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Secrets & Societies



A SOURCEBOOK FOR 3RD EDITION FANTASY ROLEPLAYING

SCARRED
LANDS

Secrets & Societies

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Introduction

As a place of legend and history, Ghelspad has its share of secret societies, guilds, and organizations. *Secrets and Societies* exposes the mysteries of many of these groups, providing both Game Masters (GMs) and players with extensive information and campaign ideas. Although they are geared toward a Ghelspad-based campaign, the groups in this book can be easily transplanted into other campaigns, with only a minimum of tweaking.

Here you will learn the violent history of the Legion of Crimson and the origins of the Scaled, see inside the ranks of the infamous Black Dragoons, and discover that not all lycanthropes are evil. Here, too, are new spells and non-player characters (NPCs) to enhance your campaign, as well as information that will help flesh out old characters or create new ones.

Although this is primarily a setting book, you'll find a number of "crunchy bits" in the form of NPCs, new feats, new spells and a handful of prestige classes. Feel free to use or adapt these to your own campaign, or ignore them entirely if they prove inconvenient. Players who wish to take advantage of the feats, prestige classes and spells listed herein should obtain their GM's permission and guidance before doing so. Spells and magic items from Sword and Sorcery Studios' *Relics and Rituals* book are marked with asterisks.

Scarred Lands aficionados will note that several of the NPCs listed here — Barconius the paladin, Galdor the Deathless, Talina Som the Whisper of Belsameth, and others — originally appeared in other publications. They are included here for convenience, with shorter entries and less detail. These characters are noted along with the publication in which they originally appeared — but the greater amount of space is dedicated to brand new characters who appear in this book for the first time.

Here, then, are Ghelspad's secrets and societies — a collection of guilds, clubs, cults, and cabals that can serve players as either foes or allies, and whose presence should enhance and improve your gaming opportunities. Read and enjoy — they are yours to use and abuse as you see fit.

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Accursed

Number of Members: Fluctuates constantly, but at last count there were 117

Alignment: Any non-evil, but mostly neutral good

Regions of Influence: Hornsaw Forest

Primary Activities: Opposition of Belsameth and other evils, protection of good and neutral lycanthropes.

Description

The Accursed are a group of good and neutral lycanthropes who oppose Belsameth whenever they can. None, of course, chose lycanthropy willingly, but each has his own reasons for remaining a lycanthrope rather than seeking the aid of Tanil's priests. Most are highly adept at controlling their lycanthropy and are devoted to using their lycanthropic rage and strength to battle evil.

Composed largely of natural lycanthropes, especially werebears and wereboars (weretigers being quite rare in Ghelspad's climate), the Accursed also include recently afflicted lycanthropes still struggling to control the beast within, as well as a few shining examples of werebeasts capable of mastering their lycanthropy completely (see sidebar). Together, they seek out new lycanthropes from all over Ghelspad and do whatever they can to bring them back to the Hornsaw for strict training in self-control. Through their efforts, many who would have otherwise been lost to Belsameth's hoards are either healed of lycanthropy altogether or taught to control and use their lycanthropic powers.

Although the group focuses mainly on saving lycanthropes from the savagery engendered by their affliction, it does engage in many other activities, such as protecting naturally good and neutral lycanthropes from the ignorance and hatred of others. Many, especially among Tanil's less educated followers, hate all lycanthropes and destroy them on principle, without asking questions. In some cases, this practice has saved whole villages from rampaging werewolves, but in the case of lawful good werebear families or neutral wereboars just minding their own business, it is obviously cruel and wrong. The Accursed fight against such actions where they can, striving as peacefully as possible to spread education about non-evil werecreatures.

Perhaps the most common activity among the Accursed involves direct battle against the forces of evil. Most of the Accursed worship Madriel and hate Belsameth passionately. Many will jump at any opportunity to do battle against Belsameth's evil werebeasts, wishing not only to protect the world from harm and evil, but also to prove themselves as

good and heroic creatures in spite of their lycanthropic curse and to free the tortured souls of all the unwillingly evil werebeasts that they could not save. The Accursed hold a similar desire to free the undead and allow those souls to rest once more. Many of them know what being mindlessly, powerlessly evil means, and they feel compelled to liberate others from such bonds.

While the Accursed would prefer to put most of their effort toward helping and protecting other non-evil werecreatures, the sad fact is that they are far too few to help most werebeasts. Most of the people who contract lycanthropy have already lost the battle with their inner beast by the time the Accursed hear of them. The Accursed hope and pray that some day they will be numerous enough to stay ahead of Belsameth's evil, but for now they content themselves with the destruction of those werecreatures beyond other aid. When possible, they try to cure lycanthropy with spells instead of killing the beasts.

For all their efforts, however, most of Ghelspad has never heard of the Accursed, and many more believe the "City of Werebeasts" to be a dark fable for frightening children. The Accursed are not well received anywhere on the continent. Those few places friendly to werecreatures are certainly not friendly to good, kind, Madriel-worshipping werecreatures, and everywhere else the Accursed are forced to hide their true natures to avoid persecution. They educate wherever and whenever they can, but the work is slow and often dangerous.

Organization

The Accursed are led in battle by a small elected council and their chosen captains. The council consists of one lycanthrope of each of the four types native to Ghelspad, as well as an elected chieftain. The council's duties do not really extend outside the realm of battle and defense, however. All other matters are decided on an almost purely democratic basis, with the council members receiving ten votes each, instead of one. All council members must be perfect masters of their lycanthropy (see sidebar for details on the Master Lycanthropy feat) and may not be evil in alignment. Members are elected yearly, but with no term limitations.

In order to be considered a voting member of the Accursed, a person must be a lycanthrope and succeed for three successive full moons to suppress all shapeshifting, thereby proving her control of the beast. Typically, up to sixty people live in the Accursed fortress that are not members. Most of these people are lycanthropes not yet sufficiently skilled at self-control to be admitted, but a few are non-lycanthropic family and friends of members.



History

The Accursed fortress was founded by an astounding pair of twin sisters, Linna and Wynna. The two girls were orphaned at the age of ten in the middle of the Hornsaw Forest during the Divine War and managed to survive alone for nearly seven years. Late in their sixteenth year, Wynna contracted lycanthropy from a rampaging werewolf. In spite of everything, Linna refused to abandon her, and both sisters refused to give up hope. They began a quest to cure Wynna, but after being stoned out of the first three towns they encountered, they decided they must learn to deal with Wynna's curse on their own.

Wynna tried to learn to control her transformations, but even with Linna's aid she was not always able to halt the change, and several times Linna nearly died for her loyalty. Wynna, however, resisted the temptation to give into her lycanthropy and accept the chaotic evil alignment of werewolves. The girls established a trying and dangerous monthly routine that kept them both alive and out of mischief long enough for the pair to encounter a small family of werebears.

The good and wise werebears took pity on the twins and helped them in two important ways. First, they made Linna into a werebear, so that when Wynna failed to halt a transformation, Linna would always have the strength to withstand and control her sister's attacks. Next, they worked with both sisters so that, over time, both women became fairly adept at resisting the transformation whenever they

wished. To the werebears' surprise, after years of study, both sisters managed a type of control previously thought impossible in lycanthropes not born to the condition. Both Linna and Wynna learned to manage their lycanthropy every bit as completely as the natural werebears.

Content once more with their lives, the two women, now nearly 30 years old, went back to their childhood home in the increasingly strange and dangerous Hornsaw Forest. Up to this point, Wynna had never once voluntarily assumed her chaotic evil werewolf shape, and now that she had achieved perfect control, she was just like any other woman. Linna, on the other hand, assumed the shape of a great bear whenever the dangers of the forest became too much for two human women on their own. One day, however, the twins happened upon a danger too great even for a skilled fighter and a bear, and both sisters were on the verge of death. At that point, a miraculous event occurred.

Wynna suddenly knew beyond all doubt that she had achieved a kind of mastery over her condition that none had ever before conceived. In the extremity of her need, Wynna realized that the beast inside her was no longer Belsameth's creature of evil and destruction but was merely a part of herself — as Linna's bear was a part of Linna. In a rush of strength, Wynna transformed for the first time ever into a neutral good hybrid of human and wolf. The added power and toughness of her magical form enabled Wynna to survive long enough to defeat their foes.

Yet even with Wynna's new powers, the twins decided that the Hornsaw was no longer the place for two lone women to grow old together. Regretfully, they moved south and settled in a small village on the edge of what is now the Heteronomy of Virduk. Though suspicious at first, as everyone was in the first decades after the war, the townspeople grew to love the twins, and Linna even married. The twins' adventures had yet to come to an end, however.

When Linna and Wynna were 44 years of age, a disciplined detachment of wererats came through the area and began systematically to loot the village and kill its people. Revealing their true natures for the first time, Wynna and Linna helped the town defend itself, and the wererats were defeated. In the course of the fighting, though, nearly half of the surviving villagers were infected with the wererat curse.

Wynna and Linna felt as if they had found their true calling in life. They taught the Accursed villagers the same control they themselves had learned over the years, and their methods were so effective that only six out of more than twenty people succumbed to the forces of evil. Thus the society of the Accursed was born. Persecution from surrounding villages quickly drove the group back into the Hornsaw, but with the safety of numbers (and lycanthropic powers), they managed to carve out a new village for themselves.

Since the twins' death within a week of each other in the year 78 AV, the Accursed have continued to prosper. In 85 AV, they finished work on the small fortress that keeps them safe from strange beasts and the occasional small undead army from Glived-Autel. In 97 AV, the Accursed began the practice of sending a few of their strongest members into the world to seek out all manner of werereatures and to defeat Belsameth's evil by whatever means necessary. In addition, word of the Accursed has spread, and werereatures of all types have joined them, either to offer help in the cause (in the case of werbears and wereboars) or to beg for aid in self-control (in the case of werewolves and wererats).

The current population of the Accursed fortress, including non-Accursed residents, is well over 160, which is about four times the number that began the society over a century ago.

Locations

No Accursed has ever revealed the exact location of the Accursed fortress, but it is thought to lie somewhere in the southern part of the Hornsaw Forest. Of the very few that have dared to seek it out, none have returned, presumably due to the dangers of the forest and not to the Accursed themselves.

Members

For typical werbear and wereboar members, see MM, p. 220. A typical werewolf member follows.

Aima: Until two years ago, Aima was a warrior priestess from the Bridged City, adventuring in Madriel's name and traveling the length and breadth of Ghelspad to battle evil wherever she found it. While rescuing a young father and his two children from a werewolf attack one winter, Aima was bitten, and she transformed into a ravening monster on the next full moon. None could withstand her bestial rage, and she killed three people before morning returned her to herself.

In a near frenzy of guilt and self-loathing, Aima undertook a dangerous quest into the Sorporatra Swamp that she hoped would end her life. It very well might have, if she had not encountered one of the Accursed along the way, a wererat named Kreg. Aima took a while to believe that Kreg was really all that he claimed to be, but once convinced, she agreed to accompany him back to the Accursed fortress for training.

Now, two years later, Aima still devotes herself to the battle against evil and trains daily so that she may eventually use the beast inside herself for good.

Aima, Werewolf of the Accursed, female human shapeshifter, Ftr3/Clr5 (Madriel): CR 10; Size M (6 ft. 2 in. tall in human shape); HD 3d10+5d8 (+16 wolf or hybrid); hp 42 (58 wolf or hybrid); Init +0 human, +6 wolf or hybrid (+2 Dex, Improved Initiative); Spd 20 ft. human, 50 ft. wolf or hybrid; AC 19 human (+2 natural, +5 armor, +2 shield), 16 wolf or hybrid (+2 Dex, +4 natural); Atk +9/+4 melee (+1 mace) or +6/+1 ranged human, +3 melee (1d6+3, bite) wolf or hybrid; SA spells, trip (wolf or hybrid), curse of lycanthropy (wolf or hybrid); SQ turn undead, wolf empathy, scent (wolf or hybrid), DR 15/silver (wolf or hybrid); AL NG (human) or CE (wolf or hybrid); SV Fort +10 (+12 wolf or hybrid), Ref +2 (+4 wolf or hybrid), Will +8; Str 14 (16 wolf or hybrid), Dex 10 (14 wolf or hybrid), Con 10 (14 wolf or hybrid), Int 12, Wis 14, Cha 15.

Skills: Control Shape +6, Craft (woodcarving) +5, Escape Artist +2, Gather Information +6, Knowledge (arcana) +8, Listen +8, Ride +7, Scry +9, Search +6, Spot +8, Swim +6. As a wolf or hybrid, Aima gains the following skill bonuses in addition to the previous list: Hide +3, Listen +4 (+12 total), Move Silently +4, Search +4 (+10 total), Spot +4 (+12 total), Wilderness Lore +1 (or +4, see MM, p. 204).

Feats: Alertness, Cleave, Combat Reflexes, Power Attack, Sunder, Weapon Focus (mace). As wolf or hybrid, Aima also gains Blind-Fight, Improved Initiative, and Weapon Finesse (bite).

Possessions: Chainmail, large steel shield, heavy crossbow, heavy bolts (x15), +1 mace, *potion of cure light wounds*, *wand of shocking grasp* (22 charges).

Cleric Domains: Healing, Sun.

Cleric Spells Per Day: 5/4+1/3+1/1+1.

Leaders

Ored

Class/Level: Cleric (Madriel) 15

Sex/Race: Male Human Shapeshifter (werebear)

Height/Weight: 6 ft. 8 in./310 lbs. human; 11 ft. 9 in./1821 lbs. bear

Challenge Rating: 17

Hit Dice: 15d8+60 (+120 as bear)

Hit Points: 138 (198 as bear)

Initiative: +1 (Dex) as human; +2 (Dex) as bear

Speed: 30 ft.; 40 ft. as bear

Armor Class: 17 (+1 Dex, +2 natural, +4 shield) as human; 18 (-1 size, +2 Dex, +7 natural) as bear

Attacks: +15/+10/+5 melee (+1 morningstar) or +13/+8/+3 ranged (masterwork sling) human; +11 melee (2 claws) and +9 melee (bite) as bear

Damage: 1d8+4 morningstar, 1d4 sling as human; 1d8+11 claws, 2d8+5 bite as bear

Special Attacks: Spells; curse of lycanthropy, Improved Grab as bear

Special Qualities: Turn or rebuke undead, bear empathy; damage reduction 15/silver, scent as bear

Alignment: Neutral good

Saves: Fort +15 (+19 as bear), Ref +6 (+7 as bear), Will +15

Abilities: Str 16 (32 as bear), Dex 12 (14 as bear), Con 18 (26 as bear), Int 14, Wis 18, Cha 14

Skills: Concentration +6, Craft (leatherworking) +17, Diplomacy +14, Heal +15, Knowledge (arcana) +5, Knowledge (lycanthropy) +9, Knowledge (religion: Madriel) +14, Listen +15, Profession (tanner) +5, Scry +4, Search +6, Spot +14, Swim +3.

As a bear, Ored gains the following additional skill bonuses: +4 Listen (+19 total), +4 Search (+10 total), +4 Spot (+18 total), and +14 Swim (+17 total).

Feats: Alertness, Cleave, Combat Casting, Control Shape, Endurance, Great Cleave, Master Lycanthropy, Power Attack. As a bear, Ored also gains Blind-Fight, Multiattack, and Power Attack.

Possessions: +1 morningstar, masterwork sling, sling stones (x11), sling bullets (x24), masterwork dagger, +2 large steel shield of arrow deflection, medallion of thoughts, divine scroll (magic stone x3), staff of healing (29 charges).

Cleric Domains: Good, Healing.

Cleric Spells Per Day: 6+1/6+1/6+1/5+1/4+1/3+1/2+1/1+1

hearted to retaliate beyond self-defense, Ored's parents chose instead to retreat into the Accursed fortress. Once there, Ored wasted no time in learning everything he could about lycanthropy. The blind fear and hatred in the eyes of the peasant-mob as they brandished their torches had wounded Ored to the core, and he became almost obsessed in his quest to understand why lycanthropes were so hated and feared.

In the course of his study, Ored converted to the worship of Madriel and decided



Background

A natural lycanthrope, Ored has been a member of the Accursed for most of his life. His werebear parents joined the group during his early childhood, after their home was burned to the ground by a lycanthrope-hating mob. Too generous and good-

to devote his life to her priesthood. Like most of the Accursed, he respected Madriel's direct opposition to Belsameth, whom he felt was at least indirectly responsible for most of the anti-lycanthrope feeling in the world. Though Ored's lawful good parents at first objected to his minor shift in alignment, they have come to respect his choices. Like most werereatures, they cannot make the sorts of alignment shifts that people experience in the course of a normal lifetime. They have a hard time understanding how Ored could be different, but they can see what a mighty force for good he has become, and what parent could not help but be proud?

No one was surprised when Ored was voted onto the council, and he has proven himself to be an excellent leader. His gift for compassion has led to tolerance and even understanding in several of the closer villages, vastly improving the economy and standard of living for the inhabitants of the fortress. Add to this the fact that he appears to be unbeatable on the battlefield and that he and his family are very well loved and respected in the community, and it is easy to see that Ored is one of the best and most influential leaders that the Accursed have ever known.

Roleplaying

Ored has always been a hero. Bigger and stronger than most everyone he meets, he has never used his physical prowess for anything but good, and he rushes to the aid of all in need — not from a sense of duty or chivalry, but simply from an amazing reserve of compassion and an utter inability to allow others to suffer if he can help it. In spite of the way he and his parents were treated by the outside world, Ored seems truly to love everyone he meets, and his generosity is almost boundless (a source of minor contention in Ored's otherwise deliriously happy marriage).

Combat

In combat, Ored is very intimidating. He never tries to be, but a huge red-bearded man with weapons can hardly help it, and when he transforms into a twelve-foot tall red-furred bear . . . well, even the bravest of Belsameth's minions tend to have second thoughts. Ored likes to be in the thick of things, mostly because he cannot stand to see his companions in danger, and he prefers to draw his enemies' attacks to himself.

Now that he is an important leader (as well as a father of three), Ored has on occasion been persuaded to support his people with spells from a safer standpoint, but despite his known fondness for slinging *magic stones* at evil of all sorts, he always feels guilty if he avoids the heart of the fray. Indeed, spells and sling notwithstanding, Ored is most useful to the forces of good when surrounded by evil on all sides. Legend has it that he once killed 10 zombies with one blow. Knowing Ored, this might not be exaggeration.

Control Shape

Though only natural lycanthropes are born with the Control Shape feat (see MM, p. 218), any lycanthrope in the Scarred Lands can have access to it, with the following prerequisites: 8 or more ranks in the Control Shape skill; Will save bonus of +5 or higher.

In addition, all Scarred Lands lycanthropes have access to the Master Lycanthropy feat, outlined below.

New feat:

Master Lycanthropy [lycanthropes only]

You are the perfect master of your shapeshifting capabilities.

Prerequisites: Control Shape feat, Will save bonus of +6.

Benefit: Lycanthropy no longer has any effect whatsoever on your alignment. You retain your own alignment no matter which form you take, even if you voluntarily choose to assume animal or hybrid form. In addition, you gain control over your power to infect others with lycanthropy, so that your lycanthropy is no longer contagious except when you consciously choose to infect someone. The alignment of the infecting character does not affect the alignment of the newly infected werereature, however. For example, if a woman were infected with lycanthropy by a lawful good werewolf, she would still become chaotic evil when she transformed until she in turn gained the Master Lycanthropy feat.

Normal: A lycanthrope who voluntarily assumes an animal or hybrid form automatically and permanently takes on the alignment of that form: LG for werebears, N for wereboars and weretigers, LE for wererats, and CE for werewolves. Also, lycanthropy normally has a chance of contagion every time a character is bitten by a lycanthrope in animal or hybrid form, or even merely hit by the piercing or slashing weapons of wererats in hybrid form. The lycanthrope cannot control this contagion.

Black Dragoons

Number of Members: 666

Alignment: Usually lawful evil, though occasional neutral evil or even lawful neutral members exist, provided they still worship Chardun

Regions of Influence: Lageni, Durrover, Irontooth Pass, Calastian battlefronts

Primary Activities: Military action in the name of Archduke Traviak

Your Lordship,

In service to you and the Archduchy, we have secured another region of western Durrover. You are undoubtedly familiar, even if only through reports, with the village of Oaktree, which would be most insignificant if not for its harboring of Durrover resistance. I trust you will be pleased to learn that Oaktree is no more. Undoubtedly this comes as little shock to you, as you did dispatch the Black Dragoons to our aid. I suspect you may need to quell the complaints of courtiers in Calastia, however, for the news is grim.

Fieldmarshal Brizac arrived with two dragoon companies, approximately 250 heavy horse in all. He directed scouts to enact a most cruel plan during the course of the night. After dark they wet the grounds beyond Oaktree with gallons of oil. At dawn we assaulted the village from the west, and as the fieldmarshal predicted, many of them attempted to flee to the east. A single volley of flaming bolts from the Black Dragoons set the fields alight in a terrible blaze, cutting off any retreat for the people of Oaktree.

Fighting proceeded house by house as the resistance tried to make use of the structures as fortification. I suspect that our casualties were higher than necessary, as the enemy could not retreat and was forced to fight for their lives. Brizac seemed, frankly, unconcerned, and the dragoons ordered us to kill all of the men in the village even once they had surrendered. I fear the treatment of the women of Oaktree was less than honorable.

As ever, your Lordship, I remain in your service, but I cannot with good conscience allow the troops in my command to participate in such actions.

Signed,

Captain Sewol, 2nd Infantry

Your Lordship,

I have included the letter of Captain Sewol, which was meant for you, but which was intercepted by concerned parties who felt it might endanger my position with your Lordship. As ever, I remain loyal to Lageni, and I am confident in your trust in my command. Captain Sewol has been replaced by his second in command, for he has joined the miscreants of Oaktree to have his bones picked clean by the vultures of Durrover. As for the fate of the women of Oaktree, where does the good captain think that the next generation of Durrover will come from if their men will not submit to your rule?

I trust that all goes well in Durm. I have word from the three companies I left there that you have given them rotating permission for one at a time to continue drilling. Once I return with Red and White companies, I will personally see that we double your guard. We cannot be too careful with the protection of your person in these times. The Vigils have put a price on your head, and I hazard that our victory today has but raised it. Please send news of Burok Torn — I would prepare to accompany you to Irontooth Pass, your Lordship.

Eternally,

Fieldmarshal Brizac

Description

All of the soldiers who serve the Steel-Fisted Duke Traviak are renowned for their cruel and vicious campaigns, especially into beleaguered Durrover. Probably no troops are more hated and feared, however, than the corps known as the Black Dragoons. These elite cavalry soldiers serve as the Archduke's personal guard and his favored cadre of terror. Rare is the unit whose morale does not shatter when faced with a sky lit by the fiery death of a dragoon assault as the ground is shaken by the thunderous tremor of the dragoons' charge. More than once a general opposing the Calastian armies has found himself fighting without troops who simply fled at the mention of the Black Dragoons.

In Lageni, where the duke's word is law, the Black Dragoons are respected and feared by the populace. Commoners praise the dragoons for helping to root out the fearsome titanspawn who once plagued the countryside, but whisper in terror of their savage excesses. While the disciplined nature of the dragoons prevents widespread violence and debauchery, at least in Lageni, it is not unknown for those who anger a dragoon to be brutally slain in public with no recourse, legal or otherwise. Nor is it unheard of for poor maidens who catch the eye of a lustful dragoon to find themselves unable to refuse his attentions. In a land ruled by the strong, such is the price paid by the meek — at least in the eyes of the powers that be.

Stalwart foes of the Steel Duke such as those found in the Veshian Vigils grudgingly admit the skill of the Black Dragoons, but declare that their unfaltering evil truly terrifies their victims. Conquered villagers in Durrover tell horror stories of rape and torture, while Irontooth Pass veterans speak of being nearly choked to death by efforts to suffocate them out of hidden tunnels using smoke and fire. The dragoons habitually round up prisoners whom they force-march back to Lageni for sacrifice to Chardun or sentencing to slave labor for the nobility. When faced with the near-inhuman brutality of the Black Dragoons and the superstitious fears that their draconic armor and insignia inspire, few are not terrified . . . and even fewer wish to stand against the duke's foulest troops.

Organization

Black Dragoons are heavily armored, with full plate and metal buckler shields, while their heavy warhorses are armored in full plate barding with military saddles. The majority of the dragoons are armed with longswords and the signature *dragoon crossbow*. Most dragoons carry at least one secondary weapon on their horse, though this weapon is left to personal preference. Some officers forego the *dragoon crossbow* in order to use poisoned crossbow bolts, while Captain Kosse replaces the longsword with the traditional war scepter of Chardun, reflecting his priestly duties.

Black Dragoon Characters

The Black Dragoons are the personal fighting force of Duke Traviak and the heroes — some might say anti-heroes — of Lageni, but they are also unholy warriors of Chardun. While most of them have not yet reached the true dark knight status that they seek, each of the dragoons is firmly set upon that path. In game terms, this means that higher level members of the Black Dragoons are of the blackguard prestige class, and indeed some might say they personify the class. Knowledgeable GMs will recall that any class can become a blackguard with the appropriate advances, but crafty Game Masters should note that certain classes have an easier time achieving the necessary skills and feats. Keeping this fact firmly in mind is a good idea when designing high level Black Dragoons, if only to ensure that the NPC works properly in a roleplaying sense as well as in terms of sheer number-crunching. The GM should not forget that fallen paladins of significant level get a boost because they can trade in paladin levels for blackguard levels. A number of the most powerful dragoon officers are described later, but GMs can always create their own villainous leaders to supplement wings of the black knights.

Lower level members of the Black Dragoons, who are already elite beyond the ken of most of their peers in the Lageni army, will have skills and feats that indicate they are well on their way to earning the unholy approval of the Great General Chardun. Game Masters who are creating their own dragoons should keep this in mind when designing NPCs or if they decide to let players join the dragoons. Cleave and Sunder are necessary feats for one to become a blackguard, which of course means that Power Attack is also necessary (as a prerequisite). Thus, lesser dragoons tend to be individuals who possess these feats or who are currently learning them. A base attack bonus of +6 is also required, meaning that warrior-type individuals will rise faster in ranks, which fits an elite fighting force conceptually anyway.

The other two requirements are trickier: 5 ranks in Hide and 2 ranks in Knowledge (religion). Rogues and clerics, or those who multi-class as such, often make good candidates for this reason. Warriors can, of course, buy such skills as cross-class skills, but note that at 6th level, a character is limited to 4 1/2 ranks in a cross-class skill. Whatever path the candidate takes to earn the necessary skills and feats, the last requirement is happily granted by the Steel-Fisted Duke — contracting the taint of true evil.

When in battle, the dragons usually charge an enemy force while firing barrages of flaming crossbow bolts and then engage in brutal close combat. During a few battles, the fieldmarshal has commanded that they utilize heavy lances, but generally only wings assigned to accompany the duke personally or to charge especially important positions do so. As the personal force of Duke Traviak, the dragons accompany him on foot when necessary, whether in Castle Durm or in the Calastian court.

The Black Dragons are divided into five companies. Each company is composed of ten "wings" of twelve cavalry soldiers each. A lieutenant answering to a captain commands each wing. A captain answering directly to the fieldmarshal leads each company. The Black Dragons thus number 600 elite soldiers, plus 60 lieutenants, five captains, and Fieldmarshal Brizac when at full strength. Not one of the dragons is female, as Brizac continues to preach that women should stay at home to watch the "clutch." Oppressive Calastian society supports his stance, but Queen Geleeda has spurned the fieldmarshal more than once when the chance to do so in court presented itself.

Fieldmarshal Brizac studied pre-Divine War dragon legends while organizing the Black Dragons and such research shows in their divisions and insignia. The dragons use a modified version of Duke Traviak's coat of arms: i.e. the arms of Lageni. Instead of the silver circle of Belsameth normally shown in the lower left hand quarter, the dragons' coat of arms bears a dragon. The prestigious first company is

known as the Black Company, and the quarter field around the dragon is shown in black. The dragon symbol is respectively black, red, blue, green, white, gold, silver, bronze, copper, and brass for each of the ten wings in a company. The second company uses a red field with ten different dragons, the third company uses a blue field, the fourth company a green field, and the fifth company uses a white field. When the background field is the same for a company and a wing, the dragon is a black outline on the colored field. Scholars note that the different color dragons are detailed differently and wonder about some of the tomes that might rest in the dragons' Lair or the Steel-Fisted Duke's library.

At all times, at least one company of the Black Dragons stays with Duke Traviak, wherever he is. Generally, all five companies are in attendance, but sometimes Fieldmarshal Brizac or one of his captains leads one or more of the companies on campaign. The Black Company is almost always assigned to defend the duke, and this means they are generally held in the highest regard. The company captain, Ghunet, is the eldest son of the duke's chamberlain, and it is commonly believed that Traviak feels more comfortable leaving Chamberlain Labynt in command of Castle Durm during campaigns when the old man's favorite son rides within arm's reach.

Some dragons whisper that Brizac now favors the Red Company because they have the most field experience. The Duke, however, is said to have expressed vague dislike for the resemblance of the first wing of the Red Company's quarter field arms to



the Calastian arms. Some wonder if that is why they are most often sent on campaign. Regardless, every dragoon knows that the duke does not question Brizac's loyalty — not only *would* the fieldmarshal die for Traviak, he already *has* once. Despite the veteran status of the Red Company, their captain, Fearak, is a recent promotion, given that the previous company captain perished in action against Durrover and the lost captain's body was beyond Kosse's ability to raise from the dead. Yet Fearak is said to be the sharpest shot in the dragoons, and his accuracy with a cross-bow, even at full gallop, is simply amazing to witness.

Captain Kosse leads the White Company, wearing a snowy robe over his dragon armor, and his soldiers are known as the most fanatical of the dragoons in their service to Chardun. The Green Company is a solid group, whose captain, Ralep, reputedly was a common visitor from Lageni during Duke Traviak's period of childhood confinement in Calastia. Green Company attracts those dragoons with a fell ranger background, and thus they are the most like to serve as scouts if the dragoons are left without light skirmisher backing. Blue Company is rarely up to full strength — the other companies generally fill their ranks from those of the Blues, and thus the company serves as a proving ground for the unit's newest members. The captain, known simply as "Drake," tells fantastic tall-tales about being descended from dragons, and dragoons eventually transferred to other companies almost seem convinced.

In battle, the Black Dragoons often assume roles of leadership within whatever force they are assigned. Duke Traviak himself is one of Calastia's top three generals and often leads Calastian forces in battle. Typically, skeletal and zombie undead, often created by Captain Kosse, will be sent to harass enemy troops while attached archer units and the dragoons rain down missile fire. Then, as allied infantry advance, the dragoons will either lead the charge or circle left or right to flank the foe. Usually, their opening salvos create terror within enemy ranks, and the dragoons are quick to follow this up with devastating assaults that break and scatter their foes. On occasion, the unholy minions of the wight lord Arach will accompany the Black Dragoons, though more often they seem interested in constructing burial mounds in eastern Lageni in the foothills of the Kelder Mountains.

History

As part of his campaign to turn the armies of Lageni into a well-oiled military machine, Archduke Traviak gathered together the most skilled and brutal soldiers he could find to defend his person and enforce his will. Veterans, including the sly Fieldmarshal Brizac and the fanatical Priest-Captain Kosse, formed the core of the dragoons.

Due to the growing conflict between the duke's faith in the god Chardun and the Lageni official religion of Belsameth, the Steel-Fisted Duke limited his choices to followers of the Great General. These ruthless men proved their loyalty during the duke's coup against his father, Duke Aold, in 137 AV. Aold's loyalists were driven from the country, forced to swear allegiance to the new duke or be killed. The battle for dominance culminated in Fieldmarshal Brizac's destruction of Belsameth's priesthood in Durm and Captain Kosse rededicating the conquered temple to Chardun. Within three years, the Black Dragoons had become a symbol of terror to anyone who might contest Traviak's rule over Lageni.

The grueling regimen of discipline established by Brizac and Kosse, under the watchful eye of Duke Traviak, has created one of the most brutal forces in Ghelspad. The Black Dragoons are perhaps only exceeded in bloodthirstiness by the most maddened warriors of Vangal and in skill by the Legion of Ash.

To reward and encourage the loyal and destructive nature of the dragoons, Duke Traviak allows them great leeway. Even a noncommissioned member of the Black Dragoons commands great respect and authority in Lageni. Fieldmarshal Brizac is considered the highest-ranking member of the Lageni military, while the Chardun clergy of the Archduchy holds Priest-Captain Kosse in almost universally high regard. Both of them sit upon the Steel-Fisted Duke's council of war whenever they are not called away by campaign.

Over the past decade, Duke Traviak has waged a long campaign against Durrover, punctuated by a number of incursions through Irontooth Pass. The Black Dragoons lead assaults, oftentimes accompanied by the duke, that penetrate deep into Durrover territory, and repeatedly have even turned the capital into a battlefield. Years of conflict have etched hatred deep into the hearts of almost everyone involved in the war. In particular, the Black Dragoons and Veshian Vigilants despise each other with a deadly passion. The proud Semanye's Vigil has been reduced to a beleaguered member of the Durrover resistance against the Calastian and Lageni forces, while the Vigilants have taken the unprecedented move, for them, of putting a price upon Duke Traviak's head that rises nearly every week.

Certainly the duke hopes to take Durrover for Lageni rather than for Calastia. The actions of Traviak and the Black Dragoons in Durrover are intended to create long-term fear of the Archduchy and establish a degree of cultural dominance through decimation and rape-pregnancies. Ironically, the hatred that the duke's troops inspire, especially the Black Dragoons, may make the Calastians look like saviors in comparison with their Lageni allies.

Locations

When staying in Lageni's capital Durm, the Black Dragons generally split their time between guarding Castle Durm and training in the fortress-temple known to the citizens of the city as The Dragons' Lair. The Lair is the renovated temple that the early dragoons seized from Belsameth's priests over a decade ago. As such, common people will not come anywhere near the structure. The peasants of Lageni whisper that the Goddess of Darkness will take revenge sooner or later, while adherents of Chardun trust the might of the Overlord to protect his favored sons.

Meanwhile, the temple courtyard hosts formations of cavalry practicing under the harsh and critical eyes of the fieldmarshal and his captains. Straw targets smolder after mock charges accompanied by volleys of flaming crossbow bolts, while huddled pages shiver in fear of the towering knights. Captain Kosse and the Drake alternately drill various wings, sometimes for the pleasure of Brizac or Duke Traviak. Such practices would not surprise the militaries of most countries, but the fact that on occasion the Black Dragons are granted crowds of condemned criminals for use as live targets is a matter of disgust and fear in other nations.

If the Black Dragons are on campaign in Durrover or the Irontooth Pass, then minor Chardun priests, animated skeletons, and indigent servants

lightly staff the dragoon's Lair. When the dragons are in Durm, the companies rotate between protecting the duke and hard training. The Black Company guards the duke when he is resident in Castle Durm and generally only sends one or two wings at a time to the training courtyard. Fieldmarshal Brizac continues to feel that divided company training is bad policy, but knows that the Steel-Fisted Duke is not to be tested on such issues.

The dragons' Lair has been expanded to hold the entire regiment, its servants, and horses. Because the quarters themselves are somewhat spartan, the presence of even one or two of the companies generally leaves it feeling full. Ironically, many of the Black Dragons often are invited to vacation in the houses of various nobles of Lageni. There, they experience the best that the decadent nobility of Lageni has to offer and return to the Lair reminded of the softness and decadence that so disgusted the Steel-Fisted Duke before his succession to the throne. Spartan quarters do not mean that the Lair is defenseless, however. The dragons' Lair is guarded by the presence of the troops themselves combined with the unholy grace of Chardun, not to mention the fearful superstitions of the peasantry.

Members

The Black Dragons are elite cavalry forged by the hard military of Lageni and inducted into a



brotherhood of terrible might. Even the newest members are already deadly warriors, renowned in their own right for their fearsome service to the Steel-Fisted Duke. The following represents a typical dragoon.

Markune: Markune is a loyal member of the Black Dragoons. He is 22 years old, and his muscles ripple with the athletic frame created by endless hours of training. Markune transferred to the dragoons from his position as a lieutenant in the 1st Lageni Cavalry. While still a member of the Blue Company, he hopes to gain the notice of Captain Fearnak so that he might transfer. He is one of those who believes that the Drake is truly inhuman.

Markune, Black Dragoon Cavalier, male human, Ftr6: CR 6; SZ M (5 ft. 11 in. tall); HD 6d10+12; hp 49; Init +1 (Dex); Spd 20 ft.; AC 20 (+1 Dex, +8 armor, +1 shield); Atk +10/+5 melee (1d8+5, masterwork longsword) or ranged +9/+4 (1d8+1 plus 1d6 fire and *scare*, *dragoon crossbow* with masterwork bolts); AL LE; SV Fort +7, Ref +3, Will +3; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills: Climb +4, Jump +4, Handle Animal +3, Hide +8, Knowledge (religion) +2, Listen +2, Ride +6, Spot +2. (Normal masterwork armor check adjustments of -5 to appropriate skills not reflected.)

Feats: Cleave, Mounted Archery, Mounted Combat, Power Attack, Sunder, Weapon Focus (light crossbow), Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Masterwork full plate, masterwork buckler with Lageni/Black Dragoon coat of arms, masterwork longsword, *dragoon crossbow*, masterwork crossbow bolts, light mace, dagger, heavy warhorse with full plate barding and military saddle.

Leaders

Fieldmarshal Brizac (see below), who actually leads the duke's favored troops, is the heart and soul of the dragoons. Captain Fearnak's (*human male, 2nd-level fallen paladin/Blk10, LE*) 20 Dexterity helps make him a sharpshooter beyond compare with his *dragoon crossbow*. Fearnak was a paladin of the Order of Silver whose turn to infernal service attracted Duke Traviak's attention, while his bloodthirst in battle impressed the fieldmarshal. Captain Kosse (*human male, Clr9/Blk6, LE*) serves as the dragoons' spiritual guide down the dark path. Captain Ralep (*human male, Rgr6/Blk5, LE*) wears *clothborn field plate*, and his units revel in brutal surprise attacks on enemy armies. Captain Ghunet (*human male, Ari8/Blk3, LE*) is seen as a bit of a fop by many of the other officers, despite — or perhaps because of — the fact that his father is the duke's Chamberlain.

Duke Traviak the Steel-fisted, male human, Ari5/Rgr5/Blk10: CR 19; M (6 ft. 2 in. tall); HD 5d8+15d10+40; hp 158; Init +6 (+2 Dex, Improved Initiative); Spd 30 ft.; AC 24 (+2 Dex, +8 armor, +4 *devil cloak*), Atk +20/+15/+10/+5 melee (additional

bonus based upon weapon used: longsword +2, dagger +1, heavy lance +1, spiked gauntlet +1) (1d8+4, longsword; 1d4+3, dagger; 1d8+2, heavy lance; 1d4+2, spiked gauntlet); +20/+15/+10/+5 ranged (1d8, crossbow); SA Sneak attack +4d6, spells, smite good; SQ Dark blessing, aura of despair, command undead, detect good, favored enemies, favored of Chardun, fiendish summoning, lay on hands, magical protections, poison use; AL LE; SV Fort +18, Ref +11, Will +15; Str 14, Dex 14, Con 14, Int 16, Wis 16, Cha 18.

Skills: Alchemy +5, Animal Empathy +5, Appraise +4, Bluff +9 (+11 vs. humans and +10 vs. dwarves), Climb +3, Concentration +13, Craft (armorsmith) +5, Craft (weaponsmith) +5, Diplomacy +25, Disguise +7, Forgery +4, Gather Information +7, Handle Animal +9, Heal +13, Hide +7, Innuendo +9, Intimidate +25, Intuit Direction +4, Jump +3, Knowledge (arcana) +4, Knowledge (architecture) +4, Knowledge (geography) +4, Knowledge (history) +5, Knowledge (Lageni) +4, Knowledge (military tactics) +8, Knowledge (nature) +4, Knowledge (nobility and royalty) +8, Knowledge (religion) +15, Knowledge (the planes) +4, Listen +8 (+10 vs. humans and +9 vs. dwarves), Move Silently +4, Perform +5, Profession (apothecary) +5, Profession (herbalist) +5, Read Lips +4, Ride +20, Search +3, Sense Motive +8, Spot +8, Swim +3, Use Rope +3, Wilderness Lore +8.

Feats: Ambidextrous, Cleave, Improved Critical (longsword), Improved Initiative, Improved Two-Weapon Fighting, Leadership, Power Attack, Quick Draw, Sunder, Track, Two-Weapon Fighting.

Favored Enemy (Ex): Traviak gains a +2 bonus to Bluff, Listen, Sense Motive, Spot, and Wilderness Lore checks and to damage rolls against humans, and a similar +1 bonus against dwarves.

Favored of Chardun (Su): Traviak is one of Chardun's favorite servants. As such, Chardun grants him the special blackguard powers normally reserved for a fallen paladin of 10th level, despite Traviak's never having been a paladin, which includes extra use of smite good, lay on hands, additional sneak attack damage, fiendish summoning, and an undead companion.

Fiendish Summoning (Sp): Once per day, Traviak can use a *summon monster I* spell to call forth an evil creature. When using this spell, Traviak is considered to be a 20th-level caster.

Lay on Hands (Sp): Once per day, Traviak can cure himself or his mount of damage equal to his Charisma bonus times his level (40 hit points per day).

Smite Good (Sp): Twice per day, Traviak can add his Charisma bonus to his attack roll and, if successful, deal one extra point of damage per class level (+10 points of damage).

Sneak Attack (Ex): Traviak deals +4d6 additional damage when he hits an opponent who cannot use his Dexterity bonus.

Possessions: Token of Chardun*, clothborn armor (full plate)*, keen longsword of lifestealing, Chardun's might tattoo*, champion's helm* with draconic designs, dagger of venom, devil cloak, Steel Fist of Vengeance, ring of spell storing (signet ring of the Archduchy of Lageni), doses of various poisons, masterwork light crossbow and bolts, masterwork heavy lance, noble's outfit, fiendish heavy warhorse.

Duke Traviak's full statistics and information may be found in *The Wise and the Wicked*. Although he officially commands the dragoons, he leaves most operations to his loyal underling, Fieldmarshal Brizac.

Lady Marya: It is one of Duke Traviak's greatest disappointments that his five legitimate children are all girls, and by Lageni law barred from succeeding him as heir. His daughters display many of his more excessive character traits and are (at least in the popular imagination) all as beautiful as they are wicked. The eldest, Lady Marya, is a fiery-haired vessel for her father's cruelty and ambition. Raised as a boy, possibly due to her father's frustration at the fact that she was not a son, Marya now serves as an officer in the Black Dragoons, where her sadism and violence sometimes even give her fellow blackguards pause for thought. Infamous for her brutal suppression of a rebellion by dwarves, halflings and humans in the Kelder foothills, Marya's temperament is as fierce and blood-red as her hair, and her ruthless efficiency makes her easily Duke Traviak's favorite. Her four siblings are, however, determined to outdo her in their competition for the Steel-Fisted Duke's fatherly favor.

Lady Marya, Black Dragoon Cavalier, female human Ari2/Blk4/Ftr8: CR 13; Size M (5 ft., 10 in. tall); HD 2d8+12d10+28; hp 107; Init +7 (+3 Dex, +4 Improved initiative); Spd 20 ft.; AC 26 (+1 Dex, +11 armor, +4 shield); Attack +21/+15/+11 melee (1d8+6 plus 2d6 unholy damage and negative level vs. good opponents, +3 unholy heavy mace), or +18/+12/+8 ranged (1d8+1 plus 1d6 fire and scare, dragoon crossbow); SV Fort +13, Ref +6, Will +6; SA Sneak attack +1d6, spells, smite good; SQ Aura of despair, command undead, detect good, DR 5/+1, poison use, SR 15; AL CE; Str 17, Dex 16, Con 14, Int 12, Wis 10, Cha 18.

Skills: Bluff +10, Concentration +6, Craft +12, Handle Animal +14, Hide +3, Intimidate +9, Intuit Direction +2, Move Silently +3, Ride +12, Swim +9, Use Rope +5.

Feats: Ambidexterity, Cleave, Great Cleave, Great Fortitude, Improved Critical (heavy mace), Improved Initiative, Leadership, Point Blank Shot, Power Attack, Skill Focus (ride), Weapon Focus (heavy mace).

Possessions: Champion's helm*, dragoon crossbow, +3 unholy heavy mace, +3 full plate of invulnerability, +2 large steel shield, fiendish heavy warhorse.

Blackguard spells per day: 1/1

The Drake: This Black Dragoon officer is a true rarity—a 3rd-level blackguard dragonman (see *Creature Collection I*, page 57) whose red dragon blood sustained him for decades before he found a home with the black knights of Lageni. Rampant racism in Lageni, especially against dwarves, prevents most non-humans from having much chance within the dragoons, and the few upper echelon members who know of the Drake's past keep it quiet.

The Drake, Black Dragoon Officer, male dragonman, Blk3: SZ M (6 ft. 1 in. tall); HD 8d8+3d10+36; hp 98; Init +5 (+1 Dex, Improved Initiative); Spd 40 ft.; AC 28 (+1 Dex, +10 natural, +7 armor); Atk +15/+10/+5 melee (1d6+5, light lance) or +17/+12/+7 melee (1d6+8, +3 light flail) or +14/+9/+4 ranged (1d8+1 plus 1d6 fire and scare, dragoon crossbow); SA Imposing presence, poison use, smite good, spells; SQ Detect good, dark blessing, command undead, aura of despair, immunities, heightened senses, DR 5/—, SR 16; AL LE; SV Fort +8, Ref +4, Will +11; Str 19, Dex 12, Con 17, Int 16, Wis 15, Cha 16.

Skills: Climb +9, Diplomacy +2, Forgery +9, Hide +12, Innuendo +2, Intuit Direction +3, Jump +6, Knowledge (religion) +6, Knowledge (tactics) +8, Listen +5, Move Silently +3, Perform +2, Search +8, Spot +2, Wilderness Lore +4.

Feats: Alertness, Cleave, Improved Initiative, Iron Will, Sunder, Toughness

Imposing Presence (Ex): A dragonman can draw himself up and unsettle his foe. Any creature of 8 HD or fewer and within 30 feet of the dragonman is susceptible to this effect. Any creature must succeed at a Will save (DC 18) to avoid the fear effect. Upon failure, a creature is shaken for 2d6 rounds and performs all actions with a –2 morale penalty.

Immunities (Ex): Dragonmen gain a +10 racial bonus on their saves against sleep and paralysis effects. They take half damage from attacks to which their parent dragon is immune (in the Drake's case, fire attacks).

Heightened Senses (Ex): A dragonman sees twice as well as a human in all conditions (regular and low light).

Possessions: Dragoon crossbow, +1 light ghost touch lance, +1 banded mail, +3 light flail, heavy warhorse, military saddle, full plate barding.

Blackguard Spells Per Day: 2/1

Fieldmarshal Brizac

Class/Level: Fighter 7/Blackguard 9

Sex/Race: Male human

Height/Weight: 5 ft. 10 in./180 lbs.

Challenge Rating: 16

Hit Dice: 16d10+16

Hit Points: 113

Initiative: +5 (+1 Dex, Improved Initiative)

Speed: 20 ft.

Armor Class: 24 (+1 Dex, +12 armor, +1 shield)

Attacks: +21/+16/+11/+6 melee (*bone longsword*), +19/+14/+9/+4 (2 claws, *demon armor*), +19/+14/+9/+4 ranged (*dragoon crossbow*)

Damage: 1d8+6, *bone longsword*; 1d10+3, 2 claws (*demon armor*); or 1d8+1 plus 1d6 fire and *scare*, *dragoon crossbow*

Special Attacks: Poison use, smite good, sneak attack +2d6, spells

Special Qualities: Detect good, dark blessing, command undead, aura of despair, fiendish servant (warhorse)

Alignment: Lawful evil

Saves: Fort +12, Ref +6, Will +7

Abilities: Str 14, Dex 12, Con 12, Int 16, Wis 14, Cha 16

Skills: Climb +3, Concentration +5, Craft (armorsmith) +5, Craft (weaponsmith) +5, Diplomacy +9, Handle Animal +9, Heal +7, Hide +6, Intimidate +9, Jump +3, Knowledge (arcana) +4, Knowledge (architecture) +4, Knowledge (history) +4, Knowledge (military tactics) +8, Knowledge (nobility) +4, Knowledge (religion) +8, Listen +4, Profession (military commander) +7, Ride +12, Sense Motive +3, Spot +4, Swim +3, Wilderness Lore +3.

Feats: Cleave, Great Cleave, Improved Initiative, Leadership, Mounted Archery, Mounted Combat, Power Attack, Sunder, Weapon Focus (light crossbow), Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: *Demon armor* with dragon-devil imagery, *bone longsword* (treat as the *bone dagger*, page 158 in *Relics and Rituals*, but in longsword form), *dragoon crossbow*, *Vigil's Bane ring*, masterwork bolts, masterwork dagger, masterwork buckler, fiendish servant heavy warhorse, military saddle, full plate barding.

Blackguard Spells Prepared (3/3/1/1):

1st — *Cause Fear*, *cure light wounds*, *doom*

2nd — *Darkness*, *death knell*, *shatter*

3rd — *Cure serious wounds*, *protection from elements*

4th — *Freedom of movement*

Background

Field Marshal Brizac has served in the military of Lageni since he was a young drummer boy. In a sense, he is more loyal to his country than to any particular leader. When the slightly older Brizac met the young Duke-to-be Traviak, however, he was convinced that the young noble was the key to Lageni becoming great once again. Brizac's family was one of those whose fortunes were turned by Duke Aold's submission to Calastia, and Brizac saw a stronger spine in the young Duke than he ever saw in Aold. When word came down that some of the upper ranks were trying to back the young duke against his father, Brizac threw his support behind Traviak and was one of those who was present when Aold was deposed.

Once the old duke was deposed, times turned harsh. The Cult of Ancients and the priesthood of Belsameth rebelled against the young Traviak's ef-

forts to turn the state religion of Lageni to the worship of Chardun. Veterans of prior wars such as Brizac urged the young duke to create a force to serve his will and protect his person regardless of cost. Brizac, Kosse, the Drake, and the duke's childhood associate Ralep formed the core of Duke Traviak's military coup, along with Chamberlain Labynt, and thus he turned them into the heart of a new force. Calling themselves the Black Dragoons, Traviak's personal army set about making sure that the people and leaders of Lageni were loyal to their unholy duke.

Within a couple of years, the Black Dragoons have seized the temple of Belsameth in Durm and killed all known nests of the Cult of Ancients within Lageni.

D u k e
Traviak's mili-
tary alliance
with Calastia
disappointed
Brizac and



some of his compatriots, but they saw the wisdom of waiting for a better time. Besides, Brizac was promoted to fieldmarshal, one of the preeminent military leaders of the Archduchy. His crusade to build the power and glory of Duke Traviak and the Lageni state has focused for years now upon the conquest of Durrover. The atrocities committed by the Black Dragons have surprised all but the most cynical of observers. Fieldmarshal Brizac's loyalty to the cause seems to know no bounds. Once he was even slain on the field of battle, and would currently be lost had Captain Kosse not invoked the power of Chardun to raise Brizac from the dead. Some thought that the harrowing experience would change the commander, but if anything it has convinced the fieldmarshal of the power of the Great General Chardun and the wisdom of serving his favored son Traviak. Certainly, Traviak has awarded his loyalty, even going so far as to gift him with armor and a heinous sword gathered from his expedition to gain the service of the wight lord Arach.

Roleplaying

Brizac has been a soldier all of his life, and a brutal one at that. From the first time he killed a man, he realized that he found a certain sense of pride in the ability to do so. Battle has become a matter of personal conquest as well as duty to his country. Lageni must return to its previous glory, and no price is too much to pay. The fieldmarshal is not the wicked thing of darkness that Duke Traviak is, but he is a terrible force nonetheless. He worked his way up to the blackguard prestige class and leadership of the Black Dragons from the dregs of a lost childhood sold to the military. His path is the dark hope of many of the commoners of Lageni who wish to ascend to the noble class standing upon the corpses of the duke's enemies. The fieldmarshal sees this following and seeks to put it to the best use he can imagine, expanding the power of the Lageni toward their divine purpose as the Chosen of Chardun.

Combat

When the fieldmarshal draws his wicked bone sword, the Black Dragons know that someone will die. In fact, someone must die if Brizac is to avoid the weapons' backlash; yet despite this, it is a strong symbol to the dragons that combat is about to begin. He may also use his enchanted crossbow to devastating effect or invoke the terrible *contagion* power of his armor. If rangers or Vigils or those bearing Medallions of the Vigils are present, it is very important to note the effect of the *vigil's bane* ring that Brizac bears. Generally, the fieldmarshal keeps his extra dagger poisoned, but the bone sword he uses is too difficult to poison given its side-effect, and he chooses to use a *dragon crossbow* as a symbol of the dragons despite the fact that the fiery bolts do not hold poison well. Should he employ a lance for special missions, he will

poison it, and he is not beneath poisoning the weapons of any of his men involved in any operation he commands.

Spells and Items

The Black Dragons are clothed in draconic iconography of whatever sort they can afford while conforming to the standards of the companies. Their armor is usually forged or carved with dragon imagery, though repairs made after battle often mar it. The *dragon crossbows* are perhaps their ultimate, almost universal signatures, however, as these black lacquered weapons are carefully crafted so that their crossbars resemble draconic wings while their haft is shaped like the sinewy body of a terrible wyrm. Individual Black Dragons often have their own magic or masterwork items, including but not limited to *potions of fire breath*, enchanted longswords or armor, and other lesser magic, but few are without the *dragon crossbow*.

New Magic Ring

Vigils' Bane

Description: Vigilants of any significant rank eventually earn one of the powerful *medallions of the Veshian Vigils*. Calastian forces ranging from Queen Geleeda's mages to Duke Traviak's Black Dragons have been trying to destroy the Vigils so that Vesh might fall into King Virduk's hands. The *vigil's bane* was created from a Vigil medallion captured in battle by Fieldmarshal Brizac. Calastian mages forged the metal of the medallion into a ring, set with the now blackened and ugly amber jewel that once graced the medallion. It is unknown if any more *vigils' bane*s have been created, but the terrible might of Brizac against the vigils has Veshian experts worried about the ultimate destination of medallions that have disappeared during assaults by the mysterious Hunter of Vesh and other evil forces. Regardless, it is no small sign of the paranoia the vigils raise in their enemies that so much effort has been placed into creating an item with little use against anyone else.

Powers: The *vigils' bane* ring immediately counters, as a counterspell, any spell or spell-like effect that originates within or contacts a 30-foot radius around the wearer and that is created by any *medallion of the Veshian Vigils*. This would, for example, counter the giant strength power of a *medallion of the conifer* as the user tried to activate it, if within 30 feet, or as he charged within range of the ring if he began further away. The effect would, for example, counter the *repel metal or stone* spell of a *medallion of grass* the moment any part of the spell's area overlapped the protection of the *vigils' bane*. Inherent powers such as save, competence, or AC bonuses cannot be countered by the ring's protection. In addition, the wearer gains a +2 resistance bonus against any spell on the vigilant or ranger lists, even if it is cast by another class or by a magic item or

creature. The resistance bonus extends to objects worn or held by the wearer as well as his horse and its equipment, provided he is currently in contact with his steed.

Caster Level: 13th

Prerequisites: Forge Ring, *dispel magic*, *spell turning*, creator must be able to study a functional medallion of the Veshian Vigils.

Market Price: 127,400 gp

Cost to Create: 63,700 gp + 5,096 XP

Weight: 0 lb.

New Magic Weapon

Dragoon Crossbow

Description: Given that King Virduk's heraldry includes a dragon in its design, enemies of Calastia are often faced with draconic imagery across the battlefield. One of the terrifying signatures of Duke Traviak's Black Dragoons, however, is the deadly barrage of flaming bolts from their special crossbows, which precedes their crushing charge. Citizens of Lageni and veterans of wars against the Steel-Fisted Duke recognize the lacquered black crossbows carved so that they resemble a dragon in flight. Survivors of

dragoon onslaughts claim that they saw the fearsome shapes of dragons in the oncoming fiery bolts moments before they struck. It is little surprise that the front lines of many armies have shattered in the face of an assault by the Black Dragoons. Certain officers in the Black Dragoons are said to forego the *dragoon crossbow* in order to use bolts that do not burn the poison they administer to them, though this thought is of little comfort to their victims.

Powers: These ornate +1 *light crossbows* swathe bolts fired from them with magic flame, causing an additional +1d6 points of fire damage on a successful hit. This may set flammable materials alight, though such is best left to the GM's determination and item saving throws. Furthermore, the fiery bolts release a *scare* effect as per the spell in a 15-foot radius from their point of impact, frightening victims with less than 6 HD who fail their Will save (DC 12).

Caster Level: 10th

Prerequisites: Craft Magic Arms and Armor, *flame weapon**, *scare*

Market Price: 18,335 gp

Cost to Create: 9,167 gp + 733 XP

Weight: 6 lb.



Courtesans of Idra

Number of Members: Estimates vary from several dozen to half a million

Alignment: Probably neutral

Regions of Influence: All Ghelspad

Primary Activities: Information gathering

Description

Little is really known about the Courtesans of Idra. The group is made up mostly of beautiful women, and they seem to seek information above all else. Beyond that, nearly everything about them is speculation. Possibly the most secretive group in all of Ghelspad, the Courtesans of Idra are a great mystery.

Running the Courtesans

The descriptions of the Courtesans of Idra are intentionally somewhat vague. Game Masters should feel free to leave them mysterious or to decide on a specific role that they play in their campaigns. A GM may decide that the Courtesans are actually a secret cult gathering information for some greater, possibly divine plan, or they may simply be an underground espionage organization, selling information to the highest bidder. Many Ghelspadians have heard rumors about the Courtesans, but few besides the cult's members know the truth, making them highly suitable to modification and adaptation to fit individual campaigns and gaming styles.

The Courtesans were first discovered only a few years ago when Antreas of Calastia divined that his young mistress was involved with an Idran cult of some kind. Hours of torturing the poor woman led eventually to an extended witch-hunt all over the Hegemony and to the executions of hundreds of women. Subsequent study of the event has fostered the distinct suspicion that most of those women were completely innocent and had nothing at all to do with the courtesans. Some have even gone so far as to suggest that the group never existed at all beyond a tiny Calastian sex cult that was surely wiped out in the purging. Certainly, few have seen any real evidence of the Courtesans of Idra, and the average person in many countries has never heard of them.

One trustworthy group of people who know of the courtesans' existence, however, is the Vigils of Vesh. Several victims of the Calastian witch-hunt

were in fact vigilant contacts rather than Courtesans of Idra, and ever since the incident, the vigils have labored diligently to learn more about the mysterious Idran cult. Was it real, or simply a pet name Antreas gave to his suspicions of women? Once they managed to sort the facts about the courtesans from Calastian paranoia, the vigils were able to locate nearly two dozen courtesan operatives in Vesh and began to observe them discretely.

All but six of the observed operatives disappeared without a trace within two months of vigilant discovery. The six remaining courtesans did lie low for several months, but the highly skilled vigils who watched them succeeded at continuing to gather information about the group, and three clever vigils managed to infiltrate the courtesans as members.

The reports of these last three vigils have, of course, yielded more information on the mysterious courtesans than ever before, but even here a great deal of the available information is contradictory or implausible.

All three reports agree that the courtesans seek information on every topic, but especially those topics that are secret or hidden. The courtesans are mostly beautiful women, but many male members do exist and have even been known to rise to high ranks in the organization. The most common form of information gathering is to become a lover of someone with secret knowledge or the power to discover it, and to use charm and sexual prowess to gain the person's trust. A remarkable number of Veshian officials had courtesans in their lives when the group's operations were first discovered, and four of the six courtesans observed were wives or even mothers of men in high positions. No clear record abides of any direct action taken by the courtesans anywhere in Ghelspad's history.

Beyond this small amount of information, however, the reports varied widely. One claimed the organization was a fairly small group (a few hundred members) started only a few decades ago for the purpose of improving conditions for women all over Ghelspad, but especially in the Calastian Hegemony. The leader is supposedly an aging and secretive Albadian witch called Amga.

The second vigilant reported that the courtesans were nearly ten times as numerous as the first, and that they had existed for thousands of years at least. This vigilant said that the courtesans see themselves as the true priesthood of Idra and gather secret information merely as a part of their worship — all to the greater glory of their goddess. The leader mentioned in this report is Idraia, a well-known and influential priestess of Idra in Albadia.

The third vigilant recorded that the courtesans report to Queen Geleeda of Calastia, and that the organization was founded by Idra herself just after the Divine War. Their information gathering serves the purpose of providing information quickly, on Idra's command, to anyone who needs it, so that all the major events of Ghelspad generally turn out the way Idra wants them to. This report claimed that the courtesans number in the hundreds of thousands.

Whether any of these reports is accurate remains unknown, and indeed, as far as anyone knows for certain, there may well be three different groups, all calling themselves the Courtesans of Idra (there seem to be at least two — see the description of Idraia below). Certainly, the Queen Geleeda theory is by far the most implausible, but even it cannot be wholly discounted.

Though ignored as a wild and silly rumor in most of Ghelspad, the Courtesans of Idra are actively hunted in the Calastian Hegemony, and every year at least one woman — probably innocent and unaffiliated — is executed for being an Idran witch. In Albadia, the courtesans are almost never spoken of, but the subject seemed to be treated with a certain degree of awe and reverence when vigilants questioned native women.

Organization

The only certain aspect of this organization is that it is highly secretive. Any and all communication is carefully encoded in a wide variety of clever

ways, some of which the vigils have now adopted as being more efficient than their previous methods. Other codes the vigils have as yet not cracked, and they suspect that many more remain entirely unknown.

Membership with the courtesans does not come with access to very many of the group's secrets. Apparently, any single low-level courtesan only knows the identities of three or four other operatives at a time, and the newest members often have no direct contact with their immediate superiors for the first year or more. Messages are passed in total secrecy, and codes and passwords also are revealed only little by little over the course of many years.

Recruitment and training of new courtesans usually comes from a peer — often a trusted friend — of little more training and experience than the new member. New memberships and initiations are closely supervised and directed by local leaders, of course, but their involvement is never direct and is always kept secret from novices. Simply finding a local courtesan and choosing to join up is impossible. If the courtesans want your help, they come to you.

Only through great luck, ingenious cunning, and extraordinary patience were the vigils able to learn even what little they did. Other vigilants who tried were quickly discovered as spies, and two have even disappeared. Whether harm has befallen them at the courtesans' graceful hands, or whether they have cut off contact voluntarily — to operate more effectively or to defect to the courtesans in earnest — is still unknown.



Those chosen by the courtesans are invariably beautiful or charming and highly intelligent, and they usually have some important skill or connection that the courtesans can use, such as magic, family ties, or experience in information gathering. All courtesans are neutral in some way, and one rumor holds that their purpose is the balance of power between the gods of Scarn.

History

Recording any kind of accurate history of the Courtesans of Idra proves difficult, not only because of how little is known about them, but also because so much of what is known is contradictory. All that we know for certain only dates back to the courtesans' discovery in Calastia.

In spring of the year 147 AV, Anteas, Archmage of Calastia, suspected that his young apprentice and lover, a fantastically lovely woman of partial Albadian descent, was secretly trysting with a younger man. Casting divination spells on the girl as she slept, Anteas discovered that her secretive activity was, while perhaps less damaging to Anteas' own ego, much more dangerous to the Hegemony than he had ever suspected. The girl was gathering information for the Courtesans of Idra.

Using an appallingly effective combination of magic and torture, Anteas discovered the identities of a few more courtesans over the next several days and had them brought in for questioning as well. The same techniques were applied to these women, and they too gave a few names of conspirators. The new list of women proved impossible to locate, however. Some had never been heard of at all, others had disappeared scant days before and could not be found by any means, including magic and unchecked violence. Predictably, the tortured prisoners were blamed for what Anteas' soldiers failed to find, and the questioning resumed.

In the mean time, some kind of unpleasant interview took place between Anteas and his young lover, Mabda. No one heard the conversation, but the positive side of it was that Anteas spared her further torture when he apparently killed her with a single word. The negative side was that, after Mabda's death, Anteas seemed driven to exact vengeance from the courtesans. The interrogations increased in brutality, and women from all over the Hegemony were brought in for questioning on the slimmest of suspicions.

Most of Idra's Calastian clergy were executed in the following weeks, and as mentioned above, nearly a dozen attractive Veshian Vigilants died for the thinnest of suspected connections to Idra's Courtesans. Any beautiful woman with the slightest chance of overhearing the secrets of her betters feared for her life, and those caught trying to flee the sudden persecution were naturally executed for proving their guilt by running away. When the search began to include

the lovers, wives, and families of the nobility, however, the "public" outcry was enough for Virduk personally to declare the Hegemony cleansed of courtesan activity, and the widespread terror ceased.

It is interesting to note that while Queen Geleeda did fall under Anteas' suspicions for a time, King Virduk calmly allowed her to be questioned and magically probed (without torture, of course), and Geleeda herself seemed not at all annoyed by Anteas' paranoia. Some even say she exhibited mild approval. All suspicions were dropped within a day, and Anteas apologized formally. After the incident, Geleeda occasionally deigned to aid Anteas in his interrogations, and some evidence suggests that she helped to uncover a few suspects herself. Quite possibly, Geleeda's cooler head during the hunt as well as her access, as Queen, to high society gossip, led Anteas to the apprehension of the few *actual* courtesans captured after Mabda's death.

Since the Calastian purging, little has been seen or heard of the elusive courtesans, though the vigils have confirmed Anteas' suspicions that they operate in both Vesh and Darakeene as well as the Calastian Hegemony, and it is suspected that a few courtesans are stationed in every major city in Ghelspad, at the very least.

Before the witch-hunt, not much is known, but the predominance of Albadian and Albadian-descended members points to an Albadian origin of some kind for the Courtesans of Idra. Which parts of which histories are accurate, none can say as yet, but the two possible leaders of the courtesans, Amga and Idraia, have both been discovered truly to exist, and they are both indeed remarkable women as outlined below. Geleeda's involvement with the courtesans seems exceptionally unlikely by all accounts, but the vigilants never make assumptions.

Locations

This aspect of the Courtesans of Idra is entirely unknown. Current thinking believes that the courtesans choose deliberately not to have physical headquarters of any kind, simply because what does not exist cannot be discovered. If they keep records, they perhaps use magical means to do so, as no cache of courtesan secrets has ever been found or even hinted at. At lower levels, courtesans exchange information with expertly feigned casualness in all manner of public places. Most probably, this is the preferred procedure at all levels of the organization, but with magical enhancement.

Members

The vast majority of the courtesans seem to come from sorcerer or bard backgrounds, or are clergy of Idra. A surprising number are also nobility or have even more astonishing educations behind them, such as former vigils or exemplars. As well, many courtesans have training from and loyalties to the Scaled,

the two organizations not seeming to conflict noticeably. One almost wonders why Lucera of the Scaled has never been implicated as a courtesan leader, but intelligent as she is, it is unlikely that she possesses the subtlety of the courtesans. Below is an example of a fairly typical courtesan.

Silaquinthe: Spoiled, rebellious, and uncomfortable with her half-elfen heritage, Silaquinthe ran away from her rural home at a shockingly young age to become a common thief in Meliad, Darakeene. Eventualloy, she began to use her roguish skills and her exceptional charm (in whatever way was required) to spy for local merchants and nobility on their competitors and enemies. The gold was plentiful enough, and the resulting mischief was satisfying, but Silaquinthe was lonely and beginning to miss the family and structured life she had so callously left behind at home. When a friend of hers turned out to be a Courtesan of Idra, Silaquinthe jumped at the chance to work for this larger, mysterious organization.

Silaquinthe believes the courtesans to be an ancient organization led by Idra directly and devoted to the balance of power through carefully applied knowledge and mischief. Though she is still basically selfish and even cruel on occasion, Silaquinthe is beginning to respect Idra more and more, and she attempts most of the time to live as Idra would have her do. She still works as a mercenary spy, but she passes on every secret she learns to the friend who recruited her, and she follows her superior's (whom she just recently met for the first time) instructions in her spare time. She feels part of something important now, and she is certain that her current spectacular monetary success is somehow due to the courtesans' loyalty to their own.

Silaquinthe, female half-elf Rog6/Cld3: CR 9; Size M (5 ft., 3 in. tall); HD 9d6+18; hp 52; Init +3 (Dex); Spd 30 ft.; AC 13 (+3 Dex); Attack +8/+3 melee (1d6+1 masterwork short sword), or +10/+5 ranged (1d8 masterwork light crossbow); SV Fort +5, Ref +11, Will +9; SA Sneak attack +3d6; SQ Evasion, uncanny dodge (can't be flanked), amorous performance, seduction 2/day, amorous suggestion; AL NE; Str 13, Dex 16, Con 14, Int 14, Wis 15, Cha 18.

Skills: Diplomacy +10, Disguise +12, Escape Artist +10, Forgery +10, Gather Information +8, Hide +10, Innuendo +8, Intuit Direction +8, Listen +3, Move Silently +11, Perform +15, Pick Pocket +13, Profession (courtesan) +9, Search +8, Sense Motive +10, Spot +7, Use Rope +11.

Feats: Dodge, Iron Will, Point Blank Shot.

Possessions: Masterwork light crossbow, masterwork short sword, masterwork light bolts (x8), *potion of invisibility*, *potion of love*.

Courtesan spells per day: 2/1

The Courtesans of Idra (Cld)

The Courtesans of Idra are far more than mere women of pleasure (for one, not all are female). Many Ghelspadians are unaware of the group's existence, and most of those who do know that the courtesans are real believe it to be a simple sex cult or prostitute's guild. This is far from the real truth about the courtesans, but their leaders are quite happy to maintain the charade.

A Courtesan of Idra is an expert in the arts of performance, seduction and lovemaking, but can also function as a highly skilled infiltrator and spy. The true purpose of the cult is unknown, but those few who have dedicated themselves to investigating its secrets know that in addition to their more pleasurable duties, the courtesans are dedicated to gathering information and finding what is hidden. Their ultimate agenda remains a mystery to all but the courtesans themselves, and they are not talking.

Courtesans are suitable PCs, and most were originally bards, rogues or multiclassed as both. Despite the prestige class' name, a courtesan need not worship Idra, though in the Scarred Lands most do. As NPCs, courtesans are usually encountered singly, working as dancers, escorts or highly-paid prostitutes. Running afoul of a courtesan can be dangerous, for many have the ability to seduce even those who are resistant to their charms, and extract even the most intimate and closely-held secrets. Their seduction and distraction abilities make them useful as back-up even in combat situations, and their magical abilities compare favorably to other prestige classes.

Hit Die: d6

Requirements

To qualify to become a Courtesan of Idra, a character must fulfill all the following criteria:

Alignment: Any neutral.

Religion: The courtesan prestige class does not require any specific religion, but on Ghelspad those who are members of the actual organization must worship Idra.

Skill: Diplomacy 5 ranks; Disguise 5 ranks; Gather Information 5 ranks; Perform 6 ranks; Profession (courtesan) 8 ranks

Class Skills

The Courtesan's class skills are: Alchemy (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Sense Motive (Wis), Speak Language (Int), Swim (Str), Tumble (Dex), Use Magic Device (Cha), Use Rope (Dex).

Skill Points at Each Level: 6 + Int modifier.

Class Features

All of the following are class features of the Courtesan of Idra prestige class.

Weapon and Armor Proficiency: Courtesans favor stealth and secrecy over open combat. They are proficient with the crossbow (hand, light, or heavy), dagger (any type), dart, rapier, sap, shortbow (normal and composite), and short sword. They are proficient with light armor but not with shields. Armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artists, Hide, Jump, Move Silently, Pick Pocket, and Tumble, and carrying heavy gear imposes a check penalty on Swim checks.

Spellcasting: Beginning at 1st level, a courtesan gains the ability to cast a small number of arcane spells. She casts these spells without needing to memorize them beforehand or keep a spellbook. All courtesan spells have a somatic component (movement of hands, dance, body rhythms, etc.). Courtesans receive bonus spells for high Charisma, and to cast a spell a courtesan must have a Charisma score equal to 10 + the level of the spell, so a courtesan with an Charisma lower than 10 cannot cast spells. The DC for a saving throw against a courtesan's spell is 10 + the spell's level + the courtesan's Charisma modifier.

Amorous Performance: At 1st level, the courtesan receives a +2 bonus to all Perform (amorous) rolls, which is to say all Perform checks that involve stimulating or otherwise entertaining in a romantic, sensual or sexual manner (the GM may adjudicate the exact nature of a given performance).

Seduction: Once per day, as a full-round action, the courtesan may attempt to seduce a target creature. The creature must be of a similar type (i.e. humanoid), have an Intelligence score of 5 or higher, and be of a species and orientation that would truly take a romantic or physical interest in the courtesan. The target receives a Will save (DC 10 + the courtesan's class level + the courtesan's Charisma bonus). If the target fails, he is affected as if by a *charm person* spell for 1 hour per the courtesan's class level. This is an extraordinary ability and, unlike the *charm person* spell, seduction cannot be used against an opponent who is being attacked by the courtesan or her allies.

The exact nature of the seduction should also be determined, as it may vary from having a courtesan simply speak or move seductively (in the case of a drunken city guardsman) to a full-fledged attempt at sexual conquest and romance (in the case of a powerful noble or sorcerer). At 3rd level, the courtesan may use this ability 2/day, at 6th she may use it 3/day and at 9th level she may attempt seduction 4/day.

At 6th level, she may use this ability even on species or individuals who would not normally be physically or romantically interested in her (though they must still be humanoid and have an Intelligence

of 5 or higher), but in such cases, the target receives a +3 bonus to his save vs. the ability. At 9th level, the courtesan may use this ability on any humanoid with an Intelligence of 5 or higher, and the target receives no bonus to his save.

Amorous Suggestion: Beginning at 2nd level as a partial action, the courtesan may, through innuendo and unspoken promises of amorous rewards, suggest a course of action to a target creature. As with seduction, the target creature must have an Intelligence of 5 or higher, must be of a similar type (humanoid), and must be of a species and orientation that would be interested in the courtesan's suggestion.

The target receives a Will save (DC 10 + the courtesan's class level + the courtesan's Charisma bonus). If the target fails, he is affected as if by a *suggestion* spell for 1 hour per the courtesan's class level (or until the suggested action is completed). Unlike the seduction ability, amorous suggestion can be used against an opponent who is being attacked by the courtesan or her allies, but in such cases the target receives a +5 bonus to his save. At 5th level, the courtesan may use this ability 2/day, at 8th she may use it 3/day. Amorous suggestion is an extraordinary ability.

At 5th level, she may use this ability even on species or individuals who would not normally be physically or romantically interested in her (though they must still be humanoid and have an Intelligence of 5 or higher), but the target receives a +3 bonus to his save vs. the ability. At 8th level, the courtesan may use this ability on any humanoid with an Intelligence of 5 or higher, and the target receives no bonus to his save.

Dance of Desire: Through seductive movements and distracting glances, and as a full action, the courtesan may cause foes to lose concentration or otherwise be unable to act. The courtesan may not be engaged in any other activity (i.e. combat, spell casting, etc.) while dancing, so this ability is often used in support of the courtesan's allies while they are fighting. This is an extraordinary ability.

Any foe who can see the courtesan while she dances must make a Will save (DC 10 + the courtesan's class level + her Charisma modifier). If the roll results in a failure, then the target is distracted by her, and receives a -2 to all rolls for one full round. If the target was affected by the courtesan's dance on the previous round, he must make another Will save at a -2 penalty, and if this roll fails, he is *stunned* (see DMG, p. 85) for one round. While there are no further penalties to the target's Will save, the -2 penalty remains until he succeeds in ignoring the effects of the courtesan's dance.

Infatuation: At 7th level, the courtesan may cause any individual who has spent more than one full day in her presence to fall in love with her. The target must make a Will save (DC 10 + the courtesan's

class level + Charisma modifier). Targets who are already under the effects of the courtesan's seduction ability receive a -3 penalty. If the roll is a failure, then the target is in love with the courtesan, and behaves as if he is under the effect of a *charm* spell. This effect lasts 1d6 days + the courtesan's Charisma modifier. At the end of this period, the target may make another Will save at the same DC as the previous roll, but with a +3 bonus. If the roll succeeds, the target is no longer *charmed*, but if the roll is a failure, the effects continue for another 1d6 days + the courtesan's Charisma modifier. Subsequent rolls receive a cumulative +3 bonus.

A target that was previously infatuated with the courtesan receives an additional +3 bonus to his saves for every time that the courtesan successfully used this ability on him. The GM may also give further bonuses if the courtesan mistreats or abuses her relationship with the target. An especially cruel or thoughtless action by the courtesan during the period in which her target is infatuated may also trigger a Will save.

The target's Will save is voluntary. Should the player (in the case of a player character) or GM (in the case of an NPC) decide that the target would prefer to remain in love with the courtesan, the save need not be made.

A courtesan may use this ability multiple times, but may have no more infatuated targets at any one time than her Charisma modifier.

Mistress of Desire: At 10th level, the courtesan can cause those who are under the effects of her infatuation ability to fall permanently (or nearly so) in love with her. An infatuated target receives a Will save (DC 10 + the courtesan's class level + Charisma bonus). If the roll is a failure, the target remains in

love with the courtesan, and can only make a Will save to break free from her influence once per year. Unlike the infatuation ability, this roll becomes harder every time it fails. After one year, the target receives a -3 penalty, after two years the penalty rises to -6, and so on until the target successfully saves.

As with the infatuation ability, however, the GM may still decree that the target can roll to end his romantic attachment to the courtesan if she treats him in a cruel or inconsiderate manner, and the GM may also allow bonuses to the roll depending upon the extremity of the courtesan's conduct. The GM may also allow the target to free himself of this ability's influence through magic or other extraordinary means. Once the target has successfully saved against this ability, and freed himself from his obsession, he is permanently immune to the courtesan's infatuation and mistress of desire abilities, although he is still vulnerable to her other, lesser abilities.

The courtesan may use this ability multiple times, but may only use it on individuals who are already under the effects of infatuation, and may have no more targets under her influence than her Charisma modifier.

Courtesan of Idra Spell List

Courtesans choose their spells from the following list:

1st level — *Change self, charm person, detect poison, hypnotism, rabbit feet*, sleep, spider climb.*

2nd level — *Alter self, cat's grace, commanding presence*, darkness, enthrall, intoxicate*, suggestion, undetectable alignment.*

3rd level — *Deeper darkness, emotion, invisibility, nondetection.*

4th level — *Dominate person, improved invisibility, poison, Rie's dance of seduction*.*

Table 3-1: Courtesan of Idra

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day			
						1	2	3	4
1	+0	+0	+2	+2	Amorous performance, seduction	0	—	—	—
2	+1	+0	+3	+3	Amorous suggestion	1	—	—	—
3	+2	+1	+3	+3	Seduction 2/day	1	0	—	—
4	+3	+1	+4	+4	Dance of Desire	1	1	—	—
5	+3	+1	+4	+4	Amorous suggestion 2/day	1	1	0	—
6	+4	+2	+5	+5	Seduction 3/day	1	1	1	—
7	+5	+2	+5	+5	Infatuation	2	1	1	0
8	+6	+2	+6	+6	Amorous suggestion 3/day	2	1	1	1
9	+6	+3	+6	+6	Seduction 4/day	2	2	1	1
10	+7	+3	+7	+7	Mistress of Desire	2	2	2	1

Leaders

Because the true leader of the Courtesans of Idra is unknown, both of the suspected leaders are outlined below. While remembering that the actual leader may be neither of these woman is important, both are almost certainly heavily involved in the organization at some level.

Amga the Witch

Class/Level: Rogue 2/Sorcerer 16

Sex/Race: Female human

Height/Weight: 5 ft. 3 in./180 lbs.

Challenge Rating: 18

Hit Dice: 2d6+16d4+18

Hit Points: 63

Initiative: +2 (Dex)

Speed: 30 ft.

Armor Class: 17 (+2 Dex, +5 ring of protection)

Attacks: +13/+13/+8 melee (+3 shortspear) or +12/+7 (darts)

Damage: 1d8+4 (plus 1d10 electrical on successful critical), shortspear; 1d4+1, darts

Special Attacks: Spells, sneak attack +1d6

Special Qualities: Evasion, familiar (owl)

Alignment: Neutral

Saves: Fort +6, Ref +10, Will +11

Abilities: Str 12, Dex 15, Con 13, Int 18, Wis 13, Cha 18

Skills: Alchemy +8, Appraise +8, Bluff +11, Concentration +7, Decipher Script +11, Disguise +11, Escape Artist +7, Forgery +8, Gather Information +12, Innuendo +9, Knowledge (arcana) +8, Knowledge (Ghelspad political intrigue) +9, Listen +10, Move Silently +10, Open Lock +7, Profession (courtesan) +9, Read Lips +9, Scry +12, Search +9, Sense Motive +9, Spellcraft +8, Spot +10.

Feats: Alertness, Brew Potion, Combat Casting, Enlarge Spell, Forge Ring, Quicken Spell, Silent Spell, Still Spell.

Possessions: +3 shocking burst shortspear of speed, masterwork darts (x15), +5 ring of protection, rod of security, rod of negation, staff of passage (47 charges).

Sorcerer Spells Known (cast per day): 6/7/7/7/7/6/6/5/3:

0 — *Dancing lights, daze, detect magic, detect poison, ghost sound, mage hand, prestidigitation, read magic, resistance*

1st — *Change self, charm person, comprehend languages, disappear, hypnotism*

2nd — *Darkvision, detect thoughts, invisibility, knock, whispering wind*

3rd — *Clairaudience/clairvoyance, mind raid, nondetection, suggestion*

4th — *Arcane eye, improved invisibility, scrying, Tevikk's creeping eye**

5th — *Leomund's secret chest, permanency, prying eyes, teleport*

6th — *Analyze dweomer, legend lore, true seeing*

7th — *Phase door, sequester*

8th — *Screen*

Background

Amga is one of a long line of witches in a tiny town in southeastern Albadia called Idrian. The town takes its name from a confusing and vague legend that connects the village wise-woman, or "witch," to Idra. This witch seems to serve very little purpose in the lives of the local people, but is never-

theless well respected in the community, almost to the point of worship. At age 66, Amga the Witch lives all by herself in a tiny cottage at the edge of Idrian. Though she has no family and has yet to find a young local sorceress to carry on the witch tradition after her, she is still in excellent health and travels extensively all over Ghelspad.

When and how Amga became involved with the Courtesans of Idra is hard to say, especially since Amga herself claims to have never heard of them. This statement in itself is ridiculous, however, as Amga is highly proficient in all manner of information gathering, especially through magical means. Very little intrigue and power play goes on in Ghelspad of which Amga is not aware. It is unthinkable that she never heard of the Calastian



witch-hunt, in which so many of her countrywomen died for being alleged courtesans.

Also, in addition to her supposed connection to Idra, her magical secret gathering, and her extensive travel, the vigils have observed Amga to hold secret meetings with Idraia, the Albadian high priestess of Idra. Idrianan villagers refuse to talk about Amga and her activities, but she definitely interacts very little with the rest of the village. They bring her food, keep her house repaired, and ask for her blessing on their babies, but she has never been observed to do fortune telling, healing, midwifery, or any of the other things one might expect a "wise woman" to do for her village.

Rumors gathered about Amga from surrounding towns vary widely, but all of them associate Amga with the courtesans in some way, including even the belief that Amga is not really mortal and is in fact Idra herself in disguise. The vigilants believe that she probably holds some kind of high leadership position in the organization.

Roleplaying

In manner and bearing, Amga goes to a great deal of trouble to seem like any other quaint village fortune teller. She falls into trances while speaking, babbles nonsense at odd intervals, and never gives a straight answer. She speaks largely in riddles and obscure metaphors and tends to answer questions with questions. When she tires of a conversation, she disappears without a trace, sometimes in the middle of a sentence.

If she behaves this way all the time, it is quite possible that she is a little bit mad. The vigilants who have met her, though, believe that this is entirely an act to fool the foolish and that, in the company of those she trusts, Amga acts like any other remarkably intelligent and knowledgeable old woman. Yet no one knows this for certain. She may, in fact, be mad.

In spite of this, Amga is extremely likable, with a surprising and subtle sense of humor. She dominates any room she enters, and to all appearances loves to be the center of attention.

Combat

Amga hates to fight and avoids it at all costs. In general, she will use magical means to run away from any battle. If somehow forced to stay and fight, she will use *improved invisibility* and her powerful magical shortspear, but she will always flee at the first possible moment. If she must kill her opponent, Amga prefers to do so with ranged weapons from hiding. Amga travels alone and seems to have few loved ones, if any, so it cannot be stated with any certainty whether she would abandon an ally in combat.

Idraia, High Priestess of Idra in Albadia

Class/Level: Bard 3/Cleric 12

Sex/Race: Female human

Height/Weight: 5 ft. 11 in./185 lbs.

Challenge Rating: 15

Hit Dice: 3d6+12d8+30

Hit Points: 95

Initiative: +2 (Dex)

Speed: 30 ft.

Armor Class: 12 (+2 Dex)

Attacks: +12/+7 and +8/+3 melee (*rod of flailing*)

Damage: 1d8+5/1d8+4, *rod of flailing*

Special Attacks: Spells

Special Qualities: Bardic music (all but *inspire greatness*), bardic knowledge, turn undead, domain-granted powers (*Entrancement*, *Secrets*)

Alignment: Neutral

Saves: Fort +11, Ref +9, Will +15

Abilities: Str 14, Dex 15, Con 15, Int 21, Wis 18, Cha 18

Skills: Appraise+12, Bluff+11, Craft (sewing)+12, Decipher Script+12, Diplomacy+11, Disguise+12, Gather Information+13, Heal+11, Innuendo+10, Knowledge (people of Ghelspad)+14, Knowledge (religion)+12, Listen+11, Perform (amorous)+14, Profession (courtesan)+12, Scry+12, Search+9, Sense Motive+13.

Feats: Brew Potion, Craft Rod, Craft Wondrous Item, Endurance, Exotic Weapon Proficiency (dire flail), Forge Ring, Leadership (21).

Domain-Granted Power, Entrancement (Su): The cleric has the supernatural ability to gain an enhancement bonus to Charisma that is equal to her class level. Activating the power is a free action and the power is usable once per day. This power lasts for a length of time necessary to use the bonus granted on a single roll. Thus, it may last an entire evening if used on a Diplomacy roll during a dinner, or but a single round if used to augment a turn undead attempt.

Domain-Granted Power, Secrets (Su): Once per day, clerics of secrets can receive a truthful answer to any single question. The question can be asked only of characters who share a language with the cleric. The person questioned may omit information or word her answer in a misleading manner, but she must answer and cannot lie. Characters of level equal to or greater than the cleric get a Will save (DC equal to 10 + the cleric's Charisma modifier + one-half the cleric's level) to refuse to answer, but they still cannot lie.

Possessions: +2 ghost touch dagger of defense and frost, rod of flailing, potion of alter self, ring of mind shielding, wand of light.

Cleric Domains: Secrets, Entrancement (see *The Divine and the De-feated*)

Cleric Spells Per Day: 6/6+1/5+1/5+1/4+1/3+1/2+1.

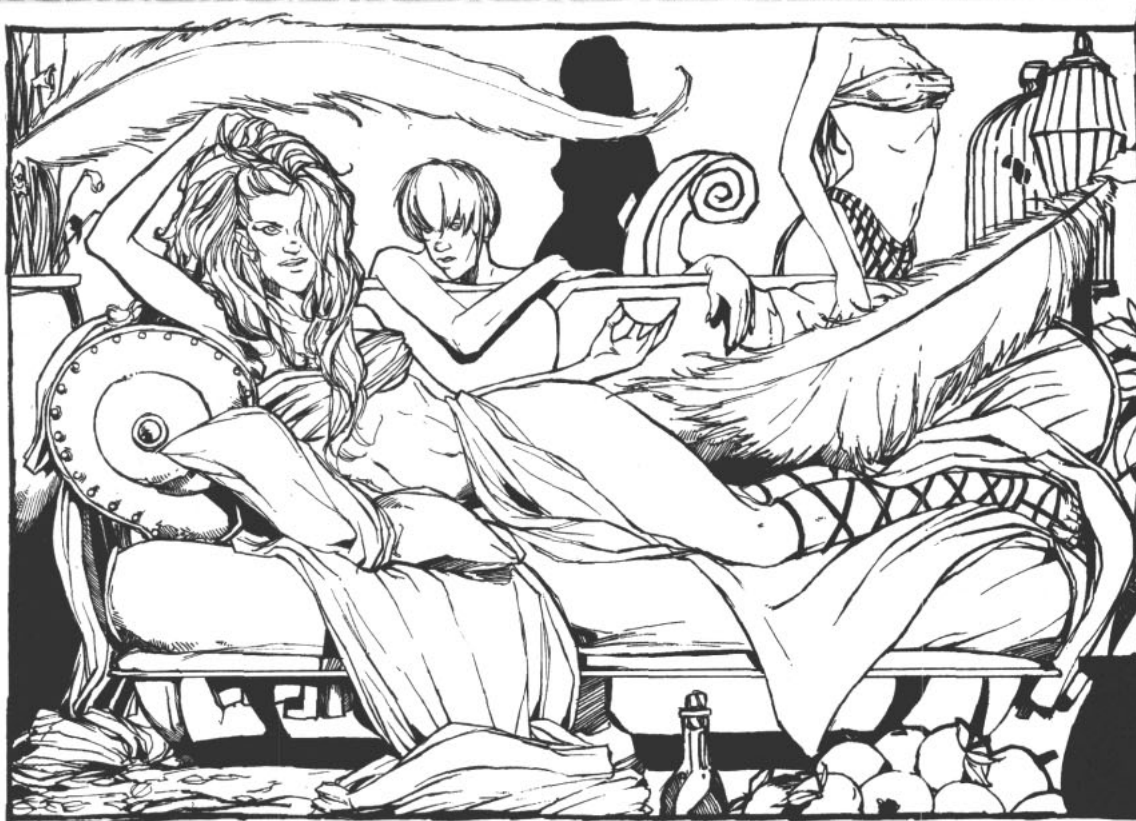
Bard Spells Known (cast per day): 3/2:

0 — *Dancing lights*, *daze*, *ghost sound*, *mage hand*, *prestidigitation*, *read magic*

1st — *Disappear*, *feather fall*, *grease*

Background

Even discounting her alleged association with the Courtesans of Idra, Idraia is probably the most powerful of Idra's priestesses in all of Ghelspad. The temple of the sex goddess in the Albadian capitol is the largest of Idra's places of worship, and the priestesses and priests there provide religious services unequaled on the whole continent.



Idraia has spent years earning the right to direct and oversee all such services, giving her not only access to vast amounts of monetary “offerings,” but also a unique position of influence with many wealthy and powerful people. Those with positions and reputations to maintain will go to a great deal of trouble to ensure that no one discovers their “worship” in Idra’s temples. Idraia is adept and subtle when taking full advantage of all information in her possession.

A devoted priestess, Idraia herself still often ministers to the needs of her congregation in person. She loves Idra’s work with all her heart and even at the age of 43 cannot draw herself away from her close connection with all of Idra’s children. Indeed, Idraia is still so skilled and lovely that some of the temple’s patrons refuse to explore Idra’s specialized form of religious ecstasy with any but the high priestess herself.

When asked about the Courtesans of Idra, Idraia usually replies that of course she runs the organization. She goes on, however, to describe a perfectly ordinary — if extremely selective and well trained — guild of traditional courtesans. This smaller, simpler organization does indeed exist and has an academy in Yorek, Albadia. What connection the two groups have to one another is unknown, but to all outward appearances, the second Courtesans of Idra are no more than what they claim to be: skilled and expensive prostitutes. Idraia suggests that the other group is only a myth.

She does, though, hold a surprising amount of power for her social station. She often receives important visitors from all over Ghelspad — some

openly and some in secret — and she has been observed to hold clandestine meetings with Amga the Witch. Certainly, Idraia’s sphere of influence extends far outside the ordinary for one who is really little more than a glorified madam.

Roleplaying

In personality, Idraia is warm, friendly, humorous, and insatiable. She loves visitors of all kinds and could charm the horn off a Hornsaw unicorn. Her generous hospitality is notorious, but she is also a very busy woman, so audiences must be planned well in advance. Donations to the temple are not required to speak with the high priestess, but as three separate vigilants discovered, Idraia can be very convincing about the worthiness of her cause. The vigils suspect that she is far more intelligent than she lets on.

Combat

In addition to being constantly surrounded by a temple full of devout followers, Idraia appears to have a pet 14th-level half-orc barbarian named Droag, who ensures that she need never engage in combat. What Droag lacks in charm and subtlety, he makes up for with a very large axe.

The few who could get past Droag and the other Idran clergy would face in Idraia a highly skilled enchantress, and they would probably end up leaving quietly after making a sizable donation to the temple. If forced actually to fight, Idraia is skilled with a *rod of flailing*, which she uses to her best advantage.

Cult and Order of Ancients

Number of Members: 25,000 (appx. 20,000 Belsamites and 5,000 traditionalists)

Alignment: Chaotic evil (Belsamites), neutral (Traditionalists)

Regions of Influence: Major cities across Ghelspad

Primary Activities: Assassination, information gathering, spying, kidnapping

Description

"The Cult of Ancients are Belsameth's chief enforcers. Belsameth walks among the Order's members twice a year during full moons. Being so near the goddess drives some members mad. In the Order of Ancients, this is considered a blessing, and the afflicted are sacrificed to the patroness's appetite during the next full moon.

"Composed of assassins, rogues, and some sorcerers, the members of the Order cultivate their lives to fit the mold established by their goddess. Outsiders sometimes complain about the costs of hiring the Order, but any who pay the exorbitant fees can expect the elimination of their target. Belsameth supposedly sets high fees on some leaders' heads, whispering this information to her servants through their dreams when the moon is full. Why Belsameth wants certain people left alive is another mystery of the goddess of trickery, but one assumes Belsameth has some plot under way revolving around the person."

— from *The Divine and the Defeated*, by high priest of Corean, Emili Derigesh

Much of what Derigesh writes in this passage is correct, but he also perpetuates many of the stereotypes, misunderstandings, misinterpretations, and outright lies that surround this most nebulous of organizations, the infamous Cult of Ancients.

The average citizen of Ghelspad sees the Cult of Ancients as nothing more than a bloodthirsty cabal of black-hearted murderers, slaughtering innocents in the name of their dark goddess Belsameth. This is true in part, but comes nowhere near being a full and true description of the Ancients. Likewise, most people use the terms "Cult of Ancients" and "Order of Ancients" interchangeably, thinking the Order to be nothing more than a semi-legal face for the cult's activities. Again, this does not come close to the full story.

In truth, three separate groups fall under the banner Cult of Ancients: the Order of Ancients, a society devoted to the acquisition of power based on the teachings of the lost Ancients civilization; the traditional Cult of Ancients, the very picture of the honorable assassin; and the Belsamites, the savage

murderers of which most people are thinking when they speak of the Cult of Ancients.

Organization

The Order of Ancients

The Order has little to do with either faction within the cult nowadays, seeing both sides as traitors to the Order's tenets. The Order has a vast and complex hierarchy of power, with every member wearing an obscure title taken from some Ancients text. Their actions are steeped in mystery and ritual.

In truth, the Order long ago abandoned their intensive research into the Ancients, becoming little more than a gentleman's club for Ghelspad's rich and powerful. They are much more like a secret social group than true explorers into the occult mysteries of Ghelspad. Yet their collection of books and artifacts and amassed knowledge of the Ancients — and indeed many other topics uncovered through their once exhaustive research — is unrivaled anywhere on Ghelspad, and they still maintain a number of sages well-versed on their researches. Anyone seeking answers or information on a wide variety of topics would be well advised to seek the council of the Order of Ancients, though they will not get through the front door unless they are dressed impeccably of course.

The Cult of Ancients, Traditionalists

The traditionalists maintain no hierarchical command structure; only personal achievement and ability set the assassins apart.

The Cult of Ancients, Belsamites

Despite their violent nature, the Belsamites maintain a complex and rigid command structure more like a religious hierarchy than what one would expect from a group of murderers. Talina Som is the absolute and undisputed mistress of the Cult, second only to Belsameth herself. She is surrounded by a number of Belsamite clerics who act as her intermediaries, using their magics to communicate her wishes to cultists all across Ghelspad. Her will is carried out by an elite group of half-fiend assassins, many of whom serve with individual chapters, and also serve her in more disturbingly intimate ways — or so some members of the cult suggest in hushed and fearful tones.

Each chapter house is commanded by a housemaster who is often a multi-classed assassin/cleric. The housemaster coordinates the contracts and assigns them to her assassins. Among the rank and file there is also a definite hierarchical structure based on number of kills and personal power — not to mention many in-fighting power blocks, gangs, and factions among the assassins themselves.

History

The Order of Ancients was an organization that arose in the years immediately following the Titanswar. The founders of the Order were men born to wealth and power who had seen their world — and indeed their fortunes — ravaged by the Titanswar. In the post-war chaos of Ghelspad, they saw a power vacuum and set about finding a way to fill it. They decided the best way to do so was to collect and master the lost power of the mysterious civilization that they chose to call “The Ancients.” Exactly who these Ancients were has remained a closely-guarded secret: some believe that they were a civilization that predated the Ledean Empire; others that they were related to the Slarecians, who were sometimes known as the Ancient Ones.

Many of the Order’s ancestral homes were converted to chapter houses and others were constructed where no appropriate dwelling existed. These chapter houses were fortified bastions of knowledge, learning, and exploration. Along with these citadels of learning, they also set up a massive continent-spanning intelligence gathering network to locate all information on the Ancients. Within a few decades, they had the largest collection of artifacts, texts, and documents both by and about the Ancients’ civilization on all of Ghelspad. Mixed in with these artifacts, however, were some darker items, including a particularly unholy Slarecian text.

This book — the name of which translates roughly as *The Power of Death* — detailed hundreds of

ways in which one could gather tremendous power through the art of murder. Most of the members of the Order turned their backs on this dark knowledge, but some were not so virtuous. A small number of the Order embraced the foul depths of that unholy text and extracted its secrets, quickly mastering the unhallowed art of assassination.

The upstarts were expelled from the Order, but with their network and contacts already in place, this action was of little consequence to them. Branded a cult by their ex-brethren, they embraced the moniker “Cult of Ancients” and rapidly set about building up their own organization. Where the Order of Ancients sought to uncover the secrets of the lost civilization, the Cult craved only personal power and wealth — and they gained both.

About 65 years ago, a schism began in the Cult of Ancients. The Cult had gained great wealth and power in a few short decades and was growing much more cultured and sedate, eschewing its history of bloodthirsty murder and growing content in the trappings of wealth and comfort, much as the Order of Ancients had done before. Yet a large faction within the Cult was not so ready to give up its bloodthirsty ways.

For many years, the number of Belsameth worshippers in the cult had been growing steadily, and it was easy enough for this Belsamite faction to seize most of the cult’s assets in an infamous purge, known as the Night of Terror, putting many of the traditional cultists to death in the name of the dark goddess. Their ranks have been supplemented by a



growing number of half-fiend cultists, the result of unholy couplings between cult members and outsiders, or of sadistic experimentation by Talina Som and her minions.

Since that time, the number of traditionalists has steadily dwindled and the number of Belsamites increased. The Belsamites despise the traditionalists, whom they see as weak traitors to the Cult's ideals. These bloodthirsty murderers are the very hand of Belsameth given flesh, killing for their dark goddess and the simple joy of bringing death.

The traditionalists are every bit the image of the gentleman assassin, often more swashbuckler than slayer. Surprisingly, they know the value of human life, normally down to the penny, which is why they charge so much for their services. Even the greatest of their number normally owns less than thirty kills to her credit. Few if any of their number are irredeemably evil, and none are Belsameth worshippers. They hate and rightly fear the Belsamites, whose seek their utter annihilation. Their leader (or factorum), Naxos, is an accomplished rogue and assassin, and has managed to keep the group together despite the Belsamites' best efforts.

Locations

The Order of Ancients

The Order maintains houses in virtually all major cities of Ghelspad. These dwellings are normally old noble manor houses and invariably in the best sections of town. Well defended both by magical and mundane methods, it is a true test of skill indeed to breach such a house uninvited.

The typical chapter house is an imposing stone affair surrounded by high walls. Inside there is normally a great hall from which other rooms lead. The largest and most populous rooms are the library, which contains the collection of artifacts as well as books both magical and otherwise; the dining hall; and the lounge. An Order lounge is invariably a huge, oak-paneled affair littered with huge leather armchairs arranged about a number of imposing fireplaces. Members of the Order may normally be found here indulging in fine liquor and tobacco, reading some volume of ancient lore, or simply snoozing by a warm fire. A surprising number of significant business deals are conducted in these lounges, as virtually every senior member of every major merchant house and guild belongs to the Order.

As well as the aforementioned rooms, every chapter house also contains a sanctuary, the ornate room in which the Order's ceremonies and rituals occur. These rituals are rarely of a magical nature, though a few times in the past the Order has stumbled across some long-forgotten genuine Ancients ritual, often with unexpected and disastrous results. The sanctuary is normally located in either an attic or basement space that can be reached only by passing several guards and accessing many hidden and secret doors.

The Cult of Ancients, Traditionalists

The traditionalists maintain no central headquarters or base of operations. Instead, they work out of independent cadres in virtually all cities and major settlements of Ghelspad. A cadre normally purchases a decent house in a decent section of town out of which to operate. This house will always be utterly average in appearance with absolutely no secret signs or sigils of any sort to give it away. Cult business is never conducted within the cadre house.

The Cult of Ancients, Belsamites

The ruling Belsamite faction of the cult always operates in secret. They often maintain several safe houses and bolt holes in a city, always in cellars, sewers, ruins, and other hidden locations. They operate in the shadows and return to them when their dark work is done. Unlike the traditionalists, who maintain a moral code precluding them from killing anyone but their intended target in the course of an assignment, the Belsamites have no such code and will often murder entire families or burn a whole house to the ground to get a single target within.

The headquarters of the Belsamite faction is the Temple of Shadows, hidden in the maze-like back streets of Shelzar. From without, the Temple appears as nothing more than one of a thousand common pleasure-houses, and indeed it is one. Yet beneath the building lies the temple proper. A sprawling complex, the Temple of Shadows exists in a long-forgotten maze of tunnels and catacombs. These tunnels reach beneath virtually every building and street of Shelzar and allow the assassins an unrivaled method of traveling throughout the city unseen. The central area of the Temple of Shadows is the Chamber of Whispers, the nexus point from which Talina Som controls her empire of death. Enthroned on her dais, she sits in quiet contemplation surrounded by her demonic minions, listening to the whispers of Belsameth, ever ready to do her mistress's dark bidding.

Members

Willoz: Typical of Talina Som's new crew of half-fiend cultists, Willoz is dedicated, heart and soul, to both the Whisper and to Belsameth herself. Though he might be considered handsome, Willoz nevertheless exudes an aura of utter repulsiveness, making most who encounter him feel deeply uncomfortable and nervous. He sports a pair of wings that he normally keeps concealed beneath a cloak, and wears a specially-designed suit of leather armor to accommodate them.

Willoz devotion to his two mistresses is absolute, and he will never act without Talina Som's express approval. He is no fool, and does not needlessly expose himself to risk. Lately, he has been tasked with hunting down and exterminating the surviving traditionalists, who have been causing Talina Som a great deal of trouble. Though Willoz enjoys combat and killing, he often acts through his subordinates, using human or halfling rogues and assassins to test out his

foes, then attacking himself, hoping to catch the enemy while they are confused. He is also fond of poison, and enjoys watching his victims suffer.

Willoz, male half-fiend Rog7/Asn3: CR 12; Size M (6 ft., 0 in. tall); HD 10d6+20; hp 60; Init +6 (+6 Dex); Spd 30 ft., fly 30 ft. (average); AC 24 (+6 Dex, +7 armor, +1 natural); Attack +12/+7 (1d6+5 *mace of terror*) melee; SV Fort +5, Ref +13, Will +5; SA Sneak attack +6d6, death attack, contagion, poison (3/day), unholy blight; SQ Evasion, poison use, uncanny dodge (+1 vs traps), desecrate, darkness 3/day, darkvision, immune to poison, resistances; AL LE; Str 16, Dex 23, Con 15, Int 17, Wis 15, Cha 8.

Skills: Balance +15, Craft +11, Decipher Script +10, Disguise +5, Escape Artist +16, Forgery +11, Hide +13, Innuendo +11, Intuit Direction +12, Jump +18, Listen +14, Move Silently +26, Spot +14, Tumble +26.

Feats: Alertness, Blind-fight, Dodge, Track.

Resistances: As a half-fiend, Willoz has acid, cold, electricity and fire resistance of 20.

Possessions: *Mace of terror*, +5 leather armor.

Assassin Spells Known (cast per day: 2/1):

1st – Obscuring mist, spider climb

2nd – Alter self

Deadeye: Some say that this mute, fleshless creature is actually the long-dead remains of none other than the infamous assassin Nevak, who bears the artifact called the *Eye of Death* and continues to serve Belsameth for eternity as an undead enforcer — but no one truly knows. Whatever his name before while living, since his unclean resurrection as an undead he has become synonymous with the artifact he bears and is known simply as Deadeye.

Deadeye is quite possibly the most efficient and deadly assassin in all of Ghelspad. He is incessant and ruthless, lacking sympathy or concern for any living creature. He tirelessly tracks his targets for as long as is required, never eating and never sleeping. He prefers to strike from hiding, felling his target with a well placed arrow and then fading back into the shadows. He wears a high pair of riding boots and elbow-length gauntlets. By wrapping himself in a voluminous hooded gray cloak, he easily passes for a normal man and blends into any crowd.

Unlike a normal skeleton, Deadeye possesses a rather keen and perceptive intellect. Though he cannot speak, he has little trouble making himself understood, often through specific and violent gestures.

His prized possession is a *quiver of Ehlonna*, which he keeps safely stored in the protective embrace of his ribcage. This quiver holds his enchanted bow and quite probably the largest single collection of *arrows of slaying* anywhere on Scarn. He has arrows for virtually every race and many powerful monsters. When he accepts a contract, his first task is normally to seek out an appropriate *arrow of slaying* if he does not already own one.

Deadeye is fanatically loyal to both Talina Som and Belsameth, but he demands the same payments for his assassinations afforded every member of the cult. What he does with his payment is unknown, but many surmise that he must have a sizable cache of wealth stashed somewhere.

Deadeye, Undead Skeletal Assassin, Ftr2/Rog5/Asn7: CR 15; SZ M Undead (5 ft. 10 in. tall); HD 14d12; hp 101; Init +9 (+5 Dex, Improved Initiative); Spd 30 ft.; AC 20 (+5 Dex, +2 natural, +3 ring); Atk +12 melee (1d4+2, claws) +18/+13 ranged (1d6+5, +3 *composite short bow of distance*); SA Sneak attack +7d6, death attack, slaying arrow, poison use, spells; SQ Evasion, uncanny dodge (Dex bonus to AC, can't be flanked, +1 vs. traps), +3 save vs. poison, skeleton key; AL CE; SV Fort +6, Ref +12, Will +5; Str 14, Dex 21, Con —, Int 16, Wis 14, Cha 14.

Skills: Balance +13, Climb +10, Craft (bowyer/fletcher) +8, Decipher Script +6, Disable Device +15, Disguise +20, Hide +20, Intimidate +10, Jump +7, Listen +10, Move Silently +21, Open Lock +23, Spot +10, Tumble +10, Use Magic Device +7.

Feats: Far Shot, Improved Initiative, Point Blank Shot, Precise Shot, Rapid Shot, Shot on the Run, Track.

Slaying arrow, living creature: Once per year, Deadeye may remove the ulna from either of his forearms and fire it from his bow. This bone suffers a -4 attack penalty but functions as an slaying arrow against any living creature it strikes. He may replace these bones with those from any human corpse.

Skeleton key: The tip of Deadeye's right index finger is cut and filed into the form of an intricate key that he may use to aid in any Open Lock checks, granting the full benefit of a set of masterwork thieves' tools.

Possessions: +3 *composite short bow of distance*, *The Eye of Death* (see below), *quiver of Ehlonna*, *slaying arrows*, +3 *ring of protection*.

Assassin Spells Known (cast per day: 3/2/2):

1st – Detect poison, ghost sound, obscuring mist

2nd – Darkness, pass without trace

3rd – Deeper darkness

Leaders

Talina Som, Whisper of Belsameth, female human, Rog9/Clr7 (Belsameth): CR 16; M (5 ft. 4 in. tall); HD 9d6+7d8; hp 79; Init +10 (+6 Dex, Improved Initiative); Spd 30 ft.; AC 23 (+6 Dex, +7 amulet); Atk +21/+16/+11 melee (1d6+4, *wormtongue*); SA Sneak attack +5d6, death touch, spells; SQ Curse of life, evasion, uncanny dodge (Dex bonus to AC, can't be flanked), turn or rebuke undead; AL LE; SV Fort +8, Ref +14, Will +11; Str 12, Dex 22, Con 10, Int 16, Wis 16, Cha 17.

Skills: Bluff +24, Concentration +15, Diplomacy +12, Disguise +20, Escape Artist +22, Hide +24, Intimidate +20, Knowledge (religion: Belsameth) +18, Move Silently +24, Open Lock +21, Scry +13, Sense Motive +14, Spellcraft +10.

Feats: Improved Initiative, Leadership, Skill Focus (Bluff), Skill Focus (Hide), Skill Focus (Move Silently), Weapon Focus (short sword), Weapon Finesse (short sword).

Curse of Life (Ex): The Whisper of Belsameth cannot die. If brought to zero hit points, she merely fades away, only to reform an hour later in her fortress. Each time this power is used, Talina loses one point of Constitution permanently.

Domain-granted Power, Death (Sp): Once per day, Som can use a *death touch*. To use the ability, she must succeed at a melee touch attack against a living creature, then roll 7d6. If her total equals the victim's current hit points, he dies.

Domain-granted Power, Trickery (Su): Bluff, Disguise, and Hide are class skills.

Possessions: *Wormtongue**, *amulet of ghost armor**, clothing for latest disguise, ceremonial robes.

As an evil cleric, Som may switch a spell for the appropriate *inflict* spell.

Cleric Spells Prepared (6/5+1/4+1/3+1/1+1; Domains: Death, Trickery):

0 — *Bleeding disease**, *detect magic*, *detect poison*, *inflict minor wounds*, *read magic*, *resistance*

1st — *Bane*, *detect good*, *doom*, *grim feast**, *inflict light wounds*, *protection from good*

2nd — *Assassin's senses**, *commanding presence**, *Enkili's prank**, *hold person*, *inflict moderate wounds*

3rd — *Bestow curse*, *Chardun's torments**, *inflict serious wounds*, *sacred weapon*

4th — *Death ward*, *unholy channel**

When a young girl soaked in blood and clutching a gory dagger staggered into his chapter house one night, the Cult of Ancients housemaster had no idea that he was fulfilling a greater destiny. Soon, guided by visions from Belsameth herself, the girl, named Talina Som, had become the leader of the entire organization and guided it to even greater prominence. Today, she leads her assassins with near-supernatural prescience, and it is said that Belsameth herself whispers softly to her at night.

Full statistics for Talina Som can be found in *The Wise and the Wicked*.

Antinus Estos: A gentleman-scholar whose parents fled Calastia during King Virduk's coup, the current Master Researcher of the Order of Ancients lives in Shelzar, where he maintains the group's headquarters, an extensive manse with sprawling grounds and a large underground level where many of the order's books are kept. This collection of information on the Slarecians and pre-war Scarn is one of the most complete in private hands, exceeded only by that of Yugman the Sage. In fact, Antinus holds the only original copy of *The Power of Death* in existence — those kept by the library at Lokil and by the Belsamites are only transcriptions.

Antinus Estos, Master Researcher, Order of Ancients, male human, Ari5/Exp6: CR 9; Size M (5



Naxos,

Factorum of the Ancients

ft. 10 in. tall); HD 5d8+ 6d6+11; hp 65; Init +1 (Dex); Spd 30 ft.; AC 11 (+1 Dex); Atk +6/+1 melee (1d4-1, dagger); SV Fort +4, Ref +4, Will +10; AL N; Str 9, Dex 13, Con 12, Int 17, Wis 12, Cha 15.

Skills: Alchemy +4, Appraise +8, Balance +10, Bluff +6, Craft +6, Decipher Script +12, Diplomacy +6, Disable Device +12, Gather Information +12, Handle Animal +8, Hide +6, Innuendo +9, Knowledge (ancient languages) +11, Knowledge (history) +11, Listen +11, Move Silently +1, Ride +10, Search +5, Sense Motive +8, Speak Language +8, Spot +10, Use Magic Device +7.

Feats: Alertness, Mounted Archery, Mounted Combat, Point Blank Shot, Skill Focus (Alchemy), Skill Focus (Gather Information), Skill Focus (Ride).

Possessions: Numerous valuable historical and magical texts.

Minor Artifact

The Power of Death

Description: Long ago, the wicked Slarecians committed their knowledge of the craft of death and assassination to this book, of which only a single true copy now exists. Other versions of the book can be found, but these are only facsimiles and have none of the listed powers. Physically, this heavy tome is bound in a hard black substance that might be the scales of an ancient dragon, demon, or godling, and it is bound with hard, black iron. A large silver glyph in the Slarecian language is inscribed into the cover, and the book will only open if the glyph is correctly identified.

Powers: Identifying the glyph to open this ancient Slarecian tome requires a Knowledge (ancient languages) or Knowledge (arcana) check (DC 28). Once opened, the tome can only be read by those who know the Slarecian tongue or with a successful Knowledge (ancient languages) check (DC 26). Anyone who reads this book can become an assassin (see DMG, page 29) without undergoing the special requirement of killing someone for no other reason than to join the assassins. In addition, anyone who possesses the book and reads it at least once per week can add +3 to her effective level when determining the result of an assassin's death attack. The book may provide other advantages, but so far no one has translated enough of it to discover what they are.

Class/Level: Rogue 8/Assassin 10

Sex/Race: Male human

Height/Weight: 6 ft. 1 in./175 lbs.

Challenge Rating: 18

Hit Dice: 18d6+18

Hit Points: 75

Initiative: +8 (+4 Dex, Improved Initiative)

Speed: 30 ft.

Armor Class: 21 (+4 Dex, +1 bracers, +2 amulet, +4 ring)

Attacks: +18/+13/+8 melee (+3 dagger of wounding) or +21/+16/+11 ranged (+3 light crossbow)

Damage: 1d4+4, +3 dagger of wounding; 1d8+3 plus poison, +3 light crossbow with poisoned quarrels

Special Attacks: Sneak attack +9d6, death attack, poison use, spells

Special Qualities: Evasion, uncanny dodge (Dex bonus to AC, can't be flanked, +3 against traps), +5 save vs. poison

Alignment: Lawful evil

Saves: Fort +7, Ref +15, Will +9

Abilities: Str 13, Dex 19, Con 12, Int 18, Wis 17, Cha 11

Skills: Appraise +5, Climb +21, Craft +4, Disguise +20, Escape Artist +25, Heal +11, Hide +24 (+34 with *cloak of elvenkind*), Knowledge (arcana) +12, Knowledge (nature) +6, Knowledge (poisons) +10, Knowledge (religion) +5, Listen +5, Move Silently +22, Perform +20, Profession (fisherman) +4, Read Lips +25, Ride +7, Search +25, Spot +25, Swim +24, Wilderness Lore +5.

Feats: Alertness, Improved Initiative, Mounted Archery, Mounted Combat, Point Blank Shot, Quick Draw, Weapon Focus (crossbow), Weapon Focus (dagger).

Possessions: +3 light crossbow, +3 dagger of wounding, +4 ring of protection, glove of storing, +1 bracers of armor, goggles of night, +2 amulet of natural armor, cloak of elvenkind, poisoned quarrels.

Background

The current leader — or in the older vernacular, the factotum — of the traditionalist members of the Cult of Ancients, Naxos lives a precarious existence. Not only does he sit at the head of a dangerous guild of assassins (gaining the enmity of countless Ghelspadians in the process), he is also the chief target for the traditionalists' hereditary foes, the dominant Belsamite faction. So far, he and his allies have managed to avoid destruction and preserve at least some semblance of the Order's old ways.

Naxos never stays in one place for long, moving from safe house to safe house while maintaining contact with loyal traditionalists through a series of codes, signals, and communications channels known only to him and trusted associates. All the same, Naxos must constantly contend with the Belsamites, and he has survived no less than ten attempts on his life. Talina Som in particular has called for Naxos' liquidation, knowing that his death would herald the final downfall of the traditionalists.

The traditionalists continue to take contracts and engage in what they consider to be the honorable pursuit of carefully planned, rationally executed assassination. They charge more than their Belsamite

rivals, but they guarantee that their operations will be carried out with the utmost discretion and subtlety. Many do not even know of the traditionalists' existence, but those who do have come to rely on their talents. It is rumored that even King Virduk, a well-known patron of Belsameth, has found occasion to hire members of Naxos' faction, but he is careful never to acknowledge this fact to Talina Som and her allies.

Combat

Naxos is as subtle as his order. He never fights unless in the pursuit of a contracted killing; at all other times, he prefers flight or escape, disabling or rendering opponents helpless and then slipping away. When not on assignment, he kills only when necessary, considering the deaths of innocents or those he is not contracted to kill to be gauche and distasteful.

When he is in action, however, Naxos is a killing machine, planning his actions for weeks or months, then striking quickly and without warning. Although he normally carries an enchanted dagger and crossbow, he uses whatever weapon is appropriate to the job. He prefers quick-acting poisons or carefully timed accidents, and he always prefers that his victims' deaths seem like accidents or the result of natural causes.

Spells and Items

Minor Artifact

The Eye of Death

Description: The *Eye of Death* was crafted many years ago by assassin-priests of the Cult of Ancients for their greatest slayer-hero, Hrothgard the Insatiable. To receive this gift, Hrothgard sacrificed his left eye, which was torn from his skull and eaten by the high priest in a dark and fortunately long-forgotten ritual. In place of his eye Hrothgard took the *Eye of Death*. It served him well for many years, but — as such things often do — the item in which he trusted his fate eventually led to his downfall.

One drunken night, Hrothgard grew brazen and foolish, bragging about his accomplishments and the powers of the *Eye*. A young cultist by the name of O'Lien — jealous of Hrothgard's success and himself emboldened by drink — slipped his knife between the old assassin's ribs and plucked the *Eye of Death* from Hrothgard's still-warm body. With his knife still dripping Hrothgard's blood, O'Lien cut out his own eye and replaced it with the *Eye of Death*. It was his for only a short time, though, before he also trusted too fully in its powers and fell in battle. Since that time, it has passed in and out of history and through the hands — and skulls — of many different owners.

For several years, the *Eye* was thought lost, but recently the *Eye* resurfaced in the possession of an undead assassin, one of the Cult's chief murderers. Since that time, this silent skeletal killer has stalked



the land, executing profane deeds for his masters, using the powers of the *Eye of Death* to strike from a distance with an arsenal of poisoned and magical arrows. The assassin is known as Deadeye, and draws his moniker from this dread artifact.

The main body of the *Eye of Death* is a massive and flawless snow-white pearl. Evenly spaced in the surface of the sphere are set four gems: a diamond, an emerald, a sapphire, and a jet. Despite its power, the *Eye of Death* is not well known and it might easily be dismissed as a curiosity, though quite a valuable one.

The spacing of the gems around the pearl's surface means that only one stone may be visible and in use at any one time. To switch stones, the *Eye of Death* must be rotated in the empty eye-socket. Switching faces of the eye is a standard action.

Powers: In order to function, the *Eye of Death* must be placed into an empty eye-socket. Each of the gem faces allows the bearer of the *Eye of Death* to employ a different type of vision: the emerald grants the ability to see the ethereal, the sapphire allows him to see invisibility, and the jet grants him darkvision (60 ft.). All of these types of vision extend to the full limit of the creature's normal range of vision. It is the diamond facet, however, that is of the greatest value for rogues and assassins, as it functions as a telescopic lens, doubling the distance from which a character may make a sneak attack with a ranged weapon.

Horsemen of Vangal

Number of Members: Approximately 24,000

Alignment: Chaotic evil

Regions of Influence: Plains and hills of Ghelspad

Primary Activities: Raiding, war, spreading the gospel of Vangal through mayhem and violence.

Description

"An apocalyptic cult. The horsemen are doomsayers and bearers of death and disease. Any society that values life drives the horsemen from its borders." These are the words of Emili Derigesh from his seminal work, *The Divine and the Defeated*. In this missive, he was echoing the sentiment held by the majority of Ghelspad's citizens, who see the horsemen as a ravaging horde of thieves, raiders, and pillagers who bring death and disease in their wake. Unlike many popular views of the groups described in this volume, this particular one is all too accurate.

The Horsemen of Vangal are indeed a massive army that revels in chaos, blood, and death. Their greatest leader, Galdor, has forbidden his horsemen from cleaning their weapons, thus encouraging horribly infectious wounds when they strike. Where the Horsemen go, terror and death follow in their wake, and their lord Vangal is well pleased.

While Galdor keeps a tight fist on those men closest to him, the further afield the Horsemen are from their leader, the more chaotic they become. The order of the army is abandoned in favor of the traditional life of pillaging and raiding that they have enjoyed for centuries.

Chief among the abilities of the Horsemen is their skill in riding and their almost unearthly talent for using bows from horseback. Whole armies have fallen to Horsemen without once lifting a sword in their own defense.

Organization

Organization is not the strong suit of a group that follows the god of chaos and mayhem. Groups of Horsemen form and break apart, split off and are reabsorbed. They range from a few dozen to the mighty horde of 13,000 that follows Galdor the Deathless as he ravages the Plains of Lede. The other two best known hordes are the band of about 8,000 that follows Vananda in the Perforated Plains, and the 3,000 who ride with Vangal's page, Hurak. All are fearsome bands of savage warriors, but the most dangerous and best known is that commanded by Galdor. Although their chaotic nature prevents the Horsemen from acknowledging a single leader (save their patron, Vangal), most feel that Galdor is the group's spiritual and temporal commander.

Until Galdor took command of the Lede Horsemen, there really was no organization to speak of.

Hundreds of independent tribes and clans traversed the length and breadth of Ghelspad, warring with each other as often as they raided or battled strangers. With Galdor's ascension, all that changed. Under his banner, tribes were absorbed and converted to the worship of the Ravager. Those who refused were slaughtered, and soon all the nomads of Lede were united under Galdor's leadership.

The basic unit of the Horsemen's army is the cell of 10 riders. Ten cells form a sentinel, ten sentinels comprise a regiment, and five regiments make a wing. At full strength, a 5,000 man wing is the largest single unit in the horde. Galdor currently commands three wings: the left wing, or eastern army (4,000); the right wing, or western army (4,000); and the center wing (5,000). The most feared regiment under Galdor's command is his personal house-guard, the Blackhearts. Though all manner of undead comprise the Blackhearts — many crafted from the remains of warriors sent against Galdor by his enemies — none match the strength and power of their master.

Two other major hordes ravage Ghelspad. The Vananda's army is somewhat smaller, consisting of two 4,000 man wings; while what Hurak's single-wing, 3,000 man army lacks in numbers, it more than makes up for in ferocity, spreading terror from the Bleak Savannah and into the surrounding regions.

Some Horsemen serve out of lust for battle, some out of fear of their leaders, some out of devotion to Vangal, most out of a combination of all these reasons — but the result is the same: a barbarous army, reveling in carnage and butchery, ready to kill and die for their master, their kin, and their god.

History

Since the Titanswar, and indeed for many generations beforehand, the nomads of the plains lived lives of poverty, even squalor. Even the most prosperous lived frugal lives, bereft of the luxuries and trappings of wealth common to the other peoples of Ghelspad. The men of the clans spent their time tending the herds and fighting. A man's survival, and by extension the survival of his family and his clan, depended on his skill as a warrior, his cunning as a raider, and the strength of his bow-arm. The easiest way to acquire horses and cattle — the only measurable unit of wealth among the clans — was to steal them from others, and the simplest way to tend them was with slaves taken on those same raids. The coming of Galdor changed this way of life irrevocably.

For generations without measure, the plainsmen worshipped a plethora of nature-spirits under the guidance of their shamans. In truth, these shamans were sorcerers and not priests at all, but even the shamans themselves did not know that they drew



their magic not from the spirits but from their own mortal frames. Principal among these nature-spirits was Tengri the Skymaster, whom the horsemen both feared in his aspect as the bringer of famine and disease, and venerated in his aspect as the master of strength and warfare. In the aftermath of the Titanswar, it was easy enough for dark priests of Vangal to murder these shamans and turn this worship of Tengri to that of Vangal, who embodied many of the same qualities. Various rumors claim either that Vangal himself slew Tengri and took his worshippers, or that Tengri now serves at Vangal's side as one of his most favored and bloodthirsty servants.

Still, though their raids became more frequent and bloody, the lifestyle of the Horsemen of Vangal differed little from that of their spirit-worshipping ancestors. To become a truly fearsome force, a power to be reckoned with, the Horsemen required a supreme leader to unite them. That leader was Galdor.

Infused with the power of Vangal, Galdor united the Horsemen clans under his banner. Those that would not join freely were conquered and forcibly integrated into the Horsemen's ranks. Those that would not submit to Galdor's rule were killed where they stood. Over time, he carved out an empire across the Plains of Lede, and his name struck fear into even the most powerful rulers' hearts.

It was not long before adversaries appeared to challenge Galdor's supremacy — such as paladins of Corean who sought to destroy the evil warlord, and traitors from Galdor's own ranks. For years, these challengers failed, and their severed heads decorated

the banner poles and saddles of Galdor's horde. Ultimately, though, an adversary prevailed: one of Galdor's most trusted lieutenants made secret pacts with agents of Vesh and led a faction of Galdor's forces in rebellion. Taken by surprise, Galdor was cornered and defeated at the battle of Horsehead Canyon. Galdor slew nearly 100 foes, including his treacherous lieutenant, before he was finally brought down. Their lord slain, the horde disintegrated, its members fleeing headlong into the plains.

Within a few years of the warlord's fall, travelers began reporting the appearance of a terrifying, undead warrior riding the plains, gathering recruits and once more uniting the clans into a single horde. Recently, Galdor slew the Herald of Vangal and now claims to be the Ravager's most powerful minion, a claim that few — within the Horsemen or without — would challenge.

Today, Galdor's horde grows and conquers once more, burning Lede villages and enslaving their populations, raiding trade caravans that cross the plains, battling and absorbing other hordes, and driving orc and proud tribes south to harass Mithril and its allied settlements.

Elsewhere, rugged bands of human riders have also converted to the worship of Vangal and ravage both titanspawn and divine races in and around the Perforated Plains, where the Herald of Vangal commanded the horde for a time as she sought the restoration of Vangal's favor and has since ceded command to the savage woman Vananda; and in the Bleak Savannah, where Hurak Kinslayer, Page of Vangal, leads a small but ferocious horde numbering about 6,000.

Locations

The Horsemen have always been nomadic, and this has not changed under Galdor's leadership. Women, children, and animals all accompany the army on the move. Consequently, Horsemen build no permanent structures. Even their most prominent heroes and leaders live in the same felt or hide tents as the common man, though only Galdor has a tent made from the stretched skins of conquered enemies. Some even hint that these skins are still alive, prolonging for eternity the suffering of their owners.

Tents are always set up with their doors facing the east so that the Horsemen may rise with the earliest light of the sun to break camp and take to their mounts. The dwellings of the women and children and the pens of the livestock are set in the center of the camp, with the tents of the warriors arranged around them to provide protection. Likewise, when the army is on the move, the women, children, and animals are kept in the center, surrounded by mounted warriors. The tents are arranged in no particular order beyond that, though the tents of the highest-ranking warriors are always placed in the most defensible areas of the current camp.

A Horseman's tent is a simple affair, round and with a roof high enough to allow a man to stand upright. Rich or poor, a Horsemen tent is some 20 to 30 feet across, with ample room for the owner's weapons, armor, possessions, and women — and more often than not, his mount as well. Slaves live with the animals that they tend.

Each tent flies a traditional pennant from the central pole denoting to which clan the owner belongs. Since Galdor took command of the Lede horsemen, each tent now also has several banner poles set outside its door proclaiming to which cell, sentinel, regiment, and wing the owner belongs. These poles are also used for displaying the severed heads and broken weapons of defeated enemies.

Members

Yuasser: Yuasser is a typical representative of the Horsemen. He was born to the saddle and fully expects to die in it, trampling Vangal's enemies beneath his horse's unshod hooves. Like many of the plainsmen who form the majority of the Horsemen's numbers, Yuasser is fair-haired and mustached, his hair knotted in thick plaits that hang to his belt. He is short and stout, standing barely five feet in height, but is easily a match in strength and skill for men a foot taller. Uprooted from his clan in Galdor's sweeping reforms, he nonetheless continues to serve Vangal faithfully, bringing to bear the fierce loyalty he once held for his clan to the new extended family that is his wing. Though he does not possess the refined skills of the more adept fighters among his people, and has yet to attain the status of a true Horseman of Vangal, Yuasser is fierce and powerful warrior and should not be taken lightly.

Yuasser, Horseman of Vangal, male human, War6: CR 5; SZ M (5 ft. 3 in. tall); HD 6d8+12; hp 47; Init +3 (Dex); Spd 30 ft.; AC 14/17 (+3 Dex, +3 armor, +1 ring); Atk +8/+3 melee (1d6+2, handaxe) or +9/+4 ranged (1d6+2, mighty composite shortbow [+2]); AL CN; SV Fort +7, Ref +5, Will +3; Str 15, Dex 17, Con 15, Int 10, Wis 13, Cha 12.

Skills: Climb +4, Handle Animal +6, Intimidate +7, Jump +4, Ride +11, Swim +3.

Feats: Far Shot, Mounted Archery, Mounted Combat, Point Blank Shot.

Possessions: Masterwork hide armor, mighty composite shortbow (+2), +1 ring of protection.

Rafta Katask: Rafta Katask is a fearsome and dangerous threat indeed. Not only is she one of the most powerful clerics among the Horsemen of Vangal, second only to the handful of clerics dedicated solely to Vangal from birth, she is also one of Galdor's most trusted advisors and the single most powerful non-human creature in the horde. It is Rafta who oversees the command of the Blackhearts in battle and uses her powers to bolster their ranks afterward.

In battle, she commands from the rear, preferring to cast spells from a safe distance and from the safety of an intervening horde of bloodthirsty killers willing to die for her. When called upon to do so, however, she is as dangerous a foe in melee combat as she is with spells. Many an opponent has thought the witch an easy unarmed target, only to find himself cut down by the preternaturally quick short sword that magically appears in her hands. Though she is fearful for her own life and safety, she will willingly die for the sake of Galdor.

Rafta Katask, female ratman, Rog6/Cler8: CR 14; Size M (5 ft., 4 in. tall); HD 6d6+8d8+56; hp 122; Init +5 (Dex); Spd 30 ft., climb 15; AC 16 (+5 Dex, +1 natural); Atk +15/+15/+10 melee (1d6+1, short sword of speed) or +15/+10 melee (1d6+1, short sword) or +15/+10 ranged (1d4+1, darts); SA Sneak attack +3d6, spells, death touch; SQ Evasion, uncanny dodge (Dex bonus to AC, can't be flanked), rebuke undead, darkvision (60 ft.), cast evil spells at +1 caster level; AL CE; SV Fort +12, Ref +12, Will +14; Str 12, Dex 20, Con 19, Int 21, Wis 19, Cha 10.

Skills: Appraise +9, Balance +6, Climb +8, Concentration +5, Diplomacy +10, Disable Device +11, Disguise +6, Escape Artist +9, Gather Information +10, Heal +17, Hide +5, Innuendo +8, Intimidate +9, Intuit Direction +11, Jump +11, Knowledge (arcana) +13, Listen +4, Move Silently +5, Open Lock +14, Perform +8, Profession +15, Scry +7, Search +13, Spellcraft +15, Spot +9, Swim +10, Tumble +14, Use Rope +13, Wilderness Lore +5.

Feats: Concentration, Extra Turning, Spell Focus (necromancy), Track, Weapon Finesse (short sword).

Cleric Domains: Death, Evil.

Cleric Spells Per Day: 6/5+1/4+1/4+1/3+1.

Possessions: Maiden of weaponcall* (short sword of speed), 2 darts, short sword.

Leaders

Galdor the Deathless: One of Vangal's most valued minions, Galdor was slain by a treacherous underling, but returned to life by the Ravager. Defeating Vangal's Herald, Galdor quickly rose to command the hordes of Lede and today is one of the most dangerous foes of Corean, his paladins, and the city of Mithril. He is the very image of his master — tall and broad, with blood and filth matting his long hair and beard. He leads the Horsemen with brutal efficiency, wielding his twin axes in the name of Vangal and spreading death wherever he goes. Complete details on Galdor may be found in *The Wise and the Wicked*.

Galdor the Deathless, Leader of Lede, male human undead, Ftr12/Clr8: CR 20; SZ M Undead (6 ft. 8 in. tall); HD 20d12; hp 160; Init +2 (Dex); Spd 20 ft.; AC 24 (+2 Dex, +8 armor, +4 natural); Atk +26/+26/+21/+21/+16/+11 melee (2d8+13/2d8+13, *Fists of Vangal*); SA Smite, spells; SQ Cold and electricity resistance (20), rebuke undead, DR 15/+1, darkvision (60 ft.), frightful presence, SR 28, turn immunity, undead, Vangal's blessing; AL CE; SV Fort +19, Ref +8, Will +13; Str 22, Dex 15, Con —, Int 14, Wis 17, Cha 19.

Skills: Concentration +15, Diplomacy +12, Handle Animal +15, Hide +12, Intimidation +15, Knowledge (religion) +12, Listen +11, Ride +15, Spot +11.

Feats: Ambidexterity, Cleave, Expertise, Great Cleave, Improved Two-Weapon Fighting, Leadership, Mounted Combat, Power Attack, Ride-by Attack, Sunder, Spirited Charge, Trample, Two-Weapon Fighting, Weapon Focus (battleaxe), Weapon Specialization (battleaxe).

Cleric Domains: Destruction, Evil.

Cleric Spells Per Day: 6/5+1/4+1/4+1/2+1.

Domain-granted Power, Destruction (Su): Once per day, Galdor may make a smite attack with a +4 attack bonus, which inflicts 8 additional points of damage upon a successful hit.

Domain-granted Power, Evil (Su): Casts evil spells at +1 caster level.

Frightful Presence (Su): Any opponent who witnesses an attack or other threatening action by Galdor must make a Will save (DC 24) or become shaken (see *Core Rulebook II*, page 85). Individuals who fail their saving throw by more than 10 are frightened (see *Core Rulebook II*, page 84). Only individuals with fewer hit dice than Galdor are affected, and an opponent who succeeds at the saving throw is immune to the effect for one day.

Turn Immunity (Su): Galdor cannot be turned.

Undead (Su): Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. He is not subject to critical hits, subdual damage, ability damage, energy drain or, death from massive damage.

Possessions: *Ashen powder*, *Kadum's pearl* (strife)*, *token of Vangal*, *serpent plate*, *Fists of Vangal*.

Serpent Plate: Galdor's breastplate sports six chains ending in barbed hooks. The armor itself provides a +3

enhancement bonus, and the chains animate to become potent melee weapons. Treat each chain as a small animated object, with its vital statistics increased by the same bonus that enchants the armor: CR 1; SZ S; HD 1D10; hp 5; Init +1 (Dex); AC 17 (+4 natural, +3 armor); Atk +4 melee (1d4+3, hook); SV Fort +3, Ref +1, Will -5; Str 10, Dex 12, Con —, Int —, Wis 1, Cha 1.

Ashen Powder: A handful of *ashen powder* produces effects identical to those of an *unholy blight* spell. Approximately 5 doses may be stored in a single pouch.

Galdor's Token of Vangal: Galdor can use his *token* to inflict critical hits by sacrificing hit points. After any successful attack roll, Galdor can sacrifice a number of hit points equal to the difference between the die roll and a critical threat roll. He may then roll again. If the second roll is a hit, Galdor has scored a critical hit. If the second roll is not a hit, Galdor can again sacrifice a number of hit points equal to the difference between the die roll and the number required to hit. This ability may be used on any hit, not just a critical threat, which means Galdor may turn any normal hit into a critical threat by paying the appropriate hit point cost.

Fists of Vangal: The *Fists of Vangal* are actually a pair of fearsome battleaxes, called *Executioner* and *Gravedigger*. Each of these weapons functions as a +5 *battleaxe* and inflicts double normal damage on any successful strike (critical hits inflict x3 damage as normal). Each battleaxe also has the *keen* weapon quality and grants the wielder free use of the Improved Critical feat so long as he meets the requirements for its use (weapon proficiency and a +8 or higher base attack bonus). In addition, each axe may be hurled up to 150 feet, with a range increment of 30 feet, returning to the wielder's hand on the following round. When used together, they grant the wielder free use of the feats Ambidexterity, Two-Weapon Fighting, and Improved Two-Weapon Fighting. If both axes score a critical, they instantly kill the target unless he succeeds at a Fortitude save (DC 22). If the roll succeeds, the victim takes normal critical damage. A victim killed by one of the axes' special powers may only be raised from the dead with Vangal's permission. Non-Vangal worshippers who try to wield one of the axes automatically suffer 2d6 points of damage per round until they drop the weapon.

Hurak, Leader of the Bleak Savannah Horde: An Albadian kinslayer who murdered his entire family, Hurak was exiled from his tribe and eventually rose to the position of Vangal's Page. Today, he is the ruthless leader of the smallest of the Horsemen's three major hordes, the warriors who ravage the Bleak Savannah and surrounding lands. More information on Hurak can be found in *The Divine and the Defeated*.

Hurak, Vangal's Page, Leader of the Bleak Savannah Horde, male human, Bbn8: CR 8; SZ M (6 ft. 8 in. tall); HD 8d12+40; hp 92; Init +2 (Dex); Spd 40 ft.; AC 19 (+2 Dex, +5 armor, +2 magic); Atk +13/+8 melee (1d12+5, +1 *greataxe*) or +10/+5 ranged (1d8+4, mighty composite longbow); SA Rage 3/day; SQ Fast movement, uncanny dodge (Dex bonus to AC,

can't be flanked); AL CE; SV Fort +13, Ref +4, Will +3; Str 18, Dex 14, Con 20, Int 10, Wis 12, Cha 15.

Skills: Climb +6, Handle Animal +9, Intimidate +12, Intuit Direction +7, Jump +6, Listen +9, Ride +12, Swim +6, Wilderness Lore +9.

Feats: Alertness, Great Fortitude, Improved Critical (greataxe), Power Attack.

Possessions: Climber's kit, silver dagger, three flasks of alchemist's fire, +2 breastplate, +1 greataxe, mighty composite longbow (+4), potion of lesser restoration (x2), potion of cure serious wounds (x2), potion of neutralize poison (x2), boots of the winterlands.

Tattoos: Mark of the kinslayer*.



Horseman of Vangal (HoV)

The foul riders of Vangal are descended from the nomadic tribes that once wandered across Ghelspad. Once followers of the titans, or of tribal gods, the nomads now serve Vangal and slaughter in his name. Today these horsemen swarm in their thousands, spreading the word of their lord, from the grasslands of Lede to the Perforated Plains, the Bleak Savannah and beyond. These barbaric warriors are living agents of the Ravager, gaining influence and prestige through ever-escalating acts of violence and cruelty.

Horsemen of Vangal are brutal, savage beings who live for slaughter, and therefore present unique challenges as player characters. As NPCs, Horsemen are rarely encountered alone, but are most often found leading warbands of lesser warriors, humanoids, monsters and even the occasional Vangal-worshipping titanspawn. As such they are deadly opponents, willing and even eager to die in their lord's service, hoping to either serve Vangal in the afterlife or, like their legendary leader Galdor, be returned to Scarn to continue killing even beyond the boundaries of death.

Hit Die: d12.

Requirements

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

Alignment: Chaotic evil or neutral evil.

Base Attack Bonus: +6

Ride: 5 ranks.

Feats: Mounted Combat, Trample.

Special: The Horseman must worship Vangal exclusively.

Class Skills

The horseman's class skills (and the key ability for each skill) are Craft (Int), Handle Animal (Cha), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Ride (Dex), Swim (Str), Use Rope (Dex), and Wilderness Lore (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the horseman of Vangal.

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

Barbarian Rage: If the horseman was able to gain the barbarian rage ability, he continues to gain the rage ability (including greater rage) as if he was a barbarian of level equal to his barbarian class level plus his horseman class level.

Table 5-1: Horseman of Vangal

Level	Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+2	+0	+0	Two-Axe Fighting
2	+2	+3	+0	+0	Fear 1/day
3	+3	+3	+1	+1	Wounding Strike 1/day
4	+4	+4	+1	+1	Greater Cleave
5	+5	+4	+1	+1	Fear 2/day
6	+6	+5	+2	+2	Wounding Strike 2/day
7	+7	+5	+2	+2	Thunderous Strike
8	+8	+6	+2	+2	Fear 3/day
9	+9	+6	+3	+3	Wounding Strike 3/day
10	+10	+7	+3	+3	Shout of Wrath

Two-Axe Fighting: At 1st level, the horseman gains the Two-Weapon Fighting feat as a bonus feat, but only when fighting with two battleaxes, in honor of their lord Vangal. If the character already has the Two-Weapon Fighting feat, this ability has no further effect.

Fear: Beginning at 2nd level, the horseman literally exudes a miasma of terror. Once per day he may invoke, as a spell-like ability, the equivalent of the 3rd-level wizard spell *fear*, with a save equal to DC 10 + the horseman's class level + his Charisma modifier. At 5th level, the horseman may use this ability 2/day, and at 8th he may use it 3/day. This is a free action.

Wounding Strike: At 3rd level, the horseman gains the ability to make one attack per day that affects his victim as if his weapon had the magic ability *wounding* (see DMG, p. 187). The player must declare that his attack is using the Wounding Strike ability before he rolls, but if the attack does not hit, he may try again until he does hit and the Wounding Strike ability takes effect. At 6th level, the horseman may use this ability 2/day. At 9th level, he may use it 3/day.

Greater Cleave: Beginning at 4th level the horseman can make a 5-foot step between attacks when using the Cleave or Great Cleave feat.

Thunderous Strike: Beginning at 7th level, when the horseman is fighting with two battleaxes, if both inflict critical hits, a thunderous roar results, and the victim must make a Fortitude save (DC 10 + the horseman's class level + Strength modifier) or die. If the victim succeeds, he must still take damage from the two critical hits.

Shout of Wrath: Once per day at 10th level as a free action, the horseman may emit a deafening warcry that can incapacitate opponents. All foes within a 20-foot radius must make Fortitude saves (DC 10 + the horseman's class level + Constitution modifier). Those who fail are *deafened* (DMG, p. 84) and *stunned* (DMG, p. 84) for 2d4 rounds. This is a supernatural ability and does not affect the horseman's allies.

Vananda, Horsewoman of Vangal

Class/Level: Barbarian 13/Horseman of Vangal 4

Sex/Race: Female human

Height/Weight: 5 ft. 10 in./165 lbs.

Challenge Rating: 17

Hit Dice: 17d12+17

Hit Points: 142

Initiative: +3 (Dex)

Speed: 30 ft.

Armor Class: 26 (+3 Dex, +10 armor, +3 ring)

Attacks: +15/+10/+5 melee (+2 battleaxe of thundering) and +14/+9/+4 melee (+1 chaotic battleaxe)

Damage: 1d8+6 plus 2d8 sonic damage on successful critical (+2 battleaxe of thundering) or 1d8+5 plus 2d6 chaotic damage to lawful creatures (+1 chaotic battleaxe)

Special Attacks: Fear 1/day, Greater Cleave, Rage 4/day, Wounding Strike 1/day

Special Qualities: Damage reduction 3/—, uncanny dodge (Dex bonus to AC, can't be flanked, +2 against traps), fast movement

Alignment: Chaotic evil

Saves: Fort +13, Ref +8, Will +7

Abilities: Str 19, Dex 16, Con 13, Int 16, Wis 11, Cha 13

Skills: Climb +18, Craft (leatherworking) +17, Gather Information +2, Handle Animal +15, Hide +3, Intimidate +20, Intuit Direction +15, Jump +21, Listen +18, Move Silently +3, Ride +24, Use Rope +10, Wilderness Lore +20.

Feats: Ambidexterity, Dodge, Endurance, Iron Will, Power Attack, Two-Weapon Fighting (this feat supercedes the Horseman of Vangal's Two-Axe fighting ability).

Possessions: Ravager (+2 battleaxe of thundering), Reaver (+1 chaotic battleaxe) +5 breastplate, +3 ring of protection, fiendish heavy warhorse.

Background

Vananda is one of the few women to ride as a warrior with the Horsemen of Vangal. Where every able bodied man is considered a viable member of the Horsemen, those few women who choose to ride as part of the horde must work twice as hard to excel in every task and every trial just to be considered worthy

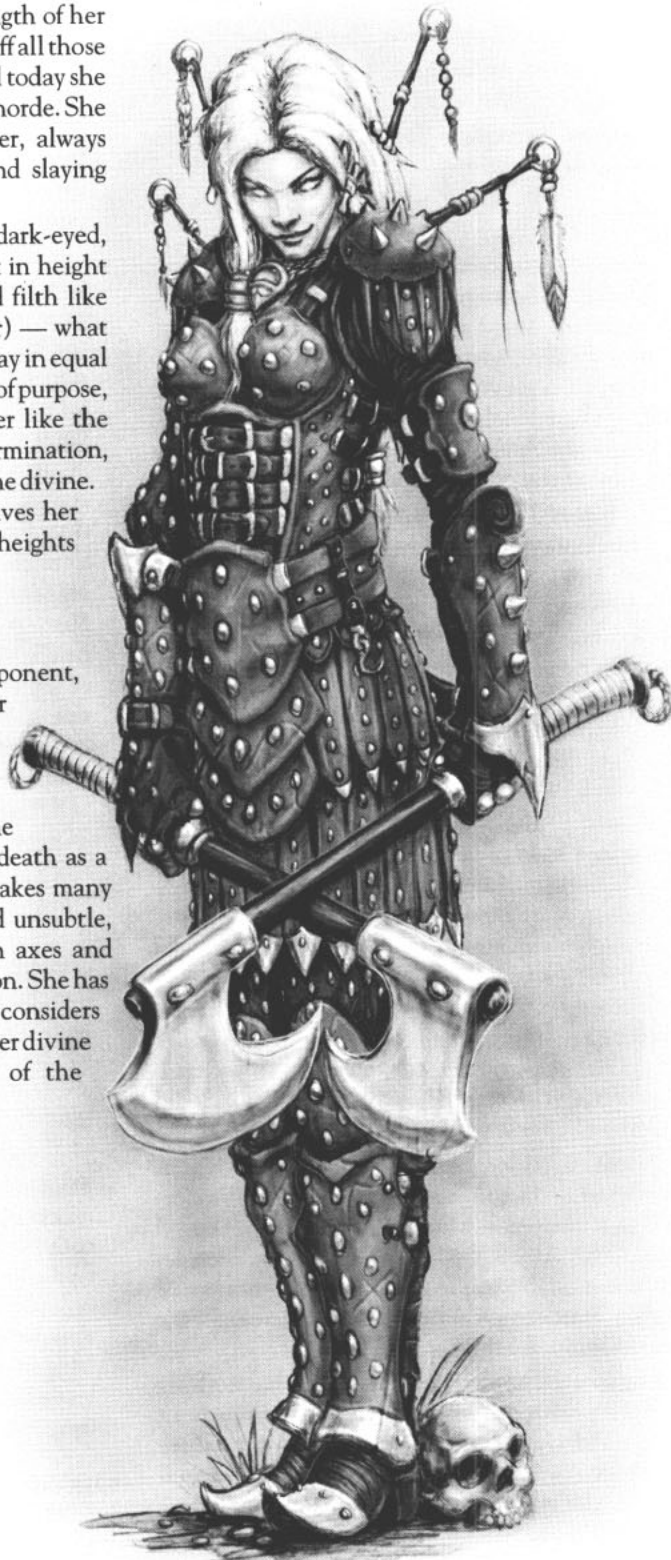
of fighting alongside the men. To be viewed merely as an equal, the woman who chooses life in the saddle must be the best. Vananda excels in riding and close combat with her enchanted battleaxes. These axes — which she has named *Ravager* and *Reaver* in honor of Vangal — are her most prized possessions: she would sooner part with the hands with which she wields them than the axes themselves.

Rising through the ranks on the strength of her riding and combat skills, Vananda fended off all those who would have killed or ravished her, and today she commands the fearsome Perforated Plains horde. She is a ferocious fighter and a fearless leader, always riding in the vanguard of any attack and slaying victims with a joyous ferocity.

Though she is a stunning beauty — dark-eyed, raven-haired, and standing nearly six feet in height (though she is often covered in gore and filth like Galdor and other minions of the Ravager) — what draws men to Vananda and drives them away in equal measure is her force of will. She is so strong of purpose, so sure of herself, that it streams from her like the burning rays of a sun. Some see it as determination, some as arrogance and some as a touch of the divine. Whatever the source, this confidence drives her every action and powers her to great heights within the horde.

Combat

As noted, Vananda is a fearsome opponent, attacking directly without regard for her own safety and mortality — she knows that if Vangal wishes, she can be restored to life in the same way as Galdor, and so has no fear of death. In many ways, she would welcome it, for she sees her own death as a tribute to the Ravager, especially if she takes many enemies with her. Vananda is direct and unsubtle, attacking from horseback with her twin axes and striking at the heart of any enemy formation. She has a special dislike for spellcasters, since she considers them minions of the hated Mesos, whom her divine master helped slay at the beginning of the Titanswar.



House Asuras

Number of Members: 357 family members, approximately 150,000 lesser relatives and full time employees (all family members are human, employees vary in race)

Alignment: Chaotic evil, chaotic neutral

Regions of Influence: Marketplaces across Ghelspad and in Virduk's Promise

Primary Activities: Trade, both legal and illegal, in nearly everything.

Description

House Asuras is recognized in nearly every corner of Ghelspad as the largest, richest merchant organization on the continent and quite possibly in the world. These prosperous traders dominate or compete strongly in marketplaces in every major city, whether legitimate or illicit. The typical Ghelspad commoner may see a member of the Asuras only a dozen times a year, but likely most of the goods she purchases are touched by the family's greedy fingers at some point.

The Asuras were already wealthy decades before the Divine War, but are widely known to have massively increased their fortunes by trading with both sides, arming titanspawn and divine races alike. This earned the house many opponents, but none so brave as to publicly condemn them. During those desperate times, no nation could risk losing its supply lines, no matter how galling it might be to buy from the same merchants who delivered goods to the enemy. Today, the Asuras continue to deliver weapons and provisions to areas in a state of conflict, profiting heavily from doing so. Even mighty Calastia cannot avoid dependence upon the shipping and caravan routes over which the house maintains virtual strangleholds, despite anger at the fact that Asuras sells arms to those the Hegemony seeks to overthrow. An old house saying is, "There are two sides to every coin, and we want both of them." Their opportunistic treatment of war and tragedy shows that this slogan holds as true today as it did during the Divine War.

While the trade in arms has gained House Asuras a number of detractors, its seemingly bottomless fortune buys it many more friends. King Virduk has agreed to allow the Asuras trading rights in the colonies Calastia has established in the southern continent of Termana. Smaller mercantile houses often work for the Asuras in return for financial backing.

Much of the house's trade, however, has nothing to do with weapons of war. Farmers throughout Calastia and Darakeene happily sell their produce and grain to Asuras brokers. The same smiths who sell swords to the Asuras find their competitors selling horseshoes, nails, and other ironware; indeed, often the iron and copper they use in their work was carried

from mines in Mullis Town by Asuras caravans. Weavers and tailors spend long hours trying to keep up with the demands of noble courts and the whimsical fashion crazes that strike their fancies. Vineyards and brewers struggle to meet the demands of customers who seem alternately to embrace raucous celebrations or gloomy attempts to forget the horrors of the Scarred Lands. All across the continent and beyond, the merchants of House Asuras are there to turn a copper, making sure they have whatever anyone wants to buy.

This house policy has also led to far darker activities on the part of the Asuras. From slavery to forbidden substances, the Asuras dabble in nearly every corner of the black market. Julka weed, lotus flowers, prostitution, kidnapped sex-slaves, poisons, titans' blood, and far worse goods form no small contributions to the family's profit. Satisfying dangerous or heinous vices is an art form in The Pleasure City of Shelzar, and the Asuras have become masters in exporting the city's decadence to the courts and criminal districts across Ghelspad. Such trade also provides the house with another potent weapon against enemies — blackmail. Many nobles have given favors to the family in return for discretion regarding matters best kept private. Worst of all, the Asuras are rumored to be in contact with titanspawn again, from expeditions to recover plunder lost during the Divine War to outright negotiations with the defeated races.

To the poor, House Asuras is simply a fact of life — a force to be resentfully patronized when times are bad and blindly ignored when times are good. One may curse the sun on a hot day, but Madriel will make it shine anyway. The mercantile family is of more concern to the powers-that-be in Ghelspad. Other merchant houses seek to break the Asuras' hold on markets, their future prosperity dependent upon doing so. Rivals such as House Bloodhawk are well aware of the Asuras' desire to drive all competition into the ground through means fair or foul.

Rulers of Ghelspad's nations despise the political influence that the house wields due to its control over goods on a continental basis. Many of them seek ways to eliminate the Asuras' power, including secretly backing the family's rivals and carefully targeting special taxes. On a few occasions, the house was even forced out of regions or saw its assets seized, notably in Mithril during the Toe Islands rebellion. Unfortunately for the enemies of the Asuras, the vast resources of the house are simply too great for anyone thus far to resist for long.

Organization

Tradition holds, since the pre-War days, that the head of House Asuras be called "the Reeve" in honor

of the first patriarch of the clan becoming the leader of their home village Asuras, which was regrettably destroyed a century before the Divine War. Family lore, however, does not document the origin of the distinctive Asuras house symbol, a yellow on black heraldry device depicting a winged, man-faced lion. Whether the family previously served the gods or the titans remains a secret that the ancestors of the clan carried with them to their graves.

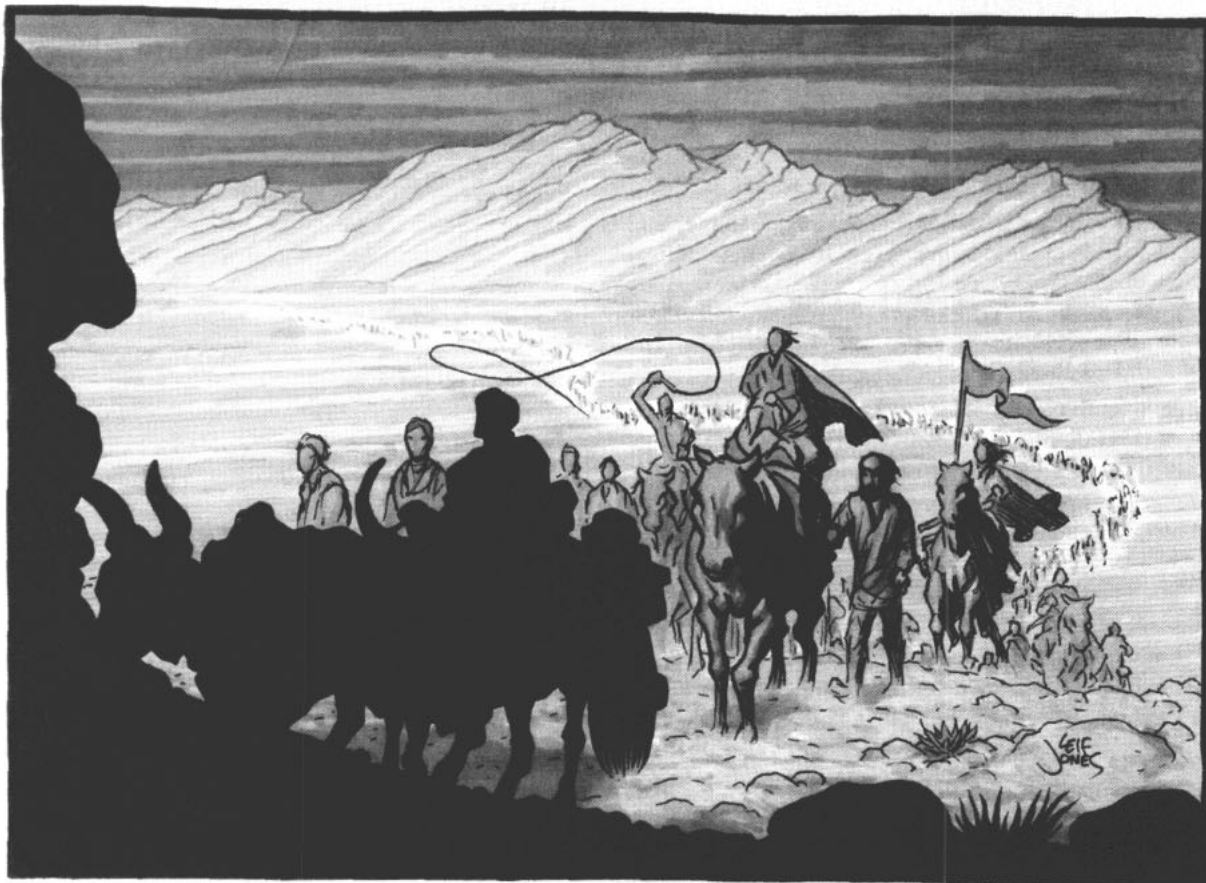
The current head of the house, 101-year-old Telos Asuras, personally directs the sprawling commercial empire ruled by his fractious, power-hungry family from his estate in Shelzar. Various mercantile operations are overseen by members of the family across the continent, and ultimately only Telos' favor and success at enterprise are needed to profit as a member of the house. So long as his children, grandchildren, and siblings increase the riches of House Asuras and remain loyal to the family, Telos lets them run their business interests mostly as they see fit.

Given his remarkable information gathering skills and incredible intellect, as well as the fact that he has means of scrying upon and communicating from afar with the family, the advice Telos gives to house members is rarely ignored except for occasional willful moments of spite. So long as such rebellions are kept small and relatively harmless, the old man merely counts them against his opinion of his progeny but does nothing to retaliate. Anyone who flagrantly or habitually disobey him, however, is quickly punished. Telos is fair in his punishments —

a few weeks without one's generous allowance is enough to curb the wayward behaviors of youth, while those who actively sell out or betray the house meet with darker and more fearsome fates. Telos does not go to such extremes often; usually, rebellion is minimal and easily corrected.

Some family splits are a bit more serious, however. Of Telos' siblings, only his younger brother Khasis and his younger sister Nymia still live; both of his older brothers are long gone. Khasis' son Viando has proven somewhat of an embarrassment for Telos' son Khelarian and the family operations in Mithril. Telos knows that his sister's daughter Telinya is making matters worse for Viando, but he watches to see what comes of it. A few members of Telos' eldest brother Ferio's line have made moves suggesting they believe that their line should succeed that of Telos when he passes into Belsameth's grasp, but so far none have openly contested his current dominance. On occasion, people claiming to be illegitimate children of Telos' older brother Berino have approached the Asuras, but the family has steadfastly refused to acknowledge such claims as anything more than crude attempts to gain money through lies. Some, though, have privately noted the common occurrence of alcoholism and derangement in such claimants.

Much of the inner politics of House Asuras come from the relations between the aged Telos and other descendants of his father Neso. Telos' children and grandchildren, through his four succeeding wives, number 204, and his current wife is once again pregnant. His brother Khasis has 68 descendants,



though he has not remarried since his last wife died. Nymia bore five sons and two daughters, who in turn have spawned 43 more Asuras. Notably, Nymia refused to take her husband's name in an effort to make sure she did not lose power in the family. So far, the only one of her daughters to marry has not repeated this practice, as her link to a Venirian noble family was too important to the house. Nevertheless, Telos fears her other daughter Telinya may try to make his sister's choice into a family custom, which could cause no end of headaches in arranging marriages.

Telos' older brother Berino fathered no children whom the family recognizes, but his eldest brother Ferio's line continued through a single son, whose 22 progeny include the bright young Neso II. The total number of house members of direct blood to Telos' father Neso is currently 357. Numerous relations by marriage and huge staffs of people in its full-time employ, spread across Ghelspad, further bolster the house's size to a ridiculous 150,000 or more.

Asuras maintains trading houses in every major city in Ghelspad and a few in such faraway places as Virduk's Promise. A typical trading house prominently displays the family symbol of a man-faced winged lion painted in yellow upon a black field. At least one member of the family proper usually resides on the premises, directing Asuras interests in the area, though in less important or more dangerous areas such representatives may come from lesser branches of the family or even be paid designates. Trade houses are usually heavily guarded, often by mercenaries from the Crimson Legion or local smaller groups. If local ordinances allow it, or if permission can be bought, then a house will also be fortified. Typically, town watches are paid extra graft to ensure that the Asuras receive special treatment.

In some cities, the Asuras family may enjoy far greater power. Those married to nobility might exert authority beyond that bought with money and perhaps even reside in the local ruler's palace while maintaining the house's interests. Other family members enjoy influence due to positions they have gained in their respective communities. Khelarian has convinced the people of Mithril, by and large, that House Asuras is good for the city. In Shelzar, Telos Asuras is one of the elected Solons of the Council of Shelzar and practically has the council's leader, Minister Fratrel, in his pocket.

Authority of one family member over another ultimately depends upon the eldest members of House Asuras. Currently, Telos is firmly in command of the house and few contest his will on any serious issues. Nevertheless, those nearest the top of the family know that the Reeve is not long for this world and prepare for their own personal bid for family leadership when he is gone. Further down the chain, siblings vie with siblings for the favor of the old man and their elders in a savage game of one-upmanship. Khelarian, for example, has general control over operations in Mithril, but his efforts are being ham-

pered intentionally by his cousin Telinya and the incompetence of Viando.

History

House Asuras originated in a village on the western frontier of Older Venir more than a century before the Divine War. The patriarch of the clan became leader of his village and reputedly took the family name from that of the village. He managed to turn the family into a promising mercantile house with trade routes throughout the western areas of Venir within a single generation. The unfortunate destruction of the village Asuras by a titanspawn raid may have been the first hardening of the ways of the Asuras.

Little is recorded of House Asuras during the decades preceding the war. It is widely known, however, that the Asuras sold weapons, armor, and provisions to both sides during the Divine War and raked in a fortune doing so. This practice caused a lot of people to hate the house, but even after the war ended the family's growing control over trade routes throughout the continent forced people desperate for materials and food to continue to deal with the Asuras.

By the time that the aged Reeve Nesos Asuras passed away in 74 AV, House Asuras was firmly ensconced as the largest trading house in Ghelspad. The following year marked the death of Telos' eldest brother Ferio in a duel with a rival house and the beginning of the long dominance of Telos over House Asuras. Telos continued the family practice of dealing with divine and titanspawn races alike during the Druid War, and the family continued to prosper. Wisely, however, the Reeve predicted the military campaigns of King Virduk and relocated House Asuras from Venir to the Pleasure City of Shelzar. House Asuras even managed to make money transporting Venirian nobles to Shelzar when Calastian invasions forced them to follow his move. For decades since, the crafty Telos has led House Asuras from his guarded villa in Shelzar like a spider sitting at the center of a gigantic web. Under his direction, the Asuras have become a commercial empire rivaling the power of any nation in Ghelspad. It bears watching what his heirs will do with that power.

House Asuras traditionally favored Hedrada, as the Bringer of Wealth, for years after the Divine War. Nevertheless, many individual house members held a special regard for Enkili and often prayed for luck or success in tricking their rivals. Telos Asuras in particular is known to carry a stone marked with Enkili's symbol, supposedly won in a card game when the old man was a young rascal. In 112 AV, the Blood Monsoon swept across eastern Ghelspad. Telos realized that the uncontrolled Monsoon was endangering the family's holdings and funded efforts by Enkili's stormpriests to end the disaster. While no formal arrangement has ever been made, relations between House Asuras and adherents of Enkili have been as amicable as could be expected for the chaotic priests.

The Mistress of Storms has become the house's favored god, second only to money. After all, reason many Asuras, they have built fortunes upon the works of the Dame of Misfortune.

Locations

House Asuras' primary headquarters is the guarded villa in Shelzar where Telos Asuras and those closest to him live. The walled estate is the size of a large hamlet, with approximately 400 guards, servants, and family members on hand at any time. Four frighteningly huge half-orc killers protect Telos Asuras personally, and the heavy house guard is well paid and highly trained. Numerous magical and mechanical defenses have been added as well, including alarms, traps, and a permanent *magic circle against law* around Telos' innermost chamber. A raised alarm at the Asuras villa in Shelzar would also soon bring city watch to supplement the villa's defense, as Telos Asuras is an elected Solon of the Pleasure City's ruling council and a close acquaintance of Minister Fraterli.

To date, only one attempt to harm the Reeve has come close to success and that was during the Druid War decades ago before the family left Venir. Buying assassins to kill Telos is a futile gesture given the Asuras fortune, and those who bear the family ill will for personal reasons have never managed to pierce the villa's security. Nevertheless, Shelzar is rife with corruption and seething with black marketeering, and the family has made numerous enemies, so the Reeve is careful to keep the villa secure.

An example of a more typical size of trading house, such as might be found in any major city, is detailed under the House Asuras entries in *Mithril: City of the Golem*. It bears noting, however, that Asuras interests in Mithril are generally more law-abiding than those in many cities due to the strong presence of the Corean priesthood there. Asuras working in Karria might depend upon paying to have troublesome competitors removed and upon the fickleness of that nation's ruler, while house members in Hedrad must focus upon learning how to twist to their ends the maze of unbending laws that dominates that city. Every city presents its own unique opportunities for profit and its own unique barriers for the Asuras to overcome.

Smaller and more out of the way Asuras trading houses will often have a more entrepreneurial spirit and are often run by young and unproven family members seeking to make a name for themselves. Alternatively, a smaller merchant house or even a hired representative might operate such an enterprise. The frontier caravans of Virduk's Promise are an example of an area seen as unestablished and still considered risky but potentially profitable to the Asuras. Neso II has spearheaded this push for the house, but many of the merchants who work with him are upstart houses hoping to make a fortune in new lands. Some rivals in the family would not mind Neso disappearing, as it is whispered that he is one of Telos'

favorites. Trading houses in Termana are small, hastily built fortifications, often merely a palisade wall around some huts, acting as way stations for traveling caravans from the ports to the inland farms and back.

Members

The following section introduces some basic character types to use as NPCs for House Asuras. A typical merchant member of the family is presented, and with a simple change of description and name could be used again and again by GMs in a hurry. A typical Asuras guard is also listed, and GMs can assume that most merchants are accompanied by at least a handful of guards. Finally, statistics are given for one of the brutal half-orc bodyguards that protects Telos in the Shelzar villa.

Yarla Asuras: Like many attractive young women, Yarla married into the Asuras family. She proved herself to be a cunning trader, however, and is quite capable of out-bartering the competition. She is 25, relatively fair of skin, and wears her hair long but bound in fashionable styles. Yarla's husband makes sure she is well-protected by at least 3 or 4 guards at all times. Anytime her husband travels long distances, Yarla is left in charge of his duties in the city's trading house.

Yarla Asuras, Merchant of House Asuras, female human, Exp3: CR 2; SZ M (5 ft. 4 in. tall); HD 3d6; hp 11; Init +1 (Dex); Spd 30 ft.; AC 11 (+1 Dex); Atk +1 melee (1d4-1, dagger); AL CN; SV Fort +0, Ref +1, Will +4; Str 8, Dex 12, Con 10, Int 14, Wis 14, Cha 14.

Skills: Appraise +9, Bluff +8, Diplomacy +11, Forgery +7, Gather Information +7, Knowledge (trade routes and practices) +10, Listen +7, Profession (Merchant) +10, Sense Motive +8, Search +7.

Feats: Skill Focus (Appraise), Skill Focus (Knowledge [trade routes and practices]), Skill Focus (Profession [merchant]).

Possessions: Dagger.

Tarmek: Tarmek is a paid guard for House Asuras. He is loyal to House Asuras, as they have paid him well for years, but he is not suicidal. He travels with merchant trains from city to city, and at 32 years old he is beginning to wish he could settle down and raise a family. The guards with whom he works often gather together for a drink at the local alehouse whenever they are not on duty. Five silvers a day is excellent pay, and not something he is likely to find elsewhere.

Tarmek, Guard of House Asuras, male human, War2: CR 1; SZ M (5 ft. 10 in. tall); HD 2d8+7; hp 19; Init +2 (Dex); Spd 30 ft.; AC 17 (+2 Dex, +4 armor, +1 shield); Atk +4 melee (1d8+2, longsword); AL N; SV Fort +4, Ref +2, Will +1; Str 14, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills: Climb +3, Handle Animal +3, Intimidate +3, Jump +3, Listen +3, Ride +4, Swim +3, Spot +3.

Feats: Alertness, Toughness.

Possessions: Scale mail, small wooden shield with House Asuras heraldic symbol, longsword.

Grox: Grox is one of the half-orc bodyguards who almost mindlessly serve Reeve Telos Asuras. He is deeply addicted to julka weed and savagely loyal to the old merchant lord. Grox is pretty dumb, but he is nowhere near as stupid as some people seem to think. Life is certainly far better working for House Asuras than it was on the Plains of Lede, and he thinks the julka weed is pretty good, too.

Grox, Bodyguard of Telos Asuras, male half-orc, Bbn1/Ftr9: CR 10; SZ M (6 ft. 1 in. tall); HD 1d12+9d10+21; hp 77; Init +5 (+1 Dex, Improved Initiative) or +4 (Improved Initiative); Spd 30 ft.; AC 21 (+1 Dex, +10 armor) or 20 (+10 armor); Atk +16/+11 melee (2d6+9, +1 greatsword); SA Rage 1/day; SQ Fast movement, darkvision (60 ft.); AL N; SV Fort +10, Ref +2, Will +3; Str 20, Dex 12 (10), Con 14, Int 8 (6), Wis 12, Cha 8. (Ability Scores in parentheses are when Grox is under the influence of julka weed; this occurs so often, however, that skills and combat values are already reduced to reflect the lower levels).

Skills: Climb +9, Intimidate +3, Jump +9, Listen +7, Spot +3.

Feats: Alertness, Cleave, Great Cleave, Improved Bull Rush, Improved Initiative, Power Attack, Toughness, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Possessions: *Guardian's breastplate*, surcoat with House Asuras heraldic symbol, +1 greatsword. Grox carries a *potion of julka weed essence* at all times, and due to habitual julka weed use his Fortitude save against the potion requires a roll of only 2 or higher.

Leaders

Solon Telos Asuras: The ancient leader of House Asuras is still one of the most intelligent and cunning men on Ghelspad. Over 100 years old, he has fathered countless children and oversees a vast empire run by his family. More details on Telos Asuras can be found in *The Wise and the Wicked*.

Solon Telos Asuras, Reeve of House Asuras, male human, Exp16: CR 15; SZ M (5 ft. 2 in. tall); HD 16d6-32; hp 19; Init -3 (Dex); Spd 30 ft.; AC 7 (-3 Dex); Atk +9/+4/-1 melee (1d4-3, dagger); SA Suggestion (*crystal ball*); SQ +1 on all saves, ability, and skill checks (*luckstone*); AL CE; SV Fort +3, Ref +2, Will +16; Str 4, Dex 4, Con 6, Int 21, Wis 18, Cha 16.

Skills: Appraise +24, Bluff +22, Diplomacy +24, Disguise +7, Forgery +5, Gather Information +22, Heal +4, Innuendo +21, Intimidate +5, Knowledge (arcana) +6, Knowledge (geography) +18, Knowledge (history) +22, Knowledge (New Venir) +7, Knowledge (Shelzar) +8, Knowledge (titanspawn) +6, Knowledge (trade routes and practices) +24, Listen +6, Perform +3, Profession (merchant) +23, Read Lips +24, Scry +24, Search +5, Sense Motive +23, Spot +6, Wilderness Lore +4.

Feats: Alertness, Iron Will, Leadership, Skill Focus (Appraise), Skill Focus (Knowledge [history]), Skill Focus (Profession [merchant]), Skill Focus (Sense Motive).

Possessions: Telos can buy virtually anything, but his most commonly-carried possessions are his *luckstone*, *crystal ball with telepathy*, *amulet of proof*



against detection and location fashioned in the shape of the house symbol, *potion of intelligence*, *potion of wisdom*, *potion of charisma*.

Khelarian Asuras: The highest-ranking member of House Asuras and Telos' most likely successor, Khelarian is a hard-faced, handsome man with white-shot black hair and a small, neat beard. He currently oversees family affairs in the city of Mithril, where in deference to the paladins he at least gives the appearance of being a law abiding, obedient resident. More information on Khelarian can be found in *Mithril: City of the Golem*.

Khelarian Asuras, Master Trade Representative for House Asuras in Mithril, male human, Exp19: CR 18; SZM (5ft., 7in. tall); HD 19d6+19; hp 88; Init +8 (+4Dex, Improved initiative); Spd 30ft.; AC 14 (+4Dex); Atk +12/+7/+2 melee (1d4-2, dagger) or +18/+13/+8 ranged (1d8, light crossbow); AL CN; SV Fort +7, Ref +10, Will +15; Str 6, Dex 19, Con 12, Int 16, Wis 15, Cha 17.

Skills: Appraise +27, Bluff +10, Disguise +25, Gather Information +21, Handle Animal +6, Hide +4, Innuendo +8, Intuit Direction +10, Knowledge +25, Knowledge (trade routes and practices) +21, Listen +6, Move Silently +4, Perform +24, Read Lips +11, Ride +25, Sense Motive +27, Spot +2.

Feats: Dodge, Improved Initiative, Iron Will, Leadership, Quick Draw, Skill Focus (Appraise), Skill Focus (Sense Motive).

Possessions: Oathbreaker's bracelet, pearl of strife, book of knowledge.

Isaliro Asuras

Class/Level: Rogue 7/Expert 11

Sex/Race: Male human

Height/Weight: 5 ft. 4 in./155 lbs.

Challenge Rating: 17

Hit Dice: 18d6

Hit Points: 64

Initiative: +3 (Dex)

Speed: 30 ft.

Armor Class: 20 (+3 Dex, +3 amulet, +4 cloak)

Attacks: +17/+12/+7 melee (+2 rapier) or +16/+11/+6 ranged

Damage: 1d6+4 (+2 rapier) or 1d8 (longbow)

Special Attacks: Sneak attack +4d6

Special Qualities: Evasion, uncanny dodge (Dex bonus to AC, can't be flanked)

Alignment: Lawful evil

Saves: Fort +9, Ref +19, Will +17

Abilities: Str 14, Dex 17, Con 10, Int 17, Wis 14, Cha 8

Skills: Alchemy +17, Animal empathy +2, Appraise +7, Balance +5, Climb +16, Diplomacy +14, Disable Device +6, Disguise +7, Forgery +9, Gather Information +16, Handle Animal +5, Heal +7, Hide +3, Innuendo +6, Intimidate +15, Knowledge (arcana) +7, Knowledge (religion) +6, Listen +6, Move Silently +3, Open Lock +7, Perform +10, Profession (bodyguard) +16, Ride +8, Speak Language +6, Search +10, Spot +14, Use Magic Device +10, Wilderness Lore +9.

Feats: Alertness, Iron Will, Lightning Reflexes, Point Blank Shot, Power Attack, Precise Shot, Skill Focus (Gather Information), Skill Focus (Intimidate), Skill Focus (Wilderness Lore).

Possessions: +2 rapier, +3 amulet of natural armor, +4 cloak of protection, longbow.

Background

Isaliro Asuras is not a very likeable man, but then it is not his job to be likeable. He is in charge of family security in the city of Shelzar, and he takes his job very seriously.

A grandson of patriarch Telos Asuras (one of many), Isaliro is highly intelligent — intelligent enough, in fact, to know that his chances of ever holding a major position of authority in the family are somewhere between none and less than none. Accordingly, he turned his attention to making an important contribution to the family business without competing with Telos' other numerous progeny. Originally overseeing security for family caravans, he was eventually put in charge of protecting Telos' mansion, and finally given responsibility for Asuras' security in the entire city and beyond.

Isaliro is stern and uncompromising, loyal to his family, and willing to go to any lengths to safeguard it. He scrupulously follows local law, but in Shelzar there is not much law to worry about anyway, and

those who have tried to enter House Asuras' buildings or abscond with its secrets have always found themselves in pri-



vate consultation with Isaliro's brutally efficient staff. The dungeons beneath the family manse, the various beasts kept in family strongholds, and the predators of the Blossoming Sea near Shelzar are all filled with unsuccessful spies, thieves, and assassins.

Combat

Though fully trained in combat, Isaliro is no fighter. He prefers to oversee his staff and instructs them in the most effective combat tactics. A bodyguard of four fighters or barbarians always accompanies Isaliro and never strays so far that they cannot hear the sharp, staccato whistle that means "Come immediately!" If forced to fight, Isaliro prefers his bow to his rapier, but will fight with either. He will take the first opportunity to summon help, however, and escape if he can. If captured, he is a strong-willed individual and will not reveal house secrets even in the face of agonizing torture.

New Potions

Julka Weed Essence

Description: Alchemists in Shelzar are known for their skills in crafting drugs to alter the user's mind and body. All too often, however, this may prove the source of an addiction that cannot be resisted. One such concoction is a form of liqueur that concentrates the narcotic julka weed so that it increases the pain tolerance and endurance of those who drink it.

Powers: *Julka weed essence* grants the drinker a +5 enhancement bonus to Constitution, including additional hit points and skill checks based upon Constitution. This bonus lasts for 6 hours. Unfortunately, the intense julka weed narcotic that empowers the potion often proves too much for the casual user. Before the potion takes effect — i.e., without the enhancement bonus — the user must make a Fortitude save, gaining a +1 resistance bonus for each time he has suffered a julka weed effect. Those who fail the save are rendered unconscious for 6 hours, and even those who succeed suffer a -2 penalty to Intelligence and Dexterity for the 6 hour period.

Caster Level: 3rd

Prerequisites: Brew Potion, *endurance*

Market Price: 300 gp

Cost to Create: 150 gp + 12 XP

Weight: 0 lb.

New Armor

Guardian's Breastplate

Description: House Asuras has been targeted a number of times by enemies who deplore their practices and tactics, thus the family has spent a fortune upon protection for themselves and their operations. One of the products of magical research they funded has been the *guardian's breastplate*. This magical armor is perfectly designed to protect both a loyal bodyguard and his employer. Potent energies act to make sure that the guard wearing the armor moves to protect his charge at all times, without any extra effort on his part, interposing his body to block attacks.

The downside of the protective value is that the life of the guard is at greater risk, but that is what the family pays guards to face. It is also said to be why they keep some guards hooked on julka weed or some other vice in addition to being paid well. Telos Asuras, for example, keeps four large half-orc guards to protect him at all times and has paid a lot of money to ensure that each one of them wears a suit of this special armor.

Powers: Each *guardian's breastplate* has its own command word that activates its magic when someone is wearing it and someone else places a hand upon the armor and speaks the word. Upon activation, the armor is treated as a +5 *breastplate* for the wearer. It also provides the person who activated it with a +10 cover bonus to AC as long as the guardian wearing the armor remains within 5 feet. Unfortunately for the bodyguard wearing the armor, any attack roll that misses the protected victim by 10 or less is re-rolled immediately and is targeted at him instead. If multiple guardians are activated to protect one person, only one cover bonus will take effect at a time, but it still ensures that, even if one of the guardians moves outside the 5-foot radius, the activator is protected by those that remain. If more than one guardian currently protects a single person, GMs should randomize which one receives the attack or determine it based logically upon the relative positions of the attackers. This defense protects the person being guarded whether the wearer of the armor wishes it to do so or not, so long as the wearer remains within 5 feet of the activator. The only way to stop this is by removing the armor.

Caster Level: 9th

Prerequisites: Craft Weapons and Armor, Bigby's *interposing hand*

Market Price: 90,350 gp

Cost to Create: 45,175 gp + 3,614 XP

Weight: 30 lb.

Incarnates

Number of Members: Varies, but currently estimated near 300

Alignment: Always neutral

Regions of Influence: Present in all of Ghelspad, but most influential within the borders of the Ganjus

Primary Activities: Healing the land, protecting Scarn from further harm.

Description

The incarnates are a small but powerful group of druids who seek the healing and restoration of the Scarred Lands. Rarely staying long in any one place, they wander the length and breadth of Ghelspad, searching for ways to heal the land and its creatures. While in some cases this consists of actively healing the land through their powerful druidic spells and rituals, the incarnates are also known to battle directly the warped and ruined creatures that terrorize Ghelspad's natural flora and fauna. In more populated areas, the incarnates typically work to protect Scarn from abuse and to educate people about how to guard and heal the land, even from within cities. They believe themselves to be Scarn's voice — interpreters for nature itself.

Few as they are, the incarnates are well known in Ghelspad for their involvement in several important events. Chief among these events is the first of the two great *restore the land* rituals. The incarnates were the first to use this ritual, and a small sect of them still inhabits the now restored area on the edge of the Haggard Hills, encouraging and protecting the new life. Another well known incarnate exploit was the awakening of the forest against the Khet druids and their titanspawn allies during the Druid War, an act that enabled Vera-Tre to hold back the invaders long enough for help to arrive.

Opinions about the mysterious incarnates vary. In Vesh, they are seen as useful and necessary, but perhaps a little too concerned with the land and not concerned enough with the people. Indeed, the incarnates usually take a neutral standpoint toward the divine races and might be willing to sacrifice many lives if necessary to heal Scarn. Naturally, followers of Corean and Hedrad find this view quite distasteful. In Vera-Tre, on the other hand, the incarnates are seen as great and wise heroes and are believed to be one of the higher forms of Denev's priesthood. Incarnates in Vera-Tre are treated with the same sort of awe and deference that Corean's paladins might enjoy in Mithril, if not more so.

In the Heteronomy of Virduk, in spite of their usefulness in healing nature, the incarnates are reviled as interfering, pro-titan fools who hinder the divine races whenever they can. The incarnates are not without supporters and sympathizers even in Calastia, however, and their efforts to pierce the secrets of Geleeda's Grove have met with enough success to set

King Virduk on edge. Though incarnate presence in his lands is still legal as yet, it is suspected that soon Virduk will begin to hunt them down, since nothing else seems able to keep them away from Geleeda's secrets.

Organization

The incarnates do not typically share the details of their organization with others, but they seem to be loosely governed by a large council of elders, possibly comprising as much as a third of their number. While most incarnates wander the land, either alone or in small groups, all were originally trained somewhere in the central Ganjus, and they all return there regularly, usually around harvest time each year and presumably to share information and to discover where they are most needed.

The most influential elders are known as keepers. These individuals act as a sort of living library, with knowledge of all things that are important to the incarnates and their task of restoration. Among the most prominent keepers are the Keeper of the Seeds, who is in charge of maintaining the stock of seeds and seedlings used for the replanting of devastated areas; the Keeper of Lore, an archive of druidic magic; and the Keeper of the Forest, who is the incarnates' living encyclopedia of the plants and animals of Scarn and their relationship with each other.

Entry into the incarnates is open only to purely neutral druids of sufficient skill and experience who share the values the incarnates teach and who, more importantly, feel themselves specifically drawn to the incarnate calling. Training takes the better part of a year, at the end of which the druid undergoes an arduous ritual death and rebirth as an incarnate of Scarn. Though elves have always been the most numerous among the incarnates and half-orc incarnates have always been quite rare, the group lately has representation from every divine race and even a few forms of titanspawn. Elves are surprisingly far in the minority, due to the outcome of the Druid War.

History

As far as anyone knows, including the incarnates themselves, the incarnates have always been. Incarnates are beings through whom the land itself can always speak clearly to others; they are always of strictly neutral alignment, and Scarn itself is always their first concern. More than this, however, they are beings who have always been this way, in every single lifetime since the world began. Each time an incarnate dies, she reincarnates as a new being of the same alignment and with the same mission. Incarnates stay in very close touch with these past lives as well, and more so than any other peoples have access to the wisdom and enlightenment of ages upon ages of life in service of a single cause: nature.

Obviously, incarnates are not chosen but born, and becoming an incarnate is more a matter of realization than actual training. Also, since all incarnates share the same beliefs and goals, they see very little need among themselves for leadership, rules, or government. In light of both of these factors, it is very difficult to trace their history accurately in any concrete way. The incarnates are, and they always were.

If anyone began the organization, it must have been Denev herself. Even the incarnates, with all their memories of past existence, do not remember any specific lifetimes in which they were first called or chosen. Some have even suggested that they are the representatives of some force even older and greater than the gods and titans, though none can guess what that might be.

The recent history of the incarnates is more traceable, of course. After the Divine War, their unique gifts and insights became invaluable to all of Ghelspad, and many governments began to keep incarnate advisors as they struggled to survive in the harshness of their scarred world. By the time of the Convention of Vera-Tre, incarnates held considerable political power in all of the major populated areas, helping cities to grow in ways that harmed nature as little as possible and teaching people how to help Scarn to heal. More than ever before, the incarnates were desperately needed in the land, and they exploited this need to further the cause of all natural life in Ghelspad.

This period of continent-wide power and respect came to a crashing end with the long and terrible Druid War of the 80s. The incarnates rushed from every corner of the continent to defend their beloved Ganjus, and without their vital aid, the great forest would surely have fallen to Khet and the titanspawn. Many incarnates willingly sacrificed their own lives to preserve the untarnished Ganjus during the long course of the war, however. When it was over, only nine known incarnates were left of some five or six hundred before the war.

Incarnates have the ability to choose the forms they will take in their next incarnations, so when they realized how many of them were dying in battle, and how many would continue to lay down their lives, most of the incarnates began to choose forms for their next lives that would mature more quickly than elves, so that Ghelspad would not be without its champions for more than a century, waiting for the newborn incarnates to mature and remember who they are. Therefore, for the first time in incarnate history, humans and half-elves make up the majority of incarnate ranks, and more dwarf and halfling incarnates exist than ever before as well. One of the first of these younger incarnates to mature into his calling was the half-elf, Andelais (see *The Wise and the Wicked*), and he and those like him have become an important ray of hope to the nine surviving elven incarnates who have been so hard-pressed to represent the damaged land adequately in these last few decades.

Indeed, due to the wise planning of the brave incarnates who fell in the war, the ranks of the organization have swollen rapidly, from a mere nine to more than 300 today. Many young elves and elven druids who survived the Druid War largely by being too young to fight (or not yet skilled enough really to be useful) have fortuitously turned out to be the reincarnations of some of the great incarnate heroes of the Divine War, almost as if they knew, on their deathbeds, exactly when and where they would most be needed next. In the last thirty years, many human and half-elf incarnates have emerged, and in the last decade, a few dwarves and halflings have been trained (or rather, re-trained) as well.

Now that their numbers are again great enough to do so, the incarnates are wandering the land and reasserting their presence all over Ghelspad — much to the annoyance of King Virduk, who seems to be having considerable trouble keeping them out of Geleeda's Grove and whatever secrets lie therein. It is suspected that in about fifty years, the balance of races among the incarnates will begin to shift back to an elven majority, since that is when the elven children born during and after the Druid War will begin to mature fully. Even if this period of racial diversity is a fleeting one, however, many believe it to be greatly beneficial in reestablishing friendships and trust among Ghelspad's peoples.

Locations

If the incarnates have a physical headquarters, only they know of it. Three or four large and powerful druid rings exist in various parts of the Ganjus, and it is certain that the incarnates make use of all of them. Any of Denev's druids are welcome to meet and practice in these sacred spaces, however; they are not reserved especially for the incarnates. Even at harvest time, when most incarnates gather together each year, it is difficult to determine exactly when and where they are meeting.

Given the nature of druidic practice, and of incarnate practice in particular, it is highly unlikely that they would ever meet inside a building of any kind, for any reason. They would see it as an affront to Denev and to Scarn itself. The Ganjus is a rather large forest, however, and it is entirely possible that the incarnates maintain some secret and highly sacred meeting place in one of the less traveled, wilder areas. Being druids, of course, they are impossible to track, even for the most skilled of the vigils.

Members

A typical incarnate is listed below. Incarnate elders are similar, but always at least 10th level.

Ielenna: Ielenna loves nature. She loves absolutely anything alive, and even things that are not alive such as water, sky, and rocks. Nothing is more important to her than the healing and preservation of the natural world, and it is obvious to her that the

divine races are far inferior to the grandeur of the land itself. If intelligent life has a purpose, it is to serve Scarn, humbly and tirelessly, as it struggles to repair itself from the ravages of the titans and gods. Indeed, in Ielenna's eyes, the gods are not a great deal better than the titans. Perhaps their intentions were honorable, and perhaps the titans were dangerous and irresponsible, but in ridding the world of them, the gods sacrificed too much of nature and too much of Scarn's health and beauty. To Ielenna, therefore, the gods are remarkably dangerous and irresponsible as well. She feels that of all of them, only Denev, and occasionally Tanil, show any sense at all.

Though generally kind to all whom she meets, Ielenna does not really trust anything sentient, aside from other incarnates. Her best friend is her animal companion, Yaluu the Owl.

Ielenna, Incarnate of Scarn, female half-elf, Drd5/Inc2: CR 7; Size M (5 ft. 3 in. tall); HD 7d8; hp 31; Init +2 (Dex); Spd 30 ft.; AC 16 (+2 Dex, +2 armor, +2 shield); Atk +5 melee (1d6+1, halfspear) or +6 ranged (1d4+2, +1 dart); SA As per pastlife forms, spells; SQ Animal companion, nature sense, woodland stride, trackless step, resist nature's lure, wildshape 1/day, pastlife form (x2 — badger, black bear), fixed alignment, soul of the cycle, casts spells as 7th-level druid; AL N; SV Fort +5, Ref +4, Will +7; Str 13, Dex 14, Con 10, Int 15, Wis 17, Cha 13.

Skills: Animal empathy +10, Handle Animal +8, Heal +6, Hide +4, Intuit Direction +9, Knowledge (nature) +13, Listen +9, Move silently +8, Spot +8, Wilderness Lore +12.

Feats: Alertness, Dreams of the Past, Skill Focus (Wilderness Lore).

Possessions: +1 dart (x12), halfspear, +1 padded armor, +1 small wooden shield, potion of cure light wounds.

Druid Spells Per Day: 5/5/4/3/1.

Incarnate (Inc)

Incarnates are shapechanging druids who are not only committed to absolute balance, but are in fact the literal embodiment of the neutral ideal. They are a very rare breed of being that has reincarnated many dozens (or even hundreds) of times during the history of the world. In every lifetime, the incarnate has remained true to the tenets of Denev and upheld the laws of immortal nature above the laws any mortal has dared to create.

Only druids may become incarnates, and only neutral ones at that. The ranks of incarnates are quite small even given these stern requirements. The incarnate is one that rediscovers his own "incarnate soul," usually though very intense and realistic dreams of past lives. Many incarnates were simply druids that discovered this potential within themselves; others come from the ranks of those who discovered these dreams of the past within themselves first and then sought out druids to help them awaken their potential.



As the incarnate gains in power, he learns to identify the forms his incarnate soul once wore, combining this knowledge with his skills in druidic shape-changing to once again assume those forms. He also learns to tap into some of the natural flows of the Primal Elements, as well as the powers of life flowing through animals and plants, learning to cast certain spells spontaneously.

Incarnates can be found working alongside those who are good or evil and those who are lawful or chaotic. However, they find themselves seldom trusted. As the sage Yugman explains, "Trusting an incarnate is like trusting a feral cat; one moment it will bring you a prize, and the next that prize will be your caged bird." Fortunately, despite their lack of connection to those they meet on the grounds of religion, philosophy or politics, most incarnates are charismatic individuals who inspire confidence and friendship.

Hit Die: d8.

Requirements

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

Alignment: Neutral.

Feat: Dreams of the Past.

Ability: *Wild shape*.

Skills: Knowledge (nature) 8 ranks.

Special: The character must have never voluntarily possessed an alignment other than neutral.

Class Skills

The incarnate class skills are the same as the druid's (see PHB, Chapter 3, *Druid* section).

Skill Points at Each Level: 4 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: An incarnate is proficient with the following weapons: club, dart, longspear, quarterstaff, shortspear, sickle (if stone) and sling. Their spiritual kinship to natural items prohibits their use of weapons with any metal whatsoever, so they cannot use darts or spears with metal tips. They are proficient with padded, leather and hide armor only, and may use wooden or leather shields (the same ban against metal applies). Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket and Tumble.

An incarnate that wears prohibited armor or wields a prohibited weapon is unable to use any of her magical powers while doing so and for 24 hours thereafter. Like druids, though, incarnates can wield weapons and wear armor that has been altered by the ironwood spell.

Spells: An incarnate continues to gain spells as if she were adding levels to her druid class, so that an incarnate always casts spells as a druid of a level equal to her incarnate level + her druid level. Bonus spells are still gained for having a high Wisdom, and the DC to resist spells is still 10 + the spell's level + the incarnate's Wisdom modifier. At least initially, an incarnate also prepares and casts spells as a druid does.

Pastlife form: At first level, an incarnate learns to use her druidic *wildshape* to assume the form of a past life, usually that associated with her Dream of the Past feat. This form must be an animal or vermin at 1st, 4th and 8th levels; the 2nd and 6th level forms may be an animal, beast, fey, humanoid or vermin that has the potential to be of neutral alignment. This ability follows all the rules of druidic *wildshape*, save that the incarnate may only take the form of a creature whose CR is equal to or less than his levels in the Incarnate prestige class.

If the incarnate chooses a creature that has a CR lower than what he may gain for that pastlife form, that animal is distinctly superior to creatures of its type, gaining above-average stats for its type. The incarnate

Dreams of the Past (New Feat)

Some folk in the Scarred Lands occasionally experience dreams of the past, reliving memories of an animal life before the one they know. As turns Denev's Wheel of Souls, those who revere her pass from one incarnation to the next, living multiple lives until the soul is refined into purest balance. As the soul begins to achieve that balance, it is sometimes able to draw upon its previous memories and even skills in order to use those skills in this lifetime.

Prerequisites: Neutral alignment, Wis 12+

Benefit: This feat is chosen for a single skill possessed by the animal or vermin that the character was in a previous life. This skill is considered a class skill. Additionally, once per week, the character may draw upon the skills of his previous life, gaining a number of ranks in that skill equal to 1d6 + his Wisdom modifier. During that time, however, he takes on traits and mannerisms appropriate to that former life, from the articulated, precise movements of a giant spider (Climb) to the inquisitive eyes and cocked head of a listening bloodhound (Listen).

Special: This feat may be taken multiple times, each one for different skills. Note that when this feat is taken, a "past life" must be chosen that corresponds to the skill. This past life is limited to that of an animal or vermin.

receives 2 stat points to divide among the form's Strength, Dexterity and Constitution for every point below the incarnate's potential CR for that pastlife form, counting moving among fractional CRs as single points (thus, playing an owl, which is CR 1/4 grants 4 points, counting the "steps" from CR 1/4 to CR 1/2, then to CR 1). Please note that all fractions that are lower than 1/2 immediately stage up to CR 1/2.

For instance, at first level, an incarnate chooses an eagle (CR 1/2) as a past life form. The incarnate gains 2 points to divide among the stats of that form, adding both points to the eagle's Dexterity; in a previous life, the incarnate was *Swift-of-Wing*, an eagle of great speed and quickness.

Assuming a pastlife form takes up one use of the incarnate's *wildshape* per-day usages of that ability. These forms are not "generic" in the way the forms of *wildshape* are. If the incarnate chooses to assume the form of a cheetah as one of his pastlife forms, he always assumes that form, including gender, appearance and the like. Note that because the incarnate does maintain intelligence in vermin forms, he does not gain the normal immunity to mind-influencing effects that vermin get.

The incarnate gains one new pastlife form at 2nd level and then another every other level after the second (at 4th, 6th, 8th, etc.). At each level that the Incarnate gains a new pastlife form, he also adds one to his *wildshape* uses per day.

For example, a 6th-level incarnate may assume four different pastlife forms, which might be a female hawk at 1st level (1 CR allowed, though the hawk is a CR 1/3, granting 4 additional points to its abilities), a male Albadian battle dog at 2nd level (a CR 1 animal, granting 2 additional ability points to the creature; see *Creature Collection*, p. 7), a female nixie at 4th level (a CR 1 fey, granting a whopping 6 points to abilities), and a male dire lion at 6th (a CR 5 animal, gaining an additional 2 points to abilities).

Note that some incarnates have been known to assume the forms of humanoids, complete with the skills and abilities of their past life. Any class abilities wielded in these lives have been lost; the incarnate is still a druid. They do, however, gain average stats for that character, including skills, racial abilities and ability scores (modified by difference in potential CR) appropriate for the character. Note that feats are not gained, however.

Thus, if Tarhael remembers a life as a dwarven weaponsmith for his 4th level pastlife form, the player of that character works up the abilities for said character, creating a 4th level dwarf expert.

Like *wildshape*, the ability to assume a pastlife form is essentially *polymorph self*, with a few differences. For instance, despite any forced shapechanges (such as by a *polymorph other* spell), the incarnate may always return to his base form as long as the incarnate retains his intelligence in the form that he has been turned into.

Each transformation (whether into a pastlife form or back to his current form) allows the incarnate to

recover hit points as if she had rested for a day. Therefore, a transformation into a pastlife form of a hawk and back again results in the recovery of hit points equal to twice the incarnate's normal daily recovery rate.

Additionally, the incarnate loses the ability to cast her own spells when in any animal, vermin or beast form (unless the spells can be cast without somatic and verbal components), but spellcasting ability is retained in all humanoid and fey forms.

There is no limit to the amount of time an incarnate may remain in any of her pastlife forms, but once she transforms out of one, she must expend another use of her *wildshape* to reassume it.

Memories of the lifetimes of any of these pastlife forms inevitably return to the incarnate as well, but this takes time. The player and Game Master can agree upon the details. Such details can often figure into the story of the Game Master's campaign.

Fixed Alignment: An incarnate is always a true neutral and no spell or effect can alter her alignment no matter the power of the attempt. Additionally, she receives an additional +2 bonus to any Will save against effects that attempt to coerce or trick her into acting in a manner inconsistent with her alignment. For instance, if the incarnate falls under the influence of a *dominate person* spell, any instruction to plunder a village would be considered coercion against her alignment. In this case the +2 bonus would be on top of the +1 to +4 bonus already suggested by this spell's description. The incarnate also gains a chance to break control when given such orders even if the spell or power controlling him does not normally allow such.

Soul of the Cycle: Since the former druid has now reawakened to her incarnate nature, she automatically reincarnates upon her death, whether she dies of old age, violence, disease or any other cause. Unlike the *reincarnate* spell, though, the incarnate is born again into a newly conceived fetus and must be born and grow again to maturity. For a period of one week after the death of the incarnate, spells such as *raise dead* will bring her back to life in her current life form. But after that time, such spells (including *wish* and *true resurrection*) do not function, as the incarnate's soul has already passed on to a newly conceived body. The incarnate must begin again not only with another mortal birth but also at zero experience points. The incarnate retains no memories from her last life, except for what might be recalled if the terminated life should become a pastlife form for her next incarnation.

Additionally, the incarnate cannot be turned into an undead creature; anything that would do so merely slays the incarnate, whose soul then speeds on to its next incarnation.

Lore of Life: At 3rd level and then again at 7th level, an incarnate may choose any one of the domains of Air, Animal, Earth, Fire, Plant and Water and may prepare spells from that domain list in lieu of equivalent level druid spells. For example, a 3rd-level incarnate who chooses the Fire domain may prepare *burning hands*

Table 7-1: Incarnate

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+2	+0	+2	Fixed alignment, Pastlife form (1st), Soul of the cycle	+1 level to existing class
2nd	+1	+3	+0	+3	Pastlife form (2nd)	+1 level to existing class
3rd	+2	+3	+1	+3	Lore of life, Spontaneous casting	+1 level to existing class
4th	+3	+4	+1	+4	Pastlife form (3rd)	+1 level to existing class
5th	+3	+4	+1	+4	Baseform, Venom immunity	+1 level to existing class
6th	+4	+5	+2	+5	Pastlife form (4th)	+1 level to existing class
7th	+5	+5	+2	+5	Domain, spontaneous casting	+1 level to existing class
8th	+6/+1	+6	+2	+6	Pastlife form (5th)	+1 level to existing class
9th	+6/+1	+6	+3	+6	Timeless body	+1 level to existing class
10th	+7/+2	+7	+3	+7	Designate Incarnation, Pastlife form (6th)	+1 level to existing class

(a 1st-level Fire spell) in the place of one 1st-level druid spell the incarnate could normally prepare.

Spontaneous Casting: At 3rd level, an incarnate gains the ability to spontaneously cast spells such as a cleric does when he replaces a prepared spell with a *cure* spell. Instead of spontaneously casting cure spells, the incarnate may spontaneously cast spells from whichever domain(s) the incarnate has gained through the Lore of Life ability. Spells cast must be in the place of an equivalent level prepared spell (just like the cleric's ability). All rules that govern a cleric's spontaneous casting of *cure* spells apply to this ability of incarnates, including using such spells with metamagic feats.

Baseform: At 5th level, an incarnate may choose to change his "base" life form from that of his current existence to that of one of the pastlife forms he has recalled. Therefore, in our example above, the 6th-level incarnate might choose her nixie form as her baseform. Then, when she transformed into a hawk, she would become a nixie again upon changing back. The incarnate's present life form (such as half-elf) then becomes another form the incarnate may assume through the expenditure of a *wildshape* use.

Venom Immunity: At 5th level, an incarnate gains immunity to all organic poisons, including monster poisons but not mineral poisons or poison gases.

Timeless Body: At 9th level, an incarnate no longer suffers ability penalties for aging (see PHB, Table 6-5: Aging Effects) and cannot be magically aged. Any penalties the incarnate has already suffered are immediately reversed and the original values are reinstated as the incarnate has achieved the special notice of Denev. Bonuses for aging continue to accrue and the incarnate still dies of old age when his time is up.

Designate Incarnation: At 10th level, an incarnate has earned the right to choose the form for his next lifetime. He may do this at any time prior to his death and the form chosen must follow all the rules of choosing a pastlife form, but once the decision has been made it cannot be changed.

Leaders

Teos, Incarnate Elder, Keeper of the Forests

Class/Level: Druid 10/Incarnate 10

Sex/Race: Male elf (wood)

Height/Weight: 4 ft. 11 in./82 lbs.

Challenge Rating: 20

Hit Dice: 20d8+40

Hit Points: 140

Initiative: +5 (Dex)

Speed: 30 ft.

Armor Class: 20 (+5 Dex, +5 leather armor)

Attacks: +20/+15/+10 (+3 *quarterstaff*) or +23/+18/+13 (+3 *returning darts*)

Damage: 1d6+5, +3 *quarterstaff*; 1d4+5, +3 *returning darts*

Special Attacks: As per pastlife forms

Special Qualities: Nature sense, animal companion, woodland stride, trackless step, resist nature's lure, wild shape (7/day), fixed alignment, pastlife form (x6 — raven, large viper snake, dire bear, dryad, merfolk [male], elven incarnate [female, level 14]), soul of the cycle, lore of life (Animal, Earth), spontaneous casting (Animal, Earth), baseform, venom immunity, timeless body, designate incarnation, cast spells as 20th-level druid.

Alignment: Neutral

Saves: Fort +16, Ref +11, Will +18

Abilities: Str 14, Dex 21, Con 14, Int 10, Wis 24, Cha 14

Skills: Animal Empathy +18*, Concentration +10, Diplomacy +10, Handle Animal +30*, Hide +5, Intimidate +7, Knowledge (nature) +35*, Listen +10, Move Silently +8, Search +2, Spot +11, Wilderness Lore +35*.

*Teos receives a +10 bonus to Animal Empathy, Handle Animal, Knowledge (nature) and Wilderness Lore due to his status as the Keeper of the Forests, which allows him to share some of Denev's knowledge.

Feats: Alertness, Combat Casting, Dreams of the Past (x2 — Intimidate [dire boar], Move Silently [viper]), Great Fortitude, Heighten Spell, Run.

Possessions: +3 *quarterstaff*, +3 *returning darts* (Intelligent: Int 18, Wis 13, Cha 9, Ego 10, N; speaks five languages; Specific Powers: *feather fall* [wielder only] and *detect secret doors* [x8], +3 *leather armor*, *scarab of protection*, *periapt of wisdom*, *orb of storms*, *robe of blending*, *candle of truth*, *wand of web* (26 charges).

Druid Spells Per Day: 6/7/7/7/6/6/5/5/4/4.

Background

Though the incarnates do not have leaders *per se*, all incarnates show great deference and respect to the eldest member of their group (and indeed one of the oldest beings on Ghelspad, though you would never guess it to look at him).

Born nearly 500 years before the Divine War, Teos has reached the ripe old age of 637, and, due to his druidic nature, does not look or act a day over 310 (or about 35 in human terms). He fought in several of the most famous battles of the Divine War, usually among other followers of Denev. In the Druid War, he was one of the five ritual casters who made possible the awakening of the Ganjus in its own defense. After nearly 64 decades of life, Teos has seen more pain, destruction, and death than he ever would have dreamed possible as a child, and most of his loved ones are long dead, including four of his five children and their beautiful mother.

Roleplaying

Life has certainly not been easy for Teos, but in spite of everything he is known as a friendly and caring man, always encouraging and optimistic no matter the odds. Tireless in his efforts to preserve and heal all of Ghelspad and unendingly generous in all things, Teos is an inspiration to younger incarnates and to most of Vera-Tre.

While nothing is more important to Teos than the healing and preservation of the natural world, he sees the divine races as invaluable tools in this task, and he takes the unusual view that all sentient life is every bit as natural as the lives of plants, trees, and animals. The trick, in Teos's eyes, is never to favor one over the other, but to help the two live together in harmony, or so he said in a mildly controversial speech he gave last spring in Mithril.

In contrast to his open face and merry optimism, however, Teos is known as a wily schemer and is suspected to be secretly behind any number of "natural" accidents and disasters that happen all over Ghelspad every year to those in power that dare to threaten the delicate and wounded land that Teos protects. Though he is loathe to do so, he will sometimes take on his dire boar persona to appear more dangerous and intimidating.

Combat

In combat, Teos prefers to be in the thick of the action, laying about with his magical quarterstaff and alternating the blows with devastating spellcasting. He usually fights alone, and he is more than a match for most anything he comes across. When he feels threatened or overwhelmed, he will either cast spells and throw magical darts from cover, or he will turn into a raven and fly away, depending on the circumstances.



Legion of Ash

Number of Members: 5,000 when at full strength (appx. 3,000 currently)

Alignment: Usually lawful, often evil

Regions of Influence: Darakeene, Ghelspad battlefields

Primary Activities: Mercenary soldiers.

Description

Despite the fact that Darakeene remains politically neutral (or perhaps because of it), the nation is home to a majority of Ghelspad's war-guilds. These guilds train men-at-arms who in turn sell their services to the highest bidder. Darakeene mercenaries are known throughout Ghelspad as skilled warriors who fight valiantly and remain loyal to their employers.

Most mercenary groups will accept any Disciple of War, as those who complete their training at the Darakeene war-guilds are known, but the Legion of Ash handpicks members solely from the three guilds that comprise the Ledeane War Colleges. Named for the ancient Ledeane empire that once ruled vast stretches of Ghelspad, the Ledeane colleges are among the oldest and most prestigious in Darakeene. Training in the Ledeane Colleges takes nine years, and legion recruits are trained extensively in addition to this.

The Legion of Ash has a long tradition of martial success and professionalism. No mercenary group is more respected, and wise employers know that legionnaires from this group are well worth the extra expense.

Nevertheless, an organization devoted to fighting for pay cannot operate without its share of detractors. The strange tradition of marking initiates with the ash from cremated remains of fallen legionnaires, their black and gray blazons, the fact that they recruit brutish half-orcs and accept contracts from the necromancers of Glivid-Autel all cause many to speak ill of the Legion. Some claim that association with Glivid-Autel has corrupted the Legion of Ash and tainted them beyond redemption. Others whisper that the Legion has turned to the worship of one of the fallen titans and thus seeks to encourage the half-breeds they recruit. Still others claim that the Legion is biding its time before taking the side of Dunahnae, thus showing their true allegiance to the fell gods.

Despite all this dark speculation, no one has guessed the horrible truth, though one fact remains undisputed: the Legion of Ash is the most respected mercenary force in Ghelspad and possibly even beyond.

Organization

Three Darakeene war-guilds together form a consortium called the Ledeane War Colleges. Descended from the traditions of the ancient empire of Lede, these guilds teach a wealth of tactics and stratagems to students who can afford their hefty tuition.

While each college teaches a full range of military skills, soldiers who pay attention can see the differences. The Ledeane College of Canntontown focuses primarily upon infantry training, while the College of Meliad specializes in cavalry or siege troops, and the College of Weyside produces graduates skilled in archery and marine assault. It takes nine years for a recruit to graduate from one of the Ledeane War Colleges as a Disciple of War, but a graduate is assured a future in almost any of Darakeene's mercenary legions. The Legion of Ash accepts recruits only from these three prestigious schools and is therefore the first choice for graduates.

The fact that the Legion of Ash has recruited from only three war-guilds for so long has created a tradition whereby the Legion always has three generals, one graduate from each college. One of the three (chosen by his successor) holds overall command of the Legion, with the remaining two acting as adjutants. One of the two adjutants then ascends to leadership if the current commanding general dies or retires. The Legion's commander has no formal title, and all legionnaires know their commander. The unbroken chain of command between the three generals improves morale and helps keep the Legion in order. Openings in the triumvirate of generals are filled by a vote of the cohort commanders.

Currently, Dame Botar is the lead general, with General Thanakos considered her heir apparent. General Gravelfist, the most junior of the triumvirate, is a half-orc of great tactical ability but limited strategic skill, and he is not popular with more conservative legion members.

Regardless of their college, new recruits must train at legion headquarters in Arboth. Here, recruits are tested to weed out potential troublemakers and those who might prove disloyal. Once accepted, a recruit's training begins immediately.

New members are taught the secret Legion signs and codes, then assigned to a training unit. Drills and practice continue for the duration of a legionnaire's service, often "in the field." Science and theory are an important part of training, and a recruit spends much time in classes learning military history, tactics, and communication skills.

Graduation takes place after nearly two years of training. The final mark of a recruit's acceptance into the Legion of Ash is the initiation ritual, in which a paste of ash is smeared across the initiate's cheeks and brow. The ash is made from the cremated remains of Ashen Legionnaires who died in battle and symbolically links the recruit to the Legion's history while foreshadowing the recruit's ultimate act of service.

Historically, the legions of imperial Lede contained 5,000 soldiers, and when at full strength, this is



also the traditional size of the Legion of Ash. Furthermore, the Legion honors ancient tradition by organizing units into ten cohorts or columns, each numbering 500.

Cohorts are led by officers called *coronels*, and are further divided into smaller units called companies, each led by captains. The size of a company varies depending upon its type, with typical companies containing 60-120 cavalry, 20-40 sappers/artillerists, 80-200 infantry, 20-250 marines or 50-100 archers. Companies are divided into various smaller units — squads in the case of infantry and squadrons for cavalry, for example — commanded by sergeants.

Legionnaires are always assigned to contracts as complete cohorts. The standing rate for most contracts is 21 silvers per soldier per day — one for each titan and god according to current legion tradition — or 1,050 gold per day for a cohort. This rate can be higher in the case of more difficult or dangerous assignments. Legionnaires are usually given plunder rights, as well, allowing them to keep all riches taken from defeated foes.

The legion always makes sure it has supplies of its own; just in case, however, it often demands provisions in addition to its pay. Additionally, a contract generally calls for full payment for every soldier for the full period of the contract, regardless of whether casualties reduce the cohort's size. Excess money earned in this fashion is transferred to the families of the dead soldier or donated to other legionnaires according to his wishes.

Each cohort has its own organization and composition depending upon its duties and its commander's personal tactical style. The Legion's cohorts are organized as follows:

The First Cohort

The First Cohort is always kept in top fighting condition, drawing replacements from other cohorts as needed. The current coronel, Hescay, is part of the faction that feels that Dame Botar's recruitment of half-orcs is unfitting, and thus the first cohort is almost entirely human in composition. Hescay shares the history of almost all of his soldiers in that he began service to the Legion of Ash in another cohort, in his case the Fourth.

The First Cohort consists of 200 infantry, 80 archers, 40 cavalry, and 20 associated officers. The majority of the cohort's members are graduates of the Ledean College in Canntontown, making its members decidedly conservative. This cohort is also well connected with other mercenary groups, leading to improved intelligence sharing and knowledge of current events across Ghelspad. The unit's greatest current concern is maintenance of steady income, a healthy treasury, and sufficient defensive magical items. Politically, most first cohort legionnaires favor the fiscal policies of Dame Botar, but openly practice the military protocols of General Thanakos.

The Second Cohort

The Second Cohort is split evenly between troop types and specializes in backing up other cohorts on larger contracts and operations. When at full strength, it boasts 120 infantry, 120 archers, 120 cavalry, and 15 officers. Coronel Mella is a protégé of Dame Botar and known for her dedication to the legion. Her son has nearly graduated from the Ledean College of

Canntontown, and she hopes he will pass the Legion's tests so that she might see him more often.

Currently, both the First and Second Cohorts are in Arboth, taking on new recruits. Both cohorts saw action in the eastern Hornsaw Forest under contract from Glivid-Autel. The necromancers seem pleased with the Legion's work, however, and Dame Botar is currently negotiating further tours for the two cohorts.

The Third Cohort

The Third Cohort is composed of 160 light infantry, 40 light cavalry, 80 archers, 80 skirmishers, and 14 officers. Coronel Shawek is still assigned to duty serving a contract with Glivid-Autel, and given his history of forest fighting, observers believe further expeditions to the Hornsaw are being planned.

The Fourth Cohort

The Fourth Cohort, under the command of Coronel Vlasen Domites, is not the unit it was when Coronel Hescay left it to join the First. The cohort suffered heavy casualties during the breaking of the Second Siege of Bridged City and currently numbers 175 heavy infantry, 10 light cavalry, 20 heavy cavalry, 50 archers, and 10 officers. While the legionnaires drove off the titanspawn assaulting the city, both Dame Botar and Queen Gwatra were disappointed with the results. Gwatra felt the Fourth did not enthusiastically pursue fleeing titanspawn, while Botar was unhappy with the lack of support from Bridged City troops who remained behind siege barriers during the conflict.

The cohort has been largely rebuilt and was one of the first models for Dame Botar's program of integrating the half-orc mercenaries into the legion. The cohort is currently believed to be en route from the Plains of Lede.

The Fifth Cohort

The Fifth Cohort contains 200 heavy infantry, 80 crossbowmen, 60 sapper-engineers, and 18 officers. The infantry units contain more half-orcs than any other cohort besides the Fourth, and it is thought that Dame Botar considers them less likely to be morally offended during their service with Glivid-Autel. Coronel Yamlek's presence is more of a concern to observers because it suggests the necromancers are paying the engineer to strengthen the city's fortifications.

The Sixth Cohort

The Sixth Cohort consists of 250 infantry, 50 cavalry, and 12 officers. Its troops are currently stationed in Rahoch. While theoretically at the disposal of Mayor Erdil, it is no secret that the Legion is being paid by King Virduk and that their presence is as much to ensure the Mayor's loyalty as it is to protect the city from pirates. Its coronel is Shalhana Derian, a veteran of several campaigns.

The Seventh Cohort

The Seventh Cohort is composed of 200 marines, 120 cavalry, and 12 officers. Currently, the cohort is contracted to guard the main landing port of Virduk's Promise on the southern continent of Termana. The Seventh is led by Coronel Masek Korolosian.

The Eighth Cohort

The Eighth Cohort is made up of 160 marines, 120 archers, 160 artilleryists, and 16 officers. Under the command of Coronel Uthar, the cohort is currently camped on the western coast of the mouth of Corean's Cleft and is assisting in operations to ensure that no naval aid reaches Durrover by way of the inlet. Ballistae, catapults, and keelboats have been placed at the unit's disposal, and Calastia and Lageni pay their contract jointly.

The Ninth Cohort

The Ninth Cohort claims it has kept the closest to the ways of the old Ledean legions from before the Divine War. It includes 300 infantry, 60 archers, 60 cavalry, and 20 officers. Coronel Vana Irodan argues that this is the best of methods, tried by the ultimate test of time. Certainly, the coronel's stolid traditionalism has earned her favor with Emperor Klum. He pays Dame Botar to keep the legion in the Karan province to quell any further troubles with the Tagani household there. The most notable action the cohort took in recent times was to accompany a battalion sent by the emperor to repel a unit of the Veshian Vigils that sought to enter the southern province of Provark.

The Tenth Cohort

Most legions have a particular company or cohort that serves as little more than a reservoir for other units. The Legion of Ash is no exception, though the generals have always made sure that the Tenth sees field action. This has turned the Tenth Cohort into a sort of proving ground with the highest casualty rates, but new recruits who survive are often accorded even more respect by their commanders as they received less aid from long term veterans such as they might in another cohort.

Since the total destruction of the original Tenth Cohort during the Blood Monsoon, the troop composition has fluctuated wildly according to the tides of war and the fortunes of the other cohorts. The Tenth Cohort is currently in Arboth training with the First and Second while Dame Botar negotiates with Glivid-Autel and other prospective employers. Its commander is Coronel Magim Borthas.

The Eleventh Cohort

The Legion's detractors often point to their work for Glivid-Autel and their somewhat morbid initiation ritual and claim that the unit has been corrupted or infiltrated by necromancers. Others dismiss the Legion's secret signs and grim regalia as nothing more than a show to strike fear into the hearts of enemies. In reality, neither view is right.

The dirty secret of the Legion of Ash is its unlisted "eleventh cohort," one never discussed in public. The initiation ritual of the Legion of Ash is no petty trick, nor is it a product of the necromancers. In fact, the necromancers might be unhealthily interested in the ritual if they knew of its existence.

Quite simply, those who undergo the initiation ritual are tied to the Legion even in death. When a

legionnaire finally perishes in battle, the powerful magic of the ritual gives him a chance to remain as a ghost. Over the centuries, hundreds of legionnaires have fallen and rejoined the Ashen Legion as creatures of the ethereal. When Lede was destroyed, many of the ghosts were destroyed as well, but some survived to carry on the spirit of the Legion and accompanied the survivors who settled in Darakeene. The Legion of Ash slowly rebuilt, centered in Arboth, and forged a strong relationship with the three Ledeon War Colleges.

Since the Ashen Legion's renewal in Arboth, many more have joined the ghostly cohort, drilling endlessly in the same yards where young recruits test and silently accompanying legionnaires to foreign fields of battle. Sometimes when the passion of battle rages around them, the ghosts of the Legion of Ash will manifest and fight alongside their brothers and sisters. Those who see the ghostly legionnaires from afar cannot tell them from their living counterparts, and those who see them up close generally are slain or go mad. The spectral cohort remains a closely guarded secret — and one of the sources of the Legion's success.

The Eleventh Cohort is a source of mystery and concern even for fellow legionnaires, however. Sometimes an ancient coronel will possess a recruit on the training fields, demonstrate forgotten tactics, and just as suddenly disappear. Occasionally, spectral Disciples of War will haunt an enemy camp the night before a battle, leaving troops ill rested and unable to face the Legion in battle the following day. Sometimes the ghost of a fallen legionnaire will finally despair of its existence and seek destruction at the hands of a powerful enemy.

Counting this ethereal host is a daunting task, but some of the ghosts have spoken to their living counterparts, reporting that 1,000 past legionnaires march with the Ashen Legion. A few hundred more rest within the camp or mausoleum in Arboth, or haunt the fields where they fell, endlessly refighting their final battles.

History

The Legion of Ash predates even Darakeene, being descended from the old legions of Lede, the empire that once ruled great portions of Ghelspad. Indeed, the Ledeon language is still often used by merchants, scholars, and nobles as a common tongue despite the fact that it is no longer spoken in daily life. The regalia, symbols, and traditions of ancient Lede still color cultures across the continent. Calastia's coat of arms adopted its distinctive dragon and aggressive nature, Shelzar has attempted to create a system of voting that supposedly existed in the early days of the empire of Lede, and Darakeene has inherited its science of warfare.

When the Empire of Lede collapsed, many of its legions were destroyed. Other legions carved out kingdoms that may have helped shape some of the nations of the day. Some legions removed themselves to the provinces of Darakeene and sought to rebuild the



former glory of the empire. Ultimately, the war colleges of Darakeene absorbed the remnants of Ledeane legionnaire culture. Because Darakeene steadfastly remains neutral in the political arena, however, the legions are in a unique position. They have a home base to which they can return at will and yet can serve as mercenary forces for anyone who is willing to pay.

The Legion of Ash was nearly destroyed in the collapse of Lede, but one bedraggled cohort survived and managed to gain some revenge on the barbarians who helped destroy the empire. In the ashes of fallen Lede, they swore to carry on the prestigious Legion's name beyond the death of their nation. The spectral warriors who still remain from those ancient days seem satisfied that their reputation as the most elite of all forces shows that the Ashen Legion has upheld its vow.

The decades since the terrible Blood Monsoon have not been kind to the Legion, as internal politics and external pressures threaten to tear the unit apart. Contracts negotiated with the necromancers of Glivid-Autel have stained the legion's reputation and raised the question of whether they have been corrupted by that villainous group. The Monsoon destroyed one of the Tenth Cohort entirely, including its ghostly accompaniment, and the cohort has never truly recovered stability due to its role as an internal recruitment pool for other cohorts.

The newest chief general, Dame Greta Botar, has proven the least popular leader in the Legion's history. Five years ago, she assumed command upon the death of her husband General Botar—to the surprise of those who assumed the more popular General Thanakos would be made the new commander.

During her term, Dame Greta has continued her husband's practice of negotiating contracts with Glivid-Autel, which even many legionnaires find distasteful. Certain spectral members of the Ashen Legion worry it may even cause their existence to be discovered and knowledge of it widely spread. Further, she has pushed for the Legion to accept many more half-orcs into its ranks and even pressured the Ledeane War Colleges to promote greater acceptance of them as well. To drive this point home, she fought for the promotion of General Gravelfist as the first half-orc general ever in the Legion's history.

Dame Botar is a shrewd negotiator, though, and her deals with Glivid-Autel have assured the Ashen Legion's financial future. Surely her promotion of Gravelfist to general has guaranteed that General Thanakos will assume her position upon her retirement, and some say this is all part of her plan. The popular Thanakos could assume command of the Legion and restore its honor even as Botar has filled its coffers.

Locations

The Legion of Ash is headquartered in a sprawling camp just east of the city of Arboth. Designed with an eye toward training rather than defense, the Legion's camp is not well fortified, but those who seek

to disturb the Legion, especially the Ashen Mausoleum where the regalia of the dead lie, rarely escape the wrath of the Eleventh Cohort.

Elsewhere, the Legion makes due with whatever it can find. In the field, cohorts make fortified camps, digging trenches and erecting palisades even if they are only camping for a single night. Given more time, they can erect stone walls, lay out cavalry-crippling caltrops, and excavate hidden spiked pits. In places where they are expected to occupy territory or serve on long-term garrison duty, the Legion prefers to be given small keeps or fortified manor houses. In such cases, patrols are sent out on a constant basis, and all legionnaires are expected to be ready for action at an instant's notice.

Members

The vast majority of soldiers are of the warrior NPC class and usually only career veterans ever reach the skill levels of the heavily trained fighters of elite forces. There are many exceptions of course, but rarely anything approaching the numbers found within the more successful legions of Darakeene, the Vigils of Vesh or the most elite companies of Calastia. Nowhere in all of Ghelspad, however, is there an army other than the Legion of Ash that could boast 5,000 soldiers of at least 4th-level fighter skills.

Nirak: Nirak was born the fourth son of a sharecropper. Possessed of a quick temper, large frame, and seemingly little prospect for the future, Nirak sold, begged, and borrowed his way into one of the prestigious Ledeane War Colleges. After a couple of years, he had exhausted his funds, but fortunately came to the attention of General Thanakos during a recruiting visit to Canntontown. He is now 29 years old, and years of scars and sunburn have turned his skin almost to leather, and the weight of his chain shirt feels as natural as his tunic once did. Discipline has turned his temper into cold steel.

Nirak, Ashen Legionnaire, male human, Ftr4: SZ M (6 ft. 2 in. tall); HD 4d10+8; hp 34; Init +6 (+2 Dex, Improved Initiative); Spd 30 ft.; AC 17 (+2 Dex, +4 armor, +1 shield); Atk +7 melee (1d8+4, longsword); AL LN; SV Fort +8, Ref +4, Will +2; Str 15, Dex 14, Con 14, Int 12, Wis 10, Cha 8.

Skills: Climb +5, Jump +5.

Feats: Cleave, Improved Bull Rush, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Chainmail shirt, small wooden shield, long sword, dagger.

Leaders

The three generals who run the Legion are Dame Botar, General Thanakos, and General Gravelfist. A colonel commands each of the ten cohorts. Officers within individual cohorts are captains who command units usually 60 to 150 troops in size, with sergeants leading the squads under their control.

Most captains range from 6th to 8th level, while a typical sergeant is a 4th- to 5th-level fighter who is often simply more intelligent and charismatic than most of those in his command, though sometimes more skilled as well. The coronels typically range from 7th to 10th level, each learning feats such as Leadership and skills such as Knowledge in military tactics, history, engineering, or other issues that pertain to military command.

General Gravelfist is a 1st-level barbarian/10th-level fighter who entered the Ledean War Colleges after a youth spent in the wilds of the Plains of Lede. Gravelfist took his human name from their words for the name of his related tribe, and he is the first half-orc general ever in the Legion's history. General Thanakos is a 12th-level fighter/1st-level bard whose war stories amuse the troops to no end and demonstrate a wealth of lore gained from serving in conflicts across Ghelspad. Dame Botar is a 9th-level fighter/2nd-level rogue who has worked hard to advance the Legion's use of scouts, encryption, and codes. She is the current general-in-chief of the Legion and is a shrewd negotiator who continues to fill the Legion coffers despite her lack of popularity with the troops.

Dame Greta Botar, Chief General of the Legion of Ash

Class/Level: Fighter 9/Rogue 2

Sex/Race: Female human

Height/Weight: 5 ft. 5 in./145 lbs.

Challenge Rating: 11

Hit Dice: 9d10+2d6+11

Hit Points: 61

Initiative: +5 (+1 Dex, +4 Improved Initiative)

Speed: 30 ft.

Armor Class: 17 (+1 Dex, +5 armor, +1 shield)

Attacks: +13/+8 melee (+1 *ghost touch heavy mace*) or +11/+6 melee (dagger)

Damage: 1d8+4, +1 *ghost touch heavy mace*; 1d4+1, dagger

Special Attacks: Sneak attack +1d6

Special Qualities: Evasion

Alignment: Lawful neutral

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

Abilities: Str 12, Dex 13, Con 12, Int 16, Wis 14, Cha 14

Skills: Appraise +6, Bluff +5, Climb +6, Craft (shipbuilding) +4, Diplomacy +7, Forgery +4, Gather Information +4, Handle Animal +15, Innuendo +3, Intimidate +3, Intuit Direction +3, Jump +6, Knowledge (history) +8, Knowledge (military tactics) +8, Listen +4, Profession (mercenary commander) +7, Ride +8, Sense Motive +4, Spot +4, Swim +10.

Feats: Dodge, Expertise, Improved Critical (heavy mace), Improved Disarm, Improved Initiative, Iron Will, Leadership, Weapon Focus (heavy mace), Weapon Specialization (heavy mace).

Possessions: +1 chain shirt of etherealness, buckler, +1 *ghost touch heavy mace*.

Background

Greta was born in the Darakeene naval city of Weyside, and from an early age was enamored of the soldiers she saw

when she worked on the docks with her father and brothers. Greta soon grew larger than her older brothers and found herself the victor in childhood roughhousing matches. As a teenager, Greta began pressuring her father to let her attend the prestigious Ledean War College of Weyside and even offered savings she had accumulated from odd jobs on the docks to help pay her tuition. Her father at first objected, but eventually relented as he realized her seriousness.

During her training at the War College, Greta attracted the attention of then coronel Botar. The older coronel courted the young lady even before she finished her training in Weyside, and some claim it was his recommendation that assured her a position with the Legion of Ash. Certainly he encouraged her to join, and the two were married shortly after her initiation.

Military marriages are hard, and the Legion tends to encourage women to partake of magical means of preventing pregnancy if possible. Nevertheless, the young Greta Botar went on leave from the Legion twice to bear Coronel Botar's children. Each time she stayed with her family in Weyside, and after a couple of years left her children with her older sister and returned to service. Many male legionnaires disapproved of this, but female legionnaires have always commiserated with Greta and not a few have been in a similar position.

As both of the Botars proved capable leaders and loyal legionnaires, their rise to command continued. Coronel



Botar was promoted to join the three generals who run the Legion, and Greta herself eventually rose to the rank of colonel. It is then that she earned the nomenclature "the Dame" for the respect her soldiers gave and out of reverence for the popular General Botar. Dame Botar served as a distinguished colonel over the Second Cohort. Numerous times she proved her skills in battle.

When General Botar was slain in battle and proved irrecoverable, the Dame was promoted to join the ranks of the generals. To the surprise of the Legion, however, the colonels agreed that she should take her husband's place. The troops, though, continued to mutter about her decision to continue her husband's legacy of dealing with Glivid-Autel. Worse yet, many of them resent the strong push the Dame has made for half-orcs in the legion.

Dame Botar dreams of a retirement in comfort. She has moved her children to Arboth, and knows that her husband has become one of the ghosts. She enjoys an occasional swim in the Border River and relishes contracts that allow her to see the ocean again. After promoting Gravelfist to general, she has placated conservatives with assurances that Thanakos will assume command upon her departure, and she genuinely believes the old veteran is the best replacement the Legion could have. The Dame has fought hard for the Legion's financial strength, even at the expense of her own reputation. She looks forward to a future when she can join those legionnaires who have retired to legion-owned villas in Darakeene and spend time with her family once again.

Roleplaying

Dame Botar is shrewd, but more importantly she looks to the future. She sees the popularity that General Thanakos enjoys and thus has chosen to take the hard line. She chooses to make all of the unpopular decisions that past generals never wanted to explore. Her recruitment of half-orcs, for example, was greeted with suspicion by her officers, but is likely to boost the Legion's fearsome reputation in battle. The contracts with Glivid-Autel, which were actually begun by her husband, fill the Legion coffers, and even the negative image that this service creates actually increases fear of the Legion.

Nevertheless, she is tired. Her husband is one of those legionnaires who in death have fallen into despair, endlessly drilling on a battlefield half a continent away. Her children are middle-aged now and know her only from occasional visits and as the mother who gives them money to ensure a fine lifestyle. Retirement is just over the horizon, beckoning her to make sure the next battle goes well, the next contract is well negotiated, and the next recruit is well chosen.

Combat

Dame Botar inherited one of the rare armored suits that allowed ancient legionnaires to enter the

ethereal to speak to their spectral forebears. She also inherited the General's Mace that has been a sign of authority in the Legion of Ash for centuries. In a truly deadly situation, she can slip away by moving to the ethereal and still wield the mace due to its *ghost touch* power. Usually she is busy leading and directing the attacks of others, and an enemy would be hard pressed to reach her.

New True Ritual

Ashen Initiation

Allows a character to become a ghost.

Level: True Ritual — Wiz 4

Components: V, S, M, XP

Casters Required: 3

Proxy: No

Casting Time: 1 night

Range: Touch

Target: One creature

Duration: Instantaneous

Saving Throw: Fortitude negates (harmless)

Spell Resistance: Yes (harmless)

Description

During the special initiation of a new recruit into the Legion of Ash, a paste of ash composed from the cremated remains of fallen legionnaires is rubbed across the cheeks and brow of the initiate. This ties the spirit of the recruit to the ancient Legion and foreshadows his final act in life. Perhaps more importantly to those who understand the ritual, the mystic rite allows the legionnaire to remain with the Legion of Ash even in death.

Spell Effect

A person who affected by the Ashen Initiation ritual is primed to join the spectral legionnaires who continue to serve in the Legion of Ash after death. When the legionnaire dies, he may roll 1d20 + level (DC 16). This not a mandatory roll — though the choice must be made at the time of death and once made is irrevocable — and in fact many legionnaires late in life decide not to remain behind. Success transforms the Ashen Legionnaire's soul into a ghost (see MM, page 212). The Legion cremates the dead soldier so that no one can disrespect his corpse and returns his remains to the Legion through use in future initiation rituals. Items held important to the legionnaire are carried to the camp in Arboth and interred in the mausoleum there. Of these possessions, 2d4 items will form an ethereal counterpart that the ghost may carry.

Material Components: Ash from the cremated remains of fallen Ashen Legionnaires, equipment and items interred in the Ashen Mausoleum.

XP Cost: 100 XP each caster. Special — the new initiate can pay the experience cost for the casters.

Legion of Crimson

Number of Members: Approx. 30,000

Alignment: Lawful neutral or lawful evil

Regions of Influence: Western Ghelspad

Primary Activities: Warfare, garrison duty, adventuring, guard duty.

Description

The war colleges of Darakeene are well known for their exacting standards. Many who attend the colleges receive an outstanding education in military matters, but fail to make the cut and are forced to leave. A group of such washouts decided 75 years ago to form their own mercenary organization, giving a chance to those who failed to make the grade at the war colleges. Adopting a deep red as their signature color, they were soon known as the Legion of Crimson. Today, they are among the largest (and, in the opinion of their critics, among the least-discriminating) mercenary groups in Ghelspad.

As the years passed, the Legion began to adopt a number of rituals and traditions that would help further identify them in the mind of Ghelspadians. Legionnaires (known to each other as "crimsons") dip their braided hair into the blood of slain enemies and twine amulets into their braids for luck. A legionnaire chooses a single weapon and suit of armor when he joins and never uses another (and must undergo serious disciplinary procedures if he loses either). These weapons and armor are sanctified by religious ritual, blessed by priests of Chardun or Hedrada (the Legion's two favored deities), and have in many ways become symbolic of the Crimson Legion.

Under the command of Lord-General Malcom Degarre, the Legion has grown in size and influence. As a rule, the Legion takes jobs that other Darakeene mercenaries shun, such as garrison duty or expeditions to especially hazardous locations. Most customers end up satisfied with the Legion's performance, for, though they are not quite as polished or professional as those units who draw their membership from war college graduates, the crimsons do the same job for about half the going price. Though many comment derisively that an employer gets what he pays for, the Crimson Legion continues to pride itself on getting the job done, even if they are occasionally sloppy about doing so.

Organization

Supreme authority in the Legion resides in the hands of Lord-General Malcom Degarre. Immediately below him are his three sub-commanders: Lord Jacob Duganey, Bakken Seiguld, and Sir Rechard Fourniet. Each of these men commands a cohort of nearly 1,500 members.

Most legionnaires are foot soldiers, a result of the crimsons' recruiting among the less fortunate and affluent. Cavalry is limited to a scouting role, and line legionnaires are trained in anti-cavalry tactics.

New recruits are given menial tasks and expected to maintain equipment for higher-ranking legionnaires. Once this probationary period is over, the new legionnaire is assigned to a mentor of higher rank, who sees to his training and education, and gives the younger soldier guidance and advice. Mentors can have up to a dozen students each, and are often referred to as godfathers or -mothers by their charges. A godparent's attentiveness is not entirely out of duty or friendship, however: students are expected to give their mentors a small percentage of their pay in exchange for the education and support that they receive.

Ranks and organization have evolved over the years and are drawn from a number of different cultures and traditions. A newly-joined member of the Legion is called simply "recruit." Once the initial period is over and he is given a mentor, the recruit is called a legionnaire — the vast majority of crimsons are of legionnaire rank. A decurion or file-leader commands squads of ten, and a centurion or hundred-leader commands ten squads (known as a century). A cohort, commanded by a colonel, consists of 10-15 centuries, while a single lord-commander (currently Malcom Degarre) leads the entire Legion. Scout cavalry is organized into squadrons of six and attached to various cohorts as needed.

As noted, crimson legionnaires have a number of unusual traditions regarding weapons and armor. At the end of his term of recruit status (anywhere from three months to a year), the legionnaire is expected to select a single weapon and suit of armor and use only these items for the rest of his career. These items are anointed with blood by priests, and their loss through carelessness may result in regimental punishment or even demotion, so they are treated with superstitious respect by the legionnaires themselves. The wide range of weapons and armor makes organization and tactics for the legion far more challenging.

As a rule, legionnaires with similar weapons are organized into centuries together so that their weapons can be used *en masse* more effectively. Fortunately for the Legion's commanders, most of their soldiery chooses some variety of sword, making organization slightly less confusing. Just the same, there are always those who prefer other weapons — dwarves doggedly insist on using axes and hammers, for example — and a given cohort will often boast members with a dozen different weapons. In addition, legionnaires also often carry secondary weapons that they use when fighting in units, reserving their blooded weapons for special occasions.

History

In 74 AV, a night of drunken revelry led to the formation of one of the foremost mercenary groups on the continent. Expelled from their war college for a

variety of reasons (ranging from poor attendance to bad hygiene), a dozen despondent ex-students gathered in a Meliad tavern known as Hrinruuk's Head, determined to get stinking drunk and raise as much hell as possible. By morning, they were all in jail, nursing bruises and broken ribs, but also determined to overcome the humiliation of their expulsions.

Led by one Tanitha Vener, a Shelzari heiress who had nursed dreams of becoming a mercenary queen, the group filed documents with Darakeene authorities, and within two weeks the new band was born. Most such groups survived for less than a year before falling apart, but Tanitha (whose considerable income helped finance the new legion) proved to be made of sterner stuff, and soon the group had blood-red armor and uniforms, a banner and chapterhouse, and was sending out word that outsiders and washouts from the war colleges were welcome.

After a time, the band's red uniforms and banner provided the unit's official name. Far less choosy than better established mercenary groups, the Crimson Legion soon became populated by the dregs of western Ghelspad, and its clients consisted primarily of those who could not afford better-known or more professional units. True professional soldiers were few and far between — most new recruits were local guardsmen, street toughs, or knockabout warriors wishing for a better life. Amazingly, Tanitha and her companions managed to whip this motley assortment into a presentable mercenary band, but it would be some time before the legion was truly tried in battle.

After several years of routine guard and garrison contracts, the Legion's first real test came when Lord Narwin of Canntontown hired the entire unit to aid him in a raid on Khet-Khirdet. The expedition ended in disaster when it was ambushed by the cannibals. Narwin and his companions were captured and carried off to a most unpleasant fate, but Tanitha and her legionnaires did not break and instead fought their way back to Darakeene, surprising those who had long expressed disdain for the legion's rough-and-ready members.

On the march back home, Tanitha proved herself an able commander, and while sleeping one night saw a vision of Chardun the Great General, who bade her give herself into his service and learn the ways of war. Upon her return to Darakeene, Tanitha took up Chardun's call and became a priestess, bringing the knowledge of divine magic to her newly-blooded legion.

The Legion's lawful nature attracted numerous followers of Hedrada and Chardun. Most were of lawful neutral alignment, though a few lawful evil warriors served with the Legion. Warriors from across Ghelspad were continued to flock to Darakeene, arriving specifically to join the Legion. Those who had actually attended war college (whether or not they had actually graduated) were given preferential treatment — others could join, but had to undergo a longer probationary period.

As time went by and Tanitha grew older, the Legion became progressively more influential and well-known, and their ceremonies became progressively



more mystical and bizarre. Tanitha continued to fight with the Legion and was slain in 113 AV in battle with the Horsemen of Vangal. She had already decreed that legionnaires were to keep a single weapon and suit of armor (a result of a vision from Chardun) and had asked that the unit's legionnaire-priests to sanctify items carried by legionnaires with anointments of blood.

Legion members had their own traditions, as well. Long hair became the fashion, allowing a legionnaire to braid charms, amulets, and fetishes into it. It became common for a crimson to dip his braids into the blood of slain enemies — the more braids a warrior had the more influential and skilled he was considered. Acts of cowardice resulted in braids being cut, with a consequential loss of status until the dishonor could be erased and a new braid grown. Legionnaires were known to love lucky charms and fetishes, and over time developed a reputation as highly superstitious.

Legionnaires are also infamous for their preference for alcoholic drinks — the stronger the better. There is a practical reason for this, however—: the Legion's willingness to take on difficult or unpleasant contracts often resulted in assignments at particularly desolate or unhealthy locations, where fresh water was in short supply. Alcohol proved far healthier than local water supplies, and cohorts on assignment characteristically brought along several large barrels of beer, ale, or even stronger potables to quench their thirst. So far, the tradition has continued to pay off — and though acts of drunken debauchery are common, the Crimson Legion is also known for the relative reliability and lack of sickness in its ranks.

Locations

Crimson Hall is an ancient antebellum manse situated on the border of the northern edge of Levitan Copse, a large forest in central Darakeene. Though it has been added to and fortified over the years into a puissant military stronghold, its origin as a manor house is still evident in the grand and inviting façade that greets travelers who pass through the gates. It is constructed in a baroque and grandiose style that was extremely popular in the three centuries before the war. Its high, arched windows are evidence that advanced glassmaking is just one of the many arts that was lost in the Titanswar.

Despite its place as the central nexus for a large body of warriors, Crimson Hall has passed the years almost entirely intact. The lone exception is the grand ballroom, which partially collapsed when struck by a sorcerer's errant *fireball* during a mock battle.

The huge main doors of the building open into the great hall, a vast room that rises to the full height of the building's three stories. From the massive black-oak beams that span the vaulted ceiling hang dozens of banners, flags, and pennants commemorating the Legion's history and famous battles.

The next largest room on the ground level is the library, which holds more than 7,000 volumes, many of which are of tremendous historical value. Although it is not the largest library on Ghelspad, it

holds perhaps the greatest collection of pre-war tomes on military history and tactics to be found anywhere. It is also home to the complete history of the Legion itself. Every warrior who wears the crimson has his name — and where possible, the events of his death — recorded in one of the numerous volumes that make up the rolls. It is here in the library where Malcom Degarre spends virtually all his time.

Apart from the rarely used greenhouse at the eastern end of the building, the rest of the floor is taken up with a dozen or so offices, the mess-hall, and the kitchens.

Directly across from the top of the grand staircase can be found Degarre's suite of rooms. These rooms sit directly over the library below, and a small balcony leads from the sitting room to overlook the great hall.

Three other sizable suites are on this floor — normally reserved for visitors — and about a dozen or so smaller rooms used by some of Degarre's advisors and other important persons who reside in the hall.

At the western end of this floor is the "Yellow Room." If this room was ever yellow, no one remembers it. Instead, its walls and ceiling are paneled in the rich black-oak once so plentiful in the region. This room serves as a sort of smoking room and club for the Legion's officers, who can usually be found here in the evening enjoying strong drink and foul Ledean tobacco or pungent julka weed. Before his descent into depression, Degarre could normally be found here in the company of his men, enthroned in a massive red leather chair by the fire. Out of respect for their commander — and in the hopes that he should recover from his melancholy — the chair remains empty and waiting.

Unlike the high-ceilinged and airy rooms and corridors in the rest of the manse, the third floor is little more than a glorified attic. Most men of even average height find themselves needing to duck or risk a braining from the massive beams that support the heavy slate roof.

The third floor is used primarily as billet space for legionnaires who are stationed at the hall or in the area. More than 500 men can sleep here with ease. It is also through this attic space that one can access any of the five towers that rise from the hall's roof. The tallest of these towers is called Lord Downey's Remembrance — though no one can remember why — and reaches nearly one hundred feet into the sky. It offers an unrivaled view of the surrounding countryside and makes it virtually impossible for an enemy to approach within 10 miles of the building undetected.

A cellar also sprawls beneath the building, containing several large practice rooms and gymnasiums, providing billet space for dwarven troops, and holding a large and well-stocked larder and wine cellar. From the cellars, one can access a tunnel leading to the main stables, which are located some 300 yards from the hall proper.

Members

Kemil Haniman: Haniman is what most people picture when they think of the Crimson Legion — a

dirty, disreputable brawler, little more than a street thug. He is a deft hand with a dagger and a fair shot with a dart. He prefers to stay to the rear, peppering his target with darts and letting his fellows take the brunt of the attack. He hates a straight-up melee fight, preferring instead to strike from behind, sinking his dagger into an unsuspecting back.

If need be, however, Haniman can hold his own in a straight up fight. He is lean and wiry, tough like old leather, and he bears the scars both from a life as a mercenary and a youth ill-spent as a street-brawler in Mithril's harbor city. Surprisingly, he has a strange sort of honor. He fights for coin and coin alone, but when he is bought he stays bought: he will never back out of a contract.

Kemil Haniman, Crimson Legionnaire, male human War4/Rog2: CR 5; Size M (5 ft. 6 in. tall); HD 4d8+2d6-6; hp 26; Init +6 (+2 Dex, Improved initiative); Spd 30 ft.; AC 15 (+2 Dex, +3 armor); Atk +10 melee (1d4+4, +1 dagger) or +9 melee (1d6+4, +1 shortsword) or +7 ranged (1d4+3, darts); SA Sneak attack +1d6; SQ Evasion; AL LE; SV Fort +3, Ref +6, Will +1; Str 17, Dex 14, Con 9, Int 9, Wis 11, Cha 10.

Skills: Appraise +4, Climb +10, Disguise +3, Escape artist +3, Hide +2, Intimidate +6, Knowledge (nature) +0, Listen +0, Move Silently +7, Pick Pocket +4, Sense Motive +2, Spot +0.

Feats: Blind-Fight, Improved Initiative, Quick Draw, Weapon Focus (dagger).

Possessions: Studded leather armor, darts, +1 dagger, +1 shortsword.

Thorveld Vermagnus: Thorveld joined the legion a scant decade ago after serving in a small village militia. At only 32 years of age, Thorveld is already second in command to Bakken Seiguld and a sure bet to succeed him when the man retires or meets his fate on the field of battle. Thorveld is an honorable man, dedicated to the Legion and determined to maintain its traditions.

Though he was born in Darakeene, nothing can hide Thorveld's Albadian heritage. From his huge, corded muscles to his sun-yellow hair and thick beard, he is every bit the fierce northern warrior. It is with good reason that his men call him the "golden bear."

Thorveld Vermagnus, Crimson Legionnaire, male human, War1/Ftr8: CR 8; Size M (6 ft. 6 in. tall); HD 9d10+18; hp 65; Init +5 (+1 Dex, Improved Initiative); Spd 20 ft.; AC 20 (+1 Dex, +6 armor, +3 shield); Atk +15/+10 melee (1d8+5, +1 battleaxe) or +10/+5 ranged (1d6+4, throwing axe); AL LN; SV Fort +8, Ref +4, Will +3; Str 19, Dex 13, Con 15, Int 13, Wis 11, Cha 9.

Skills: Handle Animal +11, Heal +3, Hide +1, Knowledge (military tactics) +4, Listen +5, Move Silently +1, Ride +11, Sense Motive +2, Spot +0, Swim +9.

Feats: Endurance, Expertise, Improved Critical (battleaxe), Improved Initiative, Toughness, Toughness, Two-Weapon Fighting, Weapon Focus (battleaxe).

Possessions: Throwing axe (x3); +1 battleaxe, +1 breastplate; +1 large steel shield.

Leaders

Lord-General Malcom Degarre

Class/Level: Aristocrat 3/Fighter 10

Sex/Race: Male human

Height/Weight: 6 ft. 2 in./215 lbs.

Challenge Rating: 12

Hit Dice: 3d8+10d10+26

Hit Points: 99

Initiative: +6 (+2 Dex, Improved Initiative)

Speed: 20 ft.

Armor Class: 22 (+2 Dex, +10 armor)

Attacks: +19/+14/+9 (shadowblade)

Damage: 1d8+8, shadowblade

Alignment: Lawful neutral

Saves: Fort +10, Ref +6, Will +9

Abilities: Str 18, Dex 14, Con 14, Int 15, Wis 13, Cha 16

Skills: Appraise +7, Bluff +7, Climb +13, Diplomacy +9, Handle Animal +15, Hide +2, Jump +16, Knowledge (military science) +7, Knowledge (nature) +8, Listen +9, Move Silently +2, Ride +12, Spellcraft +7, Spot +9, Swim +6, Tumble +3.

Feats: Alertness, Far Shot, Improved Disarm, Improved Initiative, Improved Unarmed Strike, Iron Will, Mounted Combat, Point Blank Shot, Toughness, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Shadowblade*, +2 ghost armor plate.

Background

Tall and handsome with a dignified bearing, Malcom Degarre is every bit the gentleman soldier. His instructors at the Darakeene war colleges where he trained considered it a tragedy that his talent and skill were "wasted" in the Crimson Legion, but Degarre never questioned the life he chose.

Weary of the war colleges' stodgy orthodoxy, Malcom resigned and immediately presented himself at Crimson Hall, demanding immediate admittance to the Legion. The current Lord-General, Ellad Dunwyffe, was impressed with the lad's bravado and took him in. Malcolm served well, and in a few short years rose to command an entire cohort.

His career really took flight in 113 AV at the Battle of Gest Ganest. In the wake of the Blood Monsoon, hordes of titanspawn ravaged the eastern coast of Ghelspad. Three thousand legionnaires, under command of Legion general Admir Duresh, guarded Gest Ganest and the surrounding area, determined that the advancing titanspawn hordes should advance no further. When the battle came, it was short, fierce, and bloody. Duresh was killed in a hail of arrows, and it seemed that — with their leader dead — the Legion's resolve would break under the first wave of titanspawn. Degarre took up Duresh's banner and rallied the troops, restoring their resolve and steeling them against the onrushing horde. The mercenaries took the charge and held against it. There was no second charge. In a few short hours, the titanspawn advance to the north was

ended and Degarre was a hero. When Ellad Dunwyffe retired a few years later, Malcolm Degarre was unanimously favored to take his place as commander of the Crimson Legion.

Degarre's tenure has been an uneven one at best, though. In many ways, the Legion has flourished under his command — fully a third again more men now fill the Legion's ranks than when he took charge some 30 years ago. Yet it has also been a time of upheaval and disarray. With the rise of Calastia and Virduk, the Legion has often found itself on the losing end of important battles, and morale has begun to sag, a situation that is not helped by Degarre's recent hermitage in Crimson Hall. Few beyond his inner circle see the man now, and many fear both for his life and for the Legion's future.

Roleplaying

Recently, Malcom Degarre has fallen into a deep melancholy, one that shows no signs of lifting. He spends most of his days enfolded in the arms of an old leather armchair in front of a fire in the great library of Crimson Hall, volumes of the Legion's lore and history littering the tables and floor around him. Even his most trusted advisors see little hope for the man unless some great need arises to force him once again to don his armor and take up his blade.

The reasons for this depression remain a mystery, even to Degarre. He truly does not know what troubles him, why he dreads leaving the confines of Crimson Hall so much. Some suggest that he feels the weight of the many thousands of men who died under his command or on the blades of his legionnaires. Others hint that some dark force is slowly working a madness within him. Degarre is as confused as anyone else and hopes to find the answers in the Legion's history.

All the while, Mortis is ever at his master's side.

Combat

Though Degarre has not been in combat for several years, he is still a dangerous and implacable foe, possessed of the deeply ingrained skills and instinct of a hardened mercenary with close to forty years experience at arms. He is a cautious fighter, preferring to incapacitate and take a foe alive if possible. He is not squeamish, though, and should the need arise to kill, he does not hesitate to do so.

Degarre lost his right eye to a particularly vicious orc warrior many years ago, leaving him with a weakness with ranged weapons, as well as a deep distaste for orcs and half-orcs. (The loss of an eye gives a -2 permanent circumstance penalty to missile attacks, but grants a +2 circumstance bonus to any saving throw to avoid blindness or damage to vision.)

Mortis, Veshian staghound: CR 8; M Animal; HD 3d8; HP 22; Init +2 (Dex); Spd 35 ft.; AC 18 (+2 Dex, +6 natural); Atk +6 melee (1d8+3, bite); SA Tenacious bite; SQ Darkvision (60 ft.), scent; AL

CE; SV Fort +7, Ref +5, Will +2; Str 15, Dex 15, Con 16, Int 3, Wis 13, Cha 6.

Skills: Listen +7, Spot +7.

Tenacious Bite (Ex): If a Veshian staghound scores a critical hit with a bite attack, it has sunk its teeth in the foe and refuses to let go. Treat this as a successful grapple. The staghound can maintain this bite indefinitely until it chooses to let go, or commanded to do so by its master or is forced to do so by the victim breaking the grapple.

Degarre is always accompanied by Mortis, a lithe and powerful Veshian staghound. The Degarre family have bred staghounds for centuries, and Mortis represents the finest of the breed. He is fanatically

loyal to his master and will fight to the death to protect him, unless Degarre calls him off. The two love each other dearly, and most who know Degarre well claim he would just as willingly give his life to protect Mortis.



Order of the Morning Sky

Number of Members: 3,900

Alignment: Neutral good, chaotic good

Regions of Influence: Across Ghelspad, Homesteaders of Termana

Primary Activities: Stamping out pestilence and the works of titanspawn.

Description

The followers of Madriel are known for their gentleness, mercy, and tolerance. They favor peace over conflict and often seek to change evildoers' hearts rather than destroy them. One very notable exception to this is the Order of the Morning Sky, a militant group composed of the First Angel's more dedicated and fanatical followers. The Order combines missionary zeal with an honest desire to do Madriel's work, sometimes with mixed results. Their most visible efforts involve the combating of undead and the destruction of morgaunt infestations.

Undead are anathema to the Mother of Mercy, and the order is dedicated to destroying them wherever they are. On Ghelspad, however, necromancy is not necessarily the work of evil, and there are many neutral- or good-aligned practitioners (particularly in the necromancer's city of Hollowfaust). The Order has little sympathy for such individuals, however, and does not hesitate to wipe out undead wherever they are found. In the case of a wicked vampire lord victimizing the countryside, or a roving band of zombies, this action is entirely appropriate. When the Order takes pains to destroy the retinue of a traveling Hollowfaust necromancer that only worked as his servants and never bothered anyone, however, trouble can ensue.

The Order has been widely criticized for its policies regarding morgaunt-infested villages. When word arrives of an infected settlement, the Order responds immediately, dispatching troops to surround, blockade, and isolate the village. The inhabitants are given three days to destroy the infestation on their own, after which time the village is destroyed, cleansed by fire, and all infected villagers put to the sword. Survivors are carefully tested to make sure that they do not carry the taint of morgaunt infestation, and those that do are either healed magically or slain if the infection is too far advanced. No one in the Order enjoys this duty, but all acknowledge that it is necessary, and those killed are cremated as priests intone heartfelt prayers to Madriel to have mercy on the departed souls and guide them to a better existence.

The Order's detractors — and there are many, especially in lands such as Calastia and Darakeene — often repeat and elaborate upon highly dubious horror stories in which the wrong village is burnt, villagers are massacred, or morgaunts are allowed to escape through incompetence. The Order's supporters say that there is no truth to these

stories, as the Order remains one of the best disciplined and led military organizations on the continent. All the same, their opponents continue to express disdain and outright hostility, calling its members "chaotic paladins."

The fact that many groups would not even give an infected village three days is lost on such critics, who are content to condemn the order and claim that they are hypocrites. Also never mentioned is the fact that the Order takes great pains to spread information on how to combat morgaunt infestations, along with other diseases, throughout Ghelspad. While the Order's conduct toward morgaunt-infested villages may seem harsh, some wonder how much worse the problem would be without them.

Members of the Order are often seen as fanatics with little tolerance for outsiders — which is surprising given their patron goddess; but while the Order does believe in redemption and mercy, its difficult task makes many of its members grim and intolerant. Although they worship a goddess of peace and healing, their duties bring them into constant contact with strife and suffering. Few can handle such experiences for long without growing somewhat insular and unfeeling.

The Order is not all grim combat and burned villages, however. It also serves as a haven for healers, merchants, and farmers, who travel the continent spreading the word of Madriel through trade, healing magic, and agricultural assistance and education. Such individuals usually travel with a heavy guard of Order fighters, though, as they often visit wild and dangerous lands.

The Order of the Morning Sky considers the spread of Madriel's word and influence to be its most important mandate. The Redeemer, they say, is fundamental to the strength and security of Scarn and vital to the recovery from the Divine War. The other good-aligned gods — Corean and Tanil — are important, but must accept secondary roles since it is both right and good that Mother Madriel sit at the head of the divine pantheon. While the gods of neutrality and evil are very real and have a right to exist, their followers are to be opposed where their presence and actions interfere with the spread of Madriel's mercy.

The Order will assist any whose cause is worthy, but before granting such assistance insists that its mandates be followed without hesitation or question, that they be given complete freedom of action, and that a temple to Madriel be raised once the assistance is complete. In most cases, the recipient agrees wholeheartedly, for the Order is a potent ally, and a new temple to Madriel is rarely a poor addition to a village or town.

Organization

The Order is led by a council of priests, with one of their number chosen to lead. This body coordinates activities and sets policy. The council is also responsible for monitoring the behavior of members and maintaining the Order's dictates.



The current leader of the council is High Priest Vintos Adriam. He is a direct and uncompromising man who has brought great political success to the Order. He has also been widely criticized for his unwavering devotion to the Order and its causes and his inflexibility in dealing with its foes. Overall, however, he has proved a competent and skilled leader.

The Order itself is organized into companies ranging in size from 100 to 600. Each company maintains a temple-fortress and associated settlements. A company is led by a captain-priest and is divided into one or more circles — groups of 10-50 Order members of various classes and levels.

Martial clerics and fighter-clerics lead the Order. Rank and file Order members include priests, fighters, rangers, and sorcerers, with occasional wizards, druids, and rogues. Even the occasional paladin can be found in the Order's ranks — Corean does not have a monopoly on paladins, after all.

History

The Order of the Morning Sky was founded in 6 AV amid the chaos that followed the Divine War. Suffering and disease were everywhere among the ruins of civilization, and although the titans had been defeated, their minions continued to prey upon the survivors. Food was scarce, trade nonexistent, and peace had brought little respite to the common people, who continued to perish in droves.

Clerics of Madriel, organized along military lines during the war, saw that in a real sense the conflict was not over; with this in mind, the Order of the Morning Sky was formed and began its healing work. Rather chaotic at first,

the Order was a hodgepodge of wandering healers and diligent destroyers of titanspawn, particularly those of Chern. Soon combat against Chern's minions, and those of all titanspawn, was added to the Order's tenets.

For years, however, Order members were uncomfortable with the notion of being a militant order. The Convention of Vera-Tre brought a change of direction for the Order. Though they continued to exterminate plagues and the creatures who spread it, members of the Order now also sought to spread the word of Madriel and build her temples throughout Ghelspad.

The Order suffered greatly during the Druid War and lost several important members to the druids and their allies. These tragedies re-emphasized the importance of military preparedness, and the Order emerged from the war even more determined to stand against plague and darkness, wielding the power of Madriel to cleanse as well as cure.

The Rise of Virduk brought about a crucial change in leadership. The old leader, High Priest Honri Dairel, had made increasingly poor political moves. The Order found itself shut out of many areas due to broad attempts to moderate the activities of various governments. This approach, though inspired by Madriel and in the interests of spreading her peace, was fantastically unsuccessful.

High Priest Vintos Adriam thus took power in 102 AV, quickly establishing the limits of Order influence. His direct approach was not well received, despite his attempts to make it clear that the Order would not interfere in the rule of the land.

The greatest shift in attitudes toward the Order occurred with the first Blood Monsoon. In the devastation,

plague, and hordes of titanspawn, the Order made its reputation. The Order swept in to isolate diseased towns, rescue besieged populations, and assist in efforts with other groups—without expectation of recompense and without complaint. Despite conflicts with the Calastian Hegemony and other nations, the Order quietly worked to save their people from terrifying death.

The last fifty years or so has seen acceptance of the Order travel throughout Scarn, even among those who continue to distrust them. With a carefully maintained mandate of noninterference beyond the core duties of the Morning Sky, High Priest Adriam has managed to spread Madriel's peace far. The doctrine of the Morning Sky has seen a few shifts, mainly in refining the handling of local and national authorities; structuring of the Morning Sky itself; training in disease, undead, and titanspawn; and in establishing links with other groups.

The influence of the Order, however, is still regarded warily. Adriam is attempting to expand the mandate of the Order to cover political affairs, but is approaching it with great caution and care. He does not want to repeat the mistakes of his predecessor. Yet it is increasingly clear to him that the influence of Madriel is desperately needed in political affairs. The ability of nations to oppress and spread hatred cruelly is just as much a disease as the vermin of Chern. He takes care, of course, not to confide this viewpoint to anyone else.

Despite his discretion, many within and outside the Order suspect the direction he is taking.

Locations

The Council House of the Order is located in southern Vesh, near the Mourning Marshes. Given the compatibility with Vigil affairs, the Order finds Vesh quite receptive and accommodating.

The Council House also doubles as a large temple to Madriel and is known by a variety of names: The House of the Sun Ascendant, The Calcine Chalice, and the Temple of the Snowclad Redeemer. It is actually a compound, a block of buildings on high ground near the city of Amreal. The architecture relies on height and vaulted construction, built of a light granite with ornaments of gold; gleaming, narrow stained glass windows; and dovecotes and chimes that make music at all hours. Gardens and fish ponds remind the faithful of the beauty and power of healthy nature.

The leaders of the Order do not all stay here, but travel when necessary. Often, a representative is posted to confer on a priest's behalf, particularly if the priest resides far from Vesh. The High Priest and his acolytes reside in a detached corner in a series of particularly ornate buildings. The temple is considered apart from the Order of the Morning Sky, as a worship place for Madriel clerics often unaffiliated with the Order. Though the High Priest is nominally in charge of the entire complex, he leaves local administration to the unaffiliated leadership of the temple proper.

Members

Cela Dohn: Cela is a serious woman with dusky blond hair and light blue eyes. With harsh features, keen senses, and an ability to blend in, she is a trained observer. Once considering a career with the Vigilants, she found the Order's spiritual doctrine resonated more strongly with her. She is one of many non-clerics who serve the Order faithfully, using their skills to promote Madriel's blessings. In her case, she has succeeded so well that she serves the High Priest himself directly, pursuing missions that sometimes are best unmentioned to others.

Cela, Eyes of Madriel, female human, Rgr7/Rog5: CR 12; SZ M (5 ft. 3 in. tall); HD 7d10+5d6; hp 65; Init +6 (+2 Dex, Improved Initiative); Spd 30 ft.; AC 14 (+2 Dex, +2 armor); Atk +8/+3 melee (1d6/1d6, short swords [x2]) or +10/+5 melee (1d6, short sword); SA Sneak attack +3d6, spells; SQ Evasion, uncanny dodge (Dex bonus to AC), favored enemy (humanoid titanspawn), favored enemy (undead); AL NG; SV Fort +6, Ref +8, Will +4; Str 10, Dex 15, Con 10, Int 16, Wis 13, Cha 14.

Skills: Animal Empathy +5, Appraise +4, Balance +6, Bluff +6, Climb +4, Concentration +10, Craft (trap making) +5, Decipher Script +4, Diplomacy +4, Disable Device +4, Disguise +4, Escape Artist +8, Forgery +5, Gather Information +10, Handle Animal +4, Heal +8, Hide +6, Innuendo +2, Intimidate +4, Intuit Direction +6, Jump +4, Knowledge (nature) +6, Listen +4, Move Silently +8, Open Lock +8, Perform +2, Pick Pocket +4, Read Lips +8, Ride +5, Search +6, Sense Motive +6, Spot +6, Swim +4, Tumble +4, Use Magic Device +6, Use Rope +6, Wilderness Lore +8.

Feats: Alertness, Ambidexterity (when wearing light/no armor), Combat Reflexes, Dodge, Improved Critical (short sword), Improved Initiative, Mobility, Track, Two-Weapon Fighting (when wearing light/no armor).

Possessions: Leather armor, 2 short swords, ring of mind shielding.

Ranger Spells Per Day: 2.

Leaders

High Priest Vintos Adriam

Class/Level: Cleric 16

Sex/Race: Male human

Height/Weight: 5 ft. 6 in./155 lbs.

Challenge Rating: 16

Hit Dice: 16d8

Hit Points: 78

Initiative: +4 (Improved Initiative)

Speed: 30 ft.

Armor Class: 13 (+3 amulet)

Attacks: +12/+7/+2 melee (masterwork morningstar)

Damage: 1d8 -1, masterwork morningstar

Special Attacks: Spells

Special Qualities: Turn or rebuke undead, cast healing spells at +1 caster level (Healing domain granted power), cast *comprehend languages* once per day (Missionary domain granted power)

Alignment: Neutral good

Saves: Fort +10, Ref +5, Will +16

Abilities: Str 8, Dex 10, Con 10, Int 15, Wis 18, Cha 14

Skills: Bluff +7, Concentration +5, Craft +5, Diplomacy +8, Heal +7, Intimidate +5, Knowledge (arcana) +4, Knowledge (religion) +7, Scry +5, Sense Motive +7, Spellcraft +6, Spot +5.

Feats: Alertness, Extra Turning, Improved Initiative, Iron Will (already calculated above), Leadership, Spell Penetration.

Possessions: Fine silk vestments, ring of mind shielding, ring of sustenance, +3 amulet of natural armor, amulet of undead turning (allows bearer to turn undead as if 4 levels higher)

Cleric Spells Prepared (6/6+1/6+1/6+1/5+1/4+1/3+1/3+1/2+1; **Domains:** Healing, Missionary):

0 — Cure minor wounds, detect magic, detect poison, guidance (x2), quick sober*

1st — Detect evil, divine favor, Madriel's empathic resonance*, minor symbol of divinity*, prevarication's bounty*, sanctuary, shield of faith

2nd — Augury, calm emotions, commanding presence*, dead man's eyes*, divine wisdom*, rend the sovereign soul*, zone of truth

3rd — Dispel magic, divine raiment*, invisibility purge, magic vestment, mind raid*, remove disease, searing light

4th — Cloak of righteousness, discern lies, sending, spell immunity, status, suggestion

5th — Commune, flame strike, greater command, prying eyes, true seeing

6th — Banishment, harm, inquisition*, word of recall

7th — Holy word, incite*, resurrection, summon monster VII

8th — Holy aura, mass heal, recall champion*

Background

Vintos Adriam came from relatively modest beginnings in a small land on the northern tip of what would later become the Calastian Hegemony. His family died of starvation in 78 AV, victims of the chronic collapses of trade and failures of cropland throughout Scarn. He had set out with his mother and brother, and was soon alone, searching for a community that would welcome him.

As he would later explain it, even the gods' powers are not infinite. A vast chalice of suffering surrounded him, but finally Madriel's eyes lit on his meager form. He was led, in a haze beyond the pain of hunger, to a shining camp, Madriel's radiance calling to him.

Some have made the story perfect, claiming that a band of the Order of the Morning Sky found him in a foreshadowing of his later position. Others a little more familiar with Adriam suggest that it was a band of Vigilants.

Truth is often inconvenient to the storytellers. In actuality, he stumbled on a camp of Calastian soldiers posted to protect a trade route. They took him in, gave him shelter and food, and sent him along with the next caravan.

The High Priest reminds himself of this, sometimes, during his prayers. The Redeemer's light may shine in the most unlikely of places. This is a truth he uses as a compass when politics and administration threaten to bury the Order in distraction and strife.

Vintos is served directly by a staff of 40 clerics (as per Leadership rules), as well as by his treasured friend Calen Dohn.

Roleplaying

Vintos is dour and reserved, with sharp brown eyes that reflect an observant and calculating personality.

He leads with a strength of conviction and incisive analysis that has both inspired those in the Order and promoted the Order's interests throughout Scarn.

Now 79 years old, he sometimes wishes he had a more modest position so he could participate directly in spreading Madriel's healing. He is shrewd but passionate, a combination in sometimes uneasy balance. If presented with a cause worthy of the Order, he will dedicate himself to the task.

The High Priest is interested in the affairs of other groups — particularly the Vigilants — with motives compatible with the Morning Sky's. Though he takes an uncompromising position with the Order's goals, he holds no personal grudges and is open for productive relationships.

Ultimately, the High Priest sees governments and temporal authority to be irrelevant to the cause of the Redeemer, only useful insofar as they support her peace and healing. He is wary of traps and ploys to put the Order in a compromising position, but seeks to cautiously extend the Morning Sky's mandate.

Combat

The High Priest, despite his wishes, is too valuable to get involved in most combat. He retains his military training, however, and will often use a morning star if confronted by enemies.

He is most likely to fight if titanspawn or undead are sighted near the Council House, or in major operations that require the participation of a large number of the Order.



Paladins of Corean

Number of Members: Corean only knows. There are 900 paladins attached to the city of Mithril, but no other city in Ghelspad can boast nearly so many. Most believe that there can't be more than 3,000 paladins on the entire Ghelspad continent, but some claim that there are more.

Alignment: Always lawful good

Regions of Influence: Wherever Corean's call is heard. Areas of strength include the city of Mithril and the Gleaming Valley, though Darakeene also hosts a great number of paladins.

Primary Activities: Defending others against titanspawn and the forces of evil.

Description

When the name of Corean is spoken, most people immediately picture the brave champions who defend them in the Shining One's name. While Corean's priesthood is as numerous and widespread as that of any of the other gods, his paladins capture the hearts and imaginations of singing bards, young men daydreaming of being heroes, and maidens wishing to be swept away by a knight in shining armor. In towns across Ghelspad, people rejoice in the triumphs of their protectors and heap praise upon them.

The commoner's image of a paladin focuses upon the heroic side, and certainly the striking picture that a paladin of Corean presents when riding off to battle encourages this view. Few, however, can truly identify with the incredible discipline necessary to endure a paladin's lifestyle, or with the boundless compassion required to avoid being embittered by a crusade to rid the world of evil. Nevertheless, paladins remain an inspiration to everyone to seek a better existence for all.

In particular, paladins are popular in Mithril (where they rule the city), Vesh (despite differences of viewpoint with the more liberal Veshians), and lands all across Ghelspad where the people seek protection and justice. In Darakeene, paladins are officially "respected" (in the carefully selected words of the nation's rulers), but certainly the poor appreciate their charitable works, and the legions of Darakeene sometimes court them for membership. Lord Vrail of Fangsfall grants a single chapter house of paladins great leeway in return for their aid in protecting his city.

The people of Durrover alternately praise the paladins of Corean and lament their failures. The champions remain one of the reasons Durrover has not fallen to Calastia, but Virduk's troops continue to gain ground. Hedrad supports the paladins so long as they follow the law like anyone else. Hollowfaust does not exclude paladins, but its inhabitants distrust the holy warriors' distaste for necromancy.

Other nations are not fond of Corean's warriors. Dunahnae will not allow paladins to travel within its

borders, though this is largely a matter of formality as the nation is relatively isolated. Calastia officially does not discriminate against the crusaders, but it is well known that Virduk and his nobles worship Chardun, and paladins entering the kingdom are often treated as invaders. Glivid-Autel and Lageni are far worse: the necromancers use captured paladins for experiments, while Duke Traviak and his Black Dragoons are likely to use for sport those paladins that they fail to corrupt. While most people are content to marvel at or destroy paladins without understanding them fully, the Steel-Fisted Duke seems to bear a twisted desire to break their spirit.

Organization

Corean's champions organize themselves in fortified temples called chapter houses. Each chapter house hosts a number of priests and paladins who provide guidance and protection to nearby people. Each chapter house belongs to one of the four orders of paladins. The orders are collectively known as the Swords of Corean, after his symbol, and each order is named for one of the metals held holy by the Avenger. Technically, the orders contain both priests and paladins, but the paladins often act independently as templars in service to both Corean and his priesthood.

The Order of Mithril is the first of the knightly chapters dedicated to Corean. Some confusion exists as to their precise origins, but this is possibly due to misunderstandings by historians. The Order of Mithril Knights, those prestigious knights who stand as the finest of Mithril's heroes, was formed during the Titanswar. Its first members literally battled alongside the Mithril Golem when it fought and held the titan Kadum.

Currently, these distinguished knights number but 100 and make their home at Mithril Keep inside the temple city of Mithril. The Order of Mithril can actually trace its service to the Shining One back to the times when they protected the Flourishing Flats as the cradle of the divine races. Technically, any paladin can be a part of the Order of Mithril; indeed, 800 "ordinary" paladins of the order reside in Mithril, but common people steadfastly associate the Order's name with those elite members who compose the Mithril Knights. Although the Order is centered in Mithril, it has found a few homes elsewhere as well. One example is the chapter house built in Fangsfall at the invitation of Lord Vrail.

The second order of the Swords of Corean is known as the Order of Iron, sometimes called the Iron Knights. Chapter houses of this order ring with the sound of hammers against anvils as the blacksmith-knights labor in honor of Corean's role as the Master Forger.

Iron Knights are masters of weaponry and siege warfare. They enter battle armed with deadly masterwork blades and clad in finely crafted armor. Chapter

houses are the best-constructed and most heavily armed of the fortress-temples of Corean, and the paladins of this order are among the most conservative.

The large chapter house that serves as the center of the Order of Iron graces the city of Trum in Darakeene. The political neutrality of the Darakeene people chafes at the paladins' moral code, but it allows them to travel and engage in their normal duties without restriction. The chapter house even recruits new paladins from the war-guilds when possible and maintains a license to operate as a mercenary company, calling itself the Legion of Iron in official Darakeene documents. Smaller chapter houses are found in Hedrad, the Bridged City, and Shelzar, though the paladins of that city despair at its rampant sinfulness.

The third order of the Swords of Corean is the Order of Silver, deriving its name from the ability of silver to harm many supernatural creatures. Paladins of the order study forbidden secrets of the evil spirits, summoners, and possession. They keep their chapter houses well away from populated areas and remain close-mouthed about the dark knowledge they bear. The Silver Knights are not deceptive — they simply understand that there are things that humanity was not meant to know and yet must be fought anyway.

The preeminent Order of Silver chapter house is Gascar Keep in the Gleaming Valley. Likely these Silver Knights are the source of stories that attribute paladin powers to the Hollow Knights who rule the valley. On occasion riders have been spotted traveling from the valley to Lokil, though just what knowledge they seek from the loremasters is a matter of speculation. Paladins of the order are usually soft-spoken or taciturn warriors whose service to Corean is honorable but whose quests remain hidden from public view. One simply does not announce that he is hunting demons.

The fourth order of the Swords of Corean is known as the Order of Gold, from the legend that Corean learned the arts of healing from Madriel. The order associates the divine metal gold with the sun and thereby honors the goddess' wisdom in teaching the Shining One. Chapter houses maintained by the Order of Gold are usually smaller and less fortified than those of the other three orders. Sometimes they are merely temporary structures that are abandoned when the paladins move on.

The Gold Knights strive to be missionaries of Corean, demonstrating his divine mercy to the world through their healing arts and protective arms. The Order of Gold is the most widespread of the Swords of Corean — so widespread, in fact, that travelers to the southern continent of Termana say the Gold Knights have already reached those lands. Given Calastia's hatred for the paladins and reluctance to allow them passage, it is possible that they were already there before the founding of Virduk's Promise. Typically, the Gold Knights consider the priests of the Order to be purer than themselves and thus closer to Corean, but in places such as war torn Durrover their mighty sword arms are invaluable.

History

The Order of Mithril was the first of the Swords and was created even before the Divine War. The other three orders were created during the war when it became clear that the defeat of the titans would require the aid of the divine races. The elite Mithril Knights were established during the Divine War from among those Order of Mithril paladins who fought alongside the Mithril Golem. Ultimately, the Mithril Knights would found their holy city at the feet of their god's mighty creation.

The Order of Iron was formed early in the war, as blacksmith-paladins and forge-priests created fine weapons for use against the titanspawn. Paladins of the order were said to race into battle sometimes with their swords still glowing hot from the fires of the forge.

The Order of Silver came into being near the end of the war, when one group of warrior-scholars realized that the energies of Mesos and the malicious conduct of Corean's evil siblings had opened the world to evil from other planes. No small portion of their number died closing gates to other realms, and their work continues today.

The Order of Gold was originally organized to protect clerics of Corean and Madriel as they sought to heal the sick and dying victims of the war. As the war progressed, they found themselves forced to fight more and more often as they tried to defend the healers. They scattered far and wide after the war in order to best try to bring relief to the ravaged people of Scarn.

Locations

The knights of Corean are active across the continent and as such have no "typical" headquarters or base of operations. In most cities, they serve in small fortified garrisons, but they are equally at home in walled compounds or mansions. Regardless of location, however, they always practice a Spartan and ascetic lifestyle, seeking neither comfort nor luxury. The paladins are, of course, most numerous in the city of Mithril, where they and the priests of Corean exercise ultimate authority. Other bases of operation include Durrover, Hedrad, Shelzar, and numerous small fortresses and garrisons in Vesh.

Members

Examples of NPC paladins can be found in the pages of DMG, and *Mithril: City of the Golem* details numerous Coreanic paladins as well as provides rules for the prestigious Mithril Knights and their special holy swords. An example of a paladin of note is listed here.

Javek: Javek is a devoted paladin of Corean who belongs to the Order of Gold. He was born in Ankila but left to join the temple of Corean in Durrover when he was 16, disgusted by the actions of King Virduk. Today, he is part of the fading forces that still resist Calastian invaders there. Javek is tall and well built though perhaps more graceful in the saddle than on the ground. The Black Dragoons have put a price on his head for his aid to Durrover.

Javek, Paladin of the Order of Gold, male human, Pal5: CR 5; SZM (5 ft. 10 in. tall); HD 5d10+5; hp 37; Init -1 (Dex); Spd 20 ft.; AC 19 (-1 Dex, +8 armor, +2 shield); Atk +9 melee (1d8+2, masterwork longsword) or +4 ranged (1d8+2, mighty composite longbow); SA Smite evil, spells; SQ Detect evil, divine grace, lay on hands, divine health, aura of courage, remove disease, turn undead, special mount; ALLG; SV Fort +7, Ref +4, Will +5; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 15.

Skills: Concentration +3, Heal +9, Knowledge (religion) +2.

Feats: Lightning Reflexes, Mounted Combat, Weapon Focus (longsword).

Possessions: Full plate, masterwork large metal shield, masterwork longsword, mighty composite longbow (+2), masterwork arrows (x5), vial of holy water (x4), heavy paladin's mount, military saddle, masterwork studded leather barding, masterwork heavy lance, *potion of cure light wounds*, *potion of heroism*.

Paladin Spells Per Day: 1.

Leaders

Barconius: The son of a famous Mithril paladin, Barconius' first notable act came at age 19, when he led an assault on the penumbral lord Dar'Tan and his Penumbral Pentagon. Since then, he has risen to command the Mithril Knights and is probably the most celebrated paladin in Ghelspad. Though dedicated to justice and the defeat of evil, he nevertheless sometimes nurses self-doubt and concern that he, as a mere mortal man, is not up to the fearsome task given to him. Just the same, he is a dogged champion of good and one of the deadliest foes of both titanspawn and the reconstituted Penumbral Pentagon. See *Mithril: City of the Golem* for more information on Barconius.

Barconius, Leader of the Order of Mithril, Champion of Corean, male human, Pal9/Mithril Knight 10: CR 19; SZ M (6 ft. 4 in. tall); HD 19d10+57; hp 157; Init +2 (+2 Dex); Spd 20 ft.; AC 36 (+1 Dex, +13 armor, +7 shield, +5 ring); Atk +29/+24/+19/+14 melee (1d8+9, +5 holy mithril sword); SA Smite evil (4/day), spells; SQ Aura of courage, detect evil, divine grace, divine health, lay on hands, righteous aura, remove disease 3/week, turn evil, turn outsiders, turn titanspawn races, turn undead; ALLG; SV Fort +17, Ref +8, Will +9; Str 18, Dex 14, Con 16, Int 14, Wis 16, Cha 20.

Skills: Concentration +14, Craft (weaponsmithing) +12, Diplomacy +13, Handle Animal +13, Heal +3, Knowledge (geography) +4, Knowledge (history) +2, Knowledge (local) +5, Knowledge (nobility and royalty) +2, Knowledge (religion) +8, Ride +15.

Feats: Cleave, Craft Magic Arms and Armor, Great Cleave, Leadership, Mounted Combat, Power Attack, Ride-By Attack, Weapon Focus (longsword).

Possessions: +5 full plate of heavy fortification (mithril), +5 large mithril shield of reflection, +5 holy mithril sword, paladin's mount, +5 ring of protection, scabbard of keen edges.

Paladin Spells Per Day (as a 19th-level paladin): 4/4/4/2.



Silver Knights (SKn)

Scholar-warriors who use their knowledge to fight evils from beyond Scarn, the Silver Knights are a strange and mysterious lot. The Order of Silver seeks to battle those entities that come from other planes that threaten the godly races—they recognize that not all the threats to the people of the gods come from the titans.

The Silver Knights carry on a covert war, seeking out and battling summoners of elementals, demons and similar other-worldly horrors. They know that such creatures often break the fragile bonds that hold them to the will of mortal magicians—misery and tragedy are ultimately the only reward for dabbling in such things.

To this end, the Silver Knights often use the very powers that they oppose, though they do so with the knowledge that should ever their efforts fail, their brethren shall be on hand to destroy both summoner and summoned. Even though Silver Knights never summon creatures from the infernal planes, calling upon the servitors of good and law to aid them in their battles, they are still painfully aware that these outer-planar creatures are instruments of justice and wrath. Silver Knights never engage in summoning without someone nearby capable of slaying the creatures should their ability to bind them prove insufficient.

Though the Silver Knights do not hesitate to summon creatures to assist them in battle (via the *summon monster* spells), they use the *planar binding* spells far more rarely. They believe that the arrogance required to properly bind a creature of the outer planes is in direct opposition to Corean's commands for his paladins to serve as humble servants of the divine.

Hit Die: d10

Requirements

To qualify to become a Silver Knight (SKn), a character must fulfill all the following criteria:

Ability: *Detect evil* as a spell-like ability.

Alignment: Lawful Good

Base Attack Bonus: +6

Deity: Corean

Skill: Knowledge (arcana) 2 ranks, Knowledge (religion) 4 ranks, Knowledge (planes) 2 ranks, Spellcraft 3 ranks

Special: Must be a member of the Order of Silver.

Class Skills

The Silver Knight's class skills are: Concentration (Con), Craft (Int), Diplomacy (Cha), Gather Information (Cha), Heal (Wis), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (planes) (Int), Knowledge (religion) (Int), Profession (Wis), Ride (Dex), Ritual Casting (Con, exclusive skill), Search (Int), Sense Motive (Wis), Spellcraft (Int).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the Silver Knight prestige class.

Weapon and Armor Proficiency: Silver Knights are proficient with simple and martial weapons and with all armors (heavy, medium and light) and with shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket and Tumble. Also, Swim checks suffer a –1 penalty for every 5 pounds of armor and equipment carried.

Spellcasting: The Silver Knight continues to advance in his mastery of paladin's magic. Every level, the Silver Knight gains new spells per day as if he had also gained a level in paladin. The Silver Knight does not gain any other benefit a character of the paladin class would have gained.

In addition, the following spells are added to the spells available for preparation by the Silver Knight:

1st – *Alarm*, *detect magic*, *detect object*, *mount*, *obscure object*, *summon monster I*.

2nd – *Nonetection*, *see invisibility*, *summon monster II*.

3rd – *Dimensional anchor*, *lesser planar binding*, *negative energy protection*, *summon monster III*.

4th – *Dismissal*, *planar binding*, *summon monster IV*.

Blade Blessing: The holy power of the Silver Knight allows him to ignore the damage reduction special quality of outsider and elemental creature types. When a weapon is blessed by the paladin (a 10-minute procedure that requires a successful Knowledge [religion] check at DC 12), it acts as if it had a +1 enchantment for the purposes of determining if damage reduction is ignored. This ability does not grant any real attack or damage bonus, and the weapon functions only in the hands of the blessing Silver Knight.

This bonus increases as the Silver Knight gains levels; the bonus improves to a +2 at 3rd level, +3 at 5th level, +4 at 7th level and +5 at 9th level.

Sense of Evil: The Silver Knight has honed his paladin-granted ability to *detect evil*, gaining more information in a shorter time. When using this ability, he automatically gains the information listed under “2nd round” (see PHB, p. 192). Additionally, replace the Length Aura Lingers chart from that spell with this one:

Length Aura Lingers (Silver Knight)

Original Strength	Duration
Faint	1d6 x 10 minutes
Moderate	1d6 hours
Strong	1d6 days
Overwhelming	1d6 months

Binding Names in the Order of Silver

The Order of Silver maintains a catalog of the names of outer-planar creatures deemed acceptable for its knights to call upon and bind. It is an irony that perhaps escapes the Silver Knights that the only creatures they call and bind are primarily those that serve their god anyway. These names are revealed to the Silver Knights as they gain knowledge of the planes.

Each being that follows has a number of ranks listed after its description. This is the number of ranks in Knowledge (planes) that the Silver Knight must have before the creature's name is revealed to him. Rarely, he may be told of the name before this as part of a mission, but this is done only in extreme situations.

The Eight Lights: A gathering of eight lantern archons (see MM, p. 29 ~ Celestial, Lantern Archon), the Eight Lights are one of the most commonly summoned and bound other-planar beings in the Order of Silver. The Eight Lights are one of the few bound creatures that Silver Knights are permitted to take into battle with them, as they are easily bound and serve willingly. Many tales of Silver Knights feature a strange glowing nimbus around the knight where swirl eight shimmering globes, raining down bolts of pure power upon evil creatures and teleporting the knight away at the end of the battle. (9 ranks)

Argathor, the Argent Lion: This creature, a mighty, silvery celestial lion (see MM, p. 211 ~ Celestial Creatures), is sometimes summoned to take into large battles. Like the Eight Lights, its relative simplicity to control has led to the Order's granting of permission to bind it for use in battle. (10 ranks)

The Hounds of Corean: There are several hound archons that are grouped into this classification – Fharinath, Gherul, Arakishin and Thanlul are the best known of them. The Hounds are never permitted to assume humanoid forms while bound by Silver Knights, instead accompanying the hunting knights in canine form, tracking out the scents of otherworldly beings and those who summon them. (11 ranks)

The Son of the Forge: This fire elemental, called in Order of Silver records by the name of Forgeborn, is no mere elemental from the planes of fire. Rather, this creature is one of the animate sparks from Corean's own forge – in game terms, Forgeborn is a Large Fire Elemental (see MM, p. 83 ~ Elemental, Fire Elemental, Large) with the Celestial template (see MM, p. 211 ~ Celestial Creatures). Forgeborn is usually summoned to burn tainted structures to the ground with its purifying flame. (14 ranks)

The Angel Eilimbrin: Eilimbrin is one of the mightiest creatures permitted to be summoned with lesser planar binding. Eilimbrin is a hope (see *Creature Collection 2*, p. 94), often summoned to serve as a healer when the Order of Silver anticipates a large battle. Though brought into combat situations, Eilimbrin is forbidden by its binding to engage in combat, and the one who summoned it tends to stand back and give it commands telepathically. (16 ranks)

All of the above beings are summoned through the use of lesser planar ally spells; the GM is encouraged to come up with a similar list for planar ally. Some known beings summoned through planar ally are The Mithril Light, a ghaele celestial in globe form often summoned to aid against creatures of darkness; Teleriann the Silver General, a planar celestial whose name was supposedly given to the Order by Corean, actually trusted to assist in directing large wars; The Keeper of Litanies, a celestial androsphinx known for assisting the sages of the Order with difficult translations and riddle-solving; and the Sword-Bearers of Corean, four celestial giant eagles whose feathers are shimmering metallic colors of gold, silver, mithril-white and iron-grey in appearance, known for carrying Silver Knights on important missions to far-off places.

The Order of Silver has decreed the use of the planar ally spells to be too dangerous, as the task demanded by outer-planar creatures in return for service may compromise the very goals of the Order. They recognize that the paladins of their order would be honor-bound to accomplish tasks they agreed to through the use of such spells – as a result, members of the order are allowed to cast planar ally spells only in extreme emergencies, and will be expected to have a good explanation for using them. Usually, Silver Knights rely on the divine planar binding spells taught by the order instead.

Protective Enlargement: At 2nd level, all protection spells cast by the Silver Knight are treated as though they had been prepared with the Enlarge Spell feat. This improvement does not increase the effective level of the spell, but it only applies to paladin spells so prepared.

Smite Outsiders: Once per day, a Silver Knight of 2nd level or higher may attempt to smite outsiders or elementals with one normal melee attack. She adds her Charisma modifier (if positive) to the attack

roll and deals +1 point of damage per level in paladin or Silver Knight (whichever is higher). Smite outsider is a supernatural ability and has no effect on creatures that are not outsiders or elementals.

At 4th level, the Silver Knight can smite outsiders 2/day; at 7th level, this ability can be used 3/day.

Sacred Defense: At 3rd level, the Silver Knight's dedication to the eradication of otherworldly beings grants him additional defenses against outsiders and

New True Ritual

Honor in Death

Prevents person from becoming undead or being subjected to *speak with dead*.

Level: True Ritual — Clr/Pal 4

Components: V, S, DF, XP

Casters Required: 3

Proxy: No

Casting Time: 1 day

Range: Touch

Target: One creature

Duration: Instantaneous

Saving Throw: Will (harmless)

Spell Resistance: Yes (harmless)

Description

After the god Vangal denied the Hollow Knights proper lives, clerics of Corean began to search for ways to prevent this from happening again. Members of the Order of Silver seeking to prevent their secrets being stolen by evildoers using the *speak with dead* spell struck upon the proper rituals to do both.

Spell Effect

Once this spell takes effect, it protects the recipient from returning as an undead if he is slain by an undead and from the effects of the *speak with dead* spell. This ritual does not affect the recipient's soul — it merely protects his body from being abused. He may still be *raised* or *resurrected* as normal. The ritual must be cast upon the recipient before death to be effective.

Material Components: A vial of holy water, 25 gp of powdered silver, and a handful of grave soil.

XP Cost: 500 XP each caster. **Special** — the recipient can pay the experience cost for the casters.

Table 11-1: Silver Knight

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1 st	+1	+2	+0	+2	Blade blessing +1, sense for evil	+1 level of paladin class
2 nd	+2	+3	+0	+3	Protective enlargement, smite outsiders 1/day	+1 level of paladin class
3 rd	+3	+3	+1	+3	Blade blessing +2, sacred defense +2, turn outsiders	+1 level of paladin class
4 th	+4	+4	+1	+4	Protective extension, smite outsiders 2/day	+1 level of paladin class
5 th	+5	+4	+1	+4	Holy aegis (SR 15), holy strike, blade blessing +3	+1 level of paladin class
6 th	+6	+5	+2	+5	Banish summonings, protective quickening	+1 level of paladin class
7 th	+7	+5	+2	+5	Blade blessing +4, holy aegis (SR 20), sacred defense +4	+1 level of paladin class
8 th	+8	+6	+2	+6	Consecration of silver, smite outsiders 3/day	+1 level of paladin class
9 th	+9	+6	+3	+6	Blade blessing +5, holy aegis (SR 25)	+1 level of paladin class
10 th	+10	+7	+3	+7	Holy banishment	+1 level of paladin class

elementals, gaining a +2 sacred bonus to his AC against such creatures. This bonus increases to +4 at 7th level.

Turn Outsiders: At 3rd level, the Silver Knight gains the ability to turn outsiders (but not elementals), as though they were undead of equivalent hit dice. The Silver Knight turns outsiders as a cleric of two levels lower than his

character level. He may turn outsiders a number of times per day equal to 3 + his Charisma modifier.

The Silver Knight has the option of taking Extra Turning as a feat in order to augment this ability, expending a feat slot as normal in order to do so.

Protective Extension: At 4th level, all *protection* spells cast by the Silver Knight are treated as though they had

been prepared with the Extend Spell feat. This improvement does not increase the effective level of the spell, but it only applies to paladin spells so prepared.

Holy Aegis: At 5th level, the Silver Knight is protected from the spells and spell-like abilities of outsiders and elementals, granting him SR 15 against such effects. This protection increases to SR 20 at 7th level and SR 25 at 9th.

Holy Strike: At 5th level, weapons blessed by the Silver Knight (see the Blade Blessing ability, above) are treated as though they were wielded with the Improved Critical feat against outsiders or elementals. This does not apply to creatures that are immune to criticals; instead, the Silver Knight can score normal criticals upon such creatures. This ability does stack with the Improved Critical feat.

Banish Summonings: At 6th level, the Silver Knight gains the spell-like ability to banish summoned creatures; in game terms, this acts as a specialized *dispel magic* spell that only affects Conjuration (Summoning) spells that summon outsiders (such as the *summon monster* spells). This ability can be used a number of times per day equal to 1 + the Silver Knight's Charisma modifier.

Protective Quickening: At 6th level, all *protection* spells cast by the Silver Knight are treated as though they had been prepared with the Quicken Spell feat. This improvement does not increase the effective level of the spell, but it only applies to paladin spells so prepared.

Consecration of Silver: Through an elaborate week-long ritual, the 8th level Silver Knight can consecrate a blessed weapon (see the Blade Blessing, above) with a shard of his soul, infused with his holy purpose. In game terms, this allows him to spend XPs and enchant his weapon with either the *bane* (*outsiders*, *chaotic*), *bane* (*outsiders*, *evil*), or *bane* (*elementals*) weapon special ability. The number of XPs are figured as though he were simply adding this feature through the use of the feat Craft Magic Arms & Armor; thus, adding this ability to a simple +1 blade is 640 XPs, while a +4 blade would require 1600 XPs. Multiple *bane* abilities of different types may be consecrated onto the same blade, however the XP cost of subsequent *bane* abilities increases as the effective weapon bonus of the weapon likewise increases (see DMG Table 8-10 and also Craft Magic Arms & Armor).

The blade to be consecrated must already be magical and must have been used to slay a creature of the appropriate type.

Holy Banishment: At 10th level, the Silver Knight may brandish his holy symbol, invoking his god to return an outsider to its home plane. In game terms, this acts as a *banishment* spell, cast as a spell-like ability once per day.

Daelia, the Silver Lion, Leader of the Order of Silver

Class/Level: Paladin 10/SKn 10

Sex/Race: Female human

Height/Weight: 5 ft. 2 in./140 lbs.

Challenge Rating: 20

Hit Dice: 20d10+40

Hit Points: 178

Initiative: +3 (Dex)

Speed: 20 ft.

Armor Class: 22 (+2 Dex, +10 armor)

Attacks: +26/+21/+16/+11 melee (*Spiritslayer*) and +22 melee (masterwork silver longsword)

Damage: 1d8+9, *Spiritslayer*; 1d8+4, masterwork silver longsword

Special Attacks: Smite evil, smite outsiders 3/day, holy strike, spells

Special Qualities: Detect evil, divine grace, lay on hands, divine health, aura of courage, remove disease 3/week, turn undead, blade blessing +5, sense of evil, protective enlargement, sacred defense +4, turn outsiders, protective extension, holy aegis (SR 25), banish summonings, protective quickening, consecration of silver, holy banishment.

Alignment: Lawful good

Saves: Fort +18, Ref +15, Will +11

Abilities: Str 19, Dex 17, Con 14, Int 16, Wis 14, Cha 22

Skills: Concentration +16, Diplomacy +16, Heal +12, Hide +3, Knowledge (outsiders) +18, Knowledge (religion) +22, Knowledge (undead) +24, Listen +3, Move Silently +3, Ride +20, Search +3, Spot +4.

Feats: Ambidexterity, Extra Turning, Leadership, Lightning Reflexes, Mounted Combat, Two-Weapon Fighting, Weapon Focus (longsword).

Detect Evil: Daelia can *detect evil* as a spell-like ability. This ability duplicates the effects of the spell *detect evil*.

Divine Grace: Daelia applies her Charisma modifier (if positive) as a bonus to all saving throws.

Lay on Hands: Each day, Daelia can cure 100 hit points. She can cure herself, and may choose to divide her curing among multiple recipients, and does not have to use it all at once. *Lay on hands* is a spell-like ability that requires a standard action.

Alternatively, Daelia can (and often does) use any or all of these points to deal damage to undead creatures. Treat this attack just like a melee touch spell. Daelia decides how many cure points to use as damage after successfully touching the undead creature.

Divine Health: Daelia is immune to all diseases, including magical diseases.

Aura of Courage: Daelia is immune to fear (magical or otherwise). Allies within 10 feet gain a +4 morale bonus on saving throws against fear effects. Granting the morale bonus to allies is a supernatural ability.

Smite Evil: Once per day, Daelia may attempt to smite evil with one normal melee attack. She adds her Charisma modifier (+6) to her attack roll and deals 1 extra point of damage per level (thus, an extra 20 points of damage). If she accidentally smites a creature that is not evil, the smite has no effect but it is still used up for that day. Smite evil is a supernatural ability.

Remove Disease: Daelia can remove disease, as per the spell *remove disease*, six times per week. Remove disease is a spell-like ability for paladins.

Turn Undead: Daelia may turn undead as a 12th-level cleric (8th if not wearing her *amulet of undead turning*). She may use this ability 13 times per day.

Possessions: *Spiritslayer* (+5 longsword of undead and evil outsiders' bane; AL LG; Int 15, Wis 16, Cha 12, Ego 18; *communication*: speech; *primary abilities*: free use of uncanny dodge, wielder can see invisibility at will; *extraordinary abilities*: haste [10 rounds] 1/day; *purpose*: slay

incorporeal undead [disintegrate]), masterwork silver longsword, +2 full plate, potion of cure serious wounds (x2), potion of bull's strength, potion of truth, bead of force, amulet of undead turning, +4 cloak of resistance.

Paladin Spells Prepared (4/4/3/3):

1st — Bless weapon, detect undead, minor symbol of divinity*, protection from evil

2nd — Commanding presence, delay poison, remove paralysis, shield other

3rd — Divine wisdom*, heart of valor*, magic circle against evil

4th — Cloak of righteousness*, hand of justice*, ironheart*

Background

From the Order of Silver's fastness in Gascar Keep in Gleaming Valley, the woman known as the Silver Lion maintains a constant vigil against evil creatures who would enter Ghelspad unbidden. She believes that undead and evil outsiders, particularly those of a non-corporeal sort, have been growing more common in recent years, and her order has grown in response. She sends her knights across the continent, gathering information about spirits, ghosts, fiends, demonic manifestations, and similar creatures, then confronting and destroying them if possible.

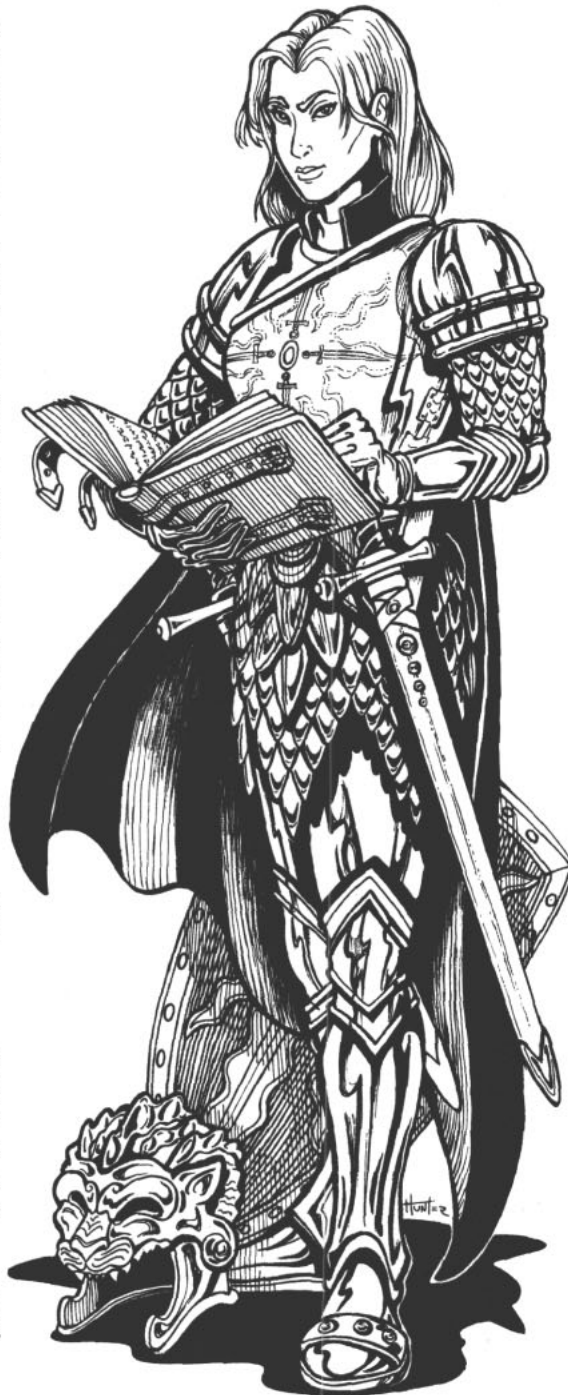
Daelia was born in Darakeene, but was adopted by a Coreanic temple when her village was mysteriously destroyed. As she grew, Daelia began to research the incident and discovered that her family and all inhabitants of her village had actually been wiped out by an infestation of wraiths and demons, summoned by a renegade necromancer who intended to use them as an army of conquest. Dedicating herself to Corean and the destruction of undead, demons, and other dangerous interlopers, Daelia donned the armor of a paladin and joined the Order of Silver. She took the lion as her personal sigil and sees her order as a noble, divinely inspired beast, defending the divine races. Today, at age 40, she leads the order, and with Barconius and the leaders of the other Coreanic orders, is among the most celebrated paladins on the continent.

She is a striking woman, habitually clad in silver-chased plate armor, her helm crafted to resemble a lion's head. She fights with two swords: a silver masterwork longsword, and the amazing *Spiritslayer*, an intelligent weapon dedicated to the destruction of outsiders and incorporeal undead.

Combat

Daelia has no quarrel with the mortal world and is loathe to take life — even the life of an evil creature — unnecessarily. She will attempt to incapacitate opponents rather than kill them and prefers to take wrongdoers alive for delivery to the proper authorities. This does not mean that she is squeamish in the defense of the innocent, however, for the life of a member of the divine races is sacred to her. Many a sacrificial victim has been rescued from evil cultists by Daelia's timely intervention, and such cultists rarely survive the encounter.

Against undead, demons, outsiders, and those who summon or serve them, Daelia is in her element and neither gives nor asks for quarter. She is usually accompanied by a retinue of other members of the Order of Silver, and together they form a highly effective force against spirits and other evil entities. Daelia and her fellows typically drive off what foes they can through turning, then incapacitate the enemy's mortal companions with spells. Daelia then wades into battle against the toughest of the enemy — if undead are involved, she uses her *lay on hands* ability to deal horrific damage. *Spiritslayer* and her silver longsword are both highly effective against supernatural foes, as well.



The Scaled

Number of Members: Estimated at over 6,000

Alignment: Neutral, chaotic neutral

Regions of Influence: All major cities, most notably in Hedrada, New Venir and parts of Darakeene, Albadia, and Vesh

Primary Activities: Organized crime (varies with region) — smuggling, gambling, prostitution, blackmail, theft . . . you name it.

Description

The Scaled are a remarkably well-trained and organized group of thieves and ruffians that span the entire continent of Ghelspad with their activities. They operate mostly within the walls of the land's major cities and engage in nearly every form of nefarious pursuit, from illegal gambling and pleasure dens in Hedrad to elaborate blackmail and smuggling operations in New Venir.

While they are best known for their often romanticized beginnings as daring rebels against Hedrad's strict (some might say oppressive) legal system, the group has moved far beyond its dashing beginnings and gained a considerable amount of influence in every nation of Ghelspad. No longer a tiny band of young and romantic rebels, these ruthless villains have in many areas become powerful oppressors, and they are certainly less judicious in their methods than Hedrad's laws could ever be.

Most people see the Scaled as a dangerous nuisance and stay out of their way, but a certain amount of romanticism still surrounds them, and it is not uncommon for rebellious young people to seek them out as a source of adventurous employment. In addition, more people than might be expected are tied to the Scaled in some way, such as through debt of some kind or even by blood. In some parts of New Venir, it is rare to meet someone who does not have some sort of Scaled connection. Naturally, actual members of the group are more rare.

Another interesting fact about the Scaled is that, as cold and greedy as they may seem from the outside, they are very good to their own members. Once individuals become full-fledged members of what the Scaled call "the Guild," they, and often their families, are well provided for and protected. Especially dangerous missions are always on a volunteer basis, and with the standard for membership so high, most missions are much less dangerous and more successful under Scaled leadership than they would be in other bands of thieves and ruffians. In fact, their success rate is so high that almost any Scaled member who lives long enough to retire can expect to do so in comfort and often even luxury.

It is true that leaving the Scaled is not an option. Once a young man takes the oath, he is bound to serve the Guild until he either dies or reaches an age

when he can petition for honorable retirement. Disloyalty is punishable by death, but the Scaled rarely give their people even the slightest reason to be disloyal. Needless to say, however, few of the longer-lived races apply for admission.

Organization

Ironically enough, the Scaled continue to hold their base of operations in the most orderly and lawful city on the continent, Hedrad. Care is taken that the location of their leaders, the siblings Karmut and Lucera, is never certain, but the highest commands still issue from the same slums where the infamous group first formed. In addition, each major city on the continent has its own Scaled headquarters run by a chief or "Scale Lord" that answers to no one but the two living founders themselves. In Hedrad, most of the operations of these headquarters, including their location and the identities of the Scale Lords, are maintained in strictest secrecy in order to avoid the law, but in less policed areas of the continent, the Scaled often operate with a frightening degree of openness.

Scale Lords in some cities have become important public figures, and the entire city of Yorek in Albadia seems to have fallen under the rule of the Scaled in recent years. Oddly enough, the people of Yorek seem happier and more prosperous since the Scaled took power, and during the several visits that Karmut and Lucera have made to the city, they are celebrated like visiting royalty. So long as the people are happy and the Scale Lord apparently loyal, High King Thalos is willing to turn a blind eye to the rest of the Scaled operations in Albadia. Indeed, in such a recently civilized land, the Scaled seem much like any other merchants or traders.

Leadership within the Scaled is generally granted to those with the power to take it and use it effectively, whether this be through family connections, strong personal magnetism, great wealth or skill, a shrewd mind, or, more likely, a combination of all these. Thus far, it is a system that seems to work for the Scaled, with a few brief exceptions (always dealt with personally by one of the organization's two founding leaders). The disloyal and the ineffective do not keep their power for long. Most Scale Lords are powerful merchants as well, allowing them both to fund their less savory activities and to disguise them from official eyes.

While many people work for the Scaled in some minor or freelance capacity, what makes this organization truly unique in the criminal world is that to become a full member of the Guild of the Scaled — a ceremony involving a blood oath, a face-to-face meeting with the local Scale Lord, the revelation of a few of the guild's secret signs and passwords, and a promise of lifetime employment — a young rogue

must complete several years of training in subjects as diverse as stealth, hand-to-hand combat, practical mathematics, and, most notably, magic.

Admission to the academies requires sponsorship from a respected and established Scaled member, after which the petitioner must undergo rigorous physical and written examinations and a magical aptitude test. Non-magical students are sometimes accepted, based on their other qualifications, but this is quite rare. The academies are extremely strenuous, but most students who graduate remain loyal to the Scaled for the rest of their lives. Promotions are based on connections and merit, and have a reputation for being fairly equitable.

History

The modest beginnings of the now infamous Guild of the Scaled lie in the tale of three siblings simultaneously expelled from a wizards' academy in Hedrad in the year 111 AV for their lack of discipline. The three — Karmut, Lucera, and Hashan — rebelled against the oppressive rules of the academy and desired to prove themselves as worthy magic users and intelligent students. To this end, they carefully planned and executed several practical jokes, acts of clever vandalism, and humorous thefts for the purpose of shaming their former school and indeed all of Hedradan society.

With each harmless and meaningful joke, the siblings were careful to leave behind just enough evidence to ensure that everyone knew the perpetrators, but never enough evidence for a conviction. In any city but Hedrad, they would have been apprehended and punished within a week of their first pranks, but

Hedradan law is such that the clever young people were protected from all harm. They rapidly attracted a following, mostly consisting of fellow criminals and rebellious youth. Karmut quickly proved himself an effective and charismatic leader of their eager followers, and none could match Lucera or Hashan for devilish cleverness. The pranksters were, as one frustrated Hedradan official put it, "as slippery as snakes," thus creating the group's popular moniker, which is also thought to be a pun on the "scales" of justice that many consider a symbol of Hedrada's law.

One particularly well known exploit from the early days of the Scaled was the Flying Horse scandal. For weeks, Hashan took to wearing a different and garish jester hat every day and rambling about the city like a madman (always careful not to break any laws), calling out to people that horses were learning to fly and that this was a sign from Enkili that Hedrad was soon to fall. Over the next month, 18 different city officials (including all four high priests) woke to find their horses placidly munching bales of fresh hay on their roofs. On each occasion, the horse was found wearing a garish jester's cap. Needless to say, jester's caps were all the rage with the rebellious young people in the first week.

As the organization grew, however, several things began to change. Hashan's views had always been more political and revolutionary than those of his siblings. While he was trying actively for Hedradan political reform, Karmut and Lucera were mostly just showing off and having a good time. Before they had followers to lead, this discrepancy did not seem to be a problem, but now that their admirers were looking to them for



direction and purpose, the disagreements about what the Scaled really stood for became an issue.

In addition, several copycat groups sprang up, most less skilled and careful than the Scaled, and three of which nearly got the siblings imprisoned by leaving too much evidence behind and then claiming they were Scaled members so that their testimonies against the siblings might win them the mercy of the courts. Luckily, Hashan and Lucera knew the law well and were able to defend themselves against the inaccurate charges. Yet the incidents proved the need for some clear definition of what it was to be a Scaled member. They needed a way to set themselves apart from common thugs.

The three agreed to found their first institute in a secluded area near Lake Repose, and all prospective Scaled members would have to be trained there and pass rigorous trials and examinations for the right to count themselves as Scaled. The arguments began when the siblings tried to lay down the criteria for admission. Karmut tried hard to be neutral at first, mediating between Lucera and Hashan and helping them to compromise. As time went on, however, Hashan became more and more radical in his views and less and less tolerant of his sister's more materialistic and basically peaceful goals. Eventually, Karmut felt he had no choice but to side with Lucera, and Hashan chose to defect. He began his own subgroup with the few Scaled admirers who chose to follow him over the charismatic Karmut and ferally beautiful Lucera.

Hashan's group was spectacularly unsuccessful. Without Karmut's magnetism and Lucera's tempering influence, Hashan was far too radical for the Hedradan public. The irritated tolerance the trio had encountered with their early pranks changed to public outrage at Hashan's openly revolutionary activities. Between overconfidence on Hashan's part and extensive public support on the side of the authorities, Hashan was soon captured and sentenced to ten years in rehabilitative prison for his crimes.

In the mean time, Karmut and Lucera created the beginnings of a very successful criminal organization. Their school was attracting skilled "teachers" from all over the continent, and without Hashan's fanatic morality to hold them back, the Scaled had begun to taste just how lucrative criminal activity could be. The discipline and dedication involved in becoming a Scaled member also guaranteed a high success rate as well as a certain amount of reluctant tolerance from the lawful Hedradan public.

By the time Hashan was released, Karmut and Lucera were the secret owners of several gambling and pleasure dens, had established a small but reliable smuggling trade with many surrounding cities, were secretly blackmailing dozens of important and wealthy figures, and were just beginning their first tentative operations in Mithril. Hashan disapproved, but his years in prison had changed him markedly. His beliefs were as radical as ever, but his will to act on them seemed broken. Rather than fight his siblings or start

out again on his own, he followed their lead mechanically, appearing truly to return to himself only when risking his life on some mission or adventure. The little time he spent at home was mostly drowned in mead and other recreations at the pleasure dens.

Karmut and Lucera worried for him, but were happy at least to have him back in the organization. In any event, they were far too busy to think about him much as new areas of operation sprung up all over the continent. Three new schools opened, and the siblings eventually found themselves with a certain amount of illicit authority in every major city in Ghelspad. Twenty years after their expulsion from the magic academy, the Scaled had become the single largest criminal organization on the continent. It is understandable that they had little time to spare for their depressed and increasingly distant brother, but both of them lived to regret it.

It is likely that Hashan would have continued in his reckless, despondent fashion until he either got himself caught again or killed himself with mead, but in the late winter of 136 AV, Hashan acquired a beautiful golden chalice on a raid into the Mourning Marshes. Somehow, the chalice seemed to restore all his passion and vitality, though it left him oddly lacking in the old fanatic morality. To the great dismay of his siblings, Hashan began a killing spree in Hedrad, breaking into houses almost at random and butchering all those inside before stealing everything he and his minions could carry.

Desperate for an explanation of their brother's behavior, Karmut and Lucera ransacked his room at the Scaled headquarters and discovered the chalice. Very little is known of the period that followed, as most Hedradan members of the Guild of the Scaled have only vague flashes of memory from the next two years.

What is known is that the brutal killings eventually became so common and rampant that something like war broke out in the streets of the less savory parts of Hedrad, and for four nightmarish days in the late summer of 136 AV, the exemplars and militia had trouble keeping it contained. The Hedradan Scaled were decimated in the course of the fighting, so most of the killing came to a stop. None of the leaders had been captured, however; occasional deadly raids still took place, in apparently random homes all over the city. Sometimes the authorities were able to capture and execute the perpetrators, but Karmut, Lucera, and Hashan were never apprehended.

Scaled operations all over Ghelspad either slowed to a minimum or increased into brutal violence over this two year period, and it became obvious that the strong and careful central leadership the Scaled organization had relied upon so heavily had fallen apart. Scale Lords were free to behave however they liked, and some failed miserably, while others went to war with each other or took up cruel and barbaric activities never before sanctioned by the Guild. Only Yorek in Albadia, of all Scaled operations, continued

to prosper. All Scaled activity in Eastern Ghelspad seemed to have gone mad, and the meaningless killing occasionally spread as far as Mullis Town.

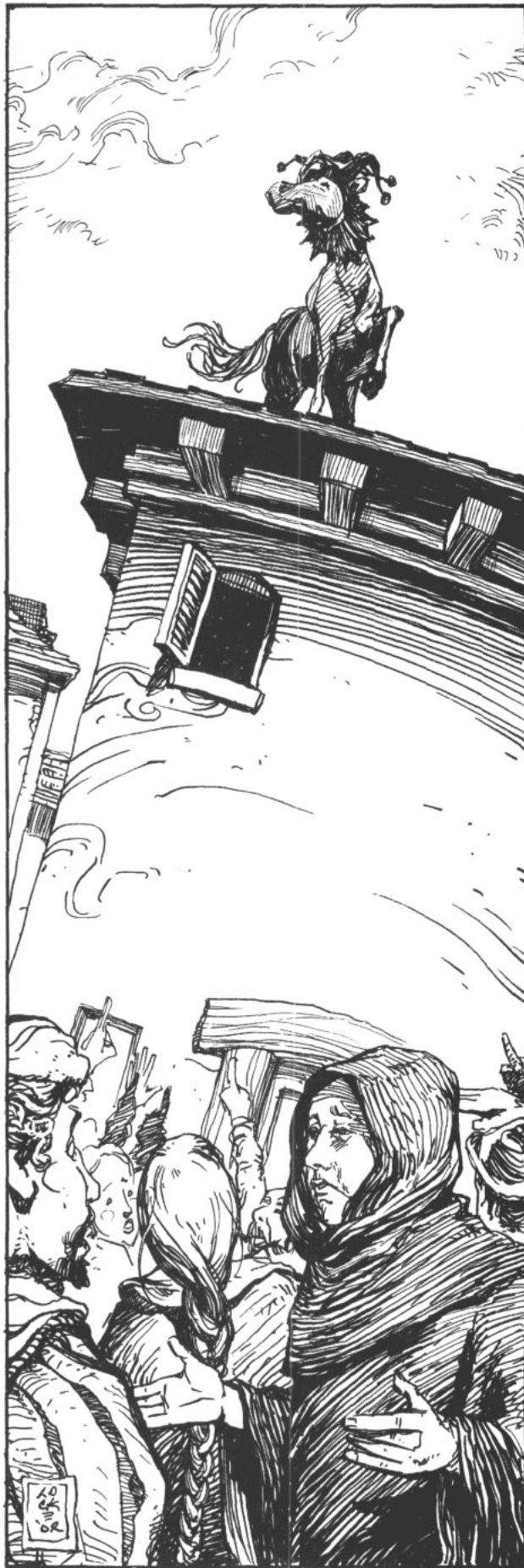
In spring of 138 AV, the horror finally ceased when a group of vigilants discovered the Scaled headquarters, still situated on the southwestern shores of Lake Repose. An army of exemplar warriors and outraged Hedradan militia took the headquarters easily and burned it to the ground, but not before the disturbing discovery of Hashan's rotting corpse, lying untouched in his room for perhaps as long as a month with a Cult of Ancients wormtongue blade in his heart. Lucera and Karmut were nowhere to be found.

The chalice was discovered later by vigils who searched the ashes for clues. A wise team indeed, they brought it back to Hedrad without ever touching it, and on examination it was found to be the infamous *Chalice of Marvels*, the chaotic powers of which have been known to set even Corean's paladins to bickering. The chalice was disposed of "safely," but its location is now unknown.

In the next five years, nothing was heard from Karmut or Lucera, but the Guild of the Scaled slowly returned to its old smooth operation, and Scale Lords who had failed or behaved badly during the crisis mysteriously disappeared and were replaced. Even in Hedrad, criminal activities seemed to be returning to normal, though whether the operations were Scaled-run or sponsored by some new thieves' guild was unknown. Then, in 143 AV, a massive sum was donated to a prominent Hedradan hospital with the following note: "In Hashan's name, and with our deepest apologies. K., L."

Hashan's assassination has since been linked to a transaction Lucera made with the Cult of Ancients during the Years of the Chalice, and the fragmented memories of the few Hedradan Scaled members to survive the incident seem to support an enmity between brother and sister that could have ended in death. If this is the case, Lucera has never shown any sign. As she ages, though, she appears to dote more and more on Karmut's young daughter and their heir, Hashani.

Today, the Scaled flourish as never before, in spite of all efforts to the contrary. Rumor has it that Hashani is the acting Scale Lord in Hedrad at this moment, and if so, she seems to have inherited the family talent for leadership, careful planning, and generally thwarting Hedrad's militia at every turn. Hedrad's current Scaled operations are ruthless, efficient, and highly lucrative. In addition, violent crime in Hedrad is at an all time low, apparently discouraged by the Scaled themselves. Whether this is a further apology for the events of 136-38 AV — or simply the strategy that the healthier and happier the people are, the more money they will have to be stolen — is unknown.



Locations

The current locations of the Scaled central headquarters and most of their schools are unknown. The main headquarters is thought to be in or near Hedrad. Whether they have rebuilt the Hedradan branch of the Scaled academy is unknown, though some suspicions point to the Moanscar Mountains. One of the other three schools is located in Yorek in Albadia. Another is thought to be in Femulyae in New Venir, and the academy hidden in the Gascar Peaks is said to be larger than some cities. The school in Femulyae is most likely disguised as an ordinary magic school with an outrageously exclusive admissions policy, but which snobbish school in that decadent city is really a Scaled training center none have discovered. The Femulyae school is thought to be the smallest. The central headquarters and the two wilderness-located schools are probably underground. Certainly, they are very well hidden, even from Hedradan authorities.

The Albadian school, called the Yorek Academy for Adventurers, operates openly and freely. Its connection to the Guild of the Scaled is never admitted, just as King Tomanan of Yorek, for discretion's sake, never speaks of his own involvement in the Guild. Both Karmut and Lucera, however are known to give lectures there, and the curriculum is consistent with the training that Scaled members usually receive. The Yorek Academy for Adventurers usually has between seven and eight hundred students, most of whom live in the attached boarding houses. It is known as a practical and inexpensive school, so many of the students are ordinary Albadians who wish to broaden their knowledge of the rest of the world. After two years, students must either leave the school or commit to become members of the Guild when they graduate, and most of the students choose to continue their educations.

The smaller Scaled headquarters in most major cities are usually secret rooms hidden behind or beneath the offices of outwardly ordinary businesses. Typical fronts include imports merchants, gambling dens, taverns, and brothels. In some cases, the Scale Lords are local nobles and operate secretly from their family mansions.

Members

Following are some examples of typical members of the Guild of the Scaled.

Thorarin: Thorarin is a typical recent graduate of a Scaled Academy. He is a 22-year old human from New Venir and has a close relationship with his parents and younger sister. They think he works for a traveling spice merchant, and he comes to visit them whenever he is in town, always bearing gifts from afar for the whole family. In reality, he is an adept smuggling operative and occasional bandit, with a moderately questionable sense of ethics.

Thorarin, Guild of the Scaled Member, male human, Rog4/Wiz2: CR 6; Size M (5 ft. 11 in. tall); HD 4d6+2d4+12; hp 30; Init +8 (+4 Dex, Improved Initiative); Spd 30 ft.; AC 14 (+4 Dex); Atk +7 melee

(1d4+2, masterwork dagger) or +8 ranged (1d4+2, dagger); SA Sneak attack +2d6, spells; SQ Evasion, uncanny dodge (Dex bonus to AC); AL CN; SV Fort +3, Ref +10, Will +7; Str 14, Dex 18, Con 15, Int 18, Wis 16, Cha 12.

Skills: Bluff +3, Concentration +7, Craft +10, Decipher Script +11, Disguise +7, Escape Artist +11, Forgery +11, Hide +10, Innuendo +10, Knowledge (economy, Ghelspad) +9, Knowledge (nature) +5, Knowledge (social customs, Ghelspad) +6, Listen +5, Move Silently +10, Open Lock +13, Read Lips +12, Ride +5, Search +11, Spot +10.

Feats: Dodge, Improved Initiative, Lightning Reflexes, Scribe Scroll, Skill Focus (Open Lock).

Possessions: Masterwork dagger, *potion of levitate*, *potion of darkvision*, *potion of ghoul touch*, Quall's feather token (whip).

Wizard Spells Per Day: 4/3.

Spells Known:

0 — All

1st — Charm person, hypnotism, magic missile, silent image, sleep

Alya: Alya is a fairly typical Scale Lord. Her family connections as the inheritor of a successful and well-established wine importing business have given her the social contacts, funding, and leadership training required to run a large-scale criminal organization. As head of a relatively small chapter in Trum in Darakeene, Alya is content to run her Scaled activities from the concealed back room of her warehouse. At 43 years of age, Alya is a respected member of the community and has access to most of the higher social circles in the city. Her son is currently enrolled in the Gascar Peaks Scaled Academy.

Alya, Scale Lord, female human, Rog7/Wiz3/Ari2: CR 11; Size M (5 ft. 3 in. tall); HD 7d6+3d4+2d8; hp 41; Init +7 (+3 Dex, Improved Initiative); Spd 30 ft.; AC 14 (+3 Dex, +1 amulet); Atk +9/+4 melee (1d6+1, masterwork short sword) or +10/+5 ranged (1d4+1, throwing daggers); SA Sneak attack +4d6, spells; SQ Evasion, uncanny dodge (Dex bonus to AC, can't be flanked); AL N; SV Fort +5, Ref +11, Will +12; Str 12, Dex 17, Con 10, Int 17, Wis 15, Cha 16.

Skills: Appraise +13, Bluff +4, Climb +11, Craft +13, Decipher Script +8, Disguise +5, Escape Artist +13, Forgery +4, Gather Information +12, Hide +10, Innuendo +9, Jump +7, Knowledge (arcana) +4, Knowledge (economy, Darakeene) +4, Knowledge (etiquette, Darakeene) +5, Knowledge (wines) +10, Listen +12, Move Silently +8, Open Lock +11, Perform +5, Scry +9, Spellcraft +9, Spot +4, Tumble +13, Use Magic Device +12, Use Rope +13, Wilderness Lore +4.

Feats: Alertness, Combat Reflexes, Improved Initiative, Leadership, Maximize Spell, Quick Draw, Scribe Scroll.

Possessions: Throwing dagger (x6), masterwork short sword, *ring of the ram*, +2 cloak of resistance, boots of speed, +1 amulet of natural armor.

Wizard Spells Per day: 4/3/2.

Spells Known:

0 — All

1st — *Chill touch, mage armor, magic missile, obscuring mist, shield, sleep, summon monster I*

2nd — *Alter self, summon monster II*

Leaders

Lucera

Class/Level: Rogue 10/Wizard 5/Aristocrat 2

Sex/Race: Female human

Height/Weight: 5 ft. 2 in./125 lbs.

Challenge Rating: 17

Hit Dice: 10d6+5d4+2d8+17

Hit Points: 57

Initiative: +5 (Dex)

Speed: 30 ft.

Armor Class: 20 (+5 Dex, +5 armor, +2 ring)

Attacks: +16/+11 melee (+1 rapier) or +17/+12 ranged (mighty masterwork composite shortbow and masterwork arrows)

Damage: 1d6+2, rapier; 1d6+1, masterwork composite shortbow

Special Attacks: Sneak attack +5d6, spells

Special Qualities: Evasion, uncanny dodge (Dex bonus to AC, can't be flanked)

Alignment: Chaotic neutral

Saves: Fort +5, Ref +13, Will +12

Abilities: Str 13, Dex 20, Con 13, Int 19, Wis 14, Cha 14

Skills: Alchemy +7, Climb +13, Concentration +9, Craft (bowmaking) +17, Disguise +7, Forgery +16, Handle Animal +3, Hide +11, Intimidate +15, Intuit Direction +15, Knowledge (arcana) +7, Knowledge (tactics) +12, Listen +9, Move Silently +11, Open Lock +18, Perform (lute) +4, Profession (merchant) +6, Ride +6, Scry +10, Sense Motive +12, Spot +16, Swim +13, Use Magic Device +2.

Feats: Alertness, Craft Wand, Far Shot, Point Blank Shot, Quicken Spell, Scribe Scroll, Shield Proficiency, Spell Mastery (*change self, silent image, shield*), Weapon Finesse.

Possessions: Mighty composite shortbow (+1), masterwork arrows (x32), +1 rapier, +3 leather armor, 3 immovable rods, ring of chameleon power, +2 ring of protection.

Wizard Spells Per day: 4/4/3/2.

Spells Known:

0 — All

1st — *Arrow charm*, change self, flash*, glue*, mage armor, magic missile, ray of enfeeblement, shield, shocking grasp, silent image, spider climb*

2nd — *Blur, knock, Melf's acid arrow, mirror image, summon monster II, web*

3rd — *Hold person, summon monster III*

Background

The youngest daughter of wealthy and materialistic Hedradan merchants, Lucera was a bright and spirited child. Though often scolded for her impulsive behavior and disregard for rules and tradition, most could see that behind her actions lay a desperate plea for some spark of attention from her cold and busy parents. She was never in her life able to establish the kind of rapport with them that she craved, for they died when she was fourteen years of age, during

her first year in wizards' school with her brothers. Two years later, Lucera was a wanted criminal, and today she is perhaps one of the two most successful criminals that have yet lived. She is now well into her sixth decade and still possesses amazing skill as well as a fierce beauty and an impulsive smile that continue to capture the hearts of her followers.

Roleplaying

Lucera has always been a woman who runs hot and cold. Though passionate in bed and battle, she has never been truly close with anyone outside her immediate family. Her lovers seem to get younger and handsomer every year, but she has never married nor shown any sign of wanting children of her own. Even her beloved niece, Hashani, has only begun to interest her in the last decade or so. Though her beauty and skill — and the fact that her careful plans *always* work — have always ensured the loyalty of her organization, Lucera has never been an easy woman to understand or to love. Unpredictable and contradictory, impatient and aloof, Lucera is a stereotypical genius, so talented and intelligent that she only rarely seems to live in the same world as the rest of us. In this way, she was very much like her departed brother, Hashan, and it was perhaps this similarity that led to the tension between them when he was alive. Lucera is still quite beautiful at 54 years of age and becomes a little more vain about it every year.

Combat

In spite of her age and her small, feminine frame, Lucera is a dangerous opponent. Always careful to use her amazing quickness and dexterity to the fullest advantage, she typically seeks to disarm or disable an adversary early on, rather than risk a protracted battle



against a larger, stronger warrior. In addition, though generally honest and loyal with her friends, Lucera feels no compulsion whatsoever to behave honorably in battle. She has been known to pull every dirty trick in the book, from casting illusions to distract her enemy, to faking tears and feigning feminine helplessness, to outright running away. One of her favorite tactics is to flirt outrageously with her opponent and then disarm the poor sod as soon as her offer is taken seriously.

When fighting with a group, Lucera prefers to stand back and use the beautiful bow and arrows that she crafted herself. Interestingly, Lucera only rarely uses offensive spells in battle, preferring to conserve her magical abilities for concealment, distraction, and the occasional emergency. Also interestingly, though she is basically selfish and generally amoral, Lucera seems to be squeamish about killing and only does so when given no other choice. When Karmut once questioned her reluctance, she claimed she simply could not abide the smell. These days, however, her imposing beauty and even more intimidating reputation see to it that few dare to stand in her way, so most of her combat takes place with students in the training hall.

Karmut

Class/Level: Rogue 7/Wizard 5/Aristocrat 6

Sex/Race: Male human

Height/Weight: 5 ft. 10 in./185 lbs.

Challenge Rating: 17

Hit Dice: 7d6+5d4+6d8+18

Hit Points: 89

Initiative: +8 (+4 Dex, Improved Initiative)

Speed: 30 ft.

Armor Class: 21 (+4 Dex, +3 armor, +4 amulet)

Attacks: +11/+6/+1 melee (+1 short sword of shock) and +11 melee (+1 short sword), or +17/+12/+7 ranged (mighty masterwork composite longbow and masterwork arrows)

Damage: 2d6+2 plus 1d6 electricity, +1 short sword of shock; 1d6+2, +1 short sword; 1d8+1, mighty masterwork composite longbow

Special Attacks: Sneak attack +4d6, spells

Special Qualities: Evasion, uncanny dodge (Dex bonus to AC, can't be flanked)

Alignment: Neutral

Saves: Fort +6, Ref +12, Will +14

Abilities: Str 12, Dex 19, Con 12, Int 14, Wis 13, Cha 19

Skills: Appraise +14, Craft (sculpture) +10, Decipher Script +9, Forgery +11, Gather Information +13, Handle Animal +10, Hide +4, Intimidate +11, Intuit Direction +8, Knowledge (arcana) +10, Knowledge (etiquette, Ghelspad) +11, Listen +13, Move Silently +16, Perform (dancing) +10, Pick Pocket +12, Profession (merchant) +8, Ride +13, Sense Motive +14, Spot +11, Use Rope +14.

Feats: Alertness, Ambidexterity, Dodge, Improved Initiative, Iron Will, Quicken Spell, Scribe Scroll, Skill Focus (Move Silently), Skill Focus (Sense Motive), Two-Weapon Fighting.

Possessions: +1 short sword, +1 short sword of shock, mighty masterwork composite longbow (+1), +3 arrows (x10), masterwork arrows (x24), masterwork studded leather armor, +4 amulet of natural armor, portable hole.

Wizard Spells Per Day: 4/4/3/1.

Spells Known:

0 — All

1st — *Burning hands, chameleon skin*, change self, detect undead, endure elements, flash*, mage armor, magic missile, rabbit feet*, shield, spider climb*

2nd — *Alter self, blazing shield*, blur, darkvision, Enkili's prank*, knock, see invisibility*

3rd — *Flame arrow, invisibility sphere*

Background

When Karmut was eighteen years old, his parents died on the way back from visiting an aunt in Mithril. Their small caravan was attacked by hill howlers in the Serpentine Pass, and the only survivors were the messengers sent back to Mithril for help. Karmut and his two younger siblings found themselves simultaneously to be orphans and owners of a vast fortune in trade. Shaken to the core by the dissolution of everything he had always known, and overwhelmed by the sudden responsibility for a business and a family, Karmut did the best he could to take over the duties of head of the household and to aid his siblings in their own struggles to cope. It is more than understandable that his studies at the magic academy came to a rather sudden halt, and Karmut can certainly not be blamed that his siblings were unable to focus on their studies either. Both young people had always struggled with the orderly nature of Hedradan society, and faced with the ruin of their entire childhood world, they began to reject Hedradan rules altogether. Karmut tried to be father, mother, and older brother to Lucera and Hashan all at once, but he had his own mourning and readjusting to do, and there was only so much he could help.

The magic school expressed sympathy and regret for the children's plight, of course, but the rules were the rules, and if the three could not keep up their schoolwork, they would have to go. Karmut was enraged. Up until that point in life, he had always been a model Hedradan citizen and had never questioned the careful orderly lifestyle taught to him. Now, all of a sudden, he found himself not only questioning but actively wanting to disrupt and twist all that he had always thought was true. He wanted revenge, not only on the school for dispelling him and his family, but on all of Hedradan culture for turning his parents into cold, busy people who were always away, always distant, and now gone forever beyond his reach. He expressed his anger to his siblings, and they—having always hated Hedrad and having anger and pain of their own to vent—happily supplied him with the creativity and detailed planning he needed to take the vengeance he desired.

Karmut's anger was satisfied after the first few pranks, but Hashan and Lucera could not be stopped, and Karmut knew they needed his steadying presence to keep from getting caught or going too far. Their parents had abandoned them; he was not about to. So the Scaled came to be, and little by little, Karmut discovered that not only was he remarkably good at running a vast criminal network, he also truly liked it. For better or for worse, he had stumbled on his true

calling in life, and he settled into it with fervor. At fifty-eight years of age, and with a close, loving family of his own, he is now probably one of the two most powerful criminals in Ghelspad, and he is happier and more content than ever before.

Roleplaying

Karmut is usually kind, gentle, friendly, and social. He loves his wife and daughter to distraction and showers them with every conceivable luxury and entertainment. His favorite things, aside from family, are parties, good food, and dancing, and not having fun in his presence is nearly impossible. May the gods help those who betray him, however. At the first sign of disloyalty, Karmut's sparkling eyes go flat, and his generous mouth hardens into a thin line. He never forgets a betrayal, and he never leaves one unpunished. Fairness is very important to him, so he is careful never to punish the wrong party, but once he knows the source of the crime, his vengeance is swift and terrible. Disloyalty is rarely a problem for Karmut, though, being far too likeable on every level for most even to consider disappointing him.

Unlike Lucera, Karmut will kill in cold blood if it seems appropriate and fair to him, but he tries to hide this aspect of himself from his fantastically beautiful and gentle wife.

Combat

Karmut has always been ambidextrous, and he fights with two magical short swords. He is almost as fast as his sister, though he has never quite beaten her in a sparring match. A cool and careful fighter, Karmut prefers to retreat when possible or to leave the hand-to-hand combat to his guards and companions while he makes excellent use of the beautiful mighty masterwork composite longbow that Lucera made for him. Karmut has no problem killing in self defense and uses whatever spells seem appropriate to him in combat. As with Lucera, however, Karmut's reputation is enough to ensure he rarely needs to fight at all. He trains students to keep himself in fighting shape.



Vigils of Vesh

Number of Members: 3,500

Alignment: Any non-evil

Regions of Influence: Vesh

Primary Activities: Protect Vesh from enemies, including titanspawn and political foes such as the Calastian Hegemony and Khirdet; protect allies.

Description

The Vigils of Vesh are the protectors of their nation, defenders who patrol its borders and beyond. The Vigils have many allies across the continent, not the least of whom are the nation's patron goddesses, Tanil and Madriel. Through adherence to Tanil's chaotic but good alignment and to Madriel's mercy, the vigils remain organized and strong without growing excessively fanatical or conservative.

Even with the support of a goddess, of course, the Vigils' job is anything but easy. It is no small task to protect the fertile lands of Vesh from both ravaging titanspawn and the schemes of foes such as King Virduk of Calastia without compromising the Vigils' high principles, but so far they have proved more than equal to the task.

The Vigils' fame is well earned. Vigil training teaches resilience and adaptability, forging its members into wilderness experts capable of withstanding the most extreme of conditions. Throughout the continent, vigilants take on many roles — scouts, warriors, and teachers, although in such realms as Calastia they are also called spies, assassins, and worse. No matter who describes them, however, the Vigils are acknowledged to be one of the most powerful and influential groups in all of Ghelspad.

Veshians themselves are sometimes surprisingly ambivalent about the Vigils. In general, vigilants are held to be honorable and noble defenders of the nation. Other voices sometimes criticize the Vigils for exceeding their authority, taking the law into their own hands, and presuming what is best for the nation without consulting its people or its leaders. While it is true that some vigilants may indeed be overly zealous in their fight against evil, almost all remain loyal to their realm and their patron deities. There was, however, one notable exception, which will be spoken of later.

Vigil oaths are fairly standard throughout Vesh and originate from some of the original council meetings between the followers of Tanil and the Veshian army. They are considered the central tenets of the vigilant code and are commonly referred to as the Greater Oaths. Although many vigilants, particularly those who follow Tanil, are of chaotic alignment, all respect and obey these oaths as part of their duties as vigilants. With minor variations depending upon the Vigil administering them, they are:

1) Obey the people of Vesh and their chosen leaders in all things.

2) Obey lawful commands as you would the people of Vesh.

3) Honor the goddesses Tanil and Madriel, and aid Corean the Avenger and his followers whenever possible. Honor and respect the followers of Denev the Earth Mother, save when their actions prevent the execution of your lawful duties.

4) Defend the weak and avoid taking innocent life.

5) Oppose the titanspawn and the enemies of Vesh in every way possible.

6) You are a vigilant for life.

7) Obey these oaths, for they are the heart and soul of the Vigils.

In addition to the Greater Oaths, a number of other, so-called "Lesser" oaths are administered by the various orders. They are not as rigid as the Greater Oaths and are more like useful advice to vigilants.

- *Information is critical to the survival of our nation. Some pieces of intelligence are more valuable than your own life, but do not give your life away needlessly.*

- *Your reports must be as clear and specific as possible. If you are unsure, say so. Outline your concerns and the source of information as best as possible. Lies are poison in the bloodstream of the Vigil.*

- *Beware sacrificing lives for purposes that cannot be put into words.*

- *Preparation is seldom noticed until it is most needed. Always anticipate future events, and keep your equipment in the best of condition and your supplies replenished.*

- *Your eyes are your first weapon. No matter where you are, remember that enemies may be near. Alertness and preparation are the hallmarks of a vigilant.*

- *Wherever you are, be certain that you are in a place from which, if attacked, you can easily defend yourself. Instruct companions to do likewise.*

- *Always travel single file to confuse trackers.*

- *Be mindful of your enemy. Move when he cannot see well or when he is least active. Use his fears and superstitions against him. Make common cause with his enemies and work against his friends.*

- *Prisoners should be kept separated so that they cannot plan or raise each others' spirits.*

- *Always post watch. Whenever possible, at least half of your group remains awake.*

- *Fortify your camp if possible.*

- *Avoid predictable patterns when traveling. Take new routes whenever possible.*

- *Always deploy scouts when on the march.*

- *Agree on meeting places in case the party is scattered.*

- Those who live by day often strike at dawn. Those who live by night often strike at dusk. Be wary then.

- Avoid crossing a river by a regular ford. These are often the sites of ambushes.

- If you are being followed or tracked, circle back and ambush.

- Use cover often, and move silently.

- Be mindful of your resources. Do not waste ammunition. Those with missile weapons should attack the enemy at range, while the others lie in wait.

Violations of the Greater Oaths are considered to be quite serious. Punishment often involves suspension of vigilant status, expulsion, or imprisonment. Extreme violations of Vigil tenets can result in loss of vigilant abilities or even execution, but these punishments are rarely applied since such violations are almost unheard of.

The Lesser Oaths, also known as the Standing Orders, are written in such a way as to be flexible and open to interpretation. This is almost a requirement, given the independent and somewhat chaotic nature of many vigilants. A vigilant who habitually ignores the Standing Orders may end up being sent back to training or, if her unorthodoxy proves successful, she may be recruited as an instructor and her tactics enshrined as new Standing Orders.

Membership in the Vigils is open to anyone who meets the orders' qualifications and who has proven loyal to Vesh and the gods of good. Vigilants can be of any class, though they are most often rangers. The adaptable nature of the Vigils demands that their membership be varied, however, and wizards, sorcerers, clerics, and even rogues are all encouraged to join.

Training is notoriously tough, and geared toward the applicant's original class. Rangers, fighters, and other martial types are usually familiar with the rigors of military life and usually move quickly to the order's more advanced training. Spellcasters are often of a more gentle background and must quickly be brought up to speed in the fields of combat, tactics, and military procedures. Militant priests and druids are especially valued by the vigils, for they combine the combat skills of fighter-type classes with healing and other divine magic. Of course, priests of Tanil and Madriel are the most common applicants, but the

followers of other non-evil deities—Hedrada, Denev, and even the wild god Enkili can occasionally be found among the vigils' ranks (though Enkili's followers rarely like military life).

During the initial training period, the applicant's basic skills are assessed and any deficiencies remedied. A mercenary fighter would be given instruction in divine spellcasting, while a city-bred wizard is trained to recognize the sharp end of an arrow, for example. Once this period, which typically lasts three to six months, is complete, the applicant is granted probationary vigilant status and allowed to accompany routine, low-level missions.

Even low-level missions are difficult, and the casualty rate is high. Once a new vigilant has completed one to six of these missions, he is ready for full membership, and is issued a medallion symbolizing his bond with the Vigils.

Organization

Each of the Vigils is organized and operates independently of the others, but all follow the same basic pattern. Each of the eleven currently existing Vigils has a different territory and a different symbol. All vigilants carry magical medallions bearing their order's symbol and providing different effects depending upon the Vigil (see *Relics and Rituals*, page 190).

Vigil organization is highly flexible, reflecting their varied missions and capabilities. The basic unit of a Vigil is the squad, which varies in size from three to six unranked vigilants and is led by a vigilant corporal (2nd-level vigilant or higher). Two to four squads make up a platoon, commanded by a sergeant (4th-level or higher). The next highest division is the company, usually consisting of four platoons and led by a captain (6th-level or higher). Three to five companies form a battalion, commanded by a vigilant-major, and three to five battalions form a full vigil, under the command of a vigilant-marshal. A full-strength Vigil can theoretically contain 800-1000 individuals; in reality, vigils range in size from 200-500.

Above marshal are commanders, who are assigned to lead one or more vigils in important missions or times of crisis, and the lord-commander, supreme head of the Vigils,

Vigilant Admission

By definition, members of the Vigils must have at least one level in the vigilant prestige class. Scarred Lands GMs may decide that player characters can only become vigilants if they have actually joined the Veshian Vigils. Such a character must have all the prerequisites for the class and apply for membership in the vigils. As experienced adventurers, these applicants might be allowed to bypass normal training and join a vigil directly, but may have to go on some low-level missions to prove their worthiness and skill. Once a character has qualified, she must take the vigil oaths and is then assigned to a suitable vigil (preferably in an area where she and her companions are adventuring). Once this is done, she is given her vigilant medallion, then may add the vigilant class and advance in level. A substantial number of vigilants are given "free roaming" status and allowed to travel independently, so long as they perform their duties for the vigils, obey the oaths, and accept missions as required. Such vigilants often join adventuring companies, using their mobility and flexible tactical qualities to advance Veshian interests.

who reports directly to the Veshian home commander. Level is not always directly related to rank. Many high-level vigilants of relatively modest rank enjoy the excitement and challenge of being an ordinary ranker.

Vigilants are typically lightly-armored infantry, armed with bows and melee weapons. Those who were originally rangers favor two-weapon fighting. Mobility and stealth are favored over sheer striking power, and heavily armored vigilants are almost unheard of. Vigilants can also operate as scout cavalry, riding light warhorses, but much of the terrain in which they operate — such as the Mourning Marshes — is poor riding country. Vigilant squads often include at least one spellcaster for healing or ranged spell support.

History

The region of Ghelspad that would one day become Vesh was well known for its skilled rangers and wilderness scouts. When the Divine War broke out, the region declared itself allied with the gods, and its skilled inhabitants aided the forces of Tanil, Madriel, and Corean. Soon, the region's rangers began to expand their skills considerably, creating the group that would eventually be known as the vigilants.

The catalyst for the formal creation of the Vigil came soon after the founding of Vesh. The vigilants remained an informal group of volunteer warriors who served the realm in units of various size, each area gaining its own unique character and skills. When the nation of Vesh was created, incorporating enlightened principles learned during the war, the vigilants continued to serve, though they had no set structure or organization.

For years after the end of the war, the orcs of Lede raided into northern Vesh in the region known as the Beltan March. Soon after the nation's founding, united bands of orcs began to move into the region in force, apparently bent on permanently seizing territory. The young nation's standing army proved inadequate to the task of defending against the invaders, but when the lord of Beltan officially banded his vigilants together into a well-organized military force, their actions helped shore up Vesh's defenses and eventually drive the orcs back into the plains.

The Beltan Vigil actually pursued the orcs into Lede, and it was a long time before the inhabitants of the region could threaten Vesh. Inspired by Beltan's success, vigilants across Vesh began to organize into their own Vigils, developing symbols and traditions associated with their assigned locations. As time passed, new vigils were formed, and the organization's influence and fame grew.

However, the vigils' history is one of both triumph and sorrow. No story is better known, nor more tragic, than the tale of the infamous Dark Motak Vigil.

The Dark Motak Vigil (the name is said to mean "warriors of shadow" in a forgotten pre-war tongue) was a celebrated and successful vigil, responsible for deep reconnaissance into enemy territory. Its symbol was the scorpion, which many considered a sign of ill-

omen due to common superstition that claimed scorpions to be treacherous and unpredictable.

The members of the vigil did not see matters that way, claiming that the scorpion simply meant that the vigil was capable of defending itself effectively and able to inflict damage on foes who thought they had defeated it (a reference to the scorpion's sting, which the vigilants equated with the deadliness of their arrows).

Near the end of the Divine War, a man named Jovian Traitor (whose name would later enter common speech for anyone villainous enough to betray his comrades) led the Dark Motak Vigil. After Chern's death in Termana, most of Chern's brood and armies scattered and retreated into hiding. However the demon-lord Mortaxus, a powerful and vengeful servant of Chern, did not go quietly to defeat. Mortaxus raised an army of titanspawn in the Kelder Mountains and began raiding into western Vesh. As the armies of Vesh opposed Mortaxus's army, they were confronted by their own fallen comrades, re-animated to unlife by a necromantic artifact wielded by Mortaxus.

With every battle, Mortaxus's army grew stronger as it absorbed the ranks of the defeated. With the seemingly unstoppable army advancing on the Veshian capitol of Lave, Jovian's Dark Motak Vigil was recalled from duties in the southern marshes to aid against the undead horde.

When Jovian was ordered to take his stealthy Vigil deep into enemy territory to discover its strategic weak points, he instead led his vigilants into a trap. Deep in the Kelder Steppes, pursued by an enemy force, the vigil retreated into a deep canyon. Pushed back by the enemy, the vigil finally holed up in a cave, knowing that there was no escape. Trapped in the cave by the superior titanspawn forces, Jovian went alone to parley with the titanspawn's commander.

Returning to his men, Jovian told them that no quarter would be given and that the Vigil would fight to the last man. He bade them each to drink of a potion to give them strength in their last battle. To a man the vigilants drank the brew, only to see the mixture seize their muscles with paralysis rather than divine strength. In full view of the titanspawn and their commander, Jovian then slit the throats of each man in his Vigil, having parleyed for the titanspawn to spare his traitorous life at the expense of his troops. Only one man, Lorindale, the vigilant turned bitter-song bard, was allowed to leave the cave alive so that he could spread word back to Vesh of Jovian's deed and thus demoralize the ranks of Vesh's military.

Jovian himself became a general for Mortaxus. Gifted with the powers of undeath and knowledgeable in the tactics of the Vigils, Jovian's aid to Mortaxus would surely have sealed the fate of Vesh had Mortaxus not been destroyed one full moon night, presumably by the blade of Belsameth the Slayer. From there the undead army crumbled to dust and the titanspawn fled to the mountains.

The fate of the treacherous Dark Motak commander is unknown, though Veshian mothers will invoke Jovian's name when trying to frighten their children into obedience.

Even now, 150 years later, the Vigils struggle to erase the stain of Dark Motak's failure. Adherence to the Greater Oaths is strictly enforced, training includes many tests of loyalty and character, and the Vigils are frequently inspected by priests of Tanil and Madriel to make sure that their members remain loyal, faithful, and upright. Still, the tragedy of Dark Motak remains a cautionary tale for today's Vigils, a reminder that even they are not incorruptible.

Locations

The main headquarters, Vigil Watch Fortress, is situated in the Beltan region, near the city of Bride Lake. The fortress is quite extensive—heavily fortified and surrounded by attendant barracks, shops, training grounds, armories, smithies, stables, and other supporting structures. Although the location was once quite lonely and isolated, Bride Lake has grown into a sizeable city, providing services to the Vigil and gaining protection from its close proximity. Vigil-built roads stretch in all directions, making Bride Lake an important center for both commerce and defense.

The fortress is the permanent home of the Beltanian Vigil, 500 strong, with anywhere from 200 to 500 other vigilants present at any one time. Bride Lake has a population of over 5,000.

Most other Vigil headquarters are similar in layout, with a main fortress as headquarters and usually a small civilian settlement nearby. None are as old or grand as Vigil Watch, however, for Beltan

was the site of the order's founding and remains its primary center of activity.

Smaller Vigil forts are scattered throughout Vesh and surrounding areas. Some are actually built in enemy territory, such as the Mourning Marshes, where vigilants need a secure base for supply and defense. These bases range from what are little more than heavily fortified encampments to small stone keeps with wooden palisades or even stone walls. Forts are often built with scrying wards, *hallow* spells, or *bleed* effects regularly cast to aid their defenders.

The Vigils

While vigilants can be found throughout Ghelspad (and beyond), their primary duty is guarding the frontiers of Vesh and seeing to the security of nearby nations. The Vigils are organized according to the territory that they patrol, although their names sometimes reflect their commander, founder, or some other significant aspect. The following entries list the individual Vigils, along with their headquarters, commander, and current strength.

Name: Arcernoth Delta Vigil

Symbol: Caterpillar

Territory: The edge of the Blood Sea at the Arcernoth Delta

Strength: 400

Headquarters: Riverrock

Commander: Kinthas Ardante the Silverblade (see below)

Arcernoth Delta Vigil is sometimes nicknamed the Marsh Vigil and is especially active in operations against the ratmen of the Mourning Marshes. These are among the most experienced and hardened Vigil veterans, and are on the front lines of a possible war



with the nascent slitheren nation that is slowly growing in the south. Mostly vigilant-rangers, this group also includes numerous spellcasters to counter the ratmen's powerful magical abilities.

Name: Behjurian Vigil

Symbol: Sprig of conifer needles

Territory: The city of Mithril and surrounding territory

Strength: 300

Headquarters: Mithril

Commander: Lemses Behjur (*human male Rgr7/Vig8, CG*) (see *Mithril: City of the Golem*)

This most prestigious vigil has seen extensive action. Originally stationed in northern Vesh, it moved to Vesta when Dark Motak was destroyed, and has since been transferred to Mithril, where it serves a crucial role in the city's security and defense. The vigil is very cosmopolitan, with members of several different races and a wide range of classes. Several vigilants are assigned to duty with the paladins of Mithril, while Corean paladins and clerics often serve for long periods of time with the Behjurian vigilants.

Name: Beltanian Vigil

Symbol: Fly

Territory: Northeast Vesh, near the Blood Basin and Mullis Town

Strength: 500

Headquarters: Bride Lake

Commander: Dareatha Keloi (*human fem, Rgr9/Vig5, CG*)

The Beltanian Vigil is probably the largest because it contains a significant number of vigilants who work directly with the Lord Commander and provide tactical and logistical support to the other Vigils. This does not mean that the Beltanians are armchair soldiers, however: the Vigil's strategic location means that it is often involved in actions near Mullis Town, Blood Basin, Mithril, on the Plains of Lede, and along the Cordrada Corridor. The Beltanian Vigil also has the distinction of being the first vigil and the one upon which all subsequent vigils were modeled.

Name: Dark Motak Vigil

Symbol: Scorpion

Territory: None

Strength: None

Headquarters: None

Commander: Unknown

Once responsible for security in eastern Vesh, Dark Motak has not been reestablished, and its leader's name has been struck from Vigil records.

Name: Ganjus Vigil

Symbol: Petal of the tavistia flower

Territory: Ganjus Forest

Strength: 300

Headquarters: Vera-Tre

Commander: Andrus Kheltarion (*elf male, Drd5/Rgr5/Vig6, NG*)

This veteran Vigil protects the Ganjus forest, working closely with the leaders of Vera-Tre. A large number of elves and Tanil-worshippers serve in the Ganjus Vigil, which specializes in scouting, archery, and tracking. Commander Andrus Kheltarion is a neutral good druidic worshipper of Tanil; he also pays homage to Denev, an act that some of his fellow vigilants find distasteful since she is a titan.

Name: Hornswythe Vigil

Symbol: Mosquito

Territory: Near the mouth of the Hornswythe River

Strength: 300

Headquarters: Charwood Hill (small keep near the rivermouth)

Commander: Delian Ruk (*half-elf male, Rgr7/Vig5, CG*)

Hornswythe is the second oldest Vigil, and today acts primarily to back up and assist the Arcernoth Delta Vigil, maintaining or reinforcing patrols into the Mourning Marshes. Their fortress at Charwood Hill is an important supply point and military strong point.

Name: Lolharden's Vigil

Symbol: Acorn

Territory: Forests of eastern Lede, near the Bridged City and Gest Ganest

Strength: 250

Headquarters: None

Commander: Collit Lolhardran (*human male, Rgr8/Vig8, NG*)

Lolharden's Vigil helps to ensure the safety of Veshian trade in Lede and surrounding areas, and frequently engages in preemptive raids against orcs, proud, and the Horsemen of Vangal. Duty in this group is dangerous, and it is frequently understrength. It does not have a formal headquarters, instead maintaining a string of forts throughout the region.

Name: Maritime Vigil

Symbol: Seashell

Territory: Coast of the Blood Sea south of Sorporatra Swamp

Strength: 300

Headquarters: Ragridge

Commander: Pheloros Markhannian (*human male, Rgr10/Vig6, LG*)

Facing the horrors of the Blood Sea, the beasts of the Sorporatra, and the dangers of the Bloodrain Woods, the Maritime Vigil is one of the toughest assignments that a vigilant can get. Its members specialize in coastal and aquatic operations, and this vigil is unique in that it actually maintains a small fleet of a half-dozen light warships. The town of Ragridge, a rough frontier settlement with a small harbor, serves as headquarters for the Vigil.

Name: Metyrian Vigil

Symbol: Genny (wild wheat) seed

Territory: West of the Kelder Mountains

Strength: 300

Headquarters: Bloodhollow (fortress in the western Kelder foothills)

Commander: Nytheera Oskial (*human fem, Ftr3/Rgr5/Vig7, CG*)

Metyrian Vigil is unusual in that almost half of its number are cavalry. Although Bloodhollow, a small fort in the lower Kelders, serves as its official headquarters, it usually contains no more than 40 vigilants. The remainder patrol the region, moving from camp to camp and staying as mobile as possible.

Name: Mullis Town Vigil

Symbol: Pebble of adamantite

Territory: Mullis Town region

Strength: 300

Headquarters: Mullis Town

Commander: Denivan Intos (*human male, Rgr4/Vig6, CG*)

This Vigil works closely with the Behjurians and helps safeguard the Cordrada Corridor between Mithril and Mullis Town. The Mullis Vigil also contains a large number of professional draymen, laborers, and transport specialists, and maintains a sizeable number of wagons and other vehicles that are used to aid in carrying supplies to and from Mithril.

Name: Pelperno Vigil

Symbol: Moth

Territory: The Haggard Hills

Strength: 300

Headquarters: None

Commander: Talissa Pelpern (*human fem, Rgr11/Vig6, CG*)

Pelperno Vigil is named for the famous vigilant Lord Hadrass Pelpern, who led his troops against the sorcerer Muslijher and four companion djinn two centuries ago. Although Pelpern and his companions defeated their foe, all perished in the battle and were proclaimed heroes. Led by Hadrass' descendant Talissa, the Pelperno now roam the Haggard Hills seeking out titanspawn and other enemies of Vesh. The vigil contains a large number of wizards and clerics, and are trained in identifying and countering magic. They have no official headquarters.

Name: Semanye Vigil

Symbol: Blade of shivistk, a wild tundra-grass

Territory: Durrover and points west

Strength: 250

Headquarters: Durrover

Commander: Drax Mora (*human male, Rgr12/Vig6, LG*)

Semanye Vigil is named after Patrushin Semanye, a vigilant born of Veshian and Durrovian parents. Although officially assigned to Durrover, many believe that this vigil also engages in clandestine operations against the Calastians.

Members

Langold Skywarder: Although he is an accomplished ranger and vigilant, Lieutenant Skywarder

has never lost his boyish enthusiasm and excitement for the job. A feared foe of the Mourning Marsh ratmen, he spends much of his time on patrol, scouting out the activities of the slitheren and making sure that they do not threaten Vesh. He is handsome in a tousled, almost adolescent way, and is quite self-effacing and charming in company. This makes him popular with female vigilants, but so far he appears married to his job and has never been known to pursue romance with anyone.

Lt. Langold Skywarder of Arcernoth Delta Vigil, male human Rgr7/Vig3: CR 10; Size M (5 ft. 7 in. tall); HD 7d10+3d12; hp 85; Init +6 (+2 Dex, Improved Initiative); Spd 30 ft.; AC 17 (+2 Dex, +5 armor); Atk +14/+9 melee (1d8+4, +3 longsword) or +15/+15/+10 ranged (1d8+2, +2 longbow); SA Spells; SQ Sprint, tireless, ferocity, favored enemies (humanoid titanspawn, undead, demons), DR 5/+1 (when wearing armor); AL NG; SV Fort +7, Ref +6, Will +5; Str 13, Dex 14, Con 10, Int 11, Wis 13, Cha 12.

Skills: Diplomacy +6, Gather Information +6, Handle Animal +6, Heal +4, Hide +12, Knowledge (ratmen) +10, Listen +6, Move Silently +2, Search +6, Spot +1, Wilderness Lore +10.

Feats: Combat Reflexes, Dodge, Endurance, Improved Initiative, Toughness, Track.

Possessions: +3 longsword, +2 longbow of speed and slitheren bane, +2 studded leather armor of invulnerability, Medallion of the Veshian Vigils (caterpillar)*

Ranger Spells Per Day: 2.

Vigilant Spells Per Day: 2.

Leaders

Vigilant Marshal Kinthas Ardante Silverblade, commander of the Arcernoth Vigil

Class/Level: Ranger 8/Vigilant 10

Sex/Race: Male human

Height/Weight: 5 ft. 9 in./175 lbs.

Challenge Rating: 18

Hit Dice: 8d10+10d12+36

Hit Points: 112

Initiative: +3 (Dex)

Speed: 30 ft.

Armor Class: 23 (+3 Dex, +5 armor, +2 natural, +3 amulet)

Attacks: +24/+19/+14/+9 melee (*sylvan scimitar*) or +23/+18/+13/+8 ranged (+2 mighty composite longbow)

Damage: 1d6+6, *sylvan scimitar*; 1d8+5, +2 mighty composite longbow (+3)

Special Attacks: Spells

Special Qualities: Favored enemy (humanoid titanspawn, undead, beasts), sprint, tireless, ferocity, resist massive damage, natural armor, natural healing

Alignment: Chaotic good

Saves: Fort +15, Ref +11, Will +10

Abilities: Str 16, Dex 17, Con 14, Int 16, Wis 14, Cha 16

Skills: Diplomacy +9, Heal +10, Hide +13, Intuit Direction +6, Gather Information +9, Handle Animal +8, Knowledge (Mourning Marshes) +17, Knowledge (ratmen) +17, Knowledge (tactics) +14, Listen +2, Move Silently +8, Profession (hunter) +8, Spot +9, Swim +9, Wilderness Lore +15.

Feats: Dodge, Endurance, Great Fortitude, Iron Will, Lightning Reflexes, Maximize Spell, Mobility, Toughness, Track.

Possessions: Sylvan scimitar, elven chain, figurine of wondrous power (bronze griffon), scabbard of keen edges, quiver of Ehlonna, +3 amulet of natural armor, +2 mighty composite longbow (+3), Medallion of the Veshian Vigils (caterpillar)*

Ranger Spells Prepared (2/1):

1st — *Pass without trace, summon nature's ally I*

2nd — *Protection from elements*

Vigilant Spells Prepared (3/3/1/1):

1st — *Calm animals, chameleon skin*, rabbit feet**

2nd — *Hunter's stalk*, speak with plants, wolf's cry**

3rd — *Remove disease*

4th — *Wind wall**

Background

Tough, uncompromising, and utterly dedicated to the security of Vesh, Kinthas Ardante, nicknamed "Silverblade" in honor of his shining enchanted scimitar, is one of the foremost experts on the activities of the ratmen in the Arcernoth Delta region. He is a big man, bluff and hearty, with a fondness for ale, but when on duty is utterly serious and professional.

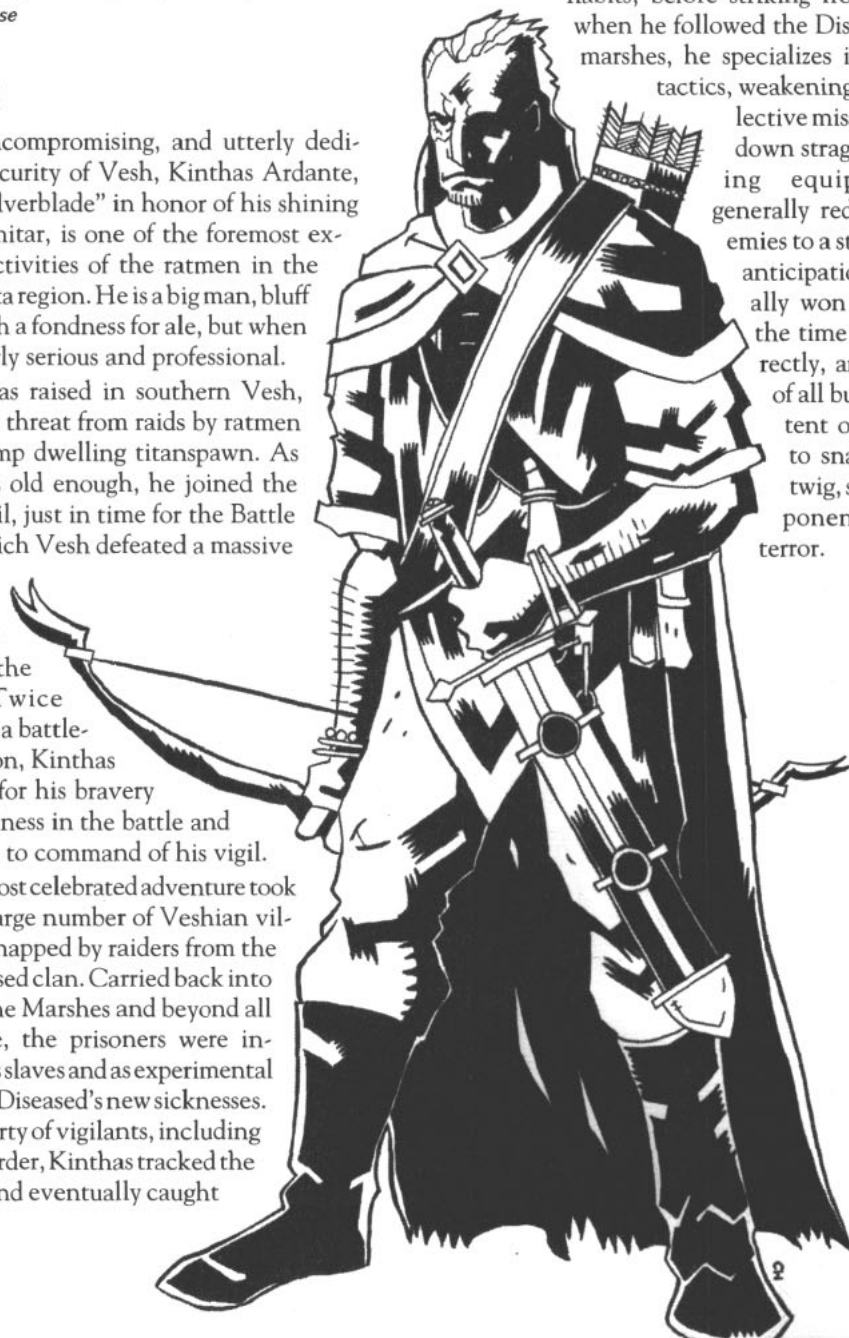
Kinthas was raised in southern Vesh, under constant threat from raids by ratmen and other swamp dwelling titanspawn. As soon as he was old enough, he joined the Arcernoth Vigil, just in time for the Battle of Moor, in which Vesh defeated a massive slitheren army but took significant casualties in the process. Twice wounded, with a battlefield commission, Kinthas was decorated for his bravery and resourcefulness in the battle and eventually rose to command of his vigil.

Kinthas' most celebrated adventure took place when a large number of Veshian villagers were kidnapped by raiders from the slitheren Diseased clan. Carried back into the depths of the Marshes and beyond all hope of rescue, the prisoners were intended for use as slaves and as experimental subjects for the Diseased's new sicknesses. With a small party of vigilants, including Langold Skywarder, Kinthas tracked the ratmen south and eventually caught

up with them. The vigilants harassed and pursued the ratmen for days, picking them off one at a time with long-range bow shots and magic. Eventually, Kinthas and his companions attacked directly, killing or driving off the surviving ratmen. Kinthas himself was almost killed in combat with a maunder, but Langold Skywarder distracted the beast long enough for Kinthas to land a killing blow. Sorely wounded, Kinthas nonetheless led the villagers from the swamp, contending with attacks by the realm's other denizens, and made it back to Vesh without a single fatality.

Combat

Kinthas is cunning and patient, content to follow an enemy for days, learning his patterns and habits, before striking from hiding. As when he followed the Diseased into the marshes, he specializes in hit-and-run tactics, weakening a foe with selective missile fire, taking down stragglers, sabotaging equipment, and generally reducing his enemies to a state of terrified anticipation. He has usually won the battle by the time he attacks directly, and the morale of all but the most potent of foes is likely to snap like an old twig, sending his opponents fleeing in terror.



Appendix

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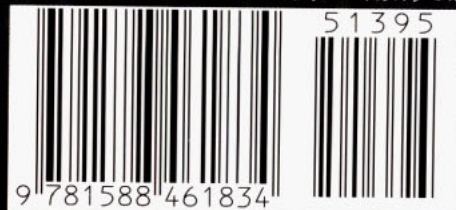
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