oššorûs is a clandestine sect devoted to Râthur, god of the sun. Members of the Oššorûs act as spies, saboteurs, couriers, and even assassins.

LEADER

Atans the Unknown (reportedly a LG half-elf male Clr5/Rog5/Oss10)

CURRENT ACTIVITIES

The Church of Râthur, the Shining Lord, the Destroyer of the Darkness, has a long history of militancy. Râthur's cathedrals always include a garrison of dedicated, highly trained warriors under the command of the local prelate. In times of crisis, the garrison gates are flung open and Râthur's faithful march forth to do or die. Hand-in-hand with its armies, the Church of Râthur often employs reliable adventurers. Decades ago, one these reliable adventurers shook the Church of Râthur to its core and, after all was said and done, founded the Oššorûs.

In those days, the campaign against Hezba the Necromancer Queen was suffering as many setbacks as victories. For every enemy slain by the followers of Râthur, the Nightwalk Cabal, Hezba's wizard-generals, raised another squad of the undead to march onto yet another battlefield. Groups of adventurers employed by the Church of Râthur to defeat the Nightwalk Cabal and Hezba made even less progress than Râthur's armies. This is when an obscure and heterodox cleric/rogue named Atans stepped forward.



Everywhere the sun touches the earth, it casts a shadow. The shadows, therefore, are Râthur's domain just as surely as are the brightest places. The reason Râthur's armies could not succeed against Hezba is because the armies feared to go into the shadow, thinking that it was Râthur's antithesis, a place of evil. Not so, argued Atans before the Church of Râthur's cleric-generals. Râthur creates shadow to give false hope to the enemy. Evil hates the light and flees into the darkness only to discover that the darkness is a trap. From out of the shadows, an oššorûs, a Celestial word meaning "avenger," could strike Râthur's enemies a mortal blow.

Over the next three months, Atans assassinated the key leaders of the Nightwalk Cabal. Râthur's cleric-generals were concerned with Atans's methods but delighted with his results. A handful of adventurers loyal to Râthur shared this delight. They gathered around Atans, and Atans trained them in the arts of stealth, subterfuge, and assassination. The Oššorûs was born. Before the next season began, Hezba herself was killed by Atans and his followers.

With the war against the Necromancer Queen ended, some of Râthur's cleric-generals sought to have Atans and his sect officially

disbanded. Others in Râthur's hierarchy disagreed, and the matter raged in synod after synod for nearly eight years. During this time, Atans refined his doctrine and methods and attracted more followers, but the Oššorûs remained inactive. Atans insisted that the Oššorûs could only strike as directed by Râthur's ministers. Atans' restraint and loyalty moreso than anything else is probably what finally ended the controversy. The Oššorûs became an official arm of the Church of Râthur.

Today the Oššorûs is more feared than admired. Few doubt their loyalty to Râthur or their devotion to fighting evil, but the methods employed by the Oššorûs as well as the organization's secretive nature do not engender much public confidence. In the Church of Râthur itself, there are still those who would like to see the Oššorûs vanish into obscurity and dissolution. In many circles, Atans's theology as well as his methodology are still causes for grave concern.

CAMPAIGN INTEGRATION

The Oššorûs is an ideal organization for a DM running a military or spy oriented campaign. Even if they operate largely behind the scenes, oššorûs NPCs make valuable points of contact and sources of information. For DMs and players who enjoy such things, the existence of an essentially good and lawful religious order of spies and assassins can provide food for thought. As a result, roleplaying possibilities present themselves as the moral and ethical assumptions of more traditional good-aligned PCs are challenged.

If a more political campaign is the order of the day, the intra-church machinations of the factions opposed to and supporting the Oššorûs could draw in the PCs. Even in a lawful good church, a sure way to bolster one's own agenda is to prove the opposition somehow betrays the ideals to which all of the faithful are supposed to be dedicated. For example, the PCs could end up spying on the spies in order to find evidence that Atans is a threat to Râthur's church.

For a more action-filled approach, the PCs may discover that an Oššorûs cell has gone rogue and has taken it upon itself to decide who are and are not the proper enemies of Râthur. Both the anti-Oššorûs and pro-Oššorûs factions would have a vested interest in putting the

rogue ošsorûses out of operation, albeit for different reasons. For campaigns with PCs who are less than nice, the PCs may even be targeted for extermination by the Ošsorûs, leading to an extended series of conflicts with the Church of Râthur and its agents.

PACKRAT

The packrat gathers and hoards possessions not so much for their value as to simply have and hold them. She is a collector of odds and ends, and her larcenous talents, most notably her lightning-quick hands, help greatly in her obsessive hobby. Over time, she fine-tunes various traits of use to someone who always carries more than what is needed, usually without bothering to make an accurate inventory. In general, packrats aren't particularly feared. Their abilities have little offensive strength and minimal defensive value. A packrat's abilities are not without use, however, for she can perform important, if seemingly trivial, tasks to aid herself and her allies.

Rogues and bards, including those who are multiclassed, make the best packrats. The requirements for this prestige class are not particularly steep, but most character classes do not have ready access to the skill prerequisites. NPC packrats can be encountered in a variety of roles and places. They are primarily adventuresome sorts, for it seems that monsters always have the most interesting stuff to collect.

Hit Die: d6.

REQUIREMENTS

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

Bluff: 5 ranks.

Escape Artist: 8 ranks.

Pick Pocket: 8 ranks.

Feats: Lightning Reflexes.

CLASS SKILLS

The packrat's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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



TABLE 1-10: THE PACKRAT

Class Level	Base				Special	Bard or Rogue Effective Level
	Attack Bonus	Fort Save	Ref Save	Will Save		
1	+0	+0	+2	+0	Packrat	+1 level of existing class
2	+1	+0	+3	+0	Right tool for the job	
3	+2	+1	+3	+1	Quicker than the eye	+1 level of existing class
4	+3	+1	+4	+1	Hard to hold	
5	+3	+1	+4	+1		+1 level of existing class

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

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: A packrat gains no new weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Packrat (Ex): An obsessive collector must also be an expert packer. A packrat is so adept at packing dry goods that any container or carrier she uses has its “holds or carries” volume increased by 50 percent. Furthermore, the effective weight of any container or carrier packed by a packrat is reduced by 10 percent.

Right Tool for the Job (Ex): There is no telling what a packrat might be carrying in a pocket, pack, sack, or pouch. Once per day per class level, a packrat can find on her person any normal equipment item, including weapons, which could be packed away in one of her containers or carriers. The discovered item must fit within one of the packrat’s containers or carriers. For example, a packrat is not going to find a long spear tucked away in her backpack. Magical containers and carriers, such as *bags of holding*, are highly prized by packrats.

Quicker than the Eye (Ex): The packrat’s reflexes reach phenomenal speeds. At 3rd level, she can draw or sheath a weapon as a free action. She also no longer provokes attacks of opportunity when sheathing a weapon. At 4th level, the packrat can pick up an item as a free action or do so without provoking an attack of opportunity (packrat’s choice at the time of the action). Her manual speed reaches its peak at 5th level, at which time the packrat can retrieve a stored item as a free action or do so without provoking an attack of opportunity (packrat’s choice at the time of the action).

Hard to Hold (Ex): At 4th level, a packrat is so adept at escaping from grapples that she can attempt to do so as a free action. She is, however, still limited to one escape attempt per round. At 5th level, a packrat can attempt escape from nets or ensnaring spells such as *entangle*, *Otiluke’s freezing sphere*, and *web* as a standard action that provokes attacks of opportunity (instead of a full-round action as normal).

Rogue Special Abilities: At 1st, 3rd, and 5th levels, a packrat’s effective level in either her bard or rogue class increases by one level. This has no effect on base attack bonus, base save bonuses, Hit Dice, or skill points. The effective increase in level applies only to special class abilities such as spells per day, sneak attack, etc. If the packrat has both bard and rogue levels, each effective level increase must be applied to one class or the other. Once this decision is made, it cannot be changed.

ORGANIZATION: BOBO'S RAIDERS

PURPOSE

Bobo's Raiders is a gang of mercenaries who specialize in theft and kidnapping.

LEADER

Bobo Burrfoot (LE male halfling Rog8/Pak5)

CURRENT ACTIVITIES

Bobo Burrfoot, a charismatic halfling rogue/packrat, has long had a talent for surrounding himself with talented, morally suspect adventurers. Bobo started out small in and around Green Hollows, a predominantly halfling state. There he engaged in petty theft until his reputation made walking the streets unsafe and put him high on the local clanwardens' list of people to "talk" to. From Green Hollows, Bobo traveled across country to the thriving coastal metropolis of Encridus. Bobo quickly came to the attention of one of Encridus's competing thieves' guilds, called the Lower Quarter Gang, and was inducted.

Bobo's organizational talents and leadership ability advanced him quickly through the ranks of the Lower Quarter Gang. In fact, so quick was his rise that many senior elements of the guild tried to have Bobo killed, but they all failed fatally. After five years in Encridus, Bobo gathered his most loyal followers and left the city. The power vacuum created by his departure spelled the end for the Lower Quarter Gang: The guild was crushed by competitors.

Using his cohort and followers as a base, Bobo has built a formidable mercenary organization headquartered in a ruined elven fortress within the trackless Thornwood. Using a complicated system of *animal messengers* from "branch offices" in several free cities, Bobo sells his services as a thief and kidnapper. His clients are not always as disreputable as one would expect. Although few good people would have dealings with him, it can be honestly said that, despite being evil, Bobo has a justified reputation for keeping his contracts faithfully and confidentially.

CAMPAIGN INTEGRATION

Bobo's Raiders can easily serve as a foil for good-aligned adventurers. It is not necessary that there be outright animosity, at least at first. The PCs could meet some of Bobo's followers while working on their current adventure. Some other party could also have hired Bobo's followers to seek the same objective as the PCs. For example, the PCs have been hired to clear out a ruin infested by evil humanoids. As part of their payment, any treasure they find is theirs to keep. At the same time, another interested party hires some of Bobo's Raiders to enter the same ruin to retrieve a valuable magic item thought to be hidden in the ruin's vaults.

Of course, outright animosity from word one is possible. If the PCs have made powerful enemies, those enemies could contract with Bobo's Raiders to even the score. In a similar vein, Bobo has made powerful enemies, and the PCs could be hired to bring the rogue to justice.

On the other hand, if the PCs are not the good guys, they could seek out Bobo's Raiders in order to join the organization. In the short term, such an arrangement provides a ready-made adventure hook as Bobo sends the PCs out on one assignment after another. Ambitious PCs may try to rise through the ranks of the Raiders or even seek to usurp Bobo's control of the organization.

PSYCHIC INTERLOPER

There is vast but usually untapped psychic potential locked within every human or within those of human blood. Most people able to actualize potential to manifest psionic powers train as psions or psychic warriors. Rarely, however, a person with a particular mental profile develops psionic abilities after being subjected to mind-wracking disease and poison. For some unknown reason, the psychic trauma caused by cackle fever and insanity mist opens very specific, previously blocked mental pathways. As a result, the person affected by cackle fever and insanity mist acquires psionic powers and becomes a psychic interloper.

No class is more or less likely to become a psychic interloper than any other. However, the class features of a psychic interloper are especially useful to rogues. Over the years, what is basically an accident of



nature has been developed into a training program that emphasizes dexterity, stealth, and cunning. Consequently, a character with no rogue levels prior to becoming a psychic interloper usually picks up at least a few such levels in order to take full advantage of the psychic interloper's class skills and features.

Psychic interlopers are quite rare. NPC psychic interlopers usually fall into two categories. First, there are those NPCs who developed psionic powers and were trained by a lone psychic interloper. These characters are usually secretive and headstrong, preferring a solitary life. The second category of NPC psychic interlopers merits caution. The Interlopers at the Mind's Doors are a sinister organization of criminals who form hidden guild societies and use their psionic powers to aid them in their larcenous activities. It is known that the Interlopers at the Mind's Doors deliberately expose potential members to cackle fever and insanity mist as part of their rites of initiation. Those who survive to develop psionic ability become members.

Hit Die: d6.

REQUIREMENTS

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

Race: Human, half-elf, or half-orc.

Base Reflex Save: +3.

Concentration: 4 ranks.

Knowledge (psionics): 4 ranks.

Feat: Iron Will.

Special: Must have contracted cackle fever and recovered without magical aid. Must have been poisoned by insanity mist and recovered without magical aid.

CLASS SKILLS

The psychic interloper's class skills (and the key ability for each skill) are Autohypnosis (Wis, exclusive skill), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Concentration (Con), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intuit Direction (Wis), Jump (Str), Knowledge (Psionics) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Profession (Wis), Psicraft (Int), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis),

TABLE 1-11: THE PSYCHIC INTERLOPER

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+2	Uncanny dodge (Dex bonus to AC) Sneak attack +1d6
2nd	+1	+0	+3	+3	
3rd	+2	+1	+3	+3	
4th	+3	+1	+4	+4	
5th	+3	+1	+4	+4	Uncanny dodge (can't be flanked), sneak attack +2d6
6th	+4	+2	+5	+5	
7th	+5	+2	+5	+5	
8th	+6	+2	+6	+6	Sneak attack +3d6
9th	+6	+3	+6	+6	Uncanny dodge (+1 vs. traps)
10th	+7	+3	+7	+7	

TABLE 1-11A: THE PSYCHIC INTERLOPER'S PSIONIC POWERS

Level	Psionic Power	Psionic Combat Modes	Power Points
1	Catfall	2	2
2	Inkling	—	4
3	Conceal thoughts	3	8
4	Body equilibrium	—	11
5	Chameleon	4	16
6	Glide	—	21
7	Danger sense	5	26
8	Nondetection	—	33
9	Amplified invisibility	6	40
10	Aura alteration	—	47

Stabilize Self (Con, exclusive skill), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: A psychic interloper learns no new weapon or armor proficiencies.

Uncanny Dodge (Ex): Starting at 1st level, the psychic interloper gains the extraordinary ability to react to danger before his senses would normally allow him to even be aware of it. At 1st level and above, he 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 5th level, the psychic inter-

loper can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack the psychic interloper. The exception to this defense is that a rogue at least four levels higher than the psychic interloper can flank him (and thus sneak attack him). At 9th level, the psychic interloper gains an intuitive sense that alerts him to danger from traps, giving him a +1 bonus to Reflex saves made to avoid traps. If the psychic interloper has another class that grants the uncanny dodge ability, add together all the class levels of the classes that grant the ability and determine the character's uncanny dodge ability on that basis.

Sneak Attack: Starting at 2nd level, any time the psychic interloper's target would be denied her Dexterity bonus to AC (whether she actually has a Dexterity bonus or not) or is flanked by the psychic interloper, the

psychic interloper's attack deals +1d6 points of damage. This extra damage increases by +1d6 points at 5th and 8th levels. Should the psychic interloper 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 interloper 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 interloper 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 interloper must also 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 interloper cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach. If an psychic interloper gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Powers (Sp): A psychic interloper manifests a specific psionic power at each level, as indicated on the above table. The psychic interloper uses these powers as a psion with a level equal to the character's psychic interloper level. The DC for saving throws to resist a psychic interloper's powers is 1d20 + the power's level + the psychic interloper's key ability modifier (as determined by the particular power). The roll is made by the attacking psychic interloper when the power is manifested. A psychic interloper need not meet any minimum ability score requirement to manifest any of the psychic interloper's powers. If he learns the appropriate metapsionic feats, a psychic interloper's powers can be enhanced as they are manifested at the cost of additional power points.

Psionic Combat Modes (Sp): At 1st level, a psychic interloper can choose to learn two of the 10 psionic combat modes. At succeeding levels, she can learn one additional psionic

combat mode according to the schedule shown on the above table.

Power Points: A psychic interloper can manifest his powers based on his available power points. Psychic interlopers do not gain bonus power points for exceptional ability scores. The power points gained as a psychic interloper do not add to power points gained from other sources. Use the higher overall power point total.

ORGANIZATION: INTERLOPERS AT THE MIND'S DOORS

PURPOSE

The Interlopers exist to acquire wealth, experience forbidden pleasures, and develop psionic power by any means necessary.

LEADER

Mad Hazle (NE half-orc female
Wiz6/Rog4/Pln10)

CURRENT ACTIVITIES

The Interlopers at the Mind's Doors have existed for decades. Originally, the organization catered to hedonists seeking new sources of experience, and they had a penchant for hallucinogenic drugs. As the story goes, one of the original members—whose name is lost in the past—developed psionic powers after an extended exposure to controlled doses of insanity mist. Further experimentation deduced that this member had also suffered through cackle fever as an adolescent. Conclusions were drawn, and soon the Interlopers changed. A new inner circle, all psychic interlopers, rose to control the organization.

The new leadership magically cultivated cackle fever and laid in a stock of insanity mist. Initiation to the Interlopers became limited to humans, half-elves, and half-orcs of sufficient health and mental strength to withstand exposure to cackle fever and insanity mist in order to trigger the release of latent psionic powers. Consequently, the number of members fell sharply while those who remained grew in personal power.

Mad Hazle, a wicked and remarkably cunning half-orc woman of enormous personal power,

leads the Interlopers. The organization itself probably has no more than a dozen and a half members, all of them having progressed at least somewhat on the path of the psychic interloper. The Interlopers retain some of their hedonistic background, but the group has taken a dark twist into sadism and madness. As such, they operate by clandestine methods in several cities, all of which are relatively close to at least one other.

The Interlopers' activities include thefts for financing, kidnapping victims to serve as unwilling participants in obscene celebrations, and the acquisition of psionic items and knowledge to further enhance the mental might of the members. Most of the time, Interlopers work alone or with only one or two other members. At Mad Hazle's request, however, the entire organization meets in secret in order to work toward some grand, invariably evil end.

CAMPAIGN INTEGRATION

The Interlopers can easily serve as recurring villains in a campaign. Since each Interloper cell operates more-or-less independently of the others, it is possible that the PCs could encounter them two or three times before even realizing that there are any connections from cell to cell. In a more structured plot, Mad Hazle could have issued directives to several different cells to work on various facets of some grand, evil scheme designed to spread chaos and evil.

A more subtle approach is to let it be known during the campaign that it is possible to develop psionic powers with the right application of certain esoteric techniques, and that these techniques are known to a group called the Interlopers. This could lead an interested PC to make inquiries and become acquainted with a seemingly polite, albeit eccentric, Interloper cover group. Only by completing certain initiation tasks can the PC hope to gain the trust of the group and learn its innermost secrets. Of course, only those individuals wicked enough are ever fully inducted. Others who learn too much become victims instead.

QUEEN'S CORONET

A ruler stays in power only so long as she can remain one step ahead of her rivals. This rule has been true throughout history, and any ruler fortunate enough to possess longevity knows it.



To that end, the Queen's Coronets were created, a body of nobles scattered throughout the families of the realm (and the factions of the court), sworn to serve queen and country until death.

The Coronets are master spies, keeping watch over every political and social nuance then reporting their valuable information back to the queen, to be used at her discretion. The organization is secret, with each member bearing a code name (typically jewel or jewelry related, though not exclusively so) and communicating directly only with the queen. The Coronets have mastered the art of listening, searching, and evaluating information, all the while keeping the veil of innocence wrapped tightly around them. There are a few who suspect their existence (primarily those in the king's information network), but no one has uncovered the extent of the organization or the identities of those who are involved.

Rogues and bards are naturals for this prestige class. Characters of nearly any other class are also found among the Coronets, if only to assuage suspicion toward any individuals with specific skills.



Hit Die: d6.

REQUIREMENTS

To qualify to become a queen's coronet, a character must fulfill all the following criteria.

Gather Information: 8 ranks.

Innuendo: 8 ranks.

Listen: 6 ranks.

Search: 6 ranks.

Sense Motive: 8 ranks.

Special: The character must be of noble birth and must swear a blood oath to the queen. This can be represented in most games by at least one level in the aristocrat class.

CLASS SKILLS

The coronet's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Decipher Script (Int), Diplomacy (Cha), Disguise (Cha), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Knowledge (geography, history, local, nobility and royalty) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Read Lips (Int), Ride (Dex), Search (Int), Sense Motive (Wis), Speak Language, Spot (Wis), Use Magic Device (Cha).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the queen's coronet prestige class.

Weapon and Armor Proficiency: Coronets are not expected to fight, nor are they chosen for their fighting prowess. Still, the only candidates for the positions are necessarily born of the noble class, and they are typically trained in martial skills from their youth. The coronet is proficient in all simple and martial weapons and all armor (heavy, medium, and light) and all shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

Encode Missive (Ex): The coronet is highly adept at using codes, and is trained in a variety of them. Coronets can send messages encoded into jewelry (specifically regarding the jewels

TABLE 1-12: THE QUEEN'S CORONET

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+2	Encode missive
2nd	+1	+0	+3	+3	Seduction
3rd	+2	+1	+3	+3	Composure +2
4th	+3	+1	+4	+4	Slippery mind
5th	+3	+1	+4	+4	Composure +4
6th	+4	+2	+5	+5	Eidetic memory
7th	+5	+2	+5	+5	Composure +6
8th	+6	+2	+6	+6	Keen ear
9th	+6	+3	+6	+6	Composure +8
10th	+7	+3	+7	+7	Skill mastery

they choose, but also on a message actually hidden in the item), flower arrangements (by the type and placement of the flowers), or written codes. A coronet can identify and understand a message left for him by a fellow coronet with a simple Innuendo check (DC 10). Others attempting to intercept messages must first make a Spot check (DC 25) to notice that the item in question has a hidden meaning, then must make an Innuendo check (DC 20 + the class level of the coronet) to decipher the code.

Seduction (Ex): Coronets are skilled in the arts of distraction, even when it involves using their feminine (or masculine) wiles on a member of the opposite sex to confuse matters for a time. A coronet may use her charm and physical appeal to distract and enamour a member of the opposite sex. The coronet and the target must be able to pay attention to one another. The distraction of nearby combat or other dangers prevents the ability from working.

The coronet must make a Bluff check with a bonus equal to her class level, and the target can negate the effect with a Will saving throw equal to or greater than the coronet's check result. If the saving throw succeeds, the coronet cannot attempt to seduce that individual again for 24 hours. If the saving throw fails, the target is enraptured by the coronet and will remain quiet and still, so as to best receive the attentions offered by the coronet. While being seduced, the target's Spot, Listen, and Sense Motive checks suffer a -4 penalty. Any potential threat (such as a disapproving spouse walking past the target's line of sight) allows the seduced character a second saving throw

against a new Bluff check result. Any obvious threat, such as the coronet casting a spell, drawing a sword, or aiming a ranged weapon, automatically negates the effect.

Composure (Ex): A coronet has mastered the art of self-control, never allowing her true feelings or thoughts to show. At 3rd level, coronets gain a +2 competence bonus to ability checks, skill checks, and Will saves when someone is attempting to force information from them. This bonus increases to +4 at 5th level, +6 at 7th level, and +8 at 9th level.

Eidetic Memory (Ex): A coronet with this ability is able to remember any visual image he sees with near-perfect accuracy. Characters with this ability gain a +4 competence bonus on all Knowledge, Appraise, Search, and Spot checks.

Keen Ear (Ex): A coronet with this ability has a flawless memory for sounds. The coronet gains a +4 competence bonus on Listen checks, and with an Intelligence check (DC 13) can recall entire overheard conversations, identify people by voice, discern numbers and groups of people strictly from sound, and make other sound-based identifications or deductions as appropriate.

Slippery Mind (Ex): This extraordinary ability, gained at 4th level, represents the coronet's ability to wriggle free from magical effects that would otherwise control or compel her. If the coronet is affected by an enchantment and fails her saving throw, one round later she can attempt her saving throw again.

She only gets this one extra chance to succeed at her saving throw. If it fails as well, the spell's effects proceed normally.

Skill Mastery (Ex): At 10th level, the coronet selects a number of skills equal to 3+ her Intelligence modifier. When making a skill check with one of these skills, the coronet may take 10 even if stress and distractions would normally prevent her from doing so. She becomes so certain in her skill that she can use her skill reliably even under adverse conditions. The coronet may only select the following skills for this ability: Bluff, Diplomacy, Disguise, Forgery, Gather Information, Hide, Innuendo, Intimidate, Knowledge, Listen, Move Silently, Read Lips, Sense Motive, and Spot.

ORGANIZATION: THE QUEEN'S CORONETS

PURPOSE

The Queen's Coronets are a group of nobles recruited by the queen to serve as her eyes and ears in the court and to conduct covert activities as necessary to keep the queen reigning effectively.

LEADER

Queen Issaria (NG human female Ari9/Cor7)

CURRENT ACTIVITIES

The Queen's Coronets were created more than 75 years ago, under the reign of Queen Nerith. Her husband, King Erison, was a distant husband and foolish ruler. He disdained the company of his wife and advisors and instead gave his ear to those who indulged his pursuits and caught his fancy. Nerith feared for their continued reign if Erison were left to his own devices, but for her to act publicly would wreck what little stability their court still possessed.

To this end, she recruited a number of highborn ladies and lords, all of them loyal to the royal family, all of them quick witted and silver tongued. She laid upon them the solemn duty of learning the weaknesses of those who held Erison's ear as well as the means by which she could destroy them in the sight of the king.

Queen Nerith's assignments were not without risk, and many were quite dangerous. Her adversaries had no intention of releasing the king from their clutches and were willing to do whatever was necessary to keep their power regardless of cost. Still, Nerith's chosen spies were all agreed upon the necessity of the task, fearing for the fate of the kingdom—and their queen—were the king to continue unchecked.

In order to keep them as safe as possible, Queen Nerith ensured that no one aside from herself knew who her spies were. She referred to them as her "jewels," and each had a jewel or jewelry-related code name. The color of a jewel was used as a signal between the queen and her spy, to let it be known that she had information to relay. On the rare occasion that the spies met together, they appeared masked and work heavy robes so as to disguise their true appearance, even from each other.

The system worked well, and Nerith was able to remove her rivals for Erison's attention. Her spies worked well and efficiently and maintained their secrecy despite a number of close calls. Nerith was so impressed that she kept the system in place, adding a new coronet whenever one wished to retire or otherwise passed out of court life. When her son became king, Nerith instructed his wife, Elsabetta, in the uses of the coronets and their necessary skills. Queen Elsabetta continued to put the Queen's Coronets to good use, and through their good work, the royal family avoided a number of potentially dangerous situations culminating in a foiled assassination attempt on Colin in his 15th year as king.

The current Queen, Issaria, is the wife of Nerith's grandson, Colin. She is devoted to the continuation of the line and the ascension of her son, Reanar, and uses the coronets to remove any obstacle to that eventuality. Some of the coronets are concerned about the current Queen's single-minded devotion to the power of the royal family as opposed to the good of the kingdom, but most see that her goals include ensuring that the kingdom remains healthy, intact, and in the best possible condition for her son.

CAMPAIGN INTEGRATION

The Queen's Coronets are ideal for a noble-based campaign set in a specific kingdom. It is unlikely that more than one character in any

given group will be a member of the Coronets, but it is possible. If a DM wishes to use the Coronets as a focus for a campaign, it can provide an excellent opportunity to introduce elements of espionage, social maneuvering, and politics.

If the DM wishes to use the Coronets as an exclusively NPC organization, no more than one or two coronets should be brought into a game at any one time. That should be sufficient, however, to draw the characters into a web of intrigue and deceit. Alternatively, the Coronets might act as adversaries to the PCs. The PCs could be hired by a noble who wishes to weaken the royal family's rule, only to be intercepted by one of the coronets. A coronet could also hire the characters to help in a plot he or she has concocted, designed to eliminate a perceived threat to the queen's rule.

QUESTIONER

Questioners are experts at unraveling mysteries, solving problems, and punishing criminals that would otherwise get away. Sometimes they work for hire, selling their skills to those who need help. Other times they work on their own and take what they need from the criminals and villains they hunt. Sometimes the normal agents of law cannot tell the difference between these vigilantes and the criminals they oppose, but the difference is there.

Rogues are the most common questioners, because they most often have the skills needed to pursue the class. Rangers and bards have also been known to follow this path. Other classes are only rarely questioners, unless they are also multiclass rogues.

NPC questioners are vigilantes who operate independently. Most questioners learn their skills from Gareth Windwallow, but when they are practicing their craft they work better alone. NPC questioners can make strong adversaries or allies, depending on the activities of the PCs. They can also be used as opposition to a group of good PCs.

Hit Die: d6.

REQUIREMENTS

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

Alignment: Any good.

Skills: Gather Information 8 ranks, Search 8 ranks, Sense Motive 8 ranks.

Feats: Alertness.

CLASS SKILLS

The questioner's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Urban Lore* (Wis), Use Magic Device (Cha, exclusive skill), Use Rope (Dex), and Wilderness Lore (Wis). *This skill is presented in *Traps & Treachery*.

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: Questioners use stealth and subtlety where possible, so their choices of weapons and armor are limited. They are proficient with the same weapons as rogues. Questioners are not proficient with any armor, but they are proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Bonus Feat: At 1st, 4th, 7th, and 10th levels a questioner gets a bonus feat in addition to the feats a character gets every three levels. These bonus feats must be drawn from the following list: Expertise, Improved Disarm, Improved Knockout Attack*, Improved Trip, Keen Vision*, Knockout Attack*, Run, Shadow*, Skill Focus (any class skill), Track.

*These feats are presented in *Traps & Treachery*.



Sneak Attack: Any time the questioner's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the questioner flanks the target, the questioner's attack deals extra damage. The extra damage is +1d6 at 2nd level and an additional 1d6 every three levels thereafter. Should the questioner score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The questioner can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the questioner can make a sneak attack that deals subdual damage instead of normal damage. Before 3rd level, the questioner cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty.

A questioner can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The questioner 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 questioner cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach. If a questioner gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Special Abilities: At 3rd, 6th, and 9th levels, a questioner may select a special ability from among the following:

Crippling Strike: A questioner with this extraordinary ability can sneak attack opponents with such precision that his blows weaken and hamper them. When the questioner damages an opponent with a sneak attack, that character also takes 1 point of temporary Strength damage. Ability points lost to damage return on their own at the rate of 1 point per day for each damaged ability.

Defensive Roll: The questioner can roll with a potentially lethal blow to take less damage from it. Once per day, when a questioner would be reduced to 0 hit points or less by damage in combat (from a weapon or other blow, not a spell or special ability), the questioner can attempt to roll with the damage. He makes a

TABLE 1-13: THE QUESTIONER

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+0	+2	+0	Bonus feat
2nd	+2	+0	+3	+0	Sneak attack +1d6
3rd	+3	+1	+3	+1	Special ability
4th	+4	+1	+4	+1	Bonus feat
5th	+5	+1	+4	+1	Sneak attack +2d6
6th	+6	+2	+5	+2	Special ability
7th	+7	+2	+5	+2	Bonus feat
8th	+8	+2	+6	+2	Sneak attack +3d6
9th	+9	+3	+6	+3	Special ability
10th	+10	+3	+7	+3	Bonus feat

Reflex saving throw (DC = damage dealt) and, if he's successful, he takes only half damage from the blow. 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. Since this effect would not normally allow a character to make a Reflex save for half damage, the questioner's evasion ability—if he has it—does not apply to the defensive roll.

Improved Evasion: This ability works like evasion, except that while the questioner still takes no damage on a successful Reflex save against spells such as *fireball* or a breath weapon, he now takes only half damage on a failed save (the questioner's reflexes allow him to get out of harm's way with incredible speed).

Reputation: The questioner is known by his quarry, and his reputation is a threatening one. Once per day, the questioner can confront an opponent and intimidate him as a standard action. The questioner rolls an Intimidate skill check opposed by the target's Will saving throw. If the questioner wins the opposed check, the target is shaken (–2 morale penalty on attack rolls, weapon damage rolls, and saving throws) for the remainder of the encounter.

Skill Mastery: The questioner selects a number of skills equal to 3 + his Intelligence modifier. When making a skill check with one of these skills, the questioner can take 10 even if stress and distraction would normally prevent him from doing so. He becomes so certain in his skill that he can use his skill reliably even under adverse conditions. The questioner may

gain this special ability multiple times, selecting additional skills for it to apply to each time.

Slippery Mind: This extraordinary ability represents the questioner's ability to wriggle free from magical effects that would otherwise control or compel him. If a questioner with a slippery mind is affected by an enchantment and fails his saving throw, 1 round later he can attempt his saving throw again. He only gets this one extra chance to succeed at his saving throw.

Urban Tracking: Questioners are skilled at following their quarry through the twisting maze of streets that make up most cities. The questioner receives a +2 competence bonus on all Urban Lore skill checks used with the Shadow feat. He also gains a +2 competence bonus on all Hide and Spot checks made during a shadowing attempt.

ORGANIZATION: THE QUESTIONERS

PURPOSE

The questioners are a group of investigators and problem-solvers. They focus their attention on the criminal element of society and seek to bring the worst of them to justice. Though they match their quarry in abilities and methods, the questioners are different in intent. They seek to make the world—or their little part of it—better and safer by removing the most dangerous elements.

LEADER

Gareth "Four-thorn" Windwallow (LG halfling male Rog5/Pal3/Que10)

CURRENT ACTIVITIES

Gareth Windwallow spent his young life as a drifter. He wandered from one town to the next living by his wits and luck. Like many of his race, he had the skills and abilities of an excellent rogue, but he always took particular pleasure in stealing the ill-gotten gains of criminals. He made a name for himself, and a tidy sum of money, in this manner. It was his soft heart that first started changing things for him.

While Gareth never had a problem taking care of himself and getting out of the way before trouble came for him, he knew that not everyone was so blessed. He never spent much time thinking about it, as he had never had a solution for the problems of others. But a human street waif named Jon changed that. The boy was hungry and living in an alley when Gareth found him. Appalled by the situation, the inquisitive halfling asked Jon how he'd come to live on the streets if he didn't know his way around. The human child explained that he lived alone with his father normally, but that his father had disappeared and never came home. Jon went out to look for him but got lost.

Believing that the child obviously just needed someone to help him find home, Gareth helped Jon track down his old home using descriptions and the neighbors' names that the boy remembered. Finding the home, however, only complicated the situation. There were signs of a struggle and it became obvious to Gareth that Jon's father was not going to come home on his own. Gareth faced a dilemma. It was clear that Jon's problem was more complex than he knew, and that Gareth himself would have to become somewhat involved if he decided to help the boy. His only alternatives were to leave the child to his fate or to take him in himself. Neither sounded like what the free-spirited halfling wanted to do.

Gareth made the choice that set his path for years to come. He tracked down Jon's father and freed the man from his captors. The idea of a lone child starving on the street haunted him so that he could not rest, and he decided that the Blessed One was calling him. Gareth finally answered his call and swore never to

let such a travesty of justice happen again while he had strength left in him. He began to walk the path of a paladin and to right the wrongs he found in his travels.

Perhaps it was a natural failing in Gareth Windwallow, or maybe he simply did not understand what the gods expected of him. Whatever the case, Gareth did not long walk the wearying path of a paladin. He knew what he needed to do, but he felt that the role of a warrior-protector was too much for him. He turned instead to the guile that had always come easily to him. He found ways to turn it to his advantage. He discovered a knack for turning the tricks of the crafty against them and beating the criminals at their own game.

The questioners were the result of Gareth's wanderings. He found the means of using his native abilities for justice and for the benefit of himself and others. Deciding that he could do more if he was not alone, Gareth taught his ways to others and the questioners were born. Not quite a guild, they are an association of like-minded individuals who share the varied talents of rogues but value the ideals of justice. While they do not always follow the rules themselves, the questioners believe that they're doing the right thing and that more good comes of their activities than harm.

CAMPAIGN INTEGRATION

The questioners can serve a number of useful functions in a campaign. They can offer helpful advice or needed assistance in almost any plot in which the characters face criminal opponents. If the PCs show any desire to pursue the ideals of the questioners, one of the characters might be invited to join the organization and be trained in their skills. The questioners can also serve to help rein in PCs who start getting out of hand. Their useful shadowing and tracking abilities allow them to act as a reminder to characters that forget that even they can be punished for their misdeeds.

NPC questioners are most often single-minded in their pursuits. The path of this prestige class requires some focus and dedication. Despite this, not all questioners need to be so pure of heart. Some questioners have been tempted by the lives of the criminals they hunt and may trade sides to work for underworld figures. A corrupted questioner makes for a crafty and flexible villain, as he knows all the tricks. Such

traitors would surely be hunted by the uncorrupted questioners, who might also be willing to help the PCs work against their fallen comrade.

ROYAL ASSASSIN

The royal assassin is an agent for good kingdoms, used to eliminate evil threats to the kingdom itself. Unlike some assassins, she does not depend on poisons and spells to succeed, but rather on her skills in stealth and swordplay. Each royal assassin is different: While one may utilize pure stealth and silence for success, another may use disguise and trickery to get close to a target. Rogues are perfect for becoming royal assassins, as stealth and skill are essential. Multiclassed fighters, ex-paladins, sorcerers, wizards, and monks also work well as royal assassins as a high combat prowess is also important and spellcasting talent is helpful. Barbarians, clerics, and bards typically do not become royal assassins, but some exceptions do exist.

Hit Die: d6.

REQUIREMENTS

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

Alignment: Any non-evil.

Base Attack Bonus: +6.

Sneak Attack: The character must have the sneak attack ability.

Skills: Hide 8 ranks, Move Silently 8 ranks, two rogue class skills 3 ranks each.

Special: The character must successfully assassinate any enemy of the kingdom (at the king or queen's request). This enemy must be evil.

CLASS SKILLS

The royal assassin's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Disable Device (Int), Disguise (Cha), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.



TABLE 1-14: THE ROYAL ASSASSIN

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+2	+2	+0	Death attack
2nd	+1	+3	+3	+0	Bonus feat, sneak attack +1d6
3rd	+2	+3	+3	+1	
4th	+3	+4	+4	+1	Sneak attack +2d6
5th	+3	+4	+4	+1	Assassin of evil +1
6th	+4	+5	+5	+2	Bonus feat, sneak attack +3d6
7th	+5	+5	+5	+2	
8th	+6	+6	+6	+2	Sneak attack +4d6
9th	+6	+6	+6	+3	Assassin of evil +2
10th	+7	+7	+7	+3	Bonus feat, sneak attack +5d6

CLASS FEATURES

All of the following are features of the royal assassin prestige class.

Weapon and Armor Proficiency: The royal assassin is proficient with the crossbow (hand, light, or heavy), dagger (any type), dart, rapier, sap, shortbow (normal and composite), and short sword. She is proficient with light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

Death Attack: For many rogues, the art of death is a passion, but for the royal assassin it is a religion. If the royal assassin studies her victim for 3 rounds and then makes a successful sneak attack with a melee weapon that deals damage, the sneak attack has the additional effect of possibly either paralyzing or killing the target (the royal assassin's choice). While studying her victim, the royal assassin may take other actions so long as her attention stays focused on the target and the target does not detect the royal assassin or recognize the royal assassin as an enemy. If the victim of such an attack fails her Fortitude saving throw (DC 10 + the royal assassin's class level + the royal assassin's Intelligence modifier) against the kill effect, she dies. If the saving throw fails against the paralysis effect, the victim's mind and body become enervated, rendering her completely helpless and unable to act for 1d6 rounds

plus 1 round per class level of the royal assassin. If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once the royal assassin has completed the 3 rounds of study, she must make the death attack within the next 3 rounds. If a death attack is attempted and fails (the victim makes her save) or if the royal assassin does not attempt the attack within 3 rounds of completing the study, 3 new rounds of study are required before she can attempt another death attack.

Bonus Feats: Beginning at 2nd level, the royal assassin receives a bonus feat. The royal assassin gains an additional bonus feat at 6th level and a final bonus feat at 10th level. These bonus feats must be selected from the following list: Ambidexterity, Blind-Fight, Combat Reflexes, Dodge (Mobility, Spring Attack), Exotic Weapon Proficiency*, Expertise (Improved Disarm, Improved Trip, Whirlwind Attack), Improved Critical*, Improved Initiative, Improved Unarmed Strike, Point Blank Shot (Far Shot, Precise Shot, Rapid Shot, Shot on the Run), Power Attack (Cleave, Improved Bull Rush, Sunder, Great Cleave), Quick Draw, Two-Weapon Fighting (Improved Two-Weapon Fighting), Weapon Finesse*, and Weapon Focus*. Some of the bonus feats available to the royal assassin cannot be acquired until she has gained one or more prerequisite feats; these feats are listed parenthetically after the prerequisite feat. The royal assassin can select feats marked with an asterisk (*) more than once, but it must be for a different weapon each time. The royal assassin must still meet all prerequisites for a feat, including ability score and base attack bonus minimums.

Sneak Attack: The tactics of her rogue training carry over well into her life as a royal assassin. Beginning at 2nd level, any time the royal assassin's target would be denied her Dexterity bonus to AC (whether she actually has a Dexterity bonus or not), the royal assassin'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). If the royal assassin makes a critical hit with a sneak attack, this extra damage is not multiplied. It takes amazing 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 royal assassin may make a sneak attack that deals subdual damage instead of normal damage. She cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty, because she must make optimal use of her weapon in order to execute the sneak attack maneuver.

The royal assassin may 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 royal assassin must also be able to see the target well enough to pick out a vital spot and must be able to reach a vital spot. The royal assassin cannot sneak attack while striking at a creature with concealment or by striking the limbs of a creature whose vitals are beyond reach. If the royal assassin receives a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Assassin of Evil: The royal assassin is a servant of her kingdom. Her skills in the arts of death and assassination are not used for evil purposes, but rather for the good of her sovereign. Beginning at 5th level, the royal assassin gains a +1 morale bonus to all attack and weapon damage rolls against evil opponents. At 9th level, this bonus increases to +2.

ORGANIZATION: THE SILENT CIRCLE

PURPOSE

In times of conflict, the need for assassins is one that even the noblest leaders of state and kingdom cannot overlook. Tyrants, terrorist organizations, and other enemies threaten the peaceful existence that many kingdoms enjoy. To protect these freedoms, a king must look to an elite group of noble but lethal assassins—the Silent Circle.

LEADER

Vasken (LN human male Rog8/Roy9)

CURRENT ACTIVITIES

Though many critics believe the use of assassins is a violation of everything good and noble within a kingdom, it is a necessary measure for many leaders. The stigma of assassins is that of stealth, poison, and evil (yet elegant) brutality. While many of these ideas are true of assassins in general, there are some cells that function as protectors of a kingdom's ideals from outside evils, elite guardsmen to the king and peacekeepers within hostile city-states. The threat of assassination and invasion by hostile nations is always present in the mind of a leader.

This is where the assassins of the Silent Circle come into play. The group is comprised of the king's best agents (also called royal assassins) of varying races, genders, and skills. Through espionage, intelligence, or unmentionable tactics, the king's inner circle learns of would-be assassins, terrorists, and dictators planning movements against the kingdom or king himself. Once these threats are identified, the Circle is sent into action with two goals in mind: containment of the situation or the elimination of the hostile threat.

The Circle members achieve these goals in a variety of ways, depending on the situation itself. In many cases, well-planned assassinations are staged. This process involves watching the target from afar, logging his or her daily movements, establishing weaknesses in the target's security, and waiting. The waiting itself is often the greatest discipline of the assassin. In these scenarios, the time



spent preparing for the most opportune moment could be several days or even weeks. This is necessary for both the success of the mission, the safety of the Circle members, and the utmost secrecy of the king's involvement. Once these parameters have been met, the target is attacked and usually eliminated.

This, of course, is no simple process. Within an enemy's borders the odds of a stealthy escape are slim. Many after-mission precautions and procedures are also necessary. For example, particularly if the target was a powerful servant of a deity, the Circle must ensure that the target cannot be returned to life—at least, not without a great deal of effort. The Circle must either destroy the body entirely (usually through magic), take the body back with them, or destroy or imprison the target's spirit. This creates a higher degree of mission difficulty, but the dividends for such a thorough operation are great indeed.

Each of the Silent Circle members is trained in the art of social interaction, disguise, and performance. These skills are put into play against targets under heavy security, so heavy in fact that the Circle cannot reach the target by the conventional means of assassination. In

these scenarios, a Circle member must become close enough to the target to assassinate him within a private social situation. If this is through a false romantic relationship, business dealings, or a private dinner, the Circle member must finesse her way into the target's inner circle and strike from within.

It is this type of cunning and skill that allows the Silent Circle to continue to serve and protect the king's peace. The Silent Circle is not an evil organization: They are assassins of good heart and intent who use all necessary tactics to eliminate threats to the peace and freedom their people and king enjoy.

CAMPAIGN INTEGRATION

There are two primary uses for the Silent Circle in an ongoing fantasy campaign. The first is as allies to the PCs in the protection of the king and his realm. The Circle members are valuable allies to have. When a threat to the kingdom emerges, the Circle and the PCs are assigned to eliminate the threat. This is a scenario that could require a great journey, challenging intelligence to gather, and several months of game play to achieve the final goal.

The second use for the Silent Circle is as adversaries to the PCs. One of the PCs could achieve a small amount of prestige and status that creates talk of her actions among the border towns of the kingdom. As rumors tend to spread in distance and vary in truth, by the time the stories reach the capital, the PC is a would-be revolutionary or tyrant. The Silent Circle is sent to deal with the PC and chaos erupts. Depending on the situation, the PC could be slain or the situation could be resolved as a misunderstanding, leading to a lasting friendship or alliance between the Silent Circle and the characters.

SAIL MASTER

The sail masters are elite members of the Brotherhood of Sailors, a professional organization comprised of sailors and captains with the goal of offering a bit of security for those who follow one of the riskiest professions in the world. The sail masters are all highly experienced sailors who have proven their worth on multiple ships. They must be recommended to the rank by another sail master and must pass an exhaustive battery of tests in order to gain the title.

Sail masters are considered the backbone of the Brotherhood, and you'll find at least one in every chapterhouse around the world. A ship that carries a sail master never has trouble finding a crew, and the sail masters themselves never lack for a berth on nearly any ship they desire. Sail masters are an excellent choice for a maritime campaign, where the majority of the players are expected to either travel with or serve as a ship's crew, sailing from port to port in search of wealth and adventure. In addition to being exceptional sailors, they are also proficient spellcasters who use their magical talents to serve their ships and ensure a safe voyage.

Hit Die: d8.

REQUIREMENTS

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

Balance: 6 ranks.

Climb: 6 ranks.

Profession (sailor): 8 ranks.

Use Rope: 8 ranks.

Special: Membership in the Brotherhood of Sailors (dues are 50 gp per year).

Alignment: Any. The life of a sailor requires the flexibility to bend to the whims of fate and the sea. At the same time, life on a ship is strictly ordered, allowing those who desire structure in their lives to succeed as well. Morality in such a harsh world is similarly subjective, allowing for a mix of beliefs and outlooks.

CLASS SKILLS

The sail master's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Craft (Int), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intuit Direction (Wis), Jump (Str), Knowledge (any) (Int), Move Silently (Dex), Profession (sailor) (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Rope (Dex).

Skill Points at Each Level: 6 + Int modifier.

CLASS FEATURES

All of the following are class features of the sail master prestige class.

Weapon and Armor Proficiency: Sail masters are proficient with the club, crossbow (hand or light), dagger (any type), rapier, sap, shortbow



TABLE 1-15: THE SAILMASTER

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+2	+2	+0	Combat feat
2nd	+1	+3	+3	+0	Uncanny dodge (Dex bonus to AC)
3rd	+2	+3	+3	+1	
4th	+3	+4	+4	+1	Combat feat
5th	+3	+4	+4	+1	
6th	+4	+5	+5	+2	Uncanny dodge (can't be flanked)
7th	+5	+5	+5	+2	Combat feat
8th	+6	+6	+6	+2	
9th	+6	+6	+6	+3	Skill mastery
10th	+7	+7	+7	+3	Combat feat, uncanny dodge (+1 vs. traps)

	Spells per Day			
	1st	2nd	3rd	4th
1	0	—	—	—
2	1	—	—	—
3	1	0	—	—
4	1	1	—	—
5	1	1	0	—
6	1	1	1	—
7	2	1	1	0
8	2	1	1	1
9	2	2	1	1
10	2	2	2	1

(normal and composite), and short sword. Sail masters are proficient with light armor, but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

Combat Feat: Starting at 1st level and continuing every three levels thereafter, a sail master may choose a bonus combat feat. The feat must be chosen from the following list: Ambidexterity, Blind-Fight, Combat Reflexes, Dodge (Mobility, Spring Attack), Exotic Weapon Proficiency*, Expertise (Improved Disarm, Improved Trip, Whirlwind Attack), Improved Critical*, Improved Initiative, Improved Unarmed Strike (Stunning Fist), Point Blank Shot (Far Shot, Precise Shot, Rapid Shot), Quick Draw, Two-Weapon Fighting (Improved Two-Weapon Fighting), Weapon Finesse*, Weapon Focus*, Weapon Specialization*.

Some of the bonus feats may not be acquired until the sail master has gained one or more prerequisite feats; these feats are listed parenthetically after the prerequisite feat. Feats marked with an asterisk (*) may be chosen more than once, but it must be for a different weapon each time. A sail master must still meet all prerequisites for a feat, including ability score and base attack bonus minimums. (See Chapter 5: Feats, PHB, for descriptions of feats and their prerequisites.)

Uncanny Dodge (Ex): Starting at 2nd level, the sail master may react to danger before her senses would normally allow her to even be aware of it. At 2nd level and above, sail masters retain their Dexterity bonuses to AC (if any) if caught flat-footed or struck by an invisible attacker.

At 6th level, the sail master can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack

the sail master. A rogue at least four levels higher than the character, however, can still flank her (and thus use his sneak attack against her).

Skill Mastery (Ex): The sail master selects a number of skills equal to 3 + her Intelligence modifier. On any skill check with one of these skills, the sail master may take 10 even if stress and distractions would normally prevent her from doing so. She becomes so certain in her skill that she can use her skill reliably even under adverse conditions.

Spells: Beginning at 1st level, a sail master gains the ability to cast a small number of divine spells. To cast a spell, the sail master must have a Wisdom score of at least 10 + the spell's level, so a sail master with a Wisdom of 10 or lower cannot cast these spells. Sail master bonus spells are based on Wisdom, and saving throws against these spells have a DC of 10 + spell level + the sail master's Wisdom modifier (if any). When the sail master gets 0 spells of a given level, such as 0 1st-level spells at 1st level, the sail master gets only bonus spells. A sail master without a bonus spell for that level cannot yet cast a spell of that level. The sail master's spell list appears below. A sail master prepares and casts spells just as a cleric does.

SAIL MASTER SPELL LIST

Sail masters choose their spells from the following list:

1st level—*animate rope, create water, comprehend languages, obscuring mist.*

2nd level—*cat's grace, fog cloud, protection from elements, whistle up the wind.*

3rd level—*remove disease, repel vermin, stable decks, water breathing.*

4th level—*commune with nature, control water, control winds, quench.*

WHISTLE UP THE WIND

Evocation

Level: Sam 2

Components: V, S

Casting Time: 1 action

Range: 40 ft./level

Target: 40 ft./level radius centered on you

Duration: 1 hour + 1 hour/level

Saving Throw: None

Spell Resistance: No

You can call up a brisk wind out of nowhere. The wind you create (14 + 1d6 mph) is suitable for fast sailing and blows in the direction you desire. You may change the direction of the wind at will until the spell ends. Changing the direction of the wind requires concentration.

The verbal component of this spell is a whistled tune, preferably a sailor's chantey.

STABLE DECKS

Transmutation

Level: Sam 3

Components: V, S, F

Casting Time: 1 action

Range: Medium (100 ft. + 10 feet per caster level)

Targets: You and 1 additional creature per caster level

Duration: 1 hour/level

Saving Throw: None

Spell Resistance: Yes

Characters affected by this spell are temporarily given an unflinching sense of balance. They are able to remain upright, even when the deck of a ship heaves under their feet like a living thing. The targets of this spell receive a +10 luck bonus on all Balance checks for the duration of the spell. In addition, they cannot be knocked prone.

Focus: A solid glass egg, weighted on the larger end so that it will stand upright.

ORGANIZATION: THE BROTHERHOOD OF SAILORS

PURPOSE

The Brotherhood of Sailors is a professional organization made up of men and women who sail the seas for a living. It is dedicated to providing better working conditions, fair treatment, and a modicum of security to all who sail the seas, as well as making a profit for itself where possible.

LEADER

Sail mistress Deliah Burke (LN human female Rog12/Sam7)



CURRENT ACTIVITIES

The Brotherhood is as old an organization as any that currently exists among free men. The founder of the group was a man called Brunel, a veteran sailor who dreamed of captaining his own ship. Despite his skill as a sailor, however, he remained unable to raise the funds to buy his own ship on his meager pay. Still, he saved what he could and waited for an opportunity to arise.

It was only a few years later when the local magistrate held an auction of ships seized from the pirate bands that had tried to raid the city. They were mostly old and battle-scarred, some only barely seaworthy. Still, Brunel saw his chance. He joined with a group of other sailors, pooling their funds to purchase a sizable wreck they christened *New Tides*.

Brunel and his fellows crewed the vessel, taking on new members as needed under the following restriction: The sailor wishing to work on the vessel must pay 50 gp up front and would take a share of the profits upon the voyage's completion. Such an arrangement was unheard of, and many laughed at Brunel and his fellows outright. But a few more joined

at every port, and soon they were sailing with a full complement. Fortune smiled on the group, and they had a highly profitable voyage, making all of them wealthier than they had hoped.

Brunel saw the advantage in what he had done and proceeded to expand his operation. He purchased more ships, seeking out like-minded sailors to run them. As time went on, the group began to have more interest than there were ships available. It was then that Brunel realized what could be done. He and the others renamed their enterprise the Brotherhood of Sailors. They established a chapterhouse in Haros, their home port, and began offering training, free room and board for sailors, and some small security to the members' families. Through the years, the Brotherhood has spread. It now numbers some 25 chapterhouses and more members than anyone has bothered to track.

In the current day, the vaunted sail masters of the Brotherhood, with their undisputed skills and magical talents, are considered the elite among sailors and fetch unheard-of wages to sail with another ship. There are some, however, who doubt the good intentions of the Brotherhood. Whether these rumors are simply jealousy or spring from fact, few can say.

The truth is that the Brotherhood has grown so large, no one can know what happens throughout all its ranks. While most chapterhouses are benign organizations that wish only to serve the common good of their members, many are becoming shady organizations bent on piracy, fencing stolen goods, and other vices. Many independent captains have complained of sabotage at the hands of the Brotherhood, but evidence is rare and most claims are quickly dropped. The leadership of the Brotherhood is only now beginning to hear of such things; what their reaction will be is anyone's guess.

CAMPAIGN INTEGRATION

Membership in the Brotherhood costs 50 gp per year. For those dues, a character receives the following benefits.

- In the case of the member's death or disappearance, the immediate family of the member will receive an annuity of 25 gp for each year that the sailor was a member in good standing.
- At any port in which there is a chapterhouse, members in good standing can receive free room and board, as well as training in skills appropriate to the profession of sailor.
- At any port in which there is a chapterhouse, a member of the Brotherhood who is under attack can call out the code of the Brotherhood and gather 1d6 fellow members to his aid on a successful Gather Information check (DC 12). In any other populated area, 1d3 members may respond (including onboard ship).
- Members in good standing for a decade are eligible for command of one of the Brotherhood's own ships, if recommended by a sail master. Captains must serve for five years, at the end of which they may either continue on, purchase the boat outright, or leave their command and strike out on their own. While they serve on the Brotherhood's ship, all profit from the voyages are split 70/30 with the guild, with the Brotherhood getting the larger half.

Those who choose to join the Brotherhood are given an intricate tattoo on their upper arm: a ship with the wind in her sails, surrounded by a wreath of olive branches and the code of the Brotherhood, "Ora et Labora" (pray and labor), on a ribbon below.

The Brotherhood of Sailors can easily serve as the focus in a maritime campaign, with the characters being members of the group and serving among its ranks. For campaigns where the characters do not wish to join (or for those campaigns that are set in or near a port), it can serve as a side plot, where darker influences seek to take control of the Brotherhood and turn it to little more than a glorified thieves' guild with a convenient cover. This can give the DM a host of plot hooks to include in his campaign, including internal strife within the Brotherhood, territorial wars with rival thieves' guilds, piracy, trade and exploration, or investigating dark deeds with an eye to rooting them out of the Brotherhood altogether.

Alternatively, Brotherhood chapterhouses can simply serve as a waypoint for characters in a maritime campaign, a place to get work, rest safely, hear gossip, and train. Regardless of how it is used, the Brotherhood can provide some interesting additions to any game with an eye to the sea.

SHADOW HUNTER

Shadow hunters are avengers. They normally come to their vocation after experiencing or witnessing the depredations of undead monsters or fiends. Typically, a shadow hunter discovers her calling and pursues it alone or with a small band of loyal comrades. They hone their skills in the hunt and spend much of their time fighting against the agents and creations of darkness and evil.

Rogues, fighters, and rangers are the most common shadow hunters. Barbarians also make powerful shadow hunters but may have more difficulty understanding their foes as well as their more civilized compatriots. Good clerics often support the activities of shadow hunters but rarely pursue the profession themselves as their skills as priests and ministers leave them ill-prepared for the shadow hunter's lifestyle.

NPC shadow hunters often work alone and may offer support to a good party of adventurers. On the other hand, shadow hunters may expect or demand services or support from other good adventurers who do not necessarily share their particular goals. A skilled, dedicated shadow hunter may prove a dangerous adversary to a party of PCs if she



believes the adventurers are denying their help out of sympathy for undead or fiendish abominations.

Hit Die: d6.

REQUIREMENTS

To qualify to become a shadow hunter, a character must fulfill all of the following criteria.

Alignment: Any good.

Skills: Hide 5 ranks, Knowledge (religion or the planes) 5 ranks, Move Silently 5 ranks, Spot 8 ranks.

Feats: Alertness, Blind-Fight.

CLASS SKILLS

The shadow hunter's class skills (and the key ability for each skill) are 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), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (the planes), Knowledge (religion), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are features of the shadow hunter prestige class.

Weapon and Armor Proficiency: Shadow hunters are proficient with all simple weapons. They are also proficient with light armor and shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

Stalwart Defense (Ex): A shadow hunter applies her Charisma bonus (if positive) as a bonus to all saving throws.

Sneak Attack: Any time the shadow hunter's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the shadow hunter

flanks the target, the shadow hunter's attack deals extra damage. The extra damage is +1d6 at 2nd level and an additional 1d6 every three levels thereafter. Should the shadow hunter score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The shadow hunter can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the shadow hunter 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 -4 penalty, because he must make optimal use of his weapon in order to execute the sneak attack.

A shadow hunter can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The shadow hunter 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 shadow hunter cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach. If a shadow hunter gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Deft Defense (Ex): Shadow hunters learn that their foes' most dangerous attacks require only the merest touch to be effective. A shadow hunter of 3rd level or higher gains a dodge bonus to AC against all touch attacks, including ranged touch attacks, equal to her Wisdom modifier + 2 (minimum of +2). The shadow hunter loses this dodge bonus any time she would be denied her Dexterity bonus to AC.

Smite (Su): At 4th level, a shadow hunter may attempt to smite an undead or evil outsider. She adds her Charisma bonus (if positive) to her attack roll and deals one extra point of damage per class level. A shadow hunter may only smite evil outsiders or undead.

Hunter's Wrath (Su): Beginning at 6th level, for a total of one round per class level per day, a shadow hunter may treat all her attacks as if they had the ghost touch special weapon ability. Thus incorporeal creatures do not have a 50% chance to ignore any damage caused by the shadow hunter's corporeal attacks. This

ability can be used multiple times per day, so long as the total length of time hunter's wrath is used does not exceed the shadow hunter's maximum.

Hunter's Fury: At 9th level, when entering combat against sworn enemies, shadow hunters may enter a berserk fury. The shadow hunter may enter a fury once per day. The shadow hunter temporarily gains +4 to Strength, +4 to Constitution, and a +2 morale bonus on Will saves, but suffers a -2 penalty to AC. In all respects, berserk fury functions just like the barbarian rage class ability. If the shadow hunter also has barbarian levels, this fury ability stacks with her barbarian rage abilities.

Spells: Beginning at 1st level, a shadow hunter gains the ability to cast a small number of divine spells. To cast a spell, a shadow hunter must have a Wisdom score of 10 + the spell's level, so a shadow hunter with a Wisdom of 10 or lower cannot cast these spells. Shadow hunter bonus spells are based on Wisdom, and saving throws against these spells have a DC of 10 + the spell's level + the shadow hunter's Wisdom modifier. When a shadow hunter gets 0 spells of a given level, such as 0 1st-level spells at 1st level, the shadow hunter gets only bonus spells. A shadow hunter without bonus spells for that level cannot yet cast a spell of that level. A shadow hunter has access to any spell on the list below and can freely choose which to prepare, just like a cleric. A shadow hunter prepares and casts spells just as a cleric does (though the shadow hunter cannot spontaneously cast *cure* or *inflict* spells).

SHADOW HUNTER SPELL LIST

Shadow hunters choose their spells from the following list:

1st level—*bless water, cure light wounds, detect undead, disrupt undead, invisibility to undead, protection from evil, remove fear.*

2nd level—*consecrate, cure moderate wounds, gentle repose*, halt undead, lesser restoration, remove paralysis.*

3rd level—*cure serious wounds, magic circle against evil, negative energy protection, nondetection, peaceful rest**, searing light.*

4th level—*dimensional anchor, dismissal, dispel evil, holy smite, lesser planar ally, restoration.*

TABLE 1-16: THE SHADOW HUNTER

Class Level	Base				Special	Spells per Day			
	Attack Bonus	Fort Save	Ref Save	Will Save		1	2	3	4
1st	+0	+0	+2	+0	Stalwart defense	0	—	—	—
2nd	+1	+0	+3	+0	Sneak attack +1d6	1	—	—	—
3rd	+2	+1	+3	+1	Deft defense	1	0	—	—
4th	+3	+1	+4	+1	Smite 1/day	1	1	—	—
5th	+3	+1	+4	+1	Sneak attack +2d6	1	1	0	—
6th	+4	+2	+5	+2	Hunter's wrath	1	1	1	—
7th	+5	+2	+5	+2	Smite 2/day	2	1	1	0
8th	+6	+2	+6	+2	Sneak attack +3d6	2	1	1	1
9th	+6	+3	+6	+3	Hunter's fury	2	2	1	1
10th	+7	+3	+7	+3	Smite 3/day	2	2	2	1

* This spell may also be used to delay the transformation of a slain creature into an undead.

** This is a new spell, described below.

PEACEFUL REST

Necromancy

Level: Clr 3, ShH 3

Components: V, S, DF

Casting Time: 1 action

Range: Touch

Target: Corpse or undead creature touched

Duration: Permanent

Saving Throw: See text

Spell Resistance: Yes

This spell may be cast on the remains of a dead creature to prevent its reanimation or return as undead. Thus, an *animate dead* spell cast on the corpse will automatically fail. Even the limited reanimation of a *speak with dead* spell will fail. Furthermore, if the creature was slain by a type of undead that normally creates spawn from its victims, this spell will prevent the target's transformation into undead.

If *peaceful rest* is cast on an undead creature, it gets a Will saving throw to negate the effect. If this save is failed, the target undead suffers 1d6 points of holy damage per level of the caster. *Peaceful rest* cast in this manner may affect any type of undead, including incorporeal undead. Using this spell against an undead creature requires a successful melee touch attack.

This spell has no effect on attempts to raise the affected creature from the dead.

ORGANIZATION: HUNTERS OF SHADOW

PURPOSE

The hunters of shadow are a group of like-minded specialists trained to deal with creatures of darkness. They most often use their abilities against the undead, but they are equally capable against evil outsiders.

LEADER

Balben the Swift (CG dwarven male Ftr3/Rog7/ShH8)

CURRENT ACTIVITIES

Balben Stoneroot began his life in much the same way as other dwarves. He took up his armor and axe and dedicated himself to the defense and well being of his clan. When a band of adventurers from his clan set out to destroy the remains of an evil tomb, however, life took a turn for the worse.

The band accidentally released a swarm of unusually potent spectres. The creatures tracked the dwarves to their home under cover of night and began slaughtering the dwarves. The clan warriors rallied to fight back against the spectres, but more of the foul undead were raised up from the fallen more quickly than they could be destroyed. In the end, a handful of survivors fled the ancient clan halls.

Balben was among the survivors of the slaughter. He helped hold his family together after the

horrors they collectively witnessed but was himself changed by the experience. He grew embittered and dissatisfied with life as a refugee and vowed revenge on the abominations that had driven his clan from their home.

The young dwarf set about learning how to combat creatures of darkness. When he felt confident in his ability to face the abominations he had sworn to destroy, he gathered a group of his bravest compatriots and returned to his ancestral home. Only Balben and one of his fellow adventurers returned from the old clan halls, and they were forced to report that fewer than half of the spectres had been slain.

The news that the small handful of dwarven heroes had managed even this much was seen as cause for celebration among the disaffected remains of the dwarven clan. During the celebrations and congratulations, Balben grew sour and withdrawn. Shortly afterwards, he left his clan forever.

Balben became known as Balben the Swift for his quick reflexes and great courage. It was a name he never really learned to accept or appreciate. He carried on what he saw as his life's work. He trained others to hunt the creatures of darkness he despised and set about gathering a new band of followers to assault his family's old clan halls once again.

Balben has never freed his old home, though he has never given up the attempt. The methods he uses to destroy the undead—particularly incorporeal undead—and fiends have been studied and mastered by many others, however, and shadow hunters have become renowned in places. There is no central organization of shadow hunters, but adventurers who share the vocation recognize their common beliefs and methods, as well as their common obligations and dedication. Thus hunters of the shadows often treat each other as fellows and members of an exclusive brotherhood or knightly order. They are also generally respectful of good religious organizations and other adventurers, but individuals may act differently according to their own motivations.

CAMPAIGN INTEGRATION

It is a simple matter to add the hunters of shadow into a game. As a loosely connected group of individual adventurers with no central organization or authority, they can act invisibly to

an ongoing campaign world until they are encountered by the PCs. Once the shadow hunters have been introduced, they can be used as a source of information or support, allies, or even adversaries.

Shadow hunters generally learn all they can about their favored enemies. As a result, they are familiar with the habits and abilities of undead creatures, evil outsiders, as well as mortal organizations that act as agents of darkness. A shadow hunter may be willing to share the information they have gained with others who support their cause.

An NPC shadow hunter may also be willing to travel with other good adventurers. It might be a brief union to defeat particular powerful opponents, but there are also possibilities for longer-term relationships. Few hunters of the shadows will refuse an opportunity to train another in their ways, and such a mentor might develop into a full-time patron for good adventurers.

Not all good characters work together. Shadow hunters can be obsessive and other heroes who concentrate on other forms of evil and ignore the “imminent threat” of the undead or fiendish creatures may be seen as negligent. A shadow hunter who believes the PCs are failing in their duty to oppose true evil might attempt to correct their behavior. She might also declare them enemies of the cause and begin to fight against the party as well.

UNBLINKING EYE

An unblinking eye is a consummate spy, able to take on almost any identity, ferret out closely guarded secrets, and remember all the details so that she can report back. Those she spies on rarely realize that anyone has so much as attempted to learn their secrets, and those she knows rarely realize who or what she really is.

Hit Die: d6.

REQUIREMENTS

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

Bluff: 8 ranks.

Disguise: 8 ranks.

Gather Information: 8 ranks.

Sense Motive: 8 ranks.



CLASS SKILLS

The unblinking eye's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Tumble (Dex), Use Magic Device (Cha, exclusive skill), Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the unblinking eye prestige class.

Weapon and Armor Proficiency: Unblinking eyes are proficient with all simple weapons, longbows, composite longbows, scimitars, and falchions, and with light armor. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Surface Disguise (Sp): Unblinking eyes can change their appearance at will, as if using the *alter self* spell. This is a spell-like ability and functions as the spell cast by a sorcerer of the same class level as the unblinking eye. Note that, while the unblinking eye may invoke the ability at will, it does expire after the normal duration if not reinvoked. At 4th-level, this is a supernatural ability and the unblinking eye remains in the form assumed until she chooses to change it.

Trained Memory (Ex): At 3rd level, the unblinking eye never forgets anything she tries to remember. The character must articulate every particular fact to herself in order to remember it. Thus, if she notices only that there are soldiers on the wall, she will remember that, but not how many soldiers or the appearance of their uniforms.

Major Hunch (Ex): At 5th level, the unblinking eye can use the Sense Motive skill to notice

TABLE 1-17: THE UNBLINKING EYE

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+0	+2	Surface disguise
2nd	+1	+0	+0	+3	
3rd	+2	+1	+1	+3	Trained memory
4th	+3	+1	+1	+4	Greater surface disguise
5th	+3	+1	+1	+4	Major hunch
6th	+4	+2	+2	+5	
7th	+5	+2	+2	+5	Inner disguise
8th	+6	+2	+2	+6	Gather secrets
9th	+6	+3	+3	+6	Perfect memory
10th	+7	+3	+3	+7	Deep cover

hidden or subtle features of a society. The DC for this is 20, as for a normal hunch, but the DM should make the roll if there is something that the unblinking eye might notice. The ability only reveals that there is something going on and the general kind of thing it is. Details can only be learned by further investigation.

Inner Disguise (Su): At 7th level, the unblinking eye gains the supernatural ability to disguise her inner self. Her instinctive reactions to events change to those of the disguise, as do her natural trains of thought. However, she still remembers who she really is. This ability grants a +10 bonus to Bluff checks needed to sustain the disguise. In addition, the unblinking eye gains spell resistance equal to 10 + her class level for the purposes of any magical effect that would reveal her disguise or true nature. This limited form of spell resistance stacks with spell resistance gained from other sources and abilities.

Gather Secrets (Su): At 8th level, the unblinking eye can use Gather Information to learn secrets. This is a supernatural ability with two effects. First, if the unblinking eye uses Gather Information, and her skill roll exceeds a Bluff check on the part of the person she is talking to, she learns whether that person is keeping any secrets.

Second, the unblinking eye can find out about secrets by talking to people who know them about other subjects. The DC for this is 20, or the result of a Bluff check made by the person she is talking to, whichever is higher. If this check succeeds, the unblinking eye learns the nature of the secret and enough information to

launch further investigations. This ability can never reveal all the details of a secret, unless the secret is extremely simple.

Perfect Memory (Su): At 9th level, the unblinking eye forgets nothing. She can remember exactly what she saw when she glanced at the sergeant's desk, for example, but in order to remember how many nails were on it, she would have to recall the image and mentally count them.

Deep Cover (Su): At 10th level, the unblinking eye gains the supernatural ability to become whatever she chooses to be disguised as. Bluff and Disguise checks automatically succeed, and no magic can show that she is not what she pretends to be unless this ability is first dispelled or suppressed. The disguise itself is created using the surface disguise and inner disguise abilities, and the use of this ability does not change the unblinking eye's other abilities.

The disadvantage is that the unblinking eye forgets who she really is and what she is really doing. This means that she cannot decide to use any abilities that her alter ego does not possess. (If the abilities are automatic, they still function, much to her surprise.) Fortunately, the ability can be set to expire after a certain time, and the disguise personality usually believes that it has to be somewhere safe for the unblinking eye at that point. When the ability wears off in this way, it is replaced by the appropriate uses of surface disguise and inner disguise.

The unblinking eye can remember everything she saw, heard, and did while

under the disguise. If the disguise's alignment is very different from hers, this can be distressing.

Deep cover is only as good as the disguise. If the character establishes a disguise who grew up in a non-existent part of a city, she will be in trouble if she meets someone from that city. The unblinking eyes put a great deal of effort into researching their disguises.

ORGANIZATION: THE UNSLEEPING WATCH

PURPOSE

The Unsleping Watch was established to spy on the yuan-ti. The information they provided was to be used both to respond to attacks by the serpent people and to help with counter-attacks.

LEADER

Hana Felspo (N human female Rog6/Unb10)

CURRENT ACTIVITIES

The Unsleping Watch is still primarily concerned with spying on the yuan-ti. The serpent people are extremely intelligent and perceptive, so such spying has always been a difficult job. The Unsleping Watch devote most of their efforts to creating cover identities for the few spies who enter yuan-ti cities for substantial periods. Those few spies then bring out the information needed to oppose the serpent folk.

Creating a good cover identity is an elaborate process. First, the Unsleping Watch's agents must gather information about yuan-ti society. This job is usually carried out by low-level unblinking eyes and those who are seeking admission into the Watch. These spies do not need to learn anything sensitive about the yuan-ti, and so they are under less scrutiny and need to take fewer risks.

Second, the Watch must use the information to establish an identity. Sometimes this involves killing a particular yuan-ti and replacing him with an impostor. At other times, an impostor is insinuated into a settlement as a refugee from a small outpost that has recently been destroyed.

In its most elaborate acts, the Watch has established two yuan-ti settlements that are

entirely fake, occupied by unblinking eyes and other members of the Watch using magical disguises.

Once identities have been established, high level unblinking eyes take them over and then spend most of their lives ferreting out secret information.

In recent years, something of a stalemate has been reached. The Unsleping Watch's information is good enough to give some warning of planned attacks, and usually good enough to provide enough details to allow the targets to set an ambush. On the other hand, yuan-ti cities have few weaknesses, as geniuses rule them, and so counter-attacks have to wait for something to go wrong.

Under these circumstances, the Unsleping Watch has more free time and energy than is good for it. Because of the need to pretend to be evil for long periods, few good characters have stayed in the Watch for very long, and those who have often drift towards neutrality. While there are not many evil characters in its ranks, it is overwhelmingly a neutral organization.

Thus, it has started using its resources to enrich and empower its members. One simple manifestation of this is that the members of the fake yuan-ti settlements carry out minor raids on the countries that support the Watch, both to maintain their cover and to enrich the Watch.

The Unsleping Watch has also started using its members to spy on other communities. A high-level unblinking eye could assassinate a head of state and take his place, sustaining the disguise indefinitely. The leadership has, so far, stopped short of this, but they do have several spies in the cities around the edges of the jungle and have used the information to build a powerful trading cartel with links to organized crime. This cartel, the Crown and Chest, is mainly composed of people who know nothing about its leadership. Similarly, many members of the Unsleping Watch know nothing of its connection to the Crown and Chest.

CAMPAIGN INTEGRATION

The Unsleping Watch can enter a campaign in several ways.

First, player characters can be asked to help it, without joining. They might be asked to help destroy a small yuan-ti temple, so that a spy can claim to be from there, for example. Parties might also be asked to carry out raids on larger settlements, either to get a spy out or to collect some information that the spies cannot get without breaking their cover. Player characters might also ask the Watch for help against the yuan-ti and will find them eager to supply information.

Second, the characters could encounter the Watch as a villainous organization. They might be opposed to the Crown and Chest, be asked to avenge a raid by one of the fake settlements, or discover a Watch infiltrator in one of their countries. This works best if the characters first hear about the Watch as an important defense against the yuan-ti and even work with it in that capacity.

Finally, characters could join the Watch. Even those characters who do not qualify to become unblinking eyes can provide useful support, but it might be difficult to keep everyone else involved in exciting adventures if one of the characters becomes a deep-cover agent. Thus, this idea might work best for a campaign in which all characters are rogues or bards.

Since not all members of the Watch know about its more dubious activities, you could run a very paranoid campaign in which members of the Watch find out about the attempted takeover of a country, act to stop it, and then discover that, in fact, their own organization is behind it. Simply denouncing the Watch is not an option, because the yuan-ti will attack if they believe that they can do so with surprise. Instead, the characters will have to find some way to undermine their own leaders without getting caught or damaging the Watch's legitimate activities.

WHITE ROSE

The epitome of grace and deadly skill, the white rose is a master of the blade. She uses stealth, cunning, and her combat prowess to root out and destroy the enemies of her people. While white roses pursue battle on their own, seeking honor in the glory of their deeds, they take solace in the company of others like themselves.

Rogues and rangers are the most common white roses. Multiclass fighter/rogues or ranger/rogues make excellent white roses. Other classes only rarely become white roses, due to the focus the order places on stealth and combat.

NPC white roses can make excellent mentors for an aspiring elf or half-elf fighter or rogue. Their interest in preserving what they see as the best of their race often drives them to seek out apprentices to train in their own tradition. For a character of any other race, a white rose will be indifferent or perhaps hostile. A white rose makes a determined and sneaky adversary for a character of any race if that character acts in a manner that the white rose feels is threatening.

Hit Die: d8.

REQUIREMENTS

To qualify to become a white rose, a character must fulfill all of the following criteria.

Race: Elf or half-elf.

Base Attack Bonus: +6.

Skills: Balance 8 ranks, Hide 8 ranks, Jump 8 ranks, Move Silently 8 ranks.

Feats: Dodge, Expertise, Weapon Focus (any sword).

CLASS SKILLS

The white rose's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are class features of the white rose prestige class.

Weapon and Armor Proficiency: White roses attempt to be the epitome of grace and precision, and they therefore disdain heavy armor and unsubtle weapons. They are proficient with the dagger, longsword, quarterstaff, rapier, and short sword. They are also



proficient with all bows and crossbows. White roses are proficient in the use of light and medium armors, but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Sneak Attack: Any time the white rose's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the white rose flanks the target, the white rose's attack deals extra damage. The extra damage is $+1d6$ at 2nd level and an additional $1d6$ every four levels thereafter. Should the white rose score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The white rose can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the white rose can make a sneak attack that deals subdual damage instead of normal damage. The white rose cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty.

A white rose can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The white rose 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 white rose cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach. If a white rose gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Special Ability: At 1st, 3rd, 5th, 7th, and 9th levels, a white rose may select a special ability from among the following:

Favored Enemy: A white rose may select a favored enemy, just as a ranger does. This ability functions just like the ranger's ability, and if the white rose has previous favored enemies or gains more later, the bonuses against earlier favored enemies increase just as a ranger's does. The white rose may select this ability

TABLE 1-18: THE WHITE ROSE

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+0	Special ability Sneak attack +1d6
2nd	+1	+0	+3	+0	Special ability
3rd	+2	+1	+3	+1	Special ability Sneak attack +2d6
4th	+3	+1	+4	+1	Special ability
5th	+3	+1	+4	+1	Special ability Sneak attack +3d6
6th	+4	+2	+5	+2	
7th	+5	+2	+5	+2	
8th	+6	+2	+6	+2	
9th	+6	+3	+6	+3	
10th	+7	+3	+7	+3	

more than once to choose additional favored enemies, but may not select this ability twice consecutively. For example, Gwellae selects favored enemy as her special ability as a 1st-level white rose. When she reaches 3rd level, she may not choose favored enemy again but must wait until she reaches 5th level.

Final Stroke: Once per day, the white rose may choose to deliver a sneak attack with a sword to paralyze or kill an opponent. The victim of the final stroke must make a Fortitude saving throw (DC 10 + the white rose's class level + Intelligence modifier). Failing this saving throw against the kill effect results in the victim's death, while the paralysis effect renders the victim helpless and unable to act for 1d6 rounds plus 1 round per class level of the white rose. If the victim succeeds at the saving throw, the attack is just like a normal sneak attack. The white rose may deliver a final stroke any time she could normally make a sneak attack.

Narrow Miss: The white rose can sidestep a potentially lethal attack to take less damage from it. Once per day when the white rose would be reduced to 0 or fewer hit points by damage in combat (from a weapon or other blow), she may attempt to sidestep the damage. She makes a Reflex saving throw (DC = damage dealt) and takes only half damage if successful. She must be aware of the attack and able to react to it in order to use this ability. The evasion ability cannot be used in conjunction with this ability to eliminate the damage from an attack.

Parry: A white rose executing the total defense action in combat receives a dodge bonus to her

AC equal to half her base attack bonus (round down). This bonus stacks with the standard +4 dodge bonus to AC for executing the total defense action. This ability is only usable if the white rose is wielding a sword or dagger.

Rapid Strike: The white rose may act and react quickly in a short burst of speed. She may take an additional partial action during the round, either before or after her regular action. This ability may be used a number of times per day equal to the character's white rose class level, though no more than once each round.

Combat Prowess: The white rose may select a feat from the list of bonus feats available to a fighter in place of a special ability.

ORGANIZATION: THE ORDER OF THE WHITE ROSE

PURPOSE

The Order of the White Rose is a fraternal group of elven warrior-rogues dedicated to preserving the glory and purity of their race. Some of them take on the dark aspect of murderers seeking to destroy anything that is not elven. Others assume gentler roles and use their abilities to attack only those who have declared themselves enemies of the elven people.

LEADER

Aranalia Amalo ("Nightflower") (CG elven female Ftr4/Rog6/Wtr10)

CURRENT ACTIVITIES

The Order of the White Rose was founded centuries ago as a knightly order dedicated to defending and upholding the virtues of elven society. Their first forays were against goblinkind, trolls, and giants. In these battles, the guardians of the order fought nobly and bravely and many were distinguished by receiving the thanks and honor of King Heillan personally. To these near-immutable defenders of the elven people, it seemed that their role could never change, but time changes all things.

The elven princess Aulauriel fell in love with a human man. Humans had long been welcomed within the elven lands, and some few had even been accepted among the elven people as family. The half-elves born of such unions usually remained within elven lands where they felt at peace. Never before, however, had an elf of noble or royal blood succumbed to the admiration of a human, and there was an outcry against the proposed match. The king was opposed to his daughter's wishes, but could by law do nothing overtly to thwart her.

This schism in the elven courts was matched with no less fervor and confusion in the Order of the White Rose. The leader of the white roses, Namrioth, and many of his followers believed that though it was an uncomfortable precedent nothing should be done. Naturally, no half-human would be allowed on the elven throne and King Heillan had other children so there was little real threat to elven society at large. Even this more accepting faction, however, could only view the matter with a grave sadness that Princess Aulauriel would so blatantly defy tradition and reject her people.

Others in the Order refused to accept the marriage. To see a member of the royal family soiled by a non-elf was the antithesis of the virtues they sought to protect and to allow such a thing would be anathema. Led by a white rose named Thalius, this faction of the Order urged the king to expel the human and prevent the marriage. When Thalius decided that the king wished to follow his sound advice but lacked the strength or courage to act, he took matters into his own hands.

A single white rose met Aulauriel's beloved, a man named Lorrان, in the great square and challenged him to a duel. Such an act was not strictly legal, and the surrounding

crowd understood what was happening. A silence fell over the watching elves as the white rose matched blade against blade with the human and finally slew him. The white rose simply commented that the duel was required as a matter of honor and walked away. An alarming number of the elves in the crowd seemed to agree with him.

What followed was nothing short of a civil war within the Order of the White Rose. Namrioth abhorred what Thalius had set in motion. Each believed the other was a lost and confused brother, but they found no way to resolve their differences. The devout members of the Order came several times to harsh words or duels amongst themselves. Those bloody bouts rapidly expanded into a shadowy war fought on the streets of the elven capital as all of the white roses sought to hide their disputes from the elven populace.

In the wake of the murder of Lorrان and the wave of fighting, Aulauriel took her own life in despair. King Heillan withdrew for a time and the elven people teetered on the brink of disaster. Knowing that his people needed him too much, however, the King recovered himself and called the quarreling leaders of the Order to him. He commanded that Namrioth and Thalius settle their dispute immediately, and threatened the end of the Order of the White Rose as consequence of any failure or defiance on their part.

The two elves found a solution. They each withdrew from the Order. The new Master of the White Rose, Aranalía, was offered as a common ground for the warring factions. Each leader urged that for the sake of the continued existence of the Order of the White Rose all of their followers obey their wishes. Aranalía set about distracting the Order with a command that the members of the Order of the White Rose find the lost Amulet of Ehelamen. The amulet, she declared, could restore the well being of the Order and bring new peace and prosperity to the elven people.

The quest for the Amulet of Ehelamen was a failure only in that the prize was never recovered. Aranalía's real intent was to allow common ground for the Order, and in this she was successful. The white roses began to work together again, and finally learned to trust one another despite their past. The healing of the

Order, however, could not erase the past. The white roses had been changed by what had happened to their Order and they no longer represented the ideal, to themselves or to the elven people. They had learned to fight from shadows and to use the advantage of surprise. They had learned to use their natural grace for darker purposes, and they had learned that there existed in the Order differences that might never be resolved.

The Order of the White Rose has completely recovered from its civil war, but the factions of Namrioth and Thalius still exist. Aranalía seeks to prevent their differences from disrupting the work of the Order, but she has never been able to completely eliminate either faction. The white roses work for the betterment of the elven people and use stealth, cunning, and swordplay to remove enemies of their people. Some of their number, however, see more than the traditional enemies and seek to restore what they believe is the purity of the elven race.

CAMPAIGN INTEGRATION

The Order of the White Rose will welcome any elves into its number. The civil war removed not only many of its knights, but also tarnished the Order's reputation. Because of this damage, Aranalía is eager to accept new, younger members with the hope that they will restore some of the idealism of the original Order. NPC white roses may act as benefactors or enemies for PCs, depending on the races of the player characters and their actions.

WINDRIDER

Scions of the deep desert, windriders make their home in the most inhospitable of the arid lands. They adapt themselves to the heat and the parched, lifeless lands. Their mastery of the desert allows them to prosper where others cannot, and many windriders develop a "survival of the fittest" attitude.

Rogues are the most common windriders. Barbarians and rangers may also become windriders, though it takes more focus for them to develop the required skills. Even bards, clerics, and druids have been known to take up the life of a windrider, but it is rare that these spell-casting classes choose to pursue the windrider class for long.

NPC windriders are often seen as brigands and bandits. They are certainly viewed with suspicion, as desert folk are wary of those who routinely survive in places where no other man has lived. Mistrust from others convinces many NPC windriders to band with others of their kind. Sometimes groups of windriders take the role of bandit to heart and terrorize the desert sands. Other windriders choose to use what they know to help others survive the harsh environment they have mastered.

Hit Die: d6.

REQUIREMENTS

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

Base Attack Bonus: +4.

Skills: Intimidate 5 ranks, Listen 8 ranks, Move Silently 8 ranks, Ride 5 ranks, Spot 8 ranks, Wilderness Lore 5 ranks.

Special: The character must survive in the deep desert unassisted for one week. The potential windrider sets out alone with whatever gear he can carry when a sandstorm is about to begin. If he survives the tests of the desert, he will be accepted as a windrider.

CLASS SKILLS

The windrider's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Handle Animal (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Perform (Cha), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Tumble (Dex), Use Magic Device (Cha), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency:

Windriders are proficient with all simple and martial weapons. They gain no proficiency with armor or shields. Note that



armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

Sand-Sight (Ex): Windriders must learn to ride during the worst sandstorms, and they would be ineffective if dust or obstructions could blind them. At 1st level, windriders gain a limited form of blindsight that allows them to see during sandstorms as well as through fog or similar concealment.

During a normal storm, characters have their visibility ranges reduced by three-quarters and suffer a -8 penalty to Listen, Search, and Spot checks. At 1st level, windriders have their visibility reduced to only one-half and suffer only a -6 penalty. At 5th level, their visibility rises to three-quarters of normal and they suffer only a -4 penalty. At 9th level, windriders suffer no reduced visibility at all during a storm and they suffer only a -2 penalty to Listen, Search, and Spot.

If caught in a greater dust storm, a normal character suffers 1d3 points of subdual

damage each round and faces a choking hazard from the fine sand. All windriders use a coarse fabric covering their nose and mouth to prevent choking for 10 rounds per point of Constitution. Once windriders have reached 5th level, they suffer this 1d3 points of subdual damage each minute instead of each round. At 9th level, windriders are unaffected by the damage of greater dust storms and may use the coarse fabric to ignore choking hazards for 10 minutes per point of Constitution.

Track: At 1st level, windriders gain Track as a bonus feat. If the windrider already has the Track feat, he instead gains a $+4$ competence bonus on Wilderness Lore checks related to tracking.

Sneak Attack: Any time the windrider's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the windrider flanks the target, the windrider's attack deals extra damage. The extra damage is $+1d6$ at 2nd level and an additional $1d6$ every two levels thereafter. Should the windrider score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The windrider can't strike with deadly accuracy from beyond that range.

With a sap (blackjack) or an unarmed strike, the windrider 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 -4 penalty, because he must make optimal use of his weapon in order to execute the sneak attack.

A windrider can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The windrider 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 windrider cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach. If a windrider gets a sneak attack bonus from another source (such as rogue levels), the bonuses to damage stack.

Desert Adaption (Ex): Windriders of 3rd level or higher are adapted to the heat and barrenness

TABLE 1-19: THE WINDRIDER

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+0	Track, sand-sight I
2nd	+1	+3	+3	+0	Sneak attack +1d6
3rd	+2	+3	+3	+1	Desert adaption
4th	+3	+4	+4	+1	Sneak attack +2d6
5th	+3	+4	+4	+1	Sand-sight II
6th	+4	+5	+5	+2	Sneak attack +3d6
7th	+5	+5	+5	+2	Blade turning
8th	+6	+6	+6	+2	Sneak attack +4d6
9th	+6	+6	+6	+3	Howl of the winds, sand-sight III
10th	+7	+7	+7	+3	Sneak attack +5d6

of their native environment. They gain fire resistance 5 and are considered one size larger than their actual size to determine the effect of high winds. That is, a human in windstorm-force winds would be checked but not knocked down.

Windriders also require only one-quarter the normal fluid intake and one-half the food of a normal character to survive. This allows them to survive four times as long without water and twice as long without food as a normal character.

Blade Turning (Ex): Experienced windriders learn to turn aside the blades and arrows of their enemies and to ignore the attacks of lesser enemies. Their tough skin becomes leathery and resilient. At 7th level, the windrider gains a +2 natural armor bonus and damage reduction 5/+1. This damage reduction is a supernatural ability.

Howl of the Winds (Ex): The most powerful windriders are at peace with the spirit of the desert winds. This allows them to call on the power of the sandstorms and to resist the effects of the desert wind and storm. Windriders of 9th level are considered one additional size category larger to determine the effects of high winds. Thus, a human windrider of 9th level caught in hurricane-force winds will be checked but not knocked down or blown away as lesser creatures would be.

Furthermore, a windrider of 9th level may call on the force of the wind to summon a sandstorm. This ability functions similarly to the *control weather* spell, except that the windrider

may only affect the weather in the desert. The windrider may use this ability once per day as a 13th-level druid. This is a supernatural ability.

ORGANIZATION: GHOSTS OF THE DESERT

PURPOSE

In the deep desert, survival is often the greatest challenge. Most people hide from the open sun and protect themselves from the hot winds and parched sand. The ghosts of the desert laugh in the face of these traditions. They open themselves to the arid desert, accept that their homes are a part of them. They thrive and prosper where others must strive simply to live.

LEADER

Thassa Ta'boren (N human female
Bar2/Rog6/Win10)

CURRENT ACTIVITIES

The ghosts of the desert first gathered their own clan centuries ago. The first of the ghosts were outcasts, fleeing from the anger of the rest of their tribes. No record remains of exactly why the first ghosts of the desert fled, but it is certain that they went into the deep desert and were not seen again for a generation.

When the ghosts of the desert returned, no one knew who they had been. They had adapted their minds and bodies to survive in the barren depths of the desert. Their skin

had taken on a dry, leathery, ruddy hue. Their eyes were black as night and they had thick, heavy braids of hair. They also had removed the traditional veils and light cloth that helped their former tribesmen survive in the desert. Instead they wore only simple, functional garments and went largely bare-skinned in the dry desert heat.

The ghosts of the desert formed their own tribe. Though they were adapted to survive more readily in the harsh climate of the desert, they learned that they still required some supplies, including food and a little water. Animals were scarce, but the ghosts of the desert were skilled hunters. There were plants that provided the little water they still needed, but as the ghosts' tribe grew, they discovered they needed more. To find it, they turned to what had been their former tribal lands.

When the ghosts of the desert appeared in the tribe's lands and began foraging for food and water to supplement their own supplies, they were received as bandits. In the desert where food and water are scarce, there is always competition for resources. Upon seeing these strange people coming to take their food and water, the old tribe reacted with violence and a war began between the cousin-tribes.

From the conflict, the ghosts of the desert learned a new lesson. They, who had learned to survive the worst that the desert could offer, had a strong advantage in fighting during the heat of the day. They struck from sandstorms during the hottest part of the afternoon, and the old tribe could not fight back at such times. In the end, the old tribe was forced to surrender to the might of the ghosts of the desert. They gathered up what they could of their riches, their food, and their water, and they left their tribal lands. The ghosts of the desert expanded into the new territory.

Some members of the ghost tribe learned to love the spirit of the conflict. They continued to seek out new battles and made enemies of several surrounding tribes. The tribes of the desert recognized the ghost tribe as a threat to them all and united to put an end to them. The great war that followed nearly destroyed the ghosts of the desert, and it cost the other tribes dearly. In the end, though, the ghosts were forced to flee back to the deep desert, and there they have remained—where no others can hunt them.

The ghosts of the desert have remained in the deep desert since that time. When they require more water or food they strike out against the other tribes. They attack silently, coming out of dust storms and the oppressive heat of the day. They take what they need and disappear again. To the ghosts of the desert, this is simply how their life must be if they are to continue to live. Adapted as they are, they can survive in the worst of the desert climate but they still need a little more than can be provided by their home. They take only what they need. The ghosts of the desert are not greedy and do not seek the death or misfortune of others, but they have no pity on those that stand in the way of the survival of the ghosts' tribe.

The nomadic, predatory lifestyle adopted by the ghosts of the desert has earned them the label of brigands, bandits, and thieves of water. In the desert these are high crimes and the others would see them destroyed. To the ghosts it is simply the way of nature. To them, it is enough to know that they have mastered their home and are stronger than the tribes that hate them.

CAMPAIGN INTEGRATION

The ghosts of the desert can be easily added as a brigand tribe to any desert setting. Individual ghosts can make effective enemies in such an environment. Their ability to travel freely through inclement weather and deadly climate give them an advantage in desert campaigns.

If an individual ghost of the desert is not enough of a threat, the ghost tribe as a whole can become a real challenge for an entire nation. Though they do not venture far from the desert, in their home they are almost unstoppable. If a party must do battle against them, the PCs will find themselves hard-pressed to defeat their elusive foes.

If the party finds itself lost in the desert, the ghosts may also play the part of mentors. They could easily save the party from destruction by the environment and teach some of their number the secrets of the ghost tribe. In this scenario, some of the PCs might be taught the secrets of the ghosts' elite hunters, the windriders.

CHAPTER TWO

LEGENDARY CLASSES

CHAPTER TWO: LEGENDARY CLASSES

INTRODUCTION

This chapter contains more than a dozen new legendary classes for high-level characters. These classes include the blood thief, the grey hand, the jack-of-knives, and the silver-tongued devil.

The names and game statistics of the classes are designated as **Open Game Content**, as are all rules derived from the d20 System Reference Document. Background and descriptive text, including the prestige class organizations, is designated as closed content.

LEGENDARY CLASSES

So you stole the Kingston diamond, passed the guild's tests, and became a master thief. Or perhaps you've mastered the whirling blades and won a handsome fee in the arena. Maybe you are a wizard who mastered the elements and learned to carry the stuff of fire within your very body. What is left for men and women

such as you, who have conquered every challenge, solved every puzzle, and defeated every enemy?

There is one challenge left: to become a legend.

Legendary classes present high-level options for characters on the verge of greatness, whose names will be scribed eternally and against whose deeds each man shall measure his own. Although similar in concept and appearance to prestige classes, they represent far more. They describe the pinnacle of a profession or culture, the kind of opportunity that only appears once in a generation. Someone who decides to walk the path of a legendary class may be fulfilling his people's oldest myth, or a society's greatest fear. It is never an easy path, nor one many would choose. Those who do take up the mantle award themselves great power as well as great danger, and only the boldest are able to fulfill their destiny.

CLASS MECHANICS

Legendary classes have all the same progressions as normal classes: base attack bonus, saving throws, and special abilities. They also have unique class skill packages and proficiencies. Like a prestige class, there are prerequisites that must be fulfilled

before the first legendary class level may be selected. Some of these are left open for the DM's discretion, so that he can customize them to his home campaign. This allows the DM to include feats from official sources that have not been released as **Open Game Content**.

THE PREPARATION

A character must announce his intention to take a legendary class well in advance of ever taking a level in it. In game terms, this represents the character trying to catch the attention of a deity or powerful extra-planar being, applying for a position within an organization, or channeling the spirits of his ancestors. Two levels before the character takes his first legendary class level, he must announce his commitment. This means that if Dran decides to be reborn in order to become a blood thief at 13th level, he must announce his intention no later than the point at which he reaches 11th level. Once the character has announced the level at which he will become a legend, there is no turning back.

Each legendary class has among its prerequisites a list of quests, each of which must be fulfilled in between the time of commitment and the acquisition of the first level of the class. The character may not complete them before he announces his intentions. Once each quest has been fulfilled and all other prerequisites are met, the character may take a legendary class level.

Legends wait for no man. If some or all of the quests go unfulfilled, the character may not advance in level until they are. All excess experience gained in the meantime is lost. This means that in the above example, if Dran reached 77,999 experience points without completing the quests, he would gain no more experience until he had done so. The character need not meet all the prerequisites of the class upon announcing his intentions, but he must meet them before taking the first legendary class level. If he does not, the same penalty described above applies.

THE POWER

Legendary characters have access to powers and abilities beyond the reach of those who have chosen ordinary lives and less impressive legacies. They also wield greater control over the development of their powers than other

characters, having choices to make as they rise in level and power. Even though two characters march down the same path, each may end up quite differently depending on these choices.

For each legendary class level gained, the character may choose one special ability from those listed. The power and scope of this ability are determined at that time and do not increase as the character goes up in levels. This is known as the ability's power level. No power may be chosen more than once. This always means a sacrifice for the character, but sometimes the rewards of patience are worth the wait.

EXAMPLE POWERS OF A 5TH-LEVEL BLOOD THIEF

Blood Drain I: The character can deal up to 4 points of temporary Constitution damage to a pinned foe in one day.

Sense Blood II: The blood thief gains a +8 legendary bonus to Listen, Search, Spot, and Wilderness Lore checks related to tracking when those checks are used to detect a blooded creature.

Staunch III: The character is immune to bleeding wounds and gains DR 3/—.

Steal Blood IV: Once per day with a successful melee touch attack, the blood thief can completely exsanguinate a single creature. The victim must make a Fortitude save (DC 21 + the blood thief's Charisma modifier) or die instantly. Even if the Fortitude save is successful, the victim still suffers 4d6 points of damage.

Wounding V: When wielding a favored slashing weapon in combat, wounds inflicted by the blood thief bleed continuously for 1 point of damage per round per wound. The bleeding can be stopped by a successful Heal check (DC 15) or by healing magic. The maximum cumulative bleeding is 6 points of damage.

THE PRICE

Once a character has begun to walk the path of a legend, he may not turn back even if his faith is shattered or his kingdom lost. The forces acting upon him are great, and he cannot resist the tidal wave of fate he has chosen to ride. Once a character chooses to take a legendary class level, he may not choose any other classes until the legendary class has been completed.

Although this may seem restrictive, it is a small price to pay for the power and prestige afforded a legend.

ABYSSAL INFILTRATOR

Deep within the fortified temple of the Valor god, a shriek of terror echoes. Acolytes rush into the chambers of the canon to find the body of the old, wise, and powerful cleric who has spearheaded the faith for decades. Beside the body, a grizzly calling card signifies the involvement of the Flame Masters, an infamous group of fiends that oppose the Valor god in every fashion. “But the temple is protected from such beings,” an acolyte mutters. “This was not the work of those devils, at least not directly. This was the work of Sarin the infiltrator.”

Among the societies of demons and devils, one assassin is called into the service of death. No mere hired killer, this individual worships the dark powers that command the lower planes of fire and evil. Her talents in death, infiltration, and the servitude of the devils have earned her a legendary infamy. She is the abyssal infiltrator.

A character who chooses to become an abyssal infiltrator must be prepared for a life devoted to death, suffering, and lies. She must first master the arts of death and infiltration. The abyssal infiltrator must also harbor a deep and true hatred for all things good and noble. In most cases, she must carry a particular hatred for a deity or noted worshipper of that deity’s faith (such as a high priest). Finally, she must study the dark arts, not as a spellcaster (though it is favored) but as a worshipper ready to offer herself to fire and death. By doing this, she may earn the allegiance of an outsider (left to the DM to determine) bent on destroying all that is good in the world or corrupting an influential faith. Performing these dangerous acts will earn her the favor of her demonic patrons and the gifts they provide, as well as the infamy of the mortal world.

Hit Die: d6.

REQUIREMENTS

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



TABLE 2-1: THE ABYSSAL INFILTRATOR

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+1	+3	+3	Abyssal Infiltrator Ability
2nd	+2	+1	+4	+4	Abyssal Infiltrator Ability
3rd	+3	+2	+4	+4	Abyssal Infiltrator Ability
4th	+4	+2	+5	+5	Abyssal Infiltrator Ability
5th	+5	+2	+5	+5	Abyssal Infiltrator Ability

Alignment: Any evil.

Base Attack Bonus: +8.

Skills: Hide 15 ranks, Intimidate 10 ranks, Knowledge (arcana) 7 ranks, Move Silently 15 ranks, and Open Lock 15 ranks.

Special: The character must have the death attack special ability.

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

QUESTS

- The character must seek out and assassinate a ranking member of the Valor god's faith (or another religion prominent in the DM's campaign world). This assassination cannot be aided; the character must perform the act alone. If successful, she must leave behind the calling card (such as a standard, mark, etc.) of the patron demon or devil she wishes to serve.

- The character must journey to the outer planes and contact the patron demon or devil she wishes to serve. If she survives the journey and approaches the patron, she must survive the Trial of Abyssal Fire. If successful, she will be welcomed into the service of the patron.

- The character must perform a ritual involving the blood of a cleric of the Valor god and the sacrificing of her own blood. This self-inflicted blood loss must result in one point of permanent Constitution drain. If the offering is given, the patron may assign a task to the character to prove her desire to join its legions.

CLASS SKILLS

The abyssal infiltrator's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

Weapon and Armor Proficiency: The abyssal infiltrator gains no new weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

ABYSSAL INFILTRATOR ABILITIES

Enhanced Dexterity: The path that has led the abyssal infiltrator from lowly assassin to favored minion of a dark power was a path of skill and sacrifice. This devotion has increased her dexterity to legendary heights. The character gains a +1 legendary bonus per power level to her Dexterity score. This is a one-time bonus.

Enhanced Strength: As a servant of the dark powers of the abyss, the abyssal infiltrator is fueled with flame and hatred. This hatred increases her killing prowess, her chances of survival, and her potential for dealing massive amounts of damage in combat. The character gains a +1 legendary bonus per power level to her Strength score. This is a one-time bonus.

Abyssal Skill: The abyssal infiltrator is a true servant to fiends and the dark desires they represent. But it was the true skill and talent of the

abyssal infiltrator that gained the favor of her patron. As an abyssal infiltrator, this legendary skill continues to grow and develop. With this ability, the abyssal infiltrator may select one skill from her class skill list per power level and gain a +3 legendary bonus per power level to her bonus with that skill. This legendary bonus stacks with any skills, feats, abilities, or spells that provide a bonus to the selected skill.

Deadly Precision (Ex): The skill of the abyssal infiltrator is legendary. Her skill in the art of death is feared. It is this natural talent that allows her to become even more deadly with her killing blows. This ability gives the abyssal infiltrator a +1 legendary bonus per power level to the DC to resist the effects of her successful death attacks.

Resist the Power of Faith (Ex): As an agent for the dark powers of flame, the abyssal infiltrator must regularly confront the forces of good and justice. In preparation for such conflicts, the patron of the abyssal infiltrator bestows a protection upon her against the magic of divine heroes. With this ability, the abyssal infiltrator gains spell resistance of 10 + 4 per power level against the divine magic of good-aligned characters. For example, Sarin is an abyssal infiltrator who took this ability at power level three. Against the divine magic of a cleric of a good deity, she has SR 22. This ability does not stack with spell resistance from other sources. If spell resistance from two or more sources could be applied against a given spell, the player must choose which ability to use.

Smite Good (Su): Once per day per power level, an abyssal infiltrator may attempt to smite good with one normal melee attack. She adds her Charisma modifier (if positive) to her attack roll and deals 2 extra points of damage per power level. If the abyssal infiltrator accidentally smites a creature that is not good, the smite has no effect but it still counts as one use for the day.

Unseen Assassin (Sp): The fiendish powers that she serves provide the abyssal infiltrator with many gifts to aid her in her vile duties. This ability allows the abyssal infiltrator to cast *invisibility* and *ethereal jaunt* a number of times per day equal to her power level. This ability acts as the spells cast by a 12th-level sorcerer.

BLOOD THIEF

Life is the most precious possession. Gold, power, magic: These things are useless to the dead. A thief is hated because he deprives his victims of the extraneous goods of life. A blood thief is feared because he steals life itself. In so-called barbarian lands, a rogue only rarely decides to walk the path of blood. Monitored by village elders, he undergoes ordeals that, if completed successfully, awaken the power of blood and the potent abilities that result.

The path a blood thief walks entails suicide, deprivation, and pain. It is a mystic path, leading the walker into the valley of death and out again. At the path's end are frightening powers. With a touch, the blood thief exsanguinates his foes. His blade opens wounds that weep continuously. His senses, heightened to a supernatural degree, detect the presence of blood coursing through veins. The blood thief is a sort of grim shaman, a harbinger of sadness and death. He can also be a source of revenge, called upon by those wronged who seek retribution.

Few legendary figures evoke the dread that a blood thief does. In many lands, the blood thief achieves the status of bogeyman. Protective mothers frighten their children into obedience with threats of what the thief of blood does to naughty youngsters. That chill at the back of the neck experienced when walking alone along a darkened street is attributed to the cold gaze of a lurking blood thief. Say the name of a legendary blood thief three times, and he will appear to inflict terrible injuries on the speaker.

REQUIREMENTS

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

Alignment: Any non-good.

Feats: Improved Critical (any slashing weapon), Endurance, Toughness, Track.

Skills: Concentration 7 ranks, Heal 7 ranks, Intimidate 15 ranks, Wilderness Lore 7 ranks.

Special: Must know the crippling strike rogue special ability.

QUESTS

There are three paths that a rogue must walk before becoming a blood thief. They must be completed in the order presented below.



- The first path is that of rebirth. The prospective blood thief must be torn to shreds by wild beasts. This is usually accomplished under the watch of village elders. The rogue enters a pit or arena naked and unarmed, and he is then attacked and killed by wild creatures, such as dire animals. After his death, the rogue must be brought back to life by means of divine magic.

- Next is the path of blood. The rogue must enter the wilderness naked and armed only with a single slashing melee weapon. For 30 days and 30 nights, he must survive while traveling a minimum of six miles every day. The rogue cannot consume anything but water and the blood of his kills for the entire period of his journey. The blood prevents suffering from dehydration but not from gradual starvation. The rogue must make Constitution checks at the normal times to resist the effects of starvation, but he receives a +2 circumstance bonus on all checks due to his bloody diet. It is not uncommon for village elders to assign specific tasks to be completed during the path of blood, such as retrieving the feather from an eagle's nest, bringing back the skin of a wolf, etc.

- Last is the path of pain. The rogue must insert a pin into the arch of each foot and bear them for 30 days and 30 nights. During this time, the rogue must actively adventure, usually in the service of the village elders monitoring his progress. With the pins in his feet, the rogue loses 2 hit points that cannot be healed until the pins are removed. Each day after the first, he must make a Heal check (DC 15) or suffer an additional 2 hit points of damage that cannot be healed until the pins are removed. Furthermore, the rogue has a -4 penalty to effective Dexterity and moves at half speed as long as the pins are in place.

CLASS SKILLS

The blood thief's class skills (and the key ability for each) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Heal (Wis), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Rope (Dex), and Wilderness Lore (Wis).

TABLE 2-2: THE BLOOD THIEF

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+2	+2	+0	Blood Thief Ability
2nd	+2	+3	+3	+0	Blood Thief Ability
3rd	+3	+3	+3	+1	Blood Thief Ability
4th	+4	+4	+4	+1	Blood Thief Ability
5th	+5	+4	+4	+1	Blood Thief Ability

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the blood thief legendary class.

Weapon and Armor Proficiency: A blood thief is proficient with all simple weapons and with light armor. He is not proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

BLOOD THIEF ABILITIES

Blood drain, sense blood, steal blood, and wounding abilities are only effective against a blooded creature. This includes most living creatures, except for oozes and certain bizarre aberrations.

Blood of Life: The blood thief gains a +1 legendary bonus to Constitution per power level.

Blood of Might: The blood thief gains a +1 legendary bonus to Strength per power level.

Blood Drain (Su): The blood thief can absorb blood through his touch from a pinned foe. Each round the pin is maintained, the blood thief automatically inflicts 1d4 points of temporary Constitution damage. The blood thief can drain a maximum number of Constitution points per day equal to four times this ability's power level.

Bloodform (Su): For a number of minutes per day equal to twice the power level of this ability, the blood thief becomes an amorphous, vaguely humanoid mass of rippling blood. All

of his equipment transforms as well. While in bloodform, he gains DR 20/+1 (this supercedes any DR gained from the staunch ability). Armor Class is recalculated minus armor and natural armor bonuses, except for armor bonuses resulting from force effects. The blood thief becomes immune to poison. Although he cannot make most types of attacks while in bloodform, his other blood thief abilities remain in effect (except for DR gained from staunch, as already noted). The blood thief cannot run while in bloodform, but he gains a +10 circumstance bonus to Climb and Move Silently checks. He can also pass through small holes, narrow openings, and even cracks. The daily maximum bloodform duration need not be used all at once, but any use of bloodform counts as at least one minute. Reverting to normal form is treated as a standard action that provokes attacks of opportunity.

Sense Blood (Su): The blood thief's senses are supernaturally alert to the presence of blood, especially blood flowing through the veins of a living creature. The blood thief enjoys a +4 legendary bonus per power level to Listen, Search, Spot, and Wilderness Lore checks related to tracking when those checks are used to detect a blooded creature.

Staunch (Su): The blood thief need never fear bleeding wounds, such as those inflicted by a weapon of wounding. Furthermore, he gains DR 1/— per power level. Staunch does not prevent active blood drain.

Steal Blood (Sp): Once per day with a successful melee touch attack, the blood thief can completely exsanguinate a single creature. The victim must make a Fortitude save (DC 17 + power level + the blood thief's Charisma modifier) or die instantly. Even if the Fortitude save is successful, the victim



still suffers 1d6 points of damage per power level.

Wounding (Ex): The blood thief has the Improved Critical feat with at least one slashing weapon. When wielding that weapon in combat, wounds inflicted bleed continuously for 1 point of damage per round per wound. The bleeding can be stopped by a successful Heal check (DC 15) or by healing magic. The maximum cumulative bleeding is equal to 1 point of damage plus this ability's power level.

FORTUNE'S FOOL

Some people get lucky. Other people simply *are* lucky. For the fortune's fool, luck is an ever-present master and slave. Lady luck lingers at his side and will never leave. Luck becomes a way of life for the fortune's fool, because his luck never ends.

The fortune's fool follows the course of his life with a string of luck that never seems to end. His feats and accomplishments marvel those who could only dream of surviving what the fortune's fool has been through. While he may be skilled, cunning, or strong, it is always his luck that sees him through.

Hit Die: d6.

REQUIREMENTS

To qualify to become fortune's fool, a character must fulfill the following requirements.

Alignment: Any non-lawful.

Wisdom: 13 or less.

Skills: Balance 10 ranks, Bluff 15 ranks, Diplomacy 12 ranks, Escape Artist 10 ranks, Sense Motive 12 ranks, Spot 10 ranks, Tumble 8 ranks.

Feats: Alertness, Combat Reflexes, Dodge, Improved Initiative, Quick Draw.

Quests

- Anyone wishing to become a fortune's fool must play a game of chance against the three Lords of Shadow. He must defeat each of them in turn.

- Once this is accomplished, he must prove his luck by seeking out the Wind of Fate and making a bet against it. If the character wins the bet against the Wind of Fate, he can become a fortune's fool.

TABLE 2-3: THE FORTUNE'S FOOL

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+2	Fortune's Fool Ability
2nd	+1	+0	+3	+3	Fortune's Fool Ability
3rd	+2	+1	+3	+3	Fortune's Fool Ability
4th	+3	+1	+4	+4	Fortune's Fool Ability
5th	+3	+1	+4	+4	Fortune's Fool Ability

CLASS SKILLS

The fortune's fool's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the fortune's fool legendary class.

Weapon and Armor Proficiency: A fortune's fool is proficient with all simple weapons and light armor, but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

FORTUNE'S FOOL ABILITIES

Clever: The fortune's fool gains a +1 legendary bonus to Intelligence per power level.

Nimble: Swift and dexterous, the fortune's fool gains +1 legendary bonus to Dexterity per power level.

Fortuitous: The fortune's fool gains a +1 legendary bonus per power level to all saving throws.

Fool of Fortune (Su): The fortune's fool has accepted his place and his lot in life. In learning to accept his luck, he can turn it to his advantage. Twice per day per power level, the fortune's fool can declare a re-roll of any dice roll made by a character or creature within 5 ft. per power level, whether that action was taken by himself, his allies, or his enemies. The fortune's fool chooses which roll (the original or the re-roll) takes effect.

Insight of the Fool (Sp): Once per day per power level, a fortune's fool may cast *foresight* as a sorcerer of his character level, except that the duration is one minute.

Luck of the Survivor (Ex): The fortune's fool slips through every situation with seemingly impossible luck. He is nearly impossible to affect with magic or attacks if there is any chance of his escaping the effect. The fortune's fool selects a type of saving throw (Fortitude, Reflex, or Will). When the fortune's fool makes a saving throw of that type, he rolls a number of additional dice equal to his power level and takes the best result. This ability may be selected more than once. Its effects do not stack. Each time the fortune's fool gains this ability, it applies to a different saving throw type.

Lucky Shot (Ex): Once per day per power level, the fortune's fool can declare that he has gotten lucky. This gains him a +4 luck bonus to attack rolls or a +10 luck bonus to any skill check or saving throw. This ability applies to only a single roll but may be declared after the attack or skill check is rolled. Multiple uses of this ability do not stack with each other.

GREY HAND

The silent stroke that can destroy even the most stalwart opponents. The whisper of death on the wind at the coming of night. The soul of determination that lives only to end the lives of others. All of these things describe the grey hand, an assassin of legendary skill. Everyone who knows of him fears to draw his attention and few could match the price he might ask for his skills.

The grey hand is a master of dispensing death, silently and skillfully. His deeds are legend, and it is said that he cannot be seen or found unless he wishes it. All who fall under his gaze are said to be marked by the shadow of death that lingers about the grey hand. Certainly no one who comes into contact with him leaves unaffected by his calm and deadly demeanor or the certainty in his eyes that his is the hand of death.

Hit Die: d6.

REQUIREMENTS

To qualify to become a grey hand, a character must fulfill the following requirements.

Base Attack Bonus: +9.

Sneak Attack: +5d6.

Skills: Disguise 10 ranks, Hide 15 ranks, Intimidate 10 ranks, Move Silently 15 ranks.

Feats: Improved Critical and Weapon Focus with weapon of choice, Skill Focus (any required skill).

Special: A grey hand must have the death attack special ability.

QUESTS

- When an assassin hopes to become a grey hand, he must set before himself three nearly impossible tasks to prove his skills. First, he must survive the poison barbs of the venomous grey dragon. This will prove he is the master of his life.
- Next, he must venture into the lands of the dead and drink from the river that is death and silence. He must find his way back from the river to the living world without succumbing to sleep or hunger. This will place the seed of death within him and make him the master of death.

- Last, he must prove his skills and his mastery over the life, death, and unlife of others. He must find and steal the phylactery of a living lich. He must keep the phylactery with him for a month and a day and then return it to its master. If he survives the ordeals, he can become a grey hand.

CLASS SKILLS

The grey hand's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Dex), 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), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the grey hand legendary class.

Weapon and Armor Proficiency: A grey hand is proficient with all simple and martial weapons, light armor, and medium armor. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

GREY HAND ABILITIES

Cunning: The grey hand's wit and perception are legendary. He gains a +1 legendary bonus to Intelligence per power level.

Killer's Grace: Athletic and lithe, the grey hand gains a +1 legendary bonus to Dexterity per power level.

Killing Attack (Ex): Once per day per power level, the grey hand can use his sneak attack to slay his enemies outright. An enemy struck by the grey hand's killing attack must succeed at a Fortitude saving throw (DC 15 + power level +

Intelligence modifier) or die. The grey hand must declare the killing attack before making the attack roll for a sneak attack. If the attack misses, that use of killing attack is wasted.

Coup de Main (Ex): The grey hand moves with a decisive suddenness that can take opponents off-guard and give him the advantage in a confrontation. He gains a +2 legendary bonus per power level on initiative checks.

Fading Presence (Ex): The grey hand's mastery of stealth and shadows takes on a preternatural quality. He moves with silence and slips from view without effort. Any penalties to the grey hand's Hide or Move Silently skill checks, such as for movement or environmental conditions, are reduced by 2 per power level. If attempting to hide or move silently when no penalties apply, the grey hand may apply a +1 legendary bonus per power level to these skill checks. Furthermore, the grey hand is always considered to be taking 10 on Hide and Move Silently checks unless he specifically chooses to be seen and heard. Characters or creatures must succeed opposed checks using their Spot or Listen skills to notice the grey hand.

Murderous (Ex): The grey hand can use momentary advantages and surprise attacks to bring the strongest enemies down. He gains +1d6 additional sneak attack damage per power level.

Shadow of Death (Ex): When the grey hand sets out to end a life, almost nothing can deter the shadow of death from falling over the chosen victim. When the grey hand selects his next victim, he gains a +1 legendary bonus per power level to attack rolls, skill checks, and AC against that opponent until his victim is slain. Until that target is slain, the grey hand may not select another victim for the shadow of death. If the grey hand fights another enemy while his chosen victim still lives, his unfinished murder acts as a distraction and he suffers a -1 circumstance penalty per power level to attack rolls.

Unrepentant (Ex): The grey hand does not seek peace or escape, nor does he accept them if they come. He faces his life and deeds with acceptance and a determination to finish what he has begun. Whenever he is reduced to 0 or fewer hit points, the grey hand can continue acting normally for 2 rounds per power level. During this time, he is not reduced to partial



TABLE 2-4: THE GREY HAND

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+1	+3	+1	Grey Hand Ability
2nd	+2	+1	+4	+1	Grey Hand Ability
3rd	+3	+2	+4	+2	Grey Hand Ability
4th	+4	+2	+5	+2	Grey Hand Ability
5th	+5	+2	+5	+2	Grey Hand Ability

actions and may perform strenuous activity without danger of taking damage each round. Only after the duration of this ability has expired will the grey hand succumb to his wounds normally.

HAND OF THE REAPER

Assassins walk among us. This is a fact that many nobles have accepted and in some cases have exploited. The assassin takes many forms, as some are deadly chameleons that blend in to the surroundings and strike with lethal precision. Others prefer to live a life of solitude and silence, striking from a distance and disappearing without a trace. All of them are skilled, silent masters of the art of death. But among these cold and heartless killers, a being of pure death and deception exists. She is the assassin of assassins. Her skills in the arts of disguise, deception, and death are legendary. She is the hand of the reaper.

Becoming the hand of the reaper is not an easy path for a character to follow. The life of an assassin is often filled with loneliness, death, and paranoia. For the hand of the reaper, these elements are personified. She is the killer of killers, she is beyond lesser assassins, and she is feared by all. Her name is a whisper; her true face is a faded memory, and her motives a riddle only she knows the answer to. Her heart is void of love, pity, or compassion. The acts of infiltration and murder are rituals to her, coveted as closely as the doctrine of a cleric's faith. She has no students or admirers, for they would only slow her down or lead to her death. Love is for the weak and pity is for the foolish. This life of rigid discipline and death forges a legend of whispers and rumors.

Hit Die: d6.

REQUIREMENTS

To qualify to become a hand of the reaper, a character must fulfill all the following criteria.

Alignment: Any non-good.

Base Attack Bonus: +8.

Skills: Bluff 5 ranks, Diplomacy 5 ranks, Disguise 15 ranks, Forgery 5 ranks, Gather Information 5 ranks, Hide 15 ranks, Intimidate 10 ranks, Move Silently 15 ranks, and Open Lock 10 ranks.

Special: The character must have the death attack special ability.

QUESTS

- The character must assassinate the head of a nation (governor, king, etc.) and leave a calling card to the act. This act is for no other reason than to establish the mystique and legend of the character's name. Assassins kill merchants and rival assassins; the hand of the reaper kills those who cannot be killed.
- The character must locate and kill the head priest of the cult known as The Keepers of the Black Flame. The cult worships a forgotten god of destruction who once directly opposed the Reaper. If the character can successfully kill the head priest, she earns the favor of the Reaper and learns the dark secrets of death.
- The favor of the Reaper is not easily earned, and there is only one hand of the reaper active at any time. The character must successfully locate and kill the current hand of the reaper. If the character succeeds, she earns the favor of the Reaper and the infamy that creates legends.

CLASS SKILLS

The hand of the reaper's class skills (and the key ability for each skill) are Appraise (Int),

TABLE 2-5: THE HAND OF THE REAPER

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+1	+3	+1	Hand of the Reaper Ability
2nd	+2	+1	+4	+1	Hand of the Reaper Ability
3rd	+3	+2	+4	+2	Hand of the Reaper Ability
4th	+4	+2	+5	+2	Hand of the Reaper Ability
5th	+5	+2	+5	+2	Hand of the Reaper Ability

Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are features of the hand of the reaper legendary class.

Weapon and Armor Proficiency: The hand of the reaper is a master of weapons and combat. The hand of the reaper is proficient in the use of all simple and martial weapons and all armor (heavy, medium, and light) as well as shields. The use of shields and heavy armor is typically rare, as the hand of the reaper depends on silence and stealth. However, if necessity should call for the use of these items, the hand of the reaper is always prepared. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

HAND OF THE REAPER ABILITIES

Enhanced Dexterity: To be a legendary master of the arts of death, the hand of the reaper develops lightning-fast reflexes and manual dexterity. The character gains a +1 legendary bonus per power level to her Dexterity score.

This is a one-time bonus.

Enhanced Intelligence: Years of dedication and study allow the hand of the reaper to master the skills of a trade that does not allow for mistakes. The character gains a +1 legendary bonus per power level to her Intelligence score. This is a one-time bonus.

Bastion of Physical Prowess (Ex): The arts of death demand a high level of discipline and physical training. For the hand of the reaper, this is a way of life that cannot be overlooked or completed halfway. By selecting this ability, the hand of the reaper receives an extra 4 hit points per power level.

Master of Deception: In many cases, the hand of the reaper gets close to a target and studies him—sometimes for periods as long as weeks or months—before closing in for the kill. This ability gives the hand of the reaper a +2 legendary bonus per power level to Bluff, Diplomacy, Disguise, and Sense Motive skill checks.

Reaper's Insight (Ex): The hand of the reaper learns to deal death more quickly than even the most talented assassin. Once per day per power level, a hand of the reaper can make a death attack without having first observed her target for a period of time.

Reaper's Touch (Ex): The hand of the reaper's skill is legendary. Her skill in the art of death is feared. It is this natural talent that allows her to become even more deadly with her killing blows. This ability gives the hand of the reaper a +1 legendary bonus per power level to the DC to resist the effects of her successful death attacks.

Trained Resistance (Ex): Poison is one of the hand of the reaper's most important tools. Over time, the resistances she develops to poison reach a legendary level. With this ability, the hand of the reaper gains a +2 legendary bonus per power level to saves against all types of poisons.

INCANTATOR

Anyone can steal material objects. What challenge is there in taking gold or jewels? Such things can be picked up and pocketed by even the rudest fighter. Intangibles present the real test. Who can catch what cannot be touched or seen? That person is the true thief, a figure worthy of legend. That person is an incantator.

The incantator is more than a rogue par excellence. He is also a scholar of arcana whose larcenous talents enable him to actually steal magic. An incantator can pluck arcane and divine magic from the very air as it is put into play by its caster. He stores this magical energy within his own mind, and the incantator can even utilize stolen spells as if he were a caster himself. Legends also tell of incantators who can pilfer dweomers from magic items and even filch the spell-like and supernatural abilities of creatures.

REQUIREMENTS

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

Feats: Iron Will, Skill Focus (Concentration), Skill Focus (Knowledge [arcana]), Skill Focus (Spellcraft).

Skills: Concentration 8 ranks, Hide 15 ranks, Knowledge (arcana) 8 ranks, Move Silently 15 ranks, Spellcraft 8 ranks.

QUESTS

- The incantator must research the Incantatrix, a secret ritual that awakens the ability to steal magic. Few people who know the Incantatrix are willing to share it except at great cost. There are also many—particularly wizards' guilds—who actively oppose dissemination of the Incantatrix. Consequently, the character must adventure bravely and carefully to penetrate one of the guarded libraries that contains the ritual. Once the ritual is found, the character must succeed at a Knowledge (arcana) check (DC 30) in order to understand the

ritual's details. If the Knowledge (arcana) check fails, the character can try again once he has increased his Knowledge (arcana) skill by at least one rank.

- Once he understands the ritual, the character must seek out the various material components needed. The components vary from version to version, but all involve collecting materials from certain powerful, magical creatures. No less than three such components are required. The DM is encouraged to be creative here and tailor this quest to her own campaign. Acquiring a component need not involve killing the creature, but all should entail some risk. For example, the character may have to retrieve a pinion from the wing of a solar, the horn of a Huge chimera, and the tears of an elder water elemental.

- With all the components in hand, the character needs to complete the ritual. This requires a Spellcraft check (DC 30) to succeed. If the character fails the Spellcraft check, the components are destroyed, and he must regain them before he can try again. Since there is risk involved with failure, the character cannot take 20 on his Spellcraft check. If successful, the ritual is completed, and the character becomes an incantator.

CLASS SKILLS

The incantator's class skills (and the key ability for each) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Heal (Wis), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (arcana) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Ride (Dex), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), and Use Magic Device (Cha, exclusive skill).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the incantator legendary class.

Weapon and Armor Proficiency: An incantator is proficient with all simple weapons and

with light armor. He is not proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Swim checks suffer a -1 penalty for every 5 pounds of armor and equipment carried.

INCANTATOR ABILITIES

Legendary Charm (Ex): Many tales tell of incantators who possess vast force of personality and persuasiveness. This sort of incantator has a +1 legendary bonus per power level to Charisma.

Legendary Mind (Ex): Many incantators possess great reasoning powers and an exceptional ability to learn. Such an incantator has a +1 legendary bonus per power level to Intelligence.

Craft Spell (Su): The incantator can modify any memorized spell (whether from another class or gained by the steal magic ability) at the time of casting as if the spell had been prepared with a metamagic feat. The incantator knows how to modify memorized spells with one metamagic feat per power level, chosen from the following: Empower Spell, Enlarge Spell, Extend Spell, Still Spell, Silent Spell. A memorized spell can be modified by only one craft spell metamagic feat at the time of casting. Successful spell modification requires a Spellcraft check (DC 20 + spell level). If the Spellcraft check fails, the spell takes effect as normal.

Detect Magic (Sp): At will, the incantator can *detect magic*. He gains a +2 legendary bonus per power level when making Spellcraft checks to determine the school of magic involved in detected auras.

High Arcane Knowledge (Ex): The incantator enjoys a +2 legendary bonus per power level to Knowledge (arcana) checks, Spellcraft, and Use Magic Device checks. The Spellcraft bonus does not stack with the legendary bonus gained when using the *detect magic* ability.

Spell Resistance (Ex): The incantator has become inured to magical forces. He acquires spell resistance equal to 10 + (power level x 3).

Steal Magic (Sp): The incantator can steal arcane and divine spells when they are cast. Stealing a spell has a range of 100 feet + 10 feet



per power level. To steal a spell, the incantator must select an opponent as the target of a counterspell. The incantator does this by choosing the ready action. In doing so, the incantator elects to wait to complete his action until the incantator's opponent tries to cast a spell. The incantator may still move at normal speed, since ready is a standard action. If the target of the incantator's counterspell tries to cast a spell, the incantator makes a Spellcraft check (DC 15 + the spell's level). This check is a free action. If the check succeeds, the incantator correctly identifies the opponent's spell and can attempt to counter it. If the check fails, the incantator can't do either of these things.

To complete the action, the incantator simply places the spell in an available spell slot (see Table 2-6A: Incantator Stolen Spells per Day). If a spell slot is not available, the incantator can decide to lose preparation of a spell in order to make room for the new one. Metamagic feats are not taken into account when determining whether a spell can be stolen. The incantator cannot steal the metamagic modification, but only the basic spell itself.

The incantator retains preparation of stolen spells until he casts them or vol-

TABLE 2-6: THE INCANTATOR

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+0	+2	+2	Incantator Ability
2nd	+1	+0	+3	+3	Incantator Ability
3rd	+2	+1	+3	+3	Incantator Ability
4th	+3	+1	+4	+4	Incantator Ability
5th	+3	+1	+4	+4	Incantator Ability

TABLE 2-6A: INCANTATOR STOLEN SPELLS PER DAY

Power Level	Spells per Day						Special
	0	1	2	3	4	5	
1	4	3	2	1	—	—	—
2	4	3	3	2	—	—	—
3	4	4	3	2	1	—	Steal dweomer
4	4	4	3	3	2	—	Steal spell-like abilities
5	4	4	4	3	2	1	Steal supernatural abilities

untarily loses the spell to make room for a new one. All stolen spells have verbal and somatic components, and a casting time of one action. A stolen spell takes effect as if cast by the original caster.

At power levels 3 and higher, the incantator can also steal other magical effects. At power level 3, he can steal a dweomer from a magic item with a range of touch. With a successful Use Magic Device check against DC 20 + the item's caster level, the incantator steals one of the spells used in creating the item. The item itself becomes inactive for 1d4 rounds. Artifacts are unaffected by this ability. The stolen spell is placed in the appropriate spell slot. No magical item can have a dweomer stolen by the same incantator more than once per day.

At power level 4, the incantator can steal a spell-like ability from a creature out to the 50 feet + 5 feet per power level. Stealing a spell-like ability follows the same procedure as stealing a spell. A stolen spell-like ability occupies a slot of the appropriate level, and it takes effect as if used by the creature it was stolen from.

The ultimate incantator power, gained at power level 5, is the ability to steal a supernatural ability. A stolen supernatural ability always occupies the incantator's 5th-level spell slot and operates according to the creature's

original ability. If the supernatural ability has no fixed duration, it works for 5 rounds when used by the incantator. Theft of a supernatural ability has a range of 30 feet and follows the same procedure as stealing a spell. The Spellcraft DC is 10 + 1/2 the creature's HD + the creature's Charisma modifier.

JACK-OF-KNIVES

What weapon is more symbolic of rogues than the dagger? None, or so says the jack-of-knives, and no one without a death wish contradicts him too loudly. With a dagger clenched in each fist, a jack-of-knives dances into melee as a whirling dervish of death, striking repeatedly with uncanny precision and emerging from the fight unharmed by his foe's weapon. His skill at knife fighting transcends normal limits, taking on supernatural characteristics.

A jack-of-knives is still a rogue, and he can function in shadow quite effectively. There is, however, one shadow that the jack-of-knives refuses to step into, and that is the one cast by fighters and other warriors over melee combat. While his weapon of choice seems pale in comparison to a greatsword or a dire flail and his leather armor can't turn an attack like half-plate, the jack-of-knives remains a foe to be reckoned with. He is a battle-tested expert with a narrow focus and within that focus can be every bit as deadly as a skilled fighter.

In legends, the jack-of-knives inspires awe and cold fear. Few jacks-of-knives are dashing, romantic figures. Instead they are grim drifters who see no need to use stealth and guile in their larcenous pursuits when it is easier to just cut their targets to ribbons and take what they want. This is not to say that a jack-of-knives is necessarily evil. He is not, but neither is he likely to be the sort of hero who earns the warm adoration of those he helps. The jack-of-knives is about being the best at knife fighting, and knife fighting is a brutal occupation.

Hit Die: d6.

REQUIREMENTS

To qualify to become a jack-of-knives, a character must fulfill the following requirements.

Feats: Dodge, Mobility, Point Blank Shot, Two-Weapon Fighting, Weapon Focus (dagger).

Skills: Balance 15 ranks, Jump 15 ranks, Tumble 15 ranks.

QUESTS

- When a rogue feels he is ready to become a jack-of-knives, he must embark on a dangerous adventure suitably challenging to characters of his level, including due consideration for any allies that accompany him. From start to finish of the adventure, the rogue is not permitted to use any weapons except a pair of nonmagical masterwork daggers. It is permissible for the rogue or an ally to temporarily augment these daggers with the likes of the *magic weapon* spell. During the adventure, the rogue must enter melee on a regular basis.

- After establishing his reputation as a deadly knife fighter, the rogue must enter a large town or larger community and find the thieves' guild. He must tell the thieves' guild that he intends to become a jack-of-knives and issue a challenge to anyone who thinks they can best him in a knife fight at an announced location at an announced time. Singlehandedly, the rogue must defeat the first five challengers to arrive, one at a time without pause for rest between fights. No one can assist the rogue in these fights, but he is free to use whatever magic items he owns with one proviso: The rogue must make ranged and melee attacks only with daggers.



TABLE 2-7: THE JACK-OF-KNIVES

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1	+1	+2	+2	+0	Jack-of-Knives Ability
2	+2	+3	+3	+0	Jack-of-Knives Ability
3	+3	+3	+3	+1	Jack-of-Knives Ability
4	+4	+4	+4	+1	Jack-of-Knives Ability
5	+5	+4	+4	+1	Jack-of-Knives Ability

CLASS SKILLS

The jack-of-knives's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All the following are class features of the jack-of-knives.

Weapon and Armor Proficiency: A jack-of-knives is proficient with all simple weapons and with light armor. He is not proficient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

JACK-OF-KNIVES ABILITIES

Amazing Grace (Ex): The jack-of-knives gains a +1 legendary bonus to Dexterity per power level.

Bane Strike (Su): Once per day per power level, a jack-of-knives imbues a single dagger attack with fatal power. His dagger's

effective enhancement bonus increases by +2 and a successful attack inflicts +1d6 points of bonus piercing damage per power level. The player must declare the use of this ability prior to making his attack roll. A missed attack therefore ruins the bane strike attempt.

Blade Friend (Su): So attuned to bladed weapons has the jack-of-knives become that he gains a measure of immunity to their attacks. For one minute per power level per day, the jack-of-knives gains DR 10/— against slashing and piercing weapons. Blade friend does not defend against natural attacks such as claws or fangs. The jack-of-knives need not use his daily time allotment all at once, but any use of blade friend counts as at least one minute.

Crippling Accuracy (Su): Once per day per power level with a successful dagger attack, a jack-of-knives can strike so as to weaken his foe. In addition to the damage inflicted by the attack, the victim suffers 2 points of temporary Strength damage. The player must declare the use of this ability prior to his attack roll, but a missed attack or an attack that inflicts no damage (due to DR, for example) does not cause this use of the ability to be lost. Creatures immune to critical hits are not affected by crippling accuracy. Crippling accuracy can be used more than once in a round. Its effects stack with the rogue's crippling strike special ability.

Dagger Master (Ex): The jack-of-knives gains a +1 legendary bonus per power level to attack rolls and weapon damage rolls when using a dagger.

Deadly Speed (Su): For one minute per power level per day, the jack-of-knives can make additional dagger attacks per round when taking the full attack action. His iterative attacks are recalculated to occur at a bonus 3 less than

his base attack bonus instead of 5 less. For example, a 13th-level rogue/1st-level jack-of-knives has a base attack bonus of +10/+5. Using deadly speed as a power level 1 ability, for 10 rounds per day the jack-of-knives's base attack bonus becomes +10/+7/+4/+1. Deadly speed only works when wielding daggers, whether in melee or as thrown weapons.

Sneak Attack (Ex): The jack-of-knives' bonus sneak attack damage increases by 1d6 per power level. This bonus damage stacks with any sneak attack damage gained from levels in a previous class. However, the jack-of-knives only gains the bonus damage from this legendary class ability when making sneak attacks with daggers.

JACK O' THE GREEN

Oppression breeds rebellion. Wherever you find a tyrant crushing the spirit of his people, you will find a few souls willing to stand up to him, to risk everything to bring a little hope to the downtrodden. In many cases, hope is all they can provide: They keep people's spirits up with tales of heroes, overthrown usurpers, and returned kings. Most of all, they tell stories of the jack o' the green.

The tales of the jack o' the green are many and varied: Sometimes, he is a valiant peasant hero; sometimes, he is a noble who has lost his lands and titles. Sometimes he is a dashing rogue, and sometimes he is a battle-hardened fighter. He can be young or old, rich or poor, compassionate or ruthless, refined or brutal. The jack o' the green may be male or female. One thing all the tales agree on, however, is that the jack o' the green stands up for the oppressed, stealing from the tyrant and distributing the wealth to those in need.

He strikes without warning, tweaking the nose of authority and vanishing into the wilds. The untamed areas of his land are his hiding place and his playground. He knows all the ins and outs, the hidden valleys and the secret trails. This knowledge is a weapon he uses in a fight against the despot, using terrain and vegetation to best effect, setting ambushes and disappearing like a ghost. He can live off the land where many others would starve or freeze, hidden and protected by the land and the people who live on it.



TABLE 2-8: THE JACK O' THE GREEN

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+2	+2	+0	Jack o' the Green Ability
2nd	+2	+3	+3	+0	Jack o' the Green Ability
3rd	+3	+3	+3	+1	Jack o' the Green Ability
4th	+4	+4	+4	+1	Jack o' the Green Ability
5th	+5	+4	+4	+1	Jack o' the Green Ability

The jack o' the green rises up when someone can no longer tolerate the oppression of the tyrant. Becoming the jack o' the green requires anger, dedication, and deep commitment to the overthrow of the evil ruler. It also requires a good knowledge of the area and the local people. There is always some powerful, defining moment in the life of the prospective jack o' the green that sets him on the path, something that turns him irrevocably against the local authorities, something that makes a good story or song. The tale always grows in the telling, and it is told frequently in the area, mixed with other legends and stories.

No matter what other motivation guides him, the jack o' the green always works for the common folk and against the powers that be, and so becomes something of a hero to the populace, and a very prominent, public thorn in the sides of the rulers. As the hatred of the rulers grows, so too does the love of the peasantry. This creates a rich oral tradition around the jack o' the green, one that transcends borders and regimes, and even outlives the various jacks that arise.

Hit Die: d8.

REQUIREMENTS

To qualify to become a jack o' the green, a character must fulfill all the following criteria.

Alignment: Any non-lawful, non-evil.

Charisma: 15+.

Skills: Gather Information 8 ranks, Hide 15 ranks, Knowledge (local area) 8 ranks, Move Silently 15 ranks, Wilderness Lore 8 ranks.

Feats: Track, Lightning Reflexes, and any feat of the DM's choice.

Special: The prospective jack o' the green must have a personal reason to hate the current ruler of the land, some wrong perpetrated

against him that drives him to outlawry and vengeance. This incident provides the seed for the jack o' the green legend that begins to grow around the character. Also, if the character ever turns aside from seeking vengeance and/or freedom for the people, he can no longer aspire to the jack o' the green legendary class.

QUESTS

- To start on the path of the jack o' the green, a character must begin stealing from the oppressors. Tax money, personal wealth, horses, coaches, jewelry, or anything else that can be obtained and converted to cash is fair game. The character must steal 10,000 gp worth of goods for each level the character possesses. At least two-thirds must be distributed among the oppressed people. Alternatively, the character may free prisoners of the tyrant. Each character level of a freed prisoner counts as 1,000 gp for the purposes of this requirement.

- Once the character has fulfilled the previous quest, he must up the ante, making sure that he is the focus for the wrath of the ruling class. The character must achieve a theft or trick of personal import to the tyrant, one that in some way symbolizes vengeance for the event that set the character on the jack o' the green path. For example, a character whose title was stripped from him might decide to steal the crown and scepter of the king, while the peasant lad whose father was beaten and humiliated by tax collectors may choose to kidnap the tax collectors, strip them, beat them, and parade them through the capital. No matter what the chosen act, the character must obviously be the perpetrator, both in the eyes of the ruling class and the peasantry at the time the act is committed; he may not just claim responsibility for the act after the fact, but must be recognized as the perpetrator at the time.

CLASS SKILLS

The jack o' the green's class skills (and the key ability for each skill) are Animal Empathy (Cha), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Jump (Str), Knowledge (local area), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 6 + Int modifier.

CLASS FEATURES

All the following are class features of the jack o' the green legendary class.

Weapon and Armor Proficiency: The jack o' the green is proficient with all simple and martial weapons, and with light armor. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and that carrying heavy gear imposes a check penalty on Swim checks.

JACK O' THE GREEN ABILITIES

Nimble Jack: The character gains a +1 legendary bonus per power level to his Dexterity. This is a one-time bonus.

Charming Rascal: The character gains a +1 legendary bonus per power level to his Charisma. This is a one-time bonus.

Cunning Rogue: Guile and deception serve the jack o' the green as easily as thuggery. Tales of the clever ruses and brilliant tricks he performs circulate among the oppressed, often sparking rowdy (and suppressed) ballads. The character gains a +2 legendary bonus per power level to all Bluff, Disguise, and Gather Information checks.

Wilderness Expert: The jack o' the green knows his home territory like the back of his hand. He can vanish without a trace in the wild and can live indefinitely on the land's bounty. On his home territory, the character gains a bonus to Hide, Move Silently, and Wilderness Lore checks. This is a legendary bonus equal to +2 per power level.

Merry Band: The fame of the jack o' the green spreads throughout his territory. With 24 hours notice, the character may gather a group of 1st-level warriors from the oppressed people in his territory. The size of the group is equal to 10 times the power level of this ability, and they come armed with one simple weapon (melee or ranged) and one martial weapon (melee or ranged). If the simple weapon is a melee weapon, the martial weapon must be ranged, and vice versa. The band follows the orders and directions of the jack o' the green without question as long as their actions demonstrably help the cause of their freedom. They stay with the character for no longer than three days plus the power level of the ability, and the jack o' the green may use this ability no more than once per power level each month.

Slippery Eel: Hard to catch and harder to hold, the stories of the jack o' the green's escapes show the downtrodden that there is hope. He moves like greased lightning, bouncing and wriggling, never staying still long enough for anyone to draw a bead or get a grip. The character gains a +2 legendary bonus per power level to all Escape Artist, Jump, and Tumble checks.

Hidden Jack (Sp): The jack o' the green often has a mystical ability to shift his form, sometimes into the appearance of other people, sometimes into the form of an animal native to his home territory. For each power level of this ability, the character may choose one alternate form. This form may be another person of the same race as the character, another race native to the local area, or a common animal native to the area. Once per day per power level, the jack o' the green may assume one of his alternate forms as a full-round action and remain in this form indefinitely. This is a spell-like ability identical in all other ways to the *polymorph self* spell.

MASTER BURGLAR

Located within the walls of most metropolitan cities a guild of thieves can be found (though usually with a great deal of effort). Whether they are a small band of pickpockets looting the local marketplace or an elite band of burglars, thieves' guilds thrive in many cities. Among these guilds across the land, there exists a legend. She is known by several names and the details of her appearance vary



greatly depending on the time and place the story is told. She was responsible for the theft of the Great Eye, a diamond the size of a small child, from the palace of the Serpent Queen. In another city, she stole the artifact of the Redeemer's faith. In the capital of a great realm, she lifted the Crown Jewels from the king's treasury. Regardless of the rumors or descriptions you hear, there is one common thread: The building she cannot break into has never been built and there is no treasure she cannot steal. She is a legend among thieves and rogues for her skills in the arts of larceny. She is the master burglar.

Becoming a master burglar is a trial by fire for a character that chooses to walk the path. The life of a master burglar is equal parts skill, success, and achievement of the impossible. The adrenaline and thrills of doing what cannot be done is what births the legend of the master burglar. Entering the tombs of lost gods, stealing from the personal coffers of the Lord Mayor, and opening the vault of the city treasury are examples of what drive the master burglar. Common thieves lift purses, while she takes religious artifacts and priceless works of art. Her skills in the art of thievery attract many followers and students eager to learn at the hand of a legend. This fame can also attract the infamy of local law enforcement and powerful victims of nightly escapades. Living on the edge, mastering her skills, and living by her wits are what transform a common thief into a legend.

Hit Dice: d6.

REQUIREMENTS

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

Skills: Climb 10 ranks, Hide 15 ranks, Move Silently 15 ranks, Open Lock 15 ranks, and Tumble 15 ranks.

Feats: Alertness, Dodge, Improved Initiative, one other feat of the DM's choice.

Special: The character must be a rogue. She may be multiclassed, but she must have gained more class levels as rogue than any other classes.

QUESTS

- The character must travel to a large metropolitan city and break into the home of the guild-

TABLE 2-9: THE MASTER BURGLAR

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+0	+1	+3	+3	Master Burglar Ability
2nd	+1	+1	+4	+4	Master Burglar Ability
3rd	+2	+2	+4	+5	Master Burglar Ability
4th	+3	+2	+5	+5	Master Burglar Ability
5th	+3	+2	+5	+5	Master Burglar Ability

master of the local thieves' guild. Once inside, she must steal an item personal to the guild-master, such as a signet ring or family heirloom. She cannot be detected performing the act. If she is seen, she must try again in a different city.

- The character must successfully enter the Tomb of Eternal Locks and unlock the mystery of the luck god's shifting box of secrets. If she is successful, the god of luck recognizes her talents and gives his blessing on her path to becoming a master burglar.
- The character must locate an existing master burglar, such as Orbin the Sly, and convince the old gnome to teach her the arts of the master burglar. If the mentor agrees, she must study with him for one month and return once each year for a new lesson. Once she reaches 5th level in this legendary class, the training is complete.

CLASS SKILLS

The master burglar's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are features of the master burglar legendary class.

Weapon and Armor Proficiency: The master burglar gains no new weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

MASTER BURGLAR ABILITIES

Enhanced Dexterity: On the path of becoming a legend, the master burglar must develop her physical prowess to equally legendary levels. The character gains a +1 legendary bonus per power level to her Dexterity score. This is a one-time bonus.

Enhanced Wisdom: As a legend of thievery, the master burglar develops a keen sense for danger and acute physical senses. The character gains a +1 legendary bonus per power level to her Wisdom score. This is a one-time bonus.

Bane of Locked Doors (Ex): The master burglar is a legend for many reasons, the foremost of these reasons being her skill at unlocking impossible locks. Once per day per power level, the master burglar can automatically succeed at an Open Lock check. The lock must be non-magical.

Blood of the Spider (Ex): The climbing prowess of the master burglar is a necessity when entering high towers and scaling dangerous wall surfaces. As her skills develop, the master burglar develops a supernatural talent for adhering to walls and surfaces

considered impossible to navigate. This ability grants the master burglar a climb speed of 5 ft. per power level. The character gains a +8 legendary bonus to all climb checks and can take 10, even if rushed or threatened while climbing. The master burglar cannot run while climbing, however.

Legend of the Stealthy Arts (Su): In some rare cases, the master burglar may find herself in a situation that requires her to become one with the surroundings to avoid detection. Once per day per power level, a master burglar can use the Hide skill even while being observed. As long as the character is within 5 feet per power level of some sort of shadow or source of concealment, the master burglar can hide from view in the open without anything to actually hide behind. The master burglar cannot hide in her own shadow. In all other respects, this ability works exactly like the hide in plain sight ability.

Sense for Danger (Ex): The arts of thievery and stealth are rituals as dear to the master burglar as the teaching of a god's faith to a devout cleric. These disciplines hone the master burglar's danger sense to an almost supernatural level. With this ability, the master burglar gains a +2 legendary bonus per power level to all Listen and Spot skill checks. This ability also grants the master burglar a +1 legendary bonus per power level to all of her initiative rolls.

Walker Between the Walls (Sp): The master burglar gains the ability to penetrate the veils of reality as easily as a poorly secured treasure room. Once per day per power level, the master burglar can use *ethereal jaunt* as the spell cast by a 14th-level sorcerer.

QUEEN OF SHADOWS

In rogue societies, there are several archetypes. Many rogues live a life of petty crime and larceny, while others become masters of the killing arts, and a select few follow the path of shadows. For shadowdancers, the ritual and tradition of the shadow arts lead to amazing abilities and a connection with the shadows themselves. In time, the shadowdancer learns to manipulate the shadows as an artist manipulates paint onto a canvas. Among this secretive order exists a legend. She too is a shadowdancer, but her skills are far beyond those of others in her trade. She is a genius, a master,

and a queen among shadowdancers. She is envied by peers, respected by students, and feared by enemies. She is the queen of shadows.

To become a queen of shadows, a female character must develop a sense of spirituality and discipline that many cannot master. For her, the shadows are a friend, an ally, a lover, and a soulmate. Where others find a cold, uncaring touch in the darkness, the queen of shadows finds warmth. The queen of shadows worships and covets the darkness but equally respects the light. She knows that there cannot be one without the other and that not all heroes wear shining armor and champion their causes on the fields of war. Those marked by villainy and greed often seek her skills, as do noble kings and protectors of free lands. She is hunted by those desperate to both steal her power and master her skills.

Hit Die: d6.

REQUIREMENTS

To qualify to become a queen of shadows, a character must fulfill all the following criteria.

Base Attack Bonus: +8.

Skills: Move Silently 15 ranks, Hide 15 ranks, Perform 10 ranks.

Feats: Dodge, Mobility, Spring Attack, and one feat of the DM's choice.

Special: Shadowdancer level 1+.

QUESTS

- The character must find the three *Scrolls of Deepest Shadow* and read them. The knowledge within the scrolls allows the character to become a queen of shadows.
- At any given time, there may only be one queen of shadows. The current queen, Nadina Shadowstep, is rumored to regularly frequent the Free City Opera House. The character must find, challenge, and defeat Nadina. If successful, the power seed of the queen of shadows will pass to the character.
- The character must enter the plane of shadow and survive there for one full week. During this time, she may not return to the material plane for any reason. If she returns before one week has passed, she must start over.

CLASS SKILLS

The queen of shadows class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are features of the queen of shadows legendary class.

Weapon and Armor Proficiency: The queen of shadows gains no additional weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

QUEEN OF SHADOWS ABILITIES

Enhanced Dexterity: The queen of shadows is a rogue at heart and the time spent training to become a legend has honed her dexterity to a razor's edge. The character gains a +1 legendary bonus per power level to her Dexterity score. This is a one-time bonus.

Enhanced Charisma: The queen of shadows' mastery of stealth approaches an artform, and her performances are often stunning to those rare few who witness them. The character gains a +1 legendary bonus per power level to her Charisma score. This is a one-time bonus.

Reaching the Shadow (Su): The queen of shadows must first master the arts of shadow-dancing and improved stealth to become a legend. As a queen of shadows, her prowess with this ability reaches legendary heights. The queen of shadows may hide in plain sight an



TABLE 2-10: THE QUEEN OF SHADOWS

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+1	+3	+1	Queen of Shadows Ability
2nd	+2	+1	+4	+1	Queen of Shadows Ability
3rd	+3	+2	+4	+2	Queen of Shadows Ability
4th	+4	+2	+5	+2	Queen of Shadows Ability
5th	+4	+2	+5	+2	Queen of Shadows Ability

additional 10 ft. away from a shadow per power level. For example, if Nadina takes this ability at power level three, she can hide in plain sight within 40 ft. of a shadow (base 10 ft. plus 30 ft. for this legendary ability).

Darkvision (Su): Spending most of her lifetime within the cold, dark embrace of the shadows allows the queen of shadows to become more comfortable and effective within them. The queen of shadows gains the darkvision ability with a range of 60 ft. plus 20 ft. per power level. If the character already has darkvision, her range is extended by 20 ft. per power level.

Powered by Shadow (Su): As the shadows envelop the queen of shadows, so too do they enhance the weapons that she uses. She and the shadows are one; the shadows defend her as a loyal knight defends his queen. With this ability, any slashing weapon held by the queen of shadows functions as an enchanted weapon with an enhancement bonus equal to her power level. Once she releases the weapon, the enchantment is lost. The enhancement bonus from this ability does not stack with any other enhancement bonuses.

Legendary Talent (Ex): The queen of shadows is a legend. Her stealth and speed are equally legendary. This ability grants the queen of shadows a +2 legendary bonus per power level to her Hide and Move Silent skill checks, as well as a +1 bonus to her Initiative rolls.

Shadow Sentinels (Ex): The shadows are loyal servants and protectors to the queen of shadows. This loyalty allows the queen of shadows to call upon the protection of her subjects when faced with physical dangers. With this ability, the queen of shadows gains a +1 legendary bonus per power level to her

Armor Class and Reflex saving throws while within darkness or heavy shadows.

ROGUE PRINCE

Contrary to popular belief, there is some honor among thieves. In fact, there is an order of seniority that transcends social positioning, wealth, and age. Among rogues, the arts of thievery, social manipulation, and sleight of hand are sacred. While many rogues master these skills, only a select few have the potential to become legendary. These legends among rogues are often viewed as royalty, garnering the respect and envy of every rogue who encounters them. These legends are known as the rogue princes.

To become a rogue prince, a character must develop skills that others cannot fully grasp. For the rogue prince, the acts of thievery and charisma are art forms to be respected and mastered. In most cases, the rogue prince is naturally talented in the ways of the rogue—talented to a degree that often makes others uncomfortable. Tasks that require decades of study and application to master seem to come naturally to him. Where master rogues fail, he succeeds in an easy fashion. In time, his legend attracts others: potential students eager to learn at the feet of a master, and jealous rivals who would steal the legend of the rogue prince as they might steal the fat purse of a slow-footed noble. The rogue prince is a duelist, a liar, a charmer, and a cunning thief. The life of a rogue prince is not an easy one, but the path of a legend rarely is.

Hit Dice: d6.

REQUIREMENTS

To qualify to become a rogue prince, a charac-

ter must fulfill all the following criteria.

Base Attack Bonus: +8.

Skills: Bluff 15 ranks, Pick Pocket 15 ranks, Search 10 ranks, and Tumble 15 ranks.

Feats: Expertise, Improved Disarm, and any one feat of the DM's choice.

Special: The character must be a rogue. He may be multiclassed, but he must have gained more class levels as a rogue than other classes.

QUESTS

- The character must challenge a current rogue prince to a duel of skill and be victorious. This duel must consist of three different challenges. Examples of challenges to use for a duel include: a competition to romance the daughter of a wealthy noble, a contest to pick the most pockets in a public forum (such as a marketplace), or a tumbling competition to be held on a dangerous cliffside.
- The character must find and make a journey to the lost Shrine of Chance. Inside the shrine, the character must drink from the Rogue's Well, a legendary font said to imbue a rogue with the fortune and favor of the gods.
- The character must find the Books of Masterful Thievery and Charismatic Prowess. This lost set of four tomes teaches the lessons required to becoming a rogue prince. Each volume contains a different lesson and must be studied together for no less than one month.

CLASS SKILLS

The rogue prince's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.



TABLE 2-11: THE ROGUE PRINCE

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+1	+3	+1	Rogue Prince Ability
2nd	+2	+1	+4	+1	Rogue Prince Ability
3rd	+3	+2	+4	+2	Rogue Prince Ability
4th	+4	+2	+5	+2	Rogue Prince Ability
5th	+4	+2	+5	+2	Rogue Prince Ability

CLASS FEATURES

All of the following are features of the rogue prince legendary class.

Weapon and Armor Proficiency: Much like a rogue's weapon training focuses on weapons suitable for stealth and sneak attacks, so too do the training methods of the rogue prince. Thus, the rogue prince gains no new weapon or armor proficiencies. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

ROGUE PRINCE ABILITIES

Enhanced Dexterity: Spending years of his life mastering the rogue arts, the rogue prince develops legendary physical prowess and dexterity. The character gains a +1 legendary bonus per power level to his Dexterity score. This is a one-time bonus.

Enhanced Charisma: A life filled with quick actions and quicker speech allows the rogue prince to develop a legendary level of confidence and charisma. The character gains a +1 legendary bonus per power level to his Charisma score. This is a one-time bonus.

Center of Balance (Ex): The rogue prince is a master of dexterity-based skills and has developed a legendary comfort with the skills that require sure-footing and precise balance. With this ability, the rogue prince can automatically succeed at any Balance, Climb, Escape Artist, Jump, or Tumble skill check. This ability may only be used on one skill check per day per power level.

Luck of Royalty (Ex): By combining skill and a lifetime filled with near death experiences, the rogue prince rarely makes mistakes. Once per day per power level, the rogue prince may re-roll a failed ability or skill check, saving throw, or attack roll. The character must accept the result of the second roll, even if it is worse than the original roll.

Platinum Tongue (Ex): The rogue prince is a charismatic master of quick speech and convincing storytelling. Techniques learned through trial and error have allowed the rogue prince to develop a startling degree of confidence while using words to resolve conflict or verbal trickery to achieve his goals. With this ability, the rogue prince gains a +2 legendary bonus per power level to Bluff, Diplomacy, and Gather Information checks.

Prince's Grace (Ex): A life filled with razor-close escapes and life or death situations hone the reflexes of the rogue prince to an equally sharp edge. The rogue prince gains a +1 dodge bonus to Armor Class per power level.

Sneak Attack (Ex): The rogue prince's bonus sneak attack damage increases by 1d6 per power level. This bonus damage stacks with any sneak attack damage gained from levels in a previous class.

SAVANT

The savant is the diviner of secrets. She can read people's thoughts by the way they act as easily as she can read the obscure markings of ancient maps. While many people might seek knowledge or find secrets, few reach the level of mastery to which the savant aspires.

Legends tell that the savant can read people's thoughts at a glance and that she can know a

TABLE 2-12: THE SAVANT

Class Level	Base			
	Attack Bonus	Fort Save	Ref Save	Will Save
1st	+0	+0	+2	+2
2nd	+1	+0	+3	+3
3rd	+2	+1	+3	+3
4th	+3	+1	+4	+4
5th	+3	+1	+4	+4

Special

Savant Ability
Savant Ability
Savant Ability
Savant Ability
Savant Ability

man's ambitions as easily as his face. The savant slips unnoticed into the lairs of her enemies and learns their secrets before her presence is even known.

Hit Die: d6.

REQUIREMENTS

To qualify to become a savant, a character must fulfill the following requirements.

Skills: Bluff 10 ranks, Decipher Script 8 ranks, Diplomacy 8 ranks, Disguise 8 ranks, Gather Information 8 ranks, Innuendo 15 ranks, Search 10 ranks, Sense Motive 15 ranks, Spot 10 ranks.

Feats: Alertness, Skill Focus (at least one required skill).

Special Abilities: Skill mastery (at least two required skills), slippery mind.

QUESTS

- Hidden throughout the world are five tomes of ancient lore, said to contain the understanding of all things. No mortal has ever seen more than one such text during a lifetime, except the savants of past ages. A character who wishes to become a savant must find at least two of these tomes as a dedication to her quest for secrets.
- Once the texts of lore have been found the potential Savant must use the knowledge gleaned from them to locate the hidden palace of ice, the lair of the dragon of the winds. The character must convince the dragon of the winds to tell her the secret of the wind. If she succeeds, she can become a savant. If she fails, the dragon of the winds will devour her to prevent its home from being found again.

CLASS SKILLS

The savant's class skills (and the key ability for each skill) are Alchemy (Int), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Dex), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (all skills, taken individually) (Int), Listen (Wis), Mimic Voice* (Cha), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Read Lips (Int, exclusive skill), Scry (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis), Swim (Str), Tumble (Dex), Urban Lore* (Wis), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex). *These skills are presented in *Traps & Treachery*.

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All of the following are features of the savant legendary class.

Weapon and Armor Proficiency: A savant is proficient with all simple weapons and light armor, but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

SAVANT ABILITIES

Adroit: The savant is agile and dexterous. She gains a +1 legendary bonus to Dexterity per power level.

Charming: Charm, grace, and sincerity come easily to the savant. She gains a +1 legendary bonus to Charisma per power level.

Discerning: The savant has a quick mind and understanding comes easily. She gains a +1 legendary bonus to Intelligence per power level.

Body Language (Ex): The savant has learned to read people's thoughts by how they move and act. The savant must study her subject for three rounds. During these three rounds of study, the savant may take other actions but she may only take partial actions due to the focus required. At the end of the three rounds, the subject makes a Will saving throw (DC 15 + power level + savant's Intelligence modifier). If the subject fails the saving throw, the savant may read the subject's surface thoughts as if she had cast a *detect thoughts* spell. The savant can also detect falsehoods as if the subject were affected by a *discern lies* spell. The savant can sustain this ability with concentration for a number of minutes equal to her power level. The savant automatically succeeds at any Sense Motive skill checks used on the subject for the duration of the ability.

Glibness (Su): Once per day per power level, a savant may speak with such fluency and sincerity that her lies and deceptions are undetectable. The savant gains a +5 legendary bonus per power level on all Charisma-based skill checks and a +2 legendary bonus per power level on saving throws against magic and mundane effects that would reveal her motives, lies, or deceptions, such as the *detect thoughts* and *discern lies* spells or the body language class ability of another savant. Each use of the ability lasts for 10 minutes per power level.

Veiled Lore: The savant learns an amazing variety of obscure pieces of lore. This ability functions just like the bardic knowledge ability, except that the savant makes her knowledge check with a bonus equal to four times the power level plus her Intelligence modifier. If the savant also has the bardic knowledge ability, add her bard class levels to this check.

Voice of Reason (Sp): The savant can be a reasonable person, and can use reason to convince others to act as they would not otherwise. By taking a full round action to speak with the

target, the savant can implant a *suggestion*. The target of this ability gets a Will saving throw (DC 15 + power level + savant's Intelligence modifier) to resist the effect. The savant may use this ability two times per day per power level.

SILVER-TONGUED DEVIL

Not every rogue is a stealthy sneak-thief with a sharp blade ready for a quick sneak attack. Many rogues survive more by their wits and words than their reflexes and weapons. For a gifted few, not even when their reputation for deceit precedes them are their persuasive powers noticeably diminished. These silver-tongued devils, so it is said, can charm the birds out of the trees and talk the stingiest miser out of a fortune.

The silver-tongued devil is charming, affable, and supremely manipulative. Where a fighter has to battle his way past the gate guards, the silver-tongued devil can proceed not only unchallenged but as a welcome visitor. His quick wit and cunning words can cajole, disarm, and bamboozle with ease. Few people can resist the silver-tongued devil's honeyed words for long. As he grows in legendary status, animals, plants, and even inanimate objects bend to his whims.

Tales of silver-tongued devils are a mixed bag. They are widely hailed as heroic figures while at the same time propriety dictates the tale-teller shake his or her head in at least mild disapproval of the silver-tongued devil's exploits. For those who are not the target of the silver-tongued devil's cunning locutions, there is much to admire. His victims, however, tell different stories, assuming the victims realize that they have been duped.

Hit Die: d6.

REQUIREMENTS

To qualify to become a silver-tongued devil, a character must fulfill the following requirements.

Charisma: 13+.

Feats: Alertness, Skill Focus (Bluff), Skill Focus (Sense Motive).

Skills: Bluff 15 ranks, Concentration 7 ranks, Diplomacy 15 ranks, Listen 15 ranks, Sense Motive 15 ranks, Spot 15 ranks.

QUESTS

- When a character feels ready to become a silver-tongued devil, he must approach an NPC with which the character has had no past friendly interactions. Using nothing but his persuasive powers, the rogue has one day to get the NPC to willingly give him at least 7,500 gp in some form or another. If the mark cannot donate this much wealth, the rogue must start over again. The rogue must repeat this feat two more times on different NPCs within the next 30 days.
- After establishing his reputation for talking people out of their possessions, the character turns his talents to monsters. He must track down a powerful, intelligent monster whose CR is at least 4 higher than the character's level. He must enter the monster's lair. Using nothing but his persuasive powers, the rogue has one day to confront the monster and convince it to give him at least 22,000 gp in some form or another. If the chosen monster does not have this much wealth, the rogue has 30 days to track down another powerful, intelligent monster to make up the difference, abiding by all the restrictions above.

CLASS SKILLS

The silver-tongued devil's class skills (and the key ability for each) are Animal Empathy (Cha, exclusive skill), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), 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), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Speak Language, Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier.

CLASS FEATURES

All the following are class features of the silver-tongued devil.

Weapon and Armor Proficiency: A silver-tongued devil is proficient with all simple weapons and with light armor. He is not profi-



TABLE 2-13: THE SILVER-TONGUED DEVIL

Class Level	Base Attack				Special
	Bonus	Fort	Ref	Will	
1	+1	+0	+2	+2	Silver-Tongued Devil Ability
2	+2	+0	+3	+3	Silver-Tongued Devil Ability
3	+3	+1	+3	+3	Silver-Tongued Devil Ability
4	+4	+1	+4	+4	Silver-Tongued Devil Ability
5	+5	+1	+4	+4	Silver-Tongued Devil Ability

cient with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

SILVER-TONGUED DEVIL ABILITIES

Keenly Perceptive (Ex): The silver-tongued devil gains a +1 legendary bonus to Wisdom per power level.

Silver-Tongued (Ex): The silver-tongued devil gains a +1 legendary bonus to Charisma per power level.

Inscrutable (Ex): It is impossible to read a silver-tongued devil's thoughts with the *detect thoughts* spell. Likewise, he is immune to *discern lies* and spells that reveal alignment. Against mind-affecting magic, his saving throws enjoy a +1 legendary bonus per power level.

Master of All Languages (Su): This ability enables the silver-tongued devil to read otherwise incomprehensible writing as per the *comprehend languages* spell and to speak and understand the language of any intelligent creature as per the *tongues* spell. Master of all languages functions for 2 hours per power level per day. The silver-tongued devil can divide this total time into smaller increments as needed, but any usage counts as at least 5 minutes.

Prodigious Charm (Sp): When a silver-tongued devil gains this ability, he gains the ability to use one of the following spells per power level as a spell-like ability: *animate objects*, *charm monster*, *dominate person*, *command plants*, and *control undead*. His

caster level is equal to his character level. Each spell-like ability can be used once per day per power level.

Prodigious Lie (Su): For one hour per day per power level, a silver-tongued devil gains a +5 legendary bonus per power level to Bluff checks. So amazing is his ability to lie with this ability that even magic cannot detect the falsehoods. It is not necessary to use the entire hour as a single block of time. The silver-tongued devil can divide the time into smaller increments as needed, but any usage counts as at least 5 minutes. The bonus provided by this ability does not stack with the way with words ability.

Way with Words (Ex): A silver-tongued devil can always take 10 on Bluff, Diplomacy, and Sense Motive checks, even if rushed or under duress. He gains a +1 legendary bonus to Bluff, Diplomacy, and Sense Motive checks per power level.

CHAPTER THREE

CORE CLASSES

INTRODUCTION

This chapter contains several new alternate core classes that can be easily integrated into your campaign to provide players a unique play experience. These classes include the chameleon, the con artist, and the psychic thief.

The names and game statistics of the classes are designated as **Open Game Content**, as are all rules derived from the d20 System Reference Document. Background and descriptive text are designated as closed content.

CHAMELEON

The chameleon is a master of disguise and subterfuge, an ideal spy and infiltrator. She can change from one costume to the next with remarkable speed and skill. Her mind also becomes camouflaged, masked behind a protective screen of thoughts just as her true appearance is masked by her costume. She is a master of languages and of persuasion. The chameleon's training also includes matters arcane, and she is able to cast spells to assist her deceptions.

Adventures: Chameleons adventure for many reasons. Most are rogues at heart and use their talents to gain entry to those places where valuables are kept in order to abscond with the goods. Some chameleons are nobler and work to further some good cause. These chameleons are often in the employ of a monarch or a general, and they are deployed against their lieges' enemies. Of course, there are wicked chameleons as well who make their living as saboteurs and assassins, whether as mercenaries or lackeys to some evil master.

Characteristics: Chameleons, like rogues, are highly skilled individuals. They must survive by their wits and their knowledge. The chameleon's chief ability is her uncanny skill of disguise. Like the rogue, she is often also knowledgeable about mechanical devices such as locks and traps. Close combat is not a chameleon's forte, but she does possess a knack for the sneak attack (although not to the same degree as a rogue). As already mentioned, chameleons learn to cast arcane spells. They keep spellbooks just as wizards do. The chameleon's selection of spells is rather limited. It is an unwise chameleon who relies too heavily on her spells rather than on her skills and intelligence.



Alignment: Chameleons are more likely to be chaotic than lawful and neutral than good or evil. There are, however, no restrictions, and chameleons may be of any alignment.

Religion: Chameleons most commonly worship gods of trickery, deception, and thievery. Evil chameleons are often attracted to the gods of assassins. As with alignment, there are no requirements. Chameleons may worship any god, and some pay at least lip service to several deities.

Background: Chameleons are often inducted into a thieves' guild at an early age. It is this guild that instructs the young chameleon in the tricks of the trade. There are also a large number of chameleons that learn their skills either on their own or with the assistance of a solitary mentor. Even an experienced chameleon can use a young, eager lad or lass to assist in some scam or scheme. Chameleons are most often from larger urban areas where there are plenty of faces to blend in with.

Races: The best chameleons are often human or half-elf. Gnomes, with their natural aptitude for illusion magic and trickery, also make ideal chameleons. Halflings and elves can become competent chameleons as well, but halflings, in general, prefer rogue as a career choice. Dwarves and half-orcs are seldom chameleons. Most dwarves are too rigid to change roles quickly or well, and most half-orcs lack the subtlety needed to be a chameleon. Among the evil humanoids, it is somewhat paradoxically those of a more lawful bent who are most likely to become a chameleon. This seems especially true of goblins. Goblin chameleons excel at disguising themselves as halflings or gnomes.

Other Classes: Chameleons cannot help but appreciate the virtues of working with fighters, sorcerers, and wizards. The chameleon's combat skills are noticeably lacking, and their arcane talents lack scope and breadth, especially when it comes to dealing damage. Since chameleons are usually of larcenous bent, lawful characters, especially paladins, are viewed warily. Best of all, chameleons prefer working with rogues, especially since a rogue's knowledge of traps exceeds the chameleon's.

GAME RULE INFORMATION

Chameleons have the following game statistics.

Abilities: Dexterity and Charisma affect many chameleon skills. Intelligence is of prime importance for spells as well as learning as many skills as possible.

Alignment: Any.

Hit Die: d6.

Starting Gold: 4d4 x 10 gp.

CLASS SKILLS

The chameleon's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Speak Language, Spellcraft (Int), and Swim (Str).

Skill Points at 1st Level: (8 + Int modifier) x 4.

Skill Points at Each Additional Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the chameleon.

Weapon and Armor Proficiency: A chameleon's weapon training focuses on weapons suitable for stealth and sneak attacks. Thus, all chameleons are proficient with the crossbow (hand or light), dagger (any type), dart, light mace, sap, shortbow (normal and composite), and short sword. Chameleons are proficient with light armor but not with shields. Of course, a chameleon suffers arcane spell failure when wearing armor as normal. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer

a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Disguise Bonus: As a chameleon increases in level, her mastery of disguise increases as well. Table 3-1: The Chameleon shows the competence bonus a chameleon receives on Disguise checks at each level.

Quick Change (Ex): A chameleon can prepare and wear more than one disguise at once. Basically, she layers her disguises one under the other by means of prosthetics, reversible clothing, quick-drying dyes, and so on. At 1st level, a chameleon can have two disguises ready at one time. Each disguise must be prepared as described under the Disguise skill. The chameleon chooses which disguise is currently visible. The other disguise is hidden under the first. As a full-round action that provokes attacks of opportunity, a chameleon can switch between prepared disguises. Each switch after the first grants others a cumulative +2 circumstance bonus to detect the disguise since the act of quick changing slowly degrades the quality of each prepared disguise. At 5th level, a chameleon can have three disguises prepared at one time. For every five levels thereafter, she can have one additional disguise prepared (up to six prepared disguises at 20th level).

Evasion: At 2nd level, a chameleon gains evasion. If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, the chameleon takes no damage with a successful saving throw. Evasion can only be used if the chameleon is wearing light armor or no armor. Evasion is an extraordinary ability.

Sneak Attack: At 3rd level, the chameleon gains the ability to sneak attack as a rogue. Any time the chameleon's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the chameleon flanks the target, the chameleon's attack deals extra damage. Should the chameleon score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The chameleon can't strike with deadly accuracy from beyond that range. With a sap (blackjack) or an unarmed strike, the chameleon can make a sneak attack that deals subdual damage

TABLE 3-1: THE CHAMELEON

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Disguise Bonus	Special
1	+0	+0	+2	+2	+1	Quick change (2 disguises)
2	+1	+0	+3	+3	+1	Evasion
3	+2	+1	+3	+3	+2	Sneak attack +1d6
4	+3	+1	+4	+4	+2	
5	+3	+1	+4	+4	+3	Quick change (3 disguises)
6	+4	+2	+5	+5	+3	Masked aura
7	+5	+2	+5	+5	+4	Sneak attack +2d6
8	+6/+1	+2	+6	+6	+4	
9	+6/+1	+3	+6	+6	+5	
10	+7/+2	+3	+7	+7	+5	Quick change (4 disguises), special ability
11	+8/+3	+3	+7	+7	+6	Sneak attack +3d6
12	+9/+4	+4	+8	+8	+6	
13	+9/+4	+4	+8	+8	+7	Hidden thoughts
14	+10/+5	+4	+9	+9	+7	Special ability
15	+11/+6/+1	+5	+9	+9	+8	Quick change (5 disguises), sneak attack +4d6
16	+12/+7/+2	+5	+10	+10	+8	
17	+12/+7/+2	+5	+10	+10	+9	
18	+13/+8/+3	+6	+11	+11	+9	Special ability
19	+14/+9/+4	+6	+11	+11	+10	Sneak attack +5d6
20	+15/+10/+5	+6	+12	+12	+10	Quick change (6 disguises)

instead of normal damage. The chameleon cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty. A chameleon can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. The chameleon 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 chameleon cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

Masked Aura (Su): At 6th level, a chameleon is continually immune to attempts to magically discern her alignment.

Hidden Thoughts (Su): At 13th level, a chameleon is continually immune to the spells *detect thoughts* and *discern lies*.

Special Ability: At 10th, 14th, and 18th levels, a chameleon can choose a special ability from the following list.

Defensive Roll: Once per day, when a chameleon would be reduced to 0 hit points

or less by damage in combat (from a weapon or other blow, not a spell or special ability), the chameleon can attempt to roll with the damage. She makes a Reflex saving throw (DC = damage dealt) and, if successful, takes only half damage from the blow. The chameleon must be aware of the attack and able to react to it in order to execute the defensive roll - if the Dexterity bonus to AC is denied, the chameleon can't roll. Since this effect would not normally allow a character to make a Reflex save for half damage, the chameleon's evasion ability does not apply to the defensive roll.

Skill Mastery: The chameleon selects a number of skills equal to $3 +$ Intelligence modifier. When making a skill check with one of these skills, the chameleon may take 10 even if stress and distractions would normally prevent the chameleon from doing so. The chameleon may gain this special ability multiple times, selecting additional skills for it to apply to each time.

Slippery Mind: If a chameleon with a slippery mind is affected by an enchantment and fails the saving throw, 1 round later the chameleon can attempt the saving throw again. The

TABLE 3-1A: THE CHAMELEON'S SPELLS PER DAY

Level	Spells per Day						
	0	1	2	3	4	5	6
1	2	—	—	—	—	—	—
2	3	0	—	—	—	—	—
3	3	1	—	—	—	—	—
4	3	2	0	—	—	—	—
5	3	3	1	—	—	—	—
6	3	3	2	—	—	—	—
7	3	3	2	0	—	—	—
8	3	3	3	1	—	—	—
9	3	3	3	2	—	—	—
10	3	3	3	2	0	—	—
11	3	3	3	3	1	—	—
12	3	3	3	3	2	—	—
13	3	3	3	3	2	0	—
14	4	3	3	3	3	1	—
15	4	4	3	3	3	2	—
16	4	4	4	3	3	2	0
17	4	4	4	4	3	3	1
18	4	4	4	4	4	3	2
19	4	4	4	4	4	4	3
20	4	4	4	4	4	4	4

chameleon only gets this one extra chance to succeed. This is an extraordinary ability.

Traps: As one of her special abilities, a chameleon can learn to detect and disarm complex traps. The chameleon can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Furthermore, she can find magic traps. Finding a magic trap has a DC of 25 + the level of the spell used to create it. Chameleons can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the spell used to create it. A chameleon who beats a trap's DC by 10 or more with a Disable Device check can generally study a trap, figure out how it works, and bypass it (with his party) without disarming it.

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

Spells: A chameleon casts arcane spells, but only those spells from the following schools: Abjuration, Divination, Enchantment, and Illusion. She is limited to a certain number of spells of each spell level per day, according to her class level. A chameleon must prepare spells ahead of time by getting a good night's

sleep and spending one hour studying her spellbook. While studying, the chameleon decides which spells to prepare. To learn, prepare, or cast a spell, a chameleon must have an Intelligence score of at least 10 + the spell's level. A chameleon's bonus spells are based on Intelligence. The Difficulty Class for saving throws against chameleon spells is 10 + the spell's level + the chameleon's Intelligence modifier.

At 1st-level, a chameleon knows a number of 0-level spells equal to 5 + her Intelligence modifier and a number of 1st-level spells equal to 3 + her Intelligence modifier. Whenever she gains a level, she learns two new spells of any levels she is able to cast. A chameleon can add new spells to her spellbook as can a wizard (see Arcane Spells, PHB).

CON ARTIST

While most rogues take, con artists pride themselves on being given what they want. Of course, their marks are inspired to do so by lies, deceit, and trickery, so few grant them the moral high ground they claim. Con artists share the roguish goal of getting things that other people don't want them to



have, but relish getting it by persuading others to let them have it after all.

Adventures: Con artists usually say that they adventure to make the world a better place. In truth, they are usually after easy treasure and the adulation of the masses. Those who remain adventurers quickly learn that, while a silver tongue can get you through doors that would stymie any burglar, the rewards of adventuring are not easily gained.

Characteristics: Con artists lie. They rarely use force and rarely try to avoid detection. Instead, they convince everyone that they belong wherever they are. Their cons get them into trouble, and then out again.

Alignment: Lawful con artists are very rare, as deceit sits ill with lawful ideals. Good con artists are more common than many think, because evil folk are as vulnerable to trickery as the virtuous.

Religion: Con artists are rarely pious, though they sometimes use religion in their schemes and scams. Those few con artists who are devoutly religious typically revere gods of luck, fortune, deception, and trickery.

Background: Con artists rarely work with one another, although there are a few small teams who specialize in elaborate cons. There is certainly no feeling of professional camaraderie. Rather, conning another con artist is a great boost to your ego and reputation.

Races: Humans, adaptable and unprincipled as they are, are often con artists. Gnomes find the class highly appealing, as a con is, after all, merely a kind of trick. Halflings, elves, and half-elves also produce a number of con artists. Dwarf and half-orc con artists are rare, which means that those there are have the advantage that people do not suspect them.

Other Classes: Con artists love working with other classes, because deception can only get you so far. Once direct action is needed, the con artist steps back and leaves things to his allies. There is often tension between con artists and lawful characters, particularly paladins, and many con artists are scrupulously and completely honest with their friends, so as to gain and retain their trust.

GAME RULE INFORMATION

Con artists have the following game statistics.

Abilities: Charisma and Wisdom are the most important abilities for con artists, Charisma for conning others and Wisdom for not getting conned yourself. Intelligence is also useful for developing the skills and schemes on which a con artist relies.

Alignment: Any.

Hit Die: d6.

Starting Gold: 4d4 x10 gp.

CLASS SKILLS

The con artist's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Read Lips (Int, exclusive skill), Search (Int), Sense Motive (Wis), Spot (Wis), Use Magic Device (Cha, exclusive skill).

Skill Points at 1st Level: (8 + Int modifier) x 4.

Skill Points at Each Additional Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the con artist.

Weapon and Armor Proficiency: A con artist is proficient with all simple weapons and with light armor. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Deceptive Oration: Once per day per level, a con artist can use sleight-of-hand, fast-talking, or staged events to produce magical effects on those around her. Depending on the ranks she has in her Bluff skill, she can *fascinate* a crea-

ture, make a magical *suggestion* to a *fascinated* creature, help others perform skills better, or cause ineptitude. A deaf con artist suffers a 20% chance to fail with deceptive oration because she cannot effectively communicate with her mark.

Fascinate (Sp): A con artist with 3 or more ranks in Bluff can use her verbal tricks and flowery oration to cause a single creature to become *fascinated* with her. The creature to be *fascinated* must be able to see and hear the con artist and must be within 90 feet. The con artist must also see the creature. The creature must be able to pay attention to the con artist. The distraction of a nearby combat or other dangers prevents the ability from working. The con artist makes a Bluff check, and the target can negate the effect with a Will saving throw equal to or greater than the con artist's check result. If the saving throw succeeds, the con artist cannot attempt to *fascinate* that creature again for 24 hours. If the saving throw fails, the creature sits quietly, listening to and watching the con artist for up to 1 round per level of the con artist. While *fascinated*, the target's Spot and Listen checks suffer a -4 penalty. Any potential threat (such as an ally of the con artist moving behind the fascinated creature) allows the *fascinated* creature a second saving throw against a new Bluff check result. Any obvious threat, such as cast a spell, drawing a sword, or aiming, automatically breaks the effect.

While *fascinating* (or attempting to *fascinate*) a creature, the con artist must concentrate, as if casting or maintaining a spell. *Fascinate* is a spell-like, mind-affecting charm ability.

Inspire Competence (Su): A con artist with 6 or more ranks in Bluff can use her spurious logic and fast-talking to help an ally succeed at a task. The ally must be able to see and hear the con artist and must be within 30 feet. The con artist must also see the ally. Depending on the task that the ally has at hand, the con artist may use her deceptive oration to instill (perhaps unwarranted) confidence or to trivialize (or exaggerate) the risks and consequences of failure. The ally gets a +2 competence bonus on his skill checks with a particular skill as long as he continues to hear the con artist's oration. The con artist can maintain the effect for 2 minutes (long enough for the ally to take 20). Inspire competence is a supernatural, mind-affecting ability.

Suggestion (Sp): A con artist with 9 or more ranks in Bluff can make a *suggestion* (as the spell) to a creature that he has already fascinated. The *suggestion* doesn't count against the con artist's daily limit on deceptive orations (one per day per level), but the *fascination* does. A Will saving throw (DC 13 + the con artist's Charisma modifier) negates the effect. *Suggestion* is a spell-like, mind-affecting charm ability.

Cause Ineptitude (Su): A con artist with 12 or more ranks in Bluff can use verbal and logical acrobatics to cause ineptitude and incompetence in an opponent. For every three levels the con artist attains beyond 9th, the con artist can cause ineptitude in one additional creature. To cause ineptitude, the con artist must speak and the creature must hear the con artist speak for a full round. The creature must also be within 30 feet. A creature targeted by this ability must make a Will saving throw (DC 15 + the con artist's Charisma modifier) to negate the effect. If the save fails, the target gains one negative level as long as the con artist continues to speak and for 5 rounds thereafter. This negative level is automatically removed when the effects of the ability end. Cause ineptitude is a supernatural, mind-affecting enchantment ability.

Second Attempt (Ex): Con artists are very good at recovering a failing con. At 1st level, they may retry failed Bluff, Diplomacy, or Disguise checks, and if the second attempt succeeds the first failure is ignored.

Assess Mark (Ex): Con artists are highly skilled at picking out "marks," or potential victims for their scams. Starting at 3rd level, the con artist can make a Sense Motive check and learn how good the mark's Sense Motive ability is relative to the con artist's ability to bluff. The DC for the check is equal to the mark's total from taking 10 on a Bluff check. On a successful check, compare the mark's Sense Motive total (that is, ranks in Sense Motive plus Wisdom modifier) to the con artist's Bluff total. If the mark's total is lower by 10 or more, she is very gullible. If it is lower by five to nine points, she is gullible. If it is lower by two to three points, she is slightly gullible. If the mark's total is within one point of the con artist's, the mark is average. If the mark's total is more than one point higher than the con artist's, she is a hard target. Making this assessment is a full-round action.

At 6th level, the con artist can work out what a mark wants. This takes 10 minutes of observation, but as it is an extraordinary ability the mark need not be doing anything particular in that time. This ability requires a Sense Motive check against a DC equal to the mark's result from taking 10 on a Bluff check. If it succeeds, the con artist knows what sorts of offers the mark wants to believe, and thus exactly what to say to get the -5 adjustment to her Bluff DC. The Bluff may still attract penalties for being implausible, but these will be at least partially offset. A successful result also grants a +5 circumstance bonus to Diplomacy checks, as long as the con artist can plausibly offer what the mark desires.

At 11th level, a con artist can read body language so well that she gets a +2 circumstance bonus to all Bluff, Diplomacy, and Gather Information checks. This bonus rises to +4 at 14th level, +6 at 17th, and +8 at 20th.

Special Abilities (Ex): On achieving 10th level and every three levels thereafter (13th, 16th, and 19th), a con artist gets a special ability of her choice from among the following:

Consuming Bluff: If a con artist with this ability successfully uses her Bluff skill against someone, the victim devotes his full attention to dealing with the bluff. He can be distracted from this normally, but he is flat-footed (even if he was already in combat when bluffed). If a con artist with this ability tells someone that his shoes are untied, he fiddles with his shoes until they are either tied or he has confirmed that they were tied in the first place.

Double Bluff: If someone is successfully deceived, by the con artist or anyone else, the con artist may immediately follow up with another Bluff, which she links to the first so that the mark feels that he must believe this if he believes the other. This grants the con artist a +10 circumstance bonus to her skill check. The connection between the two deceptions need not be obvious to the players, as this ability means that the con artist can convincingly link very disparate lies.

Improved Second Attempt: The con artist may roll twice whenever she uses Bluff, Diplomacy, or Disguise and take the better result.

Insight into Deceit: If the con artist is deceived

TABLE 3-2: THE CON ARTIST

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+0	+2	Deceptive performance, second attempt
2	+1	+0	+0	+3	
3	+2	+1	+1	+3	Assess mark (gullibility)
4	+3	+1	+1	+4	
5	+3	+1	+1	+4	
6	+4	+2	+2	+5	Assess mark (desires)
7	+5	+2	+2	+5	
8	+6/+1	+2	+2	+6	
9	+6/+1	+3	+3	+6	
10	+7/+2	+3	+3	+7	Special ability
11	+8/+3	+3	+3	+7	Assess mark (+2 circumstance bonus)
12	+9/+4	+4	+4	+8	
13	+9/+4	+4	+4	+8	Special ability
14	+10/+5	+4	+4	+9	Assess mark (+4 circumstance bonus)
15	+11/+6/+1	+5	+5	+9	
16	+12/+7/+2	+5	+5	+10	Special ability
17	+12/+7/+2	+5	+5	+10	Assess mark (+6 circumstance bonus)
18	+13/+8/+3	+6	+6	+11	
19	+14/+9/+4	+6	+6	+11	Special ability
20	+15/+10/+5	+6	+6	+12	Assess mark (+8 circumstance bonus)

in any way, she may make an immediate Will save to see through the deceit. The DC for the save is either the save DC for the deceiving spell or power, or the total roll for the deceiving skill check.

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

Slippery Mind: This ability represents the con artist's ability to wriggle free from magical effects that would otherwise control or compel her. If a con artist with a slippery mind is affected by an enchantment and fails her saving throw, one round later she can attempt her saving throw again. She only gets this one extra chance to succeed at her saving throw.

Feat: A con artist may take a feat instead of a special ability.

DELVER

Delvers are scholarly researchers and adventurous explorers. They pore over musty manuscripts, tracking down legends of mysterious locations and fabulous treasures, then they venture out to find them. This pursuit requires a particular combination of mental and physical prowess, coupled with a wide range of knowledge and skills. Knowing where to find something is not the same as getting there, and delvers train themselves for both tasks. Their skill with piecing together scraps of story, history, and legend gives them information about the challenges that face them, and their physical prowess and diverse skills gives them the ability to overcome those challenges. Armed with a strong knowledge of their quarry and their trusty notebooks, delvers brave dangerous sites to gain the treasures hidden there.

Adventures: Delvers generate many of their own adventures, finding clues to lost caches of money or artifacts, and then going out to find them. They can be invaluable in any explorations, often having detailed knowledge of a given location gleaned through their researches, and sometimes remembering

a snippet or two of legend that gives important clues to specific puzzles. Many delvers are attached to centers of learning, such as colleges and cartography guilds, and some are employed directly by governments for their research and investigation skills. No matter what their affiliation, they spend a fair bit of time seeking out the sites revealed to them by their research, and a like amount of time in libraries expanding their notebooks.

Alignment: Delvers may be of any alignment. Lawful delvers tend to be careful, methodical, thorough researchers, who like to be certain of their facts before entering a dangerous situation. Their notebooks are neat, divided into sections by subject matter and extensively cross-referenced. Chaotic delvers prefer to trust to their natural proclivities and abilities to get them out of any trouble and are prone to rush into exploration with less research. Their notebooks tend to be a mass of collected data, marked by dog-eared pages and bookmarks made from pieces of other books, rags, string, and twigs. Delvers of good alignment tend to seek out their information and objectives through a love of pure research and exploration, with the intent of sharing their knowledge and discoveries with others. Evil delvers covet the secrets of the past for themselves and strive to keep the treasures they unearth, increasing their personal power at the expense of others.

Religion: Gods of secrets, knowledge, travel, and exploration hold a great appeal for delvers. Indeed, some churches of these faiths support contingents of delvers to unearth hidden secrets and increase the knowledge of the world. They hold a special place in the hierarchy of such temples, standing between the clergy and the laity, respected by both for the direct and practical services they perform for their gods.

Background: Most delvers come to their profession through one of two paths. Some begin as scholars, studying history and legends, until their curiosity and love of adventure drives them to begin doing their own exploration. The skills they develop in the field, built around the strong academic background, help them uncover more information about the sites they visit and bring them back safely to their libraries. Other delvers start along the same path as rogues but come to see the advantages of studying their targets and the profitability of

taking long-forgotten treasures from places where they will not be missed. They build their academic skills to augment their more stealthy abilities, rather than vice-versa.

Within the small community of delvers, there is usually a strong rivalry for bragging rights. Delvers attached to institutes of higher learning often compete fiercely among themselves for funding and recognition but are more than ready to band together to oppose delvers from other establishments. There are exceptions to this general rivalry: Some of the greatest (and most profitable) finds have been made by pairs or small teams of delvers, each concentrating on a single area of endeavor.

Races: Human and gnome scholars often find themselves drawn to the adventurous excursions of the delver, seeking to spice up the dry academia with a little excitement. Elves often follow the opposite route, as their love of learning leads their more unprincipled fellows to researching targets of larceny and potential profit. Half-elves are drawn by the same lures as both halves of their heritage, and dwarves find the skills and abilities of the delver to be ideal in seeking out lost halls, mines, and other remnants of the older dwarven empires. Halflings are perhaps the most common delvers, their consuming curiosity and love of adventure combining to make this path ideal for them. Half-orcs and other humanoid races tend to lack the scholarly bent that is so important to delvers.

Other Classes: Delvers are far happier working with other classes than with other delvers—they don't need to share the credit and bragging rights with a rival. They find the specialist abilities of other classes tremendously useful in their expeditions, though they tend to forget themselves and try to take charge whenever they get excited about exploring a new site, treating their companions the same way they treat their tools. They especially value spellcasters of all types for dealing with magical protections and puzzles and are quick to shelter behind fighters when combat occurs. They still view themselves as self-sufficient, as they can manage to fight should they need to and they can often find a way through protective magics. They tend to view rogues as unschooled ruffians, although they can appreciate skill when they see it.

GAME RULE INFORMATION

Delvers have the following game statistics.

Abilities: Dexterity and Intelligence are of primary importance to delvers, who rely on their knowledge as much as on their quickness to evade danger. Wisdom is helpful both because of its positive effect on skills and the increase in Will saves. Charisma is also beneficial for when delvers need to take charge of a situation or persuade their institution to finance their latest expedition.

Alignment: Any.

Hit Die: d6.

Starting Gold: 4d4 x 10 gp.

CLASS SKILLS

The delver's class skills (and the key ability for each skill) are Alchemy (Int), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intuit Direction (Wis), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Speak Language (none), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha, exclusive skill), and Use Rope (Dex).

Skill Points at 1st Level: (8 + Int modifier) x 4.

Skill Points at Each Additional Level: 8 + Int modifier.

CLASS FEATURES

All of the following are class features of the delver.

Weapon and Armor Proficiency: Delvers get a little training in combat as a precautionary measure. They are proficient in all simple weapons and may choose proficiency in one martial or exotic weapon of their choice. They are proficient in light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also,

Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Delver Notebook: Delvers are scholars as well as adventurers. They spend a great deal of time in their formative years haunting libraries, colleges, museums, and listening to old tales. Everything of interest gets recorded in their personal notebook for future reference, filling a number of pages each level equal to their Intelligence modifier x 5. This gives them a solid base of knowledge that they can then draw on in the field, though the knowledge is focused on the history, tales, and legends related to mysterious sites, lost civilizations, monsters and creatures, heroes and villains, and items of special significance. When faced with a question concerning these matters, the delver may make a special delver notebook check with a bonus equal to his level + his Intelligence modifier to see whether he has recorded some relevant, useful information pertaining to the question. This is a full round action. The delver may take 10 on this check if he has an hour to peruse his notebook and may take 20 if he has access to an entire library and a full day to check his notes against other sources of information. The DM determines the Difficulty Class of the check by referring to the table below.

Without access to his notebook, a delver may still make a check to remember a piece of information as a free action in a round. He may only add his Intelligence bonus to this roll.

When they have the opportunity, delvers often take time in a library to research forthcoming expeditions. This can yield detailed information about the site that the delver can then add to his notebook, referring to it at need. In game terms, the delver spends a week in a library with his notebook and takes 20 on his delver notebook check. This yields one specific piece of information that the delver was researching. This information can be recorded by the player and referred to during play with no penalty or roll required, but referring to the notebook for the information is still a full-round action.

A typical delver notebook is a leather-bound volume with 100 heavy parchment pages and quickly fills up with notes, copied passages from books, sketches, maps, and reproductions. Many notebooks have metal corner caps, clasps and locks, and other rein-

DC	Type of Knowledge	Examples
10	Common, easy to find, very general	Which people built a given site; the powers of a historically significant magical artifact; the answer to a famous riddle from legend; the mythical guardian of a legendary temple
20	Uncommon, known only to serious students, recorded in scholarly tomes, moderately specific	Which specific person built a given site; the powers of a common major magic item; the solution to a common complex puzzle; the types of traps favored by the constructors of a site
25	Obscure, known only to experts, recorded only in rare tomes or personal journals, quite specific	General layout of a specific site; the powers of a common medium item; the solution to a difficult and rare puzzle; the use and location of secret doors in a given site
30	Extremely obscure, known only to a few experts, recorded in ancient and forgotten tomes and journals, exacting	Blueprints or maps of a specific site; the powers of a common minor magic item; the secret password to a treasure vault; the specific security surrounding a treasure vault; the recognition signals needed to bypass a mystic guardian; details of a specific trap in a site (trigger mechanism, type of poison, etc.).

forcements or protections to help ward off mishap and deliberate damage.

If a delver loses his notebook, he must attempt to rebuild it. This is a long, painstaking process and requires a good, comprehensive library. The delver must make an Intelligence check (DC 15) each day to make progress, and each successful check allows the delver to track down and transcribe a number of pages equal to his Intelligence modifier.

Traps: Delvers, like rogues, can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Finding a non-magical trap has a DC of at least 20, higher if it is well hidden. Finding a magic trap has a DC of 25 + the level of the spell used to create it.

Delvers can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the spell used to create it.

A delver who beats a trap's DC by 10 or more with a Disable Device check can generally study a trap, figure out how it works, and bypass it (with his party) without disarming it.

Evasion (Ex): At 2nd level, a delver gains evasion. If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage (such as a *fire-*

ball), he takes no damage with a successful saving throw. Evasion can only be used if the delver is wearing light armor or no armor. It is an extraordinary ability.

Uncanny Dodge (Ex): At 3rd level and above, a delver retains his Dexterity bonus to AC (if any) if caught flat-footed or struck by an invisible attacker.

At 6th level, the delver can no longer be flanked. A rogue at least four levels higher can still flank the delver.

At 11th level, the delver gains a +1 bonus to Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks by traps. At 14th level, these bonuses rise to +2. At 17th, they rise to +3, and at 20th they rise to +4.

Bonus Feat: At 7th level, the delver gains a bonus feat. Every three levels thereafter (10th, 13th, 16th, and 19th), he gains another. These bonus feats must be drawn from the following list: Alertness, Combat Reflexes, Dodge (Mobility, Spring Attack), Expertise (Improved Disarm, Improved Trip, Whirlwind Attack), Improved Initiative, Iron Will, Lightning Reflexes, Quick Draw, Run, Skill Focus (class skill only), Weapon Finesse, Weapon Focus.

TABLE 3-3: THE DELVER

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+0	Delver notebook, traps
2	+1	+0	+3	+0	Evasion
3	+2	+1	+3	+1	Uncanny dodge (Dex bonus to AC)
4	+3	+1	+4	+1	
5	+3	+1	+4	+1	
6	+4	+2	+5	+2	Uncanny dodge (Can't be flanked)
7	+5	+2	+5	+2	Bonus feat
8	+6/+1	+2	+6	+2	
9	+6/+1	+3	+6	+3	
10	+7/+2	+3	+7	+3	Bonus feat
11	+8/+3	+3	+7	+3	Uncanny dodge (+1 against traps)
12	+9/+4	+4	+8	+4	
13	+9/+4	+4	+8	+4	Bonus feat
14	+10/+5	+4	+9	+4	Uncanny dodge (+2 against traps)
15	+11/+6/+1	+5	+9	+5	
16	+12/+7/+2	+5	+10	+5	Bonus feat
17	+12/+7/+2	+5	+10	+5	Uncanny dodge (+3 against traps)
18	+13/+8/+3	+6	+11	+6	
19	+14/+9/+4	+6	+11	+6	Bonus feat
20	+15/+10/+5	+6	+12	+6	Uncanny dodge (+4 against traps)

PSYCHIC THIEF

A few individuals are able to tap the mind's psionic potential and manifest remarkable powers. Some of these individuals bend their psychic potential toward stealth, deception, and thievery. Like the psychic warrior, the psychic thief strives to develop both the mind and the body, but his bent is not toward things martial. Instead, his will is focused on mastery of those skills archetypal of the rogue: disabling traps, opening locks, moving silently and unseen, and pilfering people's pockets.

Adventures: Psychic thieves adventure because such a life is the crucible in which their skills are refined by the fires of challenge and danger. Along the way, while meeting and beating these challenges, the psychic thief grows in psionic power and thievery skill. That he also increases his personal wealth is, of course, a welcome consequence of his path toward perfection. Most psychic thieves are too independent to work for anyone other than themselves, at least for too long. A few psychic thieves, however, can be found in at least the semi-permanent employ of some noble, warlord, or other master.

Characteristics: A psychic thief is most noteworthy for his ability to augment his roguish abilities with psionic powers and psionic feats. Although a psychic thief is not as skilled as a rogue and lacks some of the rogue's class features (or has those class features to a lesser degree at a comparable level), a clever psychic thief's psionic powers can be used to level the playing field between the two classes. A psychic thief's psionic powers have little direct offensive or defensive value. Instead they focus more on movement, deception, and gathering information.

Alignment: Psychic thieves lean heavily toward chaotic alignments, but there are no alignment restrictions for this class. Like the rogue, psychic thieves' alignments run the full spectrum from lawful good to chaotic evil, all depending on individual upbringing and philosophy.

Religion: Psychic thieves most commonly worship chaotic gods of trickery, deception, and thievery. Evil psychic thieves are often attracted to the gods of assassins. As with alignment, there are no requirements. The psychic thief's emphasis on self-reliance



often makes him a supplicant of questionable integrity.

Background: Psychic thieves most often grow up as outcasts in urban centers, occupying the lowest rungs of the social ladder. Their psionic powers often manifest during adolescence and can be difficult to control. As a result, it is not uncommon that psychic thieves have experienced persecution and abandonment. There are, however, many people who appreciate the psychic thief's gifts. These people, most unscrupulous, recruit young psychic thieves with promises of love, a sense of belonging, and an opportunity for payback for wrongs suffered. As such, many psychic thieves received their initial training in a thieves' guild or under the auspices of a mentor. In the latter case, the mentor was almost always a psychic thief as well.

Races: Psionic talent seems to be a wildcard ability as likely to manifest in any of the humanoid races. Still, there does seem to be a strong correlation between urban centers and the emergence of psychic thieves. It is theorized that the crowded, chaotic conditions found in larger communities are conducive to developing the particular powers of the psychic thief. Psychic thieves are known to exist among the mind flayers. Mind flayer psychic thieves are almost always dangerous outcasts.

Other Classes: Psychic thieves tend to view other classes in strictly utilitarian terms. For example, a fighter is a good companion because he is a fighter, not because the psychic thief feels the need for companionship. Given the difficult childhoods faced by most psychic thieves, they are often slow to trust and slower to forgive. Still, a psychic thief who is treated with respect by an adventuring group may come to view his fellow adventurers as a sort of surrogate family. In these cases, the psychic thief's loyalty and devotion can be stronger than steel.

GAME RULE INFORMATION

Psychic thieves have the following game statistics.

Abilities: Dexterity, Wisdom, and Charisma are perhaps most important for a psychic thief. These three ability scores are the bases for many skills and psionic powers, especially those powers of higher levels. Dexterity also

provides much-needed defense since psychic thieves seldom wear much in the way of armor. A high Intelligence is also beneficial for additional skill points as well as for those skills based on Intelligence.

Alignment: Any.

Hit Die: d6.

Starting Gold: 4d4 x 10 gp.

CLASS SKILLS

The psychic thief's class skills (and the key ability for each) are Autohypnosis (Wis), Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher Script (Int, exclusive skill), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Profession (Wis), 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 1st Level: (6 + Int modifier) x 4.

Skill Points at Each Additional Level: 6 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: A psychic thief's weapon training focuses on weapons suitable for stealth and sneak attacks. Thus, all psychic thieves are proficient with the crossbow (hand or light), dagger (any type), dart, light mace, sap, shortbow (normal and composite), and short sword. Medium-size psychic thieves are also proficient with certain weapons that are too big for Small psychic thieves to use and conceal easily: club, heavy crossbow, heavy mace, morningstar, quarterstaff, and rapier. Psychic thieves are proficient with light armor but not with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket,

and Tumble. Also, Swim checks suffer a -1 penalty for every 5 pounds of armor, equipment, or loot carried.

Sneak Attack: Any time the psychic thief's target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the psychic thief flanks the target, the psychic thief's attack deals extra damage. Should the psychic thief score a critical hit with a sneak attack, this extra damage is not multiplied. Ranged attacks can only count as sneak attacks if the target is within 30 feet. The psychic thief can't strike with deadly accuracy from beyond that range. With a sap (blackjack) or an unarmed strike, the psychic thief can make a sneak attack that deals subdual damage instead of normal damage. The psychic thief cannot use a weapon that deals normal damage to deal subdual damage in a sneak attack, not even with the usual -4 penalty. A psychic thief can only sneak attack a living creature with a discernible anatomy. Any creature that is immune to critical hits is also not vulnerable to sneak attacks. 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 a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

Evasion: At 2nd level, a psychic thief gains evasion. If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, the psychic thief takes no damage with a successful saving throw. Evasion can only be used if the psychic thief is wearing light armor or no armor. Evasion is an extraordinary ability.

Uncanny Dodge: At 3rd level and above, she retains her Dexterity bonus to AC (if any) if caught flat-footed or struck by an invisible attacker. At 8th level, the psychic thief can no longer be flanked. Another psychic thief at least four levels higher can still flank. At 13th level, the psychic thief gains a +1 bonus to Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks by traps. At 16th level, these bonuses rise to +2. At 19th, they rise to +3.

Traps: At 6th level, a psychic thief can use the Search skill to locate traps when the task has a Difficulty Class higher than

TABLE 3-4: THE PSYCHIC THIEF

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+0	Sneak attack +1d6, two psionic combat modes
2	+1	+0	+3	+0	Evasion
3	+2	+1	+3	+1	Uncanny dodge (Dex bonus to AC), psionic combat mode
4	+3	+1	+4	+1	
5	+3	+1	+4	+1	Sneak attack +2d6
6	+4	+2	+5	+2	Traps
7	+5	+2	+5	+2	Psionic combat mode
8	+6/+1	+2	+6	+2	Uncanny dodge (can't be flanked)
9	+6/+1	+3	+6	+3	Psionic combat mode
10	+7/+2	+3	+7	+3	Sneak attack +3d6, psionic combat mode
11	+8/+3	+3	+7	+3	
12	+9/+4	+4	+8	+4	Special ability, psionic combat mode
13	+9/+4	+4	+8	+4	Uncanny dodge (+1 against traps), psionic combat mode
14	+10/+5	+4	+9	+4	
15	+11/+6/+1	+5	+9	+5	Sneak attack +4d6, special ability, psionic combat mode
16	+12/+7/+2	+5	+10	+5	Uncanny dodge (+2 against traps), psionic combat mode
17	+12/+7/+2	+5	+10	+5	
18	+13/+8/+3	+6	+11	+6	Special ability
19	+14/+9/+4	+6	+11	+6	Uncanny dodge (+3 against traps)
20	+15/+10/+5	+6	+12	+6	Sneak attack +5d6

20. He can also find psionic traps. Psionic traps follow exactly the same rules as magic traps.

Special Ability: At 12th, 15th, and 18th levels, a psychic thief can select a special ability from the following list.

Defensive Roll: Once per day, when a psychic thief would be reduced to 0 hit points or less by damage in combat (from a weapon or other blow, not a spell or special ability), the psychic thief can attempt to roll with the damage. She makes a Reflex saving throw (DC = damage dealt) and, if successful, takes only half damage from the blow. The psychic thief must be aware of the attack and able to react to it in order to execute the defensive roll—if the Dexterity bonus to AC is denied, the psychic thief can't roll. Since this effect would not normally allow a character to make a Reflex save for half damage, the psychic thief's evasion ability does not apply to the defensive roll.

Opportunist: Once per round, the psychic thief can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as the psychic thief's attacks of

opportunity for that round. Even a psychic thief with the Combat Reflexes feat can't use the opportunist ability more than once per round.

Skill Mastery: The psychic thief selects a number of skills equal to 3 + Intelligence modifier. When making a skill check with one of these skills, the psychic thief may take 10 even if stress and distractions would normally prevent the psychic thief from doing so. The psychic thief may gain this special ability multiple times, selecting additional skills for it to apply to each time.

Slippery Mind: If a psychic thief with a slippery mind is affected by an enchantment and fails the saving throw, 1 round later the psychic thief can attempt the saving throw again. The psychic thief only gets this one extra chance to succeed. This is an extraordinary ability.

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

Powers: A psychic thief manifests psionic powers. A psychic thief begins play knowing two 0-level powers (talents). At each level, the psychic thief discovers one or more previously

TABLE 3-4A: THE PSYCHIC THIEF'S PSIONIC POWERS

Level	PP/Day	Powers Discovered						
		0	1	2	3	4	5	6
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	—	—
11	40	3	3	3	3	1	—	—
12	47	3	3	3	3	2	—	—
13	56	3	3	3	3	2	1	—
14	65	3	3	3	3	3	1	—
15	75	3	3	3	3	3	2	—
16	85	3	3	3	3	3	2	1
17	96	3	3	3	3	3	3	1
18	107	3	3	3	3	3	3	2
19	118	3	4	3	3	3	3	2
20	129	3	4	3	3	3	3	3

latent powers, as indicated on Table 3-4A: The Psychic Thief's Psionic Powers. These powers are chosen from the psychic thief power list.

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. The 1d20 roll is made by the attacking character when the power is manifested. Certain powers can be enhanced as they are manifested at the cost of additional power points. Note: A psychic thief may choose to discover a lower-level power in place of a higher-level power normally granted by level advancement, just as psions can.

Power Points: A psychic thief can manifest a certain number of 1st-level and higher powers per day based on her available power points. Psychic thieves do not gain bonus power points for exceptional ability scores, and so at 1st level have only 2 power points. 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 level +2. After exhausting his daily allotment, the psychic warrior must pay 1 power point per manifestation of a 0-level power for the rest of the day.

Psionic Combat Modes: At 1st level, a psychic thief can choose to learn two of the 10 psionic combat modes. At succeeding levels, he can learn one additional psionic combat mode according to the above table.

PSYCHIC THIEF POWERS

0—level (talents): *bolt* (Int), *burst* (Dex), *cat-fall* (Dex), *control shadow* (Con), *daze* (Cha), *detect psionics* (Wis), *distract* (Cha), *elfsight* (Str), *far hand* (Con), *float* (Dex), *know direction* (Wis), *talons* (Str), *valor* (Str), *verve* (Str)

1st—level: *call weaponry* (Dex), *compression* (Str), *conceal thoughts* (Cha), *expanded vision* (Wis), *feather fall*, *feel light* (Str), *feel sound* (Str), *hear light* (Str), *hustle* (Str), *know location* (Wis), *lesser mindlink* (Cha), *object reading* (Wis), *spider climb* (Dex)

2nd—level: *body equilibrium* (Str), *chameleon* (Str), *darkvision* (Wis), *invisibility* (Con), *knock* (Dex), *levitate* (Dex), *sensitivity to psychic impressions* (Wis), *slipping the ranks** (Dex), *sudden minor creation* (Int), *vigilance* (Wis)

3rd—level: *blink** (Dex), *danger sense* (Wis), *dimension slide* (Dex), *displacement* (Str), *false sensory input* (Cha), *nondetection* (Wis), *poison sense* (Wis), *ubiquitous vision* (Wis)

4th—level: *amplified invisibility* (Con), *dimension door* (Dex), *fate of one* (Wis), *freedom of movement* (Dex), *mindwipe* (Cha), *steadfast perception* (Wis), *tailor memory* (Cha)

5th—level: *adapt body* (Str), *clairtangency* (Con), *mind probe* (Cha), *seeming** (Cha), *sending* (Dex), *sense psionics* (Cha), *teleport* (Dex)

6th—level: *aura alteration* (Cha), *ethereal jaunt* (Dex), *mislead** (Cha), *retrieve* (Dex), *suspend life* (Str), *true seeing* (Wis), *veil** (Cha)

BLINK

Psychoportation (Dex)

Level: Psychic Thief 3

Display: Vi

Manifestation Time: 1 action

Range: Personal

Target: The character

Duration: 1 round/level (D)

Power Points: 5

The blink effect rapidly cycles the character in and out of the ethereal plane. Blinking has several effects:

Physical attacks suffer a 50% miss chance, and the Blind-Fight feat doesn't help (since the blinker is ethereal and not merely invisible). If the attack is capable of striking ethereal or incorporeal creatures, the miss chance is only 20% (for one-half concealment). If the attacker can see invisible creatures, the miss chance is also only 20%. If the attacker can both see and strike ethereal creatures, he suffers no penalty. Likewise, the character's own attacks suffer a 20% miss chance, since the character sometimes goes ethereal just as the character is about to strike.

Individually targeted spells have a 50% chance to fail against the character while blinking unless the character's attacker can target invisible, ethereal creatures. Likewise, the character's own spells have a 20% chance to activate just as the character goes ethereal, in which case they typically do not affect the Material Plane.

While blinking, the character takes only half damage from area attacks (or full damage from those that extend onto the ethereal plane). The character strikes as an invisible creature (+2 attack), denying the character's target any Dexterity bonus to AC. The character suffers only half damage from falling, since the character falls only while the character is material.

While blinking, the character can step through (but not see through) solid objects. For each 5 feet of solid material the character walks through, there's a 50% chance that the character becomes material, with regrettable consequences (see below). The character can move only at three-quarters speed: Movement on the ethereal plane is at half speed, and the character spends about half the character's time there and half the character's time material.

Since the character spends about half the character's time on the ethereal plane, the character can see and even attack ethereal creatures. The character interacts with ethereal creatures roughly the same way the character interacts with material ones. For instance, the character's spells against ethereal creatures are 20% likely to activate just as the character goes material and be lost.

An ethereal creature who becomes material while in a material object is shunted off to the nearest open space and takes 1d6 points of damage per 5 feet so traveled.

MISLEAD

Telepathy (Cha) [Mind-Affecting]

Level: Psychic Thief 6

Display: Ma

Manifestation Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels)

Target/Effect: The character/one illusory double

Duration: 1 round/level (D)

Saving Throw: Will partial

Power Resistance: No

Power Points: 18

An illusory double of the character appears, and at the same time, the character becomes invisible (as *amplified invisibility*). The character is then free to go elsewhere while the character's double moves away. The double appears within range but thereafter moves according to the character's intent at the time of casting. The character can make the double appear superimposed perfectly over the character's own body so that observers don't notice an image appearing and the character turning invisible. The character and the double can then move in different directions. The double moves at the character's speed. The double cannot attack or manifest powers, but it can pretend to do so. Those who make their Will save know that the double is a fake, but they cannot see through the amplified invisibility.

SEEMING

Telepathy (Cha) [Mind-Affecting]
Level: Psychic Thief 5
Display: Me
Manifestation Time: 1 action
Range: Close (25 ft. + 5 ft./2 levels)
Targets: One person/two levels, no two of which can be more than 30 ft. apart
Duration: 12 hours
Saving Throw: Will negates (harmless)
Power Resistance: Yes (harmless)
Power Points: 9

The character changes the appearance of one person for every two levels. Those affected can seem 1 foot shorter or taller, thin, fat, or in between. The character cannot change the body type. For example, a human could look human, humanoid, or like any other generally human-shaped bipedal creature. Otherwise, the extent of the apparent change is up to the character. The character could add or obscure a minor feature, such as a mole or a beard, or look like an entirely different person. The power does not provide the abilities or mannerisms of the chosen form. It does not alter the perceived tactile (touch) or audible (sound) properties of those affected or their equipment. A battleaxe made to look like a dagger still functions as a battleaxe. If the character uses this spell to create disguises, the character gets a +10 bonus on the Disguise check. Affected creatures resume their normal appearances if slain.

Unwilling targets can negate the spell's effect on them by making Will saves or with PR.

SLIPPING THE RANKS

Psychoportation (Dex) [Teleportation]
Level: Psychic Thief 2
Display: Vi
Manifestation Time: 1 action
Range: Personal
Target: The character
Duration: 1 round/level
Power Points: 3

The character can perform a 10-foot teleportation in place of a 5-foot step. Moving in this manner does not provoke an attack of opportunity and is subject to all the normal rules governing a 5-foot step. If the area the character arrives in is occupied by a solid object, he becomes trapped in the astral plane. Returning from the astral plane can be accomplished in the same manner as described under *dimension door*.

VEIL

Telepathy (Cha) [Mind-Affecting]
Level: Psychic Thief 6
Display: Me
Manifestation Time: 1 action
Range: Long (400 ft. + 40 ft./level)
Targets: One or more creatures, no two of which can be more than 30 ft. apart
Duration: Concentration + 1 hour/level (D)
Saving Throw: Will negates (see text)
Power Resistance: Yes (see text)
Power Points: 11

The character instantly changes the appearance of the subjects and then maintains that appearance for the power's duration. The character can make the subjects appear to be anything the character wishes. A party might be made to resemble a mixed band of brownies, pixies, and faeries led by a treant. The subjects look, feel, and smell just like the creatures the spell makes them resemble. Affected creatures resume their normal appearances if slain. The character must succeed at a Disguise check to duplicate the appearance of a specific individual. This spell gives the character a +10 bonus on the check. Unwilling targets can negate the spell's effect on them by making Will saves or with PR. Those who interact with the subjects can attempt Will saves to see through the veil, but PR doesn't help.

CHAPTER FOUR

THE ROGUE'S TOOLS

NEW EQUIPMENT

This section presents new equipment of particular interest to rogue characters. Availability of these items will be restricted to specialty vendors, thieves' guilds, or other individuals who specialize in illegal items or highly questionable clientele. As such, any items that need to be custom made or that are highly sensitive may be raised in price as much as 150%, if the DM feels it is appropriate to his campaign. The names and game statistics of entries in this section are designated as **Open Game Content**.

Burglar's Bane: This powder is a favorite of investigators and others charged with upholding the crown's laws. Alchemical in nature, this ultra-fine powder is tasteless, odorless, and translucent, making it nearly invisible to an untrained observer. It is typically dusted upon papers, art objects, jewels, or other valuables that are feared to be the targets of intruders. The reason for this is that the powder provides a harmless but invaluable service to the property's rightful owners.

The powder's useful properties begin with its unique composition, but do not stop there. With the addition of water, the powder bonds to the surface on which it lies, resulting in a bright, rosy glow that will not come off (much to the horror of many a thief caught red-handed). The more water added, the brighter the glow. The powder can only be removed with the use of a companion liquid called "thief's soap," available exclusively to agents of the crown and usually only offered to the accused in exchange for their confession. This has given rise to the colloquial phrase, "come clean," meaning to confess. Without the thief's soap to remove it, the glow wears off in 3d4 days.

False Seal: A seal is a piece of metal engraved with a design representing a noble title or family, official government or church correspondence, or otherwise wealthy or important individuals. These seals are often cast into rings or set into the end of a wood block. They are used along with heated wax to place an imprint on a document in question, verifying the official signature of a person in authority. The same method is also used to seal letters, designating to whom this correspondence belongs. In parts of the world where this custom is observed, a false or forged seal is a necessity for anyone who indulges in a bit of forgery (or who has a

desperate need to read the Count's correspondence without being noticed).

A false seal can only be obtained from a skilled gold or silversmith or from a thieves' guild with the appropriate connections. Anyone trying to create a seal using the Craft skill must treat the project as a masterwork item. A well-forged seal gives a -4 penalty to anyone attempting to detect the forged document on which it was used. It should be noted, however, that being caught with a false official or noble seal is typically considered a capital offence.

Gossamer Line: This thin gray silken cord is unnaturally tough, made from alchemically created putty that is then stretched into strands and woven together to form a cord. The result is light, thin, and nearly impossible to see against any background, night or day. At the same time, it can support the same weight as a hemp rope at a fraction of the size. It is recommended that gloves be used with this rope, as rapid descent down such a thin line can cut unprotected skin.

Gossamer line has 6 hp and can be burst on a successful Strength check (DC 24). It incurs a $+4$ increase to the Difficulty Class on Spot checks for noticing the rope.

Hanging Man's Harness: This full-body harness is designed for those who need to get into a tight space and yet have every available limb free. It is made from leather straps and metal rings and can be configured to allow for upside down descent or horizontal work. It is not quick to get in or out of, nor was it designed for everyday wear, but for hands-free ability when you dangle from the ceiling, it can't be beat.

The harness gives an armor bonus of $+0$ but incurs a -1 armor check penalty if worn while on the ground.

Listening Cup: Sometimes called the "eavesdropper's friend," this collapsible metal cup gives rogues a sorely needed advantage when it comes to obtaining valuable information. The cup itself is small and cunningly made, roughly two inches wide at the thick base and three and a half wide at the top. It is four inches tall but collapses down like a small spyglass to a one-inch-tall spiral. The instructions for its use are simple: merely place the top of the cup firmly on the wall or door to the room you want

to listen in on, then place your ear to the base of the cup. Conversation-level sounds that were once muffled become far clearer, allowing for evildoers to be caught red-handed. Best of all, the collapsible size of the cup means that getting rid of an awkward prop ("Who was that man, and why did he have a cup?") is as simple as twist and drop. Using the cup when attempting to listen through a door or wall reduces the DC penalty by 3. For example, the $+5$ DC penalty to listen to a conversation through a door is reduced to a $+2$ DC penalty.

Lock Powder: Available from many alchemists, this fine black powder looks innocent enough at first glance, like fine coal dust, though with an unusually silken feel in the hand. That odd feel is the first hint of its special properties and the reason for its favored status among stealthy rogues. Lock powder is a dry powder with the amazing ability to act exactly like oil when it comes to fixing squeaky hinges or freeing rusty locks. Its dark color and powdery consistency, however, can hide the traces of an industrious rogue from even the most eagle-eyed guard, with no telltale shine of a newly oiled padlock to spoil the evening's fun. In addition, should the cap on the powder flask ever loosen, a good dusting is all the other occupants of the pouch will need—a blessing for anyone who's ever lost a document or garment to an oil spill. Lock powder grants a $+2$ circumstance bonus to Open Lock and Disable Device checks, as well as a $+2$ circumstance bonus to Move Silently checks when inside buildings. A single jar is sufficient for 10 applications.

Thief's Perfume: This viscous liquid alchemical concoction is typically sold in small, tightly stoppered opaque glass or metal vials. Each vial contains a thin metal wand attached to the stopper, designed to allow precise application of the liquid without actually coming in contact with it—a fortunate thing, given the strong burnt-tar and sulfur smell of the substance within.

The purpose of thief's perfume is to cover a person's scent and throw any who might try to track that scent off the trail. While the smells left behind by an individual are typically too faint for humans to notice, any trainable animal with a keen nose can pick up the traces of a person's passing and be taught to follow them. Some races with enhanced senses



are also able to track scents, especially with magical aid. See Chapter 3: Running the Game in the DMG for more information on tracking by scent.

Thief's perfume is a particularly strong, foul-smelling solution that completely overwhelms sensitive noses, rendering them unable to track by scent. With a few drops placed discreetly at the threshold of a room, dogs or other scent-tracking animals who encounter the substance will be unwilling to enter the affected room and unable to track by scent for 1d6 hours afterward. Each three-drop dose lasts 30 minutes from the time it is applied. Care must be taken with the vial, however: Should the contents be spilled or the vial be broken, anything coming in contact with the contents will reek for days until the smell wears off. Each vial contains 12 doses.

Trace Paper: This alchemically treated paper looks and feels normal, though the accompanying faint scent of acid is a dead giveaway to those who are familiar with it. Trace paper comes in bundles of 10 sheets, each carefully wrapped in an oiled vellum envelope. When removed from the envelope and placed on top of a written document, the trace paper

reacts with the ink on the page and creates a copy of the document below it, the words burning into the trace paper while leaving the original untouched. This process takes 3 combat rounds to complete, and each sheet of trace paper can only be used once.

NEW WEAPONS

This section presents two new weapons of particular interest to rogue characters. The names and game statistics of these weapons are designated as **Open Game Content**.

Braid Blade: Braid blades are small, dagger-like blades that can be woven into a character's hair or beard. If the character's hair is at least three feet in length, the blade can be used to attack a foe within 5 ft. This blade can be used in combination with another weapon and acts in all respects like a light, off-hand weapon for purposes of attack penalties and other issues. A character could carry a weapon or shield in his off hand, but he cannot gain benefits from them in any round in which he uses the braid blade as an off-hand weapon.

Although braid blades are melee weapons, characters gain no Strength bonus to attack or damage rolls when using them. Instead, a character applies his Dexterity bonus to all attack rolls with braid blades. In addition, because of the unusual and surprising nature of this weapon, creatures lose their Dexterity bonus to AC when attacked by a braid blade for the first time. This applies only to a single attack, and the creature regains its Dexterity bonus on subsequent attacks whether or not the initial attack is successful. This does not affect attacks with other weapons, even those made in the same round.

Blow Tube: A blow tube is a hollow wooden tube reinforced with metal rings. It is about one inch in diameter at the business end and tapers down to about a quarter-inch at the mouthpiece. Powdered poison can be packed in light paper or plant fiber packets and then inserted into the tube. A sharp exhalation into the mouthpiece launches the poison packet toward a single target. A successful ranged touch attack hits the target and bursts the poison

NEW EQUIPMENT

Item	Cost	Weight
Burglar's bane	10 gp	—
False seal	75 gp	—
Gossamer line (25 ft.)	25 gp	1 1/2 lb.
Hanging man's harness	35 gp	5 lb.
Listening cup	5 gp	—
Lock powder	25 gp	1/2 lb.
Thief's perfume	50 gp	—
Trace paper (10 sheets)	40 gp	—

NEW WEAPONS

EXOTIC WEAPONS · RANGED

Weapon	Cost	Damage	Critical	Range Increment	Weight	Type
<i>Medium-size</i>						
Blow tube	2 gp	—	—	10 ft.	1 lb.	—

EXOTIC WEAPONS · MELEE

<i>Small</i>						
Braid blade	4 gp	1d4	19–20/x2	—	1 lb.	Slashing

packet. Obviously, only inhaled or contact poisons are effective projectiles for a blow tube. A blow tube's maximum range is 20 feet. Reloading a blow tube is a full-round action that provokes attacks of opportunity.

item is transferred into an extradimensional holding space. A hand-drawn sketch of the item appears on the page (front and back), accompanied by a detailed description of the item and any known qualities or history thereof. When a page is touched and the command word spoken a second time, the item appears in the user's hand. Each item stored can be no larger than 6 cubic feet in size.

NEW MAGIC ITEMS

This section presents a number of new magic items of particular interest to rogue characters. Names and game statistics are designated as **Open Game Content**.

Book of Useful Items: This book, its ordinary appearance notwithstanding, is one of the most useful items a rogue can possess. The book itself is of an unusually portable size, only 5 inches wide and 7 inches tall, ranging from 1 to 1 1/2 inches in width. It is typically nondescript in appearance, with a brown leather cover and rough-edged pages.

Each blank page is actually a storage unit. When an item is placed on a blank page, the

The number of pages in the book varies, though naturally books that are found may have any number of their pages currently in use. There are typically three sizes of book found, and their prices are as follows:

Book Type	# of Pages	Weight	Market Price
Small	25	1 lb.	25,000 gp
Medium	35	1 1/2 lb.	35,000 gp
Large	50	2 lb.	50,000 gp

Caster Level: 13th; *Prerequisites:* Craft Wondrous Item, *secret page*, *vanish*.

Cipher Rings: Each cipher ring is a silver band inset with a row of marquis-cut semiprecious stones (garnet, amethyst, malachite, and tiger-eye are only some of the

possibilities). They are typically made in matching sets of two, though sets of three or more are not unknown. The larger the number of rings, however, the greater the risk of one falling into the wrong hands. A ring created on its own is incompatible with any others, though a ring created while wearing an already existing ciphering ring will be attuned to the existing one.

Cipher rings allow an individual to create extremely difficult codes, either as obviously encoded missives or as innocuous-looking maps, ledgers, or other common documents as described under New Skill Use, page 136. The individual creating the original document receives a +20 circumstance bonus to any existing Decipher Script skill check for the purposes of creating a coded message. Anyone not already possessing the skill can use the ring's ability, which automatically takes 10 on behalf of the user on top of the +20 bonus (giving the code a DC 30 to decipher).

Decoding a message with a linked cipher ring is automatic and requires no roll. Anyone not wearing a linked cipher ring (including those who own cipher rings not linked to the original) must make a Decipher Script check to decode the message, with the DC equal to the original check result of the code's creator.

Caster Level: 5th; *Prerequisites:* Forge Ring, *secret page;* *Market Price:* 8,000 gp per ring created.

Clanwarden's Stick: This magical club is the signature weapon of a halfling clanwarden. It is usually distinctive, resembling a walking stick with bronze, iron, or steel tips, and engraved with appropriate clan signs. The weapon's upper half is usually bored and the cavity filled with iron to give added heft when swung. A clanwarden's stick is generally available to any lodge member who can afford the weapon's market price, assuming the community has a caster able to craft the weapon. A clanwarden's stick is a +2 *club* that when wielded or carried, usually across the back, grants a +2 competence bonus to Climb, Jump, Hide, Listen, and Move Silently checks. A clanwarden's stick does not glow as a side effect of the magic imbued within it.

Caster Level: 5th; *Prerequisites:* Craft Magic Arms and Armor, creator must be a halfling;

Market Price: 8,400 gp; *Cost to Create:* 4,200 gp + 336 xp.

Dust of Distraction: This is a hard, gritty powder, almost like sand, made of black granules that sparkle in the light as though faceted. When sprinkled from the bag, the dust creates an illusion that may be used to distract guards or other observers. Each dose affects roughly a 2-ft. by 2-ft. area.

To activate the powder, simply sprinkle it on the floor or any other surface. The dust activates in three combat rounds. Once activated, the dust creates a subtle illusion roughly five feet in height, just above the dusted area, which lasts for 1 round. The illusion is subtle and indistinct, consisting mostly of dim flashes of light, muted colors, and faint scraping sounds reminiscent of weapons being drawn from sheaths. The overall effect is similar to catching a glimpse of someone attempting to remain unseen from the corner of your eye. At no time is the illusion of a person complete, but it is sufficient to distract guards and possibly lure them away from their station for a short time. If the dust is disturbed after the illusion has started (for instance, if someone walks through it), the effect is dispelled and the dust turns dull.

Caster Level: 3rd; *Prerequisites:* Craft Wondrous Item, *minor image;* *Market Price:* 300 gp per dose.

Gloves of Filching: These delicate, well-made gloves are constructed out of light black suede or lambskin. Designed to make a rogue's life easier, they are multi-function items that any pickpocket would love to have. Their first function is to grant a +10 circumstance bonus to all Pick Pocket checks undertaken while wearing the gloves. In addition, should the rogue's skill fail and his attempt be discovered, the gloves can cast *modify memory* as a touch attack once per day, allowing the rogue to cover his mistake by removing the victim's memory of the failed theft.

Caster Level: 10th; *Prerequisites:* Craft Wondrous Item, *modify memory;* *Market Price:* 18,000 gp.

Gossamer Cloak: This filmy, lacy garment looks like an extravagant half-cloak, a suitable accessory for court wear or evening dress. The real function of the cloak is hidden, however,

SOUND CATCHER

# of Minutes Contained	Special Effect	Additional Damage
100	Deafened for 1d6 rounds	1d6
200	Deafened for 2d6 rounds	2d6
300	Deafened for 1 turn	3d6
400	Deafened for 1d6 turns	4d6
500	Deafened for 24 hours	5d6

until the command word is uttered. At that point, the translucent drapes of the cloak transform into functional wings, allowing the wearer to *feather fall* as the spell.

Caster Level: 2nd; *Prerequisites:* Craft Wondrous Item, *feather fall*; *Market Price:* 3,600 gp.

Lookout Strips: These ingenious strips of dark gray paper can be a rogue's best friend when it comes to making sure you aren't surprised by an untimely interruption. These strips are made of a sturdy paper with dried glue on one side. When moistened and stuck in place across the opening of a closed door or window, they activate and fade into invisibility. When the strip is broken by the opening of the door or window (or tug of a trip line, etc.), a mental alarm is triggered in the mind of the individual who placed the strip.

Caster Level: 1st; *Prerequisites:* Craft Wondrous Item, *alarm*; *Market Price:* 50 gp per strip.

Sound Catcher: This cleverly made bottle stands roughly eight inches tall and six inches in diameter and is made of a thick opaque glass, either brown or white with swirls of red or blue through its depths. The stopper to the bottle is made of the same glass and curiously shaped, fitted to the inside of the neck so that it can be raised from the mouth of the bottle but not withdrawn. The stopper of the bottle will remain raised when opened until someone either pushes it back into place or until 10 minutes have expired, at which time it will close on its own.

The puzzle of the stopper's creation and placement, however, is not the only interesting thing about the item. When the stopper is raised, the bottle absorbs sounds into it, muting sounds in

a 15-ft. radius, similar to the effect of a *silence* spell. The effect lasts until the bottle is stopped again. It is important to note that the sounds are not erased from existence, merely trapped. Each bottle has a limited capacity for storage, a total of 500 minutes worth in all. Sounds cannot be freed except by destroying the bottle, which releases a sonic shockwave in a 20-ft.-radius spread from the point of origin (the broken bottle). Any creature within the area of the shockwave suffers the effects listed in the above table.

A successful Fortitude save (DC 17) reduces the damage by half and negates the deafening effect. Any exposed brittle or crystalline object or crystalline creature takes twice the listed damage from the attack, though a successful Fortitude save can reduce the damage to the listed amount. Creatures holding fragile objects can negate damage to them with successful Reflex saves (DC 22). A deaf character, in addition to the obvious effects, suffers a -4 penalty on initiative and a 20% chance to miscast and lose any spell with a verbal (V) component. Previously deafened characters still take damage.

Additionally, there is no accurate method by which to judge the number of storage minutes remaining. As the bottle fills with sound, it will begin vibrating for 10 rounds at the end of each use; gently at first, but more strongly the more it gets used. When it reaches the end of its 500th minute, the vibrations will become so strong as to shatter the bottle at the end of the round, causing the maximum damage as listed above to anyone within the area of effect.

Caster Level: 7th; *Prerequisites:* Craft Wondrous Item, *sculpt sound*; *Market Price:* 21,000 gp.

NEW SKILL USES

The following section presents a number of new uses for existing skills. This section is designated as **Open Game Content**.

DECIPHER SCRIPT (INT; TRAINED ONLY; BARD, ROGUE ONLY)

While Decipher Script is well known for its ability to render intelligible otherwise unfamiliar, archaic or symbolic language, it also has another natural application that is largely overlooked: cryptography. Cryptography is the study of codes and ways to break them. It has wide application in both math and linguistics, and has been used by secret societies and spies since such things first came into existence. The nature of the Decipher Script skill is the learned ability to see patterns and derive new information from them. It is therefore easy to see how it can apply to code creation and codebreaking.

In order to create a code, the rogue must make a Decipher Script check. The result is the code's Difficulty Class for someone attempting to break it. The time taken to create a code is equal to 10 minutes per page. Retries are allowed, with 10 minutes per attempt. When making a code, you can take 10 or take 20, assuming conditions allow you to do so.

In order to break a code, a rogue must make a successful Decipher Script check, with a DC equal to the result of the roll made by the code's creator (essentially making opposed Decipher Script checks). It takes one hour to decode a page of text. Retries are allowed, but at each failure the DM makes a Wisdom check (DC 5) for you to see if you avoid drawing a false conclusion about the text. (Success means that you do not draw a false conclusion; failure means that you do.) The DM should secretly make each roll, so that you can't tell if the code has been correctly broken or not.

As a note, it is possible to create a code that looks like something else: a map, a house-keeping list, a journal entry, a ledger page, a letter to your mother regarding the turnip

garden—in short, anything innocuous you care to think of. Codes such as this are very useful in that most people who read them will not realize that there is a code to be broken. They masquerade under the guise of an innocent (and typically boring) document with nothing to hide, and thus are often disregarded. These codes are actually easier to break, however, as they must be created to conform with their external appearance, limiting their complexity.

Disguising a code within another type of document applies a –5 circumstance penalty to the roll for the code's creation, thus reducing the difficulty to crack the code. Before it can be attempted, however, the individual wanting to break the code must realize that one exists. A Spot check (DC equal to the difficulty of the code) may enable the code to be found within the document in question.

If someone attempts to crack the code in documents where no code was hidden in a random attempt to find information (or if they did not succeed at a Spot check for a coded document, but wish to try anyway), the DM is free to make up whatever he or she wishes and pass it on to the player as the “result” of the code breaking. At the DM's discretion, a Wisdom check (DC 5) may be rolled on their behalf to see if they realize their efforts are worthless.

DISGUISE (CHA)

Disguise is a skill that allows you to change your appearance or that of another person, typically with the goal of making yourself unrecognizable or otherwise disguising your appearance. Disguise has another use, however: that of accentuating your appearance so as to increase your influence among others.

With judicious use of makeup and costume, Disguise can be used to accentuate your appearance, making you seem more attractive, imposing, or otherwise creating a positive effect in the minds of observers. Everyone is impacted by appearance, and the more visually attractive someone seems, the more they are noticed and the better their treatment is likely to be, in addition to increasing their own self-esteem and confidence (two other important qualifiers that determine how attracted others are to us). People are naturally attracted to those who seem more charismatic, and this use of the Disguise skill takes advantage of that.



This use of this skill can also allow you to fit in more seamlessly in a culture not your own, to make an impression on the right people, and otherwise influence NPCs in a positive manner. As this is not a disguise as such, Spot is not used in opposed rolls with the Disguise skill in this instance.

To determine how well you may have succeeded in influencing an NPC, the DM should make a Charisma check for the NPC in question to determine how charismatic they appear at that particular moment. The player then makes an opposed Disguise check, with their DC being equal to the result of the NPC's result. A success indicates that the character receives a +2 circumstance bonus to interactions with that NPC for the next encounter. Exceeding the DC by 10 results in a +4 circumstance bonus for the next week; exceeding the DC by 20 results in an extraordinary success and gives the character a +8 circumstance bonus for the next month with that NPC.

GATHER INFORMATION (CHA)

The Gather Information skill can be a rogue's best friend, keeping her one step ahead of the competition (and the law). With this skill, a

character not only knows the latest information on the street, but she also knows where to get it and how it travels. An alternative use for this skill, therefore, is taking that networking information and using it to disseminate information instead of simply receiving it. Information disbursement with the Gather Information skill has two major uses: misinformation and rumor mongering.

Misinformation is designed to let you mislead those who might be trying to gather information about you. If you wish to try to mislead or confuse your pursuers, the DM must make a Gather Information check for the individual (typically an NPC) attempting to find out about you. You must then make a Gather Information check as well (DC equal to the result of the DM's roll). If you succeed, then you are able to misdirect the inquiries about you and retain your privacy for a while. This is typically a continuing process, with a new check being required each day. As a note, you can also attempt to gain information about the party interested in you, but they can use the same tactics, leading to a sort of shadow war where each party attempts to out-think the other.

Rumor mongering is the art of spreading false information about someone with the goal of making the person's life more difficult. By disseminating unflattering information ("I heard she cheated poor Ralph out of his winnings last time"), you can make it more difficult for someone to interact favorably with other NPCs, applying penalties to their Charisma checks or other social skills. In order to spread rumors about someone, the DM must make a Charisma check for the NPC in question. You must then make a successful Gather Information check (DC equal to the result of the NPC's Charisma check). Success indicates that the target receives a -2 circumstance penalty to all socially based Charisma skill checks (Bluff, Diplomacy, Gather Information, Intimidate, and Perform) for the next week. Exceeding the DC by 20 gives the target a -4 penalty to the above-listed skill checks for a week.

USE MAGIC DEVICE (CHA; TRAINED ONLY; BARD, ROGUE ONLY)

Typically, the Use Magic Device skill is helpful in emulating qualities you don't actually possess in order to meet the requirements to use certain restricted magic items. That same talent, however, can also serve in another capacity: fooling spells.

There are a number of spells in existence whose effects are dependent on some quality of the individual who encounters them, such as *protection from chaos/evil/good/law*. These spells apply penalties (or damage) to those of a specific alignment. There might even be spells in some places that could ward an area or damage those who possess a certain quality such as race, gender, age, or other determinate attribute just as magic items sometimes do. The Use Magic Device skill, however, can allow a determined rogue to bypass such protections without penalty or damage.

To fool a spell, the rogue must first know which quality he needs to emulate (alignment, race, class, etc.), meaning that it is helpful to know what spell is being cast. The Spellcraft skill could be useful to determine this but isn't necessary to make the attempt. Using this skill takes the place of any saving throw to which you might otherwise be entitled. If the rogue emulates the wrong condition for the spell

in question, then he gains no protection and is subject to the full effect of the spell. As an example, a chaotic good rogue mistakenly emulating a neutral good alignment to get around a *protection from chaos* spell is still affected when the spell turns out to be *protection from good*.

The rogue must make a successful Use Magic Device check (DC equal to the spellcaster's primary spellcasting ability score [i.e., Charisma, Intelligence, or Wisdom] + caster level). Divination spells add a +5 to the Difficulty Class for this check. If he succeeds, he may bypass the spell without incident. If he fails, he forfeits his chance at any possible saving throw and suffers the full effect of the spell. The DM should make Spellcraft checks and emulation rolls secretly, so that the player will not know whether they have succeeded or failed.

USE ROPE (DEX)

As listed, the Use Rope skill allows you to tie knots and bind people effectively. Ropes can be used in a number of other ways, however, even in combat. To accomplish this requires an alternate use of the Use Rope skill to make and accurately throw a lasso.

A lasso is a length of rope with a small loop tied in the end, through which the rope passes. This creates a larger sliding loop at the end of the rope. With sufficient skill, the lasso is twirled over the head so that the loop stays open, then thrown toward a target. The loop settles over the top of the target and is pulled tight, effectively capturing the target or securing the rope to an immovable object. Creating a lasso requires a successful Use Rope check (DC 20).

To throw a lasso, you must make a successful ranged touch attack using your Use Rope check result in place of a normal attack roll. If the target is aware of the attack, she can make a Reflex save (DC 15) and avoid being entangled. If the target manages to avoid becoming entangled but the attack is successful, then the attacker can only control their movements within the limits of the rope by succeeding at an opposed Strength check. The lasso does no damage and cannot limit the target's movement toward the attacker (unless the target is captured by multiple lassos from flanking posi-

tions). Spellcasters who are successfully captured by a lasso must make Concentration checks (DC 15) to cast spells. A captured individual may use their arms freely, including actions such as cutting the rope (if they are armed).

If the target fails her Reflex save, then she is effectively entangled. A creature entangled by a lasso suffers a -2 penalty on attack rolls and a -4 penalty on effective Dexterity. If you succeed at an opposed Strength check, the entangled creature can only move within the limits that the rope allows. If the entangled creature attempts to cast a spell, it must succeed at a Concentration check (DC 15) or be unable to cast the spell. Spells that require somatic components cannot be cast, even after passing the Concentration check. The entangled creature can escape with an Escape Artist check (DC 20) that is a full-round action.

A lasso is only useful against creatures from size Small to Large. Parts of larger creatures or items that are of a similar size may be lassoed, but are not considered captured. A lasso may be used as a means of securing a rope to a projecting object (an outcropping of rock, the end of a beam, a small post, etc.) in order to climb more easily.

FEATS

This section provides a number of new feats of interest to rogue characters. The text of this section is designated **Open Game Content**.

INTIMIDATING SNEAK ATTACK [GENERAL]

Your fearsome ambushes strike terror into the hearts of your enemies.

Prerequisites: Sneak attack, Intimidate 5+ ranks.

Benefit: Once per round when you make a successful sneak attack, your opponent must make a Will save (DC 10 + 1/2 your character level). If the save fails, the opponent is shaken for 1 round plus your Charisma modifier and you cannot use this feat against the opponent again for the duration of the encounter. This feat can only be used against a living creature with an

Intelligence score of 3 or higher that can normally be affected by sneak attacks.

DESPERATE INTERRUPT [GENERAL]

You can act quickly to interrupt someone acting before you in a combat round.

Prerequisite: Dexterity 13+, Improved Initiative, Lightning Reflexes

Benefit: By sacrificing your next action in the combat round, you may take an immediate partial action to interrupt someone acting before you. You may only take a partial action, and may not use this feat twice in the same round.

Normal: You may only act to interrupt someone acting after you in the combat sequence if you have a held partial action.

EYE FOR OPPORTUNITY [GENERAL]

You have a natural gift for noticing details and interpreting them to your advantage.

Benefit: You gain a +2 bonus on Appraise and Read Lips checks.

FAVORED DESTINY [GENERAL]

Regardless of the odds, you seem to escape death just when it seems that your luck has run out.

Prerequisites: Lucky, Dex 13+.

Benefits: Once per week, a character with this feat can completely avoid what would otherwise be lethal damage (from any source). To do so requires a successful Reflex saving throw (DC = the standard difficulty for the spell or ability (if applicable) or the damage of the attack). A failed save negates the possibility of evading the blow through other special abilities or saving for half damage. Since this effect would not normally allow a character to make a Reflex save for half damage, the rogue's evasion ability does not apply to the favored destiny feat.



GADGETEER [GENERAL]

You possess a natural mechanical aptitude.

Prerequisites: None.

Benefit: You gain a +2 bonus on all Disable Device and Use Magic Device checks.

HAMSTRING [GENERAL]

You know how to strike with painful precision to hobble your foes.

Prerequisites: Sneak attack, base attack bonus +5 or higher.

Benefit: Once per round when you use a full-round action to make a single successful sneak attack, your opponent must make a successful Fort save (DC 10 + 1/2 your character level). If the save fails, the opponent is hobbled. The hobbled character's speed is reduced by half and he suffers a -6 penalty to effective Dexterity. This penalty does not apply for actions such as ranged combat and spellcasting that do not require lower-body movement. In addition, a hobbled character is

always considered flat-footed. A character is unaffected by this condition when flying, levitating, or otherwise moving without using his legs for support and mobility. This condition lasts until the opponent receives a successful Heal check (DC 10 + 1/2 your character level) or benefits from a spell that cures ability damage (e.g., *lesser restoration*, *restoration*, etc.). This feat can only be used against living creatures that can normally be affected by sneak attacks.

LUCKY [GENERAL]

The gods seem to have blessed you and your endeavors, regardless of how undeserving you may seem.

Benefits: You receive a +1 luck bonus on all saving throws.

MAGICAL SAVANT [GENERAL]

You have unusual insight into the nature of magic items.

Prerequisites: Gadgeteer, Cha 15+, 6 ranks in Use Magic Device.

Benefit: You can activate a magic item as per the Use Magic Device skill (Skills, PH), except that you are not required to know in advance which condition you are emulating.

MONKEYWRENCHER [GENERAL]

Your talent at using magic items not normally available to you is so advanced that you can occasionally allow others to use those items as well.

Prerequisites: Int 15+, Gadgeteer, Magical Savant, 10 ranks in Use Magic Device skill.

Benefit: On a successful Use Magic Device check (DC 30), a person with the Monkeywrencher feat can rig a magical device for a single activation by another character who would ordinarily be restricted from using it. The character using the item may not be normally disqualified from using the item by more than one restriction. For example, an elven cleric could be allowed a single activation of an item that typically works only for elven fighters but could not use an item designed specifically for dwarven fighters.

At the time of the test, the intended user of the item must be specified. Once successful, the next usage of the item in question must be by the intended person, though there is no time limit on when that next usage must be. Should anyone else use the item before the intended person does, the effect of this feat is nullified and must be performed again.

QUICK DEATH ATTACK [GENERAL]

You have learned to prepare quickly and strike with little warning.

Prerequisites: Death attack, base attack bonus +8 or higher.

Benefit: You can make a death attack after studying your opponent for only two rounds.

Normal: You must normally study your foe for three rounds before attempting a death attack.

STEALTH MASTERY [GENERAL]

You have refined both your innate awareness of your surroundings and your skill with the arts of stealth to the point that others find it difficult to spot you, unless you wish them to do so.

Prerequisites: Rogue levels 5+, Move Silently skill, Hide skill.

Benefit: A rogue character who has the Move Silently or Hide skills has reached the point where their use is second nature. Unless the rogue chooses to make it simple for others to find her, all characters wishing to detect the rogue receive a -2 penalty to their Spot or Listen checks. This penalty is cumulative with any other penalties and applies whether or not the rogue is consciously using her skills.

STUDENT OF FORTUNE [GENERAL]

You have studied the realms of probability and fate enough to gain some small insight into their ways.

Prerequisites: Wis 13+, Int 13+.

Benefit: You have become the king of educated guesses, and can correctly surmise the like-



ly outcome of a situation the majority of the time. You gain a +4 bonus to any rolls to determine surprise in a combat situation. In addition, when you set up an ambush against an enemy ahead of time, your opponents receive a -4 penalty on ability or skill checks to determine surprise.

UNEXPECTED ATTACK [GENERAL]

When the flow of a battle provides unexpected openings in your opponent's defenses, you know how to make your attacks count.

Prerequisites: Combat Reflexes, base attack bonus +5 or higher.

Benefit: Your opponents lose their Dexterity bonus to Armor Class when you make attacks of opportunity.

CHAPTER FIVE

SCHOOLS &
ORGANIZATIONSSHADOW
SCHOOLS

This section lists several specialized schools, paths, and traditions that rogue characters can take advantage of to develop their skills and abilities. The game rules and mechanics describing each lesson are designated as **Open Game Content**. Background information and flavor text is designated as closed content.

Since the civilized races first learned to engage in trade, there have been those who seek to profit from the hard work of others. Burglars, flimflam men, and pickpockets invariably arise in any area where money changes hands. While those who practice these talents rarely seek any formal training, there exist experts of such exceeding ability and talent that eager young rogues seek them out to learn their tricks and techniques. In some cases, these masters establish informal schools for training the next generation of confidence men and robbers. After all, these experts can make more coin pawning their experience to others rather than going to the trouble of applying it.

Anyone who finds and trains under these masters of the shadowy arts is called a student. A student may pay gold and spend XP to learn a master's secrets and apply them in his own adventures. Typically, each master offers a series of 10 lessons, each progressively more difficult to learn. Once a student has learned five or more lessons from a single master, he may in turn teach others the tricks he knows. Each master's body of knowledge is known as a school, though his body of knowledge is rarely presented in a codified manner. Instead, each master draws on his experience and the bits of knowledge gleaned from older rogues to form the basis of his instructions. Despite this scattershot approach, over the decades and centuries, a few typical schools have emerged that share the same lessons and knowledge.

Each lesson must be studied in order, from the first to last. A student cannot initially master the third lesson and then proceed to the fifth or first. Furthermore, it becomes progressively more difficult for a student to learn the ways of more than one school. The first school a student studies with is known as his primary school. When training in schools other than his primary one, a student must pay twice the XP costs as he struggles to juggle his original training and his new talents.

TRAINING COST AND TIME

Lesson	XP Cost	Time Cost	Level Cap
1	100	1 week	1
2	300	1 day	2
3	600	2 days	4
4	1,000	3 days	6
5	1,500	4 days	8
6	2,100	1 week	10
7	2,800	10 days	12
8	3,600	2 weeks	15
9	4,500	3 weeks	18
10	5,500	1 month	20

The level cap listed on the table reflects the general worldliness and experience a student should have before attempting to master a specific talent. A master's teachings draw on both the master's and the pupil's experiences and knowledge. A student may attempt to learn a lesson if he does not meet the level cap but he must pay an additional 20% XP to complete his training. The student struggles to keep up with the master and must devote additional energy to learning talents that are beyond his understanding.

FINDING A MASTER

While a few of the schools presented here are supported by secretive organizations or thieves' guilds, most are taught by lone individuals who take on pupils who strike their fancy, impress them with their talent, or offer them enough gold to deflect any and all objections. Each school notes whether it is supported by a guild, secret society, or other small organization. Otherwise, it lists a lone master who either wanders the land and passes along his knowledge when the mood strikes him or subsists off training young rogues in the talents he has mastered.

Organizations have the advantage of being both easier to find and relatively simple to handle. These groups are in the business of grooming young bravos. Most require some form of service or test of loyalty before allowing a prospective student to study in their ranks.

Wandering masters, on the other hand, are harder to find and more difficult to deal with. Tracking down one of these experts requires a

Gather Information check (DC 25) and 1d4 weeks of searching. Note that the prospective student need not be the one who makes this check. For example, Alewic the bard could search for a master on behalf of his friend Barnabas. Upon finding a master, a student must either undertake some task or complete a test to prove himself worthy. Otherwise, a hefty bribe is often proof enough of a student's worthiness. Wandering masters offer the advantage of individual training. Cut the time needed to train under such a tutor by 15%.

Each individual school or master has specific tests and requirements they expect from those who seek to train under them. The specific schools list these prerequisites.

THE BLADE DANCERS

In the criminal underworld, a warrior must learn to fight without the benefit of heavy armor and shield. A thief who seeks to slip into a heavily guarded temple and loot its riches cannot afford the noise and weight of chainmail or plate armor. During turf wars, such protective gear does little more than attract the attention of town guards and others who are best left untroubled by the politics of the night.

Blade dancers learn to rely on their reflexes and awareness rather than armor to survive a battle. They duck wild hacks, knock aside arrows, and use speed and instincts rather than leather and steel to ward off danger. The blade dancer's training is known by many names in different cities and regions of the world. However, the body of knowledge this fighting style embodies remains constant, no matter



what a particular master, thieves' guild, or civilization may call it.

ACADEMY

The Slayers' Brotherhood nominally supplies mercenaries and guards for nobles, caravans, and other legitimate businesses. During times of need, it has even provided warriors to the town guard to help control riots and reign in bold criminals. However, its primary mission is to provide criminal gangs and the thieves' guild with muscle capable of working quickly and quietly.

Prospective members must demonstrate their skill and technique to the brotherhood. They may opt to defer payment on their training by accepting contracts with the Slayers, working as a guard or thug to work off their debt. Adventurers who break this promise of service find themselves pursued by some of the best freelance warriors in the city, fighters drawn from the brotherhood's own ranks.

TRAVELING MASTER: ARRAGAT BLADEHAND

This elderly warrior (male human N Ftr6/Rog6) has made and lost a dozen fortunes in his lifetime. His dark, swarthy

complexion marks him as a desert nomad, and for decades he wandered the sands as an assassin for hire, thief, and tomb robber. On his final robbery, he made the mistake of pillaging a set of jewels promised to a powerful efreeti lord by the sorcerer who owned them. Pursued by fire demons and howling genies, Arragat used a magical talisman to teleport himself halfway around the world. Unfortunately for Arragat, a particularly determined efreeti caught hold of his left hand as the spell took effect, rending the limb from his body.

Today, Arragat lives in a small, rundown tenement in the city's slums. He long ago pawned his weapons, armor, and other gear to heal his wounds and purchase food and shelter. He happily charges eager young thieves and fighters who, in his words, see the error in their simple fighting styles and wish to learn how a real warrior, a man of the desert, fights. Arragat does this partly to earn a few extra gold, but mostly because at night he is plagued with visions of fiery, flying demons streaking through the darkness on a relentless hunt to track him down and carry his soul to hell. Arragat knows his day of reckoning approaches and he wishes to have as many allies on hand as possible when it comes.

LESSONS

In order to train as a blade dancer, a character must have a Dexterity of 13 or higher. In addition, all of the following abilities function only when a character wears light armor or no armor.

Lesson 1 – Blade Dancer’s Stance

A warrior must learn to hold his ground, deflecting blows while preparing to deliver the final strike that ends a duel. A character with this ability gains an additional +2 dodge bonus to AC when using the total defense combat maneuver or fighting defensively.

Lesson 2 – Superior Dodge

By accepting a –5 penalty to hit on all of his attacks for that round, the blade dancer may make a Reflex save with a +10 circumstance bonus to avoid a single attack. The blade dancer must use this ability before his opponent makes an attack. The attack must equal or exceed the blade dancer’s Reflex save in order to hit. A blade dancer may use this ability once per round.

Lesson 3 – Tumbling Attack

The blade dancer learns to make sudden, acrobatic moves that confuse his opponent and ruin his defense. As a move-equivalent action, a blade dancer may move half his speed and make a Tumble check opposed by his opponent’s attack roll at his best base attack bonus. If the blade dancer succeeds, his opponent loses his Dexterity bonus to AC against any attacks the blade dancer makes that round.

Lesson 4 – Burst of Speed

In combat, the blade dancer’s speed increases by 5 ft. This bonus does not apply when calculating the blade dancer’s speed outside of battle, such as during a chase or while traveling cross-country.

Lesson 5 – Improved Superior Dodge

The blade dancer may now use superior dodge twice per round. The penalty to his attack rolls remains –5.

Lesson 6 – Agile Attack

When using the Spring Attack feat, the blade dancer does not draw attacks of opportunity due to movement from one opponent of his choice, in addition to the creature he attacks.

Lesson 7 – Improved Burst of Speed

The blade dancer’s combat speed increases by an additional 5 ft. Otherwise, this ability functions as burst of speed.

Lesson 8 – Ultimate Dodge

The blade dancer may use superior dodge as many times as he wishes per round. The penalty to his attack rolls remains –5.

Lesson 9 – Vorpal Hurricane

After mastering the ability to use his speed and agility for defense, the blade dancer now learns to turn his talents to the attack. In combat, a blade dancer may move up to half his speed between attacks using the full attack action. Note that the blade dancer may not combine his Spring Attack feat with this ability.

Lesson 10 – Ultimate Spring Attack

When using the Spring Attack feat, the blade dancer ignores all attacks of opportunity caused by movement.

THE CONFIDENCE MAN

Buying and selling form the backbone of any economic system. The market generates money for those who produce items while putting needed goods in the hands of consumers. With all that money moving back and forth between buyers and sellers, an enterprising thief can insert himself into the system and reap tremendous profits. The confidence man plays on one of the most basic issues of trust between buyers and sellers. He passes off shoddy, inferior, and flawed items as genuine masterpieces, earning tremendous profits on goods that cost only a few copper pieces to produce.

As a confidence man gains experience with the art of lying, he learns to expand his talent for deceit beyond bargaining and dealing. Selling an item requires a confidence man to learn how to play on a person’s emotions, hopes, and desires, reading them in a few short moments to expose their weaknesses. By the same token, any social interaction can be turned to the confidence man’s advantage with a few well-placed, carefully formulated lies. The confidence man learns to talk his way out of anything, using a few words to accomplish more than a hundred swords or the mightiest spell. While others seek to cow their opponents with brute force, the confidence man pulls off a much finer trick. He convinces oth-

ers to desire what he wants them to need, turning others to help him rather than stand in his way.

ACADEMY

Formal schools of con artistry simply do not exist. As a school of training predicated on lying and deception, con artists cannot afford to gather in easily targeted guilds or unions. More importantly, a con artist's natural inclination to lie and cheat makes it unlikely that these rogues can ever gather without the inevitable double-cross, scam, or betrayal. The one time a small band of these rogues tried to gather in one spot, the inn they chose to meet at was overrun with bounty hunters, all called in by con artists eager to turn in all their associates for a share of the prices on their heads.

Still, an eager young flimflam man can find a small community of cons if he looks hard enough. Most traders' guilds number at least a few shysters in their ranks. These tricksters rely on a thin veneer of respectability to aid them in their schemes. A rogue who is willing to aid in their schemes can learn a few tricks from them.

TRAVELING MASTER: MADDOX THINWHISTLE

A young, curly haired moppet of a halfling, Maddox relies on his charming looks and easy manner to hoodwink his victims. He plays on the expectations, especially among humans, that one so small and youthful could never pose a threat. Maddox's small size and fear of violence drives him to take on young associates, teaching them the ways of a successful con while relying on them for support in his endeavors. However, as an ardent con artist Maddox cannot help but cheat even his students, sometimes taking the cash they pay him for his instruction and running, or more often, setting them up as patsies in his plans.

LESSONS

Lesson 1 – Sharp Bargainer

A con artist starts slowly, learning the basics of bargaining and reading others' emotions before he can move to elaborate tricks and complex schemes. This lesson allows him to increase the price of goods he sells by 5% and decrease the cost of items he buys by the same percentage.

Lesson 2 – Convincing Liar

The con man's understanding of others slowly increases. He reads a person's emo-

tions and desires in a few moments and tailors lies to cater to them. If a con man can spend more than five minutes in conversation with his mark, he gains a +4 insight bonus to Bluff checks he makes during that conversation and in later encounters with the NPC.

Lesson 3 – Energetic Presence

The con man brims with enthusiasm and confidence when he lies. His deceptions benefit from his presence and boundless energy. When attempting to use his Bluff skill against a crowd of more than a dozen people, the con man gains a +2 circumstance bonus to his Bluff check and can use his skill in half the time normally required.

Lesson 4 – Masterful Bargainer

The confidence man's skill and experience in making deals allows him to sell goods for 10% more than usual and buy goods at a 10% discount.

Lesson 5 – Tangled Twist of Words

When finely selected words fail, the con man can always fall back on a confusing swarm of invective, pleas, and wild accusations. This tactic fails utterly in calm situations, as the nonsensical nature of the con man's speech is readily apparent. In combat, the emotion and chaos of the situation allow the con man's energetic personality and forceful will to shine through his nonsense, confusing his opponent and paralyzing him with indecision for one critical moment. Once per encounter, the con man may make a Bluff check opposed by his opponent's Will save. If he succeeds, his opponent loses his next action as per the *daze* spell. The con man does not have to share a language with his target, but the victim of this ability must have and use some form of spoken language. This is a mind-affecting ability.

Lesson 6 – Rumor Monger

The con man's understanding of communication and interpersonal relations extends beyond the personal interactions he normally engages in. He learns to spread rumors about his scams that make people in a region more amenable to his lies. If the con man spends a day seeding an area with rumors, he gains a +2 circumstance bonus to all Bluff checks he makes in that area for a number of days afterward equal to 1d4 + his Charisma modifier. This area may be as large as a town or a specific district within a larger city.

Lesson 7 – Master Trader

The con man's innate understanding of deals and trade allows him to sell goods for 20% more than normal and spend 20% less than the listed price when purchasing items.

Lesson 8 – Supreme Confidence

The con man brims with enthusiasm and confidence in his lies and tricks. He easily bowls over any concerns others may have with his energy and self-assurance. When using his Bluff skill, creatures with 5 or fewer HD may not use Sense Motive or other skills to resist his check. Weak or inexperienced creatures simply crumple in the face of his skillfully crafted lies.

Lesson 9 – Verbal Bull Rush

The con man's personality allows him to brush aside even the most imposing person for a short period of time. If an NPC attempts to use Sense Motive against the con man, he must first make a Will saving throw with a DC equal to the con man's Bluff check. On a failed saving throw, the NPC is treated as if he failed his Sense Motive check for a number of rounds after the attempt equal to $1d4 +$ the con man's Charisma modifier. The con man's bluster and confidence throw his mark on the defensive, confusing him and forcing him to spend a few moments collecting his bearings.

Lesson 10 – Sell the Moon

This final lesson teaches a con man how to pull off some of the most audacious tricks ever attempted. He learns to not only project his lies on to others, but to convince them to believe in them with their heart and soul. The con man can convince others to believe his lies, no matter how outrageous. If an NPC misses a Sense Motive check that opposes the con man's Bluff check by 10 or more, the NPC becomes convinced of the con man's lies to the point that he refuses to reconsider their reliability. For 2d6 days afterward, the NPC deeply believes the con man's lies, to the point that he clings to them with a fanatic's abandon. No amount of debate short of blatant, physical evidence can convince him otherwise.

THE MASTER OF DISGUISE

With a few properly placed dashes of makeup and just the right outfit, a master of disguise can assume a wholly new identity. These experts in deception combine their knowledge of psychology with an intense study of pros-



thetics, costumes, makeup, and other tools useful in altering and obscuring their appearance. To a master of disguise, appearance is only half the equation. In addition to looking the part, they learn to act it, adopting mannerisms, accents, speech patterns, and even points as subtle as posture and a walking gait to forge a new identity.

Masters of disguise work in a wide range of areas, from spies who uncover an enemy's secrets to thieves who use their disguises to throw off any pursuit. Some masters of disguise are merely actors and performers who have taken the theatrical arts to a level beyond parlor tricks and simple entertainment. These masters make hundreds of gold coins by performing for kings and emperors. Extreme circumstances, such as their duty to the crown, push these artisans to employ their skills in much riskier arenas.

ACADEMY

The Royal Theatrical Company offers extensive training in makeup, acting, and other skills necessary to become a master of disguise. The king's secret police and elite corps of spies study with the actors and artisans

of the company, often without their knowledge. The company's director, Seeram Vaal (female half-elf LN Brd8), serves as a secret member of the king's inner council on security. She selects promising young actors and helps steer them into the king's service and provides a convenient cover story for agents sent to train in adopting accents, using makeup, and other skills useful for undercover work.

Normally, the fee paid to gain the lessons available through this school are paid to the crown or charged in the form of missions a character must undertake on behalf of the kingdom. These may include tasks such as recovering a magical item, hunting down a wanted criminal, or guarding an ambassadorial mission.

TRAVELING MASTER: NINE-FACED WHITAKER

Attempting to describe Nine-Faced Whitaker (male human NG Rog10) is an exercise in futility. This brilliant master of disguise is said to never go out in public wearing the same disguise more than once. So great is his skill, and so widespread the stories of his capers, that some criminals manage to succeed in robberies merely by claiming to be Whitaker in disguise. Since none know his true face, any such claims are invariably treated with caution. Whitaker is known not only as an expert in disguise but also a skilled swordsman.

The truth is much less threatening than the legend. Whitaker is a skilled spy and thief who over the years has taken a number of youngsters under his wing. Working through them, he has established a small but highly effective network of agents who seek to disrupt slavers, bandits, and others who prey on the weak. Whitaker or one of his associates posing as the old spy approaches the villains and insinuates himself into their network, destroying it from the inside. With their skill in disguise, Whitaker and his allies leave their victims without an enemy to target and allow themselves to continue their activities.

Characters who distinguish themselves as clever, industrious, and dedicated to the common good may be approached by Whitaker to work with him and his benevolent conspiracy. The gold and time spent in training go to funding efforts to help the disadvantaged and stand vigilant against predatory criminals.

LESSONS

Lesson 1 – Master of Speech

The student of disguise gains an additional language of his choice. This may be any tongue commonly spoken by a race in the campaign world but does not include any secret or hidden language. In addition, the student learns to quickly assimilate accents and local dialects of languages he already knows. With 5 – his Intelligence modifier days of study, he can learn the speech patterns used by the locals for any language he already knows.

Lesson 2 – Superior Disguise

The student learns to better create disguises that radically alter his appearance. Using prosthetics and other tools, he may ignore the standard penalties to the Disguise skill for altering his sex, race, age, or character class.

Lesson 3 – Clever Improvisation

While applying a useful disguise takes time, sometimes the master of disguise does not have the time necessary to create a full disguise. The student learns to don a disguise in 1d3 x 10 rounds, rather than minutes, at the cost of a –5 circumstance penalty to his Disguise check. Furthermore, the master of disguise cannot make any drastic changes to his appearance, such as altering his race, sex, height, or age.

Lesson 4 – Master of Words

While in disguise, the student gains a +2 competence bonus to all Bluff checks. He learns to so thoroughly sink into the roles he assumes that he believes his own lies. Half-truths and falsehoods come easily to him when they are part of his role.

Lesson 5 – Mimic

If the master of disguise has at least three days to study a specific figure, he can adopt that person's mannerisms and dress and claim his identity. The master's skill with disguise and thorough study of his target's mannerisms reduces the bonus his target's friends and acquaintances receive to penetrate his disguise by 2.

Lesson 6 – Cloak Nature

Magical divinations are the bane of any spy, but the master of disguise learns to so thoroughly immerse himself into his chosen role that the sheer force of his belief can foil some divinations. When subject to *detect chaos*, *detect evil*, *detect law*, or *detect good*, the master of disguise is allowed a Will save to detect

as the alignment of his choice. The save DC equals 10 + the spell's level + the caster's relevant ability modifier.

Lesson 7 – Masterful Linguist

The master of disguise learns a single secret language of his choice and may use the Speak Other Language skill to acquire new secret languages. The master's contacts and research uncovers the information necessary to acquire such a language.

Lesson 8 – Magical Alertness

By studying the nature and methods of divination magic, the master of disguise learns to spot their effects. When targeted with a divination spell of any type, the master of disguise is allowed a Will saving throw to notice the subtle signs of such magic. On a successful save, the spell fails to function or reveals information of the master's choice as appropriate. The master of disguise uses mental exercises and other mundane countermeasures to ruin the spell's effects.

Lesson 9 – Alias

The master of disguise learns to perfectly duplicate the mannerisms and actions of a specific person that he studies for two weeks. After this period of time, the master of disguise may adopt his target's identity. Associates of his target receive a bonus 6 less than normal to detect his disguise.

Lesson 10 – Perfect Disguise

The master of disguise crafts such cunning deceptions that only the most observant people he encounters suspect a thing, even after personally interacting with the master. Creatures or NPCs with 5 or fewer Hit Dice never suspect the master's disguise unless they are specifically told to look for him.

THE MASTER OF VENOMS

Even the mightiest beast or most powerful noble can quickly succumb to a small dose of a properly concocted, noxious chemical. The master of venoms brews poisons and uses them to eliminate his foes in battle. The vast majority of these experts are evil, but a few are simple hunters and alchemists who use their wares to overcome monsters and beasts. The master of venoms learns not only how to brew poisons and properly employ them against his targets but also how to use them in battle. It is not

enough to learn how to make poisons. The master of venoms must also know how to use them.

In many civilized regions this school is either tightly regulated or banned outright. As many of its students are evil, the master of venoms has acquired a sinister, untrustworthy reputation. Those who study the use and manufacture of poison conduct their business in hidden, tightly guarded workshops kept behind otherwise trustworthy facades.

ACADEMY

The White Brotherhood is a small alliance of assassins, thugs, and alchemists who sell poisons to the highest bidder. With small, secretive cells in most of the large cities and towns of the region, the brotherhood has access to most of the exotic chemicals and ingredients to make all of the common poisons and many of the rarer ones. Their membership is strictly controlled. Only those who have personally worked with the brotherhood's members in the past and proven themselves trustworthy time and again are offered membership. The brotherhood focuses primarily on the manufacture and sale of poison, though a few of its members focus on using poisons for assassinations, robberies, and other crimes. However, the brotherhood takes care to limit the members in its ranks who follow such active professions, lest they call too much attention to the brotherhood's activities.

Finding the brotherhood requires a Gather Information check (DC 25) and 1d4 days of work. Obviously the brotherhood wishes to find new clients, yet it is sensitive to the fact that one misstep can spell the end of its profits. Normally, the brotherhood deals with customers through runners, messengers, and other intermediaries.

TRAVELING MASTER: SYRIC UL'THON

The villainous, treacherous derro are masters of creating poisons. While they must face creatures bigger, stronger, and tougher than they are in their underworld realms, their use of poison levels the playing field and has played a major role in their conquest of portions of the subterranean world. Syric ul'Thon (male derro LE Exp12) was for a time one of the most respected, knowledgeable alchemists among his people. His designs for poi-



sons and other alchemical substances netted him a tremendous income and the luxuries normally afforded only to the most powerful of the derro.

Still, such comforts were not enough for him. Always eager to add more coins to his treasuries, he took to selling his wares to duergar, kuo-toa, drow, and any other race that could meet his asking prices. At the height of a derro-duergar war, his business reached its peak. Both sides were eager for his poisons. Unknown to each, he simply played them against each other and sold to the highest bidder. With Syric's coffers bulging and several derro patrols falling to crossbow bolts coated with suspiciously familiar poisons, the derro leaders put two and two together. Soon, Syric was running for his life with a cadre of derro inquisitors close behind him. Through pure luck, Syric stumbled into the sewers of a human city. The derro who pursued him were caught in the city above and slaughtered by the town guard. Since then, Syric has lived within an abandoned tenement. He managed to steal enough equipment to begin producing poisons and selling them to robbers and bandits. To supplement his income, he has eagerly taken on apprentices. Syric makes no judgement

of his student's morals or motives, so long as their gold is good.

LESSONS

Lesson 1 – Venom Handler

One of the most important lessons a master of venoms learns is how to handle dangerous substances without exposing himself to risk. When using a poison on a weapon, the master of venoms does not run the risk of accidentally poisoning himself while applying venom to a sword or using it to prepare alchemical items or more powerful poisons. However, the master of venoms still runs the risk of accidentally poisoning himself on a “natural 1” when using a poisoned weapon in combat.

Lesson 2 – Venom Merchants

In the course of studying poisons and their use, the master of venoms comes into contact with alchemists, craftsmen, and others who prepare and sell poisons. He can purchase any poison at a 5% discount on its listed price.

Lesson 3 – Weapon Handler

When attacking with a poisoned weapon, the master of venoms does not risk injuring himself with his weapon and exposing himself to the poison he uses. He learns subtle fighting techniques that reduce his chance of a fatal error to zero.

Lesson 4 – Harvest Poisons

As the master of venoms learns more of the noxious chemicals he employs and their manufacture, he studies creatures that use poison and learns how to harvest and use their venom. With a successful Alchemy or Heal check (DC 20) the master of venoms can extract 1d3 doses of poison from a freshly killed creature that has a poison special attack. This poison functions exactly as the creature's venom.

Lesson 5 – Poison Craftsman

As the master of venom's training progresses, he learns to concoct poisons from their base ingredients. He may use the Alchemy or Craft (poison) skills to produce any poison that costs 200 gp or less per dose. Treat the poison as any other item created using the Craft skill.

Lesson 6 – Poison Dealer

The master of venoms may now purchase poisons at a 10% discount. His increasing skill and renown in his art puts him into contact with likeminded craftsmen who offer him good bar-

gains in exchange for advice and assistance in their endeavors.

Lesson 7 – Strengthen Poison

The master of venoms learns to create more potent versions of standard poisons by mixing them in highly concentrated doses. By combining two doses of a single poison, he may create a single dose with an increased save DC of +2.

Lesson 8 – Expert Craftsman

With his education nearing its completion, the master of venoms may now create any poison, regardless of its cost, with his Alchemy or Craft (poison) skills.

Lesson 9 – Venomous Strike

Not only does the master of venoms learn how to create poisons, but he also learns how to use them. He may poison a weapon as a free action once per round. With a practiced flick of his wrist and a swift motion, he drips venom on to a weapon and strikes with it in one fluid act. The master of venoms must carry a vial of poison in one hand to execute this maneuver.

Lesson 10 – Deadly Injection

When fighting with a poisoned weapon, the master of venoms learns to strike at areas that are particularly suited to delivering his poisons. On a critical hit, he may opt to deny his opponent a saving throw to resist his poison in return for inflicting no damage with his attack. With his opponent's guard down or a gap appearing in his armor, the master of venoms delivers his poison with a quick slash of his weapon. The victim loses its saving throw only against the initial damage caused by the poison, not the secondary damage.

THE RAZORFIENDS

In the deepest caverns of the earth, the drow plot and scheme among their great houses, brutally oppressive temples, and cunning wizards. In these subtle wars of politics, trade, and social influence, the razorfiend stands as the weapon of choice to resolve a dispute for once and for all. Trained to use a set of small daggers in combat, the razorfiend learns to slice an opponent to pieces with a rapid flurry of carefully aimed, perfectly timed blows.

For centuries, this school of knife fighting remained wholly unknown to the surface world. In the wake of a political struggle that

turned into a full-blown war, many razorfiends were forced to flee to the surface rather than remain in the underworld and face torture and execution at the hands of their enemies. Using connections with black market traders who ventured into drow cities, a few of these warriors were able to secure passage to the realms of mankind. Once there, many sought employment as bodyguards and assassins. A few, noting that none on the surface could match their talents, sought more profitable work as tutors amongst slayers' brotherhoods and thieves' guilds. With a razorfiend's training, a rogue with a knife can be as deadly as a fully armored knight.

Razorfiends exploit the dagger's strength to their advantage. They use a flurry of lightning fast slashes to push their opponents back, then launch a single, specific blow that slices tendons, severs arteries, and leaves their foes crippled and helpless.

ACADEMY

The Society of Wine Merchants deals in rare vintages, wines imported from distant locales, and the occasional murder. Long ago, this mercantile company learned it could make tremendous profits selling dark elf wine as vintages imported from distant, foreign lands. In the process, it soon became the primary contact between black marketeers and the drow. Over the years, the Society has grown to the point that its legitimate activities are now merely a cover for an extensive, profitable trade between the surface and the underworld. In the aftermath of the dark elf civil war, a small cabal of fugitive drow assassins seized control of the society's outposts beneath the earth. They now control the society in everything but name and have expanded their dealings to include their trained specialty, murder.

In a bid to expand their profits, the dark elves now train humans, dwarves, and other surfaceworlders in the razorfiend's art. A potential student must complete two tasks for the Society of Wine Merchants, typically assassinations or murders committed against rival merchants or adventurers who have come too close to uncovering the society's secret.

TRAVELING MASTER: OLEG KARNAKOV (A.K.A. UPHAL MENDLISS)

The master drow warrior Uphal Mendliss (male drow CN Rog10/Ftr5) earned a death sentence for his murder of not one, but three high priestesses of the dark elf church. As a youth, the temple had ordered the execution of the majority of his family for treason and sold him into slavery. His natural athleticism and cunning made him an ideal candidate to receive an assassin's training. For years, he fulfilled his duties with the utmost loyalty and competence. Finally, after centuries of work, he established the contacts and mastered the skills to wreak his vengeance. In one bloody night, he slaughtered the clerics of the temple, leaving behind only a mithral pendant of his family's seal on each victim before fleeing to the surface world.

Today, Uphal travels in the guise of Oleg Karnakov, a wiry, balding human thief from the eastern tundra. Using a *hat of disguise*, he subsists by preying on criminals and tyrants who prey upon the weak, all while keeping one step ahead of the temple avengers sent to drag him back to the underworld for torture and execution. A potential student who proves his bravery and daring can gain Uphal's trust and training from him. A character who fights against a tyrant or aids "Oleg" against the drow who hunt him may train with the drow warrior. However, only under the direst circumstances does "Oleg" reveal his true nature or identity. If pressed, he claims that the dark elves seek him for his involvement with a band of adventurers who sacked a drow temple.

LESSONS

Before studying as a razorfiend, a prospective student must have the following feats: Weapon Finesse (dagger) and Weapon Focus (dagger).

Note that some of the razorfiend's abilities require him to use a full-attack action to make a single attack. He may only use one of these abilities per round. For example, a razorfiend cannot use tendon strike and precise blow in the same round.

Lesson 1 – Swift Strike

The razorfiend learns to strike hard and fast. He gains a +1 bonus to initiative when he uses the full-attack action with a dagger. Rather than declare his action on his regular initiative count, the razorfiend declares his attack one

count earlier. This does not modify the initiative he rolled. For example, a razorfiend rolls a total of 15 for his initiative. On his first action, he runs towards his target on 15. The next round, he attacks with a dagger. When initiative count 16 comes up, he completes that action. On the third round, he slashes at the wizard and leaps through a window to escape an approaching golem. Since this action does not involve a full-attack action, he goes on initiative count 15. The razorfiend gains this bonus only if he does nothing but attack with a dagger on his action.

Lesson 2 – Stinging Cut

When the razorfiend strikes his foe, he turns and twists his blade to rend flesh and cut into his opponent. He can use his Dexterity modifier instead of his Strength modifier on damage rolls when fighting with a dagger.

Lesson 3 – Flurry of Cuts

When using the full-attack action with a dagger, the razorfiend may make an extra attack at his best base attack bonus if he takes a -2 penalty to all of his attacks for that round.

Lesson 4 – Quickest Strike

This ability functions as swift strike, except the razorfiend now gains a +2 bonus to initiative.

Lesson 5 – Tendon Strike

When fighting a creature armed with a weapon, the razorfiend may attempt to slice his foe's tendons in order to disarm him. The razorfiend uses a full-attack action to strike a single blow against his opponent. If he hits, he rolls damage as normal. His opponent must then make a Fortitude save with a DC equal to the damage inflicted or be disarmed. Creatures that are not subject to critical hits are immune to this ability.

Lesson 6 – Precise Blow

The razorfiend learns to study his opponent's protective gear and strike a blow that lands at the intersection of two armored plates or a similar vulnerable spot. If the razorfiend uses a full-attack action to make a single blow with a dagger, he may ignore half his opponent's armor bonus to AC. Note that magical armor provides both an enhancement and armor bonus to AC. For example, +2 *chainmail* grants a +5 armor bonus and a +2 enhancement bonus to AC.

Lesson 7 – Hurricane of Cuts

This ability functions as per the flurry of cuts lesson, except the razorfiend may now suffer a –5 penalty to all of his attacks for the round in return for two additional strikes (instead of one) at his best base attack bonus.

Lesson 8 – Lightning Strike

This ability functions as swift strike, except the razorfiend now gains a +3 bonus to initiative.

Lesson 9 – Deadeye Strike

This lesson functions as the precise blow ability, save that the razorfiend now ignores all of his opponent's armor bonus to AC.

Lesson 10 – Hobbling Strike

The razorfiend's knowledge of anatomy and ability to make precise, telling blows against his enemies allows him to quickly reduce even the heartiest warrior to a cripple. The razorfiend uses a full-attack action to make a single strike. He deals damage as normal, and his opponent must make a Fortitude save equal to the damage the razorfiend inflicted +5. On a failed save, the victim suffers as if affected by the spell *slow* for 3d6 rounds.



THE SHADOWLURKERS

Waiting in the shadows just beyond a torch's light, carefully watching and waiting for that one perfect moment to strike, the shadowlurkers are a study in patient observation punctuated by brief moments of swift, decisive violence. These spies and murderers are among the most feared assassins in the realm, and for good reason. By the time a shadowlurker strikes his target, he has already plotted out his victim's habits, abilities, resources, and patterns. Before the shadowlurker draws a weapon to finish his deed, his intense study of the mission at hand has allowed him to script the entire encounter. Drawing on the information he has gathered, the shadowlurker can anticipate his foe's every move. Killing is nasty business, and the shadowlurker seeks to keep the uncertainties and risks he takes to a minimum.

While assassination is typically reserved for blackhearted scoundrels, not all shadowlurkers are evil. Some are hunters and guardsmen who stalk criminals, learning their ways and uncovering their crimes before swooping in for an arrest. Others track bandits, orcs, and other threats, removing them as a danger with a few

well-placed blows that topple their leadership and scatter the survivors to the wind.

ACADEMY

The First Royal Hussars regiment is an elite group of special operatives charged by the king with rooting out monster infestations and eliminating them before they become a threat. These scouts wander the wilderness at the kingdom's edges, looking for signs of bandits and other threats, shadowing the monsters they do discover and striking at their leaders to disrupt and ruin their efforts. Considered the kingdom's first line of defense, membership in the regiment is extended to adventurers, soldiers, and others who have proven themselves valorous in battle and loyal to the king. Most of the hussars are only informally connected to the army. In return for training, they agree to operate in the kingdom and respond to any muster of the army. Many of the independent adventuring companies that operate in the kingdom number one or two hussars among their ranks.

As recruitment into the regiment does not come with a period of bonded service, adventurers and others who sign on must pay the standard gold cost for training. Only full-

time members of the king's army are exempt from this debt.

TRAVELING MASTER: ELI OLCAM

A veteran of the goblin wars and various other border skirmishes along the northern frontier, Eli Olcam (male half-orc N Ftr5/Rog8) spends his retirement years tending to his farm. Few in the area suspect that he was at one time an elite spy and assassin who helped blunt innumerable humanoid invasions before they could gain enough momentum to threaten the civilized south. One dagger to the right throat was often enough to disrupt most assaults before they started. To most travelers and residents of the area, Eli is a simple farmer who prefers to be left alone.

Though too old to ever again wield a blade in battle, Eli still helps train the next generation of warders and protectors who must help stem the tide of barbarism and evil. Young scouts and infiltrators are sent to his farm to learn the shadowlurker's secrets. Eli puts his charges to work on the farm, punctuating their days of grueling labor with lessons in stealth, trickery, ambushes, and other tactics. With several months of backbreaking work and intense instruction under their belt, his students are ready for the shadowlurker's demanding task.

LESSONS

Lesson 1 – Information Network

A shadowlurker thrives on information. As he learns more of his target's history, actions, and abilities, he slowly weaves a web that can entrap and destroy his enemy. A shadowlurker may use Gather Information at 10 times the listed time and gold necessary to learn about any subject that he could normally hear of using that skill. Using a network of informers and spies, the shadowlurker spreads word that travels via merchants, wizards, travelers, and others, eventually filtering the information he seeks back to him. Distance is no longer a barrier to using the Gather Information skill.

Lesson 2 – Face in the Crowd

When using the Disguise skill to mimic a guard, servant, or other person who is a member of a large, organized body, the shadowlurker gains a +2 circumstance bonus to his check.

Lesson 3 – Scout Location

If the shadowlurker spends one hour exam-

ining a location where he later engages in a fight, his knowledge of that place grants him either a +1 competence bonus to attacks or a +1 dodge bonus to AC. The shadowlurker uses the terrain to his advantage. Only one location at a time may be studied and used in this manner.

Lesson 4 – Connections

The shadowlurker cultivates contacts in a wide variety of places. He may now use Gather Information at 10 times the necessary time and 20 times the cost to learn about a single, specific, public figure who lives in a civilized area. He can uncover a person's character level, alignment, and daily routine.

Lesson 5 – Escape Route

After studying a location using his scout location ability, the shadowlurker can plot an escape route from that area. When fighting within that area, the shadowlurker may ignore all attacks of opportunity caused by movement for one round as he uses the terrain to cover his actions. During this round, the shadowlurker may do nothing but move.

Lesson 6 – Silent Killer

While hiding or sneaking through an area, the shadowlurker may make a grapple check as a free action before attacking a victim in order to silence him. If the grapple succeeds, his victim cannot scream or cry out until he breaks free.

Lesson 7 – Sniper

After scouting a location, the shadowlurker can pick a place to snipe at his targets if appropriate. For example, a shadowlurker cannot act as a sniper in a 10-foot-by-10-foot dungeon room. In an appropriate area, the shadowlurker gains a +5 circumstance bonus to Hide checks. After attacking from hiding, his opponents must make a Spot check to see him. If he attacks again, he is discovered as normal.

Lesson 8 – Contacts and Informants

The shadowlurker can now learn one of the following facts about a specific person, even private figures: spells known and commonly used, magical items owned, or magical abilities commonly used. He must make a Gather Information check (DC 25) and spend two weeks and 2d6 x 100 gp to pay off informants and uncover this information. The shadowlurker may use this ability once per person and may only pursue information on one subject at a time.

Lesson 9 – Devious Escape

When pursued by his opponents, the shadowlurker is an expert at doubling back, using obstacles and other tricks to escape. Those who attempt to track him suffer a -5 circumstance penalty to their Wilderness Lore checks. When directly pursued, the shadowlurker may make a Tumble, Jump, or Dexterity check opposed by his pursuer's own checks. Those who fail must give up the chase as the shadowlurker crosses an obstacle or performs a trick that leads them astray.

Lesson 10 – Surprise Attack

When attacking with surprise, the shadowlurker strikes with quick, decisive blows. He may use the full-attack action to attack a single victim during a surprise round.

THE TRAPSPRINGERS

Adventurers who plunge into the depths of ancient ruins, abandoned crypts, and other dungeon environments know the value of a rogue who can find and disable traps. A single trap can detonate a *fireball* or similar spell that destroys an expedition. The Trapspringers are an order of explorers, sages, and engineers who study traps both ancient and modern. They learn not only how to defeat traps, but also study the theory and skills used to construct and install them. Trapspringers learn to pick out locations that are normally trapped, to study a trap to determine the effects it can have when triggered, and analyze magical traps to make an educated guess as to the exact spell the trap holds.

Trapspringers are most commonly rogues, but a few are bards who specialize in acquiring engineering and mechanical lore. A fair number of experts and sages study this school's teachings, but most of these trapspringers build traps and design security plans for clients. Few of them engage in active adventuring. Trapspringers are a closely knit bunch, meeting in local chapters to discuss trap designs and talk about the traps they have encountered in dungeons, orc lairs, and other places.

ACADEMY

The Trapspringers are an informal brotherhood of sages, experts, rogues, and bards, all of whom share a common interest in building and disarming traps. They form a loose network that extends to most of the civilized areas of the

realm. Though they do not maintain any guild-halls or similar institutions, the local chapters meet regularly at a tavern or festhall to discuss their findings and share knowledge with one another.

Joining the Trapspringers is a matter of making contact with a member and attending a few meetings. Newcomers are steered to experienced adventurers and sages who have the time and inclination to take on students. The group has no formal dues or rules of entry. Instead, a prospective member must simply get along with the Trapspringers and make friends with the local chapter's members.

TRAVELING MASTER: SHAYLA FIRESTONE

A cunning engineer and expert stonemason, Shayla Firestone (female dwarf LG Exp8/Rog3) is the most trusted trap designer in the city. Her long, fiery red hair is normally kept tied back from her face, allowing her to pore over her diagrams and designs without interference. A doting, matronly woman, she takes in would-be Trapspringers and eagerly imparts her wisdom and experience to them. However, she is known to be somewhat overprotective and at times can smother her charges with worry and concern. More than one brave, dashing rogue been deeply embarrassed when Shayla stormed into the tavern where he held court to dress him down for making her worry about his fate by not coming directly to her shop upon returning to town from his latest adventure.

Despite Shayla's overprotective attitudes, she truly cares for her students and takes care to instruct them in the finer points of the Trapspringer's arts. Her students rank as some of the most successful and knowledgeable adventurers in the city.

LESSONS**Lesson 1 – Trap Lore**

The Trapspringer's intense study of non-magical traps and their function gives him a $+2$ insight bonus to Disable Device checks made to disarm them.

Lesson 2 – Trap Placement

The Trapspringer learns not only how traps work but where they are commonly placed. He gains a $+2$ insight bonus on all Search checks to find traps.



Lesson 3 – Know the Trap

A Trapspringer can recognize the design tendencies and patterns that emerge in the work of a specific trap builder's products. After successfully disarming a trap in a dungeon or other area, he receives a +2 circumstance bonus to disarm all other traps in the area if they were made by the same trap builder.

Lesson 4 – Analyze Trap

After in-depth study and practice with traps, the Trapspringer learns to analyze a trap's design and anticipate its function based on his knowledge of trap design. After finding a trap, the Trapspringer may make a Disable Device check with a +5 circumstance bonus to study it rather than disarm it. On a successful check, the Trapspringer gains a +4 competence bonus to disarm the trap and can anticipate in general terms what will happen if the trap is triggered. This ability does not apply to magical traps.

Lesson 5 – Dodge Trap

After successfully analyzing a trap, the Trapspringer gains a +2 dodge or competence bonus to avoid the trap's effects. This bonus is applied to either the Trapspringer's AC or to his saving throw attempt, as appropriate.

Lesson 6 – Magic Trap Lore

The Trapspringer's intense study of magic traps and their function gives him a +1 insight bonus to Disable Device checks made to disarm them.

Lesson 7 – Foil Trap

After analyzing a trap, the Trapspringer can take measures to ensure that if the trap does activate its effects are partially ruined. After successfully analyzing a trap, the Trapspringer may make a Craft (trapmaking or any relevant woodworking, smithing, or stoneworking skill) (DC 15) to lessen the trap's effectiveness. On a successful check, the trap's save DC or base attack bonus (as appropriate) is reduced by 2.

Lesson 8 – Analyze Magic Trap

The Trapspringer may now use his analyze trap ability against magical traps. After successfully analyzing a magic trap, the Trapspringer determines the spell the trap casts when it is triggered.

Lesson 9 – Predict Trap

After successfully analyzing a non-magical trap, the Trapspringer's experience and knowledge allow him to exactly predict the trap's effects. If the trap should somehow activate, the Trapspringer always makes his saving throw against it or the trap automatically misses him. The Trapspringer's analysis allows him to anticipate the trap's effects and avoid them.

Lesson 10 – Trap Sense

When exploring a ruin or venturing into a tomb, the Trapspringer has an innate sense for how traps are laid out and used. His study of their uses teaches him to anticipate a trap's placement. When the Trapspringer moves within sight of a trap's position, he may make a Spot check (DC equal to the trap's Search DC + 5) to sense the trap's presence. He must still make a Search check to find it, but a sixth sense or intuitive feel for traps tells him one is near.

THE UNFETTERED FALCONS

Chains, locks, and bars—all are used to put a captive thief in his place. The forces of law and order rely on jails and vigilant guards to put a wrongdoer away for life. The rogues of the Unfettered Falcon seek to counter these measures, using their training and natural talents to breach prisons, pop open locks, and evade even the most suffocating chains. These master

escape artists slide out of the tightest grip with ease and attempt death-defying stunts merely to test their own bravery and talent.

The Unfettered Falcons function both as an academy and society of escape artists and also as a mercenary band of experts in springing captives from prison. Their secretive brotherhood passes down their techniques and training from generation to generation. Some use these talents to entertain others, traveling with carnivals or setting up stage shows in large cities. Others are experienced spies and infiltrators who slip into tightly guarded locations and escape before any alarm can be sounded. While the motives and applications of these skills among the Unfettered Falcons are wide and diverse, they all share a love of danger and a thrill in putting themselves in dangerous situations and using their skills to escape.

ACADEMY

The Order of Escapists, Entertainers, and Acrobats trains its members in the Unfettered Falcons' techniques and methods. This union consists primarily of circus performers and traveling entertainers, yet the elite core of escape artists develop talents far beyond the typical parlor tricks and legerdemain of the average member of this union. Joining the Order is simply a matter of paying its yearly dues of 5 gp. It maintains a membership hall in a rambling old mansion found in the heart of the old city. Members can rent rooms and take meals in this place at half the standard rate. Many of the Order's most successful members founded a trust to help provide for less fortunate performers and artists, allowing it to charge lower than normal rates. In times of need, a destitute performer can earn food and lodging in return for running errands and helping out around the mansion.

TRAVELING MASTER: DORON OLDFINGERS

Once a master thief and escape artist without rival, old Doron (male human NG Brd6/Rog8) now spends his time in a local inn regaling children with his tales of daring adventures and his brief period of fame as an acrobat and escape artist who entertained some of the most prominent nobility of his youth. Age, in the form of severe arthritis, has robbed Doron of his talents in picking locks and wriggling free from ropes and manacles. The man who was once locked in three dozen mithral chains, stuffed inside a

black sack, and dropped into a glass case filled with freezing water, only to escape moments later to the wild applause of his audience, can now barely tie his own shoes.

Doron eagerly takes on a youngster who shows a good heart and a deep enthusiasm for his art. On the first point, Doron is unshakeable. A prospective student must demonstrate that he means to use his talents for good and not to harm others. Years ago, Doron unwittingly instructed an assassin who used his teachings to eliminate a popular, kindly merchant. Wracked with guilt, Doron has since been reluctant to take on a student short of a true hero.

LESSONS

In order to train as an Unfettered Falcon, a character must have at least 4 ranks in both Escape Artist and Open Locks.

Lesson 1 – Conceal Tools

A master escape artist must first learn to never lose his tools. Without them, locks can prove insurmountable. The student must carry a set of thieves' tools hidden in his mouth for a full week. Over this time, he learns to tuck them within his cheeks, beneath his tongue, and alongside his teeth. Discovering these hidden tools requires a Search check (DC 30). Once the lesson is learned, the character can carry thieves' tools in his mouth with no discomfort or hindrance to normal activities.

Lesson 2 – Rapid Escape

Speed is of the essence to a master escape artist. A student of the Unfettered Falcon learns to free himself from chains, manacles, and other items much faster than normal. He takes only half the normal time to make an Escape Artist check. A check that takes a full-round action requires only a standard action, while a standard one counts as move-equivalent.

Lesson 3 – Rapid Lock Picking

Just as a student of the Unfettered Falcon escapes from a chain's clutches in record time, so too does he learn to jimmy locks quickly and confidently. Using the Open Locks skill requires half the normal time, as per the rapid escape ability.

Lesson 4 – Improvise Tools

Even when denied the tools of his trade, the Unfettered Falcon can still make do.

When using improvised tools with his Open Lock skill, the student does not suffer the standard -2 penalty to his check.

Lesson 5 – Lock Knowledge

Unfettered Falcons study locks and learn their inner workings, giving them an edge when attempting to open them. Before attempting to open a lock, the student may make an Intelligence check (DC 20). On a successful test, the student recognizes some aspect of the lock's manufacture, gaining a +2 circumstance bonus to his Open Lock check.

Lesson 6 – Contortionist

When trapped in chains, manacles, or any other restraint, the Unfettered Falcon gains a +4 insight bonus to his Escape Artist check and may use his skill as a free action once per round.

Lesson 7 – Lock Sense

The Unfettered Falcon's fingers grow so sensitive to the tumblers and other mechanisms in a lock that he can feel them vibrate and move along his tools. He may pick a lock in the dark at no penalty.

Lesson 8 – Lock Master

The Unfettered Falcon becomes so adept at working with locks and has such a wide range of experience with them that he may use his Open Lock skill once per round as a free action, so long as the DC to open the lock is no more than his total ranks in Open Lock + 5.

Lesson 9 – Multitask

To become a truly masterful escape artist, the Unfettered Falcon must learn to shed multiple chains, locks, and other restraints at a time. He may now use a standard action to make two Escape Artist or Open Lock checks (or one of each) in the same round.

Lesson 10 – Lightning Escape

The Unfettered Falcon learns to extend his escape skills beyond chains, ropes, and manacles. When a creature attempts to grapple him, he may use his Escape Artist skill rather than a grapple check at any point during the grappling attack against him. He does not gain this ability when he initiates a grapple or seeks to grab or pin an opponent.

ORGANIZATIONS

This section provides archetypes and templates for several organizations that serve the interests of rogue characters in various capacities. Game mechanics and statistics describing membership requirements and benefits are designated as **Open Game Content**. Background information and descriptive text are designated as closed content.

THE ASSASSIN'S GUILD

There will always be a "need" for professional killers, men and women who are skilled in the myriad ways of eliminating those that are deemed undesirable for one reason or another. The Assassins' Guild exists as an organization of such bloody-minded people, providing them a structure in which to acquire contracts for murder and other even more immoral activities. Being an association of murderers, the Guild is a dangerous place for the unwary, but it is also one in which an ambitious thug can gain the skills he needs to become the ultimate killer. The Guild also protects its members against those who, quite reasonably, wish to end their filthy business once and for all. Despite this, most major cities boast an Assassins' Guild—a testament to the brutal and capricious nature of most mortal species.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Bravo: An established record of having killed others for payment; sponsorship of a member of the Guild (rank 3+).

Rank 2 – Executioner: 1 rank in Disguise; 3 ranks in Hide or Move Silently; Base Attack Bonus +2.

Rank 3 – Assassin: 3 ranks in Disguise; 5 ranks in Hide or Move Silently; Base Attack Bonus +4.

Rank 4 – Expert Assassin: 5 ranks in Disguise; 7 ranks in Hide or Move Silently; Base Attack Bonus +6.



Rank 5 – Senior Assassin: 7 ranks in Disguise; 9 ranks in Hide or Move Silently; Base Attack Bonus +8.

Rank 6 – Guildmaster: The murder of the current guildmaster, followed by the approval of the majority of the rank 5 members of the Guild.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Access to the local Assassins’ Guildhall and the use of its facilities for a fee. Each new member is also assigned a mentor (rank 3+ member), who is the character’s “chaperone” within the Guild and who assigns him minor jobs to prove his worth to the organization.

Rank 2 – Access to the Guild hiring hall, where postings of jobs are made available to all rank 2+ members. Access to poisons that would otherwise be difficult to find, which are sold at listed market prices. A +1 bonus on Fortitude saves against poisons.

Rank 3 – The permission to recommend new members to the Guild, as well as to act as a mentor to them. A +2 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Assassin’s Guild is located. Access to poisons as above, but they are sold at 75% listed market prices. A +2 bonus on Fortitude saves against poisons.

Rank 4 – A +3 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Guild is located. Access to poisons as above, but they are sold at 50% market prices. A +3 bonus on Fortitude saves against poisons.

Rank 5 – Lifetime free access to the Guildhall’s services. Waiver of monthly dues. Position on the Ruling Council of the Guild, which sets policy and adjudicates disputes within the organization. A +4 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Assassin’s Guild is located.

Rank 6 – Absolute rulership of the Guild—until someone can kill the character and take his place.

DRAWBACKS

There are two drawbacks to membership in the Assassin's Guild. The first is purely monetary. Every month, a guild member is expected to pay a fee based on his current rank. The fee structure is as follows:

- Rank 1 – 20 gp/month
- Rank 2 – 40 gp/month
- Rank 3 – 100gp/month
- Rank 4 – 500 gp/month
- Rank 5 – free
- Rank 6 – free

The second drawback is that the Assassins' Guild is an illegal organization in all but the most evil cities and nations. Unlike even the Thieves' Guild, the Assassins' Guild is hunted mercilessly by the forces of law and order, which see it as nothing more than an organization of murderers—and, of course, that's exactly what it is. Being a member of the Guild carries a stiff penalty in many lands, never mind if evidence can be found to link the member to any hired killings. Consequently, members must maintain absolute secrecy or else face the penalties for the revelation of their shadowy connections.

CAUSES FOR EXPULSION

Even more so than the Thieves' Guild or other criminal organizations, members of the Assassin's Guild are expected to abide by a strict and unerring code of silence. Any mistake is cause not for expulsion but for death. The Guild survives by keeping its location and activities secret. Anyone who threatens that secrecy in any way must be eliminated as swiftly as the target of any of the Guild's contracts. The Guild is meritocratic in a bloodthirsty sort of way. Any slights or insults are expected to be handled by recourse to violence rather than a formal procedure. Consequently, an assassin may freely kill his superiors or inferiors, provided he can get away with it. There are no official sanctions against such actions, except possible revenge by partisans of the deceased. This creates a mood of cautious paranoia within the Guild that has itself only encouraged the homicidal behavior for which it is known.

HERMOD'S TRAVELING EXHIBITION OF WONDERS

The dreary, humdrum nature of many peasants' lives makes the need for diversion very important. That is why traveling shows, carnivals, and players have always had an important role to play in the lives of those living in rural areas—and even many urban ones as well. Hermod's Traveling Exhibition of Wonders is a good example of these groups. Founded several decades ago by an aging wizard with a penchant for the bizarre, the Exhibition has survived the wizard's death and expanded its focus beyond the grotesquerie that was the original. In addition to the freak show that was its primary attraction in the old days, the Exhibition now includes acrobats and athletes, as well as animal trainers and other performers. The Exhibition is quite well traveled and moves from town to town, giving its members the opportunity to see many places they might otherwise not, as well as the chance to improve their skills and pick up new ones from their fellow performers.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – 3 ranks in Balance, Escape Artist, Handle Animal, Performance, or Tumble.

Rank 2 – 5 ranks in two of the following: Balance, Escape Artist, Handle Animal, Performance, or Tumble.

Rank 3 – 7 ranks in two of the following: Balance, Escape Artist, Handle Animal, Performance, or Tumble.

Rank 4 – 7 ranks in three of the following: Balance, Escape Artist, Handle Animal, Performance, or Tumble.

Rank 5 – 9 ranks in three of the following: Balance, Escape Artist, Handle Animal, Performance, or Tumble.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Food and lodging as the character travels with the exhibition.

Rank 2 – A +1 circumstance bonus to all Balance, Escape Artist, Handle Animal, Performance, or Tumble checks while working with other members of the Exhibition.

Rank 3 – A +2 circumstance bonus to all Balance, Escape Artist, Handle Animal, Performance, or Tumble checks while working with other members of the Exhibition.

Rank 4 – A +3 circumstance bonus to all Balance, Escape Artist, Handle Animal, Performance, or Tumble checks while working with other members of the Exhibition..

Rank 5 – A +4 circumstance bonus to all Balance, Escape Artist, Handle Animal, Performance, or Tumble checks while working with other members of the Exhibition..

DRAWBACKS

There are few drawbacks to membership in the Exhibition. For the most part, members are treated well by the places they visit and their skills are lauded as remarkable. The only significant drawback is that there are places where the Exhibition's reputation as little more than a freak show (which it once was) will make the characters unwelcome. However, this is a rarity. Most locales view the Exhibition with a combination of awe and admiration, given the prodigious abilities of its members. Beyond that, the only other drawback is that it is the Master of the Exhibition who determines the course of its caravan. Thus, members have little or no say over where and when they travel, which places them at the whims of the sometimes irrational Master, who believes himself to have an unerring nose for profit.

CAUSES FOR EXPULSION

The Exhibition is a traveling show. Any member who fails to perform for an audience when he is scheduled to do so will be first reprimanded and then expelled. This is the primary reason for a member to be kicked out of the organization. There are other possibilities as well, but they are rare. If a member's actions bring the Exhibition into disrepute or otherwise threaten its activities, it may result in the member's expulsion. Since the Exhibition is a monymaking venture first and foremost, it is the

bottom line that matters most of all. Surly or provocative behavior that does not get in the way of acquiring gold coins will usually be treated less harshly than similar behavior that jeopardizes the Master's profit margins.

LEAGUE OF BOUNTY HUNTERS

Sometimes, legitimate law enforcers are not practical to use when hunting down criminals and other unsavory elements. In such cases, even good-aligned kingdoms are left with little choice but to post bounties, sums of money to be paid to anyone who can bring back a criminal to face justice—dead or alive. Of course, many realms don't like the idea of heavily armed individuals wandering about acting as self-appointed agents of the law, especially if they are doing so for no other reason than payment. The League of Bounty Hunters was formed to resolve the matter, creating a structure for these individuals and guaranteeing a certain minimum standard of proficiency that puts most nations at ease. Loosely organized, the League gives bounty hunters a place to socialize with others in the same profession, as well as somewhere to hone their skills so as to become even better at their unique vocation.

MEMBERSHIP REQUIREMENTS

To qualify for each rank, the character must meet the following minimum requirements.

Rank 1 – Apprentice Hunter: 1 rank in Gather Information; Track feat.

Rank 2 – Journeyman Hunter: 1 rank in Intimidate; 3 ranks in Gather Information.

Rank 3 – Hunter: 1 rank in Spot; 3 ranks in Intimidate; 5 ranks in Gather Information.

Rank 4 – Eminent Hunter: 3 ranks in Spot; 5 ranks in Intimidate; 7 ranks in Gather Information.

Rank 5 – Master Hunter: 5 ranks in Spot; 7 ranks in Intimidate; 9 ranks in Gather Information.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.



Rank 1 – Access to League guildhall for a fee, where bounties are posted. The member may also find other bounty hunters with whom to work in the League’s hiring hall.

Rank 2 – A +1 competence bonus to all Wilderness Lore checks used in conjunction with the Track feat

Rank 3 – A +2 competence bonus to all Wilderness Lore checks used in conjunction with the Track feat.

Rank 4 – A +3 competence bonus to all Wilderness Lore checks used in conjunction with the Track feat.

Rank 5 – A +4 competence bonus to all Wilderness Lore checks used in conjunction with the Track feat.

DRAWBACKS

The primary drawback of joining the League of Bounty Hunters is the notoriety that members gain as a result. Bounty Hunters are usually not well liked, especially in law-abiding societies of a good or neutral bent. Even many evil realms dislike them, since they are seen as untrustworthy mercenaries. This means the character suffers a –1 penalty to most Charisma-based skill checks in lands where bounty hunters are viewed with disdain. At the same time, though, in such lands, the character also gains a +1 circumstance bonus to all Intimidate checks, the only exception to this penalty.

CAUSES FOR EXPULSION

The League is a very loose organization and there are few causes for expulsion. Members of the League run the gamut from well-meaning amateur law enforcers to cruel killers more interested in bringing back their quarry dead than alive. The League itself provides few services, mostly the maintenance of guildhalls throughout civilized areas, as well as making its members aware of bounties that have been posted by legitimate (and not so legitimate) authorities. The League also offers training in the finer points of tracking. Short of destroying a guildhall and killing all the members within, however, there is little a bounty hunter can do to be expelled. If a hunter is expelled, the League revokes his charter, which means little in most cases. Some kingdoms will not work with unlicensed hunters, but this is more the exception than the rule.

PENITENTS

Even the worst rogues can reform—or so say a number of good-aligned faiths. They might even be right, as the organization known as the Penitents attests. The Penitents are a motley crew of former thieves, cutthroats, and thugs, all of whom have “seen the light” and abandoned their former avaricious ways. Since their conversion, they have decided to use their skills for a better end: the protection of the temple and its faithful. Operating like a roving band of extraordinary agents, the Penitents go wherever their superiors in the temple ask them. They likewise do whatever is asked of them, even if it means undertaking quests that somewhat step out of the bounds of what is generally considered acceptable for a member

of the temple. The Penitents, therefore, are a secret fighting force whose members are willing to risk their souls—again—for the good of their temple.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Novice: Formerly of evil or neutral alignment and now good; at least 1 rank in Hide and Move Silently; acceptance into the Penitents by a cleric of the character's new faith.

Rank 2 – Acolyte: 1 rank in Knowledge (religion); 3 ranks in Hide and Move Silently.

Rank 3 – Penitent: 1 rank in Open Locks; 3 ranks in Knowledge (religion); 5 ranks in Hide and Move Silently.

Rank 4 – Adept: 3 ranks in Open Locks; 5 ranks in Knowledge (religion); 7 ranks in Hide and Move Silently.

Rank 5 – Champion: 5 ranks in Open Locks; 7 ranks in Knowledge (religion); 9 ranks in Hide and Move Silently.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Access to healing at the hands of temple clerics whenever the member returns from a mission.

Rank 2 – A +1 bonus on Will saves against any effect (including magic) that would make the character act against the principles of his newfound faith.

Rank 3 – A +1 sacred bonus to all Hide and Move Silently checks while under orders from a cleric of the character's newfound faith.

Rank 4 – A +2 bonus on Will saves against any effect (including magic) that would make the character act against the principles of his newfound faith.

Rank 5 – The ability to cast the divine spell

bless once per day as a cleric of the member's character level.

DRAWBACKS

Although Penitents are not themselves clerics, they operate under many of the same restrictions as the clerics of their newfound religion. In almost every significant respect, they are bound by all the same oaths and vows as their clerical superiors. The primary difference is that Penitents exist outside the hierarchy of their faith. They can only be commanded by clerics who are specifically assigned to oversee them. Otherwise, they are treated as lay people who look to clerics for moral guidance but not specific commands. Penitents are nevertheless expected to give up 10% of their monthly income (whether it be gold, magic items, etc.) to the temple as an offering and show of thanksgiving.

CAUSES FOR EXPULSION

The life of a Penitent is difficult. Few would deny that. Consequently, there are many causes for expulsion from the organization. The simplest (and most common) is backsliding. If a Penitent returns to his old ways in any fashion, he is immediately expelled. Should he betray the principles of his newfound faith, he is not necessarily expelled. He is treated like any other wayward member of the faith and given the opportunity to atone after he has been made aware of his error. Only if he remains obstinate in his sin is he cast out of the organization permanently. Failure to obey the orders of a cleric assigned by the temple to oversee the Penitents is also grounds for expulsion, although again this penalty is usually only applied in the case of continued obstinacy. Minor transgressions are treated more charitably if the Penitent shows the desire to correct them. Finally, failure to provide the temple with the requisite portion of one's monthly income is cause for expulsion, since the temple sees that offering as its rightful share of the Penitent's fortune. Without the temple, the member would simply be a criminal and have no legitimate income, so it feels no compunction about making a claim on a small portion of the Penitent's wealth.

PICKPOCKETS' ALLIANCE

Not all criminals are as ambitious as those of the Thieves' Guild. For that matter, not all criminals wish to give up a portion of their take to a guildmaster who does little to earn it. For these enterprising petty miscreants, there is the Pickpockets' Alliance, a loose organization made up of rogues who wish to stay out of the way of the Thieves' Guild but nevertheless wish to avail themselves of a support network made up of their comrades. The Alliance acts primarily to spread knowledge and information, including training in the niceties of pickpocketing and other minor crimes. Not surprisingly, the Alliance generally escapes the notice of the legal authorities, who have bigger concerns in the Thieves' and Assassins' Guilds—just the way the Alliance likes it.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – 1 rank in Gather Information, Pick Pocket, or Search; another existing member of the Alliance who will vouch for the character's trustworthiness to join.

Rank 2 – 3 ranks in Gather Information, Pick Pocket, or Search.

Rank 3 – 5 ranks in Gather Information, Pick Pocket, or Search.

Rank 4 – 7 ranks in Gather Information, Pick Pocket, or Search; 3 ranks in the other two.

Rank 5 – 9 ranks in Gather Information, Pick Pocket, or Search; 5 ranks in the other two.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Access to hiding places and boltholes known to other members of the Alliance.

Rank 2 – A +1 competence bonus to Gather Information, Pick Pocket, or Search checks, depending on the skill in which the character possesses the most ranks.

Rank 3 – Promise of assistance from any other pickpockets in the character's city. They will aid the character in whatever way they can in times of need short of risking their own lives or freedom.

Rank 4 – A +2 competence bonus to Gather Information, Pick Pocket, or Search checks, depending on the skill in which the character possesses the most ranks.

Rank 5 – The ability to call upon a number of rank 3 and lower members equal to the character's Charisma modifier who act as accomplices for a single endeavor. The accomplices will not risk life or freedom for the character but will use their skills to the best of their ability to aid the character. This ability can only be used once per week.

DRAWBACKS

There are two drawbacks to joining the Pickpockets' Alliance. The first is that, like all criminal groups, the local law enforcers often target the Alliance. That means that members can expect to be harassed and often arrested during periodic sweeps to restore order to the city. Of course, the Thieves' Guild is usually a bigger target, so these sweeps are comparatively few—much to the chagrin of the Guild, which resents the existence of the Alliance. This is the second drawback: the enmity of the Thieves' Guild, which considers the Alliance a challenge to its control of the city's underworld. Members of the Guild regularly threaten and bully pickpockets to get them to join the Thieves' Guild instead. Occasionally, it goes beyond threats and escalates to physical violence.

CAUSES FOR EXPULSION

The Pickpockets' Alliance places a lot of stock in trust. Its members are bound by no oaths or chains of command. They assist one another because they must. As the weakest members of the criminal underworld (many orphans and young people are members of the Alliance), they feel they must stick together or else they will suffer the consequences. Anyone who acts in a way that runs counter to this shared sense of community will be shunned by other members. He will immediately lose all benefits deriving from the assistance of other pickpockets (ranks 1, 3, and 5). In addition, the character's former comrades will never again come to



his aid, even when in genuine distress. The worst offense is capitulating to the Thieves' Guild. Any pickpocket who gives in to the Guild's threats will not merely be shunned. He will be turned into the authorities. The Alliance considers such individuals traitors of the highest order and will do everything it can to remove them from involvement in the city's underworld.

RODRİK'S BAND

There are more places to make a career as a criminal than cities and towns. The high seas hold many opportunities for those willing to brave their dangers. Pirates are common in many regions of the world, particularly where waterborne commerce is regular. Rodrik's Band is a typical example of a pirate group that preys upon merchant vessels that use the oceans to transport goods to and from distant lands. The band was originally led by Captain Gwillem Rodrik, who terrorized the seaways for over a decade before meeting his death in a drunken brawl. Rodrik's memory lives on, however, and others (originally his first mate and then others) have taken up where he left off, commanding his ship and his men. The band is just as efficient as ever and many

coastal areas live in fear of raids by these fearsome pirates.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Recruit: 1 rank in Use Rope; no ranks in Swim; convincing the current captain of the band to allow the character to join.

Rank 2 – Swab: 1 rank in Climb; 3 ranks in Use Rope.

Rank 3 – Crewman: 3 ranks in Climb; 5 ranks in Use Rope.

Rank 4 – First Mate: 5 ranks in Intimidate; 5 ranks in Climb; 7 ranks in Use Rope; character level 7+.

Rank 5 – Captain: Support of the majority of the crewmen (rank 3+) aboard the ship as the new captain, no matter how the character came to claim the captaincy.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Food and lodging aboard the ship; one-sixth of any booty seized, which is divided equally among all rank 1 members of the band.

Rank 2 – Martial Weapon Proficiency feat; one-sixth of any booty seized, which is divided equally among all rank 2 members of the band.

Rank 3 – A +1 bonus on Fortitude saves to resist the effects of disease; one-sixth of any booty seized, which is divided equally among all other rank 3 members of the band.

Rank 4 – The ear of the captain and the authority to speak in his name; one-sixth of any booty seized.

Rank 5 – Control of the ship and the authority to determine when and where the band acts; two-sixths of any booty seized.

DRAWBACKS

Pirates are by definition criminals and Rodrik's Band is no different. The authorities of several different nations want the band, all of whom have suffered at their hands. Being captured by any of these nations is in all likelihood an automatic death sentence, since piracy is considered a grave offense. The band has vowed to rescue any member who is captured, but even so, the chances of being tried and executed are great. In addition, the band itself is filled with factions and power groups, each vying for control and plotting the placement of one of their own as the next captain. Being caught on the wrong side of an internal power play can be almost as deadly as being arrested.

CAUSES FOR EXPULSION

Betraying the band or otherwise going against its code of conduct is cause for death, not expulsion. Rodrik's Band does not believe in giving second chances to those whose actions jeopardize their activities. Besides the more obvious forms of betrayal, there is failing to aid a brother pirate in time of need. All members of the band swear an oath to protect and defend their comrades, even at the cost of their own lives. Despite the factions that exist within

the band, no member would allow another to fall into the hands of an enemy and would do everything within his power to prevent such an occurrence. Failure to do so is a capital offense. The only offense that is not punishable so harshly is learning to swim. The band is superstitious and believes that learning to swim is an affront to the sea gods. Consequently, any pirate who learns to swim is immediately cast overboard and never allowed to set foot on the ship again. Assuming he can swim back to shore, he is allowed to live—a rarity for such brutal cutthroats.

ROYAL SOCIETY OF EXPLORERS AND ANTIQUARIANS

This organization is an unusual one in that its members are all respected within society as scholars and loremasters. Their areas of specialty include all facets of the past, including history and archeology. Where these individuals differ from other scholars is that they prefer to take an active role in investigating the past. Rather than sitting at a desk reading musty tomes, the Society's members organize expeditions into ancient ruins to loot them of their contents. Of course, the Society dismisses such a characterization (as well as those who derisively call them "tomb raiders"), saying that what they are doing is preserving the past from the ravages of time. By going into tombs and sepulchers, they ensure that the treasures that exist there will be seen by all and will not suffer because foul monsters have chosen to take up residence in the same locale. Thus, the Royal Society has a well-deserved reputation for being made up of eccentric men and women who combine their scholarship with remarkable athletic and fighting skills—a rare combination indeed.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Apprentice: 3 ranks in Knowledge (history) and Disable Device, Open Lock, or Search; the sponsorship of a rank 3+ member of the Society.

Rank 2 – Initiate: 5 ranks in Knowledge (history) and Disable Device, Open Lock, or Search.



Rank 3 – Junior Fellow: 7 ranks in Knowledge (history) and Disable Device, Open Lock, or Search.

Rank 4 – Senior Fellow: 9 ranks in Knowledge (history) and Disable Device, Open Lock, or Search.

Rank 5 – Master: 11 ranks in Knowledge (history) and Disable Device, Open Lock, or Search.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Limited access to the Society’s library and information on its current activities; ability to join Society expeditions.

Rank 2 – A +2 circumstance bonus to Knowledge (history) checks, because of expanded access to the restricted collections of the Society’s library.

Rank 3 – The ability to sponsor new members into the organization, with the approval of the

Membership Committee.

Rank 4 – A seat on the Membership Committee, which determines whether a new pledge may be admitted to the Society. The character also gains a +2 circumstance bonus to all Charisma-based skill checks when dealing with lower-ranking members of the Society, as well as any other scholars who are familiar with the Society’s work.

Rank 5 – The ability to sponsor new expeditions, which will summon a number of rank 3 and lower members equal to double the character’s Charisma modifier. These members will join the character and do everything within their power short of offering up their lives to assist in the expedition’s goals. This ability may only be used once per month.

DRAWBACKS

There are very few drawbacks to being a member of the Royal Society of Explorers and Antiquarians, aside from its rather steep entry requirements. Beyond that, the graduated schedule of membership fees that most concerns new members. The fees are as follows.



- Rank 1 – 250 gp/month
- Rank 2 – 500 gp/month
- Rank 3 – 1000gp/month
- Rank 4 – 2000 gp/month
- Rank 5 – 4000 gp/month

CAUSES FOR EXPULSION

The Royal Society operates according to a strict code of ethics. Despite its reputation, it is not some slapdash bunch of ne'er-do-wells masquerading as scholars. In point of fact, the Society's members are not interested in raiding tombs for reasons of self-aggrandizement or enrichment. Instead, they genuinely seek to preserve knowledge for future generations. Consequently, the unauthorized personal appropriation of any artifacts, mundane or magical, from an expedition site is cause for immediate expulsion from the Society. Likewise, any member who knowingly misrepresents his findings during an expedition will be expelled. Ex-members are typically shunned and treated as pariahs by their former colleagues. The Society wishes to protect its image as best it can, so it tends to be quite unforgiving of its members if they overstep the bounds of propriety or academic sensibility.

The Society sees itself as a haven for seek-

ers of wisdom rather than as a training ground for dungeon delvers, despite the external similarities between the two occupations.

THE THIEF CATCHERS

There's an old saying that "it takes a thief the catch a thief." The Thief Catchers are an organization dedicated to that very proposition. Composed of men and women who once made their livings as professional burglars and rogues, the group now works with local authorities to solve crimes and assist the law in catching unreformed members of their class. This is an admittedly unusual choice of vocation, but the Thief Catchers believe that it serves several valuable purposes. Aside from keeping them out of prison (a very important consideration), the organization provides its members with the opportunity to hone their skills in the cause of justice rather than theft. Thus, they continue to increase in proficiency without having to take up their old ways—a compromise that seems to have worked quite well, given the increasing number of Thief Catchers seen in many nations across the world.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Neophyte: 1 rank in Disable Device, Hide, or Open Locks; 3 ranks in Sense Motive.

Rank 2 – Apprentice: 3 ranks in Disable Device, Hide, or Open Locks; 5 ranks in Sense Motive.

Rank 3 – Thief Catcher: 3 ranks in two of the following: Disable Device, Hide, or Open Locks; 7 ranks in Sense Motive. Successfully catching a thief in the commission of a crime.

Rank 4 – Expert Thief Catcher: 5 ranks in two of the following: Disable Device, Hide, or Open Locks; 9 ranks in Sense Motive.

Rank 5 – Master Thief Catcher: 7 ranks in Disable Device, Hide, and Open Locks; 11 ranks in Sense Motive.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Permission to use rogue skills (such as Disable Device, Open Locks, etc.) within a city or nation provided they are used in catching criminals. Access to Thief Catcher safe houses and other residences in the area of operation.

Rank 2 – A +1 competence bonus on all Sense Motive checks.

Rank 3 – The authority to act in the name of the law and arrest those who are perpetrating a crime.

Rank 4 – A +2 competence bonus on all Sense Motive checks.

Rank 5 – A +3 competence bonus on all Sense Motive checks; ability to temporarily deputize others (whether low-ranking Thief Catchers or not) to act as agents of the law. The number of new deputies cannot exceed the character's Charisma modifier and can be used no more often than once a month.

DRAWBACKS

The drawbacks associated with membership in the Thief Catchers are twofold. The first is that many people, both legal authorities and common citizenry, do not trust these reformed rogues. They still look at them as if they were the thieves they once were. This gives them a –1 penalty to all Charisma-based checks when dealing with individuals who view them with skepticism (except for Intimidation, where they get a +1 circumstance bonus because of their unsavory reputation). This sometimes hinders the member's ability to act as an investigator into certain crimes. The second—and more dramatic—drawback is that unreformed rogues view the Thief Catchers as traitors. They see them as “sell-outs” who have betrayed their comrades for the safety and security that official sanction brings. Consequently, these former colleagues often go out of their way to hurt or injure Thief Catchers, with some going so far as to pursue their revenge in even more elaborate and gruesome fashions.

CAUSES FOR EXPULSION

Any Thief Catcher who reverts to his old ways will not only be expelled but also be punished for his lapse by imprisonment. The same holds if any member fails to pursue an active thief with whom he once had a previous professional or personal relationship. Thief Catchers are expected to foreswear any special treatment for other thieves, no matter what the member's previous connection to them. Finally, Thief Catchers are duly recognized agents of the law. Consequently, they are expected to behave in a fashion befitting that position. Should they do anything that brings disrepute upon the law or the legal authorities of the city or nation where they are employed, they will be expelled, even if it is not an illegal action. In a similar vein, Thief Catchers must cooperate with other agents of the law when working on matters of mutual interest. Failure to do so may result in expulsion.

THE THIEVES' GUILD

Wherever there are people, there are thieves. Lurking in the shadows, living by theft and violence, these criminals exist for one purpose: to enrich themselves at the expense of others. Of course, most civilized locales have some type of law enforcement body, which protects the innocent from the depredations of these unsavory elements—at least in theory. To combat these attempts to maintain law and order, the Thieves' Guild arose. Modeled on the guilds of other professions, the Thieves' Guild assists rogues, cutthroats, and other dubious characters in their criminal endeavors, including shielding them from the law. In many cities, the Thieves' Guild has become immensely powerful, overshadowing even the legitimate government in terms of its wealth and influence. In others, the Guild is less impressive but nevertheless significant. In all cases, the Thieves' Guild provides its members with aid and comfort as they pursue their chosen “profession.”

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1 – Footpad: A record of accomplishment as a thief (character level 2+); recommendation of an existing member of the Guild.



Rank 2 – Cutpurse: 1 rank in Climb; 3 ranks in Hide, Move Silently, and Open Locks.

Rank 3 – Footpad: Renown as a thief (character level 5+); 1 rank in Disable Device; 3 ranks in Climb; 5 ranks in Hide, Move Silently, and Open Locks.

Rank 4 – Thief: 3 ranks in Disable Device; 5 ranks in Climb; 7 ranks in Hide, Move Silently, and Open Locks.

Rank 5 – Master Thief: 5 ranks in Disable Device; 7 ranks in Climb; 9 ranks in Hide, Move Silently, and Open Locks; infamy as a thief (character level 8+).

Rank 6 – Guildmaster: Infamy as a thief (character level 12+); support of a majority of the rank 5 members of the Thieves' Guild.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Access to the Thieves' Guild's headquarters and the use of its facilities in

exchange for a cut of all profits earned in criminal undertakings (see below). Each new member is also assigned a mentor (rank 3+ member), who is the character's official advocate and instructor in the traditions of the Guild.

Rank 2 – Permission to form partnerships with other members of the Guild to found any sort of criminal enterprise they wish, provided they give the Guild its requisite cut of all profits (see below). The member may also fence stolen goods of any sort, as well as purchase ordinary items that others in the Guild have for sale.

Rank 3 – The permission to recommend new members to the Guild, as well as to act as a mentor to them. The ability to purchase any magic items the Guild may acquire. A +1 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Thieves' Guild is located.

Rank 4 – A junior seat on the ruling council that advises the Guildmaster of Thieves, including the ability to vote for the next Guildmaster when the position becomes vacant (although the character is ineligible for the position himself). A +2 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Thieves' Guild is located.

Rank 5 – A senior seat on the ruling council that advises the Guildmaster of Thieves, including the ability to vote for the next Guildmaster when the position becomes vacant. The character is now eligible for the position, should he be chosen by a majority of all other rank 5 members. A +3 circumstance bonus to all Intimidate checks when dealing with NPC-class characters in the town or city where the Thieves' Guild is located.

Rank 6 – Absolute rulership of the Guild.

DRAWBACKS

The Thieves' Guild has two primary drawbacks. The first is that the Guild is a strict hierarchy and transgressing its strictures leads to a harsh punishment. Higher-ranking members of the Guild expect to be obeyed by those of lower ranks, as well as treated with respect. Anyone who chooses to ignore these expectations may be physically harmed—even killed—by their superiors without compunction. This is especially true if the lower-ranking members'



actions threaten the security and stability of the Guild. Likewise, no lower-ranking member may ever harm or kill his superior without the express permission from the Guild's ruling council, which must approve all such actions.

The second drawback is that all members of the Guild are expected to give a percentage of their monthly income to the Guild, to line the pockets of the members of the ruling council. This percentage decreases as the member gains greater rank and influence within the organization.

- Rank 1 – 40%
- Rank 2 – 30%
- Rank 3 – 20%
- Rank 4 – 10%
- Rank 5 – 5%
- Rank 6 – 0%

CAUSES FOR EXPULSION

As an organization of cutthroats, the Thieves' Guild has many hidden dangers for those who pay little heed to its rough standards of justice. Any member that does not obey his superiors, as noted above, or whose reckless actions jeopardize the Guild, will be punished harshly, pos-

sibly with death. Indeed, most transgressions against the Guild are usually cause for bodily harm rather than expulsion. The Thieves' Guild rarely allows members who wish to leave to do so, since that too might pose a risk to its security. Consequently, anyone who acts against his superiors, withholds a portion of his monthly tribute, or who undermines the Guild will find himself brutally (but quietly) eliminated, his body never to be found. The Thieves' Guild operates under a code of silence and expects all its members to abide by it or face the ultimate penalty.

THE WEB OF LIES

Knowledge is power, or so goes the old saying. Many rulers have taken this wisdom to heart and formed spy networks to ensure that they always have more knowledge than their enemies. The Web of Lies is one such spy network. Created by a good king with an interest in the affairs of his evil neighbors, the Web's members infiltrate these wicked societies and operate from within in order to gather the information that might save their homeland from suffering at the hands of villainy. Members of the Web are ever on the verge of discovery, the penalty for which may well be

their very lives. For this reason, the Web consists entirely of neutrally aligned individuals who nevertheless understand that evil cannot be allowed to rise to power, even if preventing this occurrence can only be achieved at the cost of their own lives.

MEMBERSHIP REQUIREMENTS

To qualify for each rank of this organization, the character must meet the following minimum requirements.

Rank 1- Informant: 3 ranks in Gather Information; non-good alignment; approval of the sponsoring kingdom.

Rank 2- Observer: 1 rank in Disguise or Bluff; 3 ranks in Spot or Search; 5 ranks in Gather Information.

Rank 3- Spy: 3 ranks in Disguise or Bluff; 5 ranks in Spot or Search; 7 ranks in Gather Information.

Rank 4- Senior Spy: 5 ranks in Disguise or Bluff; 7 ranks in Spot or Search; 9 ranks in Gather Information.

Rank 5- Spymaster: 7 ranks in Disguise or Bluff; 9 ranks in Spot or Search; 12 ranks in Gather Information.

BENEFITS

Immediately upon being inducted to each rank of this organization, the character gains the following benefits.

Rank 1 – Plausible false identity within an evil kingdom, along with another member (rank 3+) who acts as the character's mentor and contact.

Rank 2 – A +1 competence bonus to all Gather Information checks.

Rank 3 – A +2 competence bonus to all Gather Information checks; ability to cast *undetected alignment* once per day as a sorcerer of the member's character level.

Rank 4 – A +3 competence bonus on all Gather Information checks; +1 bonus to Will saves to resist mind-affecting and enchantment effects.

Rank 5 – A +4 competence bonus to all Gather Information checks; +2 bonus to

Will saves to resist mind-affecting and enchantment effects.

DRAWBACKS

The only true drawback to being a member of the Web of Lies is the danger and isolation that go with membership. Because the Web operates in an evil kingdom hostile to the character's homeland, he can never let his guard down, lest his cover be exposed. Likewise, he cannot travel often between the land where he is stationed and his homeland, since this too would draw suspicion. Instead, he must remain away from the very place he is protecting. Worse still, if the character is discovered, he will in all likelihood experience painful torture (as the evil kingdom tries to extract information from him), followed by death.

CAUSES FOR EXPULSION

The Web of Lies only functions if all of its members remain loyal to its ideals. Any member that chooses to reject those ideals will be expelled. That is, any member who breaks his cover, identifies his comrades, or reveals secrets that could jeopardize the Web's mission will be immediately expelled. In extreme cases, offending members may be killed as well, since they might threaten the success of the Web's overall mission, in which case there will be reluctant orders to eliminate the former member. Such occasions are rare, however, since the Web employs a decentralized structure that makes it difficult for the enemy to infiltrate. Even if a single cell of members is uncovered, it will not necessarily compromise other cells. This structure does make the Web's mission more difficult since it relies heavily on individual initiative, but that is an acceptable price for security.

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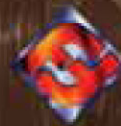


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