



EVOLVING ITEMS

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To the surprise of her party, the fighter turned down the spoils of the slain dragon's hoard—a magical blade etched with divine runes. She had been using the same sword since she started adventuring; it was an heirloom of her family, and dated back to the journeys of her ancestors. The party worried she would fall behind in power, but she wasn't afraid. It seemed to her that her old blade always had a new trick to show her, and it was getting stronger almost as fast as she was.

This content contains a variety of evolving items—magical artifacts with different levels of power depending on your ability to wield them. Consider allowing players to pick one of these items to start the game with, as an heirloom, plot hook, or sentimental object. This way, the party has plenty of time to see the item change and grow.

USING EVOLVING ITEMS

Each evolving item has a description which describes the item's basic powers. As your character levels up, they gain access to more of the item's abilities. When you meet the level prerequisite for an ability, you can use that power in addition to each of the lower level powers, unless that ability is stated to replace another. A level prerequisite on an evolving item refers to your character level, not your level in any particular class.

If an item requires attunement, it uses the level of the attuned creature. If it does not

require attunement, any creature that uses it can access abilities of the appropriate level.

RARITY

The rarity of evolving items is simply called "Evolve", as their power level changes dramatically based on who is wielding it.

LIST OF MAGIC ITEMS

Bow of Lethal Aim
Candlelight Blade
Circlet of Speech
Cloak of the Tadpole
Cloak of Transparency
Decanter of Mystic Potency
Force Gauntlets
Gale Blade
Growing Blade
Heartsblood Knife
Helm of the Illithid
Humble Knight's Armor
Hydra Whip
Oaken Axe
Phoenix Cloak
Purse of the Pauper
Rabbit's Ring
Ring of Dominion
Ring of Finding
Ring of Seasons
Scarf of the Sky
Shackles of the Lycanthrope
Spear of Shadows
Staff of Magic Force
Starlight Scimitar
Tools of the Apprentice
Umbral Cloak
Wand of Healing
Whispering Pen
Wyrmling Armor

ITEM DESCRIPTIONS

BOW OF LETHAL AIM

Weapon (shortbow or longbow), evolve (requires attunement)

This bow has a thin carving of an eagle's feather running along its length. Critical hits scored with this bow deal an additional damage die when calculating the amount of damage dealt.

5th Level. The amount of bonus damage this bow deals increases to two extra damage die.

10th Level. The amount of bonus damage this bow deals increases to three extra damage die.

15th Level. The amount of bonus damage this bow deals increases to four extra damage die.

CANDLELIGHT BLADE

Weapon (longsword), evolve (requires attunement)

The metal hilt of this blade is modelled to look like a melting candle, with a tear-shaped amber pommel that resembles a flame. While you are attuned to this sword, it gives off bright light in a 5-foot radius and dim light for 5 feet beyond that when it isn't sheathed.

5th Level. The radius of this blade's light, both bright and dim, increases to 10 feet each. Additionally, the first time you hit a creature with this blade each turn, you can deal an additional 1d8 fire damage to that creature.

10th Level. The radius of this blade's light, both bright and dim, increases to 20 feet each. Additionally, the bonus damage

dealt by this blade increases to 2d8.

15th Level. The radius of this blade's light, both bright and dim, increases to 30 feet each. Additionally, the bonus damage dealt by this blade increases to 3d8.

CIRCLET OF SPEECH

Wondrous item (crown), evolve (requires attunement)

This silver circlet makes one feel faintly erudite when worn. The first time you attune to this circlet, choose a language you don't know. While you are attuned to this circlet, you can read, write, and speak this language. Once this language is chosen, it cannot be changed, even if the user of this circlet changes.

5th Level. When you gain this feature, choose a second language to learn in the way described above. Like the first, this language cannot be changed.

10th Level. When you gain this feature, choose a third language to learn in the way described above. Like the first, this language cannot be changed.

CLOAK OF THE TADPOLE

Wondrous item (cloak), evolve (requires attunement)

This blue cloak has a tail shaped like that of a tadpole, and tiny frog-like eyes painted on its hood. While attuned to this cloak, you have a swimming speed of 30 feet.

5th Level. Your swimming speed increases to 45 feet, and the amount of time you can hold your breath is doubled.

10th Level. Your swimming speed increases to 60 feet. You can now breathe, speak, and cast spells normally underwater.

CLOAK OF TRANSPARENCY

Wondrous item (cloak), evolve (requires attunement)

This black cloak is faintly transparent, and has a silver clasp in the shape of a lidded eye. While attuned to this cloak, you can add your proficiency bonus twice to Dexterity (Stealth) checks.

5th Level. You can cast *invisibility* on yourself without the need for material components. Once you use the cloak in this way, you can't do so again until the next midnight.

10th Level. You can cast *greater invisibility* on yourself without the need for material components. Once you use the cloak in this way, you can't do so again until the next midnight.

DECANTER OF MYSTIC POTENCY

Wondrous item, evolve

This steel decanter has a faint sigil on its face. Any fluid placed in this decanter becomes alcoholic, and intoxicates the drinker for 1 hour. An intoxicated creature suffers from the poisoned condition.

5th Level. Creatures that drink from this decanter are now intoxicated for 4 hours.

10th Level. Creatures that drink from this decanter are now intoxicated for 8 hours.

15th Level. Creatures that drink from this decanter are now intoxicated for 24 hours.

FORCE GAUNTLETS

Armor (gauntlets), evolve (requires attunement)

These gauntlets are some kind of mithril alloy, and hum gently when used. While attuned to these gauntlets, your unarmed

strike deals 1d4 bludgeoning damage.

5th Level. The damage of your unarmed strike increases to 1d6 damage. Also, as an action, you can blast a creature backwards with your fists. The creature must make a DC 14 Strength saving throw, and on a failed save is pushed 10 feet away from you in a straight line. Once you use the gauntlets in this way, you can't do so again for 1 hour.

10th Level. The damage of your unarmed strike increases to 1d8 damage. Also, the save DC of your blast increases to 16, and the distance it pushes a creature to 20 feet.

15th Level. The damage of your unarmed strike increases to 1d10 damage. Also, the save DC of your blast increases to 18, and the distance it pushes a creature to 30 feet.

GALE BLADE

Weapon (longsword), evolve (requires attunement)

This blade is surprisingly light, as if crafted from the wind itself. This longsword has the *light* property. Also, while attuned to this blade, you know the *gust* cantrip, and can cast it at will. Wisdom is your spellcasting ability for this spell, and for any spell granted by this blade.

5th Level. You can cast *wind wall* without the need for material components. Once you use the blade in this way, you can't do so again until the next dawn.

10th Level. You can cast *steel wind strike*, using this blade as the spell's material component. Once you use the blade in this way, you can't do so again until the next dawn.

GROWING BLADE

Wondrous item, evolve (requires attunement)

This silver hilt has no blade, but is still surprisingly heavy. As an action, you can spin the hilt in your hand, transforming it into a dagger. Attacks with this dagger are considered magical for the purposes of overcoming damage resistance and immunity. Transforming the dagger back into a hilt is a bonus action.

5th Level. You can now transform the hilt into a shortsword in addition to its other forms.

10th Level. You have a +1 bonus to attack and damage rolls made with any weapon produced by this hilt. Additionally, you can now transform the hilt into a longsword in addition to its other forms.

15th Level. You have a +2 bonus to attack and damage rolls made with any weapon produced by this hilt. Additionally, you can now transform the hilt into a greatsword in addition to its other forms.

HEARTSBLOOD KNIFE

Weapon (dagger), evolve (requires attunement)

This scarlet knife pulls at your grasp, as if seeking its home in a creature's chest. Critical hits scored with this knife deal an additional 2d4 piercing damage when calculating the amount of damage dealt.

5th Level. The amount of bonus damage this bow deals increases to 4d4.

10th Level. The amount of bonus damage this bow deals increases to 6d4.

15th Level. The amount of bonus damage this bow deals increases to 8d4.

HELM OF THE ILLITHID

Armor (helm), evolve (requires attunement by a creature with an Intelligence score of 13 or more)

This metallic purple helm is crafted to resemble the tentacled mouth of a mind flayer. While attuned to this helm, you can communicate telepathically with any creature within 30 feet of you that shares a language with you.

5th Level. The distance of your telepathy increases to 60 feet. Additionally, you can cast the *detect thoughts* spell without the need for material components. Charisma is your spellcasting ability for this spell, and for any spell granted by this helm. Once you use the helm in this way, you can't do so again until the next dawn.

10th Level. The distance of your telepathy increases to 120 feet. Additionally, you can cast the *modify memory* spell. Once you use the helm in this way, you can't do so again until the next dawn.

HUMBLE KNIGHT'S ARMOR

Armor (plate), evolve (requires attunement)

This plate armor is covered in rust and creaks as it moves, but has never led its master astray. While attuned to this armor, you can save yourself from crisis as a bonus action. When a creature scores a critical hit on you, you can use your reaction to reduce the attack to a regular hit. Once you use the armor in this way, you can't do so again until the next dawn.

10th Level. Some of the rust flakes off the armor, revealing a hint of its former glory. You have a +1 bonus to AC. Also, the number of times you can reduce a critical hit to a normal hit increases to twice per day.

HYDRA WHIP

Weapon (whip), evolve (requires attunement)

This whip splits into two cords at its end, and has a small metal tip shaped like a hydra's head on each cord. Attacks with this whip deal 2d4 slashing damage instead of 1d4.

5th Level. The whip splits, increasing the number of heads to three. The whip now deals 3d4 slashing damage.

10th Level. The whip splits, increasing the number of heads to four. The whip now deals 4d4 slashing damage.

15th Level. The whip splits, increasing the number of heads to six. The whip now deals 6d4 slashing damage.

OAKEN AXE

Weapon (battleaxe), evolve (requires attunement)

This battleaxe has a single vine wrapped around its hilt, from which a lone green leaf springs. While attuned to this axe, the first time you hit a creature with this axe each turn, you can deal an additional 1d6 poison damage to that creature.

5th Level. The vines twirl around the hilt of the axe. As an action, you can raise the axe and cast *ensnaring strike* (save DC 14). Once you use the axe in this way, you can't do so again until the next dawn.

10th Level. The vines begin to dominate the axe, which is growing quite heavy at the head. The bonus damage dealt by this weapon increases to 2d6.

15th Level. The axe has become a set of curved blades protruding from a twisted hilt of vines and leaves. As an action, you can raise the axe and cast *grasping vine* (save

DC 17). Once you use the axe in this way, you can't do so again until the next dawn.

PHOENIX CLOAK

Wondrous item (cloak), evolve (requires attunement)

This cloak is made from layers of orange and red fabric, and flickers like fire in the wind. While attuned to this cloak, you have resistance to fire damage.

5th Level. As a bonus action, you can transform the cloak into a pair of flaming wings, granting you a flying speed of 30 feet. Dispelling these wings is also a bonus action.

10th Level. The flying speed granted by this cloak increases to 60 feet.

15th Level. You are immune to fire damage.

PURSE OF THE PAUPER

Wondrous item, evolve

This velvet purse has a rusted clasp, and weighs practically nothing. As an action, you can upturn the purse into your hand, producing a single copper coin. Once you use the purse in this way, you can't do so again until the next dawn.

5th Level. The purse now produces a silver coin.

10th Level. The purse now produces a gold coin.

15th Level. The purse now produces a platinum coin.

RABBIT'S RING

Ring, evolve (requires attunement)

This ring has two tiny bumps that resemble rabbit ears. While attuned to this ring, your movement speed is increased by 5 feet.

5th Level. The bonus speed granted by

this ring increases to 10 feet.

10th Level. The bonus speed granted by this ring increases to 20 feet.

RING OF DOMINION

Ring, evolve (requires attunement)

This ring is lined with foul words written in the Infernal script. While attuned to this ring, you can attempt to exert dominance over a demon or devil you can see. As an action, you dominate a fiend of challenge rating 1/4 or lower. The fiend cannot disobey a verbal command from you for 1 hour. Once you use the ring in this way, you can't do so again until the next midnight.

5th Level. The challenge rating of fiend this ring can dominate increases to 1/2.

10th Level. The challenge rating of fiend this ring can dominate increases to 1.

15th Level. The challenge rating of fiend this ring can dominate increases to 5 or lower.

RING OF FINDING

Ring, evolve

This ring has a tiny circular ruby set into its face. While wearing this ring, you can cast *detect magic* once. If you use your action while this spell is active to locate a magical creature or object, a tiny red beam of light visible from 10 feet away points to the source of magic. Once you cast this spell once, you can't do so again until the next dawn.

5th Level. You can cast *locate object* without the need for material components. Once you cast this spell once, you can't do so again until the next dawn.

10th Level. You can cast *locate creature* without the need for material components.

Once you cast this spell once, you can't do so again until the next dawn.

RING OF SEASONS

Ring, evolve (requires attunement)

This ring has four small gems set in a small square—a ruby, emerald, sapphire, and topaz. The first time you attune to this ring, roll a d4 and confer to the table below.

While you are attuned to the ring, you are resistant to the corresponding element. This element can't be changed, even if the ring is used by a different creature.

5th Level. When you gain this feature, roll another d4. You are resistant to the rolled element in addition to the first. If you roll an element from which the ring already protects, roll the d4 until you roll a new element.

10th Level. When you gain this feature, roll another d4 as described above.

15th Level. When you gain this feature, you are resistant to the fourth remaining element.

d4	Season	Element
1	Summer	Fire
2	Autumn	Necrotic
3	Winter	Cold
4	Spring	Thunder

SCARF OF THE SKY

Wondrous item (scarf), evolve (requires attunement)

This scarf is a gradient of light to dark blue, like the colors of the sky. While attuned to this scarf, you take no damage when falling distances of less than 20 feet. Once you fall

20 feet, you start calculating fall damage as normal, starting at 1d6 bludgeoning damage.

5th Level. The scarf takes on the colors of the sunrise. The minimum distance you must fall before taking falling damage increases to 30 feet.

10th Level. The scarf takes on the colors of twilight. The minimum distance you must fall before taking falling damage increases to 50 feet.

15th Level. The scarf takes on the colors of the night sky. You no longer take damage from falling great distances.

SHACKLES OF THE LYCANTHROPE

Wondrous item (bracelets), evolve (requires attunement)

These bracelets resemble heavy iron manacles, each with an uneven length of iron chain dangling from its cuff. While attuned to these bracelets, your fingernails sharpen into claws, and your unarmed strikes deal 1d4 slashing damage. You are proficient in these strikes, and can use your Strength or Dexterity modifier (your choice).

5th Level. Your ears start to lengthen and your eyes sharpen. You gain proficiency in the Perception skill. If you are already proficient, you can add your proficiency bonus twice to Perception checks.

10th Level. Your body starts to elongate in unusual ways. Your movement speed increases by 10 feet.

15th Level. You are a fully-fledged lycanthrope. As an action, you can transform into a werewolf for 1 minute. In this form, you gain the following benefits.

- Your AC can't be less than 16.

- You have advantage on Strength and Dexterity saving throws.
- The damage of your unarmed strikes increases to 1d8.

Once you transform in this way, you can't do so again until the next midnight.

SPEAR OF SHADOWS

Weapon (spear), evolve (requires attunement)

This black spear casts no shadow, as if it contains all its darkness within itself. While attuned to this spear, you are resistant to necrotic damage.

5th Level. As an action, you can transform the spear into a lance of darkness and hurl it at a creature within 60 feet of you. That creature must make a DC 14 Dexterity saving throw, taking 8d6 necrotic damage on a failed save or half as much on a successful one. The spear then reappears in your hand. Once you use the spear in this way, you can't do so again until the next midnight.

10th Level. The save DC of your dark lance increases to 16, and its damage increases to 8d8. Also, you may now use the spear in this way twice per day.

15th Level. The save DC of your dark lance increases to 18, and its damage increases to 8d10. Also, you may now use the spear in this way three times per day.

STAFF OF MAGIC FORCE

Staff, evolve

This staff has a perfectly spherical blue crystal set into its tip. The staff has 5 charges. As an action, you can expend a charge to cast *magic missile*. For 1 charge, you cast the 1st-level version of this spell. You can increase the spell level of this spell

by one for each charge you expend. The staff regains 1d4 + 1 charges daily at dawn.

5th Level. You can expend 3 charges to cast *dispel magic*. For 1 charge, you cast the 1st-level version of this spell. You can increase the spell level of this spell by one for each charge you expend.

10th Level. You can expend 5 charges to cast *wall of force* without the need for material components.

STARLIGHT SCIMITAR

Weapon (scimitar), evolve (requires attunement)

This scimitar has a gleaming rainbow stone set in its hilt. While attuned to this scimitar, you can cast the *dancing lights* cantrip at will.

5th Level. As an action, you can point the scimitar at a creature within 30 feet of you and blast it with a bolt of starlight. The creature must make a DC 14 Dexterity saving throw. On a failed save, the creature takes 4d6 radiant damage and glows with starlight until the beginning of your next turn, granting advantage on any attack rolls made against the creature. On a failed save, the target takes half as much damage and doesn't glow.

10th Level. The save DC of your starlight bolt increases to 16, and its damage increases to 8d6. Also, you may now use the scimitar in this way twice per day.

15th Level. The save DC of your starlight bolt increases to 18, and its damage increases to 12d6. Also, you may now use the scimitar in this way three times per day.

TOOLS OF THE APPRENTICE

Wondrous item (artisan's tools), evolve

These tools are battered with years and years of use. A creature that uses these tools for their appropriate craft gains a +2 bonus to any rolls associated with that craft.

5th Level. The bonus to craft-related rolls granted by these tools increases to +3.

10th Level. The bonus to craft-related rolls granted by these tools increases to +4.

15th Level. The bonus to craft-related rolls granted by these tools increases to +5.

UMBRAL CLOAK

Wondrous item (cloak), evolve (requires attunement)

This cloak is sewn from shadows, and disappears in broad daylight. While attuned to this cloak, you have darkvision to a distance of 60 feet.

5th Level. You have resistance to necrotic damage.

10th Level. Your darkvision increases to a distance of 120 feet.

15th Level. You have immunity to necrotic damage. Additionally, your darkvision is not impeded by magical darkness.

WAND OF HEALING

Wand, evolve

This wand has a golden cross-shaped tip. The wand has 3 charges. As an action, you can expend one charge to touch the wand to a creature and heal it for 2d4 + 2 hit points. The wand regains 1d3 charges daily at dawn.

5th Level. The amount this wand heals increases to 4d4 + 4.

10th Level. The amount this wand heals increases to 8d4 + 8.

15th Level. The amount this wand heals increases to 12d4 + 12.

WHISPERING PEN

Wondrous item, evolve

This pen has an oddly-shaped metal tip, as if designed to scratch long-lost runes. This pen has an endless well of mundane ink. Also, while holding this pen, you can cast the *message* cantrip at will.

5th Level. You can cast *sending* once without the need for material components. This casting is special: you do not need to perform the verbal component, instead writing your message on parchment. After you finish the message, the ink disappears, delivering the message in your voice to a creature with which you are familiar. Once you use the pen in this way, you can't do so again until the next dawn.

10th Level. You can now cast *sending* three times a day.

15th Level. You can now cast *sending* five times a day.

WYRMLING ARMOR

Armor (any), evolve (requires attunement)

This armor resembles a tiny metal wyrmling, coiled up on your shoulder like a pauldron. The color of this armor dictates its elemental affinity, as shown in the table below. While attuned to this armor, you have a +1 bonus to AC.

5th Level. The dragon grows to cover both shoulders. You have resistance to the damage type associated with this armor.

10th Level. The dragon grows to cover your shoulder blades, its tail curling down your spine. As an action, you can summon a pair of metal dragon wings. You gain a flying speed of 60 feet for 1 hour, or until dispelled as a bonus action. Once you use the armor in this way, you can't do so again until the next dawn.

15th Level. The dragon curls around your entire chest, forming a complete breastplate. You have a +2 bonus to AC. Also, you have immunity to the damage type associated with this armor.

Color	Element
Red, gold, brass	Fire
Blue, bronze	Lightning
Green	Poison
Black, copper	Acid
White, silver	Cold