

PLANAR FACCTIONS



BY ARI MARMELL

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PLANAR FACTIONS COLLECTED

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About the Author

Ari Marmell has been writing for various RPG companies since 2000. *Planar Factions* is his first foray into PDF publishing. This series also represents the first endeavor for **Lions Den Press**, a creative studio consisting of Ari and C.A. Suleiman, with whom he has worked on many previous endeavors.

I N T R O D U C T I O N

The multiverse offers an infinite number of possibilities, endless worlds that serve as the basis for adventures or entire campaigns. It is an often overlooked fact, however, that characters need not travel beyond their world to experience the threats and rewards the planes have to offer. *Planar Factions* presents organizations, guilds, and secret societies that span multiple worlds. Each exists and operates on numerous planes, and each carries with it its own potential for story, adventure, and conflict. The *Planar Factions* can be used individually, dropped neatly into almost any campaign setting, or they can be used as a whole, representing a veritable web of interplanar organizations.

Each *Planar Faction* includes the organization's overall makeup, its resources and base of operations, its history, its goals and methods, its internal laws and customs, and new game mechanics specific to that organization. And because each faction operates on multiple worlds, you can make them a driving force in your own setting, or use them as a means of introducing your PCs to planar adventuring. (Be sure to check out **Ronin Art's** *A Dozen Planar Traits* and *A DM's Directory of Demiplanes* for more planar adventuring ideas.)

The *Planar Factions* series includes:

- *The Eternal Flame*, an order devoted to rooting out all evil, yet hiding the most foul evil of all.
- *The Gur-Tannan*, violent fanatics who have enslaved or destroyed whole worlds, in their quest to make their god the *only* god.

- *The Midnight Dawn*, despised necromantic knights who protect the living by using the dead to battle evil.
- *The Mythmakers*, who offer to make anyone a hero for the right price.
- *The Obsidian League*, a multi-dimensional merchant's guild with sufficient riches to buy and sell whole nations.
- *The Poison Tide*, a faction of undersea creatures who would see all the inhabitants of dry land, in all the worlds, swept beneath the rising waves.
- *The Silent Hand* and *the Risen Legion*, a hidden cabal and a mercenary army who seek to forestall the Apocalypse itself.
- *The Steadfast Order of the Shapers of Earthen Splendor*, a gentleman's secret society who seek mathematical precision in all things, and whose strange lore and magics suggest they're well on their way to finding it.
- *The Twice-Born*, who seek to reverse extinction itself.
- *The Twilight Empire*, before whom all mundane thieves' guilds pale.
- *The Vault of Souls*, a religious sect that believes in nothing more strongly than the sanctity of death, and hunt down all who have cheated the Reaper.
- *The Wild Hunt*, a sportsman's club who will guide anyone on the hunt for any creature—no matter how rare, how dangerous, or how innocent.

THE ETERNAL FLAME

POWER CORRUPTS; ABSOLUTE POWER
IS A GOOD START

The Eternal Flame is both one of the most well-loved of these factions, and perhaps the most deceptive, for it is based on nothing less than the precepts of corrupting and twisting the most noble and selfless of deeds into the service of evil.

ATTRIBUTES OF THE ETERNAL FLAME

Size: Different factions of the Eternal Flame range from Small (10–50 members) to Large (101–200 members). Multiple factions — all unaware of one another — exist throughout the multiverse, creating a truly enormous network of agents.

Alignment and Purpose: LE, masquerading as LG; To slowly suborn those who wish to do good into becoming more and more tyrannical and evil as they gain power.

Approximate Class Breakdown: Aristocrat 15%, Fighter 15%, Rogue 15%, Cleric 10%, Ranger 10%, Sorcerer 10%, Wizard 10%, Monk 5%, Paladin/Blackguard (see below) 5%, Other 5%.

Resources: The resources of a given faction of the Eternal Flame depend largely on those who have joined. On average, any individual faction can draw on capital, goods, and services worth approximately 5,000 gp per member.

Thus, a faction with 187 members can draw on approximately 935,000 gp-worth of resources. Factions that claim particularly wealthy nobles or powerful spellcasters may exceed these limits at the DM's discretion.

Central Headquarters: As each Eternal Flame faction on any given world is largely ignorant of its brother factions elsewhere, the organization does not have a central headquarters per se. The true founder of the Eternal Flame, the creature called Methuriel, operates from the city of Subrachai on the sixth level of Hell.

Known Enemies: Many evil cults and organizations oppose the Eternal Flame on a local level, as the society appears devoted to exterminating such bastions of wickedness. Some few devils who have learned that the Eternal Flame is actually (albeit indirectly) a creation of Duke Moloch are allied with Moloch's enemies in the hierarchy of Hell, and work against the organization for that reason. Finally, on several of the worlds in which they operate,

the Midnight Dawn has become aware of the Eternal Flame's true nature and works against it accordingly. Given that the Eternal Flame is often quite popular with the citizens of the worlds in which they operate, this causes substantial damage to the Midnight Dawn's already atrocious reputation.

A GENERAL OVERVIEW

The Eternal Flame appears, at first glance, to be a blessing of the gods, a gift to the cultures in which it operates. A society of both the wealthy and powerful, it is devoted to stamping out evil in all its forms.

In truth, the Eternal Flame is a living testament to the axiom that power corrupts. As members of the organization become more popular and more influential, the group's leaders encourage them to more extreme interpretations of law, harsher methods of ensuring the "greater good." In those cultures where the Eternal Flame has run unchecked, the group inevitably becomes the ruling faction of a tyrannical, despotic regime, under which any deviation from the approved norms results in severe punishment. It is the perfect tool of lawful evil, a growing extension of the Hells cloaked in the garb of justice and right.

A BRIEF HISTORY OF THE ETERNAL FLAME

Although the Eternal Flame is but a few generations old as a true organization, its birth can be traced back thousands of years to the corruption and fall of Methuriel, a powerful angel of the upper planes. Like so many of the most ardent warriors for good, Methuriel grew intolerant of anything she perceived as even remotely evil or corrupt. Free will and personal freedoms became temptations to be avoided, rather than wonders to be cherished, for the celestial no longer trusted mortals to choose good over evil.

None alive today can say whether Methuriel's fall was caused by the machinations of Moloch, one of Hell's dukes, or whether he tricked the fallen angel into his service at a later time. Whatever the case, Methuriel now operates from the hellish city of Subrachai, founded in the shadow of Moloch's own domain.

Granted the use of several of Moloch's most powerful servants, Methuriel spreads her influence throughout the infinite worlds. Her first such attempt established the procedures the Eternal Flame now uses on all the realms in which it operates. She appeared first, a radiant vision "sent by the gods," to a high priest by the name of Erlormeon. A devout and faithful servant of a benign deity, Erlormeon never suspected that the angel was anything other than a being of goodness. At her behest, and using the great societal influence he already possessed, Erlormeon gathered others about him, from all levels of society, all determined to eliminate evil from their kingdom once and for all.

For years they warred against goblin tribes, set out on dragon-slaying expeditions, and battled only the most obvious and blatant of evils. They grew in popularity; the people loved them, the king showered them with gifts. Slowly, however, as the presence of overt evil faded, Methuriel and her servants planted seeds of doubt in Erlormeon's mind. What of those evils that flourished nearer to society's heart, those that were not so easily rooted out? Were those not actually more dangerous than all the monsters of the wild?

So the Eternal Flame, as Erlormeon had named his organization, turned first against the thieves guilds of the cities, the cults of vile gods and demons. Then they went further still, rooting out any trace of corruption amongst government officials. Still the people loved them dearly, though the king and his under-

lings began to doubt. By then it was far too late, and it was not long before the Eternal Flame, backed by popular support, overthrew the king himself and proclaimed themselves “guardians” of the land.

When Erlormeon began imprisoning those who showed any sign of discontent with his policies, for fear that they would spread “dissent” and disrupt the ordered society he had created, most of the populace accepted his decrees as natural and good. Thus did the first of many cultures fall to the Eternal Flame, a society enslaved and stripped of all rights and free will, a land occupied by a tyrannical theocracy where secret police lurked around every corner and a single word of protest could condemn a man to prison. And the people thanked them for it.

Over the years the Eternal Flame has appeared on many worlds, always heralded by an appearance of either Methuriel herself or one of her servants. Usually the results are the same, though some fortunate few societies have seen the truth of what they were becoming, thanks to a select few heroes who manage to open their eyes, and have rejected the false security offered by the Eternal Flame. Methuriel utterly despises those who would work against her in such a fashion, deeming them the most foul of evildoers and proclaiming them agents of corruption in the guise of good. Even when a culture is long since lost to her, when the people have turned against the Eternal Flame and no chance remains for the group to usurp control, she insists that her remaining agents hunt down and destroy those who thwarted their rise to power so they cannot cause “further harm.”

INSIDE THE ETERNAL FLAME

The Eternal Flame can be a tricky organization to use in a campaign. It’s imperative that the

DM not only have a solid understanding of how they operate, but also the skill to portray them as well-meaning agents of good, which most of them believe themselves to be, even while describing actions that hardly qualify as “good” in any sense of the word. The organization can be a memorable adversary for the PCs, since few of its members are truly evil — or at least, few of them start out that way. Alternatively, the DM might offer the PCs the opportunity to *join* the Eternal Flame in its early stages. The realization, many adventures down the line, that they have been advancing the cause of a horrible evil can be a campaign-altering event for even the most experienced and jaded of players.

For any of these techniques to work, the DM must understand the methods and activities of the Eternal Flame itself.

No Good Deed Goes Unpunished

As described above, the Eternal Flame always begins with the best of intentions and the most beneficial of activities. Hunting down monsters who prey on the outskirts of civilization, while certainly a viable means of gaining popularity, is but one of their many activities. The Eternal Flame acts as a philanthropic organization, donating much of the wealth it acquires, both through monster hunting and the generosity of its members, to temples and charitable institutions. Its members engage in public works projects, attempting to better the quality of life among society’s poor. They even provide healing for the injured or diseased who dwell near them, when they have the resources to spare. At this stage of the group’s existence, no one could possibly accuse them of having anything but the community’s best interests at heart.

Once the Eternal Flame is well and truly established, Methuriel (or whatever entity first appeared to the founder of the organization in this particular world) encourages the group’s

leaders to expand their activities. Their targets are still very clearly evil: corrupt politicians, organized crime, cults of evil deities, and other lawbreakers. Most of the Eternal Flame's leaders are only too happy to turn their attentions toward these more subtle — and some would argue more dangerous — evils. This occasionally turns certain elements of the government against the Eternal Flame, since no government is completely free of corruption, but by then the organization has sufficient popular support that those in power cannot afford to move against them. Again, months if not years often pass in this fashion, as the Eternal Flame eliminates more and more of society's darker elements. Not only does this expand their popularity with the commoners, but it often nets the organization substantial political power as well. The corrupt leaders and politicians who fall before their efforts and investigations must be replaced, and while many rulers are, at this point, rather nervous of the sheer popularity of the Eternal Flame, wise nobles take advantage of that popularity by appointing members of the organization to governmental positions. They feel this ensures that they, too, will remain well-liked by the populace, never realizing that they are planting the seeds of their own eventual downfall.

As the organization slides into corruption, even their public works projects become twisted. Charity is no longer handed out to all who need it, but only to those who support the Eternal Flame. Churches whose officials do not speak out in open praise of the organization cease receiving tithes. Poor neighborhoods in which the Eternal Flame is popular receive far more support in food and finances than those in which it is not.

Only at this point do the madness of Methuriel and the evil of the organization truly begin to manifest. As the leaders of the Eternal Flame gain more power and public adulation,

Methuriel and Moloch's other servants convince them that other people pose a danger, harboring a festering evil in their hearts or threatening the new ordered tranquility the Eternal Flame has worked so hard to create. Any noble or politician who openly expresses any discontent with the organization is clearly in the early stages of working against it, and must be removed from power. Citizens who worship any god but those approved by the Eternal Flame are disruptive to society itself, for surely anyone who worships a neutral or chaotic deity cannot have his community's best interests at heart. Foreigners from distant lands cannot be allowed to move unchecked through the Eternal Flame's kingdom, for none can say what unwholesome ideas they might bring with them. Eventually, anyone who so much as utters any notion that is not in line with the organization's beliefs, or decries any of its activities, is a public menace who must be imprisoned or worse. What was once a power devoted to good has become an instrument of the most intolerant lawful evil imaginable.

Werewolves in Sheep's Clothing

It's very easy to say "the well-intentioned leaders and members of the Eternal Flame are slowly corrupted by power and the advice of Methuriel," but that really isn't enough information for a DM to portray the process — especially if the PCs are among those being corrupted. Most players aren't simply going to decide that their character now values his new authority over his ethics, even if some of the NPCs do exactly that. How, then, does this slow shift in the organization happen without the people involved recognizing that they are becoming something tainted, something corrupt?

Perhaps the most important aspect is that the suggestions for how to behave are coming from a celestial patron, an angel of the gods of

light. Surely such a creature couldn't possibly suggest any course of action with anything but the greater good as its purpose, could it? These orders are then passed down to the rest of the organization by trusted leaders, men and women who have been at the forefront of the battle against evil for months if not years. Almost any suggestion can be made palatable if it is argued reasonably by trusted friends.

Remember, as well, that the Eternal Flame enjoys vast popular support by this point. The common folk have grown accustomed to thinking of the organization as heroes, saviors, possibly even societal leaders. When the group begins moving against "dangerous elements" in the community, the majority of the populace is going to support them, to believe them when they say that they're acting for the greater good. It's all too easy for people, be they PCs or NPCs, to fall into the trap of assuming that if something is popular with the people whom it most directly affects, it cannot be bad.

The agents of Moloch who serve as Methuriel's lieutenants are not above staging or arranging events as "evidence" that the shift in the Eternal Flame's activities is necessary. If certain members of the organization are hesitant to move against a group of foreigners or the followers of a neutral deity, the devils might frame them for various atrocities. If some within the Eternal Flame are made uncomfortable by the idea that simply speaking out against the group should be a crime, the devils, through a combination of charms and illusions, might stage a violent riot against the organization, forcing its members to act in self-defense.

Perhaps the single greatest threat to Methuriel's and Moloch's objectives comes in the form of paladins and clerics, servants of good deities who joined the Eternal Flame to serve their communities. Even if these do-gooders can be tricked into thinking their questionable actions are justified, their gods cannot. If a cleric loses

access to her spells, or a paladin to his powers, it becomes only too obvious that they've done something to displease their deity.

Duke Moloch, devious as he is, has found a way around even this. Through Methuriel and his other servants, he has introduced a number of religious rituals to the members of the Eternal Flame. These ceremonies appear to be innocuous paeans to the gods of good, but they conceal a far more sinister purpose. Through these rites, Moloch ensures that any prayers uttered by clerics and paladins of the Eternal Flame fall on his ears, rather than those of the gods for whom they're intended. Thus, it is Moloch himself — or, as some legends would have it, some greater and darker power of which the duke is but a servant — who grants the spells and powers of the Eternal Flame's divine casters. This is particularly devastating to paladins, whose abilities are so closely tied in to their alignment; many paladins of the Eternal Flame actually become blackguards without ever realizing what's happened to them.

One aspect of paladinhood that even Moloch cannot corrupt is the paladin's mount. These faithful companions possess a mental and emotional link to their masters that makes them all too aware of what is happening. Such a mount might well question its master's actions if intelligent enough to do so, or else simply abandon the paladin in an unmistakable sign of his fall from grace. In order to prevent this from happening, and thus alerting the paladin to the questionable nature of his actions, Moloch's servants often arrange for the mount to be slain in a "chance" encounter or a conflict with minions of evil. This removes the mount from the equation, at least for a while. By the time the paladin may summon another, he may have become sufficiently corrupt that his new mount is actually the fiendish companion of the blackguard.

Should a member of the Eternal Flame resist manipulation and prove incorruptible, Methuriel often encourages the leaders of the organization to have the troublemaker imprisoned or slain, even manufacturing evidence that he is a traitor or otherwise dangerous to the group. In other instances, devils or truly corrupt leaders might simply arrange for the target to die in battle, sending him against hopeless odds or assassinating him on the field after a victorious encounter.

Customs and Practices

Although not officially devoted to any specific deity, the Eternal Flame is very much a religious organization. Its leaders are usually clerics, paladins, or others of faith, and Methuriel and Moloch's demons portray themselves as divine messengers. As such, even the non-devout members of the organization are expected to participate in the group's religious ceremonies. Prayer before battle or danger, and a moment of thanks afterwards, are all common events among Eternal Flame personnel.

Only a single religious observation is actually *required* of all members, however. On a daily basis, local religious leaders of the Eternal Flame conduct an hour-long prayer service, offering thanks and devotion to any and all of the various "approved" deities of the world. Members are not obligated to attend every one of these services, but they *must* participate at least once a week, and on major holidays. These services conceal a hidden evil; see the new spell *black faith* below. If one (or more) of the leaders of a particular faction are divine casters of sufficiently high level, they cast the spell themselves while conducting the service. If the leaders are not high enough level or not yet fully corrupted, one of Moloch's devils casts the spell, disguised as one of the congregants.

It is also a custom among members of the Eternal Flame to offer prayers over all those "criminals" whom they imprison, torture, and/or execute. All of this is, of course, done for the prisoner's own good; perhaps, through physical pain, he can be made to see the error of his ways, to repent before the end. Few things are more disturbing than seeing a hooded torturer or executioner praying for his victim's soul even as he goes to work.

Strictures and Requirements

Few requirements exist for joining the Eternal Flame, save that one must possess a desire to do good. Methuriel and Moloch's servants would certainly rather that only those who are easily manipulated join, of course, but no means currently exists of enforcing this preference. Once someone has joined the Eternal Flame, they have but a few strictures they must follow.

- The Eternal Flame works for the greater good. To work against the organization, or to disobey the lawful orders of its leaders, is to side with evil and anarchy.
- Goodness and right can prevail only when all stand together against the darkness. Value your brethren as yourselves, and follow your leaders in all things, for without order and organization, the Eternal Flame must fall.
- The greatest evil is that which wears the masks of good and innocence. Be always vigilant, for the enemy is subtle.

Technically, minor violation of these precepts draws a reprimand, with only major transgressions resulting in actual punishments such as imprisonment or worse. In practice, however, the Eternal Flame rarely considers any violations to be minor, especially once the organization has grown corrupt; the slightest sign of deviation often results in the disappearance of the perpetrator.

Influence and Outside Connections

Different factions of the Eternal Flame on different worlds have varying degrees of influence. Those that count powerful nobles or guild leaders among their members often have a surprising amount of political and financial control, while those that have taken over entire governments obviously hold substantial amounts of power. On other worlds, the Eternal Flame is still a fledgling organization, little more than a good-aligned adventurers' guild, and has little in the way of connections.

The network of devils at the organization's pinnacle have a great many servants they can call upon throughout the multiverse, worshippers of the duke and other demonologists. They often make use of these agents when arranging specific threats for the Eternal Flame to combat, so as to improve the organization's standing or to cast blame and doubt on a specific faction or individual enemy.

The Eternal Flame has no particular alliances with any other planar factions, but they do often come into conflict with several of them. As mentioned above, some local factions of the Midnight Dawn have discovered the Eternal Flame's true nature and actively work to oppose it, despite the fact that standing against a popular organization of heroes does no good for the Midnight Dawn's reputation. Additionally, the Eternal Flame's efforts at wiping out thieves' guilds and criminal organizations often place them at odds with groups connected to the Midnight Empire. As yet, this conflict has occurred entirely with sub-organizations, and the Empire has made no effort to bring its full might to bear against the Eternal Flame.

BEARERS OF THE ETERNAL FLAME

Llonains Carience

Male Human Clr9/Blk4; CR 13; HD 9d8+18 plus 4d10+8; hp 104; Init +0; Spd 20; AC 21 (+11 armor), touch 10, flat-footed 21; BAB/grapple: +10/+13; Atk *rod of the viper* +15 melee (1d8+5); Full Atk *rod of the viper* +15/+10 melee (1d8+5); SA: Aura of despair, ebuke undead, smite good 1/day, sneak attack +1d6; SQ: Aura of evil, dark blessing, detect good, poison use, spontaneous casting (*inflict* spells); AL LE; SV Fort +12, Ref +4, Will +10; Str 16, Dex 10, Con 15, Int 14, Wis 17, Cha 16.

Skills and Feats: Bluff +13, Concentration +12, Diplomacy +14, Heal +12, Intimidate +14, Knowledge (arcana) +12, Knowledge (religion) +12, Ride +3, Spellcraft +14; Cleave, Combat Casting, Improved Sunder, Power Attack, Quicken Spell, Spell Penetration.

Possessions: *Rod of the viper*, +3 full plate, *glove of storing*, *wand of cure light wounds*, *horn of fog*

Spells Prepared (Clr 6/6/6/5/3/2; save DC 13 + spell level): 0 — *detect magic*, *detect poison*, *light*, *mending*, *purify food and drink*, *resistance*; 1st — *command*, *divine favor*, *endure elements*, *inflict light wounds*^D, *sanctuary*, *shield of faith*; 2nd — *cure moderate wounds*, *hold person*, *shatter*^D, *silence*, *sound burst*, *undetectable alignment*; 3rd — *cure serious wounds*, *dispel magic*, *magic circle against chaos*^D, *speak with dead*, *stone shape*; 4th — *air walk*, *freedom of movement*, *inflict critical wounds*^D; 5th — *flame strike*, *inflict light wounds*, *mass*^D.

^D Domain spell. Domains: Destruction (smite, 1/day), Law (cast lawful spells at +1 caster level).

Spells Prepared (Blk 2/2; save DC 13 + spell level): 1st — *cause fear, cure light wounds*; 2nd — *bull's strength, cure moderate wounds*.

Appearance: Although approaching middle age, Llonains is still a powerful figure of a man. Topping six feet in height and weighing nearly 200 pounds, he sports a stronger frame than many men half his age. Only his iron-gray hair and beard, and the lines around his eyes, indicate his true age.

Overview: Llonains is the leader of an Eternal Flame faction in a nation called Thunadros. The organization in this world has been active for many years. It has acquired complete control of Thunadros and reached the point of utter corruption — and its leader has gone right along with it. Llonains has long since succumbed to the power of his position, and no longer deludes himself about his true morality or his allegiance. While he still masquerades as a servant of the gods of good in the presence of outsiders, he actively worships the devil Moloch in private. Llonains is a cruel and ambitious man, and never hesitates to use any means at his disposal, from deception to overt force, to obtain his goals. He normally carries his *rod of the viper* in his *glove of storing*, and avoids using its snake-head properties in public.

Tanara Moruve

Female Half-Elf Clr7; CR 7; HD 7d8+7; hp 54; Init +3; Spd 20; AC 19 (+3 Dex, +6 armor), touch 13, flat-footed 16; BAB/grapple: +5/+5; Atk masterwork morningstar +6 melee (1d8); Full Atk masterwork morningstar +6 melee (1d8); SA: Turn undead; SQ: Aura of law, immunity to *sleep*, low-light vision, spontaneous casting (*cure spells*), +2 racial bonus to save vs. enchantments; AL LN; SV Fort +6, Ref +5, Will +8; Str 10, Dex 16, Con 12, Int 15, Wis 16, Cha 15.

Skills and Feats: Concentration +5, Craft (Painting) +4, Diplomacy +8, Gather Information +4, Heal +7, Knowledge (arcana)

+6, Knowledge (religion) +8, Listen +8, Search +8, Spellcraft +6, Spot +8; Craft Wand, Extend Spell, Extra Turning.

Possessions: Masterwork morningstar, breastplate, small steel shield, *necklace of prayer beads (karma)*, *potion of owl's wisdom*, three *potions of cure moderate wounds*.

Spells Prepared (Clr 6/6/5/4/2; save DC 13 + spell level): 0 — *create water, detect magic, light, mending, resistance, virtue*; 1st — *bless, comprehend languages, divine favor, entropic shield^D, obscuring mist, remove fear*; 2nd — *delay poison, resist energy, shield other^D, silence, spiritual weapon*; 3rd — *dispel magic, prayer, protection from energy^D, searing light*; 4th — *spell immunity^D, tongues*.

^D Domain spell. Domains: Luck (reroll any roll, 1/day), Law (cast lawful spells at +1 caster level).

Appearance: Tanara heavily favors her elven parentage, and is often mistaken for an unusually tall elf. Well over five-and-a-half feet in height, Tanara is incredibly slender, and her blonde hair is tied back in a braid that reaches nearly to her waist.

Overview: Tanara received her first visitation by an “angel” within the past two years, and is currently the head of a relatively young faction of the Eternal Flame. The organization has yet to make any concerted moves into the local government, and has only recently turned its attention away from monsters to more subtle evils such as human criminals. Tanara still believes with all her heart that she is doing good, as directed by Methuriel, although her alignment has slipped from its original lawful good. She is still at the stage where the notion of turning on those who are guilty of no crime worse than disagreeing with the Eternal Flame would be repugnant to her, but as the fallen angel continues to influence her, she slides ever nearer the abyss of true evil.

NEW SPELLS

Black Faith

Abjuration

Level: Clr 8

Component: V, S, DF

Casting Time: 1 hour

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

Area: 5 ft./level radius

Duration: See below

Saving Throw: None/Will negates (see below)

Spell Resistance: No

This ritual enchants a number of other divine casters so that their prayers are heard by the caster's own deity or patron, rather than their own. The deity or patron can then grant them the power to cast divine spells, and to use divinely oriented spell-like and supernatural abilities. The subjects of the spell must voluntarily participate in the ritual, although they need not know what it is, and in fact *black faith* is designed to be easily concealed within an apparently innocent religious service of any variety. (The Spellcraft DC to identify *black faith* is 31, rather than the standard 23 for identifying an 8th-level spell, unless the character attempting the check is specifically looking for this precise spell.)

The spell works flawlessly for a full week. If the spell is not renewed on a given subject within a week, that subject receives a Will save on the eighth day; success indicates the effects of *black faith* have faded and the subject's prayers reach her deity as normal. The subject gains another save for each additional day that passes, until either the spell is thrown off or renewed. A subject who successfully throws off *black faith* is entitled to a Wisdom check (DC equal to the spellcaster's caster

level) to realize that something has been wrong, though she may not realize precisely what.

This spell is most often used to fool divine spellcasters into believing that they are still acting with the approval of their deity — and thus still receiving spells — when they have, in fact, been tricked into acting outside their alignment or their deity's dictates.

Cloak of Deception

Illusion

Level: Clr 4, Sor/Wiz3

Component: V, S, M

Casting Time: 1 round

Range: Touch

Target: Creature touched

Duration: 1 day

Saving Throw: Will negates (harmless), and see below

Spell Resistance: Yes (harmless)

The subject of the spell is protected against spells designed to detect alignment, thought, emotion or intention. Anyone casting a divination of that sort receives false information determined by the individual under the effects of *cloak of deception*. Thus, a chaotic evil assassin planning to kill the duchess at a banquet could decide to register as lawful good, and to appear to be thinking about the buffet. If someone becomes aware that the subject has a spell cast on her — perhaps through use of *detect magic* — he may then attempt to “see through” the *cloak of deception*, as if disbelieving an illusion.

Material Component: A silk blindfold with the blood of any creature with innate illusion or deceptive abilities.

THE GUR-TANNAN

FISTS AND FANGS OF A MURDEROUS GOD

The Gur-Tannan are a major threat to any campaign and any world, for they are nothing less than the army of an ancient god determined to see all worlds clutched in his fists, and all other deities crushed beneath his heel.

ATTRIBUTES OF THE GUR-TANNAN

Size: Colossal (1,000+ members); the Gur-Tannan normally have only a few hundred members on any given world during the early stages of their operations, but by the time the cult is ready for military action against local governments, they have thousands or even tens of thousands of soldiers at their command.

Alignment and Purpose: CE; Spreading the worship of Gur-Tanna, destroying all other priesthoods and the deities they serve.

Approximate Class Breakdown: Fighter 20%, Cleric 20%, Barbarian 15%, Rogue 15%, Sorcerer 15%, Blackguard 10%, Other 5%

Resources: Having conquered both their own world and several others, the Gur-Tannan have the resources of entire planets at their disposal. For all practical purposes, whatever it is

they need — and assuming they have sufficient time — they can almost assuredly get their hands on it.

Central Headquarters: Although they now operate on dozens of worlds and rule several others, the central locus of Gur-Tannan power is their home world. Here the foul and depraved deity Gur-Tanna now makes his abode.

Known Enemies: Practically every culture or organization that has heard of the Gur-Tannan is violently opposed to their goals. Priesthoods and divine orders find the Gur-Tannan repulsive, as the cult of Gur-Tanna is devoted specifically to destroying their patrons and everything they stand for. The Midnight Dawn is a particularly tenacious enemy of the Gur-Tannan, and in fact a few tiny factions of the Midnight Dawn operate in secret on at least one world the Gur-Tannan believe they have completely pacified.

A GENERAL OVERVIEW

It would be difficult to imagine a more depraved, violent, and outright evil organization than the cult devoted heart and soul — assuming its members have either — to the god Gur-Tanna. One of the primary beliefs of the Gur-Tannan is that *all* other deities but their own foul lord are abominations, pretenders and usurpers who must be destroyed. Those fools who refuse to abandon them for Gur-Tanna must perish along with their gods. Entire worlds and entire pantheons of gods have fallen to these murderous fanatics, and the Gur-Tannan claim the unenviable distinction of being the single greatest cause of god-death in the known multiverse. In fact, the Gur-Tannan have at times committed the ultimate blasphemy of using the might released by the destruction of a god to further their own ends and feed their own deity's insatiable hunger for power.

A BRIEF HISTORY OF THE GUR-TANNAN

The worship of Gur-Tanna first arose on a small world in a distant corner of the multiverse. What that world might have been called, none alive can say, for the Gur-Tannan have destroyed all records of the time before Gur-Tanna's supremacy — an epoch they call the Pale Times. In the early years of this nameless world, civilization thrived much as it does elsewhere. Humans, elves, dwarves, and other races dwelt in various cultures and nations, and a substantial pantheon of gods watched over their creations. One of those deities was Gur-Tanna, lord of war, strife, and slaughter. Like so many of his contemporaries on other worlds, he and his worshippers constantly plotted and maneuvered against the other deities, seeking a means of increasing his own power at their expense.

Unlike similar gods on other worlds, Gur-Tanna succeeded.

The Gur-Tannan themselves do not know precisely when they developed the belief that no other god but their own had any right to exist at all; to hear them tell it, that doctrine was *always* their most holy precept. Once the Gur-Tannan began to move with nothing less than the obliteration of all their patron's fellow deities as their objective, they seemed suddenly unstoppable. They launched lighting-swift assaults against communities devoted to other deities, desecrated the shrines and churches of others, spent entire generations hunting down and exterminating rival priesthoods. Their soldiers and infiltrators fanned the flames of war between nations in the early stages of their efforts, ensuring that no military power was strong enough to oppose them later on. Heroes arose to oppose the machinations of the Gur-Tannan, and were slain just as swiftly.

And in the end, the Gur-Tannan won. They converted entire populations to the worship of Gur-Tanna at the point of a sword, slaughtered whole cities when the people would not turn, and slowly the other deities of the pantheon began to fade. For a god without worshippers is no god at all, and while the sudden loss of much of their power was not enough to destroy them completely, it weakened them sufficiently that Gur-Tanna was able to invade their planar sanctums and finish the job personally. Although it took centuries, ultimately no deity but Gur-Tanna reigned over this forsaken realm.

Gur-Tanna, pleased with his new domain, abandoned his own home in the outer planes and took this world as his abode. As the only surviving deity of the pantheon, he absorbed much of the other gods' strengths, becoming nearly as powerful as the entire pantheon had once been. He shaped and twisted the world around him to his whim. Soon every last man,

woman, and child of all the races of that world worshipped him with all their hearts, for he stripped from their very minds and souls the ability to do otherwise.

It was not Gur-Tanna's idea to spread his cult to other worlds. Rather, it was the brainchild of one Sammar Feine, one of Gur-Tanna's greatest clerics who, according to rumor, still serves as one of the Gur-Tannan's leaders today as a lich or some other form of hideous undead. If all gods but Gur-Tanna were pretenders, abominations, unholy blights upon the multiverse and insults to the glory of the One True God, surely it was insufficient to stop with the cleansing of a single world. *All* worlds must be purged of divine corruption, must be made to pay homage to the mighty Gur-Tanna alone.

That was a thousand years ago. Across dozens if not hundreds of worlds, through victory and defeat — and, alas, far more of the former than the latter — the Gur-Tannan have waged their endless war, and it looks as though no force known to god or man may ever be able to stop them.

INSIDE THE GUR-TANNAN

The Gur-Tannan are as much a military organization as they are a religious cult. Every member, regardless of the precise nature of his abilities, is something of a warrior for his god, expected to fight, kill, and even die in Gur-Tanna's service. The organization can be patient, but it is not subtle, preferring the use of overt force to other methods. They work with the sword and the spell, complex tactics and pure bloody-minded strength of numbers; but whatever the technique, the result is always carnage.

Welcome to the New World

The magical resources of the Gur-Tannan, both arcane and divine, are nearly limitless, and a substantial portion of their spells and mystic items are devoted to planar travel. The cult of Gur-Tanna constantly discovers and travels to new worlds. Despite the generally chaotic nature of the organization, the Gur-Tannan have a specific set of procedures for establishing themselves on a new world, and rarely deviate from it. Even the most chaotic and independent members know that failure to properly establish themselves would no doubt anger Gur-Tanna himself, and that's never a wise idea.

The first priority of the Gur-Tannan when investigating a newly discovered world is to learn everything they can about that world's religions and deities. Specifically, they look for information on the priesthoods and worshippers of the gods. Do the priests hold substantial power in the local cultures, or is religion relegated largely to private life? Are most people actively involved in worship, or does the majority of the population have little use for religion? How powerful do the priesthoods seem to be in terms of resources, military might, and magic? How powerful do the gods themselves appear to be?

Once the Gur-Tannan have a fairly solid picture of the gods and worshippers of this new world, they act. They prefer to start small, choosing isolated communities or small nations for their first strikes. If circumstances suggest that the people of this region might be amenable to the idea of adopting a new deity — perhaps they have recently suffered some calamity and have turned away from their gods — the Gur-Tannan might actually make an attempt to convert the locals to the worship of Gur-Tanna through proselytizing and the working of miracles. Similarly, they might offer military aid to a nation beset by enemies, *if* the government officially declares worship of Gur-Tanna the state religion.

For the most part, however, the Gur-Tannan simply invade in force and convert the locals, slaughtering any who resist or refuse. This is why they normally begin with a small community: While the Gur-Tannan have many warriors, they cannot, at least when first acquiring a foothold on a new world, take on a powerful standing army.

Once a small region has been converted to the worship of Gur-Tanna, the god himself may influence the world to at least a small extent, as he is now a member of the pantheon. Because he can now grant spells to natives, and as he is eager for new servants and thus quite generous with his new clerics, his worship sometimes spreads independently of the actions of existing Gur-Tannan. This does not mean that the cult remains idle. If it appears that other communities may be as susceptible to conversion or invasion as the first, the Gur-Tannan repeat the process, using some of their new brethren as troops. If the surrounding areas appear too strong for them to attack, the Gur-Tannan are capable of nearly inhuman patience. They are willing to wait decades and allow the children of the conquered region to be raised under the new faith. After a generation or two, the entire community is utterly loyal to Gur-Tanna, and has been trained to fight in his service. Now they are certainly strong enough to conquer other regions and other nations, converting yet more people and beginning the process anew.

It is during this stage, when their presence is both relatively weak and tied to a single location (or at most a small number of locations) that the Gur-Tannan are most vulnerable to counterattack. They walk a fine line; they must spread the worship of Gur-Tanna if they are to gain strength, yet they cannot allow the other priesthoods or kingdoms to recognize the severity of the threat they will eventually pose. Thus, while the Gur-Tannan are not shy about their devotion to their deity, they spare

no effort to keep their ultimate purpose secret, at least for the time being.

Spreading Outward

Once the Gur-Tannan are ready to move beyond the smaller communities and wage their religious war against larger nations, their tactics grow even more devious. The cult members are big believers in the idea of letting others do their work for them when possible. They rarely have the manpower, at this stage, to take on an entire kingdom, so it's vital that they weaken their foes before engaging them directly.

The Gur-Tannan prefer to begin with nations that are already at war with one another. This ensures that they cannot bring their full military might to bear against the cult. If no such war is raging already, or if the Gur-Tannan feel the war is not large enough to suit their purposes, their first efforts are devoted to igniting or expanding such a conflict. Their tactics for doing so include spreading false rumors, staging massacres and leaving evidence to blame the other side, and infiltrating governments through mystical *charms* and disguises.

Nor is open warfare the only manner of catastrophe the Gur-Tannan inflict on their victims as a distraction. The cultists attack farmland and burn crops to ensure shortages and famine. They plant diseased bodies in crowded areas or frequently used wells to spread plagues that can decimate entire populations. They have even been known to summon or capture various fell beasts and set them loose in the cities of their target nation. Any or all of these techniques, when combined with the instigation of war, can render a kingdom incapable of withstanding the Gur-Tannan's true attack when it eventually comes.

When the Gur-Tannan do finally invade a nation, they usually come in three separate groups. The first attacks from without. Their

objectives are to grab as much territory as possible before the kingdom has a chance to react, force hundreds or thousands of conversions, and slaughter all who do not convert. The second and third columns enter the kingdom in secret, posing as travelers or refugees. When their brethren attack from without, these two groups strike from within. One targets military leaders and governmental institutions, the other assaults the nation's temples and priest-hoods. By this time, the Gur-Tannan have a sizable force available to them and, when combined with the other drains on their opponent's resources, have a good chance of emerging victorious in such a conflict.

Endgame

Once the Gur-Tannan have successfully conquered a nation, they again begin the process of converting the entirety of the population to the worship of Gur-Tanna and the obliteration of all other priest-hoods. Since the most powerful temples were likely destroyed during the conquest, this is less difficult than it might appear, though underground resistance is not uncommon during this early stage. Again, the Gur-Tannan are willing to wait an entire generation, to raise the newly born as devout followers of Gur-Tanna, violently oppressing even the slightest hint of any other faith. If no rebellion is able to free the nation within a few decades, the cult eventually has the younger generations of an entire nation for use as fanatic soldiers in their war of conquest.

And so the pattern continues, with the Gur-Tannan acquiring more and more converts, then moving against additional kingdoms using the same tactics and techniques. As priest-hoods fall across the world and worshippers of specific gods grow scarce, Gur-Tanna himself watches the pantheon and waits for his opportunity to assault any of the local deities who appear sufficiently weakened.

The death of the first local god is a turning point for the Gur-Tannan. Techniques exist for creating magic items and even artifacts from the blood and flesh of dead gods, and Gur-Tanna's followers have learned many of these procedures on various worlds. Elixirs that grant their imbibers inhuman abilities, portals that allow transport across continents and even planar boundaries, and devices that grant the wielder control over other people's magic are possible with the stolen power of a dead god. Gur-Tanna is not shy about providing the corpses of his fallen foes to his worshippers.

The instant Gur-Tanna slays one of the local gods, he sends visions to all the suddenly powerless clerics and other holy servants of that deity. Gur-Tanna offers to return their spells and powers to them, if they will not merely convert to worshipping him, but make every effort to convince their own followers to do the same. Many refuse, remaining loyal to their deceased patron, but a great many others accept, for fear of losing all the power they have gained.

Once Gur-Tanna has slain his first local deity, the other gods and priest-hoods cannot help but recognize that their obliteration is his ultimate objective. Surviving priest-hoods, even those of opposing portfolios and alignments, often band together to stand against this threat. If the Gur-Tannan have been thorough in their attacks against the priest-hoods, even a combined force of this nature cannot stop them. If too many clerics and temples have survived, however, the Gur-Tannan risk being defeated and driven from the world, and it is in this time that the greatest magical battles often rage.

Ultimately, the conflict can end in only two ways. If the Gur-Tannan prove victorious, they eventually add yet another world to their growing empire. Every community and every nation is converted to the worship of Gur-Tanna, every weakened deity hunted down and slain by the mad god.

Sometimes, however, the Gur-Tannan are defeated. Despite their tactics, planning, and great magics, those who oppose them may put up more of a fight than anticipated, driving the cult back from conquered lands. The Gur-Tannan are not quick to acknowledge defeat, and often wage war when all hope of victory has long since passed. Still, there comes a point where even the most fanatic of warriors must acknowledge that they have lost.

Alas, such a defeat does not spell the end of the Gur-Tannan's efforts, but leads to an even worse eventuality. For the Gur-Tannan, in their belief that all other deities are abominations, would rather destroy an entire world than allow it to continue in its worship of pretenders.

Any time Gur-Tanna succeeds in slaying a god, a portion of its blood, flesh, and stolen power is kept aside. The Gur-Tannan know how to build an artifact capable of channeling that divine power into a destructive force that, if placed at a proper nexus point of magical energies, can tear apart the natural and mystical forces that hold the very world together. This doomsday artifact must be imbued with the power of a god worshipped on the world to be destroyed, so the Gur-Tannan cannot build them in advance and bring them along on their conquests. Once they acknowledge that they cannot conquer a given realm, their greatest clerics and arcane casters set about constructing one of these monstrous devices. It takes time to prepare the blood and flesh of the fallen god and to gather the other mystical components. During this time, the opposition forces might yet learn what the Gur-Tannan plan and take steps to stop them. Only a very few worlds have produced the sorts of heroes capable of stopping the Gur-Tannan, of preventing the construction of the doomsday device and destroying enough of the cult that they lack the power to continue. In most instances, once the Gur-Tannan have set about

to build this most horrible of artifacts, the world is doomed.

For his own part, while Gur-Tanna would prefer a world of new worshippers to a world of corpses, he's more than happy to settle. With the death of all their worshippers, the local gods are drastically weakened if not slain outright, leaving them vulnerable to his own attacks.

Customs and Practices

The Gur-Tannan practice an enormous number of religious rites and ceremonies in honor of their god, and most of the rituals are nearly as depraved as Gur-Tanna himself.

Upon awakening in the morning, each follower of Gur-Tanna recites a simple prayer, that her lord grant her the opportunity to shed blood in his name. Should one of the Gur-Tannan go through an entire day without causing injury to another sentient being, he offers a prayer of repentance in the evening and slices himself twice with a sharp blade. These wounds are primarily cosmetic and light enough to heal overnight, but they are intended to show the worshipper's devotion by proving that he will spill his own blood to honor his god if he cannot spill someone else's. Most of the Gur-Tannan have a network of tiny scars over their arms, legs, and other parts of their bodies thanks to this practice.

Upon winning a great military victory, the high priests of Gur-Tanna lead all the cultists of the region, and all prisoners and residents of a conquered area, in a gruesome ceremony called the Feast of Famine. The Gur-Tannan, and any prisoners willing to convert and swear allegiance to Gur-Tanna, participate in a rich feast of the finest foods available in the area. The other prisoners are forced to consume the bodies of all the Gur-Tannan's enemies who fell on the field of battle. Failure to cooperate results in all manner of hideous tortures, and

responsibility for inflicting those tortures falls to the new converts, as a test of their faith.

Every month, when the moon on their home world is new, Gur-Tannan everywhere gather around their nearest headquarters or temple for the Rite of Supplication. This is a series of prayers and trials by combat, which are offered up as sacrifices to honor Gur-Tanna. Members of the cult face off against captured enemies, or against one another in the resolution of personal grievances or challenges for power. In all cases, the loser is declared a sacrifice. If the fight was a contest for power, the winner takes on (or keeps) the position in question. If the winner was a prisoner, he is offered the opportunity to join the cult as a follower of Gur-Tanna; if he refuses, he remains a prisoner and is likely subject to another such combat the next month.

While the Gur-Tannan have no objection to slaughtering helpless civilians during a battle, and often torture prisoners to death in the course of other ceremonies, they *never* offer a helpless prisoner as sacrifice to Gur-Tanna. Their lord is a god of war, and all his official sacrifices must be conducted through combat. Many of Gur-Tanna's temples contain gladiatorial arenas of particularly fine quality and fiendish design, including death traps, precarious ledges, and the like. The Gur-Tannan often engage one another in combat outside religious rituals, purely to keep their skills sharp or because they enjoy it.

The third of the Gur-Tannan's important rituals is the Oathtaking, a ceremony in which one or a number of new converts swear allegiance to Gur-Tanna. Some of these conversions are voluntary, while others are made under duress, but the Gur-Tannan make no distinction; anyone who participates in the Oathtaking, for whatever reason, is bound to their word. Prisoners who refused to convert participate in the ceremony as well, for the final test of the

new converts requires that they torture these prisoners to death. The priests conducting the ritual make liberal use of *discern lies*, *zone of truth*, and similar spells. Anyone who does not intend to honor his commitments is added to the collection of prisoners who await a painful demise.

Strictures and Requirements

Despite the complex strategies they employ and the many religious strictures they follow, it's important to remember that the Gur-Tannan are very much a chaotic organization. Advancement through the ranks is often accomplished through trial by combat or assassination. The priests maintain order only through brute force and the threat of Gur-Tanna's wrath, and personal conflicts between members almost invariably result in bloodshed. Gur-Tanna permits and even encourages this sort of competition, so that only the strongest of his followers rise to positions of power. Particularly clever PCs might be able to take advantage of the various factions and personal rivalries within the organization, turning their enemies upon one another just as the Gur-Tannan do to their own foes.

Chaotic as they may be, the Gur-Tannan do have a few strictures that even they do not lightly violate. These are informal laws, accepted by the cult despite their unwritten status.

- All members of the Gur-Tannan are expected to devote their every effort to spreading the worship of their deity, and destroying all others. This is the one central facet to the Gur-Tannan's life, and a duty that none, however ambitious or untrustworthy, would ever consider betraying.
- It is understood that personal ambition is to be encouraged and pursued, but not at the expense of the cult's ultimate objectives. Challenges for leadership, personal duels,

internecine scheming, and assassination are not tolerated when they would damage the ability of the Gur-Tannan to achieve their goals. These sorts of activities are banned during the early stages of Gur-Tannan activity on a new world, when they are making every effort to establish themselves. All such challenges and “self-granted promotions” are expected to wait until the cult is in a more stable position.

- For the most part, advancement through the ranks by slaying one’s superiors is acceptable, regardless of whether such victories are attained through brute force, skill, magic, or treachery. If, however, a member of the Gur-Tannan involves outsiders in his attempt to gain a new position, he is considered to have proven himself unworthy, and is punished, possibly even executed, should the truth be ever discovered.

Influence and Outside Connections

The Gur-Tannan have no true allies. At times, the cult may appear to join forces with this faction or that in a long-running war, but this is a subterfuge intended to ensure that the conflict continues or escalates. The cult rules several entire worlds, and many nations on worlds they are in the process of conquering. In these areas they control all local resources and organizations.

The Gur-Tannan also have many enemies, ranging from nearly any priesthood on any world that has learned the true nature of the organization, to the Midnight Dawn, which stands against them at every possible opportunity. Some rumors, in fact, place the origin of the Midnight Dawn on a world that has now been conquered by the Gur-Tannan.

GUR-TANNA

Greater God (Chaotic Evil)

Gur-Tanna was originally a god of war and strength, although his domains have since grown to encompass nearly every imaginable portfolio. He is also called the Warlord, the Sword-bearer, the Breaker of Worlds, and Kin Slayer. He is normally portrayed as an enormous, heavily muscled man with dark brown hair and beard, iron teeth, and empty bleeding sockets where his eyes should be. He wears primitive but well-constructed bronze armor in the form of a breastplate, bracers, leg greaves, and an open-faced helm. His boots are of dragon hide, his cloak woven from the hair of many thousands of fallen soldiers. He leaves bloody footprints wherever he walks, and is never without Sky-splitter, his great bronze spear, and Soul-cleaver, his jagged axe. Oddly enough, the bracer on his left arm is covered in mystical runes and writings, signifying that the Kin Slayer is as much about magic as he is more physical forms of combat.

Symbol: A slightly down-turned horizontal line, with several fingers rising up from behind it, representing the horizon and the hand of Gur-Tanna which grips entire worlds.

Favored Weapons: Spear (long or short), greataxe. Clerics of Gur-Tanna who choose the War Domain may choose any one of these as their favored weapon, though they may not later change their minds.

Domains: Chaos, Destruction, Malediction (see below), Strength, War

(Note: On worlds the Gur-Tannan have fully conquered, and in which Gur-Tanna is now the only god, he may provide his clerics with access to *all* clerical Domains except Good and Law. The above represent the powers available to his clerics on worlds whose pantheons have not yet been destroyed.)

Divine Rank: Due to the power he's gained by slaughtering all other gods of his original pantheon, and the fact that he is worshipped on multiple worlds, Gur-Tanna himself has a divine rank of 18 in his home universe, but ranges from a 10 to 15 in others, depending on how much of the pantheon survives.

NEW SPELL

Interdiction

Abjuration

Level: Malediction 9

Component: V, S, DF

Casting Time: 1 round

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

Target: One divine spellcaster

Duration: Permanent, but see below

Saving Throw: Will negates

Spell Resistance: Yes

This spell severs the connection between a divine spellcaster and his deity, stripping from him the ability to cast divine spells or use other divine supernatural or spell-like abilities.

The effects of *interdiction* can be reversed by a *miracle* or *wish* spell. Furthermore, a small chance exists that the deity itself senses the sudden loss of its worshipper's connection. When the spell is first cast — and assuming the victim fails his save and the spell takes effect — the DM should roll percentile dice. Add up the class levels of all divine spellcasting classes the victim possesses (cleric, druid, paladin, ranger, and any alternate or prestige classes that grant divine spells). If the percentile roll is equal to or less than this number, the deity notices the disruption of its contact with the worshipper and reverses the effect within 2d20 days, thus restoring the victim's casting abilities.

NEW DOMAIN

Malediction

The Malediction domain provides a weapon for use against the worshippers of other deities, and is designed entirely to weaken enemy divine casters.

Deity: Gur-Tanna

Granted Power: Grant yourself spell resistance equal to 10 plus your caster level for a number of rounds equal to your Charisma bonus (minimum 1). This can be used only once per day, and applies only to divine spells, spell-like abilities, and supernatural abilities; arcane spells and abilities are unaffected. Activation of this power is a free action, and may be invoked as a reflexive action as well (that is, in response to a spell cast on you, rather than waiting for your turn in the initiative).

Malediction Domain Spells

- 1 **Curse Water**
- 2 **Dispelling Magic** (divine spells and effects only)
- 3 **Spell Immunity** (must choose divine spells only)
- 4 **Break Enchantment** (divine spells and effects only)
- 5 **Greater Dispelling** (divine spells and effects only)
- 6 **Spell Turning** (divine spells only)
- 7 **Unholy Aura** (SR applies only against divine spells; does not stack with the domain ability)
- 8 **Disjunction** (divine spells and effects only)
- 9 **Interdiction**

**NEW MAGIC ITEM
(SPECIFIC WEAPON)**

Axe of Gur-Tanna/Spear of Gur-Tanna

This weapon comes in two varieties — as either a spear or a battleaxe. Both forms share the same abilities.

This is a +3 *weapon* that functions as a *bane* weapon against anyone with levels in a class capable of casting divine spells, unless that individual is a worshipper of Gur-Tanna. Once per day, as a move action, the wielder may activate the weapon's magic-suppressing abilities. This grants the wielder, and any of his allies within 5 feet, spell resistance of 5 + the wielder's total levels in any divine spellcasting class. The effect lasts for 5 rounds. Should anyone other than a devout worshipper of Gur-Tanna attempt to wield, or even pick up, the weapon, she immediately gains 2 negative levels. These negative levels disappear as soon as she drops the weapon, and they never become permanent, but they cannot be dispelled by any means so long as she remains in contact with the weapon.

Moderate abjuration, strong evocation; CL 15th; Craft Magic Arms and Armor, *unholy aura*, creator must be chaotic evil and a worshipper of Gur-Tanna; Price 60,310 gp (axe) or 60,302 gp (spear); Cost 30,310 gp (axe) or 30,302 gp (spear) + 2,400 xp.

Note: If you wish to make use of this item in a campaign that does not involve the Gur-Tannan, simply remove all references to Gur-Tanna. The item is created by any chaotic evil cleric of a chaotic evil deity, and functions against any divine spellcaster who does not worship that specific deity.

THE MIDNIGHT DAWN

FIRE WITH FIRE, EVIL WITH EVIL

The Midnight Dawn are a misunderstood organization, but they have only themselves to blame. They seek to battle evil and protect the innocent, but they use undead to do so, making them no different than any other necromantic cult in the eyes of others.

ATTRIBUTES OF THE MIDNIGHT DAWN

Size: Large (101–200 members); this counts the living only.

Alignment and Purpose: LG; using the dead to battle the forces of evil so as not to risk the living any more than necessary.

Approximate Class Breakdown: Cleric 25%, Wizard 25%, Paladin 20%, Sorcerer 20%, Other 10%

Resources: The Midnight Dawn is a relatively resource-poor organization, due partially to their poor reputation. They must acquire funds and what magic they cannot create through the same process as typical adventurers: by taking them from their fallen foes.

Central Headquarters: The Midnight Dawn cannot afford to maintain a central headquarters, as such a location would make too tempting a target to the organization's many enemies. On worlds in which they operate, the

Midnight Dawn maintains hidden fortresses, as well as several secondary bolt holes.

Known Enemies: The Midnight Dawn is in the unenviable position of facing both good and evil enemies. Evil organizations — including the Eternal Flame, the Gur-Tannan, and many groups native to specific worlds — recognize the threat posed by the Midnight Dawn and seek to obliterate them. Many non-evil groups, such as local priesthods and knighthoods, object to the Midnight Dawn's use of necromancy and label them enemies as well. One of the most bitter foes of the Midnight Dawn is the Vault of Souls, which considers the entire organization an affront to the natural order.

A GENERAL OVERVIEW

Few people know what to make of the Midnight Dawn, as it is unlike any other organization. Completely devoted to the precepts of upholding justice and defending the weak, the group nevertheless makes use of

tactics and methods that, in the eyes of others, mark them as irredeemably evil. The Midnight Dawn determined long ago that it was better to use the dead to battle evil, so as not to endanger the living. Why should young men and women with their whole lives ahead of them risk death on an orc's sword, a demon's claw, a dragon's fang? Animating the dead, making them walk again, is an affront to nature, yes. But surely it is a lesser sin than placing the living in harm's way? The dead cannot be truly harmed, for they have already passed beyond.

This is not a tenet most people understand or accept. To most people, and even most deities, necromancy and the animation of the dead is evil, pure and simple, and can have no justification. They may well be right, for the members of the Midnight Dawn must engage in strenuous rituals to prevent themselves from being tainted by the darkness with which they dance. The Midnight Dawn is reviled whenever others learn of it, and it must work in secret for fear of being hunted down and destroyed by the very people it labors to protect.

A BRIEF HISTORY OF THE MIDNIGHT DAWN

It would be hard to say precisely when the Midnight Dawn was founded, since its initial members were thrown together by circumstance, not by choice. According to the organization's own legends, a priestess and paladin by the name of Sorjia Evamere first developed the rites and rituals that allow the use of necromancy without falling into darkness. Precisely why she did so is unclear, although most of the Midnight Dawn today believe that she faced an overwhelming evil, and lacked the manpower to fight it. Some suggest that this evil was an evil cult known as the Gur-Tannan, that Evamere was one of the last of a nation's dwindling resistance against that vile faction. Without sufficient soldiers to hold back the

tide of invaders, Evamere turned to her god in prayer and beseeched him to allow the animation of the fallen defenders, abomination though it might be, so that the living might yet hold the line.

Whether her own god acquiesced or Evamere turned to some other power, she succeeded in her objectives. With substantial strain and effort, she was able to concoct a way of animating and controlling undead without suffering the taint of evil, and she turned those newly risen servants against her enemy and drove them back. Her victory was far from total; even fighting alongside the dead, she lacked the power to defeat her foe. She did, however, manage to hold them off long enough for a substantial number of her people to flee to other lands, and eventually to other worlds. Whether Evamere herself survived is unknown even to the most learned of Midnight Dawn historians, but some of her acolytes did indeed travel with the refugees, and it was they who eventually spread her teachings to others.

For a time, it seemed as though those teachings would fade away. Her former students were not sanguine about dabbling with magics they'd always viewed as vile and wicked, and few felt any need to educate others in Evamere's techniques. They had escaped the enemy, and even should it, or other evils, threaten them on their new worlds, they could surely find allies among the living.

Eventually, however, as the former disciples of Sorjia Evamere settled into their new homes and set about trying to do good, a movement spread through their ranks. Why should the living have to suffer, to stand on the front lines against evil? Using Evamere's techniques, the dead could be animated and used for good, could serve as soldiers against the forces of darkness.

This, then, was the true beginning of the Midnight Dawn, an organization that has since spread to multiple worlds, including at least two realms in which the Gur-Tannan yet struggle for dominance. The Midnight Dawn's numbers remain relatively low, for very few people possess the mystic skill to command the dead, the discipline required to follow Evamere's rites, and the determination to use their abilities for good. During any given major operation, the organization likely contains more mindless undead soldiers than it does living members.

To date, the Midnight Dawn has been ill received in all communities where word of its existence and methods have leaked out. Governments, priesthoods, and similar forces work against them, as do the evil cults and inhuman threats the Midnight Dawn opposes. Thus, the organization prefers to work in secret where possible, striking from hidden fortresses and always prepared to evacuate on a moment's notice. More than one faction of the Midnight Dawn has been destroyed by well-meaning servants of good or local law, as the members refuse to kill innocents even in self-defense.

INSIDE THE MIDNIGHT DAWN

The Midnight Dawn is a regimented, disciplined organization. It bears all the trappings of a religious institution despite the fact that it is not devoted to any specific deity. All members honor the god of Sorjia Evamere, but only in the abstract, as his name has been lost over the years. Additionally, every member of the organization is expected to worship the gods of good, as a means of cleansing their souls of any possible taint from their use of dark magics.

In terms of its general activities, the Midnight Dawn focuses on much the same variety of objectives as more traditional knightly orders and heroic organizations. Scouts and agents watch for the rise of evil in all its forms, from

demon cults to rampaging monsters, corrupt politicians to invading armies. All these and more are the enemies the Midnight Dawn is sworn to fight. Where they differ from others is not in their objectives but in their methods.

The Risen Dead

Nearly all the living members of the Midnight Dawn possess spells and abilities for the animation and control of undead, and use those powers to field their armies. A unit of Midnight Dawn soldiers usually consists of a small handful of living operatives, who serve as commanders and spellcasters, and anywhere from a half a dozen to several hundred lesser undead. The Midnight Dawn prefers skeletons, zombies, and similar mindless undead. Not only are these easier to create and to control, they're easier for the clerics to put down, should their commanders lose control and the undead turn on nearby innocents. The Midnight Dawn makes use of more powerful undead on the field of battle only when facing a truly vile enemy who can be defeated no other way. They are especially careful when using undead against evil priesthoods, for fear that the enemy may usurp control. A Midnight Dawn team always includes as many paladins or clerics as possible, as they are capable of commanding more of the undead than their arcane counterparts.

For more subtle operations, such as scouting or intelligence gathering, the Midnight Dawn must either rely entirely on its living members, or else risk the use of more powerful undead. A favored tactic involves the use of wraiths and other less powerful incorporeal undead, who are capable of slipping into heavily defended areas and eavesdropping without being noticed. This requires substantial care, as any such creature who escapes the Midnight Dawn's control almost certainly poses a threat to everyone around.

The Midnight Dawn is always careful to destroy any undead it no longer needs, so that they may return to their rightful rest. Only in periods of ongoing conflict, such as during an invasion by an outside army or when at war with the cult of some evil deity, does the organization amass any great numbers of undead. Under most conditions, they keep only as many as they need for current activities.

Grave Robbing

Obviously, the primary resource the Midnight Dawn needs is bodies for animation, which leaves them with something of a problem. The organization prefers to use the bodies of their own fallen members, who all swear an oath when joining that they will continue to serve even after death. For all but the smallest operations, however, that simply isn't enough material. The Midnight Dawn is not large, and any given faction on any given world surely has access to fewer than a dozen deceased members.

Where possible, the Midnight Dawn prefers to acquire bodies legally. Occasionally, a poor family or village may sell the corpse of a loved one for a bit of extra income, or simply to save themselves the expense of a burial. For the most part, though, even the poorest families aren't willing to sell their dead to just anyone, and as the agents of the Midnight Dawn aren't likely to provide a socially acceptable reason *why* they want the corpses, this option is rarely open to them.

When they absolutely must acquire bodies, the Midnight Dawn scavenges battlefields for fallen soldiers. This is not only more straightforward (not to mention less criminal) than acquiring bodies from a graveyard, it's easier for the families of the deceased. A soldier missing in action, while far from pleasant, is a common occurrence and something to be expected, whereas a body missing from a family plot is rather more obvious and far more

unsettling. As a side benefit, bodies taken from a battlefield often come with usable equipment. Still, in emergency circumstances, the Midnight Dawn acquires corpses from whatever source is convenient, including local graveyards. Although they invariably engage in many prayers and rituals of repentance after the fact, they are worldly enough to know that sometimes immediate need must outweigh societal considerations.

In order to best take advantage of opportunities such as great battles (as well as to root out corruption and infiltration by sinister powers), the Midnight Dawn keeps tabs on local governments, either through living agents or undead spies. This allows them to have operatives in place to retrieve fallen soldiers. They also frequent the scenes of natural disasters for the same reason. Because they so frequently appear where there has been great loss of life, those who are aware of the Midnight Dawn often accuse them of *causing* these catastrophes, or manipulating governments into battling one another through foul magics. These rumors are untrue, but they do nothing to bolster the organization's awful reputation.

Customs and Practices

A quasi-religious and strictly ordered organization such as the Midnight Dawn has an enormous number of customs and rituals it considers vital to its identity, without which the organization's very existence begins to break down.

Every member of the Midnight Dawn must practice an hour-long ritual every day. This period of prayer and meditation, which often immediately follows a cleric's prayer for her daily spells or a wizard's hour of spell preparation, is not merely a formality, but a necessity for those who seek to dabble in the dark arts without becoming tainted. These rituals cleanse the soul of any hint of corruption brought about by necromancy and traffic with

the undead, and involve numerous prayers beseeching the gods and the spirits of the deceased for forgiveness and understanding. See the Necromantic Purification feat below.

Members of the organization offer similar prayers when performing certain actions. Prayers for forgiveness and a brief ritual of purification and atonement are required of Midnight Dawn members at the following times:

- Whenever one of them animates a corpse, or is present for the animation of a corpse. If the body being animated was not a member of the organization, the prayers and ritual are longer and far more ornate.
- Whenever one of them “acquires” the body of a non-member of the Midnight Dawn for later use, such as taking corpses from battlefields or graveyards.
- Whenever a graveyard, temple, or other sanctified area is violated for the purposes of obtaining said bodies.
- Whenever releasing (read: destroying) an undead who has served the organization, so it may return to its final rest.
- Finally, a prayer asking forgiveness and understanding is always recited before going to sleep and after waking. If the daily hour-long ritual of purification occurs at one of these times, this additional prayer is unnecessary.

Clearly, members of the Midnight Dawn spend a substantial amount of time in religious observance. Clerics and paladins are somewhat more obsessive in their devotions, since they risk losing their abilities if they lose their deity’s favor, but the arcane casters must follow these precepts as well.

In addition to the above, members of the Midnight Dawn are expected to observe all services, rituals, and holidays to the local

deities of good and justice, even if those deities and their priesthoods oppose the organization’s methods. Any time a new member is accepted into the organization, he is welcomed by a lengthy prayer service of thanksgiving, where he swears allegiance to the Midnight Dawn and to any of the gods that organization worships on that given world. Part of this oath involves the promise that the new recruit will serve the Midnight Dawn even beyond death; all members know that, when they die, their bodies will be among the first animated for later use.

The Gods of the Midnight Dawn

Because they operate on multiple worlds, and because their methods fall outside those traditionally accepted as “good,” the Midnight Dawn finds it difficult to gain the favor of most deities. Where possible, they devote themselves to a local god of good, justice, valor, and similar precepts. In some cases, through communion with that deity, they are able to convince the god that their methods are just. In other instances, no deity of a given world’s pantheon is willing to accept them. In these instances, the Midnight Dawn names gods of other worlds when making their prayers, and members actually draw their power from their faith in the righteousness of their cause.

Strictures and Requirements

For those rare few who actually want to do so, the mere challenge of joining the Midnight Dawn is likely one of the most difficult tasks they’ve ever attempted. Very few individuals possess the combination of abilities, strength of will, and courage required by the organization.

The first test any potential recruit must pass is one of morality. Only those of greatest devotion to good and of utmost discipline are welcomed into the Midnight Dawn. Anyone who proves lacking in either department is turned

THE MIDNIGHT DAWN

away. The paladins of the organization are not shy about using their ability to detect evil on anyone who attempts to join, and such petitioners are subjected to various spells to determine their honesty and true objectives.

Once accepted into the ranks, new members are trained vigorously in the Midnight Dawn's many techniques and religious rituals, which are represented by the Necromantic Purification and Call of Darkness feats below. All members are *required* to pick up the first feat, and most divine casters learn both, though some few forgo Call of Darkness, sacrificing their ability to work with the group's undead in exchange for retaining their healing abilities. The time required to learn these rites and methods varies from person to person, but is never less than several months, and often more than a year.

Once a recruit is finally a full member of the Midnight Dawn, he is bound by the organization's code of law.

- You are a servant of good. You are a servant of justice. You are a servant of order. Your ambition, your goals, your life, and your honor are all secondary to the world you seek to protect. Place not your own life or your own comfort above your duty.
- Let the dead fight to protect the living, for the dead have naught to fear. Yet fear not to risk your own life in defense of others, for the dead cannot act without our guidance and our aid.
- Your brethren who have passed away have sworn their service to us, even beyond death. Only if their numbers prove insufficient in times of great need should you animate bodies not of our order, for we have no permission, and precious little right to their remains.

- The animation of the dead is an affront to the natural order. Never undertake such an act lightly or without need, but only under gravest circumstance. To shake the departed from their eternal rest for personal gain, or to abuse their service for your own ends, is anathema. To do so is to invite taint, expulsion, even death.
- Keep not the departed animate any longer than is necessary for you to achieve your goals, but allow them to return to their rest as soon as you are able.
- Any of the undead you oversee, as you animated them or control them, are your responsibility. Their actions are your actions, their crimes are your crimes. Waver not in your control, for you must hunt them down and return them to their rest if they should ever escape your dominion.
- The rites and rituals demanded of you are essential for mind and soul. Shirk them not, but embrace them willingly, practice them always, and keep their meaning in your heart.
- Disobey no lawful or just order from your superiors, for a breach of discipline without can only lead to a loss of discipline within.
- The people around you will fear you and hate you, for you traffic with dead things. Let this not turn your heart against them; it is they for whom you strive. Do not strike them down, neither in anger nor in fear, nor even in self-defense.

Violation of any of these laws results in expulsion from the order at the very least. Severe violations — especially using undead for one's own ambitions, or in any manner not consistent with the strict code of the organization or adherence to the lawful good alignment — may well result in execution.

Influence and Outside Connections

Alas, the Midnight Dawn has precious little influence outside its own members, and most of its relations with other organizations are hostile at best. Some few agents of the Midnight Dawn have attained positions of authority in local governments, and the group's incorporeal spies allow it to keep abreast of state and military secrets. For the most part, however, all governments, temples, organizations, and guilds are either ignorant of the Midnight Dawn, or else consider them to be vile necromancers and bitter enemies.

Even more dangerous than their local enemies are those other interplanar organizations who bear a grudge against the Midnight Dawn. Whether or not the Gur-Tannan are, as some believe, the enemy against whom Sorjia Evamere originally battled, the Midnight Dawn has certainly proven a thorn in their sides in recent years. The organization operates on at least two of the worlds the Gur-Tannan have invaded, fielding armies of undead — many of whom were victims of the Gur-Tannan in the first place — against the cult.

The Midnight Dawn considered the Eternal Flame a potential ally at one point, until a chance remark overheard by a wraith spy revealed the Eternal Flame's true nature. Since that time, the Midnight Dawn has opposed the Eternal Flame on several worlds, an act which has further ruined their reputation.

Finally, the Vault of Souls considers the Midnight Dawn one of their greatest enemies, for an organization devoted solely to the sanctity of death can feel nothing but absolute hatred for a group that makes a habit of animating corpses, no matter what their intentions.

NEW FEATS

To date, only the Midnight Dawn has developed these techniques, and only its members know the necessary rites to make use of these feats. Unless the DM decides otherwise, consider membership in the Midnight Dawn an additional prerequisite to acquiring these feats.

Call of Darkness [General]

Through a combination of religious rites, regular prayer, and iron-fisted discipline, you have learned to channel negative energy instead of positive without succumbing to the evil inherent in such an act.

Prerequisite: Necromantic Purification, base Will save 10, ability to channel positive energy as a class ability, lawful good alignment

Benefit: You give up your ability to channel positive energy — to turn or destroy undead, lay on hands, or spontaneously cast *cure* spells — in exchange for the ability to channel negative energy. This allows you to rebuke and control undead, spontaneously cast *inflict* spells, and causes your laying on hands ability to harm living creatures (although it heals undead).

Normal: Only evil characters, and some neutral ones, can channel negative energy.

Special: As with Necromantic Purification, use of this feat requires constant prayer and vigilance on the part of the character. Any use of the ability outside the parameters of a strict lawful good code, or repeated failure to observe the necessary prayers and rituals of repentance and purification, results in an inevitable slide toward evil and constitutes a major alignment violation.

Necromantic Purification [General]

Through a combination of religious rites, regular prayer, and iron-fisted discipline, you

have learned to use necromantic magics, particularly those required for the animation and control of undead, without succumbing to the evil inherent in such an act.

Prerequisites: Ability to cast 2nd-level divine necromancy spells, lawful good alignment

Benefit: You may animate and control undead through the use of spells that are normally considered evil, without sliding toward evil yourself.

Normal: Animating the dead, and many other forms of necromancy, are automatically considered evil acts.

Special: The use of this feat requires a delicate moral balancing act and a will of iron. The character must perform an hour-long rite of prayers and meditation every day, usually just after preparing daily spells. If the character ever misses more than a few consecutive days, or regularly skips non-consecutive days, he loses the use of the feat and immediately suffers the effects of all the necromantic energies he's channeled, swiftly becoming corrupt and a creature of evil. Similarly, animating the dead for personal use and ambition, or commanding undead for any purpose that does not fall strictly within the purview of the lawful good alignment, also results in a loss of the feat's benefits.

PALADINS OF THE MIDNIGHT DAWN

In order to better serve the needs of the Midnight Dawn, paladins who learn the Necromantic Purification feat are also trained in special rituals and methods of spellcasting unique to the organization. This results in a slightly altered spell list for Midnight Dawn paladins than for those outside the ranks. A paladin joining the Midnight Dawn may choose, when she acquires Necromantic Purification, whether or not she wishes to

learn the new spells list or retain the old. She cannot later change her mind.

1st-Level Paladin Spells

Bless Weapon
Create Water
Cure Light Wounds
Detect Poison
Detect Undead
Divine Favor
Endure Elements
Invisibility to Undead
Magic Weapon
Protection from Evil
Read Magic
Resistance

2nd-Level Paladin Spells

Bull's Strength
Command Undead
Delay Poison
Eagle's Splendor
Owl's Wisdom
Remove Paralysis
Resist Energy
Undetectable Alignment

3rd-Level Paladin Spells

Animate Dead
Cure Moderate Wounds
Dispel Magic
Halt Undead
Greater Magic Weapon
Magic Circle against Evil
Protection from Energy
Speak with Dead

4th-Level Paladin Spells

Cure Serious Wounds
Death Ward
Dispel Evil
Freedom of Movement
Gentle Repose
Holy Sword

THE MYTHMAKERS

HEROES CREATED WHILE YOU WAIT

The Mythmakers are a small, subtle organization. They do not threaten worlds or topple governments, but in the minds of many players, what they do may be far worse — for they artificially make heroes out of those without the mettle for it, and endangering innocents and sully the reputation of true heroes in the process.

ATTRIBUTES OF THE MYTHMAKERS

Size: Small (10–50 members).

Alignment and Purpose: N; arranging catastrophes, particularly rampaging monsters, for their clients to “stop,” thus ensuring them a reputation.

Approximate Class Breakdown: Fighter 20%, Ranger 20%, Sorcerer 15%, Barbarian 10%, Bard 10%, Druid 10%, Wizard 10%, Other 5%

Resources: The Mythmakers are a small but extremely wealthy organization. Although they lack any formal influence over governments and guilds, their vast sums of capital render them capable of acquiring almost anything they need. Additionally, because they have damaging information about

many of their clients — clients who are now very powerful in local governments, or at least quite popular with the commoners — the Mythmakers are able to call in substantial favors.

Central Headquarters: The Mythmakers are constantly moving from environment to environment and even world to world. They have no central headquarters.

Known Enemies: The Mythmakers aren’t powerful enough or famous enough to have developed many powerful enemies. Some clients whose disasters went wrong harbor a grudge against the Mythmakers. The Wild Hunt occasionally butts heads with the organization, as they sometimes have clashing interests, but they have also been known to make use of one another’s services.

A GENERAL OVERVIEW

A rather strange organization, the Mythmakers exist to make a profit from the ambition of others. Their clients are professional adventurers, noblemen seeking to improve their reputation (or that of their heirs), guardsmen seeking to justify an increased budget from the local government, or anyone who has reason to seek a shortcut to a reputation or to cause trouble in their home territory.

The Mythmakers specialize in creating disasters. Their particular forte is unleashing monsters in an area for their clients to capture or slay, but they also use magics to arrange natural disasters (earthquakes and forest fires, for instance), or to feign hauntings or curses. They arrange the precise nature of the disaster with the client ahead of time, carefully suiting it to his abilities and the sort of reputation he wishes to attain.

These services cost substantial amounts of gold, of course, and the Mythmakers have mastered many secondary ways of profiting from the events they set in motion. This is why the organization is so incredibly wealthy despite its small size and limited client base.

A BRIEF HISTORY OF THE MYTHMAKERS

The Mythmakers is a fairly young organization, still overseen by its original founder. Although she is now too old for much in the way of field work, the ranger/sorceress Morganna Tanviel still organizes the Mythmakers' activities, evaluates prospective clients, and otherwise manages their finances.

In her youth, Tanviel was a member of several hunters guilds, and even served briefly in the Wild Hunt. It was on an expedition

with a local nobleman that she first came up with the notion that would eventually evolve into the Mythmakers. As with many nobles, the baron in question rather enjoyed taking his family and an enormous entourage on hunting trips. On this particular occasion, he had the urge to travel deep into the wilderness beyond his borders, and had hired several members of a local hunters' guild, including Tanviel, as guides. It was as well that he did, for the expedition had the misfortune of invading the territory of a gray render. Many of the baron's guards were slain before Tanviel and her companions managed to kill the beast. As they were gathered about the carcass, the baron offered to pay the rangers a substantial sum of money if they would attest, when they returned to civilization, that it had been the baron himself who slew it.

Tanviel, who suddenly realized that she had the makings of a truly profitable enterprise on her hands, agreed wholeheartedly. Using the money gained from the baron, she and her companions began to hire others — not merely hunters, but spellcasters capable of rendering even the most dangerous monster docile, and aristocrats and servants of nobles who had contacts among the upper classes. After less than a year's worth of preparation, the Mythmakers had members, or at least paid informants, in every local adventurers guild, in every upper class soiree, in every officers' mess, and anywhere else they could learn who was looking for a shortcut to fame.

The Mythmakers swiftly grew quite wealthy by catering to the needs of the rich and powerful who wanted to increase their standing in the eyes of their peers and the commoners around them. Still, they likely would have remained a prosperous but local organization, with little influence beyond the region in which they began, had it not been for a

rather ugly mishap with a hydra and the son of a local guildmaster. The Mythmakers, who were still in the early stages of their organization and had not yet developed many of the practices and safeguards they utilize today, succeeded in *charming* a hydra they had hunted down, and had arranged to release it near the borders of a large city. The plan was for the guildmaster's son, along with a number of his father's soldiers, to "hunt down" the creature and slay it before it could threaten more than the surrounding farmland. Unfortunately, Tanviel and her companions neglected to test the hydra after capturing it, and unknowingly unleashed a cryohydra where they had intended a normal one. The guildmaster's son, prepared only for a standard hydra, was slain, along with most of his companions. An entire neighborhood of the city was destroyed before the hydra was finally put down through the combined efforts of the city guard, the local militia, and the entire force of hired soldiers employed by the local guilds.

Needless to say, the Mythmakers suddenly found it advisable to be someplace very far away, very quickly. Using her contacts from her days in the Wild Hunt, Tanviel and her companions were able to flee not merely to another region but to another world, where the long arm and great wealth of the guild could not reach. There, after taking some time to establish themselves, and to develop safer procedures, the Mythmakers began anew.

In the years that followed, Tanviel — along with her son Moreth, who eventually took over the organization — enlarged the scope of the Mythmakers. Tanviel expanded the membership, which had originally hovered at around two dozen, eventually almost doubling it. Some of her new employees were also taken from the ranks of the Wild Hunt, and several possessed the magics necessary

for planar travel. This allowed the Mythmakers to operate concurrently on multiple worlds, and to expand the range of monsters they could provide to their clients.

Today, the Mythmakers operate on at least half a dozen worlds, and none can say how many of the well-loved and respected heroes and leaders of those worlds owe their reputations to the orchestrations of an amoral and avaricious band of opportunists.

INSIDE THE MYTHMAKERS

The Mythmakers are, in many respects, more of an extended adventuring party than a true organization or guild. They have few rules or procedures, save those that are useful in capturing the monsters they need for their masquerades. While they do not particularly set out to cause unnecessary harm, they care nothing for the lives of the people hurt by the disasters they cause. So long as they make their profit and manage to keep their clients' secrets, little else is of interest to them.

First Contact

The first step for the Mythmakers is, of course, finding a client. Since they cannot publicize what they do, they must seek out those with both the desire and the financial means to take advantage of their services. As mentioned above, the Mythmakers keep a very close eye on social gatherings. They prefer to place members within local adventurers' and mercenaries' guilds, guard and military units, and within the halls of high society. However, because the organization is relatively small, they lack sufficient personnel to be everywhere they want to be. Thus, the Mythmakers also employ outsiders, such as workers and servants, to be their eyes and ears. These people are paid

handsomely to report anyone who seems to have the right combination of ambition and wealth.

Once the Mythmakers find or hear of such a person, they set members or agents to observing him at all times. If they eventually determine that the individual does indeed fit their criteria, they make contact and offer him a shortcut to fame and popularity. Most of the time, after they've had a while to think it over, the individual accepts the offer. Occasionally, however, the Mythmakers misjudge their potential client, and find themselves rejected. This leaves the Mythmakers in a potential bind, as they cannot allow word of what they do to leak out. In most instances, the rejection comes before they have revealed specific details of their methods, and the individual poses little threat. On occasion, though, negotiations break down only after the potential client has heard the entire offer. In such cases, though they dislike doing so, the Mythmakers are not averse to making the person "disappear," so that he cannot share their secrets with others.

Unnatural Disasters

Once the Mythmakers have a client, they must decide on the precise nature of the catastrophe to be arranged. In the vast majority of cases, the client wishes to establish a reputation for valor, bravery, and skill at arms — the perfect attributes for a well-known adventurer or a popular prince to possess. In these instances, the Mythmakers arrange to capture and transport an appropriate monster to the region, so that their client may dispatch it to the accolades of the populace.

The Mythmakers make a detailed examination of their client, testing his abilities and questioning him for hours on end, to determine the best possible choice of monster.

It's a fine line to walk; they need to produce a creature that will pose a credible threat — nobody gains a reputation by killing a lone goblin armed with a fork) — but not one that their client and his companions will prove unable to defeat.

At this stage of the process, the Mythmakers make something very clear to their client: Any deception on his part, any falsehood or omission that results in their selection of a monster inappropriate to his abilities, is entirely his responsibility. Once the monster has been captured and released, the Mythmakers disavow all liability unless they themselves somehow made a mistake, something that has not occurred since the incident with the hydra. If the monster proves too powerful for the client to defeat, he and the surrounding community are left entirely to their own devices, and the Mythmakers move on.

The Mythmakers prefer to capture unintelligent monsters, which are unlikely to act unpredictably or prove capable of threatening the organization should they somehow survive or escape. While the Mythmakers have occasionally made deals with intelligent monsters, who are in on the deception from the beginning and allow themselves to be "driven away" by the client in exchange for a hefty fee, the Mythmakers prefer not to do this, since it means splitting the profits.

The Mythmakers arrange every aspect of the operation with the client. The client knows in advance what sort of monster he will be facing. The Mythmakers, who never work with monsters they haven't studied, provide an in-depth description of how the creature operates, fights, and feeds, its strengths and weaknesses, and how best to kill it. They arrange with the client precisely when and where the creature will be set loose, and they may even — for a substantial addition-

al fee — provide the weapons and equipment necessary for slaying it. The Mythmakers are even willing to pre-wound the creature or to poison it, thus ensuring their client's victory. This service also draws an additional fee.

The only service the Mythmakers will *not* provide, no matter the riches offered, is actual assistance in taking down the creature they've released. Once they set an operation in motion, they wash their hands of the entire affair. The client's success is based on his own abilities and his foresight in choosing allies.

On rare occasions, the client wants something other than a monster to slay. Priests attempting to prove their religious devotion and the power of their faith have requested fake hauntings, orchestrated through the use of illusions. Others request "natural" disasters; perhaps a fire from which, with the proper forewarning, they can rescue a woman they're courting, or an earthquake that will allow an unpopular noble to generously step in and assist with the rebuilding. The Mythmakers have among their numbers spellcasters powerful enough to accomplish almost any local phenomenon required. As with the monsters, the organization takes no responsibility for any such disaster getting out of hand, and will have nothing to do with any cleanup or recovery efforts.

The Cost of a Good Catastrophe

The Mythmakers do not have a set pricing program for their services. Each client and each operation is judged on its own merits, and its own dangers. DMs who wish a very rough estimate, however, may use the following as a guideline.

Base Cost: Determine the class level of the most powerful member of the organization who will likely be required for the opera-

tion. For monster-related tasks, assume this is someone with a class level equal to the target monster's CR +2. For other disasters, calculate the minimum level at which a character could cast the requisite spells or perform the necessary skills. Multiply that character's class level by 1,000 to obtain the base cost in gp.

Additional Personnel: Add 20% of the base cost for each additional person necessary for a reasonable chance of success at the operation. For monster hunts, assume anywhere from three to five additional people, based on the anticipated difficulty of locating and capturing the monster in question.

Client Modifier: Add 10% of the base cost for each adventuring class level of the client, and for every NPC class level above 2nd. Because "level" is a game term, and not a concept with which characters are actually familiar, this is based on the Mythmakers' assessment of the client's skills, abilities, and status. Thus, a client who exaggerates or hides his abilities may not be charged accurately.

Miscellaneous Modifiers: Add twice the market cost of any specialized equipment — exotic poisons, magic weapons, special containment devices, etc. — the Mythmakers provide for the client, or which they must use up or destroy in the process. One common item is a potion or other temporary magic item to raise the client's Charisma during and just after his "heroic deed," so as to better ensure that people view it in the best light. Add 20% of the base cost if the Mythmakers will be injuring or poisoning the monster to make things easier on the client. Add an "exposure fee" of anywhere from 10% to 25% of the base cost if the client is already well-known (such as a nobleman seeking to enhance his son's reputation), as individuals already in the public

eye pose a greater risk of discovery for the organization. Add 25% of the base cost if the creature to be captured is not native to the client's world and thus requires extra-planar travel. Add 50% of the base cost for a rush job.

Again, these figures are estimates only, and the DM should not be afraid to raise or lower the result based on specific circumstances.

For example, consider a client who wishes to battle a chimera to prove his heroism to the local baron. The chimera is a CR 7 creature, so the Mythmakers must send an 11th-level character to lead the hunt; this generates a base cost of 11,000 gp. Due to the chimera's viciousness and breath weapon, they decide to err on the side of caution, and include five additional personnel. This is an increase of 2,200 gp (20% of 11,000) for each additional member, for a total of 22,000 so far. Because the client is himself an 8th-level character, this adds 8,800 more (10% of base cost per level), for a total of 30,800 gp. Finally, because the client wants the chimera drugged ahead of time, to ensure his victory, the Mythmakers add another 20% of base cost (2,200) for a grand total of 33,000 gp.

The Hunt

The Mythmakers have no specific pattern to their hunts. Once they've decided on an appropriate monster to fit a client's needs — and remember, they never select a monster variety they haven't already studied and observed — they plan the best way to find one and capture it alive, and then go about doing just that. The rangers in the organization work with the spellcasters to locate the monster, then hunt it down so that it can be *charmed*, put to *sleep*, or whatever other method is necessary for capture. While the field team is on the hunt, other personnel are

building a temporary holding facility designed to keep the monster helpless. These are always constructed in hidden or out-of-the-way locations.

Once the arranged time rolls around, the monster is transported to the established location, usually via magic, and set free. The Mythmakers disappear at that point, breaking down any facilities they've constructed and moving on to another region. To minimize the chance of discovery, the organization always allows several months to pass before taking a second contract in the same area, though they do sometimes leave a few members behind to capitalize on any additional opportunities that arise and to ensure that they haven't been compromised or exposed in any way.

Additional Profits

Although the fees they charge their clients make up the vast majority of the Mythmakers' income, they do manage to squeeze other profits out of their activities. Several of their members make a habit of buying up properties that have recently been damaged in the monster rampages. They allow the dust to settle and the property values to return to higher levels, and then sell at profit.

When they set out to capture a specific type of monster, the Mythmakers often make a cursory effort to find one that is already terrorizing some *other* community or occupied region. If they succeed in locating one, they approach the community in question and offer to deal with the monster for them... for a price, of course.

Finally, if the monster has valuable parts or organs, the organization may offer to purchase the body back from the client. This costs them more than a bit of money in the short run, but the Mythmakers have suffi-

cient contacts that they know how to sell the carcass, in whole or piecemeal, at a profit. They never pay more for the body than half what they can make back.

Customs and Practices

The Mythmakers have very few formal practices. They arrange to gather at regular intervals, in predetermined locations, to discuss possible clients or ongoing operations. Because the group is relatively small, they rarely have more than one, and at most two or three, concurrent ventures. This allows them to focus all their efforts on a specific client.

So long as members follow orders, do their utmost to succeed, and do not expose the organization to outsiders, the Mythmakers don't much care what their people do, or what they think. While the organization itself is relatively neutral, a substantial portion of its membership leans toward evil.

Strictures and Requirements

Again, the informal nature of the Mythmakers ensures that they have few hard and fast rules. Don't expose the organization's secrets or methods, don't try to keep more than your share of profits, don't lie to clients, and always make yourself available for the next mission. Other than that, the Mythmakers have no real laws per se, and Morganna and Moreth are the ultimate arbiters as to whether a member has acted inappropriately. Members who are found to have acted against the interests of the Mythmakers have no course of appeal and no second chance, as the organization relies too heavily on secrecy for its success and its survival. The discipline for minor infractions, such as hoarding profits, is a hefty fine. The penalty for anything more serious is death. No middle ground exists.

Nobody approaches the Mythmakers asking to join, so the group's operatives keep an eye out at all times for potential recruits. Those who seem to have both useful skills and the proper morality (read: precious little) are watched for a time, as though they were potential clients. If, after a period of observation, they still appear to be worthwhile recruits, the Mythmakers approach them with an offer of substantial profits. The potential member is first hired on for a single operation, in which his behavior, his skills, and his personality are observed closely. If he does well, and seems suited to the organization's goals and methods, he is invited to join as a true member. Should he be deemed inappropriate, or should he refuse the invitation, he is slain out of hand and the member who tried to recruit him fined for showing poor judgment.

Influence and Outside Connections

The Mythmakers have little real power or influence, but they do have eyes and ears in most levels of society. In addition to their paid informants in guilds and politics, as described above, they often approach former clients for favors such as passing along information, providing access to high-society functions, and the like. The Mythmakers never resort to extortion or blackmail of former clients — doing so would completely destroy any credibility they have and might just incite one of the people they've dealt with to expose them — but they also never forget a contact, and are willing to offer minor favors in exchange for assistance.

The only multi-planar organization with which the Mythmakers have any regular contact is the Wild Hunt. As both organizations hunt exotic creatures, they occasionally come into territorial conflict. At other times, the groups are willing to cooperate. On occasion, the Mythmakers find it neces-

sary to capture a monster that they simply prove unable to find or to handle. In these instances, Morganna Tanviel is willing, reluctantly, to make use of her old contacts in the Wild Hunt and hire *them* to capture the beast. She hates doing this, as the Wild Hunt invariably charges so much that the operation proves far less profitable to the Mythmakers than it otherwise might have been. Still, some profit is better than none, and the Mythmakers cannot afford to have their reputation besmirched by a failure to honor the terms of a contract.

NEW MAGIC ITEM

Collapsing Cage

This appears to be an iron cage, perfectly suited for imprisoning either people or monsters. It changes size at command, growing from a cube approximately 1 foot on a side to a cage easily 60 feet on each side, or anywhere in between. Once a creature is placed inside, the cage can be commanded to shrink with no harm to the inhabitant, which is stored in an extradimensional space inside the cage not unlike that of a *bag of holding*. The cage provides breathable air for up to 8 hours, at which point it must either be enlarged to a size capable of holding the inhabitant naturally, or else the inhabitant is immediately shunted out of the cage into the nearest unoccupied space.

When shrunk to its smallest size, the cage weighs approximately 10 pounds. The cage bars, which are made of adamantine, have a hardness of 20, 40 hit points, and a bend DC of 42. Destroying one of the bars immediately causes the cage to revert to its full size. The bars can be destroyed from the outside only, as creatures within the cage are inside extradimensional space.

Caster Level: 9th, *Prerequisites:* Craft Wondrous Item, *reduce person*, *rope trick*, *secret chest*; *Market Price:* 30,000

Gloves of Merciful Magic

So long as a spellcaster wears these gloves, all her offensive spells deal nonlethal damage. They also deal less damage overall, suffering a –1 penalty to each damage die (minimum 1). These items are especially favored by spellcasters seeking to capture foes alive. Spells of 7th-level and above are not affected by *gloves of merciful magic*.

Moderate conjuration, CL 11th, *Prerequisites:* Craft Wondrous Item, *cure serious wounds*; *Price* 24,500 gp.

THE OBSIDIAN LEAGUE

FOR LOVE OF MONEY

The Obsidian League represents the inherent profitability of the planes, the various means by which a savvy and powerful organization can make money off the ability to travel between worlds. While they appear little more than a mystically inclined merchants' guild on the outside, the amount of power they wield across the worlds makes the League a true force to be reckoned with.

ATTRIBUTES OF THE OBSIDIAN LEAGUE

Size: Medium (50–100 members), but directly or indirectly employs multiple thousands of agents and workers across various worlds.

Alignment and Purpose: LN (gradually leaning toward LE); Increasing the wealth and power of the Hadren family and other members of the League, dominating kingdoms and governmental structures through financial, mercantile, and political pressure.

Approximate Class Breakdown (members only, not employees): Aristocrat 40%, Expert 20%, Wizard 15%, Cleric 10%, Sorcerer 10%, Other 5%; (25% Obsidian League Executive prestige class)

Resources: Multiple governments, merchant guilds, trading concerns, self-contained industries, and raw-materials mines and manufacturers on dozens of worlds. The value of the Obsidian League's total resources is practically immeasurable in gold pieces.

Central Headquarters: The Hadren family itself moves around frequently, but their familial estate is located on a small island off the coast of the nation Evaslon on a world of near-Renaissance-level development called Midonere.

Known Enemies: The Obsidian League's subsidiary organizations have many enemies in the form of local merchants' guilds and governments on specific worlds, but the League itself has few adversaries, as most organizations powerful enough to challenge it are either unaware of its existence or have incompatible and non-competing interests.

A GENERAL OVERVIEW

The Obsidian League is a mercantile consortium the likes of which most merchants' guilds could only dream of. From its start as a simple family operation on the world of Midonere, it has become an enormous, multi-planar entity. Through the use of planar travel, the League is capable of providing enormous amounts of raw materials, unusual items, finished products, enchanted goods, and even rare and wondrous creatures. All this at substantially lower prices than more traditional merchants, who must make do with the resources available to them in a limited geographical area and transport them via mundane means. The Obsidian League makes use of its wealth and multiple connections to influence the course of kingdoms and even entire worlds, and its machinations have grown more sinister and more abusive with each succeeding generation of Hadrens.

A BRIEF HISTORY OF THE OBSIDIAN LEAGUE

Balthus Hadren, Patriarch and Master of the Hadren Family Trading Concern, had an unusual problem. For well over a decade, his small family-owned business had been losing vast amounts of trade, customers, and income to the larger merchants' guilds that emerged in the later years of Midonere's Medieval period. This in itself was a problem, but it was hardly unusual. To date, the Hadren Family Trading Concern was just barely surviving by relying on its few loyal and regular customers. Among those customers was a man called Thorenil, an old wizard of no small power and learned in much ancient lore. This in itself was unusual, but it was hardly a problem.

No, Balthus' unusual problem was that he was a scrupulously honest man in an environment with no room for such quaint notions. A business the size of his could never have compet-

ed with the larger guilds, true. But he could certainly have done better for himself, his wife, his children, and his employees had he been willing to bend the rules, cheat an occasional buyer, steal information from his competitors, artificially inflate markets by pretending shortages, and in general engage in the same sorts of immoral (if not downright illegal) behavior that most of the other merchants and concerns had practiced for years. Balthus, however, was cut from a different cloth, and preferred to fail honestly than succeed immorally.

It was an attitude that threatened to cost him more than his business, as his family was understandably not thrilled at the idea of permanent poverty. His wife was miserable, and spent every available moment making certain Balthus knew, in no uncertain terms, just *how* miserable. His sons would barely speak to him, furious that he would impoverish the family — and worse, destroy the business before they could inherit — for so nebulous a notion as honor or morality. Most of his workers had already quit, save for a few very loyal family friends and cheap, unskilled labor who would work for the pittance he could afford to pay.

Thus it was an old, miserable, nearly destitute man who, on a seemingly normal afternoon, reigned in the old nag who drove his wagon and jerked to a halt outside the door of Thorenil's large stone manse. Balthus had for the wizard a shipment of all manner of odd things, sulfur and powdered gems and behirdung and other curios that only a mage would find useful. As was their normal arrangement, since Thorenil was away from home as often as not, Balthus walked to the door — enchanted to recognize him as an acceptable guest — and ordered his laborers to begin unloading the wagon while he stepped inside to ensure the wizard had left his payment.

The stone walls, the threadbare carpeting, the old oak table that groaned and creaked under the weight of hundreds of scraps of parchment and dozens of half-finished experimentations... These were as they had always been, as Balthus expected they would be. What he had *not* expected was the strange, swirling palette of colors that occupied that center of the room, nor the strange, alien landscape he saw in the center of that vortex, as though looking through a window into some other place.

Balthus knew nothing of magic, but he was a highly educated man from an upper class, if not wealthy, upbringing. He recognized almost immediately that the strange hue of the sky in the scene he viewed, the odd tinge to the grass, the scent of the wind that wafted into the wizard's room, none of these could possibly originate anywhere on Midonere. No, this could only be a doorway into an entirely different world from the one he knew.

One he managed to tear it from the swirling image, Balthus' gaze fell upon a large black rod — little more than a fat wand with numerous lumps and protrusions — lying on the table, half-hidden behind a precarious stack of the ever-present parchment. The very tip of the rod, which pointed directly at the phenomenon in the center of the room, glowed and flashed with patterns of colors that perfectly mirrored those of the vortex.

No matter how ignorant Balthus may have been in the ways of magic, it wasn't hard to figure out what the rod did, and the old merchant's mind was flooded with possibilities. Imagine what he could do with such an item! No need, now, to pay such heavy prices for the materials and the goods he would then sell to others, not if he could find other worlds on which they were more plentiful and thus cheaper. How grateful would a king be for a below-market price on enough fine steel to equip an entire legion? How much would car-

penters pay for the secrets of darkwood, heretofore kept only by the elves and the druids?

Even better, could he find worlds in which goods that were common here, on Midonere, would fetch wondrous prices? What would a desert world pay for easy access to water, or a metal-poor world for iron and tin?

Once more, the Hadren Family Trading Concern could compete, could thrive, could perhaps prove more profitable than even the greatest guilds. His family need not be impoverished, his workers need not search for other employment, his heirs need not be stripped of their inheritance.

All he needed... Was the magical rod created by, and belonging to, his oldest and most loyal customer, a rod that he could not conceivably afford, even were it for sale.

And for the first time in his life, Balthus fought a war with himself, and *lost*.

By the time Balthus' workers trundled through the door with the first load of boxes balanced on their backs, the room looked perfectly normal. They never knew about the interplanar portal they had almost witnessed, nor about the obsidian rod their employer had stuffed, with sweaty palms, under his tunic and into his belt.

Balthus never saw Thorenil again, a fact for which he was profoundly grateful. Given his ignorance of magic, it didn't occur to him until many years later that the old wizard might have actually traveled through that portal, and that Balthus might have closed his only route home by deactivating the rod.

For months, the Patriarch of the Hadren family experimented with the rod, never realizing how many times he came to bringing disaster on himself, his home, perhaps even his world. Yet against all odds, Balthus made the rod work. He learned quickly that, while he could not pick and choose his destinations — at least not

with his limited abilities — he could control what *sort* of world the rod took him to: The more buttons he depressed before activating it, the less like his own world the destination would be.

And with that, Balthus went to work. He was cautious, careful never to reveal the secret of his techniques. He turned to hiring laborers on a job-by-job basis, never employing the same workers twice in a row. He would often lead them in sealed wagons, or even blindfolded, to the places they would work, mining a rich vein of ore or transferring goods from a truly odd-looking ship onto waiting carts. None of them ever knew they had walked or driven through the barriers between worlds, and if any ever guessed, the substantial fees Balthus Hadren was suddenly offering were enough to keep their mouths shut.

With this new advantage, Balthus was suddenly competitive again. He found worlds where valuable metals were far more common than on Midonere, worlds where crops grew more easily and more lushly, worlds where valuable pelted animals were far more easily found and captured. Because he no longer had to compete with the other local guilds to acquire his goods, and because he could do so more cheaply than they, Balthus was able to provide greater amounts of product and raw materials for far less cost. In only a few years, the Hadren Family Trading Concern was not only solvent, it was competing with guilds many times its size. His wife no longer harried him, his sons happily and enthusiastically participated in the business. In short, Balthus' life had completely turned around.

But Balthus Hadren was still a moral man, and he knew all too well what sorts of abuses the obsidian rod might lend itself to, in the hands of someone less ethical than he. For his remaining years, he kept to himself the secret of his new-found success, refusing to tell even his wife or

his sons how he managed to turn things around. He knew that his children, so wrapped up in their quest for ever increasing wealth and status, might misuse the power of the rod, and so he had determined to take the secret with him to the grave.

He did not. Even as he lay on his silk-sheeted deathbed many years later, his determination wavered. Would his family be able to maintain their position without the magic of the rod? Or was his silence condemning them to another slow decline into eventual poverty?

And so, as he breathed his last, in the presence of his eldest son Hurich, Balthus Hadren revealed the secret of the obsidian rod.

Hurich, as his father had feared, was not content to continue using the rod as Balthus had. The new Patriarch of the Family Hadren hired numerous wizards to study the rod, to replicate it, to improve upon it. It required years, as well as the lives of several more careless mages, but in the end Hurich had access to multiple rods, all of which were far more precise and easier to control than the original. No longer were they forced to choose worlds randomly, hoping to take advantage of any precious materials they found. Now they could target specific worlds of which they had previously learned, and return to those worlds time and again with the mere pressing of a handful of buttons. Entire caravans moved through these interdimensional portals, crewed by workers who were all subject to *geas* and other spells of secrecy and loyalty laid upon them by the spellcasters in the Hadrens' employ.

This, then, was the true birth of the Obsidian League, as the Hadren Family Trading Concern came to be called over the following generations. Beginning with Hurich, each succeeding Patriarch proved more ambitious than the last. Hurich, who hired hundreds of workers in place of his father's dozens, used the resources of multiple worlds not merely to undersell his competitors on Midonere but to completely

undercut the market, driving many of the guilds out of business. His own successors (all of whom kept their familial name, regardless of which of their parents hailed from that family) flooded entire nations with excess amounts of gold, thus devaluing the currency — but only after buying up an enormous portion of the nation’s silver mines and coins, which became the primary coinage of those kingdoms. The next generation expanded still further, under the leadership of Gretta Hadren. The League sold goods on other worlds besides Midonere, buying items that were nearly worthless in one world and selling them on another where they were far more valuable. It was Gretta who first decided that the Obsidian League should operate behind the scenes, financing and supporting local merchants’ guilds and houses native to those worlds in which they were active, rather than operating openly. By now, the League, though still dominated by the Hadren family, had dozens of true partners, and employed thousands of workers and laborers on numerous worlds.

It was Gretta’s great-great-grandson, Gregor Hadren, who took the next logical, albeit dangerous step. For years, the Obsidian League had, through various front and puppet organizations, served as the primary supplier to entire nations on many different worlds. Vital foodstuffs, weapons and armor and the materials to make more, great and powerful beasts to be trained as mounts — all these and more were provided, at substantial but still worthwhile cost, to kings and emperors across the cosmos. The League had, in fact, made many a fortune by supplying first one side of a conflict with weapons, then the other with even greater arms, then the first with enchanted weapons, and so forth. It’s probable that many wars were extended long past their natural durations, that many thousands of people died, by the actions of the League in supplying opposed warring parties.

But Gregor wanted more. He realized that many of the nations he had supplied had come to depend upon him, and he determined to exploit that power. He sent emissaries to many rulers, emissaries who demanded that they be given an active voice in the governance of the kingdom! Should the king refuse, his country would suffer. His food and weapons would cease to arrive, sent instead to the enemy. His markets would be flooded with gold, rendering the metal near valueless and causing inflation on a massive scale. Ores and raw goods would cease to flow. Mercenaries and bandits could be hired to harass the borders, and farmers and laborers could even be paid not to work, all without causing so much as a visible dent in the finances of the League. No, the only way for such a kingdom to continue to function, and to prosper, was to accept the addition of a “Financial Advisor” to the ruler’s court. For the most part, he would remain uninvolved, allowing the king to rule as he saw fit. Should something arise that might influence the economy of the kingdom — and thus the opportunity for profit or loss on the part of the Obsidian League — the Financial Advisor would make his opinions known, and woe to the king who failed to heed his words.

This new practice has gained the Obsidian League and its front organizations a substantial amount of enmity and a number of new enemies, but to date none have been able to directly oppose it. So far the League has extorted only smaller countries in this manner, but Gregor, now an old man but ambitious as ever, seeks to expand his power into some of the greatest empires and kingdoms of the various worlds. Assuming nobody finds a way of stopping him without destroying themselves, and assuming his heirs do not drastically change the way the organization operates, the Obsidian League can only grow ever more powerful. It may be only a matter of time before entire civilizations dance at the ends of the Hadren family’s strings.

INSIDE THE OBSIDIAN LEAGUE

The Obsidian League may very well be one of the most powerful organizations in the known multiverse, despite its almost complete lack of any real military might, other than units of hired mercenaries and bodyguards. The influence they wield over multiple governments on multiple worlds is truly astonishing, and the ruling partners — Gregor Hadren, his family, and others — are not at all averse to using that power.

Although the League's methods are touched upon in the history section above, it's worth exploring them in greater detail.

Financial Manipulation

By far the Obsidian League's greatest power lies in its financial control over numerous markets. By cheaply purchasing items that are common on one world and selling them on other worlds where such goods are far more rare, the League generates vast amounts of revenue, while still keeping their prices well below those of any mercantile institution whose resources are restricted to a single plane. The League, through its subsidiary and front organizations, deals in just about anything and everything imaginable: raw goods such as iron, gold, and mithril; foodstuffs such as grains, fruits, and cattle; finished products from works of art to tools to weapons and armor; basic necessities of life such as water or salt; magic items of various sorts; rare beasts valuable either as pets, entertainment, or for the mystical properties of their body parts; and even slaves on those worlds where such practices are accepted.

Not content simply to take advantage of existing markets, the Obsidian League creates new ones and destroys old ones. The League is more than happy to introduce a new luxury — for instance, an incense made with herbs

unavailable on a particular world, one that induces a mild feeling of euphoria and virility in those who breathe it — into an upper-class population for almost no cost at all. They have flooded markets with too much of a particular product or even too much currency, so as to devalue the goods in question and, almost by definition, drastically increase the value of some other competing product. Alternatively, they have been known to flood markets when doing so gains them no profit at all, if it means destroying the economic base of a competing organization.

As mentioned above, the Obsidian League takes a particular interest in wars, as few things are as profitable as selling arms and equipment to all sides of a conflict. Agents of the League have reaped obscene profits not only by selling weapons, but by accepting payments from countries *not* to sell to their enemies. In fact, the Obsidian League has even used its growing political clout to instigate and extend wars, solely for the purpose of profiting off the ensuing chaos.

Political Power

Under the current Patriarch, Gregor Hadren, the Obsidian League has experienced a substantial growth in political and governmental influence. By insinuating its agents into the courts of kings and forcing them to bow to the League's pressure, the organization directs the policies of entire nations. Of course, such blatant extortion is not always the most efficient manner of operation, and to date the League has attempted it only in smaller kingdoms with weaker kings. When dealing with more powerful empires, the Obsidian League prefers to trade favors, rather than make demands. By providing specific goods and services for a substantially reduced cost, or even for free, the League can almost guarantee a friendly and receptive ear when it begins to make "suggestions" as to a kingdom's best course of action.

To date, the League has used its political clout exclusively for financial ventures: convincing a king to grant their subsidiary organizations favored trading status, creating markets or inflating demand, claiming mines or valuable lands, taking advantage of royal wizards and clerics in locating or creating enchanted items, and encouraging governments to take harmful actions against competing interests. The governing members of the League are, however, considering the advantages and disadvantages of expanding their activities. Would it be a worthwhile endeavor to rule a kingdom absolutely? Would a nation's taxes make a viable additional source of income to the League's already overflowing coffers? Would they be able to accomplish even more if they had their own military, or a supply of prisoners and serfs who could be worked far more cheaply than hired laborers?

And if the Hadren family and its supporters indeed decide that complete domination is a profitable move, are they already too powerful and fully ingrained to be stopped?

Customs and Practices

Although not a religious organization in any sense of the word, it would be impossible for the League to remain active on so many different worlds without at least acknowledging the presence and power of the many gods of those realms. To avoid giving offense, and thus potentially damaging the League's fortunes, every meeting of the Obsidian League's governing members begins with a session of prayer. These rites are devoted to the gods — particularly those of fortune and finance — of whichever world they happen to be meeting on. These prayer sessions often last upwards of an hour, given the number of deities who must be invoked, but the Hadren family and partners believe in hedging their bets. A tiny percentage of the League's yearly profits (which still translates into a vast sum of

money) is handed out in “charitable” contributions to various temples and religious sects across the worlds, all the better to curry favor among the gods and their servants.

Beyond that, the Obsidian League has four ceremonies they conduct on a semi-regular basis. The first, used when a new member is initiated into the League, begins with the same prayers as above. The prospective member takes an extended oath of loyalty, to the gods, to the organization, and to the Hadren family Patriarch. During this ceremony, the member is subject to a *mark of justice* spell, which takes effect should he ever work against the interests of the League as a whole (though competition with other League members is acceptable, so long as it doesn't damage the organization's overall interests). The subject is then considered a provisional member, and has one year in which to prove that he can acquire profit and advance the League's agenda.

At the end of that year, should the individual prove incapable of handling his tasks, he is dismissed from the organization. Those who pass the tests are promoted to full partnership. Said promotion involves its own ritual, again with prayers to the appropriate gods, followed by a repetition of the oaths of loyalty. At this time, the other members also swear oaths to accept the newcomer as one of their own, and to grant him the respect he is due as an equal.

A provisional member who is found wanting, or a full member who violates the precepts of the League and is judged guilty by the remaining partners, is stripped of his rank, position, and membership in a somber ceremony. No prayers are uttered here, no thanks given. The Patriarch ritualistically reads the crimes of which the condemned has been found guilty, and proclaims him outcast from the League. He loses all power and authority, all his resources and possessions gained while a

member are confiscated, and he is returned to his home world. The *mark of justice* preventing him from acting against the League remains in place, and operatives watch over him for the rest of his life, to ensure he does not compete with the League, attempt to spread its secrets, or have the *mark* removed. The Patriarch has been known, on extremely rare occasions, to orchestrate the assassination of former members who are deemed especially dangerous. Such an act is undertaken by the Patriarch alone, without the official consent of the other members, although many of them are unofficially aware of it.

Once a generation or so, the Obsidian League holds a massive ceremony to celebrate the ascension of a new Patriarch (or Matriarch) of the Hadren family. In addition to prayers of thanks and a great feast with enough food to feed entire communities, each of the League's members renews his oaths of loyalty to the new Patriarch at this time.

Strictures and Requirements

Few requirements exist for serving as a simple employee or laborer for the Obsidian League — or, more accurately, for its subsidiary organizations. As almost none of these common workers know the first thing about the Obsidian League, and believe they labor for just another merchant guild or trading house, no reason exists for being particularly choosy or restrictive.

Becoming a true *member* of the Obsidian League is an entirely different story.

The League only offers membership to select individuals, those with intelligence, skill, and financial, societal, political and/or mystical connections. The League observes potential recruits, sometimes for years, before approaching them. First the individual is offered a “business proposition” to advance his position. Then he is introduced to several “valuable contacts,”

granted inside information on competitors, and otherwise slowly exposed to the advantages of membership. Only after the subject's appetite has been whetted and, more importantly, the League has had the chance to observe his reactions and ethical behavior when provided with such opportunities, do the Patriarch and his closest advisors decide if he is to be brought into the fold.

Once someone has become a true member of the Obsidian League, he is bound to follow the organization's guidelines and obey certain restrictions.

- No member of the Obsidian League may reveal its secrets to those outside the guild, even under pain of torture, death, or the failure of a League operation, without express permission of the Patriarch.
- No member of the Obsidian League may engage in any activity, financial or political, that can reasonably be foreseen to have a negative impact on the organization, its goals, or its profits.
- Individual members may pursue their own agendas and their own profits, so long as doing so does not detract from their ability to perform their duties to the League. The Obsidian League is entitled to one-quarter of all profits earned by its members' outside interests, in exchange for their access to League resources.
- Members of the League must not fail to honor all the appropriate gods of luck, money, merchants, and other relevant portfolios on whichever world they happen to be operating. Failure to perform a required ritual risks angering the deity and harming the fortunes of the League.
- No member of the League will fail to report to the Patriarch the discovery of any financial, political, or mystical advantage that might aid the organization. The Patriarch will

decide if the member may pursue said discovery on his own, or if it should be assigned to others in the League.

- No member of the League will be permitted to abuse his position within the League for his own benefit. Members may access League resources, but misusing League authority for personal use — such as advising a local king to take specific actions, or manipulating one of the League’s puppet organizations — is a crime against the League and ones’ brethren.

Violation of any of the above precepts is grounds for expulsion at the least, and assassination in extreme circumstances.

Influence and Outside Connections

The League employs literal armies of laborers, merchants, builders, couriers, and mercenaries. Any attempt to describe the “influence” of an organization that can chart the course of nations, of markets, possibly of entire worlds, would be a futile endeavor. Suffice it to say that an enterprising DM can easily insert the Obsidian League, or its agents, into any society in almost any campaign world.

It is worth noting that the Obsidian League does have occasional dealings with several other interplanar factions. Subsidiary guilds of the Obsidian League occasionally come into conflict with the Steadfast Order of the Shapers of Earthen Splendor, should both organizations compete over certain crafts or constructions. Then again, the League has occasionally employed the Shapers as local workers, and the Shapers have sometimes turned to the League’s front organizations when purchasing raw materials. To date, the members of the Obsidian League do not have a clear idea of just how much the Shapers know of them or their true nature.

Although such contact is even less frequent, the Obsidian League also engages in sporadic dealings with the Twilight Empire, usually when

the League needs the Empire’s assistance in acquiring goods that are illicit or downright illegal on *any* known world. So far as the League knows, the Twilight Empire has *no* knowledge of the League’s true nature, but believes its front organizations to be nothing more than the merchant guilds they appear to be.

THE ⊕BSIDIAN LEAGUE EXECUTIVE

Completely unique to this organization, the Obsidian League executive prestige class evolved over the generations as many of the members of the League sought to augment their financial and political acumen with mystical abilities learned from their magically inclined brethren. As they exist now, the Executives are perfectly suited for an organization of this sort. Their spells and innate abilities make them experts at manipulating others into doing their will, and for discovering even the most closely guarded secrets.

Hit Die: d6.

Requirements

To qualify to become an Obsidian League executive, a character must fulfill all the following criteria.

Alignment: Any lawful

Abilities: Intelligence 10

Skills: Appraise 5, Diplomacy 8, Sense Motive 8, Spellcraft 4

Special: The character must be a member in good standing of the Obsidian League.

Class Skills

The executive’s class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Craft (Int), Diplomacy (Cha), Disguise (Cha), Forgery (Int), Gather Information

(Cha), Intimidate (Cha), Knowledge (Int) (each taken individually), Listen (Wis), Perform (Cha), Profession (Int), Search (Int), Sense Motive (Wis), Spot (Wis), and Use Magic Device (Cha).

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the Obsidian League Executive prestige class.

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

Spells: Beginning at 1st level, an executive gains the ability to cast a small number of arcane spells. To cast a spell, the executive must have an Intelligence score of at least 10 + the spell's level, so an executive with an Intelligence score of 10 or lower cannot cast these spells. Executive bonus spells are based on Intelligence and saving throws against these spells have a DC of 10 + spell level + the Executive's Intelligence modifier (if any). When an Executive receives 0 spells of a given level, such as 0 2nd level spells at 2nd level, the Executive gains only bonus spells, if any. An executive without a bonus spell for that level cannot yet cast a spell of that level. The executive's spell list appears below. An executive prepares and casts spells just as a wizard does.

Mathematic Savant (Ex): Executives are especially skilled, almost to the point of the supernatural, with numbers. With a DC 12 Intelligence check, an Executive can instantly estimate the total number of any collection of items or creatures she can clearly see, with a margin of error of only about 10 percent. For instance, she might look at a pile of coins and instantly know it contained approximately 2,500 coins, or she might view a charging army and instantly be aware that it was made up of approximately 10,000 soldiers. The DC of this check goes up by 1 for every 10 feet of distance beyond 30 feet; by anywhere from 2 to 5 if the executive's view is somewhat obscured (by mist, for instance); and by anywhere from 2 to 5 if the items viewed are moving in multiple directions.

Skill Mastery (Ex): At 2nd level, and at every other level after that, the executive may choose to master a single skill from the Obsidian League Executive class skills list. From that point on the executive may take 10 on that particular skill, even under stressful circumstances.

Font of Knowledge (Ex): At 3rd level, the executive has studied and traveled sufficiently that he has a small chance of knowing something about anything. He may make use of the bardic knowledge ability as though he were a

The Obsidian League Executive

Level	BAB	Fort	Ref	Will	Special	—Spells per Day—			
		Save	Save	Save		1	2	3	4
1st	+0	+0	+0	+2	Mathematic savant	1	—	—	—
2nd	+1	+0	+0	+3	Skill mastery	1	0	—	—
3rd	+1	+1	+1	+3	Font of knowledge (3rd)	1	1	0	—
4th	+2	+1	+1	+4	Skill mastery	2	1	1	0
5th	+2	+1	+1	+4	Strength of mind	2	1	1	1
6th	+3	+2	+2	+5	Skill mastery	2	2	1	1
7th	+3	+2	+2	+5	Traveler of worlds	3	2	2	1
8th	+4	+2	+2	+6	Skill mastery	3	2	2	2
9th	+4	+3	+3	+6	Font of knowledge (6th)	3	3	2	2
10th	+5	+3	+3	+7	Skill master, strength of mind	4	3	3	2

3rd-level bard. At 9th level, he may use the ability as though he were a 6th-level bard. If he has levels in the bard class, these levels stack.

Strength of Mind: At 5th and 10th level, the Executive's Intelligence and Charisma increase by 1.

Traveler of Worlds (Su): At 7th level, the Executive can communicate with any intelligent, living creature. This is identical in effect to the *tongues* spell, but it is a permanent, supernatural ability.

Obsidian League Executive Spell List

Executives choose their spells from the following list:

1st level — *charm person, command, comprehend languages, detect magic, hypnotism, message, sanctuary, sleep*

2nd level — *augury, calm emotions, detect thoughts, enthrall, hold person, hypnotic pattern, misdirection, suggestion, tongues, undetectable alignment, zone of truth*

3rd level — *charm monster, clairaudience/clairvoyance, confusion, crushing despair, geas, lesser, glibness, good hope, locate object, obscure object, scrying*

4th level — *arcane eye, detect scrying, discern lies, dominate person, hold monster, locate creature, modify memory, sending*

NEW SPELL

Jheric's Mystical Money Changer

Transmutation

Level: Sor/Wiz 3

Components: V, M

Casting Time: See text

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

Target: 1,000 coins/level, none of which may be more than three feet away from another coin

Duration: Instantaneous

Saving Throw: Will negates (object)

Spell Resistance: Yes (object)

The caster transmutes almost any type of coinage into a monetarily equivalent amount of different coinage. This can turn copper pieces to a lesser number of gold, platinum pieces to a greater number of silver, gold pieces to the equivalent value in iron (if iron happens to be used as currency in a region), and so on, in various combinations. The caster must have at least one of each type of coin the spell is intended to produce, each of which must be examined for one full round. At the end of this time the sample coins disappear, and the spell takes effect. The spell turns as many coins into the single most valuable target coin as possible, then as many into the next most valuable, and so on. Excess coins — the “change,” as it were — remain unaffected.

For example, a 7th-level wizard has come across an enormous pile of mixed gold, silver and copper coins. He wishes to transform it all into platinum and gold, so as to make it more portable. He produces a platinum coin and a gold coin, and spends two full rounds in contemplation. At the end of the two rounds, the hoard is transformed. The DM has already determined that the pile of coins is worth 75,463 copper pieces, so the pile transforms into 75 platinum pieces and four gold pieces, with 6 silvers and 3 coppers remaining.

This spell can be also be used in “reverse,” transforming platinum into gold, gold into copper, and the like. The procedure is the same; the caster selects the type of coin into which he wishes to turn the target coins and contemplates it for a round. Thus, a hoard of 7,500 platinum coins could be transformed into an enormous pile of 7.5 million copper pieces.

Metals other than copper, silver, gold and platinum are viable with this spell, so long as the caster has a coin minted of the appropriate metal. Remember that the *value* of the coins never changes, merely the form they take. Further, the metals must be pure. This spell can neither effect nor create alloys, nor can it create metals with any inherent mystical value such as mithril or adamantite.

The caster must be able to see the coins to be affected. Any coins in the possession of a living being receive a saving throw, as normal.

Material Component: One coin of each of the target metals.

NEW MAGIC ITEM

Obsidian Rod

Based on the design of the wizard Thorenil's original rod, this is the tool used by the Obsidian League to send agents and even caravans between the planes. The rod is approximately 3 feet in length, and covered with a bewildering array of studs and buttons. By depressing a combination of the studs, the wielder may open a *gate* to other planes. Randomly depressing buttons opens a *gate* to a random world: the more buttons pressed, the more distant (in planar terms) the world. It requires a DC 26 Knowledge (arcana), Knowledge (the planes) or Spellcraft check to learn how to use the rod with more precision. From that point, the wielder may seek out a world with specific properties, or return to a world with which he is familiar.

The rod functions for a total of 30 minutes per day; this time can be broken up into increments as the wielder prefers.

Strong conjuration, CL 17th, *Prerequisites:* Craft Rod, *gate*; Price 220,320 gp.

THE POISON TIDE

EVIL IS RISING

The Poison Tide is not merely one of the most evil and dangerous of these factions, it is perhaps the most alien. Its membership consists almost entirely of aquatic beings, creatures hostile to all traditional forms of sentient life.

ATTRIBUTES OF THE POISON TIDE

Size: Gargantuan (501–1,000 members).

Alignment and Purpose: LE; Ending the worldwide supremacy of humanoid civilizations, and obliterating or enslaving all the “abominations” who dwell on the surface.

Approximate Class Breakdown: Fighter 20%, Ranger 20%, Rogue 20%, Cleric 15%, Barbarian 10%, Sorcerer 10%, Other 5%. Note: the majority of the Poison Tide are not humanoid and lack levels in any class at all.

Resources: The Poison Tide has access to all the riches of the sea floor, from naturally occurring veins of ore to the various treasures, goods and magics found in the hulls of countless sunken ships. Although they rarely have need of surface currency, the funds they have access to when necessary are practically infinite.

Central Headquarters: The Poison Tide is spread throughout the oceans of various

worlds, and many of its members never leave their home territories. Nevertheless, the organization does have a single locus of power, called the Temple of the Risen Sea.

Known Enemies: The Poison Tide considers every sentient creature that dwells above the waves to be its enemy. Certainly the various governments, guilds and communities on land would happily return that antipathy, but the truth is that very few but the most learned specialist sages have even heard of the Poison Tide.

A GENERAL OVERVIEW

The Poison Tide is a religious cult, rather than an organization in the truest sense of the word. They do not worship a specific deity, but rather adhere to a specific belief and mindset. The members of the Poison Tide believe firmly that the surface is an unholy place, that all the races who dwell on land are abominations, affronts to the gods of the “True World,” as they often call the sea. They call themselves the Poison Tide after their ultimate goal: to

eventually wash over all the lands of all the worlds like a flood, leaving nothing alive above the ocean surface. As powerful as they are, and even with access to forgotten magics, the cult as yet lacks the power for anything so dramatically cataclysmic. For the time being, they focus on more attainable goals — such as the utter enslavement or destruction of entire surface societies.

A BRIEF HISTORY OF THE POISON TIDE

Centuries ago, a sect devoted to the worship of a primal and destructive ocean god constructed their greatest shrine on a rocky island hundreds of miles from shore. Called the Temple of the Risen Sea, this enormous structure of marble and coral was intended to serve as the seat of the priesthood, the site of their holiest rituals and most elaborate sacrifices. Here was concentrated the might of the sect, and of their god, imbuing the waters for miles around with a divine and chaotic power.

Unfortunately for the sect, the name they chose for their temple was all too apt. Within a decade, an undersea eruption changed the face of the ocean floor, sending earthquakes rippling outward like eels snaking through the planet's crust. Rock crumbled, and the island vanished beneath the waves, drowning all those within the temple, an ironic final act of tribute to their aquatic deity.

Time slowly covered the sunken temple with layers of coral and the crawling plants of the ocean floor. Creatures great and small passed through the flooded halls, or took shelter within the marble rooms and made them their lairs.

One such squatter was the creature who would one day be known as Apothehra, though it had no name at the time. It had little to distinguish it from any other giant octopus. It dwelt at the center of the Temple of the Risen Sea, making

its home near the altar, only occasionally squeezing its enormous but spongy bulk through the corridors to go in search of prey.

Precisely what happened next, even Apothehra isn't certain. Perhaps the altar, the scene of sacrifices and the focal point of the faith and devotion of an entire drowned priesthood, emanated an aura of unholy energies. Perhaps the now forgotten god of the temple chose to change the monstrous creature for reasons of his own.

Whatever the case, Apothehra slowly became aware that centuries had passed, and yet it had not aged — and with that revelation, realized it was, itself, *aware*. The giant octopus had attained sentience, intelligence, and so much more besides. Apothehra began to revere the god of the Temple of the Risen Sea; it seemed only natural, for it had been that deity who, directly or indirectly, made the creature what it now was.

Apothehra preached its new faith, and its belief in the unnamed god of the sunken temple, to other intelligent aquatic creatures. Over the course of years, it developed a small but devout following who called themselves the Risen Sea. In the depths of the Temple of the Risen Sea, in a chamber too small for Apothehra to enter, one of its newfound followers discovered a vortex, a portal to the Elemental Plane of Water. This allowed Apothehra and its apostles to draw yet greater power, for the Risen Sea could use the Plane of Water to reach the oceans of other worlds. Apothehra itself never ventured far from the Temple of the Risen Sea, but it dispatched its followers to other realms and other worlds, the better to spread their new faith throughout the oceans of the multiverse.

On world after world, the Risen Sea discovered that the creatures of the oceans, though numerous, held little real power. All the dominant governments, all the most powerful spellcasters, and all the greatest priesthoods were found not beneath the welcoming waves, but on land.

Whether inspired by true religious fervor or simply the predatory and inhuman instincts of an alien mind, Apothehra decided that this was the divine purpose for which it had been chosen. The Beasts Above were abominations, unnatural demons. To allow them to dominate even a single world, let alone much of the multiverse, was an unthinkable affront to the God of the Risen Sea. No longer would spreading his word be the primary purpose of Apothehra and its apostles, though they would certainly continue to do so. No, they would sweep across the land like a poison tide, cleansing the impurities of the surface so that only the unpolluted life of the welcoming depths remained.

Much of the following centuries have been devoted to preparation. Apothehra, who seems ageless and immortal, has gathered additional apostles to him, swelling the ranks of the clerics among the renamed Poison Tide. They have proselytized, recruited, gathering all manner of sea creatures, from sahuagin to kapoacanth, sea hags to merrow, merfolk to aboleth, even the occasional dragon turtle or kraken. They have scoured the ocean floors of a dozen planes, gathering riches and ancient magics long forgotten by the world above. They have placed agents among the surface-dwelling fiends, some mentally controlled, others bribed with fabulous wealth, their greed blinding them to the fact that they work toward their own enslavement or destruction.

The Poison Tide is rising, and world after world may be swallowed in the coming deluge.

INSIDE THE POISON TIDE

Members of the Poison Tide are not merely alien in appearance, but in *thought*. Even the most evil of humanoids shares *some* emotions and thought patterns with the heroes and the people they victimize, if only because they share the same physiological nature.

Apothehra and its followers have no such connection. They view humans and other surface-dwellers as atrocities to be destroyed, a scourge upon the world. The notion of compassion or mercy to such vermin is so foreign, they are incapable of even considering it. Humans and surface humanoids are to be obliterated or enslaved, down to the last infant; no other conclusion is conceivable.

Of course, powerful as they are, the Poison Tide are limited in their options, given that most of them are restricted to the oceans of the various worlds they inhabit. Still, they have found more than a few means of moving forward in their quest to eventually subsume the surface world.

Coastal and Surface Raids

The simplest and least subtle of the Poison Tide's methods is the straightforward raid. Sahuagin attacks on coastal villages, or the sinking of ships by dragon turtles, are hardly unheard of occurrences, and most governments and militias assume that such assaults are random. Raids of this sort rarely succeed in causing any far-reaching damage to a given culture or kingdom. Any capitals and centers of commerce that lie along the coast are usually too powerful to attack directly, and the Poison Tide must content themselves with invading smaller communities. Still, such raids are useful for a variety of reasons. First and foremost, it gives the Poison Tide an opportunity to take potential slaves; as most of the organization's members are incapable of operating on dry land, they need surface-dwellers to carry out certain operations for them. (See below for more on how the Poison Tide keeps and controls its slaves.) By observing the means by which the humans of various communities fight back, and the response of the local military and government, the Poison Tide can make a surprisingly accurate assessment of a society's strengths and weaknesses.

An assault on a small community often serves as a test run for new strategies or magics, to ensure that they are effective before launching them against larger, more powerful targets.

The Poison Tide often uses these raids as bait. If they are prepared to strike against a nation's government, the first step must be to weaken or eliminate any standing army. By raiding coastal cities, the Poison Tide forces the military to come to them, to attempt to hunt them down in the sea, where they have the clear advantage. Forces that might be strong enough to win a victory on land have little to no chance against the Poison Tide on the sea. Their numbers are not so great that they can face a large army directly, but they're easily big enough to face individual brigades. All they need do is sink a few ships to dramatically reduce the numbers arrayed against them, and enough of the Poison Tide have the ability to command sea life — either through innate abilities or magic — that they can offset the humans' numerical advantage with schools of predatory fish, sharks, eels, squid and other denizens of the deep.

Of course, the single best reason for slaughtering fishing villages or sinking ships is because they are bound by divine writ to do so. They need no tactical or strategic reasons for killing humans, need not wait until doing so provides them any advantage. They do it because that is their holy purpose, because Apothehra and its nameless god command it.

Surface Operatives

To destroy humanity, the Poison Tide needs humans. The majority of surface civilization exists away from the coasts and the largest rivers, placing them beyond the immediate reach of Apothehra and its disciples. Some of the beasts of the deep who make up the Poison Tide possess sufficient mystical abilities to temporarily change their form, to walk among surface-dwellers as one of their own. This is

risky, however. Magic can be detected, and most of the Poison Tide, while well learned in the ways of the enemy, do not know enough about the details and minutiae of these societies to properly blend in. Thus the need for agents who *are* familiar with the ways of the surface.

In fact, the Poison Tide has five separate but effective means of recruiting from among the ranks of those they would destroy. The first and most obvious is bribery. Apothehra's followers have access to uncounted riches gathered from the ocean's depths. Many humans can be easily persuaded to spy for a "mysterious patron" if the number of gold coins offered is sufficient. All the Poison Tide must do is find such a one and hire him as eyes and ears, as saboteur, or even as assassin. So long as the Poison Tide does not tell their hired dupes that they are out to enslave or destroy all of the surface — and why would they? — they can expect loyal service as long as either the money (of which there is plenty) or the individual's usefulness (which is in somewhat shorter supply) hold out.

Sometimes, if one of the Poison Tide needs a single, relatively quick service performed on land, or perhaps requires only a morsel of information, they do not even bother with a bribe. One of the advantages gained by their constant raids on coastal communities is that they have a ready supply of captives. When a person's entire family is hostage to his behavior, he usually performs any task requested of him. This technique is useful only in the short-term, as the Poison Tide knows that sooner or later their unwilling servant may find some way to pass information about them to others. Still, for a quick and dirty job, it's efficient enough.

The vast majority of the Poison Tide's human and humanoid slaves are mystically controlled. Through a combination of *charms* and

more potent spells such as *geas*, *mark of justice* and the various *dominate* spells, they keep a small but constant population permanently loyal to them. A few helpless souls serve beneath the waves, enchanted with magics to allow breathing and survival in the depths, but most operate on land as the eyes, ears, hands and daggers of the Poison Tide. Some of these operatives are highly placed, even holding positions in national governments, but most are of the middle and merchant classes. The Poison Tide has recently become interested in gaining control of humanoid tribes such as orcs and goblins, in hopes of using them to attack and weaken human nations.

Although their numbers are extremely few, a smattering of humans choose to serve the Poison Tide willingly, even knowing that they can hope for only a life of slavery at best, the death and devastation of their race at worst. These apparent madmen come from the ranks of the cults and priesthoods of various sea gods across the multiverse. While none identified themselves as servants of the deity of the Temple of the Risen Sea, they all claim that they believe in the rightful dominance of the ocean over the land. Obviously, most humans who worship sea gods aren't nearly crazed enough to want to see such a thing come to pass, so these willing agents are astoundingly rare even in worlds where sea deities are the dominant power.

The final method used by the Poison Tide to expand their ranks of surface-dwelling slaves is by far the slowest, but also potentially the most effective. For the past decades, they have selectively bred those surface-dwellers they keep as slaves in the depths of the various oceans. Mates are paired up and children selected for intelligence, skill and physical prowess, but also an obedient and easily controlled mindset. Through *charmed* parents and the efforts of the Poison Tide clerics, these children are raised to believe that slavery and

servitude are their rightful, divinely mandated lot in life, that the creatures of the sea are superior, and that the Poison Tide's goals are worth supporting. Their parents and the other slaves also teach them the ways of the surface, so that, with a reasonable amount of time for firsthand observation and acclimation, they could easily integrate into human society to serve as spies and agitators. So far, the experiment has not existed long enough to produce more than a small number of second-generation human slaves, but those it has are fanatically loyal and frighteningly effective at what they do. If the practice continues, and currently Apothehra and the other clerics see no reason why it should not, the Poison Tide may eventually have the equivalent of an entire human and humanoid nation at its beck and call.

Future Plans

It's something of an irony that for all their limitless wealth, the ancient and mysterious magics they've recovered from the beds of a hundred seas, and the enormous power of their greatest clerics, the Poison Tide has yet to figure out how to accomplish its ultimate goal. They are brutally effective at destroying or enslaving surface communities built on or near a coast, a major river, or even a large inland lake (their leaders have sufficient magics to teleport forces there if no natural underground connection exists). Island kingdoms are especially vulnerable to the Poison Tide, as the people have nowhere to retreat. The organization can utterly disrupt shipping lanes and commerce, causing substantial economic damage. Through their humanoid slaves and operatives, they can assassinate leaders or important figures, possibly even incite nations to war if the agitator can attain a position of sufficient authority.

When all is said and done, however, all of these are mere steps on a much longer road,

damaging but hardly sufficient to shake the dominance of the surface world. Few kingdoms are located so completely along a coastline, or are so utterly dependent on sea trade, that harassment of this sort can topple them. Few of the Poison Tide's agents attain a sufficiently powerful position in any given government to instigate a war large enough to threaten the society's very existence. Few of the humanoid tribes the Poison Tide now manipulates are massive enough to threaten anything larger than border communities; they might cause a nice bit of famine by burning cropland, but again, not enough to destabilize a large realm.

How, then, can the Poison Tide ever truly accomplish its objectives? As the odds are against them ever being able to assemble a large enough army on land to destroy whole kingdoms, Apothehra and the other leaders have decided that powerful magics are their only possible means of success. At the present time, different branches of the Poison Tide, operating on separate worlds, are engaged in at least half a dozen different schemes, each with the stated goal of locating or creating a spell, artifact or other magical effect powerful enough to reshape the world. Opening gargantuan portals to the Elemental Plane of Water, thus raising the levels of the oceans and submerging all but the highest mountains; transforming all freshwater on a given world to saltwater; altering weather patterns to make the surface practically unlivable — all these schemes, and many more besides, currently occupy the Poison Tide's attentions. They continue their raids and machinations of the surface world, but if they ever make Apothehra's visions come true, it will almost certainly be through manipulations of magic and planar boundaries, rather than any direct physical action against the surface.

Customs and Practices

The Poison Tide's clerics and leaders regularly hold religious ceremonies, though those ceremonies don't resemble anything in which humans might engage. Most of them involve intricate underwater dances performed in three dimensions, usually around a holy site such as the Temple of the Risen Sea. Leaders occasionally recite a litany, and the rituals often include the sacrifice and consumption of large numbers of surface-dwellers. Sometimes a single ritual spans multiple worlds, with the priests and celebrants forming a single writhing dance that passes through multiple portals into various seas and the Elemental Plane of Water.

Beyond these occasional ceremonies, which seem to be scheduled by tide and underwater current patterns, the Poison Tide is not particularly concerned with ritual. While it is a religion-based organization, its members do not think as humans do, and the notion of taking up time with ceremony that could better be devoted to attaining their objectives or fulfilling other needs is a foreign one.

Strictures and Requirements

The Poison Tide does not have an elaborate set of laws, or a strict policy for recruiting new members. If a sea-dwelling creature learns of the Poison Tide, its objectives, and its religious basis, and decides it wants to join, it is accepted. Any member who acts against the best interests of the organization, or who assaults or disobeys one of the priests, is slain and eaten.

Beyond that, anything goes. So long as the members devote themselves entirely to the Poison Tide's purposes, they are bound by no laws or rules. That sort of code of behavior is a creation of the Beasts Above, and has no place among the society of the seas. They do not even require participation in religious rites; any true believer in the faith participates voluntarily, and those who are not true believers either do not join the Poison Tide, or are slain the first time

they balk at fulfilling their obligations. Personal vendettas and ambition are not unheard of, but for the most part, the members of the Poison Tide cooperate because they share a common belief and a common goal. They need no other ties to bind them.

The only real set of rules they have ever established involves the treatment of enslaved surface-dwellers. Slaves are necessary for the Tide to accomplish its goals. Some are communal property, others individually owned. Slaying or permanently damaging a slave that is not one's own property is an affront to one's brethren, and must be atoned for by replacing each damaged slave with two new slaves of equal or greater skill.

Influence and Outside Connections

Although its limitless riches and various magics allow the Poison Tide some small degree of influence within various communities, nations and organizations of the surface world, for the most part it is entirely a self-contained group, with few connections to anyone or anything outside its own ranks. It counts a few allies among the more extremist members of sea god priesthoods, and humanoid tribes among its tools, but that is largely the extent of its influence. Frankly, that's just the way the members of the Poison Tide like it; any sort of large-scale alliance with the Beasts Above is such an alien concept that it likely wouldn't occur to them even if the opportunity presented itself.

MASTER OF THE POISON TIDE

Apothehra

Male undead giant octopus Clr12; CR 22; Large Undead (Aquatic); HD 20d12; hp 177; Init +8; Spd 20 ft., Swim 30 ft.; AC 32 (-1 size, +4 Dex, +6 armor, +13 natural), touch

13, flat-footed 28; BAB/grapple: +14/+26; Atk tentacle slam +21 melee (1d8+8 plus energy drain); Full Atk 8 tentacle slams +21 melee (1d8+8 plus energy drain) and bite +5 melee (2d6+4 plus energy drain); SA: Blood drain, children of the deep, constrict, domination, energy drain, improved grab, swallow whole; SQ: Aura of evil, darkvision 60 ft., ink cloud, jet, undead traits, damage reduction 10/silver and magic, cold and electricity resistance 20, rebuke undead, spontaneous casting (*inflict* spells), turn resistance +4, gaseous form, spider climb, fast healing 5, create spawn; AL LE; SV Fort +14, Ref +16, Will +17; Str 26, Dex 18, Con —, Int 14, Wis 24, Cha 15.

Skills and Feats: Bluff +8, Concentration +10, Diplomacy +11, Escape Artist +14, Hide +13*, Intimidate +11, Knowledge (arcana) +11, Knowledge (religion) +12, Knowledge (sea lore) +12, Listen +17, Move Silently +13, Search +10, Sense Motive +17, Spellcraft +12, Spot +17, Swim +25; Alertness, Combat Casting, Combat Reflexes, Craft Wondrous Item, Dodge, Empower Spell, Improved Initiative, Lightning Reflexes, Maximize Spell, Power Attack, Quicken Spell, Swim-by Attack (as Flyby Attack, but swimming)

Possessions: *Belt of teleportation* (equivalent to *helm of teleportation* in all respects), *bow of commanding water elementals*, *bracers of armor +6*, *periapt of wisdom +4*, *ring of animal friendship*, *ring of counterspells*

Spells Prepared (Clr 6/8/7/7/5/5/4; save DC 17 + spell level): 0 — *create water*, *detect magic* (x2), *guidance*, *read magic*, *resistance*; 1st — *command*, *comprehend languages*, *curse water*, *divine favor*, *obscuring mist*^D, *protection from good*, *sanctuary*, *shield of faith*; 2nd — *bull's strength*, *darkness*, *deseccrate*, *fog cloud*^D, *hold person*, *shatter*, *silence*; 3rd — *air breathing**, *deeper darkness*, *dominate animal*^D, *magic circle against*

good, protection from energy, searing light, speak with dead; 4th — control water^D, imbue with spell ability, poison, sending, tongues; 5th — break enchantment, commune with nature^D, plane shift, true seeing, unhallow; 6th — antilife shell^D, blade barrier, dispel magic, greater, mass water breathing*.

^D Domain spell. Domains: Animal (*speak with animals*, 1/day), Water (rebuke/command water creatures and turn/destroy fire creatures, 5/day).

Special Attacks:

Improved Grab (Ex): To use this ability, Apothehra must hit a Medium or smaller opponent with a tentacle slam attack. If it gets a hold, it can choose to constrict or attempt to swallow the victim whole.

Constrict (Ex): Apothehra deals 2d8+6 points of damage with a successful grapple check against Medium-size or smaller creatures; its energy drain damage is applied every round in which the hold is maintained.

Ink Cloud (Ex): Apothehra can emit a cloud of bloody ink 20 feet high by 20 feet wide by 20 feet long once a minute as a free action. The cloud provides total concealment. Creatures within the cloud suffer the effects of total darkness.

Jet (Ex): Apothehra can jet backward once a round as a double move action, at a speed of 200 feet. This must be in a straight line, and draws no attack of opportunity.

Swallow Whole (Ex): Apothehra can try to swallow a grabbed opponent of Medium-size or smaller by making a successful grapple check. Once inside, the opponent takes no physical damage but suffers from both Apothehra's energy drain and blood drain attacks. A swallowed creature can climb out of the gizzard with a successful grapple check.

This returns it to Apothehra's beak, where another successful grapple check is needed to get free. A swallowed creature can also cut its way out by using claws or a Small or Tiny slashing weapon to deal 25 points of damage to the gizzard (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

A creature that dies while in Apothehra's gullet is excreted within 1d4 hours as a desiccated and shriveled corpse that may rise again (see create spawn).

Apothehra's interior can hold one Medium, two Small, four Tiny, eight Diminutive, or sixteen Fine or smaller opponents.

Domination (Su): Apothehra can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that Apothehra must take a standard action, and those merely looking at it are not affected. Anyone it targets must succeed at a DC 22 Will save or fall instantly under its influence as though by a *dominate person* spell cast by a 12th-level sorcerer. The ability has a range of 30 feet. The save DC is Charisma-based.

Energy Drain (Su): Living creatures hit by Apothehra's slam attacks, held in its tentacles during a grapple, or swallowed whole, suffer 2 negative levels (or 2 negative levels per round, if contact is maintained). For each negative level bestowed, Apothehra gains 5 temporary hit points. The save DC to remove these negative levels is 22, and is Charisma-based.

Blood Drain (Ex): Apothehra can absorb the blood from any living creature it has swallowed. Swallowed victims suffer 1d4 points of permanent Constitution drain each round they remain in its gullet.

Create Spawn (Su): A humanoid or monstrous humanoid slain by Apothehra's energy drain while in its gullet rises as a vampire spawn in 1d4 days. If the victim instead dies due to

Constitution drain, she returns as a vampire spawn if she had 4 or fewer HD, and as a vampire if she had 5 or more HD. In either case, the new vampire or spawn is under Apothehra's command. Note that only creatures who died within Apothehra's gullet may rise; others, even if slain by its energy drain attack, are simply dead. The DM must keep careful track of which attack — blood drain or energy drain — is the final cause of death, as both occur simultaneously to swallowed creatures.

Children of the Deep (Su): Apothehra commands the lesser creatures of the sea and once per day can call forth 2d6 octopi or medium sharks, 2d4 large sharks, 1d6 squid, or 1d4 huge sharks, as a standard action. These creatures arrive in 2d6 rounds and serve Apothehra for up to 1 hour.

Gaseous Form (Su): As a standard action, Apothehra can assume gaseous form at will, as the spell cast by a 5th-level sorcerer, but can remain gaseous indefinitely and has a fly/swim speed of 20 feet with perfect maneuverability.

Spider Climb (Ex): As a variant of the standard vampire, Apothehra shares that creature's ability to climb sheer surfaces as though with a *spider climb* spell (although this has little practicality underwater).

Skills: Apothehra can change colors, giving it a +4 racial bonus to Hide checks. Apothehra has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Appearance: Many second-hand reports and myths of Apothehra incorrectly identify him as a kraken. Even the most cursory glance, however, reveals that this cannot be the case, as Apothehra is very clearly an octopus, not a

squid, and is not as large as most krakens. At a distance, Apothehra is easily mistaken for a normal giant octopus, though close examination reveals that its dark blood-hued rubbery flesh is vaguely waxy to the touch, and that its tentacles are unusually gaunt. Apothehra's beak is large, jagged, and the color of yellowed ivory; its eyes are a luminescent urine yellow. It wears most of its magic items — its rings, bracers, periapt and belt — on its various tentacles, and carries its *bowl of commanding water elementals* in a large sack of whale skin tied to yet another tentacle.

Overview: Apothehra itself isn't certain precisely when its exposure to the energies of the Temple of the Risen Sea began to change it. It cannot even say for sure whether it developed its first hints of sentience and intelligence before or after it became an unholy, undead thing. Frankly, it doesn't care. Apothehra is utterly devoted to its cause, to its faith, and to its objectives. To spread the worship of its god throughout all the oceans, and to strip all life from the lands above, are its only purposes, the only thoughts on which it dwells.

Apothehra's undead nature bears many similarities to the vampire, though it is not precisely a vampire in the traditional sense. It is imbued with unholy energies, and it must feed on the blood of living things to survive. It shares the vampires' vulnerability to the sun, but this is hardly an imposition to a creature that dwells in the ocean's depths; it simply means that Apothehra can only surface at night. Neither the standard vampire's aversion to garlic nor its inability to enter a manmade domicile without invitation have ever been tested against Apothehra. Running water clearly is no imposition. It does not recoil from holy symbols or mirrors, but neither is it willing to approach them. A wooden stake through Apothehra's heart would presumably kill it, if one could find a stake long and sturdy enough to reach it.

Apothehra has no coffin; the entirety of the Temple of the Risen Sea serves as such for purposes of healing and sanctuary.

NEW SPELLS

Air Breathing

Transmutation

Level: Clr 3, Drd 3, Sor/Wiz 3

This spell allows creatures normally capable of breathing only underwater to breathe air freely. Any creature that already has the ability to breathe air for the short term only, such as aquatic elves, may stack their own ability with this spell (the spell expires first). It is otherwise identical to *water breathing*.

Mass Water Breathing

Transmutation

Level: Clr 6, Drd 6, Sor/Wiz 6

Targets: Living creatures touched, up to two per caster level

This spell functions as *water breathing*, but does not require the caster to divide the duration of the spell between subjects. Every subject enjoys the spell's *full* duration. It is otherwise identical to *water breathing*.

THE SILENT HAND AND THE RISEN LEGION

RAGE, RAGE AGAINST THE DYING OF THE LIGHT

This document actually details two intertwined organizations: a mercenary army that operates throughout the multiverse, capable of standing against almost any foe, and the secretive cabal who founded them, and intends them to eventually stand against the greatest foe of all.

ATTRIBUTES OF THE SILENT HAND AND THE RISEN LEGION

Size: The Silent Hand — Large (101–200 members); The Risen Legion — Colossal (1,001+ members)

Alignment and Purpose: The Silent Hand — LN to LE; to infiltrate the governments of wealthy nations and major military powers, the better to build resources and a large fighting force for the *en-kha thedru* (apocalypse). The Risen Legion — LN; to serve as an interplanar mercenary and military force, actions which serve as both income for the Silent Hand and as training for the *en-kha thedru*.

Approximate Class Breakdown: The Silent Hand — Wizard 25%, Bard 20%, Rogue 20%, Cleric 10%, Loremaster 10%, Sorcerer 10%, Other 5%; The Risen Legion — Fighter 25%,

Barbarian 20%, Rogue 20%, Monk 15%, Ranger 10%, Warrior 5%, Other 5%

Resources: The Silent Hand has access to the treasuries of many nations across many worlds. While they cannot simply empty those repositories without drawing attention, they can regularly steal monies in small portions. Additionally, they can call on the craftsmen and workers of those kingdoms, acquiring materials and building weapons and equipment. Finally, they gain the vast majority of their income from hiring out the Risen Legion to other parties across the planes.

For its own part, the Risen Legion has only the funds the Silent Hand chooses to allocate to it, but these are substantial. The soldiers of the Legion are some of the best equipped in the multiverse in terms of the quality and quantity of their weaponry and equipment. However, every member of the Risen Legion is required

to spend most of his, her, or its time training and even fighting with non-magical weapons and equipment. The Legion's Commanders issue magic items to its soldiers only on jobs where it's absolutely necessary, and they always reclaim those items when the task is complete.

Central Headquarters: The Silent Hand has a central headquarters, but its members rarely visit it in any physical sense of the word. The so-called Forsaken Citadel is a small fortress once used by the great wizards on the Founders' home world. It now stands within the rocky wasteland of a barren world in the far corners of the Material Plane, where no living being can survive without magical aid. The fortress is inhabited by a veritable army of constructs. When the Silent Hand meets — a monthly occurrence — its members make use of various magics which temporarily transport their consciousness into one of the constructs. They then hold their meeting in these false bodies.

The Risen Legion maintains half a dozen demiplane headquarters, each constructed out of a surviving chunk of the Founders' home world. One floats in the Astral Plane, one in the deep Ethereal, and each of the other four sits at the boundaries between the Material Plane and one of the Elemental Planes. These headquarters contain emergency living space for members of the Silent Hand, preservation chambers for thousands of recruits, mystical laboratories, and portals that link to the other headquarters (but not the Forsaken Citadel). Each such location contains several thousand Legionnaires, including over a hundred of Command rank.

Known Enemies: The Silent Hand has a number of enemies on a personal level, individuals who have been ousted from power or otherwise inconvenienced by its activities. These people rarely know enough of the organization to pose a threat, and no larger forces are, to date, aware of the Silent Hand's existence. The Hand considers most creatures of the outsider type to be enemies, particularly those of the lower planes.

The Risen Legion holds the same antipathy toward outsiders, and several governments and military organizations on specific worlds have reason to hate the Risen Legion's mercenaries. For the most part, however, the group itself has few constant adversaries, though it has run afoul of several other interplanar factions.

A GENERAL OVERVIEW

In essence two branches of the same organization, the Silent Hand and the Risen Legion represent — at least in the minds of the so-called Founders, who created both — the last hope for the multiverse itself. One faction takes the form of a dark conspiracy, lying, manipulating, and even murdering its way into power. The other resembles nothing so much as a merciless and amoral band of soldiers-for-hire. Still, both see themselves as the ultimate heroes. In their eyes, given the nature of the threat that all will eventually face, the ends truly do justify the means.

This is true, however, only of the organization's highest levels. Many local recruits of the Silent Hand are precisely what one would expect from a governments-controlling conspiracy. They are power-hungry, vicious individuals who seek power not for any higher purpose, but for profit and self-gratification. The Risen Legion may be *intended* to serve a greater purpose, but for the time being, it's nothing more than what it appears to be: an independent army who fights for anyone who can afford the Founders' hefty fees.

If the upper echelons of the Silent Hand aren't careful, their organizations are going to lose themselves in their facades, to become nothing more than tools of dictators and ambitious schemers. And if the Silent Hand and the Risen Legion truly are the last hope of the multiverse itself, then gods help everyone if this should come to pass.

A BRIEF HISTORY OF THE SILENT HAND AND THE RISEN LEGION

The world was called Ondrachar, and it was much like other Material Plane worlds. The dominant race may not have been quite human, or quite elven, or quite anything else familiar to other worlds, but they were similar enough in most ways that mattered. This race's original name has been lost to history. Those few who survive to this day abandoned their name when they lost their world; now they are simply the Founders.

In the days before the end of their world, the race that would become the Founders had accomplished truly great things. Their magic, their science, their architecture, their art were all astonishing. Unfortunately, so much power and beauty led to an unshakable arrogance. Who knows what the race might have accomplished if they'd worked together? Instead, nation warred against nation over imagined slights and inflated cultural or religious differences.

Eventually, it grew clear to the greatest practitioners of the mystic arts that some outside influence was at least partially responsible for the constant bloodshed and hatred. Traditional rivalries and all the normal causes of war could account for a lot, but not for the level of violence that had swept the world for generations. Gathering other spellcasters and wise men from various factions, these mages formed a cabal, called the Hand, devoted to exploring the root causes of these unnatural hatreds.

The Hand made two horrifying discoveries. First, they discovered that the very barriers between dimensions were slowly breaking down. The brutal, bloodthirsty, and vicious emanations of the Abyss, the Hells, and the other lower planes were seeping through the

cracks in reality and tainting nearly every living and sentient being exposed to them.

Their second discovery was that they had taken too long to learn the truth.

Even as the Hand investigated, the barriers between worlds crumbled still further. Demons, devils, and even worse horrors crossed over from other realities and places that should not exist at all. Normal people and animals warped and twisted, polluted in body and soul by unholy energies.

It took the Hand little time to realize that they had no real way to fight back against the demons, or to shore up the crumbling dimensional walls. In the sudden influx of planar energies, the laws of reality changed and magic itself grew wildly unpredictable. At best it was chaotic, uncontrolled, as liable to harm the caster as his foe. At worst it failed completely, or formed pockets so unpredictable that spell-like effects manifested without any casting or provocation at all.

The Hand never was able to determine what caused the failure of the planar boundaries. Had the people brought it on themselves? Had their earlier wars and cultural hatreds generated so much negative energy that it damaged the world? Did the overuse of magic, so prevalent in every level of society, used in every war and almost all forms of art, cause the problem? Or was this simply a predestined event, the Apocalypse — called, in their culture, the *en-kha thedru* — foretold in ancient legend?

Whatever the cause, its ultimate consequence was clear. As the barriers crumbled, magic would become not merely useless but dangerous, and fiends of all sorts would rampage across the world. Without magic, the mortal races would be helpless to resist these hellish beasts.

The Hand could do nothing for their home world; it was already far too late. But at the last, before magic went too completely awry, they were able to combine their spells and escape to other worlds, taking entire portions of Ondrachar with them.

The members of the Hand were gratified indeed to find that other planes and other worlds existed, places that had not yet experienced the catastrophic end that theirs had. Yet none of them believed that this was to be a permanent situation. Whatever happened on their world would happen again, and again. Sooner or later, the multiverse as a whole would come to an end. They had seen how it would happen, had experienced the horror of such an end once. The Hand determined that they would not allow it to happen again.

Thus was born the dual concept of the Silent Hand and the Risen Legion, twin branches of the same cabal, devoted to a single purpose: preparation for the end of the multiverse itself.

INSIDE THE SILENT HAND AND THE RISEN LEGION

The Silent Hand consists primarily of Founders, with a significant minority of other races represented. The Silent Hand concerns itself with infiltrating and gaining power within kingdoms, countries, armies, and powerful organizations throughout the multiverse. They communicate with one another via the constructs of the Forsaken Citadel, but never physically gather as a group.

The Risen Legion is by far the larger of the twin organizations. It is made up of thousands of creatures from across the many planes of the multiverse. Most are human or humanoid, but a few are not. Every member of the Risen Legion possesses a degree of proficiency in hand-to-hand combat, group warfare, military tactics, or simi-

lar skills. The Legion never recruits anyone who relies wholly on magic. The Founders expect the Legion to battle the inhabitants of the lower planes without the advantage of magic, for they've seen the laws of magic break down once before. (Some ongoing debate exists among the Founders as to whether monks will lose their abilities if magic fails. Some argue that their abilities are clearly unnatural and are ultimately subject to the same laws. Others maintain that because the power comes from within, it should remain even when more overt forms of magic cease. For the time being, the Risen Legion recruits monks on the assumption that even if their abilities *do* fail in the final days, they've still got sufficient martial proficiency to be useful.)

Many soldiers of the Risen Legion aren't members by choice, but are kept loyal and obedient purely through magical means. These safeguards will fail in the final days if magic itself ceases to work, but the Founders believe that when faced with the options of fighting or dying (and taking all reality with them), even the most angry and rebellious unwilling recruits will fall in line. See below for the Risen Legion's recruiting tactics, and why they have so many unwilling members.

The Legion acts as a mercenary force, fighting on behalf of just about anyone on any world. These activities provide training and experience for the soldiers, and funds and political connections for the Founders. The Risen Legion has a frightening reputation, for near inhuman skill and an absolute lack of mercy, on literally dozens of worlds. The mere rumor of their presence is sometimes enough to encourage their employer's enemies to surrender.

The Silent Hand: Infiltration

The Silent Hand intends, eventually, to exercise some measure of influence over every major government on every world they can find. To this end, no means of entry or acquisition is ignored. Some members use magic and performance skills to actually take the place of someone

already in a position of power, while the real individual is removed (read: killed) for the “greater good.” The Hand prefers not to take this approach — they have no personal grudge against those who already hold the offices they seek — but they do so if and when they consider it necessary.

More frequently, the members of the Hand bribe, blackmail, extort, *charm*, or otherwise obtain some sort of leverage over people in authority. This grants them a degree of influence, as well as access to state secrets and other inside information. This need not be done illicitly (though it usually is). Many nobles and politicians need money constantly, and a rich friend is a valuable resource. Members of the Silent Hand use these connections as a means of entering high society, where they then establish even more contacts.

Of course, agents of the Silent Hand also exercise perfectly legitimate means of gaining power. They run for office in democratic societies. They use their connections among the upper classes — often combined with the aforementioned bribes and blackmail — to convince a region’s nobility to select one of their own for an available office. (Alternately, they use those same connections on behalf of an ambitious candidate who isn’t one of their own, in exchange for favors granted later on.) Some simply offer their vast expertise or magical assistance to rulers and nobles, who eventually come to rely on their good advice. They even resort to military conquest; more than once, the Silent Hand has manipulated one kingdom into attacking another, just for the opportunity to insert their own people into the conquered realm’s newly rebuilt power structure.

The Silent Hand: The Rewards of Power

So why, precisely, does the Hand want this sort of power over governments and other institutions? And what do they do with it?

First, the Silent Hand requires a constant influx of wealth. The organization is enormous, and constantly expanding. For all their resources, and all the monies brought in by the Risen Legion, they constantly seek more. Each individual the Silent Hand places in a position of power is one more person who can access the treasury or other resources of the kingdom or organization. The same logic holds true for goods and services; a member of the Hand who holds a high rank in a nation’s military can easily arrange for a shipment of weapons or supplies to be “lost,” funneling them to the Hand and the Legion.

Second, every nation or army the Hand controls now represents another military force they can draw on when the end comes. Although they will be far less well equipped to deal with the demons and the breakdown of reality, every healthy warrior is still an asset the Hand cannot afford to ignore.

Access to a nation’s resources — financial, military, and mystical — also allows members of the Silent Hand to keep an eye on the goings-on within the region. They are more likely to hear of a powerful wizard who might prove helpful to their efforts. They are in a far better position to learn of military action by neighboring nations; a sudden rise in violence or an eruption of war that seems to have no demonstrable cause could well indicate the beginnings of the same fiendishly inspired pattern of bloodshed that swept Ondrachar.

Finally, the Silent Hand uses its position in government and military offices to deliberately instigate wars between nations. This is partially to allow them to conquer or otherwise annex more lands, but also because the Risen Legion obtains new members only through conflict and war. Although it has happened only rarely, the Silent Hand has actually instigated armed conflict (normally in the form of border skirmishes, rather than any larger battle) solely for the pur-

pose of acquiring a single specific “recruit” for the Risen Legion.

The Silent Hand/The Risen Legion: Recruiting

Ultimately, though the Silent Hand represents the Founders themselves and the other leaders of the organization, the Risen Legion is their primary reason for existing. It is the Risen Legion that will stand against the demons and otherworldly horrors when the worlds collide at the end of time.

The Legion’s leaders prefer to recruit their members voluntarily, partially because soldiers fight harder for a cause in which they believe, and partially because — even with their magic safeguards — the Founders have a much easier time maintaining control over willing recruits. Still, because it is so vitally important that the greatest and most skilled warriors from across the worlds become part of the Legion, the Founders have developed multiple techniques for *forcing* unwilling participants to join.

Only the greatest and most skilled of warriors are chosen for inclusion in the Risen Legion. In mechanical terms, all members of the Risen Legion possess at least 10 total levels in one of the classes (or a combination thereof) listed above in the Legion’s Approximate Class Breakdown. Skill alone is not sufficient cause for recruitment, however; the Founders prefer to avoid those of a heavily chaotic bent, if only because their behavior is difficult to predict. Race is not a factor, nor are any other factors of alignment or personality.

The Founders — or, more commonly, their agents — prefer to approach these recruits just before, or in some cases even during, a great battle or other hazardous situation. They begin openly, explaining that they wish to recruit the individual for an organization whose ultimate purpose is the salvation of the multiverse itself, and that they wish to do so *now*, before that indi-

vidual risks his (or her) life in the upcoming conflict. Should the potential recruit express an interest, they take him to one of the six Risen Legions headquarters, where one of the Legion’s Commanders or other officers explains, in more detail, their goals and objectives.

Many of those approached by the Legion refuse, of course, but the Founders do not take “no” for an answer. They have multiple methods for ensuring that those who turn them down wind up serving them anyway.

In some cases, agents of the Founders acquire a sample of flesh and blood from the individual — sometimes voluntarily, sometimes through a sneak attack, and sometimes by scavenging body parts from the battlefield. These samples are then subject to the *clone* spell, spawning a duplicate of the individual who is, though slightly less skilled than the original, still a powerful and experienced member of his class. Alternatively, if the body is relatively intact, the Founders may have it *resurrected* or otherwise raised, but because they have far more arcane casters than divine, *clone* is usually a more accessible option.

Of course, only souls who desire to return from death are subject to raising magics. As such, many of the Founders’ attempts at postmortem recruiting fail outright. Still, they succeed in reviving approximately 10 percent of those they try to *raise* — some individuals are anxious to return to life even if they don’t recognize the spellcaster trying to call them back — and this is sufficient return for them to continue with these methods.

Finally, the Founders and their agents often kidnap living warriors by magic, deception, or even brute force. They might *charm* the recruit into following a member of the Hand, or invite him to a gathering that purports to have some other, unrelated purpose. The agents of the Founders also scour battlefields and military encamp-

ments for skilled combatants who have been badly wounded or even worn out, making them easier targets for subdual and kidnapping.

However these “recruits” are gathered, they are brought to one of the Legion’s headquarters. There — often held immobile or imprisoned by magical means, if they aren’t present voluntarily — they are addressed by a Legion Commander or another agent of the Founders. This speaker explains to them why they are there and why the Legion exists. They will be kept here, they are told, in a form of stasis, ageless and undying. From time to time they are brought forth and hired out as mercenaries, to increase their skill an experience, and to obtain wealth for the Founders. Sometimes, after a period of service, those members who have proven themselves are permitted a brief period of recreation before returning to headquarters and to stasis. Finally, when the worlds begin to collapse, magic to fail, and demons to invade the material worlds, they are to be freed once more to fight for the very survival of life itself.

Obviously, this doesn’t sound like a particularly attractive lifestyle to many potential recruits, willing or otherwise. Unfortunately for them, by the time they’ve reached this point, it’s too late. Even if they wanted to escape, the headquarters of the Risen Legion are located outside the material plane; there’s no place for escapees to go. Further, the Founders are prepared to subject those present to all manner of controlling magics. Although they sometimes make use of *charm person*, *dominate person*, *geas*, *mark of justice* and other spells, the standard tactic is to make use of the *enslave* spell (see below). Once this control is established, the individuals “voluntarily” allow themselves to be placed into *temporal stasis*. (In some cases, if the casters simply cannot control an individual, they cast *temporal stasis* as a touch attack.)

Even recruits who voluntarily join the Legion are subject to *enslave*, as a precaution.

The Risen Legion: Mercenary Contracts

The Founders would prefer to keep every member of the Risen Legion alive and well until the *en-kha thedru* arrives, in order to keep their fighting force at full strength to face the demons. Unfortunately, that’s simply not an option. While the Silent Hand obtains substantial monies and resources from the governments and organizations they infiltrate, it’s insufficient for their needs. Most of them do not have access to vast amounts of capital at any give time (one can only embezzle so much without being detected). The monies brought in by hiring out portions of the Risen Legion as a mercenary force are vital, for supporting the Legion and the Silent Hand both.

Either the Founders themselves, or one of the Legion’s Commanders, actually negotiate mercenary contracts. The fees they charge are truly impressive; they vary depending on the job and the personnel involved, but exceed multiple gold pieces per soldier per day. This ensures that only the richest clients can afford the Risen Legion, but those who can are happy to do so, for the reputation of the Legion has spread to multiple worlds.

The Founders hire the Risen Legion out to just about anyone, provided the money’s good. They care little for the morality of a given conflict. The Legion won’t engage in the slaughter of civilians, and they won’t work for anyone with connections to fiends or other lower planar beings, but beyond that anything goes. The Founders have no interest in who’s in the right, or who struck first.

The Risen Legion never operates in enormous numbers on any given field of battle, in order to avoid depleting their ranks too severely in the event of an unexpected defeat. The Founders rarely assign more than a few dozen members to a given job, and *never* more than a few hundred. Thus, the Legion rarely operates as a standard

military unit, but rather as elite troops, special forces, or the equivalent of an adventuring party. They engage in infiltration, sabotage, assassination, flank attacks, assaults on the elite forces of the enemy — any activity in which skill is of greater import than numbers. The Legion does sometimes take the field openly, given that the average member is more than a match for a dozen typical soldiers, but for the most part their skills are better suited to other endeavors.

Once placed in *temporal stasis*, most members of the Risen Legion are kept that way year round, removed only when they are sent on a mercenary contract. Even once the *temporal stasis* is dispelled, the individual is still held helpless in the tiny cell where he is normally “stored.” There he remains until the Founders or other spellcasters ensure that he is still under the effects of the *enslave* spell (often supplemented with other spells such as *geas* and *mark of justice*, just in case). These are used to ensure that members do not attempt to desert the Legion while on assignment, that they do their jobs to the best of their abilities, and that they return when the task is complete. The Legion’s few spellcasters, and agents who directly serve the Founders, accompany the soldiers on all assignments, ready to renew the controlling magics if they somehow fail. Even if a soldier is permitted a few days of rest and relaxation after a contract is complete, he is still accompanied by such a “minder.”

In some instances, these legionnaires receive icons enchanted with the *refuge* spell. This cannot be used to transport back to headquarters, but it can be used to return the soldier to his minder.

Because *enslave* only functions on humanoids, the few monstrous members of the Legion are unaffected by it. These are never sent on mercenary jobs unless their special abilities are *absolutely required*. In these instances, the Legion’s casters subject them to a barrage of *charm monster*, *dominate monster*, *geas*, *mark of*

justice, and similar spells.

Of course, these minders do more than maintain or renew magical bonds on the members of the Risen Legion. They also provide magical support, often enhancing the soldiers’ combat abilities. They occasionally engage in battle, launching offensive spells from great distances (though they are forbidden to engage in close combat, as they are not considered expendable). They are useful for aiding Legion soldiers in escaping from an otherwise untenable position or situation.

Perhaps their single most important purpose, however, is the recovery of the dead. Whenever a Legion member falls in battle, his minder is required to do everything within his power to retrieve the body, or at least a sufficient portion of it for the *clone* spell. The Legion doesn’t lightly let its members go, even in death, and while a large number of them refuse to return from the afterlife now that they know what awaits them in the Legion, the Founders are determined to try.

In recent years, the Founders and a few other Silent Hand spellcasters have experimented with the notion of placing conjured spirits in the cloned bodies of fallen Legion soldiers who have refused to return from the dead. To date, they’ve had little luck with this concept; even if the spirit succeeds in animating the clone, it lacks the skills of the original inhabitant. Still, they continue to experiment, hoping to find a way to allow a possessing spirit to somehow absorb the skills possessed by the body when it was still worn by the soul of the now-departed soldier.

The Legion’s Commanders

The Founders are ultimately in charge of the Risen Legion, but they rarely interact with the soldiers directly. For the most part, communication between the Founders and the legionnaires, and all orders handed down to the normal members, come through the Commanders.

While the vast majority of Legion members are under mystical control and would likely desert if given the opportunity, some of them do fight willingly. On rare occasions, a recruit recognizes the importance of what he's doing, and willingly submits to the Legion's rules, including mystical control. These individuals go above and beyond the call of duty, proving over and over again that they truly believe in the Legion and what it stands for.

After several years of such behavior, a soldier of this type might be promoted to command. The *enslave* spell remains in place as a safeguard, but it is rarely activated; so long as the Commander proves loyal, he is left to his own devices. Each unit of the Legion that takes the field is under the auspices of at least one Commander, who works out specific tactics and strategies.

The single most experienced Commander assigned to each of the six Legion headquarters has access to one of the constructs located in the Forsaken Citadel, allowing him to meet with the Founders at need. He is expected to come only when invited, however, and a Commander who inhabits his construct without invitation had better be delivering an urgent report or have some other dire emergency on hand.

Unlike most members of the Legion, who remain in *temporal stasis* except when actively working on an assignment, the Commanders remain active in shifts, so that none of the Legion's installations are left unmanned or unguarded. Under normal circumstances, eight Commanders in each installation remain active at all times. They work in overlapping eight-hour shifts, prepared to answer any call from the Founders, to meet with potential employers, and to send reinforcements to units already in the field. Each team of eight remains active for two months, and then returns to stasis while another group of eight takes over. In most cases, unless the Legion has recently lost a number of Command-level officers, each separate head-

quarters has enough Commanders so that any given individual need be active for only a single two-month tour every few years.

Customs and Practices

With so many levels and branches of organization, it's difficult to find any practices that hold true through all the different strata. Each segment does have its own customs, however.

The Founders themselves practice a variety of rituals, all of which are echoes of religious and social traditions from Ondruchar. These range from specific methods of preparing and consuming food — which vary somewhat based on the phase of a given world's largest moon and certain other celestial and astrological phenomena — to a yearly rite that includes the symbolic "sacrifice" of a randomly chosen Founder. (This "sacrifice" actually involves the subject being put to sleep through various drugs, during which state he's offered to the now absent gods of Ondruchar. No harm actually comes to him, and it's considered a great honor to be chosen.)

The Founders discuss these beliefs with outsiders, if they have developed a great degree of trust, but they will *never* allow outsiders to actively participate. This isn't a religious prohibition per se. Rather, they feel that, as these rites are the final remnants of a dead world, they should be limited only to those who have an attachment to that world.

The Silent Hand has few customs other than a brief benediction spoken at the monthly assembly in the Forsaken Citadel. This blessing is not asked in the name of any specific god, allowing all present to direct their prayers toward whichever divinities they worship. Many members of the Hand engage in rituals and celebrations in order to fit in with the social circles they've infiltrated, but these don't properly qualify as group customs. The Risen Legion has few customs of its own. Active units are, by definition, engaged in some manner of military or

other wartime occupations, and have little time for non-essential practices.

Strictures and Requirements— The Silent Hand

The Founders have few laws in the formal sense of the word. All known survivors of the destruction of Ondrachar willingly pursue the goals of the Silent Hand and the Risen Legion. Certainly if any Founder were discovered to be working against those goals, or to have otherwise betrayed his brethren, he would be punished, expelled or possibly even killed. To date, none of the Founders have turned their backs on their fellows, and if any natives of Ondrachar other than Founders yet survive somewhere in the multiverse, none have discovered them.

The laws that govern the Silent Hand are few but absolutely sacrosanct. Any member who violates these strictures is executed outright for the protection of the organization as a whole. Note that these laws apply to the Silent Hand specifically, not the Risen Legion, which is addressed below.

- Secrecy is paramount. No member of the Silent Hand may reveal the existence of the organization, or his allegiance with it, under any circumstances. The Founders threaten to outdo any tortures used or threatened to extract information from a traitor.
- Follow all orders from your superiors, and remember whom you serve. Many members of the Silent Hand are ambitious, power-hungry people, who seek power and wealth for their own advancement. For the most part, the Founders don't care what Silent Hand members do with their positions, so long as they don't endanger the organization, and so long as they swiftly and obediently respond to orders. Those who deliver money and resources when asked, and who exert their influence as directed by the Founders, may remain in place and otherwise use their positions as they see fit. Those who refuse, or even hesitate beyond a reasonable degree, are eliminated. The

Hand then works to place a more pliable operative in their position.

The Silent Hand seeks out individuals skilled in governing, politics, impersonation, and related areas. Potential recruits are examined by a variety of mystical means, to determine their usefulness, and the likelihood that they would agree to join the organization. The Hand prefers such direct methods to the patient examination utilized by several other interplanar organizations, as they have no idea of how soon the end may come. Anyone they believe to be both valuable and amenable is invited to join. Anyone with a valuable position but not likely to join — or anyone who refuses to join, despite all prior indications to the contrary — is slain and replaced by an impersonator.

Strictures and Requirements— The Risen Legion

The Risen Legion has all the laws expected of a military organization: Its members are expected to obey their superiors under all circumstances, to fight and die when so ordered, and to maintain discipline and the image of the Legion. These laws are enforced through the use of magic, but violations still occur on occasion. Violators are usually punished by nothing more severe than the loss of rest-and-relaxation privileges, as the Founders are *very* reluctant to take any action that might reduce a member's ability to fight. It is possible that a member who somehow managed to completely shake the *enslave* spell and betray the Legion in a major fashion might be executed, but it's never happened. Commanders are bound by the same rules of secrecy as members of the Silent Hand, regarding what they know of the Founders.

The average soldier of the Risen Legion doesn't know enough for the law of secrecy to apply; most members have no idea who the Founders really are. They know that their organization is led by a group who goes by that name, and that even their Commanders answer to these

“Founders.” Most members of the Legion assume the Founders are just a number of people who created Legion itself. That the Founders are actually the last survivors of a dead race, that many of them are part of a governments-controlling secret conspiracy called the Silent Hand, and that they have some great ultimate purpose for the Legion, are all kept secret from most Legionnaires.

Influence and Outside Connections

The Silent Hand has substantial influence with literally dozens if not hundreds of governments across various worlds and planes. In some rare cases, their agents may rule a nation outright. In most instances, they lack such total power but still hold sufficient authority to shape policy. They can obtain funds, start or alter wars, pass laws, and otherwise play these governments like a well-tuned instrument. The same holds true for many organizations and guilds, which also dance — in whole or in part — to the Silent Hand’s tune.

To date, it would appear that none of the other organizations presented in the Planar Factions series have learned of the Silent Hand. Agents of the Hand do occasionally lock horns with members of the Shapers or the Twilight Empire, but such conflict has so far remained on an individual level. The Hand wishes to keep a closer eye on the Vault of Souls as well. While the two organizations could never be allies — the Hand makes use of resurrection magics when recruiting for the Risen Legion, and such is anathema to the Vault — both organizations fear an eventual shattering of the natural order. The Hand wishes to learn if the Vault’s notions of weakening barriers between life and death have any bearing on their own prophecies of the *en-kha thedru*.

The Risen Legion, which is as famous as its parent organization is secret, holds little formal influence. However, its reputation allows it to occasionally sway political decisions in situations in which they’re involved, if only because

nobles and leaders don’t wish to alienate such a skilled group of warriors. The Legion has few *constant* enemies, but it has at times taken the field against the Midnight Dawn (when the Legion was hired by an enemy of that group), the Gur-Tannan (a resistance cell on a partially conquered world was able to scrounge enough gold to hire them), and the Vault of Souls (who object to the presence of clones and resurrected members among the Legionnaires).

NEW SPELL

Enslave

Enchantment (Compulsion) [Mind-Affecting]

Level: Sor/Wiz 9

Components: V, S

Casting Time: 1 round

Duration: Permanent

As *dominate person*, except as noted above. Once the subject has failed its save, it is forever in the caster’s power. However, subjects may still resist actions that go against their nature. This requires a new Will save, with an additional –10 penalty. Even if the victim succeeds, it remains subject to the *enslave* spell, but it need not take that particular action. If the save succeeds, any saves to avoid that same action in the future do not suffer the –10 penalty.

Enslave can be dispelled by *miracle*, *disjunction*, *wish*, or similar magics. It can also be broken through the use of a second *enslave* spell, with the express purpose of freeing the subject (though the subject may not voluntarily fail his save, and if the save succeeds, the original *enslave* remains in effect).

NEW RACE: THE FOUNDERS

The original race name of the Founders is lost, abandoned when they fled their dying and

demon-ravaged world Ondrachar. Few know of the Founders' existence at all, and even fewer know of their sad history or their determination — so severe that it has led them down dark and dangerous paths both physical and spiritual — to prevent their fate from befalling others.

Founders frequently mingle with humans or other humanoid races, using magic or mundane disguises to mask the subtle differences that set them apart from others. They take great pains to blend in, but when in the presence of their fellows, they show a somber, vaguely religious nature very much alien to local practices.

Personality: Founders rarely display much humor or mirth, except when faking it to blend in with others. Their own history and current place in the multiverse tend to make them dour, brooding individuals. In many of them, this bleak nature masks a raging anger, and some of the Founders feel alive only in the midst of violence. A growing number of Founders consider other races inferior, and while they are still determined to prevent them from suffering as the Founders have suffered, they also harbor a growing resentment that these other beings should thrive when Ondrachar is no more.

Physical Description: Founders are tall and lithe, averaging 6 feet tall and typically weighing 120 to 140 pounds. At a distance or in poor lighting they appear to be dark-skinned humans; close examination reveals the tint of their skin leans more toward a deep crimson than a standard tan. Their hair ranges from deep reds to browns to blacks, and is somewhat coarser than a human's, not unlike horse hair. They wear it in tails or locks. Most Founders are clean-shaven, but a few boast thick beards. They tend to have blue or green eyes, with occasional examples leaning toward yellow. When viewed under the effects of *detect magic*, Founders' eyes glow with a very faint aura of divination.

Founders prefer loose, comfortable clothing, such as robes or billowing tunics and leggings,

and rarely wear jewelry unless it is magic. They tend toward quick, sharp, and sudden movements, which often put those around them on edge. The Founders originally lived for many hundreds of years, sometimes over a millennium, but those born since the destruction of Ondrachar have lifespans of five to seven centuries. They fear that their race was more tightly tied to their home world than they knew, and with it gone, they will slowly die off as each generations grows more and more short-lived. Founders reach their majority at around 90 years of age.

Relations: The Founders find the other humanoid races somewhat puzzling. They don't understand how the elves can "waste their immortality" on what the Founders see as frivolous pursuits. They consider halflings to be insignificant in the grand scheme of things, gnomes to be absolutely incomprehensible, and humans unfocused. They most closely identify with the serious and productive nature of the dwarves, but feel the dwarves focus their energies on unimportant matters.

Alignment: The Founders are all driven to prepare their organizations, the Silent Hand and the Risen Legion, for the so-called *en-kha thedru*: the Apocalypse, when barriers between worlds will collapse, magic will cease to function, and demons and fiends of all sorts will ravage the material plane. As such, nearly every Founder is of lawful alignment. Lawful neutral is most prevalent, as the Founders are willing to do whatever they must to see their goals fulfilled. Some still cling to lawful good, while more and more slide down the slippery slope of justifications and "acceptable sacrifices" toward evil.

Lands: The Founders have no territories of their own, unless one counts the Forsaken Citadel, located on a bleak and desolate world incapable of supporting normal life. For the most part, the Founders simply blend in with the upper echelons of whatever government, organization, or society they are attempting to infiltrate.

Religion: The Founders still honor the pantheon of gods lost when Ondrachar was destroyed. Founder clerics still gain their spells from *some-where*, but the gods of Ondrachar never answer *commune* spells or otherwise reveal their presence. Whether they are simply too weak to respond, or whether Founder clerics gain their powers from some other source — perhaps other deities, or simply the power of their own belief — is unclear. Although they may participate in religious rituals in order to blend in, Founders *never* truly convert to the worship of local deities; they feel that doing so would be a betrayal of their lost culture and heritage.

Language: The Founders still use their initial language, the common tongue of Ondrachar. It is a relatively harsh language, full of glottal stops and short, sharp syllables. Founders speak this tongue only to one another, and only when they are certain that no non-Founder might overhear.

Names: Founders have taken to giving their children only traditional names with long histories on Ondrachar. This, they feel, grants them yet one more tie to their lost world. Of course, the Founders don't go by these names in public, but rather call themselves by whatever human (or other) name they've adopted to blend in to their surroundings. Their "true" names are used only in conversation with other Founders, and usually only when speaking their native tongue. Founders traditionally have no family names; rather, one's last name is created by adding a prefix to the father's (if the child is male) or mother's (if the child is female) first name. The male prefix is "thult," the female "theld." Thus, if Elt's father is Oltec, his full name is Elt Thultoltec. Rulka, daughter of Breka, is properly Rulka Theldbreka.

Male Names: Akrus, Chunekric, Elt, Kraidoc, Oltec, Queld, Tuvinct, Vardusk

Female Names: Akraic, Breka, Dashkelt, Kendke, Neek, Qesus, Rulka, Ycrettke

Adventurers: Although nearly all Founders

have levels of adventuring classes — especially wizard — they rarely have an "adventuring" lifestyle. Most of them are too wrapped up in running the Silent Hand and the Risen Legion to focus on much of anything else. Very rarely, however, a Founder explores the wilds of the world in a quest for additional funds and useful magics for the Legion and the Hand. Although most of these adventurous Founders travel in the company of other Founders, or else with subordinate members of the Hand or the Legion, some few do join up with other adventuring companies. They never reveal the true purpose behind their activities, instead passing off their search for magic and wealth as a personal goal, or perhaps for the sake of a family.

Founder Racial Traits

- +2 Dexterity, +2 Intelligence. The Founders are capable of extremely quick movement and great accuracy, both mentally and physically.
- Medium: As Medium creatures, Founders have no special bonuses or penalties due to their size.
- Founder base speed is 30 feet.
- Spell-like Abilities (Sp): 3/day — *detect magic*; 1/day — *read magic, resistance*
- Future Sight (Su): Founders have an innate ability to see a fraction of a second into the future. This allows them to react to stimuli faster than members of other races. Any of the following abilities marked with an asterisk are due entirely to future sight, and do not function in *antimagic fields* or in any other circumstance in which spell-like abilities fail.
- Improved Initiative*: Founders automatically receive this feat, by virtue of their Future Sight. It does not function in any situation in which Supernatural abilities fail. This free feat does not stack with the actual Improved Initiative feat, but Founders who purchase that feat may use it even in *antimagic fields*.

- **Uncanny Dodge***: Founders can see danger coming in time to avoid it. They receive the Uncanny Dodge ability regardless of class. Founders retain their Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. Further, opponents who flank a Founder receive only a +1 bonus to hit (though the Founder is still subject to sneak attacks under these circumstances.) This ability does *not* stack with the Uncanny Dodge granted by certain classes; if the Founder has Uncanny Dodge thanks to a class ability, he makes use of whichever option is superior.
- **Dodge Bonus***: Founders receive a +1 dodge bonus to AC, as they can see the attack coming faster than other races. This bonus stacks with *all* other AC bonuses, including other dodge bonuses.
- **Deflect Arrows***: Founders gain the Deflect Arrows feat for free, even if they do not meet the prerequisites, because their future sight allows them to see the attack coming. This ability does not stack with the actual Deflect Arrows feat, but a Founder who has that feat may use it even in *antimagic fields*.
- **Low-light Vision**: Founders can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination. They retain the ability to distinguish color and detail under these conditions.
- **+2 racial bonus to Spot checks**.
- **Automatic Languages**: Common and Ondrachar Common. **Bonus Languages**: Any languages common to the region.
- **Favored Class: Wizard**. A multiclass Founder's wizard class does not count when determining whether she suffers an XP penalty for multiclassing.
- **Level Adjustment**: +2.

Magic? Or Something Else?

If you aren't averse to the use of psionics in your campaign, the Founders might work better as a psionic-oriented race than a mystical one. In this instance, you should replace their spell-like abilities with comparable psionic powers. Their favored class becomes psion. All Founder wizards in the Silent Hand become psions; all Founder bards and clerics become psychic warriors; and all Founder sorcerers become wilders.

Especially in campaigns where psionics are rare, this gives the Founders a more alien and exotic feel. However, it also requires the DM to decide that psionics and magic ultimately come from the same source, as it necessitates the breakdown of psionics at the same time magic fails at the end of the multiverse.

THE STEADFAST ORDER OF THE SHAPERS OF EARTHEN SPLENDOR

SCIENTISTS OF MAGIC, SEEKERS OF PERFECTION

The Steadfast Order of the Shapers of Earthen Splendor — or Shapers, for short — boast members from among the rich and powerful of various worlds, a true secret society with secret handshakes, traditional rituals, and access to mystic secrets known nowhere else in the multiverse. They can be potent ally or powerful enemy, and careless or unlucky PCs can cross their path without ever realizing what they've gotten themselves into.

ATTRIBUTES OF THE STEADFAST ORDER

Size: Colossal (1,000+ members) at the lowest levels of initiation, Tiny (less than 10 members) at the highest

Alignment and Purpose: LN; mastering the fundamental precepts of certain obscure forms of magic, and making use of its esoteric knowledge to enrich its members.

Approximate Class Breakdown: Wizard 30%, Aristocrat 20%, Cleric 15%, Expert

10%, Rogue 10%, Sorcerer 10%, Other 5%.
Note: The percentages above, particularly as regard the wizard class, apply only to the organization as a whole. In the highest levels of initiation (called Measures), almost every member has at least a few wizard class levels (or at least levels in a prestige class with similar magic abilities); the only exceptions are the organization's clerics, described below.

Resources: Many members of the Shapers are independently wealthy, due either to monies they possessed before joining or to their suc-

cessful efforts as part of the organization. Many of these members also hold positions of great power in society and governments, allowing them to pull strings and call in favors. Finally, the Shapers' unusual magics often aid them in finding rich natural sources of valuable metals and minerals.

Central Headquarters: For the most part, each chapter of the organization operates autonomously from its own Lodge. Still, for the greatest and most important rituals and meetings, each world or plane possesses a single Lodge — always the largest and most ornate — with a gathering chamber large enough to accommodate all that world's members. Additionally, each of these Fulcrum Houses (as the central Lodges are called) contains a doorway that conceals a dimensional portal, opening into the very first Fulcrum House, called the Great Axis. In those few instances in which the entirety of the Shapers must act as one, or in which Lodges from different worlds must meet, they do so at the Great Axis.

Known Enemies: The Steadfast Order of the Shapers of Earthen Splendor have a number of local enemies on various worlds, other occult organizations who lack the Shapers' success in attaining wealth and power. Certain priesthoods also work against them, offended (and possibly frightened) by the Shapers' devotion to obscure abstract concepts, rather than to the gods.

A GENERAL OVERVIEW

The Steadfast Order of the Shapers of Earthen Splendor is a secret society in the old-style, traditional sense of the term. It is not their existence itself that is a secret. Rather, they keep hidden their practices and their complete membership (though some members happily proclaim their affiliation), and none outside the First Measure know their true capabilities.

Their membership is composed largely of the elite of society's uppermost classes, the rich and powerful. Some few lowborn folk are invited to join, if they have proven their mystical acumen, but they rarely attain any rank or position beyond the Middle Measures.

The Shapers are devoted to ancient philosophical and theoretical concepts of magic. They maintain that all the laws of the multiverse, both the natural and the supernatural, can be broken down into mathematics, fundamental materials and elements. Mastery of these building blocks allow those with sufficient skill to bypass the "normal" strictures of science, alchemy, and magic, to take shortcuts and to accomplish feats undreamt of. They seek mathematical perfection in their architecture, study the secrets of angles and radii, delve into the eldest and most esoteric secrets of the occult, always seeking to discover the true nature of the worlds. To their way of thinking, everything, no matter how abstract, can be precisely measured, defined, explained mathematically and philosophically. And once it is explained, it can be manipulated.

For the nonce, the Shapers have no ulterior motive, no specific goal for which they seek this knowledge. The knowledge itself is enough for some; others crave the power, the riches, and the authority they can acquire through the use of that knowledge. If members of the First Measure seek anything beyond this, it is a goal they have never shared, even with their fellow Shapers.

A BRIEF HISTORY OF THE SHAPERS OF EARTHEN SPLENDOR

As the Shapers tell it, their brotherhood dates back so many thousands of years as to be uncountable. They claim that once, on a world long forgotten and possibly no longer extant,

an enlightened society arose. Whether they were human, dwarven, elven or something else is unknown. Their love — again, if the Shapers are to be believed — was for learning and science, philosophy and art. They created the very notion of beauty, invented most known forms of expression, and, above all, delved deep into the science of mathematics. Back then, in the infancy of the multiverse, all things were more readily observed than they are today, and the ancients measured and categorized it all. They understood everything, and in so doing gained power over reality itself.

Sadly, it was not last. Others, jealous of the ancients' accomplishments and learning, destroyed this greatest of civilizations from without and from within, their hatred and their numbers so great that even the powers of the ancients could not stop them. The perfect society, the likes of which has never existed since, was thrown down.

But some among their number, having foreseen the end of all they had wrought, had presence of mind to flee the coming conflagration, and they were able to save many of their civilization's secrets. These surviving texts and tomes, collectively called the Books of Craft, would eventually form the basis of the Steadfast Order.

To their newest initiates, the Shapers of today admit almost abashedly that the remainder of their history, though thousands of years long and including many a distinguished figure, is relatively uneventful. The order grew and spread to various worlds, as first the original survivors, and then their students, carried the secrets of their lost lore from this plane to that. They accepted only the best and most skilled into their ranks; and in turn, their influence grew, for their members used their newfound knowledge and power to increase their positions further still.

Today, the Shapers exist on almost every civilized world. Their membership is largely, though not exclusively, human, and claims an astounding proportion of nobles, military leaders, government officials, guildmasters, and others of great societal import. If the Shapers ever decided they wanted to rule openly, they could likely take control of not merely nations but entire worlds so swiftly as to be nigh unstoppable. Fortunately, though linked by their ceremonies and beliefs, as well as a code of behavior and loyalty, the order is not so much an organization as a loose society, and is not nearly unified or monolithic enough to undertake such an endeavor even if its leaders wished it.

INSIDE THE STEADFAST ORDER

The Shapers have little interest in keeping their *existence* secret — in fact, throughout many of the nations in which they operate, membership is a sign of prestige. Many outside the order view it as a rich man's social club, a place where people of power go to hobnob with other people of power and pull the strings of government and society.

What the Shapers *do* keep secret are their internal methods, their procedures, their occult knowledge and ancient magics, their rites and rituals. The power they wield and the powers they call upon are for them alone, and they will not share, nor risk any others learning of them.

Lost Lore and Forbidden Magics

The Shapers' libraries are treasure troves of ancient occult secrets the likes of which most wizard's guilds could not match. Even the smallest Lodge has a repository filled with dozens of esoteric tomes, whereas the Great Axis contains an entire hall of thousands upon thousands of volumes. Some are ancient his-

torical texts, some philosophical, some mathematical, some religious, some arcane, and many — written by the order itself — delve into the nature of the Grand Balance (see below) and the other fundamental truths of the universe as the Shapers see them.

While all of this knowledge is valuable, however, and the Shapers use all of it to improve their station in society, the single most important aspect is their philosophy of mathematics and measurements as the basis of the multiverse.

In brief, the Shapers believe that everything, even the intangible, can be measured and defined. A spell or a theoretical concept has just as many quantifiable dimensions as a rock or a horse. They may not be the *same* dimensions and measurements — height, width, depth, weight, density — with which most people are familiar, but they exist nonetheless. Shaper libraries are full to overflowing with papers and parchment and models scattered across the tables, on which are drawn or constructed all manner of bizarre angles, nigh-abstract diagrams, and mathematical formulae so convoluted that even their creators don't really know what they mean. All of these are attempts to find the perfect and most precise measurement of some mystical or philosophical concept. For the most part, they fail. Occasionally, they don't. The Shapers' unusual brand of magic permits them to do all manner of strange things; see the new feats presented below.

Mechanical Benefits of a Shaper Library

If characters who are members of the Shapers (or have, by some absolute miracle of a dozen cooperating gods, managed to sneak into a Shaper library and avoid discovery for many hours at a stretch) make use of the resources to aid in research, they receive a mechanical bonus to any relevant skill checks. The bonus granted ranges from +5 in the smallest libraries

to +20 in the Great Axis, though even most members are not permitted to research there without urgent cause. The skill checks that receive such a bonus include:

- Craft (alchemy)
- any other Craft that the DM rules can be improved through book-learning rather than actual practice
- Knowledge (arcana)
- Knowledge (architecture and engineering)
- Knowledge (history)
- Knowledge (mathematics)
- Knowledge (philosophy)
- Knowledge (religion)
- Knowledge (the planes)
- Knowledge (the Shapers)
- Any other Knowledges unique to the DM's campaign that seem thematically appropriate.

Although these libraries are carefully organized, they are still large enough, and the tomes thick enough, that it requires substantial time and great effort to find specific information. Anyone using the library to research a specific topic (and thus to gain the bonuses listed above) must make a successful Search check. The difficulty of this roll is equal to 5 plus the bonus granted for using the library (larger libraries are harder to use). The character may make this attempt more than once, but each such attempt, failed or successful, requires an hour of searching.

The Shapers are fanatically concerned with the security of their knowledge, their library and their books. Every library is liberally festooned with glyphs and wards (of the sort that won't damage the books, of course), and every tome marked with hidden sigils to make it easier to locate them via spell should they ever vanish from the library.

Procedures

So, the Steadfast Order has access to very nearly every ancient occult and historical secret known to man across dozens of worlds. They are learning to manipulate magic in a way that is either brand new or so ancient as to have been previously forgotten, depending on whether one believes their self-proclaimed history. Their members are invariably wealthy and powerful, holding positions in government, mercantile interests, and society at large that allow them to pull almost all manner of strings.

What, then, do the Shapers *do* with it all? After all, the order has no true stated goal, no overt purpose or objective it's trying to achieve.

In point of fact, while the order was originally founded to preserve and even expand the ancient lore it possesses — and while this is still the primary stated goal of the Shapers — it has become far more heavily focused on the good of its members. Consider the following:

A new member joins the Shapers. As a newcomer, he is barely an initiate, a member of the Twelfth Measure. He is the son of a wealthy landowner and owns his own shop; he has much gold, but little real power in society. His patron, a member of the Seventh Measure, is the commander of the city watch for the community in which they live. Suddenly, the guards begin harassing the new member's competitors on the flimsiest of excuses, and turning a blind eye to certain questionable activities (perhaps the selling of stolen or smuggled goods) on the part of the new Shaper's shop. Meanwhile, the town tax collector — who is also a member — lets the newcomer slide on certain tariffs. All the members encourage their friends and employees to shop from the new member, rather than other, similar establishments. At the next meeting of the city council, they nominate the new member for a position. And so on, and so forth.

In exchange, newcomers provide materials and capital to the organization — but, more importantly, develop an unbreakable loyalty to the Shapers and their beliefs.

And this doesn't even include the many magics practiced by the Shapers. Enhancements to Charisma allow for more successful negotiation, divinations allow spying on rivals and competitors, wards provide security from thieves, and so on.

Perhaps the single most frequent (and most welcomed) use of the order's power comes in protecting its members. The Shapers believe firmly in standing by one another; crimes against outsiders or against society, while frowned upon, are far less serious infractions than crimes against the order itself. Thus, if a member commits some crime, the Shapers do everything in their power to hide the fact. If evidence can be concealed or destroyed, they do so. Members who are part of law enforcement turn their attentions elsewhere, even arresting false suspects. Shapers in law and government pull strings to get the case dropped or, failing that, to ensure that any trials end in exoneration. Given the sheer number of nobles, politicians, and magistrates who belong to the Shapers, this sort of conspiracy is relatively easy — which is a good thing, since it's also far more common than it should be. The order imposes its own penalties on members who commit crimes against society, with fines and demotions in Measure being the most common, but nothing more substantial. Thus, when power goes to a member's head and he decides the laws of society do not apply to him, he's very often right.

On the other hand, crimes against the Shapers are punished with a hideous severity; see below.

So is advancing their own status the *only* purpose the Shapers have? Not really, though it's far and away the one that occupies most of their efforts. They do still take very seriously

their obligation to preserve the ancient lore they've acquired, and to unearth or recreate more of it. The order has members scouring multiple worlds, seeking ancient secrets of history, magic, and even lost mathematic formulae. In fact, they sometimes employ adventuring parties for just such endeavors, and even to offer membership to those who prove themselves especially useful and skilled.

The Shapers, perhaps surprisingly, fund and participate in a number of civil programs. Through their efforts and their monies, entire neighborhoods have been cleaned up, food and shelter brought to the poor, diseases curbed before they could spread, and similar philanthropic goals attained. Some of the Shapers, even when their main concern is their own status, feel the urge to give back some of what they've earned to the community. Others participate in these efforts because they want their society to be the best and most glorious it can be. And still others merely seek to maintain appearances, to elevate the name of the Shapers just that much higher in the public consciousness as a benevolent, prestigious organization for the nobility to aspire to and the commoners to respect.

Crime and Punishment

As mentioned above, the order does not consider crimes committed against outsiders or society at large to be all that heinous. They'd prefer members refrain from doing so, as it draws unnecessary attention and might have financial or cultural repercussions for the region, and therefore for the order itself. Still, at least for the first few instances, the only real penalties attached are fines (which include both remuneration of costs and hefty punitive damages) and possibly a reduction in Measure. If the problem continues, the perpetrator might face more severe penalties, but this applies only to the most incorrigible of repeat offenders.

Crimes against the Shapers themselves, however, are an entirely different matter. Such violations are divided informally into two distinct categories.

Infractions

Infractions are minor crimes. Regularly skipping the order's ceremonies, advancing one's own position in society at the expense of one of the brethren, failure to show proper respect to one's superiors, entering a library to which one is not permitted access without supervision — these are lesser offenses that, if not repeated, draw little more than fines, censure, and demotion, much like crimes against outsiders. Additionally, the perpetrator may be forced to aid his brethren in regaining any monies or authority lost due to his actions.

Treason

Serious crimes against the order include the murder of brethren, revealing the Shapers' secrets to outsiders, or somehow (nigh-impossible as it may be) getting one's hands on the truly ancient and powerful texts to which only the First Measure is permitted access. Additionally, excessive repetition of infractions might pile up to the point where the order considers them treasonous.

In either event, the punishment for treason is always a hideous death, though the precise means of execution vary by crime. A murderer of a fellow Shaper is nailed to a wall through his palms, deafened in both ears with a sharp implement, and then stoned to death by his fellows. Those who expose the orders' secrets have their tongue, eyes and bowels removed (in that order). Those who gain access to the Shapers' most ancient secrets simply disappear; none outside the First Measure know what becomes of them.

Those executed due to constant repetition of lesser crimes are slain in more traditional ways, such as hanging or beheading.

In any event, the body of a slain criminal is stored in a crypt somewhere deep within the Great Axis, so that the First Measure may speak with their corpses if necessary, and so that their bodies are not available to anyone else for *raising*.

Rank and Title

The Steadfast Order contains a rigid hierarchy. Members are assigned to a specific level of initiation, called a Measure. One's Measure determines how much influence and authority one has in the sect, but more importantly, it determines how many of the ancient secrets and mystic ways is permitted to learn.

The Shapers make use of twelve separate Measures, divided into three distinct categories. The Common Measures incorporate the Twelfth Measure (where all new initiates begin) through the Ninth. Members of the Common Measures may call upon the order for assistance in establishing or improving their standing in society, may request favors from others in higher positions, may seek legal aid and advice, and so forth. During this time, the initiates are instructed in the basic rites and rituals of the Shapers, and educated in the organization's specific beliefs. Members of the Common Measures are not permitted to peruse the libraries without supervision from a higher member. They are often assigned the most menial of tasks and errand-running.

The Middle Measures, the Eighth through the Fifth, are full-fledged participants in the order. They have substantial power, both within the Shapers and in society itself. Their researches into the histories and mystic secrets are now their own to conduct, without supervision. They may even, on occasion, lead other members in a rite, if no member of the Noble Measures is available.

The Noble Measures, the Fourth through the First, are the highest echelons and leaders of the

Shapers. They are inducted into nearly all the rites and rituals, the deepest secrets. They are granted access to hidden tomes, lost magics and forgotten mathematical precepts and formulae that most of the Shapers don't even know exist. Only the members of the First Measure have access to *everything*, of course; rumor throughout the organization has it that the members of the First Measure actually have some of the original tomes rescued from the fall of the great ancient civilization they all revere. The Noble Measures lead most of the order's ceremonies, and in fact conduct many of their own in which the Common and Middle Measures do not participate. Only members of the Noble Measures may perform the ceremony to induct newcomers into the order, and only they may sit in judgment of brethren accused of a crime.

Each Lodge, no matter how small, has at least three members of a Noble Measure, for only they may lead a Lodge by Shaper law. Members of the First Measure rarely lead their own Lodges, but rather sit in council over the entire order from the Great Axis.

Note that, in game terms, the different Measures do *not* correspond to character levels. It is true that, on average, members of the Common Measures are of lower level than those of the Middle, and the Middle lower than the Noble, but these are generalities only. Some of the brethren become members of the order late in life, and others never quite master the secrets and rites necessary to advance beyond their starting measure. Additionally, members who are not of noble or at least high birth rarely advance beyond the Middle Measures, regardless of their skill or ability. Alternately, a particularly gifted member might advance in the Shapers faster than she does in her other skills. Thus, while not precisely common, it's entirely possible to have members of the Common Measures of very high level, and members of the Noble Measures of low to mid-level.

Customs and Practices

The Steadfast Order may not worship a deity, but that doesn't mean they aren't devout, even fanatic, in their beliefs. Their reverence for the mathematical formulae, the measurements and the general scientific perfection of the multi-verse borders on religion. The Shapers represent this combination of philosophical and mathematical concepts with a symbol called the Grand Balance. They do not actually believe that this symbol represents a specific higher power; rather, it encompasses within it all the various concepts the Shapers revere. When they invoke the Grand Balance in a ceremony, they are actually invoking all the formulae, theories, angles, means, measurements and so forth that they believe govern the workings of magic and reality. Clerics of the order pray to the Grand Balance for their spells, but again, they are actually expressing devotion to the concepts for which it stands.

For all that the Shapers revere the Grand Balance, however, they do not swear by it. The Grand Balance represents absolute perfection, and the order knows that no living being is perfect. To swear by perfection, then, is to reach for an unattainable goal, and to sully one's connection to the divine. Thus, the Steadfast Order has created oaths around the *instruments* of the Grand Balance, symbols of math, measurement, science and philosophy. All oaths to the order are taken "By the Compass, the Scale, the Quill and the Rule." Any oath taken to those symbols of the Balance is considered unbreakable, and violation of such an oath is considered heretical and punished as treason.

The Shapers are heavily steeped in ceremony and tradition. They have rites for almost everything imaginable. The simplest of them is conducted at the opening and closing of every gathering of the brethren. It is a brief ritual, which involves little more than a droning litany spoken by the master of ceremonies

(usually the most senior member of the highest Measure present). The assembled brethren respond en masse at various points of the litany, and the master of ceremonies ends by lighting (or extinguishing) a series of candles in various geometric occult shapes, and then the meeting commences (or ends).

Once a week, each Lodge holds a much longer ritual, one which all local members are expected to attend unless issues of vital importance prevent it. The ceremony begins with an opening rite as described above. Rather than segue into a meeting, however, the rituals continue. They involve many chants and prayers in honor of the Grand Balance, the recitation of complex mathematical formulae, the repetition of oaths to the order and similar activities. Through it all, powerful symbols are created through the use of candles, valuable inks, even — on occasion — small bits of blood taken from all assembled.

Additional ceremonies beyond these weekly gatherings exist, of course. The Shapers invoke the blessings of the Grand Balance before beginning an experiment, a spell, planning or constructing a building, and so forth. Still, the weekly ceremonies are considered the most important.

Sometimes, the weekly ceremonies contain other, less common rites. The induction of new members, the promotion of brethren to a new Measure, and the judgment of criminals all occur at this time.

Initiation

Prospective members must be sponsored by a patron of at least the Eighth Measure, and must then be approved by the leaders of the Lodge he is to join. Once approved, he undergoes a specific ritual. When a prospective initiate is inducted into the order, he is led into the meeting chamber in chains. There, all members of the Noble Measures accuse the

newcomer of all manner of crimes and sins against the order, from working against their brethren to spilling its secrets to outsiders. Obviously, these crimes could not possibly have been committed; the leaders are symbolically arguing what *will* be. The initiate's patron is responsible for "defending" him from these charges. After making a long and emphatic case for the new member's loyalty and devotion, one of the members of the Noble Measures symbolically agrees to "pardon" the newcomer. He is warned, however, that the guilt of his "potential" sins lie on him always, and he must swear complete and unswerving allegiance to the order, and work all his life to erase the stain of his "crimes."

Promotion

When a member believes himself ready for advancement to the next Measure, he requests permission from one of the leaders of his Lodge to undergo the ritual tests. He must present an accounting of his skills, abilities, and his knowledge. If deemed ready, he is permitted to participate in the rite which determines if he may advance to a new level of understanding.

One week before the rite, the hopeful member is taught the precise ceremony he must undertake. It is slightly different for each member, though its general format is always the same. It involves a series of questions and answers, oaths, recitations and formulae. The proper answers to the questions are not provided; the candidate must possess the proper knowledge himself, to prove that he has mastered his current Measure.

The trick is that the candidate must memorize the entire rite *exactly*, down to the intervals at which he is supposed to make his oaths and the timing of the questions he will be asked. When the day of the rite comes around and the candidate prepares to enter the chamber, he is magically *blinded* and *deafened*. He is expect-

ed to conduct his half of the rite entirely from memory and his sense of timing. If he cannot remember what he is supposed to say, interrupts the Lodge leader, or fails to respond in time, he has failed the rite and may not try again for a full year.

The purpose of the rite is to test the candidate's intelligence, his ability to remember complex concepts, and the like, as well as his ability to correctly answer questions and perform Shaper rituals. For each progressively higher order, the rite becomes more and more difficult. In game terms, completing one of these rites successfully — assuming one spends the entire intervening week learning the ritual — requires either an Intelligence or Knowledge (the Shapers) check against DC 30, minus the level of the Measure for which the candidate is testing. Use of magic to enhance one's intelligence is forbidden.

Many people fail this rite the first time they take it, and no particular stigma is attached to those who must try multiple times to advance their position.

Judgment

When one of the brethren stands accused of a crime, he is brought into the center of a weekly ceremony in chains. On such nights, the leaders of the Lodge come to the ceremony in heavy hooded robes, so that they cannot be individually identified. Before the assembled brethren, the leaders read the crimes of which the prisoner has been accused. They hold no trial, permit no defense. All the allegations have been investigated by the Noble Measures and their agents before the accused is ever brought to this point; only the guilty are subject to this rite. Once the crimes are revealed, the leaders sitting in judgment proclaim the member's sentence, to be carried out at dawn the next day. Only members of the Noble Measures may sit in judgment; furthermore, they must be of higher Measure than the

accused. (Thus, only a member of the First or Second Measures could judge a member of the Third.) Presumably, members of the First Measure can judge their own, but so far as anyone knows, it's never happened.

Strictures and Requirements

Any potential new member — whether he comes to the order or the Shapers approach him — must be sponsored by a member in good standing of the Eighth Measure or higher, and approved by local leaders. Brethren won't sponsor just anyone, especially since sponsoring someone who is rejected by the Lodge leader is a black mark against a member's reputation. Only those who are seen as having something definitive to offer the Steadfast Order are considered. This can be wealth, a particular talent or skill (they particularly seek out acknowledged experts in crafts such as smithing, stonework, and the like), knowledge, noble blood, a powerful position, or anything else the Shapers would consider useful. They have even been known to (reluctantly) offer membership in trade for certain items, such as ancient occult texts whose owners were unwilling to sell, or as repayment for favors.

Once someone is a member of the order, only a single formal rule exists that he must follow, a rule spelled out in a brief litany that begins many of the Shapers' rites. "The Grand Balance is perfection. The Grand Balance is all. Honor it. Strive for it. Embrace it. Obey it."

Rather abstract, really, but the Shapers have developed guidelines as to what that actually means.

- The brethren must participate in all Lodge rites and rituals, save for those circumstances when matters of the utmost and gravest import prevent them from doing so.

- The brethren must follow, to the letter, any oath they take in the name of the symbols and tools of the Grand Balance. To do otherwise is to reject reality itself.
- The brethren must, to the best of their abilities, seek to improve understanding of the measurements, the mathematics, the science, the theory, the philosophy, and the magic of the Grand Balance.
- The brethren must, at all times and in all ways, seek to educate and guide those of lower Measure, to obey and learn from those of higher Measure, and to always aid fellow Shapers in any way they might require.
- The brethren must not reveal the secrets of the Grand Balance, its tools, its agents, or the Steadfast Order to outsiders under any circumstances. Those who wish to learn will find their way to the order; those who do not are unworthy.
- The brethren must not undertake any action that might harm the order or interfere with the activities of their fellows.

Technically, violation of any one of those precepts is treason and punishable by death. In practice, missing rituals, fudging the parameters of an oath or scheming in a minor way against a fellow are considered lesser crimes, punishable by fines and demotion, unless they become chronic.

Influence and Outside Connections

The Steadfast Order consists largely of people of power: politicians, nobles, wealthy merchants, military leaders, watch captains, guildmasters and the like. Furthermore, in those nations in which they have operated for a long time, they are often viewed as the pinnacle of society, a gentleman's association to which everyone aspires. As such, they have at least some strings to pull in nearly every level of

society. If they cannot influence kings, they can certainly influence advisors; if they cannot influence generals, they can certainly influence unit captains. Their pull is especially strong in larger cities, where the sheer size of the bureaucracy means that they can have large numbers of personnel in positions of authority.

The Steadfast Order has no specific connections with any other interplanar factions, though some of their richer members have, at times, been known to hire the Wild Hunt. In one or two instances, the presence of the Shapers in government has prevented the Eternal Flame and the Silent Hand from placing their own agents in those positions but, to date, neither group has turned its attentions to the Steadfast Order as a whole.

GEOMANTIC FEATS

Of all the ancient magics the Shapers have studied, the greatest — or at least the one they've most successfully mastered — is the art of geomancy. By using the natural shape of the earth, the powers inherent in stones, metals and other materials, and by constructing buildings with specific designs and in specific locations, the Shapers are able to invoke a sort of power unavailable to those not initiated in the secrets. By placing a hallway and an oddly angled corner here, carving this symbol onto the roof there, or by constructing all the houses in this neighborhood in a specific pattern, the order turns architecture and even city planning into magical components. By combining certain alchemical compounds into a blade with forgotten metallurgical techniques, and invoking the powers of the iron from which it came, they can grant the weapon enchantments in ways other spellcasters cannot.

In game terms, these powers are represented not by new spells, but by a new category of feat called Geomantic feats. These come in

two categories: architectural feats (involving buildings and structures) and craft feats (involving smaller items). Assume that membership in the Steadfast Order is a prerequisite for learning any of these feats, in addition to those listed below.

Architectural Focus *[Geomantic, architectural]*

You know how to properly place and design a building so it serves as a focus for divination spells.

Prerequisites: Knowledge (architecture and engineering) 8 ranks, ability to cast Intelligence-based arcane spells or access to the Magic Domain; membership in the Tenth Measure or higher.

Benefit: If you design a building, and build it at the proper angle and distance in comparison to other nearby structures, it becomes a focus for your divination spells. You must make a successful Knowledge (architecture and engineering) check during the planning stages, against a base DC of 15 for a small structure of three rooms or fewer. The DC increases by 1 for every three additional rooms (or equivalent amount of space), rounded down. Thus, a building with five rooms requires a DC of 16, while a building of 27 rooms has a DC of 23. You do not know if the check is successful until after the building is constructed. Once the building has been built, you gain a bonus to any divination spells you cast either from the building, or to see into it. Any spell of the Divination school that you cast while in the building, regardless of target, functions as though you were 2 caster levels higher. Any spell designed to see *into* the building (if, for instance, you wished to *scry* on someone inside) functions at +2 caster level, has its duration doubled, automatically sees through any misdirection or cloaking spells unless they have a caster level higher than your own, and bestows a -4 to any saves or checks made by

the subjects to determine that they are being watched. These effects stack, so if you are scrying from one room of the building into another, the spell is at +4 caster level.

Architectural Trigger
[Geomantic, architectural]

You can design a building so that it actually becomes a magic item, capable of casting a spell or spells if those within take the proper actions.

Prerequisites: Knowledge (architecture and engineering) 13 ranks, Spellcraft 18 ranks, Architectural Focus, Craft Staff or Craft Wondrous Item, membership in the Sixth Measure or higher.

Benefit: You may design and build a structure so that it actually contains spells, much in the manner of a wand or staff. You must make a successful Knowledge (architecture and engineering) check during the planning stages, against a base DC of 20 + the combined levels of all the spells attached to the building. Thus, a building that casts *daylight* (2nd-level spell) whenever a door is opened has a DC of 14, whereas a building that alerts the caster (*alarm*, 1st-level spell), paralyzes the intruder (*hold person*, 3rd-level spell), and summons a greater earth elemental to destroy him (*summon monster VIII*, 8th-level spell) has a DC of 24. You do not know if the check succeeded until the building is finished.

You must spend both gold (above and beyond that required to construct the building) and experience points, exactly as though you were creating a magic item with these spells. Although these spells are technically use-activated, they follow the rules for creating a staff in terms of gold and experience costs.

You must decide when enchanting the building what trigger sets off the various spells. It might be something as simple as entering a specific room or opening a door, to as complex

as uttering a password or shedding the blood of specific creatures in specific rooms in the proper order. You must also decide where such spells are targeted. Note that the building is not inherently immune to its own spells, unless you enchant it thus, so triggering, say, a *fireball* in the front hall if the door is broken down might have undesirable consequences.

Enchanting the building requires one day for every 1,000 gp (or fraction thereof) of the base price. This process must be completed during the building's construction.

Special: You can, with extra cost and effort, render the building immune to damage from any of the spells you have attached to it. For a gold and experience point cost equal to 50 percent of the cost necessary for imbuing the spell into the building, you can render the building immune to that spell. Note that this renders the building immune to *only* the spells that you attach to it; if someone else casts the same spell, the building takes damage as normal.

Brew Alchemical Potion
[Geomantic, craft]

You can brew certain potions even if you are not a spellcaster, or cannot cast the relevant spells.

Prerequisites: Craft (alchemy) 10 ranks, Profession (herbalist) 7 ranks, membership in the Tenth Measure or higher.

Benefit: Through the use of alchemical, herbal, and mineral techniques, you may brew certain potions regardless of your magical acumen. You may create the following potions:

- *Bear's endurance*
- *Bull's strength*
- *Cat's grace*
- *Cure light wounds*

- *Cure moderate wounds*
- *Cure serious wounds*
- *Darkvision*
- *Delay poison*
- *Eagle's Splendor*
- *Fox's Cunning*
- *Jump*
- *Lesser restoration*
- *Love*
- *Neutralize poison*
- *Owl's wisdom*
- *Remove blindness/deafness*
- *Remove disease*
- *Remove paralysis*
- *Water breathing*

All gold and experience point costs are calculated as normal (using the cleric/druid/wizard base prices). The process must also be completed as per normal item creation rules, save that no spells need be cast. The functional caster level is equal to the creator's character level -3.

Craft Geomantic Arms and Armor ***[Geomantic, craft]***

You can create certain magic arms and armor even if you are not a spellcaster, or cannot cast the relevant spells.

Prerequisites: Craft (alchemy) 8 ranks, Craft (armorsmithing or weaponsmithing, as appropriate) 13 ranks, membership in the Seventh Measure or higher.

Benefit: Through the use of certain metallurgical and alchemical techniques, you may create magic weapons, armor and shields regardless of your magical acumen. Although you may create items with enhancement bonuses

up to +5 (if you're high enough level), you may not create weapons, shields, or armor with special properties of greater than +1 total value. Thus, you could create a +2 *heavy flail*, or even a +2 *flaming heavy flail*, because the flaming quality is worth only +1. You could not, however, create a +2 *holy heavy flail*, because the holy quality is worth +2. Similarly, you could not create a +2 *flaming thundering heavy flail*, because while flaming and thundering are each +1, the two together are a total of +2.

All gold and experience point costs are calculated as normal, and the process — including the crafting of the item — must also be completed as per normal item creation rules, save that no spells need be cast. The functional caster level is equal to the creator's character level -3. You must also meet the minimum level requirement for creating a given item; that is, your functional caster level must be at least 3 times the enhancement bonus.

Divinatory Architecture ***[Geomantic, architectural]***

You can scry areas of a building you specially designed without the necessity of casting a spell.

Prerequisites: Knowledge (architecture or engineering) 15 ranks, Spellcraft 14 ranks, Architectural Focus, membership in the Seventh Measure or higher.

Benefit: You may view any area of a building which you designed and to which you have already successfully applied the Architectural Focus feat, as though using the *scry* spell. All benefits of using divination magics to view the building, as granted by the Architectural Focus feat, still apply. You may focus on either a specific room, or on a person or object you know to be present. You may maintain this observation for a number of minutes per day equal to your Intelligence modifier plus your

cleric or wizard level. The time does not need to be consecutive; that is, you could watch for two minutes in the morning, three in the afternoon, and so forth. You may change locations at will.

If you designed more than one building to which you have applied both this feat and Architectural Focus, keep time for each such structure separately.

Extended Architectural Focus
[Geomantic, architectural]

You may design an entire neighborhood or small village to grant you the same benefits as a single building does under the Architectural Focus feat.

Prerequisites: Knowledge (architecture or engineering) 15 ranks, Spellcraft 18 ranks, Architectural Focus, membership in the Fifth Measure or higher.

Benefit: As with Architectural Focus, but you gain the divination and scrying benefits for every building within a small area or community. You must have designed at least half the buildings in the area, and you must have planned the layout of the entire community. This requires a successful Knowledge (architecture and engineering) check during the planning stages, against a base DC of 25 for a small community of three buildings or fewer. The DC increases by 1 for each additional small building (the size of an average house). Larger buildings might increase the DC by 2, or even as much as 4 or 5. Truly large buildings, such as castles, forts or large mansions cannot be incorporated into this feat, and must be treated separately with the Architectural Focus feat.

Extended Divinatory Architecture
[Geomantic, architectural]

You can scry areas of a neighborhood, community or village you specially designed without the necessity of casting a spell.

Prerequisites: Knowledge (architecture or engineering) 17 ranks, Spellcraft 20 ranks, Architectural Focus, Extended Architectural Focus, membership in the Fourth Measure or higher.

Benefit: As per Divinatory Architecture, but applied to an entire grouping of buildings which you helped design, and to which you have already successfully applied the Extended Architectural Focus feat. Unlike the time restraints imposed by Divinatory Architecture, there is no limit to the amount of time you may spend scrying on the community.

Greater Architectural Focus
[Geomantic, architectural]

You can cast other spells into a building via your scrying spells, regardless of distance.

Prerequisites: Knowledge (architecture and engineering) 10 ranks, Spellcraft 13 ranks, Architectural Focus, membership in the Sixth Measure or higher.

Benefit: You may cast other spells — anything from *detect magic* to *lightning bolt* — into a building you designed, and to which you have already successfully applied the Architectural Focus feat. Any spell with a range other than Self or Touch, and that does not radiate from the caster in all directions, is applicable. The casting time for any such spell increases to one full *minute*, or doubles if it is already a minute or longer; you may not shorten it through the use of the Quicken Spell feat, though other metamagic feats may be applied normally. All other aspects of the spell — required attack rolls, saving throws, damage, etc. — are unchanged. You

must be able to see the room into which you are casting, so you must either have a scrying spell of some sort active, use a scrying device like a *crystal ball*, or use the Divinatory Architecture feat. Each use of this feat immediately grants all subjects an additional save to detect your observations, and this save is not subject to the normal -4 penalty granted by Architectural Focus.

A WORD ON DUNGEONS

The Steadfast Order constructs buildings, fortresses, castles, neighborhoods, even entire villages around the precepts of geomancy. They have also delved into the earth to carve dungeon complexes.

Why do these complexes exist? Why, in the middle of the uncharted wilderness or desert regions of so many D20 fantasy campaign worlds, can one inevitably find an underground labyrinth or other dungeon, just waiting for stalwart adventurers to loot?

The Shapers are often the reason why. Many of these dungeons were carved for geomantic purposes, their bizarre twists and turns not nearly so random or nonsensical as they appear to the uninitiated. Some are entirely symbolic, carved by the Shapers purely to “bless” an area in the name of the Grand Balance, and used for little more than storage, living quarters, or perhaps an actual dungeon for holding prisoners. Others are actually components of geomantic spells that have either long faded or not yet been triggered. A dungeon might, for instance, have been constructed to house a blood ritual that would allow contact with a being of the outer planes. The monsters that have moved in since it was abandoned supply the blood and the adventurers, by slaying them and spilling that blood, draw unknowingly nearer to opening a portal in the center of the

complex and allowing *something* to come forth. The Shapers are not an evil organization, so the creature *might* not be hostile — but who can say until it’s too late?

Certain powerful and intelligent monsters, or perhaps even members of the Shapers themselves, might dwell in these complexes, having learned to use their mystical attributes to observe or control what happens in their halls and chambers.

THE TWICE-BORN

THE END IS ONLY THE BEGINNING

The Twice-Born represent a dichotomy, a faction whose goals may appeal to and repulse the PCs simultaneously. Their objectives are noble, at least on the surface, but their disregard for the consequences of their actions sometimes makes them a hazard to entire regions.

ATTRIBUTES OF THE TWICE-BORN

Size: Medium (51–100 members)

Alignment and Purpose: N; using their abilities to travel between worlds to reverse extinctions.

Approximate Class Breakdown: Druid 40%, Cleric 18%, Ranger 17%, Sorcerer 10%, 5% Adept, 5% Bard, 5% Other

Resources: The Twice-Born have little in the way of material resources beyond the magic items they themselves have created. Because they rarely involve themselves with humanoid civilization, however, this lack of resources is not normally a hindrance.

Central Headquarters: The Twice-Born have no central headquarters of any sort, as they spend almost every waking moment exploring various worlds in search of evidence of extinctions, or for animals that they know have gone extinct on other worlds.

Known Enemies: To date, the Twice-Born have remained undetected by any major governments on the worlds they have visited, as well as by the other major interplanar organizations.

A GENERAL OVERVIEW

The Twice-Born are an organization of naturalists and nature worshippers who believe that the normal cycles of life are sacrosanct. The greatest sin, in their eyes, is for man (or any sentient race) to hunt another race to extinction or otherwise cause them to die out. They have therefore taken it upon themselves to undo extinction itself by traveling across the planes until they find creatures on one world that have been driven to extinction on another. They then capture a breeding population of the subjects in order to repopulate the world on which they've died out. If the extinction was natural, they figure it will die out again, but if it was not, they have undone a grave sin committed, intentionally or not, by the inhabitants of that world.

This might be considered an admirable goal by some, save that the Twice-Born carry it to fanatical extremes. They don't care *why* a race might have been driven to extinction. Overhunting and environmental changes caused by magic or urban expansion are unfortunate events that perhaps are worthy of being reversed. Sometimes, though, the locals of a region have chosen to hunt down a species deliberately, perhaps because they are innately evil or otherwise harmful to the region. Even if the extinction was both gradual and accidental, suddenly returning the creatures to the environment often wreaks havoc on the communities currently there.

The Twice-Born care not a whit for any of it. The reasons for the extinction, the harm the creatures might cause to the local population — none of this matters. In fact, though it may seem hypocritical, the Twice-Born don't even mind if the creatures they've reintroduced to the area cause the extinction of *other* species. By their reckoning, the extinct species *belongs* here, so any damage it causes is the result of natural processes, not human interference.

THE HISTORY OF THE TWICE-BORN

The founder of the Twice-Born was an elven druid by the name of Shallanthrielle Uthellavur. In her youth, Shallanthrielle was a benign, kind soul who firmly believed that the various humanoid races could expand in harmony with nature, rather than in competition with it. It was a belief to which she clung even as the local human villages grew into towns, the towns to sprawling cities; even as hunters and foresters moved ever deeper into the wild, killing whatever they came across for food and fuel and sometimes just for the extra space.

Then, one day approximately 80 years ago, Shallanthrielle came across the body of her best friend, the dryad Throukha, sprawled

beside the stump of the oak to which she had been bonded. Enraged, the druid abandoned her previous stance and began mobilizing the natural environment around her against the human incursions. Animals and plants turned against their oppressors, and the humans abandoned the forest as haunted.

And that would have been the end of it, had Throukha not returned to Shallanthrielle as a ghost. During her visitations, the pair discussed the druid's actions, and decided that nature could no longer protect itself against the rampages of humanity. No single force could possibly stop the rape of the forests, the death of countless animals — but perhaps a small, devoted organization might be able, at least, to *undo* some of the most grievous damage.

Guided by her phantom friend, Shallanthrielle sought out likeminded allies, among her own druidic brethren, the rangers who dwell in the wild, clerics of nature gods, witches and hedge-magicians of frontier villages, and others. She gathered them with no explicit purpose beyond trying to undo the damage the humanoid races caused to nature. It was only after the group had grown to over a dozen members and they had bandied notions back and forth that they hit upon the notion of undoing extinction itself.

The Twice-Born spent over a decade seeking out a means of returning dead species to life. Resurrection magics were too difficult to come by, and weren't capable of raising enough creatures to form a new breeding population. All their experiments in time-travel magics proved failures (and occasionally disastrous). Eventually, the Twice-Born settled on planar travel as the only viable option. Almost any creature imaginable existed on multiple planes, if only one looked hard enough to find them, and an extinction in one world didn't mean the species was extinct in others.

Finally, through the efforts of the group's spellcasters, they were able to locate or create a number of techniques for moving large numbers of beings across dimensional boundaries, and the Twice-Born were ready to go to work.

A Word on Extinction

It's important to note that, historically, extinction is a relatively modern concept. Most pre-industrial societies had no conception that the death of an entire species was possible. It wasn't just that they didn't believe it was happening; the thought never even occurred to them.

The various D20 fantasy worlds are, of course, not perfect analogues of real historical culture, but they do share many traits in common with nations of the past. The DM may well decide that the lack of understanding of extinction is one of them. For a society that doesn't have even the *concept* of extinction, the actions of the Twice-Born — who themselves are familiar with the process only through their deep bond with nature and their observation of multiple worlds — become even more incomprehensible.

INSIDE THE TWICE-BORN

The Twice-Born is an "organization" in only the most informal use of the term. Many of its members have little in common with one another save their desire to undo the harmful impact humanoid races have had on nature. They do not hold regular meetings, have no particular rules or customs. They gather when necessary or when called by their leaders, and otherwise devote their time to accomplishing their common goals.

The Twice-Born are governed, so far as they have any formal hierarchy, by a council of leaders called simply the Circle. At any given time, the Circle consists of the most skilled and experienced (which usually translates, in game

terms, into highest level) adept, cleric, druid, ranger, and sorcerer in the organization. Until recently, Shallanthrielle Uthellavur served as the druidic member of the Circle. Roughly a year ago, however, she disappeared on an expedition to an aquatic world where she and her companions were seeking to retrieve a number of young dragon turtles and dragon turtle eggs. None of the expedition returned, and although divinations suggest that Shallanthrielle is still alive somewhere, the Twice-Born have been unable to locate her. For the time being, then, one of her oldest and most powerful students — a gnome druid/bard called Stavak — has assumed her position.

Beyond the Circle, the Twice-Born have no system of ranks. Everyone is considered equal. Major disputes are moderated by the Circle, while more trivial matters are determined by either majority vote or on basis of seniority.

Finding What Isn't There

The activity that occupies most of the Twice-Born's time, and is arguably the most difficult, is determining when and where an extinction has taken place. The vast majority of the organization's members spend most of their time engaged in these efforts, only occasionally leaving off their investigations to hunt down and capture replacement creatures on other worlds.

On rare occasions, extinctions have occurred so recently that people still discuss the now-absent creature, and ample evidence of them exists in the wild. This is most common when a race has been deliberately destroyed, either because the locals believed them to be a threat or because the locals are themselves malicious. In such cases, it's a relatively simple matter for the Twice-Born to learn a great deal about the extinct species, since many people know about them and some of the deceased may not yet have decomposed.

Most of the time, however, a species either died out some time back or the extinction was gradual enough that the people in the region remain unaware it has happened at all. These sorts of extinctions are often the result of over-hunting, urban expansion and environmental change. In these cases, the Twice-Born have a much more difficult task ahead of them.

Members of the organization are very methodical. They move into an area, scour it for months or even years on end, and only then move on a ways before starting over. Their techniques are many and varied. They cast divination spells, communing with animals, plants, deities and the very world around them to determine if any living species has vanished from the area. They examine fossils to see if evidence exists of creatures now absent. They also study the interaction of living animals in the region. An overabundance of a particular species suggests the recent disappearance of a predator, or whatever it was that formerly kept them in check. They even make an effort to learn the myths and folktales of an area in case such ancient stories contain evidence of creatures long gone. The bardic knowledge ability of those bards in the organization comes in handy here.

The Twice-Born focus their efforts in worlds and regions where they have reason to believe an extinction has occurred; regions where civilization has recently expanded into new territories or where constant racial warfare is common are particularly worth watching. Divination spells often point them in the right direction as well. For the most part, however, it's a matter of studying *every* area through which the Twice-Born pass. It's a slow, ponderous and often boring process, but the Twice-Born are devoted enough to their objectives that they accept it as a necessity.

Sometimes, the Twice-Born learn of an extinction but decide, reluctantly, not to pursue it.

When a species goes extinct, the world around it eventually adapts. Other creatures move in to take the original race's ecological niche, and the environment subtly shifts so that the old species might not be able to thrive there anymore. The Twice-Born know that if they learn of an extinction *too* long after it has occurred, bringing the species back is an exercise in futility. What purpose does it serve restoring a race to life if the environment itself is simply going to kill it again?

No hard and fast rules exist for determining if a species has been extinct too long for its return to be viable. The Twice-Born evaluate each instance on a case-by-case basis, doing their best to determine how drastically the environment has changed, and how severely those changes might impact the reborn species. They don't care at all if a returning species is going to cause substantial harm to, say, a newly constructed city, but they *do* care if the presence of civilization has made it impossible for the creature to survive if brought back.

It varies widely from case to case and world to world. On some worlds, the Twice-Born have decided against restoring animals that have been extinct for only a generation or two, simply because the environment had changed so drastically. In others, the region had remained constant for so long that they were able to successfully return dinosaurs and other creatures extinct for thousands upon thousands of years.

Bring Them Back Alive

Once the Twice-Born have identified an extinction, they begin the long and complicated process of reversing it.

This isn't nearly as easy as casting a few quick spells and calling it a day. As mentioned above, few of the techniques the organization attempted for restoring a race to life actually proved effective. Resurrection magics, even

when they are available, are far too limited. They can only restore a single creature at a time, and only if the creature has not been dead for too long. High-level *polymorph* spells might be an option, but only in those very rare instances where the caster is intimately familiar with the creature that has gone extinct. Time-travel magics are notoriously difficult to master and unreliable, to say nothing of not existing at all on many worlds.

Consider, too, that despite various and sundry creation myths, a single mated pair of creatures is *not* a sufficient breeding population to restore a species to life. The Twice-Born tried it for a while and discovered that, in almost every instance, the single family spawned by a mated pair died out before it had the chance to expand. In those few cases where the population did grow, the constant inbreeding caused substantial defects and illnesses that prevented the species from thriving.

No, a breeding population must consist of anywhere from dozens to hundreds of unrelated creatures, depending upon various factors such as fertility, maturation cycle, and the size and inherent dangers of the environment. And since resurrecting or creating such a population isn't normally a viable option, the Twice-Born have to set about finding one that already exists.

Using spells and magic items, the members of the organization travel from world to world, seeking specimens of the species that has vanished elsewhere. For obvious reasons, they focus their efforts on worlds that have vast stretches of whichever environment the creature vanished from. (Replacement of a jungle species will focus on worlds that are largely jungle, etc.) The Circle keeps meticulous environmental records of all the worlds the Twice-Born have visited, so they can easily find their way back to, say, a large desert or a savannah when necessary.

Their search for living specimens makes use of any and every technique imaginable. Divination and communion magics point them in the right direction, where more mundane forms of hunting and tracking take over to pinpoint exact lairs and locations. Spellcasters fly over large tracts of terrain, seeking any sign of the species in question. Diplomatic members engage in lengthy discussions with non-hostile humanoid natives, hoping to find evidence of their quarry in the lore and legends of the locals. The Twice-Born often spend years on such a quest, searching multiple planes before they finally find what they're looking for — and sometimes not even then. More than one attempt to undo an extinction has failed simply because the organization, despite its exhaustive efforts, could not locate the species on any other world.

Even after the Twice-Born has located a population of the creatures and determined that it is big enough to survive the removal of large numbers to another world, the organization still has a hefty task ahead of it in acquiring and transporting the subjects. They employ every conceivable technique, from the mundane — such as nets, ropes and herbal drugs — to the mystical — such as *charm*, *sleep* and *dominate* spells — to capture the creatures without harming them. In the case of intelligent species, the Twice-Born might first attempt to negotiate, to convince a number of them to come along willingly. Occasionally, this works. More frequently, the creatures are unwilling to leave their homes for a strange world, especially one in which their race has already died out once, and the organization must resort to the tactics discussed above.

Sometimes the Twice-Born locate a population of the creatures they seek, but are not able to acquire enough specimens to reliably repopulate a dangerous or harsh region. In these instances, the organization might take enough of the creatures to serve as a breeding

population in a safer area. They are willing to take years or even decades to breed the population into larger numbers, and only then transport them back to the region they were attempting to repopulate in the first place.

Further, while they hate doing it, the Twice-Born are willing to kill some of the creatures and transport their bodies. So long as the journey is not a long one, they know that their clerical members can make use of *raise dead* to restore the creatures to life in their new domain. This weakens the subject, of course, and some creatures have proven unwilling to be *raised* — to say nothing of the fact that the organization doesn't have all that many members able to cast the spell — so this is truly a tactic of absolute last resort.

The Twice-Born often build temporary encampments designed to hold captive creatures, who are held helpless or at least docile through spells and drugs. The organization has independently developed a device functionally identical to the *collapsing cage* used by the Mythmakers, but they prefer to avoid using it where possible.

So how to transport dozens or even hundreds of creatures from world to world? *Plane shift* carries a limited number of creatures and isn't particularly precise when it comes to destination. *Gate* is an extremely powerful spell, one that less than a handful of the Twice-Born can cast. In both cases, these spells lie beyond the province of the druids, who serve as the core of the organization.

It was for this reason that the druids of the Twice-Born set about developing the *forest gate* spell (see below). Of course, this isn't the only avenue of approach the organization has taken; many of its arcane spellcasters have set about locating or creating items such as the *cubic gate*, and even locating and mapping those rare portals that occur through accidents of magic or are leftover from ancient civiliza-

tions. Still, *forest gate* has become the Twice-Born's most popular means of mass planar travel.

If You Love Something, Set It Free...

Once the group has a viable breeding population of a formerly extinct species, and has managed to bring them to the region to be repopulated, the creatures are let loose. The Twice-Born make no effort to ensure the safety of any humanoid communities that might have cropped up in the interim, especially if the natives are partially or wholly responsible for the extinction in the first place. In the eyes of the Twice-Born, the people here have moved into regions that are the rightful homes of these other creatures; they've none to blame but themselves if they suffer for that choice.

In fact, in some situations the Twice-Born take that attitude a step further. In regions where they have reason to believe a newly reintroduced species may be in danger — perhaps because the locals already wiped them out once, or because a powerful military is poised to move against them and clear the land of “dangerous beasts” — the organization may actually leave behind a cadre of operatives to *protect* the reintroduced creatures from the local inhabitants. Legends still persist in one kingdom, for example, of an entire city that was eventually overrun by gargantuan reptiles, the likes of which had never before been seen. When the local militia went out to hunt the creatures, they were slaughtered by a pack of the beasts, several of whom were accompanied or even ridden by a group of powerful druids and sorcerers.

This example perfectly illustrates one of the best reasons for a DM to make use of this organization in her own campaign setting. They're a great way of introducing completely new monsters into the world — or, even better, introducing *old* monsters into the world. Want to include dinosaurs in an other-

wise medieval setting without resorting to the traditional “lost island”? Want to use a great wyrm for a story when it’s already been established that dragons are extinct? Maybe the DM likes the idea of introducing a single superior goblinoid race, from which modern goblins, hobgoblins, bugbears and others all descend.

Perhaps the single most effective use of this technique is if the PCs themselves were, earlier in the campaign, partially responsible for completely exterminating a race of truly vile, evil creatures. The Twice-Born have no interest in constructs, undead or outsiders, but any other living creature is fair game. Imagine the look on the players’ faces when they run across a hoard of the screaming, gibbering horrors they thought were gone for good.

Customs and Practices

The Twice-Born have no time for ritual or religious observance, despite the fact that a large portion of their members are divine spellcasters. So far as they’re concerned, their purpose overrides all else. Time spent in prayer is time wasted. Since most druids worship abstract forces or embodiments of nature, and the nature gods worshipped by the clerical members approve of their goals, this lack of overt obeisance isn’t really an issue.

Everything the Twice-Born do is executed with relative informality. The Circle assigns personnel to specific tasks — investigate this world for traces of extinction, contact that sage about legends of long-dead creatures, aid some other members in capturing a particularly dangerous beast — but remains largely aloof from members’ affairs. They moderate disputes, approve new members, and otherwise spend most of their time leading individual groups of the Twice-Born in their efforts. Whether or not it’s a member of the Circle, most parties of Twice-Born operatives *must* include a high-level leader, if only to allow

access to planar travel. (While the organization makes use of magical items like *cubic gates*, at present it has access to only a few such devices.)

During their searches across various worlds for sign of extinctions, members also keep an eye out for potential recruits. They focus specifically on druidic orders and priesthoods of nature deities, but they look anywhere that seems promising. The operative approaches the prospective member at various points and engages her in several lengthy discussions on the issues the Twice-Born consider important. If the individual seems compatible and useful, the operative reveals to her the existence of the Twice-Born, but not their methods or their planar travel. Anyone who expresses a genuine interest in being a part of it is presented to the Circle as a potential member. The Circle approves or rejects the candidate for membership and assigns an operative to train the new member in the organization’s techniques.

Strictures and Requirements

The Twice-Born are an assembly of likeminded individuals who all share the same beliefs and objectives. They have no bylaws, no particular code or procedural doctrine that *must* be followed. Members are expected to do their level best to detect and undo extinctions — and, should the opportunity somehow arise, to prevent them — in whatever manner they and the Circle feel is most effective. Anyone who consistently fails or who acts in opposition to those goals is expelled. Beyond that, and the basic courtesy all members are expected to show one another, the Twice-Born have to no particular strictures.

Influence and Outside Connections

Other than their occasional contact with outside sages, storytellers and regional experts, the Twice-Born have little to do with civilization as a whole. Their focus is entirely on the wild, or at

least areas that *were* wild, and if all of civilization dried up and blew away, most of them would be just as happy. As such, the Twice-Born hold no real influence in society in any way, shape or form, nor do they have any interest in attaining it.

The organization does have some connection with various woodland creatures, fey and others who may approve of their actions. Even these contacts are both uncommon and tenuous, however.

The Twice-Born have had no *recognizable* contact with any other interplanar factions. It's worth noting, however, that the aquatic world to which Shalthrielle was traveling when she disappeared is a major haven of the Poison Tide. It is possible, even likely, that members of that foul cult had something to do with her failure to return.

NEW SPELL

Forest Gate

Conjuration (Creation)

Level: Drd 8

Components: V, S, F

Casting Time: 1 minute

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

Effect: See text

Duration: 10 minutes/level (D)

Saving Throw: None

Spell Resistance: No

The caster opens a gate or doorway to another plane, through which she or any other creature may move. The gate must appear between two large plants (usually trees) of the same type; that is, it could appear between two oaks, two elms or two large ferns, but not between an elm and a pine. The trees must be no less than 5 feet apart, and no more than 5 feet apart per caster level.

The gate opens onto whatever plane the caster designates, with certain restrictions. First, it must also appear between two plants, and these must both be of the same type (or at least very similar, to account for planar differences) as those that created the opening gate. In both cases — the opening plants and the closing plants — the caster must have previously used at least one of each pair during a *transport via plants* or *tree stride* spell. Thus, the caster cannot open a *forest gate* to a world she has never been to, as she would not have had the opportunity to use one of those spells on one of the destination trees. (Obviously, the starting tree and the destination tree need not — in fact, cannot — have been used in the *same* spell, since those spells do not allow travel across planar boundaries.)

Focus: Two pairs of plants of the same general type, one pair on each world. The caster must have used at least one of each pair previously during either *transport via plants* or *tree stride*.

NEW MAGIC ITEM

Collapsing Cage

This appears to be an iron cage, perfectly suited for imprisoning either people or monsters. It changes size at command, growing from a cube approximately 1 foot on a side to a cage easily 60 feet on each side, or anywhere in between. Once a creature is placed inside, the cage can be commanded to shrink with no harm to the inhabitant, which is stored in an extradimensional space inside the cage not unlike that of a *bag of holding*. The cage provides breathable air for up to 8 hours, at which point it must either be enlarged to a size capable of holding the inhabitant naturally, or else the inhabitant is immediately shunted out of the cage into the nearest unoccupied space.

When shrunk to its smallest size, the cage weighs approximately 10 pounds. The cage bars, which are made of adamantine, have a hardness of 20, 40 hit points, and a bend DC of 42. Destroying one of the bars immediately causes the cage to revert to its full size. The bars can be destroyed from the outside only, as creatures within the cage are inside extradimensional space.

Caster Level: 9th, *Prerequisites:* Craft Wondrous Item, *reduce person, rope trick, secret chest*; Market Price: 30,000

New Monster: Primeval Eye

Large Aberration

Hit Dice: 12d8+36 (90 hp)

Initiative: +5

Speed: 30 ft. (6 square) (see below)

AC: 23 (-2 size, +1 Dex, +12 natural), touch 9, flat-footed 22

Base Attack/Grapple: +9/+18

Attack: Tentacle +13 melee (see below)

Full Attack: Up to 10 tentacles +13 melee (see below) and bite +8 melee (2d6+2)

Face/Reach: 10 ft./5 ft. (10 ft. with tentacles)

Special Attacks: Improved grab, tentacle touch attacks

Special Qualities: Darkvision 60 ft., buoyancy, see magic, burst of speed

Saves: Fort +9, Ref +7, Will +11

Abilities: Str 20, Dex 12, Con 17, Int 6, Wis 12, Cha 12

Skills: Listen +8, Search +3, Spot +8

Feats: Alertness, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes

Environment: Any land (usually tropical) and underground

Organization: Solitary

Challenge Rating: 10

Treasure: 50% normal

Alignment: Usually chaotic evil

Advancement: 13-24 HD (Large), 25-36 HD (Huge)

Level Adjustment: —

An enormous creature, roughly spherical and covered in dark chitin, hovers in the air. A gargantuan, tooth-filled maw occupies over half of the creature's front side; a single eye sits unblinking above it. Numerous tentacles, tipped with a variety of appendages and digits, extend around it in all directions.

A creature long extinct on almost every known world, the primeval eye — named by sages for its resemblance to its more well-known modern relatives, as well as its primordial nature — has only recently returned to civilized areas thanks to the efforts of the Twice-Born. The primeval eye is a large, spherical entity covered in bruise-hued chitin with a single central eye and an enormous gaping maw. The teeth of the primeval eye are exceptionally hard and jagged, and the mouth takes up most of its “face.” Primeval eyes are larger than their descendants, measuring, on average, 8 to 10 feet in diameter.

The easiest way to distinguish the primeval eye from its modern relative, however, is by its limbs. Rather than eye-tipped stalks, the primeval eye possess 10 tentacles — each as long as its body is wide — that extend from all portions of the creature, above and below, front and back, right and left. Two of these tentacles end in wide pads covered in suction cups and tiny spines, useful for both locomotion and grasping prey. Two end in forked claws capable of manipulating small objects.

The remaining six end in soft and bloated bulbs of flesh, almost like an unopened flower, that possess varied spell-like abilities.

Primeval eyes speak a coarse, primitive tongue unknown in the modern world.

Combat

Although exceptionally cunning, the primeval eye is far less intelligent than its descendants. They rarely choose to speak with one another and almost never with other creatures, preferring simply to hunt, kill and devour. Primeval eyes have only two categories into which they place other living creatures — threat or prey. Given their great power and lack of intelligence, a creature must appear *especially* powerful to be placed in the former category. For the most part, primeval eyes attack any living creatures on sight, and often fight to the death simply because they cannot comprehend the notion that other living things might overpower them.

Primeval eyes prefer to use their natural buoyancy and grasping tentacles to lurk in wait above potential prey. They are smart enough to use their tentacle powers somewhat tactically, focusing their most harmful effects on those foes who appear most dangerous or most capable.

Buoyancy (Ex): Though primeval eyes cannot fly, they naturally levitate, and may rise or fall at will at a speed of 15 feet. Normally, a primeval eye travels by latching onto convenient items, or even the ground, with its grasping (suction cup-tipped) tentacles. This technique allows it to pull itself in any direction, including up and down, at its normal movement speed of 30 feet.

Tentacle Attacks: The primeval eye has a number of different attacks it can make with its tentacles. In most cases, it attacks only with eight tentacles, reserving its grasping

tentacles for use in movement. It may choose to use its grasping tentacles to attack, but in any round it chooses to do so, it can only move up and down (at half speed) and loses its Dexterity bonus to AC.

The creature may attack with all tentacles in a given round, but may only use three on any given opponent, unless the opponent is larger than the primeval eye.

Clawed tentacles: The two tentacles ending in forked claws are the primeval eye's primary means of manipulating objects, but they also make nasty weapons. Anyone struck by a clawed tentacle suffers 1d6+5 points of slashing damage.

Grasping tentacles (Ex): These tentacles are tipped with sticky pads that, through a combination of suction and tiny spines, can latch on to almost anything. These tentacles do no damage, but their use allows the primeval eye to use its Improved Grab ability. It rarely uses these tentacles in combat.

Magic tentacles (Su): Each of the bulb-tipped tentacles delivers a magic touch attack. These, sages postulate, are the forerunners of the eye rays used by the creature's descendants. The primeval eye need only succeed with a touch attack to use these powers. The DC for all saving throws against these powers is 17; the save DC is Charisma-based.

- **Enervation:** Anyone struck by this tentacle suffers 1d4 negative levels (Fortitude save for half). These negative levels fade in 24 hours and never result in permanent level loss.
- **Destructive Grasp:** Anyone struck by this tentacle suffers 5d6 points of damage (Fortitude save for half). The form of energy used in this attack is unknown and unimpeded by spells that normally grant protection from energy or elemental damage. The wounds left bear some resem-

blance to those caused by the *disintegrate* spell.

- **Paralyzing Touch:** Anyone struck by this tentacle is paralyzed for 4d4 rounds (Fortitude save negates). The victim takes on a gray hue, and his skin feels hard to the touch. This ability may be a less evolved form of a petrification attack.
- **Fascination:** Anyone struck by this tentacle becomes fascinated, almost hypnotized by the primeval eye (Will save negates). For 2d8 rounds, they simply watch the primeval eye, not reacting even if attacked (though once they have actually been struck for damage by the creature, they may attempt another save to break free).
- **Slow:** Anyone struck by this tentacle is *slowed*, as per the spell (Will save negates).
- **Immolation:** Anyone struck by this tentacle immediately erupts in a gout of fire, suffering 8d6 points of damage (Reflex save for half). Flammable items may ignite. Unlike the primeval eye's other powers, this one does not resemble any ability possessed by their modern descendants, and sages speculate it evolved out of the species because it didn't leave edible remains.

Improved Grab (Ex): If the primeval eye hits with one of its grasping tentacles, it attempts to start a grapple as a free action without provoking an attack of opportunity. So long as it maintains its hold, it may deal bite damage automatically on each succeeding round, or it may choose to forgo its bite in favor of an automatic strike with one other tentacle.

See Magic (Ex): The creature's single eye is capable of seeing magic auras instantly. Not only does this enable it to *detect magic*, it immediately knows (so far as its intelligence

allows it to comprehend) the powers and effects of any magic item or any spell it sees. This knowledge requires no prolonged study, allowing the primeval eye to react to a potential magic threat before the power is even unleashed. This ability is always active.

Burst of Speed (Ex): Three times per day, for one minute, the primeval eye can use its clawed tentacles to aid its grasping tentacles in pulling it along, allowing it to raise its base speed from 30 to 50 for the duration. After a burst of speed, the primeval eye's clawed tentacles are tired, and it cannot attack with them for 1d4 rounds (though its other tentacles can attack normally). It must wait at least that long before engaging in another burst of speed.

THE TWILIGHT EMPIRE

CRIME PAYS

The Twilight Empire is the epitome of organized crime: secretive, brutal, efficient, and with eyes and ears everywhere. It runs hundreds of thieves guilds on dozens of worlds. Of all the organizations presented in Planar Factions, the Twilight Empire may be the most appropriate for a long-running adversary to the PCs. It holds grudges, it can strike from absolutely anywhere, and it has a hidden agenda against which the PCs may find themselves standing without even realizing it.

ATTRIBUTES OF THE TWILIGHT EMPIRE

Size: Huge (201–500 members); this includes actual members of the Twilight Empire only, not members of its subsidiary guilds

Alignment and Purpose: NE; to amass wealth through illicit and illegal activities; to gain influence over every major thieves' guild and criminal organization on every world they can access; to assemble the greatest and most skilled cadre of thieves ever seen in the multiverse for nefarious purposes.

Approximate Class Breakdown: Rogue 40%, Fighter 15%, Assassin 10%, Bard 10%, Shadowdancer 10%, Sorcerer 5%, Wizard 5%, Other 5%

Resources: The Twilight Empire is exceedingly wealthy, both in terms of its own coffers and the influence it has with other rich criminal organizations. They can locate and “acquire” almost any item they need, and can easily afford to buy almost anything they cannot gain any other way (though paying is always a last resort).

Central Headquarters: The Twilight Empire operates from the Shapeless Manor, a complex of rooms and hallways mystically carved out of the shadow-stuff of the Plane of Shadow, with entrances from the Ethereal and various material planes.

Known Enemies: While an uncountable number of local law enforcement and governmental agencies work against the various guilds

that answer to the Twilight Empire, few agencies know of the Twilight Empire itself.

A GENERAL OVERVIEW

At first glance, the Twilight Empire — despite its great success and its multi-planar nature — has little to distinguish it from other similar criminal organizations. Led by a guildmaster known as Grandfather (or Grandmother), it seems to operate like all such guilds. Its members smuggle, steal, fence, forge, extort and otherwise engage in various illicit activities for profit. Yes, they do so on multiple worlds, and yes, they pull the strings of many smaller organizations in a web of organized crime, but that doesn't really change the nature of the organization, does it?

What many of its own members do not know is that Grandfather and the Kith (as his advisors and lieutenants are known) have secrets and objectives that go far beyond the creation of a successful criminal organization.

A BRIEF HISTORY OF THE TWILIGHT EMPIRE

The first Grandfather was a halfling by the name of Arbis Bindlewite, the patriarch of an extended family of thieves, forgers and conmen (conhalflings?). Having discovered that the nearby human communities had not yet developed the concept of guilds, Bindlewite and his relatives took it upon themselves to organize their own. Knowing that humans would not likely take the halflings seriously as masters and employers, Bindlewite told potential members that he represented a much larger — and, at the time, wholly fictional — organization called the Twilight Empire. Under the guise of an “emissary” from that group, he consolidated many human criminals under his leadership, fencing their spoils and granting them access to materials, information, allies, protection and legal aid in exchange for 40 percent of their

earnings. The experiment worked so well that Bindlewite eventually expanded his operations to other cities, until the “Twilight Empire” had thieves' guilds in almost every major human city on the continent.

Although he was the leader of a criminal family, Bindlewite himself was not much of a thief. He was, however, a wizard of no small power — a small portion of the Bindlewite family had always pursued the arcane arts — and it took him little time to decide that branching out into multiple worlds would prove immensely profitable. Along with his magically inclined relatives, and the small but growing number of spellcasting members of his various guilds, the first Grandfather set about construction of a central headquarters for the guild on the Plane of Shadow. From the so-called Shapeless Manor, Bindlewite could access an infinite number of material planes. The spellcasters also experimented with various means of planar travel, in hopes of allowing individual operatives to cross the boundaries between worlds.

Arbis and his allies achieved sufficient success that the Twilight Empire, now based in the Shapeless Manor, was able to expand to several other planes. It established thieves' guilds wherever it went, making use of its multi-planar nature to enhance their profitability.

Generations passed thus, and the Twilight Empire came across worlds that already had extant thieves' guilds. (To this date, they maintain that the concept for these organizations must have traveled from worlds they had already visited, as opposed to being independent creations.) Where possible, they made alliances with those organizations, offering their magics and services in exchange for a percentage of profits and control. Should a guild refuse, the Twilight Empire often set out to destroy it, though some were too powerful to easily dispose of.

And this might have been the culmination of the Twilight Empire — a rich and powerful but ultimately unimportant multi-planar organization — if not for the coming of Jarros Krubeck. A thief, assassin and divine spellcaster, Krubeck's varied talents and complete lack of scruples allowed him to rise quickly through the Empire's ranks, and he was a valued member of the Kith (the Grandfather's lieutenants and advisory council) less than a decade after joining the guild. When the leader of the time, Grandmother Deerul Bindlewite, died under mysterious circumstances, Krubeck made his bid for leadership. In a near contest, the Kith voted him into power (out of fear, some maintain), making Krubeck the first Grandfather not related by blood to the Bindlewite family.

It was Krubeck who instituted the Twilight Empire's ulterior motive, granting the organization a purpose beyond the "mere" accumulation of wealth and power. The Kith were shocked at the very suggestion, but by then Krubeck wielded too much power to be easily refused. Thus, though it took a secondary priority to their normal operations, the Empire made efforts to locate and observe the most skilled members of their subsidiary guilds across the worlds, compiling a list of the best of the best. See below for more on the Twilight Empire's true objectives.

Since that time, the Twilight Empire has grown many times over. It claims around 400 actual members (perhaps five percent of which form the Kith), and dozens of times that number in the various guilds the Twilight Empire either controls, influences, or from which they receive tribute. It is an organization of thieves so large and so skilled as to make even the gods glance behind them to ensure their goods are all still in place.

Which may actually have been the point of it all...

Innovations in Lawbreaking

The Twilight Empire has always maintained that it was the first thieves' guild, and that it introduced the very concept to the multiverse. Such a claim is impossible to prove, and rather unlikely — Arbis Bindlewite was almost certainly not the first to conceive of such an organization. It is certifiably true, however, that the Twilight Empire introduced the concept to a number of worlds which might not have developed such groups without their interference.

An equally arrogant, but somewhat more plausible, claim made by the Twilight Empire is that it was they who first developed the skills of the shadowdancer. Supposedly created back when Arbis and his fellow wizards were experimenting with various means of crossing the planes, the shadowdancer is the perfect combination of felonious and arcane skill, allowing a thief to enter, and escape from, almost any location. Again, this claim cannot be verified, but the shadowdancer certainly fits the bill for the sort of thing Bindlewite and his companions were striving for.

INSIDE THE TWILIGHT EMPIRE

Like any successful criminal organization, the Twilight Empire has multiple levels of operation, and multiple arenas of activity. The organization has three different types of personnel: members of subsidiary organizations, who aren't *really* members (or necessarily even aware) of the Twilight Empire; operatives of the Twilight Empire, who serve the Kith directly; and the Kith themselves, who run the Twilight Empire as a ruling council.

The Twilight Empire has enough different irons in the fire to keep them all quite busy.

Traditional Felonies

The Twilight Empire could hardly claim its place (earned or not) as the father of all thieves' guilds if it didn't have thieves. Almost every conceivable illegal activity (with one notable exception) finds its place in the organization's schedule. All manner of thieves, from cat burglars to highwaymen to pickpockets to smash-and-grab artists, work for and answer to the Kith. So long as the thieves obey the rules of the organization, they are permitted, for the most part, to pick and choose their own targets.

Of course, larceny of various sorts is far from the only crime the organization undertakes. They smuggle goods, not only from country to country but even from world to world. They extort shopkeepers and blackmail rich merchants. They spy on kingdoms, organizations and powerful individuals and sell the information to anyone willing to pay. They forge any document or work of art, for the right price. They are involved in prostitution, from high-class brothels to two-copper streetwalkers. They run gambling dens, and even street-corner cons. They buy and sell just about anything available on the black or gray markets. They fence stolen goods; in fact, one of the greatest services they offer their members is the opportunity to fence their take on a different world than that on which it was stolen, ensuring that law-enforcement cannot track it. The same technique makes it impossible for rescuers to recover kidnap victims, who may be held for ransom or sold into slavery. In fact, the cross-world slave trade is an extremely profitable venture for the Twilight Empire. Their abilities at planar travel are also of great use in hiding fugitives, either their own members who have run afoul of the law, or anyone who wishes to disappear and is willing to pay a hefty price to do so.

The one activity the Twilight Empire does *not* partake in is hired assassination. They certain-

ly have plenty of trained and cold-blooded killers in the organization, and they have no objection to committing murder if necessary to remove a threat or an obstacle to the group. Uncooperative politicians, city guard captains, criminal rivals, unfortunate witnesses — all these and more are viable targets for the Twilight Empire's enforcers. But they will *not* agree to kill someone as a service to others, no matter the price offered. The Twilight Empire doesn't force those guilds it controls or oversees to abide by this restriction, but any member of the Empire itself found violating this prohibition is executed immediately. Killing in defense or to protect the organization is fine; killing for pay isn't.

Operatives who question this policy are told simply that this is the order of the Grandfather and the Kith, who are abiding by ancient traditions.

Of course, while they won't kill for profit, the Twilight Empire still has a number of enforcers, ranging from stealthy assassins to brutish fighters to mages skilled in death magics, at its beck and call. As mentioned above, many sorts of people, from witnesses to government officials, might prove dangerous to the Twilight Empire, and they are not slow at all in eliminating such obstacles. The enforcers also track down and punish those members of the Twilight Empire who violate the rules and then attempt to flee from "justice."

Subsidiary Guilds

Whether created by the Twilight Empire or merely approached by them after the fact, hundreds of thieves' guilds and criminal organizations across a variety of worlds have thrown in their lot with the Grandfather and the Kith. Each case is unique, but in general terms, the Twilight Empire has three informal levels of interaction with, and control over, its subsidiary guilds.

Direct Management

Those guilds the organization manages directly are, in almost every way that matters, part of the Twilight Empire itself. The guildmaster is a member of the Twilight Empire, or at least answers directly to one of the Kith. A member guild must follow the same rules as an individual; that is, the organization must pay a percentage of its profits on a regular basis, in exchange for instant access to any of the Twilight Empire's resources. These directly managed guilds account for the majority of the Twilight Empire's profits.

Contracted Guilds

A contracted guild has a standing arrangement with the Twilight Empire for use of its resources on a case-by-case basis. The guild must pay a percentage of its profits to the Empire, but a far smaller proportion than if they were under direct control — usually somewhere in the neighborhood of 10 percent. This “gratuity” ensures that the Twilight Empire always responds if the guild requests their assistance, but the guild must pay a hefty additional fee each time they take advantage of one of the Empire's services. In essence, direct management is a flat usage fee, where contracted interaction is pay-for-use.

The Twilight Empire doesn't have as much pull with a contracted guild as it does with those it manages directly, but they hold sufficient influence that any whispers in the ears of the guildmasters are usually heeded.

Piecemeal Association

In some cases, a specific guild isn't connected with the Twilight Empire in any official, organization-wide capacity, but a number of its people are *also* members of the Twilight Empire. While the Twilight Empire often attempts to destroy guilds who spurn its offers of association, this isn't a universal rule. In some cases, a guild may be too powerful to

take on directly, or the Twilight Empire might decide the other organization is successful enough that merely incorporating some of its members might prove useful. The Twilight Empire also uses this method to infiltrate and learn about a guild before approaching it with an offer of more formal cooperation. In either case, the Twilight Empire grants those individuals who choose to pay service to both organizations something of a break on their dues, since they otherwise could not afford to be a part of both groups. These people are told in no uncertain terms, however, that their ultimate loyalty must be to the Twilight Empire, not their previous guild, and anyone who violates that trust is dealt with in the harshest manner possible.

Customs and Practices

For the most part, the Twilight Empire operates, internally and externally, like any other powerful thieves' guild. Their members are taught and required to use a complex system of subtle hand signals, code phrases, and other means of identifying one another and passing along critical but sensitive information within earshot or sight of others. Those who cannot both convey and understand information presented in this manner are unlikely to acquire any real position of authority, or receive any important jobs.

Although it is not a hard and fast requirement on minor jobs (picking pockets, street-corner con games, and the like), it is expected that any member check with his superior before embarking on a major operation. Breaking into the house of the richest man in town, selling state secrets, blackmailing a high priest — all of these can be quite profitable, but also dangerous. The organization prefers to take a bit of time to ensure that the victims of such crimes won't prove dangerous later on. Additionally, the Twilight Empire and its subsidiaries often run protection rackets, and a

customer who is robbed after paying protection money is not likely to pay again. As such, a thief who doesn't bother to get approval from above before robbing or otherwise harming a target risks finding himself in very hot water (possibly literally) if it turns out the mark was protected or off-limits.

The Twilight Empire doesn't have any hard and fast customs beyond these; any requirements are spelled out in the laws, and anything that's not a law isn't usually worth bothering with. They do not hold ceremonies or rituals as a rule, preferring efficiency and profit over protocol or ceremony.

Strictures and Requirements

The Twilight Empire may not much care for the laws of the various realms in which it operates, but it takes a much dimmer view of those who would violate its *own* statutes. The Twilight Codex, as its system of laws is called, is inflexible.

- Obey the Grandfather and the Kith in all things. They are the leaders of the Twilight Empire, and they know better than you why things are done as they are.
- Keep the Twilight Empire secret. If you are authorized to speak of it to outsiders, you may do so. Otherwise, revealing even a single facet of the organization to another — especially to law enforcement — is a capital offense.
- You will pay what you owe. Most members of the Twilight Empire are required to pay guild dues of 40 percent of their earnings on any and every job. (Some members, such as those who are parts of otherwise independent guilds, may pay less.) Those guilds that are directly managed subsidiaries of the Twilight Empire must also pay an average of 40 percent of their income, whereas those who are merely contracted pay around 10 percent.

Individuals must pay monthly; subsidiary guilds twice yearly. The Kith use mundane spies, informers within the organization, and magical means to keep track of their brethren's activities. Some thieves get away with underreporting their take, but any who are caught are dealt with harshly.

- Protect your brethren. One of the primary benefits that members purchase with their 40 percent is help and protection. Any member of the Twilight Empire can seek sanctuary in any of the guild's headquarters, properties or front organizations. They can expect room and simple board for as long as they require; assistance in escaping the law or other pursuers; legal assistance if they can't escape; the loan of specialized equipment for specific jobs; easy access to fences, forgers, moneylenders, thugs and the rest of crime's supporting cast; and any other reasonable necessity of larcenous living. Since the Twilight Empire draws on the resources of multiple worlds, and uses planar travel to aid fugitives in escaping, few problems exist that they cannot readily solve for their members. Along these lines, any member of the Twilight Empire is expected to do everything within reason to aid another member who seeks assistance. Members aren't required to put their own lives on the line, nor to impoverish themselves for the sake of another, but they must otherwise assist to the best of their abilities.
- You will kill only to protect yourself or the organization. Assassination for hire is forbidden under any circumstances, no matter how tantalizing the proffered fee may sound.

Holding back on a debt to the organization is punished by a combination of fines — equal to at least twice the original debt owed — and a severe lashing administered in front of other local members. Anyone who breaks one of the other laws, or holds back from the Twilight

Empire more than once, is executed in any manner of painful ways.

The Twilight Empire's procedure for acquiring new members is simple: Don't find us, we'll find you. The agents who keep an eye on the members of the various subsidiary guilds are not just looking for those who fit the parameters of Krubeck's project, but also for anyone who would be an asset to the Twilight Empire itself. The potential member must not only be skilled or otherwise useful, the Kith must also have a fairly good idea in advance that he'll say yes to their invitation, since anyone who refuses is slain outright.

That said, some very few members did join the Twilight Empire of their own accord, rather than being asked. Secretive as the organization is, the Kith believe that anyone who learns of the Twilight Empire's existence, and actually uncovers enough about them to find one of their headquarters (or even the Shapeless Manor) has proven himself sufficiently skilled. If he appears well-suited to the organization in terms of personality as well, he'll be invited to join. If not, well, the Twilight Empire can't have people who know so much about it just running about the multiverse, can they?

Influence and Outside Connections

The Twilight Empire sits in the center of an enormous web of connections and influence that spans dozens of worlds. Few major criminal organizations and thieves' guilds in the multiverse are completely free of their influence, though some are more strongly tied to it than others. All these groups funnel money, goods, services, personnel and information to the Grandfather and the Kith, and many take orders — or at least "suggestions" — from them in turn. The influence of the Twilight Empire is thus substantial, not only in the underground of many nations, but in more public domains as well. After all, many politi-

cians dabble in crime or at least take bribes, many city guardsmen are corrupt, and almost anyone can be intimidated if sufficient force is applied. As of yet, the Twilight Empire has felt no real need to flex any of its muscles beyond the criminal element — the Kith have no interest in steering the course of governments, with the exception of squelching the occasional legislative proposal — but the ability exists if they choose to exercise it.

Of the other major interplanar organizations, only the Obsidian League has any inkling that the Twilight Empire exists. In all their mercantile endeavors on various worlds, they cannot help but notice that certain seemingly separate thieves' guilds act in a similar manner to one another, sharing goals and methods and using related magics. The League doesn't know any details of the Twilight Empire — not even its name — but they have concluded that a multi-planar organized criminal syndicate of some sort definitely exists. To date, they have made no effort toward doing anything about it (what could they really do, anyway?), and the Twilight Empire doesn't yet view them as a threat. Besides, if the Twilight Empire tried to destroy the Obsidian League, they'd be slitting their own wrist on many worlds; if the League fails, many of its related merchants and guilds fail, and that means a blow to the economy and less for the Twilight Empire to steal.

NEW MAGIC ITEMS

Boots of Shadow Jumping

These boots grant the wearer the shadow jump ability, as a 4th-level shadowdancer (20 feet per day). If the wearer already has this ability, these boots *double* her daily allotment.

Minor conjuration; CL 7th; Craft Wondrous Item, *dimension door*; Price 7,500; Weight 1 lb.

Greater Gloves of Storing

These are identical to normal *gloves of storing*, save that they may hold two items rather than one. The total weight may not exceed 30 pounds at any given time. The wielder may swap out items instantly; that is, if the wielder is carrying a torch in his hand, and has a sword stored in the glove, he may cause the sword to replace the torch with a single clench of his fist (a free action that can be performed once per round).

Moderate transmutation; CL 7th; Craft Wondrous Item, *shrink item*; Price 15,000 gp.

Phantom Lock Picks

With these tools, anyone with ranks in Open Lock may attempt to open a lock from a great distance. The picks, which are masterwork, add a +2 nonmagical circumstance bonus to Open Lock checks. Within 10 feet of the lock, the user checks Open Locks normally (with the +2 bonus). For every 10 full feet the user is distant from the lock, he suffers a cumulative –1 penalty to the roll. Otherwise, the only limitation is that he must be able to see the lock.

Light transmutation; CL 9th; Craft Wondrous Item, *telekinesis*; Price 4,600 gp; Weight 1 lb.

Portable Door

The so-called *portable door* appears very much like a *portable hole* — that is, a circular panel of thin black cloth — save that it is shaped like an oval, rather than a perfect circle. When placed against any non-magical wall no more than 3 feet thick, the *portable door* provides a temporary passage through that wall. Walls made of unnatural metals such as adamantine are considered magical for these purposes. Once in place, the user simply steps in one side and exits the other, as though it truly was a hole in the wall. The “hole” exists on both sides, so the owner can reach

back and remove the *portable door* from the wall from either side. Note that the *portable door* does *not* allow you to see what’s on the other side; it appears as a spot of blackness on the wall, not as an actual hole. It can be seen from both sides, so if someone is in the room to be entered, they may see the *portable door* appear on the wall.

Moderate transmutation; CL 9th; Craft Wondrous Item, *passwall*; Price 40,000 gp; Weight 1 lb.

THE SECRET DIRECTIVE

This section is intended for DMs only. If you’re a player, stop reading now.

All right, enough with the vague hints. The Twilight Empire, though extremely successful as a multi-planar organized crime association, is clearly up to something more. Here it is.

The Thief Who Wouldn’t Die

Arbis Bindlewite first cooked up the fiction that would become the Twilight Empire several thousand years ago. Jarros Krubeck ascended to the position of Grandfather less than two hundred years later.

Krubeck is still a member of the Kith, though he has long since abdicated his position of leadership — but only on the understanding that he would remain in charge of advancing the organization’s secret objective. None of the members know for certain why the man hasn’t died. He’s clearly not undead, and he *appears* to all tests and appearances to be a normal human. Yet he seems to be immortal.

In truth, Krubeck’s apparent immortality stems from the fact that he is nothing less than the right hand — more than a herald, less than an avatar — of a god. So long as he continues to fulfill his master’s purposes, he will almost surely enjoy an endless life.

A God of Thieves

Krubeck's patron is the patron of thieves, sneaks, and others who creep through the night. Larceny, breaking-and-entering, the art of picking locks, pockets, and marks — these are his religious rites, how he prefers his worship.

He is, by definition, the greatest thief in his universe, one of the greatest in the multiverse; he is, after all, a god.

Unfortunately, so are his brethren. They don't trust him, and keep way too many nigh-omniscient eyes on him. The gods of his pantheon, and indeed the gods of other worlds as well, have so many nice, valuable treasures — and for all his skill and all his power, they watch him too closely for him to ever steal them.

They don't, however, watch humans. Why should they? No mortal could ever develop sufficient skill to steal from the gods themselves!

Krubeck's patron is determined to prove them wrong. This is why he instructed his servant to infiltrate the Twilight Empire. This is why Krubeck has been cataloging all the best and most skilled members of hundreds of thieves' guilds across the planes. Those who show skill far and away beyond their fellows — whether it be skill in thievery itself or other useful fields such as arcane magic — are eventually taken aside. Through the years, they have trained one another, and younger students as well, in everything they know. These students train the best of the next generation, and so on down the centuries.

In keeping with the familial terminology — Grandfather and Kith — used by the leaders of the Twilight Empire, they are called the Black Sheep, a part of the family no one talks about. Nobody outside the ranks of the Kith is aware of their existence at all. Today, after centuries of picking and choosing the best that multiple worlds have to offer, and using each to train

the others, the Black Sheep are a cadre of thieves the likes of which no world has ever seen.

To date, the Black Sheep have been used primarily for the acquisition of valuables, mundane and magical, that were unobtainable by normal means. They have successfully infiltrated the most heavily guarded fortresses to kidnap heads of state or steal military secrets. They have sabotaged the workrooms of arch-mages and never tripped a single warding spell. They even managed to steal most of the hoard out from under an ancient green dragon before the creature finally awoke and slew several of them while the rest fled with the goods. Rumor has it that Krubeck is currently preparing them for nothing less than a wholesale incursion into the Abyssal fortress of one of the great demon princes, from which they will steal magics and treasures of immeasurable worth.

But all of these are mere tests and preparation. Krubeck and his patron are immortal, so “near future” is a relative term, indicating anything from a few years to several generations. Still, however they mean it, the servant and his god have decided that the Black Sheep will be ready in the near future for their ultimate goal. They're going to rob the gods themselves, and deliver their spoils to their own divine patron. Precisely what he's going to do with those items is unknown. As a god of thieves, it's entirely possible he just wants to steal them to say that he could, that his centuries of preparation were all an exercise in pride. On the other hand, the artifacts and weapons of the gods are powerful in the extreme, and if a single god were to acquire majority of them, there's no telling what he might do with that sort of power.

Even more frightening, what if he chose simply to give those items to his servants? The Twilight Empire in general, and the Black

Sheep in particular, are already among the greatest criminals of the multiverse. What could they accomplish with the tools of the gods at their disposal?

Thou Shalt Not Kill

All this is also the real reason the Twilight Empire won't allow its members to serve as assassins: Jarros Krubeck — or, more importantly, his divine patron — doesn't want to be noticed. Too many deaths linked to a single organization might attract the attention of the gods of death, vengeance and other relevant domains, and that simply won't do at all. The whole point of this is to *prevent* the gods from noticing that anything's happening, after all.

Black Sheep in The Campaign

In game terms, none of the Black Sheep are less than 15th level, and many should be well beyond 20th if the campaign incorporates epic-level rules. Over half the Black Sheep are rogues or multi-class rogues, with the remainder made up primarily of assassins, shadow-dancers, the various arcane spellcasting classes and a small handful of clerics of Krubeck's god.

The Black Sheep are approximately two to three dozen members strong; a sizable compilation of high-level characters to be sure, but they are, after all, the result of centuries'-worth of effort.

You'll have noticed, incidentally, that Krubeck's god has not been given a name. This is intentional, so that individual DMs may select whichever god of thieves (or related portfolios) is most appropriate from their own campaign settings or favorite published D20 worlds.

THE VAULT OF SOULS

DONA EIS REQUIEM

The Vault of Souls is perhaps the most paradoxical of all the interplanar organizations. A sect devoted to nothing less than the sanctity of death itself, they are friend to all who would battle undead, and enemy to all who seek to cheat death by any means. Adventuring PCs could, depending on circumstances, find themselves fighting alongside these zealots — or hunted by them.

ATTRIBUTES OF THE VAULT OF SOULS

Size: Large (101–200 members)

Alignment and Purpose: LN; to restore the sanctity of the natural cycle to the multiverse by destroying all those who have cheated death, either through undeath or through resurrections magics.

Approximate Class Breakdown: Cleric 20%, Ranger 20%, Fighter 15%, Monk 10%, Rogue 10%, Sorcerer 10%, Wizard 10%, Other 5%. Note: A vast majority of the Vault's members, well in excess of 50%, also have levels in the Sanctifier prestige class (see below).

Resources: The Vault of Souls, though not nearly so wealthy as many of the other interplanar organizations, gathers substantial monies and magic from the various individuals it

“sanctifies” in the course of its operations. They have precious little political power, but their objectives rarely require them to exercise such authority.

Central Headquarters: The name “Vault of Souls” applies not only to the organization, but also to its headquarters. This massive fortress, constructed of an alloy called necronium (see below), sits in its own demiplane near the border of the Ethereal and Material planes.

Known Enemies: Given their habit of exterminating anything that has come back from death in any form, the Vault of Souls counts numerous undead, priesthoods and high-level heroes among their foes. They frequently come into conflict with the Midnight Dawn, whose use of undead soldiers marks them as prime violators of the Vault's religious and moral doctrines.

A GENERAL OVERVIEW

The Vault of Souls is one of the most focused and most single-minded organizations in existence. Members don't seek wealth, they don't worry much about formalities, they don't bog themselves down with an excess of rules or procedures. They have one objective, and every member pursues it to the best of her ability.

From its start as a religious organization, the Vault of Souls has placed its deep and abiding belief in the sanctity of death itself. They do not relish the idea of dying, nor do they seek to kill others. They don't "worship" death in any particular fashion. Rather, they believe simply that every time the sanctity of death is violated, the perpetrators have committed a crime against nature and the multiverse itself. Each undead and resurrected creature places that much more strain on reality, and on the boundaries between life and death. The members of the Vault don't pretend to know what might happen if that strain becomes too great. And they don't intend to find out.

The members of the Vault of Souls consider their calling both a holy one, mandated by their respect for the natural order, and one of utmost urgency, as they are saving the multiverse from an eventual and no doubt hideous fate. As such, they are not even remotely swayed by arguments in favor of making an exception "just this once." Once they have located a target, no matter who it may be or how much good it may have done, they do not stop until either the target is sanctified (read: killed again) or until it somehow manages to escape the Vault's agents long enough to disappear.

A BRIEF HISTORY OF THE VAULT OF SOULS

The Vault of Souls has its origins in a much older group called the Heirs of the Reaper. This was the cult and priesthood of the goddess

Kirajuntu, the personification of death on her world and one of the most powerful, but least worshipped, members of her pantheon. Though grim, dour, largely mistrusted and accused of all manner of horrific acts, the Heirs were not an evil organization. They worshipped death, yes, but they didn't cause it. Kirajuntu would claim all lives, in time; no need to rush things. Because their ceremonies were dark and often involved simulated recreations of the deaths of former members — celebrating their crossing over into Kirajuntu's arms — others often believed them guilty of human sacrifice and worse. More than one branch of the Heirs of the Reaper were wiped out in brutal displays of mob "justice."

Several of the Heirs' most powerful clerics had magics that allowed planar travel, and every so often, one would attempt to travel to the afterlife of his own world (precisely which plane that might have been is long since forgotten) to converse with the departed, or with Kirajuntu herself. One such attempt by the High Priestess Manehsca went horribly wrong; to this date, the greatest scholars of the Vault of Souls still do not know precisely how it happened. Rather than finding themselves in anything remotely resembling the afterlife, Manehsca and her traveling companions appeared in a long and darkened hallway. After days of exploring the apparently abandoned complex, the priestess and her escort had discovered only a few details of the place. First, it was large, practically a self-contained city made up of enclosed walls, corridors and chambers. Second, the entire structure was constructed of an unknown metal that somehow held a charge of negative energy within it, yet never released enough of that energy to harm a living being. Third, it was in no world or dimension Manehsca had ever heard of. It had no doors and only a single window, on the ceiling of a chamber in the center of the highest level. Finally, none of her sorcerous companion's *teleport* spells functioned

within its walls. It was as if the place was a separate reality unto itself, and no world existed outside those walls.

But all of this paled in comparison to the discovery Manehsca and the others made in that central, crystal-domed room.

They looked up through a massive latticework of windows, not into any sky, but into a gray and shifting void. And through that void, millions upon millions of figures sped, all spiraling toward a single dark spot in its center where they disappeared. Humanoids, animals, monsters and entities the likes of which Manehsca had never seen swooped past that window as vague, semi-translucent shapes that appeared to have no real substance to them.

The void could be nothing less than the final corridor, the conduit between death and life itself. This was the route that all souls and spirits traveled from the time they departed their mortal coil to the moment they appeared in whatever afterlife might await them. The figures had initially seemed to appear randomly on the outskirts of the window and vanish into the darker spot that was the only horizon the void allowed. With closer study, however, the priestess could tell they actually appeared from thousands if not millions of slightly different directions, and disappeared at specific points in the distance as well. She was seeing the dead not just of one world, but of many — possibly of *all* worlds. And she saw, as well, the faint variations of course that could only mean they traveled to differing final rests.

Their journey to their own afterlife and the domain of their goddess forgotten, Manehsca and her companions spent months studying this place, which they dubbed the Vault of Souls, specifically watching the current of souls that flowed past them. They sent one of their number back home, via a planar travel spell that worked better than their attempts to move about in *this* reality, and soon hundreds of the Heirs of

the Reaper were present in the Vault. They set up living quarters in empty rooms and gathered in the central chamber, which they named the Chapel of Passage, to hold their prayers and sermons.

It was during one such sermon, as a high priests pontificated on the wonders of the eternal cycle of life and death, that one of the Heirs spotted a single soul, blackened and shredded, racing against the flow and returning to the world whence it came.

The Heirs of the Reaper posted a watch within the Chapel of Passage, so that eyes were on the river of souls at all times. Sure enough, on many occasions a soul moved against the tide. Were these the undead, returning to haunt the corporeal world or to reanimate their own corpse in a shambling parody of life? Did they represent people called back by the power of divine spellcasters, allowed to return by gods who didn't understand the damage they did to their own reality by violating a natural order they themselves had put in place?

Well, if most of the gods were too ignorant to protect the cycle and the border between life and death, then by Kirajuntu, the Heirs would do it for them!

The Chapel of Passage, though still a holy site, became the tactical center of a brewing war as much as a place of worship. Grids and vectors were plotted on the crystal in magic sigils, measuring the flow of souls and turning the observation window into a map. It required years of study, but eventually the Heirs of the Reaper figured out how to combine planar and divination magics with the map on the window to determine which world a given soul had come from, or to which it was returning. The Vault of Souls became the permanent home of the most militant members of Kirajuntu's flock, who watched, waited, and learned new techniques for combating the undead and undoing the works of other, more foolish priests.

When the Heirs of the Reaper were slaughtered as a whole, the victims of a mob the likes of which their home world had never seen, only those who dwelt within the Vault of Souls survived to carry on their goddess' name. These were the warrior-priests, the most martial worshippers. When they realized that they were all that remained, they chose to honor their suddenly weakened goddess in the only way they knew how.

They would purify the multiverse of *all* these abominations, repair the sanctity of death and death's gods. This was no longer merely an aspect of their worship, but their single driving purpose.

Taking their name from the structure in which they dwelt, the Vault of Souls began to act.

INSIDE THE VAULT OF SOULS

Although they form a sizable organization with shared goals and methods, the members of the Vault of Souls act alone more often than not. They use the Vault as a central headquarters, a place to regroup, to gain new magics and equipment, to obtain intelligence on their enemy, and to call for reinforcements. For the most part, however, they hunt individually.

Thus, the Vault of Souls has very little formal internal structure; even the hierarchy of the priesthood of Kirajuntu has faded over the centuries. Less experienced members take orders from those with more experience, and the most experienced and most zealous member serves as the organization's leader. Other than that, the Vault doesn't much care how they behave, beyond a very few specific strictures.

Detection

The first step in eliminating the "Impure," as the Vault of Souls calls any creature that has

returned from the dead, is locating them. Through use of the tactical map on the domed window of the Chapel of Passage, the Vault can determine which worlds and planes have the greatest number of Impure, and they can track a newly returned soul to one of those worlds. This is, however, only the first step, as knowing the world of residence of an Impure is a far cry from finding it.

To date, the Vault of Souls has operated on over 30 planes, and it has at least one member who has gotten to know each and every one of those worlds. For the most part, several agents dwell on each of these worlds, living apart from each other. Some are stationary, passing as normal citizens of the realm in which they dwell, acting only when they receive orders from the Vault. Others are wanderers, scouring the world through magic and mundane investigation for any sign of undead or other Impure. It's a long, difficult, and thankless task, but with the training and the magics at their disposal (to say nothing of the unfortunate plethora of undead in many worlds) it is one that meets with frequent success.

Sanctification

Once the Impure have been located, they must be dealt with — and with the Vault of Souls, "dealt with" *always* means destroyed. The members of the organization see this as sending the wayward soul back where it belongs; this is best for both the soul and the world around it, even if the individual himself doesn't realize it. They care nothing for any arguments to the contrary. It matters not one whit *why* the soul has returned; a heroic paladin who has been *resurrected* by a grateful priesthood is no less in need of sanctification than the foulest vampire. The Vault of Souls is not made up of heartless brutes. They're not happy about the pain they must cause the friends and relatives of those who have come back, and if forced to choose between two tar-

gets, they pursue the more dangerous and obviously evil of them in order to save the lives of others. Still, when all is said and done, none of the Impure can be allowed to survive.

How, then, to go about the process of sanctification? In most cases, it's simply a search-and-destroy operation. After one of the Impure has been located, a lone agent, or on rare occasions a small group, sets out to destroy it. In some cases, this is the same agent who located the creature; she simply attacks immediately upon discovery if she feels she has a decent chance of besting the target. If not, she marks its location and either comes back better prepared, or calls for a more capable operative to finish the job for her.

As to the precise method of extermination, the Vault of Souls undertakes nearly any methods necessary. Direct combat is the most frequent option. A resurrected mortal, and many undead, die again if their heads are removed or their organs punctured. The Vault makes detailed study of all known forms of undeath, the better to destroy those immune to normal methods of dispatch. They know all the vampire's weaknesses. They know that a lich cannot be slain until its phylactery is destroyed. They know that it is often easier to exorcise a ghost by performing some task it left incomplete, though they're willing to pursue it to the Ethereal Plane and destroy it through magic and brute force if necessary.

Sometimes face-to-face conflict isn't an option. Many undead are extremely dangerous. Many people who have been resurrected hold positions of power and authority. One cannot simply walk up to a king, a high priest, or a popular hero and stick a sword in his gut.

What then? Poison. Ambush. Artificial accidents. Powerful spells cast from hundreds of yards away. Softening the target through attacks by mercenaries or hired thugs. The Vault of Souls cares nothing for honor or pro-

priety in their actions; they just want the job done, and done fast.

Remember, however, that most members of the Vault of Souls are not evil. Few of them will attack the Impure in such a way as to needlessly endanger bystanders. Lobbing a *fireball* at a priest who has been raised is a viable option when he is meditating in his chambers. Doing the same when he is leading a mass in a cathedral filled with two hundred of the faithful is not. Some few members are indeed vicious and brutal enough to attempt such a thing, but the Vault as a group does not countenance such actions, and takes disciplinary action against those who wantonly engage in them.

One Impure, One Agent

For the most part, members of the Vault of Souls work alone. This is partly because they do not wish to attract attention to their existence, and greater numbers mean more chances of discovery; and partly because they simply don't have enough members to cover all the civilized territories of all the known worlds as it is. If they operated in groups they might be able to take on tougher foes, but they'd have a much harder time *locating* said foes.

As a compromise, many lone operatives of the Vault of Souls hook up with adventuring parties. Some reveal to their companions that they are on a particular mission (though they are not permitted to reveal the details of the Vault of Souls itself), while others act like just another fortune-seeker. This is a particularly popular technique in areas with many undead, as adventuring parties always seem to run into them.

Such friendly associations inevitably break down as the adventurers reach higher levels. Sooner or later, someone in the party is going to die and be resurrected, or at the very least

the group will interact with someone who has been. Operatives of the Vault sometimes let such individuals slide for a short while if they feel they can accomplish more good, and sanctify more of the Impure, by keeping the party together. Still, the *raised* companion must eventually be dealt with. This can be hard — it's certainly not an easy thing to kill someone you've known and fought beside for months or years — but it must be done. Members of the Vault take solace in the fact that they are actually doing their friend a favor, even if he's not likely to see it that way.

Customs and Practices

The Vault of Souls focuses primarily on procedure, rather than formal rites or traditions. One of the most experienced priests of the organization holds regular services within the Chapel of Passage — dedicated to the faded glory of Kirajuntu in particular and to the sanctity of the natural order in general — but members are not required to attend. In fact, members are never *required* to return to the Vault of Souls at all, though they are encouraged to do so on a semi-regular basis in order to keep up to date on intelligence regarding the Impure in their worlds.

The Vault recruits its new members from followers of various death gods — although they eschew evil deities — and from those who have suffered or lost loved ones at the hands of undead. They question potential recruits about their own beliefs regarding the natural cycle and introduce them to the organization's dogma that *all* who return from death are a violation of the laws of the universe, and a danger to themselves and others. Only if the potential recruit expresses unwavering agreement with those beliefs is she inducted into the organization, and then informed that she will be assisting them in “sanctifying” such individuals. Any who

balk at the notion that it is necessary to eliminate those who have been *resurrected*, as well as undead, are turned away. They never learn anything more about the organization, so they cannot expose its secrets to others.

Strictures and Requirements

The laws of the Vault of Souls are few, but they are absolutely sacrosanct.

- Neither affection nor sympathy shall stay your hand from sending an Impure back to the afterlife, where the laws of reality demand it go. To postpone a sanctification for a greater good is acceptable; to hesitate for personal reasons, or to allow one of the Impure to escape indefinitely, is not.
- Few outside our ranks understand the importance of what we do. Tell none of our organization unless in vital need, and then tell them only that we hunt undead and other “abominations.”
- Your companions may attempt to *raise* you if you fall in battle. We know from our studies that the soul may choose not to return. This must be your choice, for to return to life is to become all that we most despise, and must mark you as our sworn foe.

Only if a member has blatantly betrayed the Vault of Souls, such as by allying with powerful undead, is he marked for death for his transgressions. Under most circumstances, a single minor infraction draws a reprimand, with repeat or severe infractions resulting in expulsion from the organization.

Influence and Outside Connections

As they tend to work alone on any given world, the Vault of Souls neither possesses nor requires any great amount of political or cultural influence. They boast some allies within the priesthods of various death gods

and undead-hunting adventuring groups, but this is pretty much the sum total of their friendly connections.

On the other hand, the Vault has a substantial list of enemies, and it only grows longer by the year. Any undead who learn of their existence have great reason to hate the organization. The same holds true of many priesthoods, who believe the ability to resurrect the fallen is a gift of the gods, and they take ill to those who would deem it unholy and seek to undo their miracles.

The greatest enemy of the Vault of Souls, however, is the Midnight Dawn. These two organizations, who are both fully aware of one another, come into conflict on a relatively frequent basis, as individual operatives of the Vault attempt to destroy the Midnight Dawn's reanimated soldiers.

THE SANCTIFIER

In its quest to restore the sanctity of death and eliminate the Impure who violate the natural order, the Vault of Souls has developed a set of skills and powers devoted specifically to those ends. These abilities form the basis of the sanctifier prestige class, available only to members of the

organization. The sanctifier's abilities are very narrow in focus, only truly useful against the Vault's chosen foes, but under those circumstances, the sanctifier is truly a power to behold.

Hit Die: d10.

Requirements

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

Alignment: Any non-chaotic

Base Attack Bonus: +4

Skills: Knowledge (arcana) 3 ranks, Knowledge (religion) 5 ranks.

Special: The character must be a member in good standing of the Vault of Souls. In addition, the character must meet any *one* of the following requirements:

- Use Magic Device 8 ranks.
- Ability to cast 3rd-level spells of either the Abjuration or Necromancy schools.
- Ability to channel positive or healing energy (i.e. turn undead, lay on hands, wholeness of body).
- Favored Enemy Undead, at +2 bonus or higher.

The Sanctifier

Level	BAB	Fort Save	Ref Save	Will Save	Special	—Spells per Day—			
						1	2	3	4
1st	+1	+2	+0	+2	Detect undead	1	—	—	—
2nd	+2	+3	+0	+3	Smite undead 1/day, turn undead	1	0	—	—
3rd	+3	+3	+1	+3	—	1	1	0	—
4th	+4	+4	+1	+4	Smite undead 2/day	2	1	1	0
5th	+5	+4	+1	+4	Negative energy resistance	2	1	1	1
6th	+6/+1	+5	+2	+5	Detect the impure, smite undead 3/day	2	2	1	1
7th	+7/+2	+5	+2	+5	—	3	2	2	1
8th	+8/+3	+6	+2	+6	Smite the impure or undead 4/day	3	2	2	2
9th	+9/+4	+6	+3	+6	Turn the impure	3	3	2	2
10th	+10/+5	+7	+3	+7	Smite the impure or undead 5/day	4	3	3	2

Class Skills

The sanctifier's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Heal (Wis), Knowledge (arcana) (Int), Knowledge (the planes) (Int), Knowledge (religion) (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: Sanctifiers are proficient with all simple and martial weapons, with light and medium armor, and with shields (but not tower shields).

Detect Undead (Sp): At first level, the sanctifier gains the ability to sense the presence of undead at will, as a spell-like ability. This is identical to the *detect undead* spell.

Smite Undead (Su): The sanctifier may attempt to smite undead with a normal melee attack. She adds her Charisma modifier (if positive) to her attack roll and deals 2 extra points of damage per sanctifier class level. If the sanctifier accidentally smites a creature that is not undead, the smite has no effect but it is still used up for that day. She may attempt to smite undead once per day at 2nd level, and one additional time at every even class level (4th, 6th, etc.)

Spells: Beginning at 1st level, a sanctifier gains the ability to cast a number of divine spells. To cast a spell, the sanctifier must have a Wisdom score of at least 10 + the spell's level, so a sanctifier with a Wisdom score of 10 or lower cannot cast these spells. Sanctifier bonus spells are based on Wisdom and saving throws against these spells have

a DC of 10 + spell level + the sanctifier's Wisdom modifier (if any). When a sanctifier receives 0 spells of a given level, such as 0 2nd level spells at 2nd level, the sanctifier gains only bonus spells. A sanctifier without a bonus spell for that level cannot yet cast a spell of that level. The sanctifier's spell list appears below. A sanctifier prepares and casts spells just as a cleric does.

Turn Undead: Starting at 2nd level, a sanctifier may turn undead creatures as a cleric equal to his sanctifier class level. If the sanctifier already had the ability to turn undead, his sanctifier levels stack with his previous turning class for these purposes.

Note that in most cases, sanctifiers do not use their turn undead ability unless they feel they are powerful enough to destroy the creatures outright. After all, allowing them to flee violates the precepts of the Vault of Souls.

Negative Energy Resistance: At this level, the sanctifier has developed a resistance to the harmful effects of many undead creatures. The sanctifier receives his class level as a bonus to save against any attack that causes negative levels or ability damage through negative energy. Even if such an attack normally does not allow a save, the sanctifier is permitted one — but only counting his sanctifier levels to determine the saving throw modifier, not any other class levels. For instance, a character who is a cleric 7/sanctifier 3 normally has a total Fortitude save of +8 (not counting Constitution bonus). Against an energy drain attack that does not normally allow a save, the character gains only the +3 from sanctifier levels, not the +5 from cleric levels. (He does, however, still gain the Constitution bonus.)

For such attacks that normally do not allow a save, and therefore have no DC listed,

assume the DC is 10 + 1/2 the undead's hit die + its Charisma modifier.

Detect the Impure: The sanctifier's senses become so refined that he no longer merely detects undead, but also the presence of anyone who has ever *been* dead. Thus, he detects undead, but also those who have been *raised, resurrected, reincarnated* or otherwise brought back to life.

Smite the Impure: At this level, the sanctifier may use her smite ability on any of the Impure, not merely undead.

Turn the Impure: At this level, the sanctifier may actually attempt to turn or destroy anyone who has ever come back from the dead, as though they were undead. Because they are not undead, however, they are more difficult to turn, and are considered to have the equivalent of Turn Resistance +4. Anyone who can be detected by *detect the impure* can now potentially be turned or destroyed. As with the undead, the sanctifier rarely attempts to use this power unless he feels he is powerful enough to destroy the target outright.

Sanctifier Spell List

Sanctifiers choose their spells from the following list:

1st level: *bless water, cure light wounds, detect magic, detect poison, disrupt undead, hide from undead, magic weapon, protection from evil, remove fear*

2nd level: *consecrate, cure moderate wounds, remove paralysis, shield of faith*

3rd level: *cure serious wounds, greater magic weapon, lesser restoration, negative energy protection, remove disease*

4th level: *cure critical wounds, death ward, restoration, searing light*

NEW MATERIAL

Necronium

The odd metal from which the Vault of Souls was constructed is a strange, alchemical and magical alloy called necronium. Not even the members of the Vault know who or what created it, any more than they know who built the Vault itself. They have, however, through great study and trial and error, learned to duplicate the process and create necronium.

Whenever a living creature dies while wearing or holding anything metal, that metal is exposed to a minuscule bit of energy as the escaping soul passes through it. In most cases, that energy is insufficient to alter the metal in any measurable way. In the case of an item held or worn during multiple deaths (such as a sword or breastplate passed down through the generations) or that has been exposed to negative energies for long periods of time (such as armor worn by a vampire), the metal may absorb substantial quantities of those energies.

Through use of a ritual that combines the magical and the alchemical, a craftsman may bring those energies to the surface of the metal, creating necronium. Only metals with a hardness of at least 5 can survive the process; softer metals are destroyed.

The ritual requires many magical components and alchemical substances; assume that the cost of creating any given item is equal to half the cost of the market price listed below. The craftsman or a helper must then succeed at both a Craft (alchemy) and Spellcraft check, each against a DC of 18. The ritual requires five hours, plus one hour per pound of metal.

If it successful, the metal becomes necronium, which has the following statistics.

- Innate +1 to hit and damage if made into a weapon, and to AC if made into armor. This overlaps (does not stack) with any masterwork bonus, or with any magic enhancement bonuses with which the item might be enchanted.
- Any weapon or armor of necronium requires only 75% of the normal cost in gold and experience to enchant with the *ghost touch* ability or the *bane (undead)* ability. These still add to the item's total enhancement bonuses as normal for purposes of determining how many abilities or levels of enhancement may be placed on an item.
- The *ghost touch* and *bane* abilities can be applied to *any* item made of necronium, not merely weapons and armor. Thus, rooms lined with the metal can be made invulnerable to ethereal infiltration, and cause 2d6 points of damage to any undead that touches them. (The entirety of the Vault of Souls itself is so enchanted.)

Necronium items are priced as follows:

Item	Market Price Modifier
Light armor	+2,000 gp
Medium armor	+5,000 gp
Heavy armor	+10,000 gp
Shield	+1,500 gp
Other items (including weapons) gp/lb. (750 gp minimum)	+750

THE WILD HUNT

THE MOST DANGEROUS GAME

The Wild Hunt is the smallest, and arguably the least important, of the organizations presented in Planar Factions, yet it is also the one a group of adventurers are most likely to run into. Stalkers of all manner of exotic prey, the Wild Hunt could work alongside the party if hired to hunt the same monster; serve as rivals, if the PCs seek to reach a given target before the Hunt does; or blatant enemies, should the party discover that the organization sometimes hunts, intelligent, good-aligned creatures.

ATTRIBUTES OF THE WILD HUNT

Size: Small (10–50 members)

Alignment and Purpose: N (leaning towards NE); to lead paying clients on interplanar “safaris,” hunting any sort of creature the customer desires.

Approximate Class Breakdown: Fighter 25%, Ranger 20%, Rogue 20%, Sorcerer 15%, Barbarian 10%, Druid 5%, Other 5%. Note: A large number of the Hunt’s members, at least half of them, also have levels in the Aristocrat NPC class. No member, however, is a single-classed Aristocrat.

Resources: The Wild Hunt relies almost entirely on the wealth it has collected from

paying customers and, in some cases, through secondary profits such as the sale of body parts of an exotic creature whose corpse the client has not claimed. Although the Hunt does have some connections with nobility, as many of its clients come from the upper classes, these connections are all informal and not particularly strong.

Central Headquarters: The Wild Hunt has a villa in which most members live when not actively engaged in a hunt. A rich and luxurious place surrounded by thousands of acres of wilderness, this villa is located on the Material plane world from which the organization originally hails.

Known Enemies: While most good-aligned and druidic organizations would oppose the

Wild Hunt if they knew of it, the Hunt's relatively small size and efforts toward maintaining secrecy have kept it safe from most potential enemies. They occasionally come into conflict with the Mythmakers, but this antagonism is sporadic enough that the groups only very marginally qualify as "enemies."

A GENERAL OVERVIEW

The Wild Hunt is, at its core, nothing more than a club of hunters and guides, much like thousands of such groups in existence across hundreds of worlds. They sell their services to nobles and other rich clients who wish to experience the "thrill of the hunt" without facing any actual danger, or who wish to display impressive trophies on their walls. The tradition of nobles hiring a guide to lead them to a dangerous predator, or even to kill it for them, is a common one among the upper classes of many nations.

Where the Wild Hunt differs is in the range of possibilities it offers. The organization leads its clients not just into the wild, but across the worlds. They seek any sort of creature desired, or suggest an exotic kill to those clients who have no particular target in mind. The Wild Hunt is willing to hunt *anything* if the price is right. The sentience and alignment of the creature mean nothing to the organization; they hunt unicorns as readily as simple boars, slaughter dryads with no more hesitation than they would dragons. What the client wants, the client gets — and the Wild Hunt has some truly depraved clients to its name.

A BRIEF HISTORY OF THE WILD HUNT

One of the youngest interplanar organizations, the Wild Hunt was founded barely a generation gone by. Several young aristocrats and noblemen founded the Wild Hunt as a gentleman's hunting club. At first, as with many

such endeavors, these men spent most of their time celebrating, drinking and whoring. Most of their "hunts" were simple boar or wolf kills, or the occasional running down of a fox or a bear with hounds.

Many of its members swiftly tired of the club, and the Wild Hunt would likely have dissipated as swiftly as it formed had Prince Errol, one of the group's founders, not brought in a new member. He called himself Fenris, a name he claimed to have picked up from a distant, ice-bound world; he never did offer his birth name. This Fenris was an extraordinary hunter, and possessed several items of great magic that allowed him to travel between worlds. Fenris offered to show the Wild Hunt prey that would post a *real* challenge.

Many members of the Wild Hunt died in the next few years, facing monsters they were simply unprepared to hunt. Others quit, frightened away by the potential danger. Many of the young nobles remained, however, and the group grew as they invited other adventurous types — no longer limited to nobles, though they still made up the majority of invites, but skilled hunters and adventurers as well. The Wild Hunt swiftly transformed from a thinly veiled excuse for debauchery into a real hunters' guild.

It was Prince Aubric, younger brother to Prince Errol, who realized that the Wild Hunt could become a profitable venture, even by the standards of its already wealthy members, by providing its services to other would-be hunters. They had a few false starts before they'd established rules of operation — false starts that resulted in the deaths of several clients, and required more than a bit of cover-up to make certain they weren't traced back — but by their third year, the members of the Hunt had proven themselves incredibly skilled.

Now early in their third decade of operation, the Wild Hunt has established itself as a group to be reckoned with, a band of hunters capable of guiding almost any client, no matter how inept, to nearly any kill. Some might say the Hunt was better off as a debauched but harmless club for effete nobles, considering the amount of suffering and death the Wild Hunt has wrought.

INSIDE THE WILD HUNT

The Wild Hunt is large enough to engage in its hunts, and no more. Its members don't particularly *want* the organization to grow much larger. Although they have come a long way from the spoiled nobles' social club they once were, they still prefer that all their members share a personal connection.

Nor do they particularly need large numbers of personnel. The Wild Hunt functions as guides and hunters for hire; the group is large enough now that they've never yet found themselves undermanned for any particular safari.

Officially, the Wild Hunt has a very select list of the sorts of commissions it will take on.

Guiding, Guarding and Assisting

This is, by far, the most common form of employment the Wild Hunt accepts. In this instance, a rich client — usually but not always a noble — decides that he wishes to hunt an exotic creature. Some hunt for prestige, some for a particular part of the creature that they feel will be useful or valuable. Many do it simply because they're bored and jaded with most standard forms of entertainment.

If the client has a particular creature in mind, the Wild Hunt makes certain the customer is fully aware of the hazards posed by the creature and the environment in which it is most likely to be found. They then hunt the creature in whatever fashion is most appropriate. Sometimes they snake through jungles in large

trains of hunters and porters like traditional safaris; sometimes they use divination or mundane tracking to locate the beast's lair and wait for it; and sometimes they lure the target to them. It all depends on what's most appropriate for the given quarry.

For those clients who do not have a specific prey in mind, the Hunt listens to them describe the sort of experience they're looking for, and recommends a creature they feel is appropriate. In this situation, the Wild Hunt's job is to locate the creature, trap it if necessary, protect the client if it fights back, and to finish it off if the client cannot.

Under most conditions, the client requests the carcass (or at least part of it) as a trophy; this service is included in the cost to hire the Wild Hunt. If the client doesn't want the entire kill, however, the Wild Hunt may offer him a discounted price in exchange for the remainder of the carcass, if they feel it might prove valuable.

So Long as the Fee is High Enough...

As mentioned above, the Wild Hunt will hunt *anything* if the client can afford a fee commensurate with the difficulty and danger. Sentient or animalistic, intelligent or stupid, good or evil — none of it matters. The Hunt usually draws the line at humans and civilized humanoids, simply because it has no wish to become entangled in murder investigations. If the target dwells in the wild, however, away from potential legal protection, even a humanoid may make acceptable prey.

As such, the Wild Hunt rarely has good-aligned members, since most good people balk at the notion of killing a sentient being for sport, or at killing a good-aligned being for almost any reason.

Completing the Hunt

Some clients don't want the risk of actually battling or killing the beast themselves. They wish to accompany the Wild Hunt for the excitement, and they want a trophy to hang on a wall or some other sign of prestige, but they've no interest in endangering themselves to do it. In these cases, the Wild Hunt functions almost exactly as described above, except that the client is little more than an observer. He tags along and watches — and may even decide to get in a few shots if the opportunity presents itself — but it's understood from the beginning that the members of the Wild Hunt are themselves fully responsible for not only locating but killing the quarry. The service costs more than the standard, but not substantially so.

On occasion, a client wants the Wild Hunt to locate a creature and take it alive. This, being substantially more dangerous and difficult than the norm, costs commensurately more, but the Hunt will do it if the price is right. Just as the Wild Hunt is willing to lead a client to kill any creature, they'll capture anything requested as well — and they don't care why. Nobles who want to keep a gryphon as a unique mount, a unicorn as a captive advisor, even something so deplorable as keeping a dryad or a nymph as an unwilling concubine, can all turn to the Wild Hunt.

Retrieval and Return

Finally, some clients have no interest in traveling with the Wild Hunt at all, but prefer to use the organization as a delivery service. They tell the Wild Hunt what sort of creature (or body part) they want, and the Wild Hunt delivers. This is the most expensive service, because the Wild Hunt assumes *all* the risk of the endeavor. Other than this exception, however, it is very much the same procedure as those listed above.

Once again, the Wild Hunt will accept a com-

mission for any creature, no matter what sort, if the price is right.

On a few occasions, the Mythmakers have employed the Wild Hunt to bring them a particular creature, if they themselves could not locate it. Some time back, the organization purchased several of the Mythmakers' *collapsing cages* (see below) for use in these endeavors.

Unofficial Operations

While the above examples are the only enterprises the Wild Hunt *officially* undertakes, the organization, or at least individual members, often engage in certain profitable activities on an *unofficial* level.

Although the organization tends to avoid humanoid targets, and does not accept commissions for assassination, individual members may take on such contracts on their own. These "freelancers" may make use of Wild Hunt resources and magics (for use in planar travel, for instance), but they are expected to deliver 25 percent of any income from such endeavors to the organization's leaders. This is an open secret within the Wild Hunt, with the one-quarter payment officially termed a private donation to support the group. Despite the fact that it's not formally part of the organization's activities, any members who take outside contracts without "donating" may find themselves in rather hot water.

Members of the Wild Hunt also do a brisk business in the sale of animal parts. While some clients want the entire carcass, or have their own uses for the various body parts, most simply wish the head or some other dramatic trophy. In such instances, the Wild Hunt claims the remainder of the corpse, efficiently and swiftly dividing it up into profitable portions. Horns, claws, teeth, hearts, blood, scales, eyes — so many parts of so many monsters are valuable to collectors, alchemists and

spellcasters that it's a wonder the Wild Hunt needs any other form of income at all.

While not nearly so questionable an activity as murder for hire, the Wild Hunt still prefers to let its members engage in the sale of monster parts unofficially, working as individuals. Only those who actively participated in a specific hunt may sell the parts from the quarry, and they must deliver 30 percent of the total profits to the organization before they split the remainder amongst themselves.

The Wild Hunt chooses to remain formally apart from the business of selling parts for two reasons. The first is that they do not wish to be associated with the deaths of certain creatures. Selling the scales of a black dragon or the blood of a demon is one thing; to be caught with the wing feathers of a couatl or a blink dog pelt is something entirely different. Second, the Wild Hunt does not want to risk potential clients finding out that they are selling the parts of the prey the customers themselves do not take. If more people realize how valuable these carcasses can be, they'll stop leaving anything for the Hunt to salvage.

Making Connections and Gathering Intelligence

The Wild Hunt, like several other organizations discussed presented in the *Planar Factions* series, faces a difficult hurdle. How does an organization whose existence relies on secrecy manage to find clients?

The Wild Hunt engages in several procedures that, while perhaps not as effective or efficient as the group would like, have so far proven sufficient to keep it busy. The Hunt places members, or at least paid snoops, in many hunters' guilds and noble hunting clubs across the worlds. These operatives listen for any hint that a member or patron of these establishments would be interested in the services the Wild Hunt has to offer. As soon as a likely

client appears, the informant alerts the organization, which sends an emissary to make first contact.

Sometimes the Wild Hunt takes the initiative and approaches someone — again, usually but not always a nobleman — who has a reputation for exotic hunts or similar pastimes. The group's representative must be very careful when first speaking with the potential client; it wouldn't do to give away details of the organization, or to let the wrong person know that they'll hunt *anything* for the proper fee. Still, many jaded nobles are intrigued by the proposition of hunting something so outlandish, and some of the Wild Hunt's most profitable commissions to date have come from nobles who would never have come up with the idea on their own.

Those operatives not currently engaged in a hunt, or in wooing clients, spend a substantial amount of their time in study and exploration. Although it happens rarely, the Wild Hunt has on occasion been stumped by a client's request; either they'd never heard of the monster in question, or they simply hadn't the slightest notion of how to find it. This is not only humiliating in the extreme, it costs the organization substantial amounts of money when it happens, and the group's leaders are determined that it will *not* happen again.

Operatives spend large amounts of time in libraries, reading up on all manner of beasts; in border towns, speaking with locals about creatures (or even legends thereof) that dwell in the nearby wilderness; consulting sages and retired adventurers; and so forth. Once they believe they have discovered a monster of which they hadn't previously heard, or that they've discovered the stomping grounds of one they might later be called upon to hunt, several of the more skilled members spend months or even years exploring the region. This not only ensures that they're able to skill-

fully guide others through the area at a later date, it serves as confirmation that the monsters that are *supposed* to live there actually do. (The group's leaders still fume over one incident in which a client's entire fee had to be refunded because his guides couldn't find a purple worm they had *assured* him would be in a given location.)

This need for familiarity is why most of the Wild Hunt's field operatives remain on a given world, even though the group itself is interplanar. Only the leaders, emissaries to potential clients, and its most skilled hunters, spend much of their time trekking between worlds.

Planar Travel

The Wild Hunt does not focus much of its attention on acquiring magics to allow travel between dimensions. They already possess several such items, and a few of their members are of high enough level to cast plane-shifting magics. Given that most of the organization's members remain on specific worlds, anything beyond this is unnecessary, and while the Wild Hunt certainly won't refuse to take advantage of additional transportation magics, they feel no need to go in search of them.

Customs and Practices

The Wild Hunt still clings to several lingering traits it developed as a rich man's social club. Its members learn special code phrases and even secret signs and handshakes, which they use to identify themselves. For the most part, this is pure formality, as most members know each other by face if not by name, but it occasionally comes in handy.

Beyond this, and certain ritual toasts made at Wild Hunt social gatherings, the organization has remarkably few traditions or customs. In fact, most of its members frown on any efforts by their brethren to bring religion into the organization. They certainly don't object to

operatives using divine magic — rangers and druids are vital to the success of the Wild Hunt — but they'd rather that members keep their beliefs to themselves. The Wild Hunt is a profitable and social organization; members want neither the added responsibility of religious observance, nor the risk of attracting a nature-oriented deity who might frown on their actions.

The structure of the group itself, if the term "structure" even applies, is almost nonexistent. They have no formal hierarchy. The leaders of the organization are simply those who are the most experienced. Currently, the leadership consists of the aging Prince Aubric, Fenris, and perhaps half a dozen others, two of whom were among the group's original founders.

With regard to acquiring new members, the Wild Hunt is equally informal. If any of their number hear of a hunter or adventurer — preferably one who is already of the nobility or otherwise wealthy, but this is not a requirement — who seems to display the appropriate attitude, the organization approaches the individual about joining. At this point, they claim to be nothing more than an exotic hunting club for hire, saving specific details until the prospective member has decided whether or not to join.

Strictures and Requirements

Don't share details of the organization with outsiders, don't hold back any fees the organization is due, and don't expect to be paid if you don't participate in hunts or research.

That's really about it. The organization has certain preferences for its members: It prefers highborn recruits to lowborn, and it encourages its members to socialize with one another outside the bounds of a hunt, but these are not requirements. Beyond this, the informal nature of the Wild Hunt makes codified rules

not merely unnecessary, but actually in direct opposition to the organization's mood.

Influence and Outside Connections

The Wild Hunt asks for occasional favors from previous clients, and has agents in place in many hunting clubs, but beyond that the organization neither has nor requires any particular degree of influence — at least not as a group. Individually, many of its members are wealthy or noble, and may have more than a little political pull in local circles they could (subtly) use for the organization's benefit.

The only organization with which the Wild Hunt holds regular congress is the Mythmakers. Interaction between the two groups is often hostile — each organization has accused the other, at various times, of encroaching on their territory — but they are just as likely to work *with* the Mythmakers, with one group hiring the other to locate or obtain a creature that they themselves have been unable to find.

Beyond the Mythmakers, one of the Wild Hunt's safaris ran afoul of the Twice-Born, as they were attempting to slaughter a creature the Twice-Born had just reintroduced to the wild. To date, the Twice-Born do not appear to have realized that what they saw represented a small portion of a larger group of hunters.

FENRIS THE HUNTER

Male Human Rgr16; CR 16; HD 16d8+48; hp 131; Init +6; Spd 30; AC 21 (+5 Dex, +6 armor), touch 15, flat-footed 16; BAB/Grapple: +16/+18; Atk +1 *longsword* +19 melee (1d8+3) or +3 *keen composite longbow* (+2 Str) of wounding +25 ranged (1d8+5, 19–20); Full Attack: +1 *longsword* +17/+12/+7/+2 melee (1d8+3) and +1 *sickle* +17/+12/+7 melee (1d6+2), or +3 *keen composite longbow* (+2 Str) of wounding +25/+20/+15/+5 ranged (1d8+5, 19–20); SA:

Favored enemies; SQ: Two-weapon combat style, woodland stride, swift tracker, evasion, camouflage; AL NE; SV Fort +16, Ref +19, Will +11; Str 14, Dex 22, Con 16, Int 13, Wis 17, Cha 13.

Skills and Feats: Climb +12, Concentration +13, Handle Animal +6, Heal +17, Hide +24, Jump +12, Knowledge (nature) +16, Knowledge (the planes) +9, Listen +13, Move Silently +28, Profession (herbalist) +9, Ride +14, Search +11, Spot +13, Survival +23 (+25 in aboveground natural environment or when following tracks); Dodge, Endurance*, Far Shot, Mobility, Point Blank Shot, Precise Shot, Rapid Shot, Two-Weapon Fighting*, Improved Two-Weapon Fighting*, Greater Two-Weapon Fighting*, Shot on the Run, Track*. (*Class ability.)

Possessions: Seeker (+3 *keen composite longbow* [+2 Str] of wounding), +1 *longsword*, +1 *sickle*, +3 *studded leather armor of silent moves*, *gloves of dexterity* (+2), *cloak of resistance* (+3), *ring of freedom of movement*, *ring of sustenance*.

Favored Enemies: Animal +4, Magical Beast +4, Monstrous Humanoid +2, Human +4.

Spells Prepared (Rgr 3/3/2/1): 1st — *call of the wild**, *entangle*, *speak with animals*; 2nd — *barkskin*, *cure light wounds*, *protection from energy*; 3rd — *command plants*, *neutralize poison*; 4th — *cure serious wounds*.

Appearance: Sometimes called the Old Wolf, Fenris is clearly not a young man any longer. He shows his age in the iron-gray hue of his long hair and the deep lines on his weather-worn, almost leathery face. He is still remarkably fit, however — the attributes above take the middle-age penalties into account — and his eyes are sharp and keen as ever. He is beardless, though his face is often covered in coarse stubble. His leathers, boots, and cloak are all a dull black, the better to blend in with a dark environment. He is of average height,

though his lean build, especially remarkable on a man his age, makes him appear taller.

Overview: Fenris, who has never revealed to anyone in the Wild Hunt his birth name, has been a part of the organization since its days as an ineffectual nobleman's hunting club, little more than a façade for various drunken and debauched entertainments. In his earlier days, Fenris attempted to make a name for himself as a hunter of exotic creatures. Although highly skilled, he lacked the connections and influence to establish a true reputation. When Prince Errol met him in a hunters' guild and invited him to the Wild Hunt, Fenris saw the opportunity he needed to establish himself among the upper crust.

Fenris remains an active member of the Wild Hunt to this day, and epitomizes the merciless and mercenary attitude of the organization. The man is completely lacking in anything resembling remorse or mercy. Every decision he makes is viewed solely through the lens of what will most benefit him (and, to a far lesser extent, the organization). This doesn't mean Fenris betrays people at the drop of a hat. He's smart enough to take the long view of things, and he has developed a genuine fondness for some of his brethren. Still, he'll take any job, hunt and kill anyone or anything, so long as the price is right. Once Fenris is on a creature's trail, it's only a matter of time before it's captured or dead, and more than one member of the Wild Hunt has remarked that they've seen programmed constructs less single-minded than the Old Wolf on a hunt.

NEW SPELL

Call of the Wild

Enchantment (Compulsion) [Mind-Affecting]

Level: Drd 1, Rgr 1

Component: V

Casting Time: 1 round

Range: Long (400 ft. + 40 ft./level)

Target: Creature or creatures identified

Duration: Instantaneous, but see below

Saving Throw: Will negates

Spell Resistance: Yes

The caster identifies a specific type of creature — which must be either an animal, magical beast, plant or vermin — and then utters a cry designed to attract it. Any creatures of that species within range of the spell must succeed at a Will save or head toward the caster by the most direct route, and at their fastest movement rate. One creature responds per five caster levels. The creatures are not in any way under the caster's control, and indeed may prove hostile when they arrive. Although the spell takes effect immediately, it requires several rounds (or minutes, or even longer) for the subjects to arrive, based on distance. If no creatures of the type indicated are within the spell range, or if the creatures are physically incapable of approaching the caster (perhaps due to some impassable obstacle), the spell fails.

The caster must be at least moderately familiar with the creature — either having seen one himself, or studied them — for the spell to function.