

The Factions

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[Author's Note: I've found this to be the hardest part of converting the Planescape setting over to the 3E mechanics. Admittedly, I've made it harder than it could have been. This is because I am trying to take advantage of the new rules to flesh out the various faction powers and make them a really, really neat thing to play with. Most of the problems stem from the fact that I am reinterpreting the faction powers as well as converting them. Additionally, I am trying to make all the factions roughly equal to each other in terms of the number and scope of powers and abilities available to them. Of course, that doesn't necessarily mean they are balanced with respect to each other or even the game in general.

What this means is that if you choose to play a faction member, you are essentially going to be playtesting these ideas for me. As such, don't become too attached to how a particular ability works as I might decide to change how things work based on what I see during the course of the game. Also, in many cases these rules aren't complete and I might add some things to them at a later date. Finally, because they aren't complete, feel free to make suggestions on how to add to, subtract from, or simply change the rules as presented to help me improve and finalize them. -KJ

Race and class don't make a whole person on the planes. A body's got to have a philosophy, a vision of the multiverse and what it all means. Sure, a fellow can get along without it, but how's he ever going to make sense of the whole thing and find his own "center of the multiverse"? How's he going to know his friends from his enemies in places where what he stands for can mean everything? A body's got to have a place to stand in order to see the majesty of the whole thing. On the streets of Sigil and beyond, philosophies are more than just ideas. They're groups - factions with leaders, goals, powers, and attitudes. Every faction has its own way of seeing the multiverse and has its own powers to match. Some of them get along, others don't, and some could care less about the rest of the multiverse.

Faction Relations

In addition to being philosophical guilds based on a strong core philosophy explaining the meaning of life, the factions have also become key parts of the political landscape of Sigil. Each faction has assumed monopolistic control of some part of the City of Door's infrastructure and uses that control to further their agendas. This situation makes for an environment of intrigue and covert warfare known as the *kriegstanz*. This "philosophical cold war" is fought because each faction believes it is the only one with all the right answers and wishes to be the only one still standing at the end of time.

These political and philosophical differences result in a complex web of interactions between the factions. Some factions are allied because their roles in Sigil's government mesh; others are friendly simply because their core beliefs compliment one another (or at least, don't openly conflict). Other factions are at each other's throats because a belief or agenda directly conflicts. As a result, when a character joins a faction, he automatically gains large numbers of allies, friends, and enemies simply because he wears a faction's badge. Naturally, individual members are free to feel however they want about the members of other factions.

The chart below summarizes the general attitude of each faction towards the others.

	Athar	Godsmen	Bleakers	Doomguard	Dustmen	Fated	Guvners	Indeps	Harmonium	Mercykillers	Anarchists	Signers	Sensates	Ciphers	Chaosmen
Athar	--	F	N	N	N	N	N	N	N	N	N	N	N	N	N
Godsmen	F	--	T	C	T	N	N	N	N	N	N	N	N	N	F
Bleakers	N	T	--	F	F	N	T	N	T	C	F	T	N	N	F
Doomguard	N	C	F	--	F	N	C	N	H	F	F	N	T	N	N
Dustmen	N	T	F	F	--	N	N	N	N	N	N	C	T	N	N
Fated	N	N	N	N	N	--	N	F	H	N	N	N	N	N	N
Guvners	N	N	T	C	N	N	--	N	F	F	T	N	N	N	H
Indeps	N	N	N	N	N	F	N	--	T	N	N	N	N	N	N
Harmonium	N	N	T	H	N	H	F	T	--	F	H	C	N	C	H
Mercykillers	N	N	C	F	N	N	F	N	F	--	H	C	C	N	N
Anarchists	N	N	F	F	N	N	T	N	H	H	--	N	N	N	F
Signers	N	N	T	N	C	N	N	N	C	C	N	--	F	N	N
Sensates	N	N	N	T	T	N	N	N	N	C	N	F	--	N	N
Ciphers	N	N	N	N	N	N	N	N	C	N	N	N	N	--	N
Chaosmen	N	N	F	F	N	N	H	N	H	N	F	N	N	N	--

F = Friendly, N = Neutral, C = Cautious, T = Threatening, H = Hostile

The chart below lists the headquarters of each faction and its location in Sigil, along with the function each faction has claimed within the city's political structure.

Faction	Headquarters	Location	City Function
Athar	Shattered Temple	Lower Ward	None (monitor priests)
Godsmen	Great Foundry	Lower Ward	None (peace keepers)
Bleakers	The Gatehouse	Hive Ward	Sanitarium, Orphanage, Soup Kitchens
Doomguard	Armory	Lower Ward	Weaponsmiths
Dustmen	Mortuary	Hive Ward	Undertakers
Fated	Hall of Records	Clerk's Ward	Record Keepers, Tax Collectors
Guvners	City Courts	Lady's Ward	Judges, Advocates
Indeps	Great Bazaar	Market Ward	None (market monitors)
Harmonium	City Barracks	Lady's Ward	City Watch (police)
Mercykillers	Prison	Lady's Ward	Punishment (jailers)
Anarchists	None (various safehouses)	Any	None
Signers	Hall of Speakers	Clerk's Ward	Government
Sensates	Civic Feshall	Guild Ward	None (entertainment)
Ciphers	Great Gymnasium	Guild Ward	Advisors
Chaosmen	The Hive	Hive Ward	None

The following table summarizes the abilities associated with each faction's template:

Faction Name	Class Skills	Free Skills	Skills w/ +2 Bonus	Feats	Saving Throw or Resistance	Spell-like Ability (once per day)	Other Benefits	Drawbacks
Athar	Diplomacy, Intimidate, Knowledge (Religion)	Knowledge (Religion)	Knowledge (Religion)	None	+2 save vs. all Divine spells; Spell Resistance vs. specific spells	Counterspell vs. Divine spells	None	Cannot serve specific gods; other clerics will not cast beneficial spells on them
Believers of the Source (Godsmen)	None	Craft (any); +1 skill point gained per level	Alchemy, Craft (any), Profession (construction related), Knowledge (construction related)	None	None	Increase physical stat by 1d4 for 1 hour	None	Clerics/Druids have -2 DC penalty to their spells; Can only be reincarnated
Bleak Cabal	Listen, Sense Motive, Use Rope	None	Bluff, Innuendo	None	None	Gain 1d4 bonus to any die roll (additional uses based on WIS)	Free treatment for insanity at Gatehouse (faction HQ)	Daily Sanity check; loss of Sanity with use of spell-like ability
Doomguard	Disable Device, Knowledge (Architecture/Engineering), Locate Weakness	None	None	Martial Weapon or Weapon Focus (any martial)	None	Sift ability (at will)	None	Spell Resistance vs. Healing magics
Dustmen	Knowledge (Causes of Death), Knowledge (Death Rites/Rituals), Profession (Undertaker)	Can use faction class skills Untrained	Knowledge (Causes of Death), Knowledge (Death Rites/Rituals), Profession (Undertaker)	None	+2 vs. emotion affecting spells	Death Sight spell (at will)	The Dead Truce	None
Fated	All previous cross-class	Knowledge (Planes)	Appraise, Bluff (haggling only)	None	None	Righteous Might spell	None	Cannot accept charity
Fraternity of Order (Guvners)	Decipher Script, Knowledge (any)	Knowledge (Politics); can use any Knowledge skill Untrained	Bonus to all skills used during research in library or laboratory	None	None	Protection from Chaos	None	Will not knowingly break a law
Free League (Indeps)	Gather Information, Profession (Merchant), Sense Motive	None	Gather Information, Sense Motive	None	+2 vs. mind affecting spells	Counterspell vs. Faction abilities	20% discount from merchants in Sigil	Limited legal rights in Sigil
Harmonium	Intimidate, Search, Spot	None	Intimidate, Search, Spot	None	+2 vs. fear based and emotion affecting spells	Charm Person	None	Cannot disobey orders

Faction Name	Class Skills	Free Skills	Skills w/ +2 Bonus	Feats	Saving Throw or Resistance	Spell-like Ability	Other Benefits	Drawbacks
Mercykillers	Knowledge (Law and Punishment), Intimidate, Sense Motive	Knowledge (Law and Punishment)	Sense Motive	None	None	Detect Lie	None	Must uphold the 8 Tenets of Justice
Revolutionary League (Anarchists)	Bluff, Disguise, Innuendo	None	Hide, Move Silently; +4 Bluff, Disguise	None	None	Faction Resistance (SR vs. basic faction spell-like abilities)	None	Must donate half of left-over money to faction; no legal rights in Sigil
Sign of One	Concentration, Sense Motive	None	Scry, Search	None	+4 vs. Illusion spells	1 of 4 0-level spells (Additional uses based on CHR)	None	None
Society of Sensation	None	None	Listen, Search, Sense Motive, Spot	None	None	Any 0- or 1st-level Detect spell	Low-light Vision	Will not refuse new sensations
Transcendent Order (Ciphers)	Balance, Jump, Tumble	None	None	+2 bonus to Initiative	None	Inkling psionic power (Additional uses based on WIS)	None	Cannot change mind once committed to course of action
Xaositects	Bluff, Innuendo	Speak Language (Scramblespeak)	Bluff, Innuendo	None	+2 vs. Lawful spells	None	Knowledge of lost objects	None

Faction Membership

The rank and file members of a faction are known as Namers. These are folks who sympathize with a faction's philosophy, but really only pay it lip service. They pay their dues, and occasionally help out with many of the mundane aspects of a faction's business. The only real benefits to this level of membership is that a namer is allowed to wear a faction's badge, gains access to private areas of a faction's headquarters, and can call on fellow factioneers for help when the going gets rough.

Above the rank of namer are the Factotums. These are folks who believe very strongly in a faction's philosophy, taking it to heart and living by it day-to-day. The preceding table of powers shows the benefits of firmly committing one's self to a faction philosophy. In addition to these belief-fueled abilities, factotums are allowed greater access to a faction's resources (able to requisition allies and equipment on a more lengthy basis), facilities, and secrets.

Above the factotums lies the rank of Factor. These factioneers are essentially the fanatics of the group. Not only do they strongly believe in their faction's philosophy, they actively work towards creating physical manifestations of their faction's power. (Factors are represented by the various prestige classes.)

The uppermost rank of each faction - the highest of their high-ups - is the Factol. This one person has been chosen to lead the faction; to set policy and strategy, and thus ensure the ultimate triumph of a faction's beliefs.

The Athar

"The gods are frauds; the unknowable truth lies beyond the veil."

Nicknames – The Defiers, The Lost

According to these folks, the great and feared powers are liars! Those who claim to be the "gods" of the planes are mortals just like us. Yeah, they're unbelievably powerful, but they're not gods. After all, they can die, they've got to keep their followers happy, and they often feud among themselves like children. Thor, Zeus, and the others - they're impostors.

Sure, there might be a true god, or maybe even more than one, but such power is beyond all understanding. Such beings cannot be seen, spoken to, or understood by mortals.

'Course, the Athar ain't stupid. "Let the powers call themselves gods," they say. "It ain't worth the laugh, because there's no point upsetting the powers." With all that might, an angry power'd be a dangerous enemy. All the Athar want is to part the veil, discover the secret behind everything, and look on the face of the unknowable.

The Athar Template

This template describes the abilities common to all members of the Athar. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** To become a member of the Athar, the prospective factioneer must complete two relatively simple tasks. The first is to present himself at the Shattered Temple (the faction's headquarters) and declare his lack of faith (or sense of betrayal) in the Powers. (This is done primarily through interviews with faction high-ups.) The second task is to destroy three divine/holy objects. For most members, these objects are simple and easy to obtain items such as holy symbols and copes of religious texts. However, there are those with more cause to join the faction and they use objects ranging from stolen vestments up to religious icons and artifacts.
- **Restrictions:** Due to their lack of faith in the Powers, Athar characters cannot be priests of specific deities. There are still members of the cleric class within the faction, but they serve forces or philosophies rather than (false) gods. Additionally, members of the Athar will not willingly accept spells cast by priests of specific powers, not that they'd willingly cast them on the character in the first place.
- **Skills:** The following skills become class skills for the Athar – Knowledge (Religion), Diplomacy, and Intimidate. Athar Namers also gain 1 rank in Knowledge (Religion) and have a +2 bonus to all checks with this skill as part of their training in how to demonstrate the non-divine nature of the Powers.
- **Divine Resistance (Ex):** All members of the Athar have a +2 resistance bonus to all saves against divine spells.
- **Spell Immunity (Ex):** All members of the Athar receive a special form of spell resistance equal to (10 + Character Level + Wisdom modifier) versus the following divine spells – *Bane*, *Bestow Curse*, *Blasphemy*, *Doom*, *Geas/Quest*, *Holy Word*, *Prayer*.
- **Divine Cancellation (Sp):** Once per day, an Athar may attempt to counterspell any one divine spell. This attempt functions as if the factioneer had used a *dispel magic* spell as the counterspell. The Athar must roll 1d20 + 1 per character level (maximum of +10) against a DC of 11+spell level to succeed. If the Athar is a spellcaster, he gains the additional option to use any spell of the same level to counterspell a divine spell, rather than the exact same spell (but the character must still first succeed at the Spellcraft check to properly identify the level).

Athar Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Athar. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat - Divine Dismissal (Sp):** [Prerequisites: Member of the Athar, 4 or more character levels] Once per day, the Athar may attempt a *banishment* spell as if cast by a cleric equal to his character level.

Athar Prestige Class: The Godslayer (modified from DRAGON #287)

The majority of the Athar are content to prove the Powers to be false gods through words and debate. However, there is a small group of extremists within the faction that take the Athar's central belief that the Powers are not divine, not worthy of worship, and must be shown to be false to its logical extreme. This group seeks to prove that the Powers not all knowing or all-powerful through the ultimate act of defiance – by killing them.

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

- **Base WILL save:** +2 or greater
- **Skills:** Knowledge (Religion) - 10 ranks
- **Feats:** Divine Dismissal
- **Special:** Must be a member of the Athar (i.e. possess the Athar template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+0	+2	+0	+2	Smite Divine Servant	
2	+1	+3	+0	+3	Divine Prevention	
3	+2	+3	+1	+3	Divine/Holy Damage Immunity	+1 level of existing class
4	+3	+4	+1	+4	Smite Divine Servant	
5	+3	+4	+1	+4	Divine Retribution	
6	+4	+5	+2	+5	Divine Interference	+1 level of existing class
7	+5	+5	+2	+5	Smite Divine Servant	
8	+6	+6	+2	+6	Nondetection	
9	+6	+6	+3	+6	Divine Disavowal	+1 level of existing class
10	+7	+7	+3	+7	Smite Divine Servant	

The following skills are considered class skills for a Godslayer:

- Concentration (Con), Craft (Int), Knowledge (Religion) (Int), Spellcraft (Int), Innuendo (Wis), Listen (Wis), Profession (Wis), Intimidate (Chr)
- **Skill Points at Each Level:** 2 + Intelligence Bonus

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

- **Hit Die:** d8
- **Weapon and Armor Proficiency:** Godslayers gain no additional proficiency with armor, shields, or weapons
- **Spells per Day:** If the Athar is a member of a spellcasting class, at the indicated levels the Godslayer gains additional spells per day as if he had also gained a level in his spellcasting class. (If the character has more than one spellcasting class, he must decide which class gains the benefit.) This additional level only counts towards spells per day and caster level and not any other spellcasting class abilities.
- **Smite Divine Servant (Su):** Once per day, the Godslayer is able to perform a Smite attack (CHR bonus to attack roll, +1 character level in damage) against a target which uses divine spells, divine spell-like abilities, or is a dedicated servant to a specific power. As the Godslayer gains class levels, he will gain additional uses of this ability per day (2 total per day at 4th level, 3 total at 7th, and 4 total at 10th).
- **Divine Prevention (Su):** Once per day, the Godslayer can bestow a saving throw bonus equal to her Class Level + Charisma bonus (if applicable) upon a recipient. The resistance bonus applies to the next divine spell to which the recipient is subjected, even if the spell is beneficial. If used against an unwilling target, the Godslayer must make a successful touch attack and the target has to make a WILL save at DC (10+Godslayer's class level+Godslayer's WIS modifier) or be subject to the bonus.
- **Divine/Holy Damage Immunity (Ex):** As part of denying the godliness of the Powers, the Godslayer becomes immune to all divine or holy damage. This includes such things as half of the damage inflicted by the *flame strike* spell or the extra damage done by a weapon with the holy special ability.
- **Divine Retribution (Sp):** This represents an improvement to the standard Athar ability of Divine Cancellation. When using this ability, the Godslayer has the option of reflecting the spell back at its caster rather than dispelling it. This can only be used on divine spells that target the Godslayer, not area-affect spells or those targeting another creature.

- **Divine Interference (Su):** The Godslayer generates a field of "disbelief" in a 10' radius. Any divine spellcaster within the radius must make a caster level check (DC 10 + Godslayer's class level + Godslayer's WIS modifier) in order to cast a spell. Failure indicates that the spell is still spent, just does not take effect. This field is always active unless the Godslayer suppresses it. This can be done as a free action.
- **Nondetection (Su):** At this point, the Godslayer is quite dangerous to the Powers and their agents, and becomes a target. In order to survive, the Godslayer gains the continuous benefits of a *nondetection* spell as though cast by a sorcerer of the character's class level (DC 15+Godslayer's class level). This ability may be suppressed as a free action.
- **Divine Disavowal (Ex):** At this point, the Athar benefit of Spell Immunity now applies to all divine spells, not just the ones listed under the namer section. This spell resistance does not stack with other forms of spell resistance. If the Godslayer is subject to two spell resistance effects, use the better value. (If a divine spell manages to break through the Athar's spell resistance, the namer bonus of +2 to all saves vs. divine spells still applies.)

The Believers of the Source

"All life springs from the same divine source, ascending and descending in form as it is tested."

Nicknames – The Godsmen

To these characters, all things are godly. All things can ascend to greater glory - if not in this life, then in the next. Patience, that's all it takes. See, here's the chant: Everything - primes, planars, petitioners, proxies, the whole lot - is being tested. Survive, succeed, and ascend - that's the goal of all beings. Fail and get reincarnated to try again. It's pretty simple and straightforward.

'Course, it ain't that easy either. First off, nobody really knows what the tests are. Is a body supposed to be good, evil, or what? Godsmen are trying to figure that out. Second, a fellow might go in reverse - mess up and come back as a prime or something worse in the next life.

So you see, the Godsmen calculate that's the whole purpose of multiverse. The Prime Material, the Inner, and the Outer Planes - they exist to test and purge. It's just a matter of figuring what's being tested and how. When that happens, the Godsmen can hasten the end of the universe and get on with some new existence.

The Godsmen Template

This template describes the abilities common to all members of the Believers of the Source. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** To become a member of the Godsmen, the prospective member “only” has to serve out an apprenticeship at the Great Foundry, the faction’s headquarters. While it sounds easy enough, this three-month span is filled with backbreaking labor and harsh working conditions. This form of indentured servitude is an effort to make sure that the namer truly understands that life is a forge, shaping personalities and spirits. If the candidate doesn’t shrink from the hard labor, he becomes a member of the faction at the end of the time.
- **Skills:** Due to the initiation ritual, all members of the Godsmen gain 1 rank in a Craft skill of their choice. Additionally, namers also gain a +2 competence bonus to all Alchemy and Craft checks, as well as Profession and Knowledge checks related to the making of things.
- **Lesser Faith (Ex):** Because the Godsmen know that anyone can become a god if they try hard enough, clerics who become members of the faction find that their faith isn't quite as strong as everyone else's. As such, Godsmen clerics (and druids, if they serve a specific deity) have the DC for saves against their divine spells reduced by 2.
- **Wheel of Life (Ex):** Due to their core belief of life being a series of tests intended to improve one’s self, the *raise dead*, *resurrection*, and *true resurrection* spells work differently on Godsmen. As there is no place for “do overs” in the Believers’ philosophy, all these spells act instead in a manner similar to the *reincarnate* spell. However, rather than using the results in the druid spell description, the new form is up to the DM.
- **Life's Lessons (Ex):** As the Godsmen believe the life is a series of tests, they tend to pay closer attention to what is going on around them in effort to maximize their learning. All Godsmen characters gain 1 additional skill point per level (not retroactive).
- **Self-Improvement (Su):** Once per day, a Godsmen is able to increase one of his physical stats (Strength, Dexterity, or Constitution) by 1d4 points for 1 hour.

Godsmen Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Believers of the Source. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat - Magical Artisan (Ex):** [Prerequisites: Member of the Godsmen] Choose one Item Creation feat. The costs associated with that feat (materials and XP) are reduced to 75% of normal. You may designate a feat that you do not currently possess. This feat may be taken multiple times, each time applying to a different Item Creation feat.

- **Feat – Fast Item Creation (Ex):** [Prerequisites: Member of the Godsmen] The character is able to work more efficiently when using Item Creation feats. For each time this feat is chosen, the Godsmen increases the daily rate at which he creates magical items by 1000gp (spellcasters are normally limited to a maximum of 1000gp per day).

Godsmen Prestige Class: Child of the Forge

All Godsmen believe that every being holds a spark of the divine within them and can thus eventually become gods. However, this process is viewed as one taking many lifetimes, where each life is an improvement over the previous. But there are some Believers of the Source who are not content with this slow process; they believe that such improvement can be accomplished in one lifetime. These Godsmen have put themselves on the fast track to divine ascension and are known as Children of the Forge.

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

- **Skills:** Any three Craft skills, each possessing at least three ranks
- **Feats:**
- **Special:** Must be a member of the Believers of the Source (i.e. possess the Godsmen template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						+1 level of existing class
2						
3					Bonus Feat	+1 level of existing class
4					Ability Increase	
5						+1 level of existing class
6					Bonus Feat	
7						+1 level of existing class
8					Ability Increase	
9					Bonus Feat	+1 level of existing class
10						

The following skills are considered class skills for a Child of the Forge:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the Child of the Forge prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** A Child of the Forge gains no additional proficiency with armor or weapons.
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a Child of the Forge, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Bonus Feat:** At the indicated levels, the Child of the Forge gains a bonus feat. The feat must be taken from the following list, and the character must still meet the appropriate prerequisites: Alertness, Ambidexterity, Combat Casting, Combat Reflexes, Dodge, Endurance, Extra Turning, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Quick Draw, Run, Skill Focus, Spell Focus, Spell Mastery, Toughness, Weapon Focus, Weapon Specialization.
- **Ability Increase:** At the indicated levels, the Child of the Forge is able to increase one of his ability scores by 1 point.

The Bleak Cabal

*"The multiverse ain't supposed to make sense; there's no grand scheme, no deep meaning, no elusive order.
The only truth worth finding lies within."
[If nothing we do matters, then all that matters is what we do.]*

Nicknames – The Bleakers, The Madmen

"There's no meaning to it all," say the members of this faction, "so just give it up, poor sod. Whoever said reality had to make sense?" To these folks, the multiverse ain't even a cruel joke, because that would give it all meaning. Look at all those fools in their factions, running around, trying to discover the meaning of something that's senseless. They'll waste their lives at it. And they call the Bleak Cabal mad - hah!

Here's the Bleaker credo: "The multiverse doesn't make sense, and it ain't supposed to." That's all there is to it, pure and simple. It ain't "The multiverse is without meaning," because that answer's a meaning in itself.

For someone to join the Cabal, he or she (or it) has got to do three things: quit looking for meanings, accept what happens, and look inward. There's no meaning on the outside, so the question is, "Is there any meaning inside?"

The Bleaker Template

This template describes the abilities common to all members of the Bleak Cabal. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** At first, it seems like joining the Bleak Cabal's as easy as stepping through a portal. A body's just got to decide that he wants to be a member and then make his decision known to any Bleaker, whether at the Gatehouse, in a soup kitchen, or on the howling plane of Pandemonium. But then comes the initiation period, which tends to break most berks. The Bleaker's response to the applicant won't be much more than a grunt or a shrug of the shoulders. He won't explain what to do, where to go, or anything of the sort – the sod's on his own. Oh, he can tag along with the Bleaker he's attached himself to and continue to struggle for acceptance, but the Madman'll try to ignore the sod and may even try to talk him out of joining. Most berks change their minds in the face of such repeated disinterest or downright antagonism. But those whose hearts are truly bleak, whose will is such that they persevere, eventually get accepted into the faction as namers. Typically, this initiation period lasts from six months to one year. A sod that makes it through the initiation has to drop his last name or family name; all members of the Cabal are known only by their given name. It's a sign of their willingness to give up a life of past "meaning".
- **Restrictions:** Members of the Bleak Cabal cannot be of lawful alignment. (A lawful alignment implies that the character is able to find meaning in the multiverse and thus would not be a good candidate for membership in the Cabal.)
- **Skills:** One of the primary functions served by the Bleak Cabal is to be caretakers to Sigil's mentally unstable. As a result, the following skills become class skills – Listen, Sense Motive, Use Rope. Because all Bleakers have a reputation for being completely insane, it's very hard to tell when one is telling the truth or just spouting gibberish. As a result, all members of the Bleak Cabal have a +2 competence bonus to all Bluff and Innuendo checks.
- **Fragile Sanity (Ex):** Due to the faction's belief in the utter meaninglessness of it all, a Bleaker's grip on his sanity is not as strong as everyone else's. While most beings rationalize and deal with stress and shocking events, members of the Bleak Cabal simply endure and let things happen as they may. This attitude eventually eats away the factioneers' sanity. Every member of the Bleak Cabal has a Sanity score. This score has a starting value equal to the character's Wisdom times 5, with a maximum value of 99. (EXAMPLE: Meleth becomes a factotum in the Bleak Cabal. He has a Wisdom score of 11 and thus gains a starting Sanity score of 55.) This is a starting value, not the character's maximum value. A Bleaker gains 1d6 Sanity points every time he gains a level; again to a maximum of 99. Every day, a Bleaker must make a Sanity check. This is done using percentile dice; the Bleaker must roll equal to or less than his Sanity score. Should the character fail this check, he loses one Sanity point and becomes temporarily insane. (Lasts for 1d10 hours; exact form of insanity left up to the DM.) Should the character ever reach a Sanity of 0, he goes permanently insane. Apart from those received for gaining a character level, Sanity points

may only be regained through magical means or treatment in the asylum wings of the Gatehouse. While in the Gatehouse, the character still makes his daily Sanity check. A failure still results in temporary insanity and the loss of a Sanity point. However, regardless of the results of the Sanity check, he regains 1d4 Sanity points.

- **Mad Genius (Su):** Because all members of the Bleak Cabal are insane (to one degree or another), they tend not to view the world the same way as everyone else. As such, they can occasionally use this skewed viewpoint to their advantage. A Bleaker can embrace the madness of the multiverse and gain inspiration – at the cost of his mental health. A number of times per day equal to the character's Wisdom bonus (minimum of 1), a Bleaker can gain a 1d4 bonus to any one die roll, at the cost of half as many Sanity points (rounded up). (EXAMPLE: Meleth wishes to make sure he hits an enemy and uses his Mad Genius ability to gain a bonus to his attack roll. He rolls a 3, losing 2 Sanity points but gaining a +3 to hit on his next attack roll.)

Bleak Cabal Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Bleak Cabal. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Absorb Madness (Su):** [Prerequisites – Base WILL save +4, Bleaker Template] Due their expertise in the area of insanity, some members of the Bleak Cabal are willing to cure it in others. They are able to absorb any form of artificially induced madness in another person and inflict it on themselves. Of course, since most Bleakers are already mad, this extra insanity is quickly dealt with and purged.

Bleaker Prestige Class: The Insane Savant

For most members of the Bleak Cabal, madness is merely a side effect of understand that there is no meaning or purpose to anything. But for a dedicated few, that madness becomes the goal of understanding. By embracing the madness, working with it, these Bleakers seek to unlock their inner potential.

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

- **Skills:**
- **Feats:**
- **Special:** Must be a member of the Bleak Cabal (i.e. possess the Bleaker template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

The following skills are considered class skills for an Insane Savant:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the Insane Savant prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** ???
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of

controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming an Insane Savant, he must decide to which class he adds the new level for purposes of determining spells per day.

The Doomguard

*"Entropy is ecstasy; decay is divine.
The multiverse is supposed to fall apart. We're just here to keep leatherheads from interfering."*

Nicknames – The Sinkers, The Destroyers

Ever hear of entropy, berk? Take a look around: Everything's going down the tubes, falling apart, stopping. People die, rocks erode, stars fade, planes melt away. That's entropy, the fate of the multiverse. A lot of folks think that's a terrible thing, but not the Doomguard. They're pretty sure that nothing lasts forever. It's the way things are supposed to be, they guess - the goal of everything.

Now, the sods who try to fix things - stop the decay and put everything back together - they've got it all wrong. They're fighting the natural goal of the multiverse, trying to do something unnatural. That ain't right.

Don't get this faction wrong. It's not like somebody builds a house and they tear it down. That building's part of the whole decay: The stonecutter chips the rock, the logger cuts the tree, and later the termites chew the beams until the whole case comes down on its own. There's a long view to this. The sod who can't see the grand scheme'll go barmy trying to tear down everything that gets built.

The Doomguard Template

This template describes the abilities common to all members of the Doomguard. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** To gain this template, a character must successfully join the Doomguard faction. This is done by completing a three-part ritual. The first part is to break a personal weapon against the walls of the Armory. The second is to go to a highly populated section of Sigil and scatter at least 500 cages (gold pieces) on the ground to cause a bit of chaos, and possibly a small riot. The final portion of the ritual is the most dangerous. The prospective Doomguard must prevent the Dabus from trimming the razorvine on one building for an entire day. Upon successful completion of all three steps, the applicant will be accepted into the faction's ranks and thus be able to gain the template.
- **Skills:** The following skills become class skills for the Doomguard character – Disable Device (Int), Knowledge (Architecture/Engineering) (Int), Locate Weakness (Int) (new skill, see below)
- **Martial Weapon Proficiency:** Upon becoming a member of the faction, the new Doomguard may become proficient in the martial weapon of his choice. If the character is already proficient in all martial weapons, he instead gains the Weapon Focus feat with the martial weapon of his choice.
- **Healing Resistance (Ex):** Due to the Doomguard's belief in the ultimate triumph of Entropy, members of the faction are more reluctant to take actions the result in the reduction of Entropy in the multiverse. As a result, factioneers have difficulty being healed by magical means. Doomguard members gain a spell resistance of (10 + Character Level + Wisdom modifier) that applies only to healing magics. Caster must overcome this resistance to affect the factioneer.
- **Sift (Su):** Because members of the faction are dedicated to furthering the cause of Entropy, they are trained to study and identify it in all of its forms. As a result, factioneers are able to examine the physical remains of a creature or object, and determine its cause of death or destruction. With a more detailed examination, they even able to perceive the psychic impressions left behind by the target's demise and actually witness the destruction as if the Doomguard was present.
 - 1st Round – Creature type (humanoid, giant, construct, etc.); or what object was (table, sword, etc.)
 - 2nd Round – Gender and age of creature; or cosmetic details of object before destruction (paint color, materials used, etc.)
 - 3rd Round – Gain mental vision of object or creature before destruction. Vision is brief and somewhat hazy. Can recognize familiar object, or gain enough of a mental image to describe features, but cannot read a note or distinguish between features of two twin creatures. Vision reveals actual form of creature/object before destruction – thus something cloaked in illusion would be seen as it truly was, but a shapechanger would be seen in whatever form it had before its death.

4th Round – Learn how long the creature or object has been dead/destroyed.

5th Round – Learn how the creature or object was killed or destroyed. Do not learn who caused the event, only how. (I.E. a person was forcibly drowned, but not who held him under)

Doomguard Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Doomguard. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Skill – Locate Weakness (INT, Untrained skill but restricted to faction members):** Members of the Doomguard spend time studying the affects of Entropy upon everything. Some members use their knowledge to hurry things along. This skill allows a factioneer to, upon a successful check, ignore the target object's hardness rating and thus inflict more damage.

<u>Material</u>	<u>DC</u>
Organic (Wood)	10
Normal Metal (Steel, Bronze)	15
Exceptional Metal (Mithril)	20
Planar Metal (Baatorian Green Steel)	25

- **Feat - Weapon Specialization (Ex):** [Prerequisites: Member of the Doomguard, 4+ character levels, proficient in designated weapon] The Doomguard faction as a whole is a militant organization, closely resembling a standing army rather than a "thought guild". As such, any factioneer is allowed to specialize in a single weapon, similar to members of the Fighter class (page 37 of the 3E *Player's Handbook*). The benefit of this feat is to cause 2 extra points of damage with the chosen weapon.
- **Feat – Entropic Blow (Su):** [Prerequisites: Member of the Doomguard, Base Attack Bonus +1] This ability is the one best known, and most feared, outside of the faction. When using this ability, a Doomguard is able to tap into the multiversal pool of Entropy and inflict grievous damage upon an opponent. Use of the ability is declared before attack is made and can only be used once per day. (A missed attack will use up the daily attempt.) Add CHR bonus to the attack roll; a successful hit inflicts +1 point of extra damage per character level.
- **Feat - Destructive Expertise (Ex):** [Prerequisites: Member of the Doomguard, 1 rank in Disable Device, 1 rank in Knowledge (architecture/engineering)] +10 insight bonus to Disable Device and Knowledge (architecture/engineering) checks when taking apart items; can always take 10 on any such checks, in any situation.
- **Feat – Demolition (Ex):** [Prerequisites: Member of the Doomguard, Profession (siege engineer), Power Attack, Str 13+] If the Doomguard takes a full-round action that provokes an attack of opportunity to strike an immobile, inanimate object, the strike is a critical hit. The factioneer can only do this against an immobile object, thus is it not possible to score a critical hit against an object held or worn by another character. With this feat, it is also possible to score critical hits or do a coup-de-grace against constructs. These attacks are resolved in the normal fashion except that constructs automatically make their FORT saves against death when subjected to the coup-de-grace option of this feat.

Doomguard Prestige Class: The Entropic Champion

The Entropic Champion represents a Doomguard's ultimate dedication to the cause. Through intense training and devotion, the Entropic Champion becomes one with Entropy and is able to shape it to his will. All champions are given a specific goal to pursue, which they will accomplish or perish in the attempt.

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

- **Base Attack Bonus:** +5 or greater
- **Skills:** Disable Device 3+, Craft (any related to the creation/destruction of objects) 3+
- **Feats:** Entropic Blow
- **Special:** Obviously, the character must be a member of the Doomguard faction (i.e. posses the Doomguard template). The character must have personally and successfully furthered the cause of Entropy in a manner to impress the faction high-ups (i.e. DM's discretion). Finally, even if chosen to become a member of the prestige class, the character must survive the ritual that turns the character into an Entropic Champion (Fortitude save, DC 10). Failure to survive the ritual does not result in the death of the character (unless the DM wishes), but

rather the permanent loss of 2 hit points and prevents the character from ever becoming a member of this prestige class.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+1	+1	+0	+0	Enhanced Entropic Blow, Entropic Brand +1d6	
2	+2	+1	+1	+0	Target Bonus +1	
3	+3/+1	+2	+1	+0	One additional Entropic Blow per day	+1 level of existing class
4	+4/+1	+2	+2	+1	Target Bonus +2	
5	+5/+2	+3	+2	+1	Entropic Brand +2d6	
6	+6/+3	+3	+3	+1	Target Bonus +3	+1 level of existing class
7	+7/+4	+4	+3	+2	One additional Entropic Blow per day (cumulative with previous)	
8	+8/+4	+4	+4	+2	Target Bonus +4	
9	+9/+5	+5	+4	+2	Entropic Brand +3d6	+1 level of existing class
10	+10/+6/+1	+5	+5	+3	Target Bonus +5	

The following skills are considered class skills for an Entropic Champion.

- Alchemy (Int), Climb (Str), Craft (Int), Disable Device (Int), Forgery (Int), Gather Information (Cha), Intimidate (Cha), Jump (Str), Knowledge (architecture and engineering) (Int), Locate Weakness (Int), Profession (Wis), Ride (Dex), Search (Int)
- **Skill Points at Each Level:** 2 + Intelligence Bonus

All of the following are features of the Entropic Champion prestige class.

- **Hit Die:** d8
- **Weapon and Armor Proficiency:** As the elite troops of a militant faction, the Entropic Champion is expected to go into combat at some point in every mission. As a result, members of this prestige class receiving training equal to any soldier. Entropic Champions are proficient with Light Armor, Medium Armor, Heavy Armor, and Shields. They are also proficient in all Simple and Martial Weapons.
- **Spells per Day:** If the Doombard is a member of a spellcasting class, at the indicated levels the Entropic Champion gains additional spells per day as if he had also gained a level in his spellcasting class. (If the character has more than one spellcasting class, he must decide which class gains the benefit.) This additional level only counts towards spells per day and caster level and not any other spellcasting class abilities.
- **Enhanced Entropic Blow:** As part of the character's increased dedication to the cause of Entropy, the Entropic Champion has the option to inflict more damage with an Entropic Blow at the expense of his own health. The maximum extra damage that can be inflicted is increased to twice the character's level, but any damage above the character's level is also applied to the character. **EXAMPLE:** A Fighter 5/Entropic Champion 1 is a 6th level character. The character can cause 6 extra points of damage with an Entropic Blow with no danger to himself. However, if he chooses to inflict maximum damage (12 points), the extra 6 points of damage is also applied to the character.
- **Entropic Brand:** Part of the rituals involved in becoming an Entropic Champion involves sacrificing a portion of the character's skin and life essence so that he is bonded with both his primary weapon and the forces of Entropy. The chosen weapon becomes a +2 *Entropic Brand*, which deals extra energy (negative quasi-elemental) damage. The damage done by this energy starts at 1d6 and increases as the character gains levels. This energy is one of the following forms (chosen at time of creation): Vacuum, Salt, Dust, or Ash. Along with the additional energy damage, an Entropic Weapon has additional powers, depending on the chosen form: Vacuum – Energy Resistance (Air/Electricity, 15), *Ray of Enfeeblement* 3x/day; Salt – Energy Resistance (Water/Cold, 15), *Control Water* 3x/day (Lower Water only, as 12th level cleric); Dust – Energy Resistance (Earth, 15), *Disintegrate* 1x/day; Ash – Energy Resistance (Fire, 15), *Chilling Touch* 3x/day.

- **Target Bonus:** Each Entropic Champion is always assigned to accomplish a goal that will significantly advance the Doomguard's agenda. The character is able to focus his mind upon the target of his current mission and become more effective in pursuit of that goal. The target is declared at the start of the mission, and cannot be changed. When dealing with the target, the bonus applies. If the target is a singular being or object (the Arch-cleric of Veluna), the full bonus can be used. If the target is a small group (the clergy in the Veluna temple), only half of the bonus can be used. (Note: a "small" group is limited to a number of beings equal to the character's class level.) Finally, if the target is a large group (all worshipers of Pelor), only one-third of the bonus applies. This bonus can be applied to all Bluff, Sense Motive, Search, and Spot checks as well as all attack rolls.
- **Entropic Blow:** Due to the increased commitment to the forces of Entropy, an Entropic Champion is able to tap into those forces more often. At higher levels, the character gains additional uses per day of this feat.

The Dustmen

"We're all dead – some more so than others.

We explore our state with patience, purge our passion, and ascend towards the purity of True Death."

Nickname – The Dead, The Dusters

These guys say Life's a joke, a great trick. Nobody's alive; in fact, there's no such thing as Life. Sure, the petitioners are dead compared to the rest of us, but everybody else is dead too - they just don't know it yet. So what's the chant? Simple: "All these worlds and all these universes are just shadows of another existence." This multiverse - this is where beings wind up after they die.

Look, if things were truly alive, would there be such pain and misery in the multiverse? 'Course not! Life is supposed to be about celebration and positive feelings. Existence here is muted, dull, full of pain, and twisted with sorrow. What kind of celebration is that? This existence is a mockery of true life.

The berk who gets restless and rushes things dies a fool, and he'll probably be forced to go through the whole thing all over again - that's a real waste of time! Here's the chant: Respect Death, and don't ever treat it like a servant.

The Dustmen Template

This template describes the abilities common to all members of the Dustmen. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** Joining the ranks of the Dead is relatively simple – a sod's simply got to promise to serve the faction and state their knowledge and belief in having left Life behind. However, to be more than just a namer, the Dustman has also got to leave behind his emotions and passions as well.
- **Restrictions:** Anyone can join the ranks of the Dead, but clerics do face some restrictions. Clerics can't become members of the Dustmen unless the god/force/philosophy they worship somehow relates to death.
- **Clerics and the Undead:** Regardless of the character's true alignment, once a cleric joins the Dustmen he is considered to be of evil alignment with respect to his turn undead ability (thus, the cleric now has the "rebuke undead" ability instead).
- **Skills:** The following skills become class skills for members of the Dustmen – Knowledge (Causes of Death), Knowledge (Death Rites/Rituals), Profession (Undertaker). All members of the faction gain a +2 competence bonus to checks involving these skills, and these skills can be used as Untrained skills.
- **Yearning for Death (Ex):** All members of the Dustmen are trying to achieve the True Death. Part of this process is leaving behind one's passions and emotions. As a result of this striving, all factioneers receive a +2 bonus to all saves vs. emotion-affecting spells.
- **The Dead Truce (Ex):** The faction has a very deep understanding of and relationship with the forces of death. As a result, all members of the faction benefit from the something known as the Dead Truce. In a nutshell, as long as the Dustman doesn't harm the undead, the undead won't harm him. One should note that this isn't restricted to just physical harm. This means that a Dead can't just walk through a horde of zombies to steal an item they are protecting. Such an abuse breaks the Dead Truce and the Dustmen'll be treated the same as any other basher.
- **Death Sight (Su):** Due to the faction's obsession with death and dying, all members of the Dustmen are under the permanent effects of the divine spell *deathwatch*. (Caster level is equal to character level.)

Dustmen Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Dustmen. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Extra Turning:** [Prerequisites: Member of the Dustmen] This feat is the same as that listed in the PHB (allows 4 extra uses of the ability per day). However, even non-clerics can take this feat and

thus gain the ability to turn (rebuke) undead. (EXAMPLE: A fighter takes this feat and is now able to rebuke undead 4 times per day.)

Dustmen Prestige Class: The Pale Master [modified from "Tome and Blood"]

The goal of most members of this faction is to achieve the True Death – a complete removal from all forms of this existence. However, some Dustmen get lost along the way. They end up studying Death so much that they become overly fascinated with it; longing to understand and control it rather than unite with it. The result of this misplaced dedication is the pale master.

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

- **Alignment:** Any nongood
- **Skills:** Knowledge (Causes of Death) 4 ranks, Knowledge (Death Rites/Rituals) 4 ranks
- **Feats:** Skill Focus (Knowledge [Causes of Death] or Knowledge [Death Rites/Rituals])
- **Spells:** Ability to cast arcane spells of 3rd level or higher
- **Special:** In addition to being a member of the Dustmen faction (i.e. possess the Dustman template), the character wishing to become a pale master must have spent a week locked in a tomb with animate undead. If the undead is free-willed and intelligent, so much the better as the potential pale master is able to discuss the nature of death and undeath with them.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+0	+2	+0	+2	Bonemail +2	+1 level of existing class
2	+1	+3	+0	+3	Animate Dead	
3	+1	+3	+1	+3	Darkvision	+1 level of existing class
4	+2	+4	+1	+4	Summon undead, Bonemail +4	
5	+2	+4	+1	+4	Deathless vigor	+1 level of existing class
6	+3	+5	+2	+5	Undead graft	
7	+3	+5	+2	+5	Tough as bone	+1 level of existing class
8	+4	+6	+2	+6	Graft upgrade, Bonemail +6	
9	+4	+6	+3	+6	Summon greater undead	+1 level of existing class
10	+5	+7	+3	+7	Deathless mastery	

The following are class skills for a pale master:

- Alchemy (Int), Concentration (Con), Craft (Int), Diplomacy (Cha), Hide (Dex), Knowledge (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Scry (Int, exclusive skill), and Spellcraft (Int)
- **Skill points per level:** 2 + INT modifier

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

- **Hit Die:** d6
- **Weapon and Armor Proficiency:** A pale master gains no additional proficiency in any weapon or armor.
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a pale master, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Bonemail:** The pale master has an instinctive feel for bone and can craft necromantic armor composed of interlocking bones. His appreciation for all things dead allows him to wear the bonemail like a second skin – that is, natural armor, which does not interfere with arcane spellcasting. Only pale masters gain any benefit to Armor Class from wearing bonemail. At 1st level, the bonemail grants a +2 natural armor bonus to its wearer. At 4th level, the pale master’s mastery over this unusual medium allows him to move more naturally within the armor, granting him a +4 natural armor bonus. Finally, at 8th level, the pale master becomes a true bone artisan, receiving a +6 natural armor bonus from his bonemail. These increased bonuses are the result of greater

expertise in wearing the armor, so bonemail created by a higher-level pale master confers only the natural armor bonus appropriate to the wearer's level.

- **Animate Dead (Sp):** At 2nd level, the pale master begins to exercise control over the undead. Once per day as spell-like ability, he can use *animate dead* without need of a material component. Levels of this prestige class count as caster levels for this purpose. All other level restrictions of *animate dead* still apply. For example, a 6th level sorcerer/2nd level pale master can only animate up to 8 HD of undead with a single use of this ability. Likewise, he can only control up to 16 total HD of undead created using this ability at one time.
- **Darkvision (Ex):** At 3rd level, the dark begins to lose its mysteries to the pale master, who gains darkvision with a 60-foot range. This is an extraordinary ability. If he already has darkvision, its range increases by 60 feet.
- **Summon Undead (Sp):** On reaching 4th level, the pale master can summon two undead creatures twice per day as a supernatural ability. This is a standard action that does not provoke an attack of opportunity. The undead appear at the beginning of the pale master's next action, at a point he designates (and can see) within 60 feet and they act immediately. The pale master may verbally direct the undead to attack, not attack, attack particular enemies, or perform other actions. Summoned undead remain for 1 round per caster level, after which time they disappear (sooner if destroyed in combat). Summoned undead do not count against the pale master's HD total for controlling undead with his animated dead ability (see above). The pale master's caster level determines the type of undead he can summon, as noted below. Levels of this prestige class count as caster levels for this purpose. If desired, he can summon three less powerful undead in place of the highest-level undead available (for example, instead of two wights, he could summon three ghouls, shadows, or ghosts). All summoned undead have +4 turn resistance, in addition to any turn resistance they already possess, for the duration of their stay.

Caster Level	Undead Summoned
5 th	Ghoul
6 th	Shadow
7 th	Ghast
8 th	Wight
9 th	Wraith

- **Deathless Vigor:** At 5th level, the pale master's body becomes more akin to the undying flesh of those creatures he associates with. The character gains +3 hit points as though from the Toughness feat.
- **Undead Graft:** At 6th level, the pale master gives in to necrophagic urges too terrible to verbalize. He cuts off one of his arms and replaces it entirely with an undead prosthetic, which may be completely skeletal or preserved flesh stitched in place like that of a flesh golem. Regardless of its composition, the limb grants a +4 inherent modifier to the character's Strength. Additionally, the undead graft allows him to use up to two of the following touch attacks per day. These are supernatural abilities, and he can use the some one twice in one day. A touch attack that misses does not count against the daily limit.
 - **Paralyzing Touch (Su):** A living foe hit by the pale master's touch attack must succeed at a Fortitude save (DC 14) or be paralyzed for 1d6+2 minutes (elves are immune).
 - **Weakening Touch (Su):** A living foe hit by the pale master's touch attack takes 1d6 points of temporary Strength damage. A creature reduced to 0 Strength dies.
 - **Degenerative Touch (Su):** A living foe hit by the pale master's touch attack receives one negative level. The Fortitude save to remove the negative level has a DC of 14.
 - **Destructive Touch (Su):** A living foe hit by the pale master's touch attack must succeed at a Fortitude save (DC 14) or take 1d6 points permanent Constitution drain.
 - **Commanding Touch (Su):** If the pale master makes a successful touch attack against an undead for with HD equal to or less than his caster level, it comes under his command for a number of rounds equal to his caster level. When the duration expires, the undead creature returns to its former allegiance, if any. The newly controlled undead can still be turned.
- **Tough as Bone (Ex):** On reaching 7th level, the pale master takes on yet more qualities of an undead being. He gains immunity to stunning and is unaffected by subdual damage.
- **Graft Upgrade:** At 8th level, the pale master becomes more skilled in the use of his undead graft (see above). All touch attacks using the graft receive a +2 competence modifier on the attack roll. Additionally, the pale master can use its supernatural abilities three times per day.
- **Summon Greater Undead (Su):** At 9th level, the pale master may summon one powerful undead creature undead once per day as a supernatural ability. The pale master's caster level determines the type of creatures he

can summon, as noted below. If desired, he can summon two less powerful undead in place of the highest-level undead available (for example, instead of one vampire, he could summon two mummies or spectres). All summoned undead have +4 turn resistance, in addition to any turn resistance they already possess, for the duration of their stay. This ability is otherwise identical to the summon undead ability (see above).

Caster Level	Undead Summoned
9 th	Mummy
10 th	Spectre
11 th	Vampire*
12 th	Ghost**
* Summoned vampires have a CR equal to 1 less than the pale master's effective caster level.	
** Summoned ghosts have the following ghostly abilities in addition to manifestation: malevolence, horrific appearance, and corrupting gaze.	

- Deathless Mastery:** On reaching 10th level, the pale master is now a scion of the deathless arts. His body becomes partly mummified, and he is no longer subject to critical hits. Moreover, he gains access to the pale master touch using his undead graft (see below) and can call on the powers granted by the prosthetic four times per day. The pale master is now served constantly by an undead vassal with total HD no greater than his caster level (including levels of this prestige class). He chooses an undead type from those he can personally animate or summon, and it obeys his every command. The vassal gains +4 turn resistance (which stacks with any turn resistance it already possesses but not with the +4 turn resistance of summoned undead). The vassal's HD do not count against the pale master's HD total for controlling undead (see above).
- Deathless Master Touch (Su):** A living foe of size Large or smaller hit by the pale master's touch attack must succeed at a Fortitude save (DC 17) or die. A slain creature automatically animates 1 round later as though with the pale master's animate dead ability (see above) and is under his control. Undead created using this ability do count against the pale master's HD total for controlling undead.

The Fated

*"The multiverse belongs to those who seize it. No one's to blame for a poor sod's fate but the sorry sod himself."
[Make a living on what you can take.]*

Nickname – The Heartless, The Takers

This faction says the universe belongs to those who can hold it. Each sod makes his own fate, and there's no one else to blame for it. Those who whine about their luck are just weaklings; if they were meant to succeed, they could have. Here's the way the multiverse works, according to the Takers: Everybody's got the potential to be great, but that don't mean it's going to happen. Those that work hard get what they deserve.

There's no point feeling sorry for the berks who didn't make good - it was their own fault for being weak. Some soft-hearted folks call this a cruel philosophy. Well, that's just an excuse for weakness. Sure, there's compassion, but a body's still got to earn it.

Most folks think there's nothing to the Fated but taking, but the Takers'll tell a berk there's a lot more than that. There's lots of things a being has to earn - respect, for instance. That's something the Fated believe can't be taken by force.

The Fated Template

This template describes the abilities common to all members of the Fated. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** To join the Fated, one must pass a fairly rigorous series of tests. The first set of tests resembles university entrance exams, designed to measure a berk's intelligence. If he passes, he goes on to the physical tests – after all, a Taker's got to have the muscle to go out and grab his due. If the recruit passes both the mental and physical exams, the faction arranges a final test to see if the basher's really Taker material. At some point in the near future, the recruit stumbles into a situation where he has a chance to make off with a special prize: a bag of jink, a magical item, etc. However, the trap's set up such that the recruit realizes he doesn't have to do a thing to claim the prize – it's just there for the asking. If the recruit takes the bait, he's denied entrance into the faction. Members of the Fated claim only what they've rightfully earned; they don't give or take anything for free.
- **Restrictions:** Members of the Fated cannot be of Lawful Good alignment – they're too altruistic to belong to any group that essentially advocates survival of the fittest.
- **Skills:** As befits their philosophy, members of the Fated are used to doing things themselves. As a result all non-exclusive skills are considered class skills, while exclusive skills are considered cross-class skills. Additionally, all members of the Fated gain 1 rank in Knowledge (the Planes).
- **Hard Bargainer:** Due to constantly looking out for one's self, members of the Fated are always on the lookout for a good deal. They gain a +2 to Appraise checks, and a +2 to Bluff checks when the skill is used to haggle with a merchant.
- **Self Reliance:** As part of the faction's overriding philosophy of doing for yourself, members of the Fated may never give nor receive charity in any form – they have earned everything they get and feel that others should do the same. (Very rarely do they accept gifts for much the same reasons.)
- **Larger than Life (Su):** Once per day, the Taker can grow in size and power, assuming an aspect that represents his self-importance. This ability works exactly like a *righteous might* spell cast by a cleric of a level equal to the Taker's character level. (Use of the ability is a standard action.)

Fated Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Fated. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Jack of all Trades:** [Prerequisites: Member of the Fated, 5+ Character levels] You can use any skill untrained, even those that normally require training and those that are exclusive to classes you don't have.

Fated Prestige Class: The Fatespinner [modified from "Tome and Blood"]

Some people are lucky. Others, less so. And a few make their own luck. A fatespinner (also called a “mage of many fates”) has pulled back the curtain of chance, circumstance, and chaos to glimpse a deeper truth: probability. When one event occurs, innumerable possible ones do not, as the universe blindly seeks balance. Through his newfound understanding, the fatespinner satisfies that unthinking drive – with prejudice. He can increase the probability of events in his favor, at the expense of a greater probability of undesirable events. A fatespinner is all about applying some control over the seeming vagaries of chance – fortune for himself, misfortune for his foes.

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

- **Skills:** Knowledge (Arcana) 8 ranks, Knowledge (the Planes) 8 ranks
- **Spells:** Ability to cast arcane spells of 3rd level or higher
- **Special:** The character must be a member of the Fated faction (i.e. posses the Fated template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+0	+0	+0	+2	Spin fate	
2	+1	+0	+0	+3	Resist fate	+1 level of existing class
3	+1	+1	+1	+3	Fickle finger of fate	
4	+2	+1	+1	+4	As fate would have it	+1 level of existing class
5	+2	+1	+1	+4	Spin destiny	
6	+3	+2	+2	+5	Deny fate	+1 level of existing class
7	+3	+2	+2	+5	Luck to the wind	+1 level of existing class
8	+4	+2	+2	+6	As fate would have it	+1 level of existing class
9	+4	+3	+3	+6	Seal fate	
10	+5	+3	+3	+7	Favored one	+1 level of existing class

The following are class skills for a fatespinner:

- Appraise (Int), Concentration (Con), Craft (Int), Gather Information (Chr), Intuit Direction (Wis), Knowledge (Int), Profession (Wis), Scry (Int), Search (Int), Spellcraft (Int)
- **Skill points per level:** 2 + INT modifier

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

- **Hit Die:** d4
- **Weapon and Armor Proficiency:** A fatespinner gains no additional proficiency in any weapon or armor.
- **Spell per Day:** At every second level gained in the fatespinner prestige class, as well as at 7th level, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a fatespinner, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Spin Fate (Ex):** The mage of many fates understands that “chance” is less random than many believe, and he can adjust the probability of certain events. This is an extraordinary ability.

When a fatespinner casts a spell that allows a saving throw, he can choose to subtract 2 from the spell’s save DC (making it easier for the target to resist) – neither more nor less. He stores the 2 points as a sort of spell karma called “spin”. Each time he so adjusts a spell, he accumulates another 2 points of spin. At any one time, the fatespinner can store a maximum spin value equal to his caster level (the total of all spellcasting class levels, including this prestige class). For example, a 5th level wizard/1st level fatespinner can store up to 6 points of spin at any one time.

The fatespinner can use accumulated spin to boost the save DC of other spells he casts, adding up to 3 points of spin to any one spell. Thus, the above 5th level wizard/1st level fatespinner can increase the WILL save DC of a *charm person* spell he casts by up to +3. If he spends all 3 points, his spin “balance” drops to 3.

Sometimes more points are subtracted from save DCs than can be accumulated as spin. In this case, the excess is lost. If the above spellcaster were to reduce the save DCs of two spells before using his spin again, he would accumulate 4 points of spin. Since his maximum is 6 not 7, the extra point is lost.

Note: You can't cheat fate. A fatespinner accumulates no spin from casting spells on targets that voluntarily fail their saving throws. Nor can he accumulate spin by reducing the save DC of a benign spell cast on a friend or a meaningless inanimate object. Only where the outcome of the spell is important to the fatespinner's own fate can he use this ability.

- **Resist Fate (Ex):** At 2nd level, the fatespinner develops extraordinary good luck. Once per day, he may reroll one roll that he has just made. He must take the result of the reroll, even if it's worse than the original roll. If the fatespinner has levels of cleric with the Luck domain, this benefit stacks with that domain's granted power.
- **Fickle Finger of Fate (Ex):** On reaching 3rd level, the fatespinner gains the extraordinary ability to affect the luck of others. Once per day, he may reroll one roll that another creature – friend or enemy – has just made. That creature must take the reroll, even if it's worse than the original roll.

Fickle finger of fate takes place outside the normal initiative order, but the fatespinner still can't use it if he is caught flat-footed. He must be able to see the recipient to use this ability.

Note: The fatespinner must decide whether to reroll before the results of the roll in question are applied; otherwise he must wait for another opportunity. He is not automatically privy to the rolls of others, especially enemies, but it is usually easy to tell when a creature makes a saving throw or hits a target. The fatespinner player should notify the DM prior to a foe's roll, stating his intention to use the ability immediately if the outcome appears undesirable.

- **As Fate Would Have It:** At 4th and 8th level, fate conspires with circumstance to bring about a useful, if rather mundane, result. The fatespinner learns a bonus metamagic feat.
- **Spin Destiny (Ex):** Beginning at 5th level, the fatespinner more clearly apprehends the matrix of reality and can use accumulated spin to adjust other "random" events. The method is identical to increasing a spell's save DC, but the fatespinner can now add spin to boost any skill check, attack roll, or saving throw. However, he can't subtract points from these checks to accumulate spin. In addition, he can apply a number of points of spin up to his caster level (which is still the maximum spin he can store) to skill checks, attack rolls, or saving throws. For example, a 5th level wizard/5th level fatespinner could apply up to 10 points of spin to a desired check, assuming he had enough stored.
- **Deny Fate (Ex):** At 6th level, the fatespinner can use his Resist Fate ability twice per day.
- **Luck to the Wind (Ex):** On reaching 7th level, the mage of many fates can appease chance by "throwing luck to the wind". This is an extraordinary ability. He chooses whether or not to use this power each time he casts a spell that allows for a saving throw. The save DC for a spell so adjusted is 1d20 + spell level + caster's CHR or INT modifier (whichever is greater). The fatespinner rolls the d20 when he casts the spell. He can also enhance the spell by adding up to 3 points of spin to the spell's save DC, or accumulate spin by deducting 2 points from it, but not both. This cannot be further adjusted by other abilities such as spin destiny.
- **Seal Fate (Sp):** At 9th level, the fatespinner can meddle in matters literally of life and death. Once per day, he can attempt to seal the fate of one other creature as a spell-like ability. As a standard action, the fatespinner selects a size Large or smaller target creature he can see within 100 feet and speaks the words, "Your fate is sealed." The target must make a successful FORT save (DC 20) or die. Even if the save is successful (or if the target is Huge or larger), it instead takes 3d6+13 points of damage. The fatespinner may add spin to increase the FORT save DC, the amount of damage dealt, or both, as desired.
- **Favored One:** On attaining 10th level, the fatespinner is favored by chance, rising above the common animal caught in the web of reality it can't see or appreciate. His type changes to "outsider", which means (among other things) that he is no longer affected by spells that specifically target humanoids, such as *charm person*, but he can be hedged out by a *magic circle* spell against his alignment. The Favored One can store a maximum value of spin equal to twice his caster level.

The Fraternity of Order

"Everything has laws; most are dark. Learn the laws of the multiverse and you can rule it."

Nicknames – The Guvners

These folks are sure that everything's got laws. Mankind's got laws. Sigil's got laws. Even the Lower Planes got their laws. Now, once a body's got the laws down, he does pretty well, right? He knows how to use them to his advantage, and how to break them without getting caught.

If everything's got laws, then there are laws for the whole birdcage - the planes and all that. And if everything's got laws, then those laws can be learned. See where this is going? Learn the laws of the planes and learn how to break 'em, how to use 'em to best advantage. Get to be a real blood, a pro, and a basher'd have real power.

So let all the other berks run around, looking for the meaning of the multiverse. It doesn't matter what it all means, because that won't tell a body how it all works. Knowing the operation of things - that's what's important. Who cares what it means when a blood can make it do what he wants?

The Guvner Template

This template describes the abilities common to all members of the Fraternity of Order. By itself, it represents someone of factotum status. It can be applied to any being that joins the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** To become a member of the Fraternity of Order, a sod's got to pass a small series of tests designed to determine the potential namer's knowledge of laws and the multiverse in general. If passed, the basher's made a member of the faction.
- **Restrictions:** In order to become a member of the Guvners, the character must be of Lawful alignment.
- **Skills:** Due to their obsession with learning the laws of the multiverse, members of the faction are extremely well-read. Decipher Script and all Knowledge skills are class skills for Guvners, and factioneers may use any Knowledge skill untrained. Additionally, Guvners gain a +2 bonus to all research-related activities conducted in a library or laboratory. Finally, all members of the faction gain 1 rank in Knowledge (Politics).
- **Chaos Bane (Sp):** Once per day, members of the Fraternity of Order may cast the *Protection from Chaos* spell.
- **Respect for the Law:** Due their devotion to rules and patterns, no member of the Fraternity of Order will knowingly break a law. It is permissible to look for and exploit loopholes in a law, but this activity is usually restricted to members of evil alignment.

Guvner Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Fraternity of Order. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat (Item Creation) – Craft Loophole:** [Prerequisites: Member of the Fraternity of Order] By careful research of the laws of the multiverse, a Guvner is able to discover (or create) a loophole that allows him to gain an unusual, and usually unique, (supernatural) ability. The overall process is similar to researching an original spell. It requires an expenditure of 1000 gp per week and takes one week per level of the loophole. (Note: the level of the loophole being created must be equal or less than the character's level.) At the end of the time, the character rolls a skill check (either Spellcraft or other appropriate skill) versus a DC 10 + loophole level. If successful, the character has discovered the loophole and can now use the ability. However, the loophole doesn't last forever. For each use after the first, there is a 10% cumulative chance that the laws of the multiverse notice and close the loophole. Finally, a Guvner may only have a number of active loopholes equal to his Intelligence modifier.

Guvner Prestige Class: The Loremaster [modified from the DMG]

Loremasters are spellcasting members of the Fraternity of Order who are firmly dedicated to learning and understanding all the secret laws of the multiverse. Through the course of their studies, they also learn about loopholes in those laws and use them to their advantage.

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

- **Skills:** Any two Knowledge skills, 10 ranks in each
- **Spells:** Ability to cast seven different divination spells, one of which must be 3rd level or higher
- **Feats:** Any two metamagic or item creation feats, plus Craft Loophole and Skill Focus (Knowledge [any])
- **Special:** The character must be a member of the Fraternity of Order (i.e. posses the Guvner template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+0	+0	+0	+2	Secret	+1 level of existing class
2	+1	+0	+0	+3	Lore	+1 level of existing class
3	+1	+1	+1	+3	Secret	+1 level of existing class
4	+2	+1	+1	+4	Bonus Language	+1 level of existing class
5	+2	+1	+1	+4	Secret	+1 level of existing class
6	+3	+2	+2	+5	Greater Lore	+1 level of existing class
7	+3	+2	+2	+5	Secret	+1 level of existing class
8	+4	+2	+2	+6	Bonus Language	+1 level of existing class
9	+4	+3	+3	+6	Secret	+1 level of existing class
10	+5	+3	+3	+7	True Lore	+1 level of existing class

The following are class skills for a loremaster:

- Alchemy (Int), Appraise (Int), Concentration (Con), Decipher Script (Int, exclusive skill), Gather Information (Cha), Handle Animals (Cha), Heal (Wis), Knowledge (all skills taken individually) (Int), Perform (Cha), Profession (Wis), Scry (Int), Speak Language, Spellcraft (Int), Use Magic Device (Cha, exclusive skill)
- **Skill points per level:** 4 + INT modifier

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

- **Hit Die:** d4
- **Weapon and Armor Proficiency:** A fatespinner gains no additional proficiency in any weapon or armor.
- **Spell per Day:** At every level gained in the loremaster prestige class the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a loremaster, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Secret (Ex):** In their studies, loremasters stumble upon all sorts of applicable knowledge and secrets. At 1st level, and every two levels afterward (3rd, 5th, 7th, and 9th levels), the loremaster chooses one secret from the table below. His class level plus Intelligence modifier determines which secrets the loremaster can choose. He cannot choose the same secret twice.

Level + INT modifier	Secret	Effect
1	Instant Mastery	4 ranks of a skill in which the character has no ranks
2	Secret Health	+3 hit points
3	Secrets of Inner Strength	+1 bonus to WILL saves
4	Lore of True Stamina	+1 bonus to FORT saves
5	Secret Knowledge of Avoidance	+1 bonus to REF saves
6	Weapon Trick	+1 bonus to attack rolls
7	Dodge Trick	+1 dodge bonus to AC
8	Applicable Knowledge	Any one feat
9	Newfound Arcana	1 bonus 1 st level spell*

10	More Newfound Arcana	1 bonus 2 nd level spell*
* As if gained through a high ability score		

- **Lore (Ex):** Loremasters gather knowledge. At 2nd level, they gain the ability to know legends or information regarding various topics, just like a bard can with bardic knowledge. The loremaster adds his level and his Intelligence modifier to the Knowledge check.
- **Bonus Languages:** Loremasters, in their laborious studies, learn new languages in order to access more knowledge. The loremaster can choose any new language at 4th and 8th level.
- **Greater Lore (Ex):** At 6th level, a loremaster gains the ability to *identify* magic items, as the spell, as an extraordinary ability. He may do this once per item examined.
- **True Lore (Ex):** At 10th level, once per day a loremaster can use her knowledge to gain the affects of a *legend lore* spell or an *analyze dweomer* spell.

The Free League

"This ain't no faction, and nobody tells us what to do. Keep your options open; nobody's got the key to the truth."

Nicknames – The Indeps

This ain't no faction and nobody tells them what to do. The idea that any berk knows the truth and everybody else's wrong - well, that's a chance a body shouldn't take. Who's right - the Guvners? The Mercykillers? The Chaosmen? Since when does a smart gambler play all his jink on a single throw?

Still, a body's got to belong to something if he wants to stay alive. The Free League's kind of an informal group of like-thinkers. They share news, pass around jobs, and watch each other's backs. Hey, in a place like the planes, a body can't be too careful.

Some figure Indeps to be cowards, afraid to play a stake on the truth, but Indeps see themselves as free thinkers, refusing to be shackled to some blind ideology. Truth is, there are some that don't want to make the choice, for fear of offending one power or another. Then again, there's plenty of folks seeking to make their own truth - maybe even start themselves a new faction.

The Indep Template

This template describes the abilities common to all members of the Free League. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** The key to becoming a member of the Free League is to be tolerant and open-minded. This is harder than it sounds. A true Indep has no preconceptions, attitudes or viewpoints that might cloud the matter of the truth. It's quite difficult to truly have no biases, no prejudices, no leanings one way or the other. If a character has the right attitude, all he has to do is prove it to a current member and he's in.
- **Restrictions:** Due to their non-judgmental viewpoints, all characters that want to become a member of the Free League must be partially neutral in alignment. Because the Free League is not officially considered a faction (both by the other factions and itself), Indeps don't have any special legal rights in Sigil.
- **Skills:** Gather Information, Profession (Merchant), and Sense Motive are class skills for all members of the Indeps. Additionally, members of the faction gain a +2 competence bonus to Gather Information and Sense Motive checks.
- **Stubborn (Ex):** The Indeps are fiercely determined to make up their own minds. As a result, members of this faction gain +2 to saving throws against spells and effects that affect the mind (primarily the Enchantment school of magic).
- **Merchant's Friend (Ex):** The Free League is known for keeping politics out of the Grand Bazaar of Sigil, ensuring that every merchant gets a fair chance to sell his wares. As a result, all Indeps receive a 20% discount from the merchants in the Grand Bazaar of Sigil.
- **Freedom of Thought (Sp):** All members of the Free League are firmly committed to the ideal of being able to decide things for themselves. They don't like to have ideas forced upon them or anyone else. Once per day, an Indep may attempt to counterspell the spell-like ability of any other faction. This attempt functions as if the factioneer had used a *dispel magic* spell as the counterspell. The Indep must roll 1d20 + 1 per character level (maximum of +10) against a DC of 11 + target's caster level to succeed.

Free League Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Free League. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat - Know Faction (Sp):** The Indeps know that everybody else has their own personal bias, and occasionally it's good to know what that bias is. As a result, every member of the faction can use this spell-like ability a number of times per day equal to 1 + Charisma bonus. This ability enables the

Indep to determine a being's faction affiliation just by looking at him. The ability has a range of 60 feet and lasts for 1 round per character level; the Indep can examine one being per round. This spell-like ability is considered to be "Harmless", but the subject of the power can make a saving throw if they wish. The target may make a WILL save versus a DC of (11 + the Indep's Charisma modifier). Note: members of the Revolutionary League receive a +4 bonus to this saving throw. On occasion, the ability reveals a creature's deep-rooted philosophical beliefs instead of its faction. For example, a priest who worships a power of death might be mistaken for a Dustman.

- **Feat – Mercantile Familiarity:** [Prerequisites: Member of the Free League] Spending a lot of time around merchants in the Grant Bazaar, the Indep picks some of the tricks of the trade. The Indep gains a +2 bonus to all Appraise checks and a +2 bonus to the skill checks of any one Craft or Profession skill (as chosen by the player).

Indep Prestige Class: The ???

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

- **Skills:**
- **Feats:**
- **Special:** Must be a member of the Free League (i.e. possess the Indep template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

The following skills are considered class skills for a ???:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the ??? prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** ???
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a ???, he must decide to which class he adds the new level for purposes of determining spells per day.

The Harmonium

"Peace is our goal. But if it takes a little war to get others to see things the Harmonium way, so be it. That's how we'll reach our golden harmony."

Nicknames – The Hardheads

The secret of the multiverse? That's simple, and every cutter in the Harmonium knows what it is: "The Harmonium is always right." Look, the goal of every enlightened being in the multiverse is to live in perfect harmony with all others. Look around: Peace or war - those are the only true states of the multiverse.

The Harmonium says there's only one way to have peace: their way. War or peace - squabble among each other or join the Harmonium - those are the only choices. The Harmonium believes that the ultimate goal of the multiverse is universal harmony, and it's ready to spread that belief to all those other sods out on the planes. If that takes thumping heads to spread the truth, well, the Harmonium's ready to thump heads.

Sure, there might not be peace right away, but every time the Harmonium gets rid of an enemy, the multiverse is that much closer to the universal harmony it was meant to have.

The Harmonium Template

This template describes the abilities common to all members of the Harmonium. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** A basher can join the Harmonium in one of two ways. First, a body can go to the City Barracks and ask for some recruitment pamphlets. The interested party then receives an invitation to a few minor meetings and social activities, where recruitment officers observe him. If they agree he shows merit, they'll ask him to join. Other cutters'll receive an invitation out of the blue to join the faction – it's one of the few factions that actively recruits.
- **Restrictions:** The faction's dedication to their "golden harmony" means that all members of the faction must be of lawful alignment. Another part of believing in the ultimate triumph of harmony is an ingrained respect for the chain of command. A Hardhead may not willingly or knowingly disobey an order from his superiors in the faction.
- **Skills:** Intimidate, Search, and Spot become class skills for Hardheads. Additionally, all members of the Harmonium gain a +2 bonus to these checks.
- **Stubborn:** Due to their rigid beliefs and extreme dedication to duty, all Hardheads gain a +2 bonus to all saves vs. fear and emotion-related spells.
- **Charm Person (Su):** As a reflection of their belief in the benefits of peace and harmony, members of the Harmonium gain the ability to cast the *charm person* spell once per day. Caster level is equal to the factioneer's character level.

Harmonium Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Harmonium. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Great Teamwork:** [Prerequisites: Member of the Harmonium] When the Harmonium and an ally flank an opponent, the Hardhead gains a +4 bonus on his attack roll, instead of the normal +2 bonus.
- **Feat – Improved Aid:** [Prerequisites: Member of the Harmonium] When using the Aid Another action in melee combat, the Hardhead's ally gains a +4 circumstance bonus on his attack roll or AC, instead of the normal +2 bonus.

Harmonium Prestige Class: The Elite Officer [modified from the Warmaster in "Sword and Fist"]

Although the Harmonium paints a picture of a glorious and unified multiverse of equals, the truth is that some are more equal than others. It takes a special individual to be trusted with leading the harmony. Among the faction, members of this prestige class are known as Measures and Movers. The Elite Officers know how best to led the

rank and file of the Harmonium, and are able to inspire them to make the sacrifices that are sometimes needed to achieve the faction's ultimate goal.

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

- **Base Attack Bonus:** +7
- **Skills:** Diplomacy 5 ranks
- **Feats:** Leadership
- **Special:** Character must be a member of the Harmonium (i.e. possess the Harmonium template)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+1	+2	+0	+0	Brotherhood, Leadership bonus +1	
2	+2	+3	+0	+0	Battle cry	
3	+3	+3	+1	+1	Direct troops, Leadership +2	+1 level of existing class
4	+4	+4	+1	+1	Rally troops	
5	+5	+4	+1	+1	Leadership +3	
6	+6	+5	+2	+2	Hard March	+1 level of existing class
7	+7	+5	+2	+2	Leadership +4	
8	+8	+6	+2	+2	Battle standard	
9	+9	+6	+3	+3	Leadership +5	+1 level of existing class
10	+10	+7	+3	+3	Die for your faction	

The following are class skills for an elite officer:

- Bluff (Cha), Craft (Int), Diplomacy (Cha), Intimidate (Cha), Knowledge (Int), Profession (Wis), Ride (Dex), Sense Motive (Cha), Spot (Wis), Use Rope (Dex)
- **Skill points per level:** 4 + INT modifier

All the following are class features of the elite officer prestige class.

- **Hit Die:** d10
- **Weapon and Armor Proficiency:** An elite officer is proficient with Light and Medium armors, and Martial weapons.
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming an elite officer, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Brotherhood:** As one of the leaders of the faction, elite officers gain a +4 competence bonus to Bluff, Diplomacy, or Intimidate checks made to influence other members of the Harmonium.
- **Leadership Bonus:** Elite officers earn bonuses to their leadership level (character level + Cha bonus), enabling them to attract more powerful cohorts and followers when they use the Leadership feat upon earning a new level.
- **Battle Cry:** When the elite officer's shout rings across the battlefield, it lifts the spirits of his allies. This ability functions as the bard's inspire courage ability. This bonus lasts a number of rounds equal to the character's Charisma bonus. The elite officer can shout a battle cry once per day per class level.
- **Direct troops:** As a full-round action, the elite officer can give compelling directions. He can bestow a +2 competence bonus on either attacks or skill checks to all allies within 30 feet. This bonus lasts a number of rounds equal to the character's Charisma bonus.
- **Rally troops:** The elite officer's presence is enough to grant any allies within 30 feet a second saving throw against *fear* and charm effects that they have already succumbed to. Even if they fail the second saving throw, any *fear* effects are less severe: panicked characters are only frightened, frightened characters are only shaken, and shaken characters are unaffected.

- **Hard March:** The elite officer can exhort his troops to march faster. Anyone travelling with him gains a +4 morale bonus to Constitution checks required for making a forced march or other task requiring extended exertion. Animals are not affected.
- **Battle standard:** The mere sight of the elite officer's personal coat of arms or other heraldic display is enough to turn the tide of battle. Allies within 30 feet of the character's standard gain the effects of both Battle Cry and Rally Troops (see above) as long as the standard is within range and held by the elite officer. If the standard is captured in battle, all allies within range aware of its loss suffer a -1 morale penalty to attacks and damage until it is recovered in addition to losing the benefits described in this entry.
- **Die for your faction:** The elite officer's presence inspires his troops to make the ultimate sacrifice for the cause. Any allies within 30 feet of the character can continue to fight while disabled or dying without penalty. They continue until they reach -10 hit points.

The Mercykillers

"Justice is everything. When properly applied, punishment leads to perfection."

Nicknames – The Red Death

As far as this faction's concerned, justice is everything, and there ain't no sod who can give it the laugh. Those cutters that try'll have the Mercykillers on their tail, so the smart thing is just don't try. It's the whole reason laws exist - to see that justice is carried out.

Justice purges the evil in folks and makes them better, fit to belong in the multiverse. Once everybody's been cleansed, then the multiverse reaches perfection, and perfection's the goal of the multiverse.

'Course now, other folks don't agree with Mercykiller logic. To them, the Mercykillers ain't above the laws or even right in what they do. The Mercykillers don't like such folk's attitudes, but they can't hang a being for its opinions - at least not in most places. See, the Mercykillers say they don't make the laws, they only enforce them. All in all, they're no better than the rest, but no worse than a few.

The Mercykiller Template

This template describes the abilities common to all members of the Mercykillers. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** The first step to becoming a Mercykiller is to prove to the faction that there is absolutely zero criminal taint in the character's past (or present and future, for that matter). Once this task is completed, the character then only has to attend a lengthy discussion on the Eight Tenets of Justice. If the prospective namer still wishes to join, he swears to uphold each of the Eight Tenets and officially becomes part of the Red Death.
- **Restrictions:** In order to be a member of the Mercykillers, a character has to be of lawful alignment. Although anyone can join the faction, thieves and other rogues tend to have a difficult time of it. By their very nature, these classes are expected to break the law a lot, and thus deserve a lot of punishment. However, a thief may join the ranks if he takes an oath to foreswear all thieving activities that break the law.
- **Skills:** Knowledge (Law and Punishment), Intimidate, and Sense Motive are class skills for a Mercykiller. Mercykillers also gain 1 rank in Knowledge (Law and Punishment). Finally, all members of the faction have a +2 bonus to all Sense Motive checks.
- **The Question (Su):** Once per day, a Mercykiller may put a suspected wrongdoer to "the question". This is an ability by which the factioneer asks a single question and has a chance of knowing if the subject is lying with his answer. The target of the Question can make a WILL save versus a DC of (10 + the Mercykiller's level + the Mercykiller's Charisma modifier). If the save is successful, the Mercykiller will have no idea if the target is lying or not.
- **The Eight Tenets of Justice:** These are the principals by which all members of the faction swear. They seek uphold these ideals at all times.
 - I will uphold Justice before all else, purging the multiverse of those who break the law.
 - In all situations I shall weight the rights and wrongs with a clear and impartial mind.
 - I shall decide where Justice must fall under the law, and I will mete out that Justice with a firm and unyielding hand.
 - I believe in the righteousness of my faction; we alone answer to the higher law of Justice.
 - I will not pass judgement on good or evil, only on law-abiding and law-breaking, for therein lies wrongdoing.
 - I will punish the guilty as the crime demands.
 - I will be diligent in my pursuit of the guilty, and while so engaged I will remain innocent of any wrongdoing in the eyes of others.
 - I will never release a lawbreaker until his sentence has been carried out.

Mercykiller Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Red Death. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat –Blow for Justice (Su):** [Prerequisites: Member of the Mercykillers, Base Attack Bonus +1] Since the faction believes that everybody is eventually guilty of something, they are able call upon Justice to increase the power of their strikes against the guilty. Use of the ability is declared before attack is made and can only be used once per day. (A missed attack will use up the daily attempt.) Add CHR bonus to the attack roll; a successful hit inflicts +1 point of extra damage per character level.

Mercykiller Prestige Class: The Justicar (reprinted from DRAGON #288)

Not everyone appreciates the Mercykillers' dedication to administering justice. Some criminals flee to try and escape justice; in other cases, the criminal is so powerful that no one would dare try to arrest him in the first place. The Mercykillers don't care one way or the other, everyone has got to face the music. The prestige class of this faction is the Justicar, individuals dedicated to tracking those who think they can give Justice the laugh.

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

- **Alignment:** Any lawful
- **Base Attack Bonus:** +6 or higher
- **Feats:** Track, Skill Focus (Gather Information)
- **Skills:** Gather Information 5 ranks, Search 5 ranks, Wilderness Lore 5 ranks
- **Special:** Must be a member of the Mercykillers (i.e. possess the Mercykiller template)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+1	+0	+0	+2	Bring 'em back alive, Subdual Strike +1d6
2	+2	+0	+0	+3	Improved Grapple, Crippling Strike
3	+3	+1	+1	+3	Exotic Weapon Proficiency (manacles), Street Savvy +2
4	+4	+1	+1	+4	Subdual Strike +2d6
5	+5	+1	+1	+4	Hog-tie
6	+6	+2	+2	+5	Street Savvy +4
7	+7	+2	+2	+5	Subdual Strike +3d6
8	+8	+2	+2	+6	Improved hog-tie
9	+9	+3	+3	+6	Street Savvy +6
10	+10	+3	+3	+7	Intuition, Subdual strike +4d6

The following skills are considered class skills for a Justicar:

- Bluff (Cha), Climb (Str), Disguise (Cha), Gather Information (Cha), Heal (Wis), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Locks (Dex), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Use Rope (Dex), Wilderness Lore (Wis)
- **Skill Points at Each Level:** 4 + Intelligence Bonus

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

- **Hit Die:** d10
- **Weapon and Armor Proficiency:** A justicar is proficient with all simple and martial weapons, all types of armor, and all shields.
- **Bring 'Em Back Alive (Ex):** Whenever a justicar attacks with a melee weapon, he can choose to deal subdual damage instead of normal damage with no penalty to the attack roll.
- **Subdual Strike (Ex):** Any time the justicar uses his Bring 'em back alive class ability AND his target would be denied its DEX bonus to AC (whether it actually has one or not) or when the justicar flanks his target, the justicar's attack deals extra subdual damage. Should the justicar score a critical hit while using this ability, the extra damage is not multiplied.
- **Improved Grapple feat (Ex):** A justicar automatically gains this feat, regardless of whether or not he meets the prerequisites. *From Oriental Adventures* – If you hit with an unarmed strike, you deal normal damage and can attempt to start a grapple as a free action without provoking an attack of opportunity. No

initial touch attack is required. You can deal normal damage while grappling, rather than subdual damage, without suffering a penalty on your grapple check.

- **Crippling Strike (Ex):** The justicar with this ability can subdual strike opponents with such precision that his blows weaken and hamper them. When the justicar damages an opponent with a subdual strike, that character also takes 1 point of temporary Strength damage. (Points return at a rate of 1 point per day.)
- **Exotic Weapon Proficiency (manacles):** Intimately familiar with the capture of criminals, justicars have learned to do more with a pair of manacles than restrain a lawbreaker. A justicar can swing a pair of metal manacles in one hand as if they were a club without suffering a penalty for using an improvised weapon. Masterwork manacles can be wielded as a masterwork light flail.
- **Street Savvy (Ex):** The justicar gains a circumstance bonus on all Innuendo and Gather Information checks while in pursuit of a criminal.
- **Hog-tie (Ex):** When the justicar successfully pins an opponent while grappling, he can attempt to hog-tie the opponent. Treat this as an extra option for the justicar who has an opponent pinned (see PHB page 137). The justicar must have a rope or chain in one hand to attempt this action. When trying to hog-tie, make an opposed grapple check. The justicar can use his Use Rope skill instead of a normal grapple check. The opponent must make an opposed grapple check or Escape Artist check. If the justicar succeeds, the opponent is hog-tied, and thus considered bound and helpless (see DMG page 84; the justicar does receive the standard +10 bonus on Use Rope checks to bind someone). If the opponent succeeds, the hog-tie attack fails and the grapple continues. The justicar can only use this attack on opponents one size category larger than he is or smaller, and only on opponents that are humanoid-shaped creatures.
- **Improved Hog-tie (Ex):** An 8th level justicar can attempt a hog-tie without first pinning an opponent. Thus, whenever a grapple is established, the justicar can use an attack action to attempt to hog-tie his opponent. Also, if the justicar has the Quick Draw feat, he does not need to be holding the rope or chain in his hand.
- **Intuition (Ex):** When hunting a specific person, a 10th level justicar can use the Intuit Direction skill to determine in which direction the culprit might be found if the criminal is within one mile of the justicar. Similarly, the justicar can use this ability to determine the direction of anyone he has previously faced in combat if he is within the same range.

The Revolutionary League

*"The status quo is built on lies and greed. Crush the factions.
Break 'em down and rebuild with what's left – that's the only way to find real truth."*

Nicknames – The Anarchists

"These universes, these powers, they're all corrupt!" screams this faction. "They're guiding people in the wrong directions, keeping them as slaves and prisoners to the powerful. The old beliefs are lies." These sods claim that the Guvners, Chaosmen, Mercykillers, Athar - every last one of them - no longer care about the truth. Their factols have all the property, bodyguards, jink, and influence. They're not looking for the truth; they just want to hang on to what they've got.

Well, the Anarchists say it's time for that to change. It's time to break free of the chains and seek the real truth. And that's only going to happen when a body's free of the bonds of the other factions. A being's got to be able to make his own choices, but would any faction just let a body go? Think the Harmonium would say, "Sure, we admit we're wrong. Go find your own way." Not a chance!

Once the factions come down, then folks can find the real truth. Break it all and rebuild with the pieces that are left - that's the only plan.

The Anarchist Template

This template describes the abilities common to all members of the Revolutionary League. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** It's easy enough to have the right attitude to join the faction – one simply has to express unhappiness with authority and be willing to do something about it. The trick comes in finding a member of the faction to let them know you want to join. However, patience and dropping the right amount of jink will eventually get the basher in touch with the right berks and he can join the League.
- **Restrictions:** Anarchists cannot be of lawful alignment, nor can they ever hold a position of power (an office, a title, sole ownership, etc.). Due to their desire to pull down and destroy the other factions, all members of the Revolutionary League are wanted criminals by default and the Anarchists have no legal rights in Sigil.
- **Skills:** Bluff, Disguise, and Innuendo are class skills for members of the Revolutionary League.
- **Sneaky:** Anarchists gain a +2 bonus to all Hide and Move Silently checks.
- **Chameleon:** The biggest power that members of the Revolutionary League possess is their uncanny ability to pretend to be somebody else, including posing as members of the other factions. As a result, Anarchists gain a +4 circumstance bonus to all Disguise and Bluff checks.
- **Support the Cause:** All members of the faction are expected to donate 50% of any income or treasure gained to help the Revolutionary League achieve its goals. (Note that is considered to be "after expenses"; the character is allowed to spend money on himself before donating to the cause.)
- **Faction Resistance (Su):** Both due to their desire to pull down the other factions and their desire not to be caught by them, members of the Revolutionary League are able to make themselves immune to the spell-like belief abilities of the other factions. Once per day, an Anarchist can attempt to make himself immune to another faction's basic spell-like ability that is directed at him. (Thus, the character could attempt to resist a Mercykiller's *detect lie* ability, but not a Cipher's *inkling* power.) He gains a spell resistance of (10 + Character Level + Wisdom modifier) vs. the particular ability, and the user of the ability must make a caster check to overcome this resistance.

Anarchist Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Revolutionary League. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Quick Change (Ex):** [Prerequisites: Member of the Revolutionary League, Disguise 5+ ranks] This feat makes the character a master of disguise. He is able to change identities quickly and easily.

The time required to don a disguise is one-tenth the normal time (1d3 minutes) and armor can be put on or taken off in one-half the normal time.

- **Feat – Run Like Hell (Sp):** [Prerequisites: Member of the Revolutionary League, Run feat] Occasionally, an Anarchist is found and needs to escape capture. This feat allows the character to cast *expeditious retreat* on himself as a sorcerer, with caster level equal to character level. This ability can be used a number of times per day equal to the character's CHR bonus (minimum of 1).
- **Feat – Hostile Cover (Ex):** [Prerequisites: Member of the Revolutionary League, Dodge feat] Anarchists are adept at using foes or hostages as cover in combat. Any character that makes a missile attack against an Anarchist in melee or holding a hostage will hit an ally (or the hostage) if his attack hits or misses by the amount of the cover bonus. (Normally, the cover is only hit on a missed attack.)

Anarchist Prestige Class: The Spymaster [reprinted from “Song and Silence”]

While all members of the Revolutionary League long to pull down the factions and other examples of the corrupt power structure, most try to do so from the outside. The elite among the faction know that the best way to truly destroy something is from the inside. The spymaster seeks to infiltrate the power structure in order to learn its secrets. Once done, the information can be used to help other Anarchists succeed in the revolution or the spymaster might just take control of things and subtly bring them crashing down himself.

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

- **Base Attack Bonus:** +5 or higher
- **Feats:** Skill Focus (Bluff)
- **Skills:** Bluff 5 ranks, Gather Information 5 ranks, Innuendo 5 ranks
- **Special:** Must be a member of the Revolutionary League (i.e. possess the Anarchist template), must have 5 ranks in each of two of the following skills – Diplomacy, Disguise, Forgery, Sense Motive

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+2	+2	Cover identity, required ranks, sneak attack +1d6
2	+1	+0	+3	+3	Required ranks, undetectable alignment
3	+2	+1	+3	+3	Quick change, required ranks, uncanny dodge (Dex bonus to AC)
4	+3	+1	+4	+4	Cover identity, required ranks, sneak attack +2d6
5	+3	+1	+4	+4	Required ranks, slippery mind, spot scrying
6	+4	+2	+5	+5	Required ranks, uncanny dodge (can't be flanked)
7	+5	+2	+5	+5	Cover identity, required ranks, sneak attack +3d6
8	+6	+2	+6	+6	Deep cover, hear subharmonics, required ranks
9	+6	+3	+6	+6	Detection damper, reactive body language, required ranks
10	+7	+3	+7	+7	<i>Mind blank</i> , required ranks

The following skills are considered class skills for a Justicar:

- Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Locks (Dex), Pick Pockets (Dex), Read Lips (Int), Scry (Int), Search (Int), Sense Motive (Wis), Speak Language, Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), Use Rope (Dex)
- **Skill Points at Each Level:** 8 + Intelligence Bonus

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

- **Hit Die:** d8
- **Weapon and Armor Proficiency:** A spymaster is proficient with all light and medium armor and with all simple and martial weapons.
- **Cover Identity:** A typical spymaster wishes to keep his true profession secret, so she pretends to be a simple rogue, ranger, or the like. In addition to allaying his companions' suspicions, maintaining a cover identity also leads opponents to underestimate the spymaster until it is too late. At 1st level, a spymaster establishes one specific cover identity (such as Murek the tailor from Sumberton). While operating in that

identity, he gains a +4 circumstance bonus on Disguise checks and a +2 circumstance bonus on Bluff and Gather Information checks. At 4th and 7th levels, the spymaster can maintain one additional cover identity that provides the same circumstance bonuses as the first. Should a spymaster wish to “retire” a cover identity and develop a new one, he must spend one week rigorously practicing subtle vocal intonations and body language before he earns the bonuses. Cover identities do not in themselves provide the spymaster with additional skills, proficiencies, or class features that others might expect of the professions pretended, though required ranks (see below) can bolster skills in the chosen areas. However, the spymaster must be careful to choose identities that can withstand regular scrutiny.

- **Required ranks:** A spymaster makes it a point to know what he’s doing while he’s pretending to be someone else. At every spymaster level, he must spend at least two skill points on a Craft, Profession, or Knowledge skill relating to one of his chosen cover identities. The usual maximum rank limit still applies to these skills.
- **Sneak attack:** The spymaster gains the sneak attack ability (see the Rogue section of the PHB) at 1st level if he does not already have it. He gains +1d6 damage with this attack initially, but this rises to +2d6 at 4th level and to +3d6 at 7th level. If he already has the sneak attack ability from a previous class, the damage bonuses stack.
- **Undetectable alignment (Ex):** The web of different identities and agendas inside the spymaster’s mind makes it impossible to detect his alignment via any form of divination once he reaches 2nd level. This ability functions exactly like an *undetectable alignment* spell, except that it is always active. Only divinations are confounded; spells that function only against certain alignments, such as *protection from evil* or *holy smite*, affect the spymaster normally.
- **Quick Change (Ex):** The spymaster gains the use of this faction feat (see above) if he does not already possess it.
- **Uncanny dodge (Ex):** Also at 3rd level, the spymaster gains the uncanny dodge ability (see the Rogue section of the PHB) if he did not already have it. He gains additional benefits as his spymaster level increases. If he already had uncanny dodge from one or more previous classes, levels of those classes stack with spymaster levels for purposes of determining the benefits, but he continues to progress in the ability along whatever track he was originally using for it. For example, if a rogue becomes a spymaster, add together his levels of spymaster and rogue, then refer to the table in the PHB to determine the benefits of uncanny dodge at his new, combined level.
- **Slippery mind (Ex):** At 5th level, the spymaster gains the slippery mind ability (see the Rogue section of the PHB) if he does not already have it.
- **Spot scrying (Ex):** Also at 5th level, the spymaster notices the magical sensor created by *arcane eye*, *scrying*, a crystal ball, or the like with a successful Spot check (DC20).
- **Deep cover (Ex):** At 8th level, the spymaster can quiet his mind and completely immerse himself in his cover identity at will. While he is in deep cover, divination spells detect only information appropriate for his cover identity; they reveal nothing relating to his spymaster persona.
- **Hear subharmonics:** Also at 8th level, the spymaster can determine the true motives of others by listening carefully to subtle inflections of their voices. His ears are so well trained that he gains a +3 insight bonus on Sense Motive checks.
- **Detection damper (Su):** At 9th level, the spymaster can subconsciously create interference that hampers *detect magic* spells. The aura strengths for all magic items he holds, carries, or wears register as two categories weaker than they normally would. For example, a strong aura becomes faint, and faint or dim auras become undetectable.
- **Reactive body language:** Also at 9th level, the spymaster learns the silent language of subconscious body movements. By mimicking the body language of those with whom he interacts, he gains a +2 insight bonus on Bluff and Disguise checks.
- **Mind blank (Sp):** At 10th level, the spymaster can become immune to all mind-affecting spells and divinations by rigorously silencing his mind. Using *mind blank* is a standard action, and the spymaster can do it a number of times per day equal to 3 + his Intelligence modifier. This ability works exactly like a *mind blank* spell cast by a 15th-level sorcerer, except that it affects the spymaster only and its duration is 10 minutes.

The Sign of One

*"The planes exist because the mind imagines them.
Any Signer could be the one who creates the multiverse through the power of thought."*

Nicknames – The Signers

Every person, every individual, is unique. This is the greatest glory of the universe - that each creature living (and dead) is different from all others. It's obvious, then, that the multiverse centers around the self, or so this faction would have everyone believe. "It's quite simple, addle-cove," one of these sods would say. "The world exists because the mind imagines it. Without the self, the multiverse ceases to be." Therefore, each Signer is the most important person in the multiverse. Without at least one Signer to imagine it all, the rest of the factions would cease to exist.

Better be nice to the Signers then, berk, because they just might decide to imagine a body right out of existence. Don't think it can be done? Maybe not, but then a basher's a fool to take the risk. Lots of folks disappear without a trace, and more than a few are enemies of the Signers. Makes a body think, don't it?

The Signer Template

This template describes the abilities common to all members of the Sign of One. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** The Sign of One has one of the more stringent entrance rituals among the various factions. A prospective member has to go to the faction's headquarters and register three predictions for future events. If these events come to pass, the basher has proved that they have the power to alter the multiverse with their thoughts and they are allowed to become namers of the faction. (Note, these visions have to be something reasonable significant. They can't be of the order "I'll take a shower tomorrow morning"; they have to be something that either represents a change from the norm or else is something special that no one would have expected to happen.)
- **Restrictions:** While the faction will allow any one with a strong enough will to enter the faction, most folks of lawful alignments tend to have problems with subjective nature of reality the Signers espouse. Also, those beings who tend to charitable in nature have some conflicts with the inherently egocentric philosophy of the faction.
- **Skills:** Concentration and Sense Motive are class skills for Signers. Additionally, all members of the faction gain a +2 to Scry and Search checks.
- **Resist Illusions (Ex):** Since the Signers are all about knowing what their own personal reality is, it's very hard to convince them of the reality of illusionary images. All members of the faction gain a +4 bonus to saving throws versus all spells of the Illusions school of magic. This bonus does stack with the bonus gained from having an illusion pointed out by another viewer (see PHB).
- **Minor Imagining (Su):** The core of the Signer philosophy is that the multiverse is what the self imagines it to be. This power is the first manifestation of that belief. It can used a number of times per day equal to the character's Charisma bonus, minimum of 1. By making a special Concentration check (DC 10), the Signer is able to cause one of the following 0-level spells to take affect on the surrounding multiverse: *Dancing Lights* (create illusionary lights), *Ghost Sound* (create minor sound effects), *Mending* (make minor repairs to an object), or *Open/Close* (manipulate small objects). Caster level is equal to character level, and use of the power is a standard action.

Sign of One Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Sign of One. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Improved Imagining (Su):** [Prerequisites: Member of the Signers, INT or WIS 12+] Through the use of this feat, the Signer is better able to affect the fabric of reality. Once per day, the Signer is now able to use his Minor Imagining power to duplicate the effects of any Conjunction (Creation) or Transmutation magic spell or Metacreativity psionic power. The level of the spell or power must be

less than or equal to one-half the character's level, rounded down. Additionally, the level spell or power is limited by appropriate statistic, just as if the character were a member of the appropriate spellcasting or psionic class. (EXAMPLE: To duplicate the effects of a 4th level Arcane spell or Psionic power, the Signer in question must both be at least 8th level and have an INT of at least 14. A 4th level Divine spell would require a WIS of at least 14.) The DC for the Concentration check is now 10 + the level of the desired effect.

- **Feat – Imagine Object (Su):** [Prerequisites: Member of the Signers, INT and WIS 12+, Improved Imagining] Once per day, the Signer is able to use his imaging power to actually create a physical object. (This counts against the Signer’s total number of daily uses.) The DC of the Concentration check rises to 20. If successful, the character is able to duplicate the effects of the *major creation* spell. However, bending the fabric of reality this much carries some inherent dangers. If the Concentration check is critically failed (i.e. a ‘1’ is rolled), the Signer has instead imagined himself to be an illusion! The Signer comes under the effect of a *shadow conjuration* spell – he is only 20% as powerful as he was before. He remains in this shadow-state until either he or another Signer can imagine him back into reality through the use of the Imagine Object feat.

Signer Prestige Class: The One

While most folks know that the Signer’s philosophy is all about the self imagining the multiverse for the self, they fail to realize the full impact of this statement. There’s a reason why the faction is called the Sign of One. See, the faction really believes that there is exactly one being who is imagining the entire bulk of reality. While individual Signers might be able to manipulate their own little piece, there’s still somebody (or something) else running the show. This prestige class represents those Signers who put extra effort into discovering – or more accurately, becoming – the One.

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

- **Skills:**
- **Feats:**
- **Special:** Must be a member of the Sign of One (i.e. possess the Signer template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

The following skills are considered class skills for the One:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the One prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** The One gains no additional proficiency with armor or weapons.
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had

more than one spellcasting class before becoming the One, he must decide to which class he adds the new level for purposes of determining spells per day.

The Society of Sensation

"To know the multiverse, experience it fully.

The senses form the path to truth, for the multiverse doesn't exist beyond what can be sensed."

Nicknames – The Sensates

According to these folks, the multiverse is known by the senses - the only proofs of existence. Without experience, without sensation, a thing isn't. If a sod can't taste the soup, then it ain't soup. The only way to know anything for sure is to use the senses.

Look, it ain't that hard to understand. Which is real, a description of the rose or the rose itself? Only a barmy'd choose the description, which ain't real. It's got no smell, no thorns, no color. Picking a rose, that's real, and the way a body knows is by experiencing it. The senses are the only way to know the universe.

Given that, the multiverse has limits, and a body can try to experience it all. A being's got to savor the intensity, explore the complexity. Don't just guzzle the wine - find all the flavors within it. Before a sod's all done, he'll learn the difference between Arborean and Ysgardian wine, know them by vintage, and even by the hand of the vintner. Only then do the secrets of the multiverse start to make themselves clear.

The Sensate Template

This template describes the abilities common to all members of the Society of Sensation. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** In order to join the Society of Sensation, one must prove one's willingness to experience all the multiverse has to offer. The initiation ritual requires the prospective namer to contribute five worthwhile experiences to the Public Sensorium's library, each of which focuses on a different sense. Alternatively, a cutter may contribute a single experience that has strong elements from *each* of the five senses.
- **Restrictions:** Any race or class can join the faction, as each one's experiences is just as valid as the next. However, each member is encouraged to experience as much of the multiverse as possible, so those who specialize in some area tend to be looked down upon. Additionally, as Sensates are so dedicated to sensing the multiverse, they will not willingly turn down an excuse to experience a new sensation unless it involves great peril or certain death. (And even then, it'll be a tough call.)
- **Skills:** The Society of Sensation doesn't encourage specialization in one area, so there are no additional class skills available for becoming a member of the faction. However, due to the finely tuned senses that all Sensates possess, all members of the faction gain a +2 bonus to Listen, Search, Sense Motive, and Spot checks.
- **Low-light Vision (Ex):** Because Sensates are trained to make fuller use of their senses, members of the faction gain low-light vision, regardless of their race. Races that already possess low-light vision have the range of that vision increased to 3x as far as a human (as opposed to 2x normally).
- **Aura Reading (Su):** Once per day, the Sensate is able to shift his perceptions to be able to sense the auras that surround beings and objects and gain an increased awareness of his surroundings. As a result, the character effectively casts one of the following divination spells: *Detect Animals or Plants*, *Detect Chaos*, *Detect Evil*, *Detect Good*, *Detect Law*, *Detect Magic*, *Detect Poison*, *Detect Secret Doors*, *Detect Snares and Pits*, *Detect Undead*. Caster level is considered to be character level.

Sensate Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Society of Sensation. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Empathic Healing (Sp):** [Prerequisites: Member of the Society of Sensation, **WIS 12+**] Every Sensate knows that life isn't just pleasure, there's also pain. As part of their dedication to experiencing all that life has to offer, some factioneers are more willing than most to experience the pain of others. [Once per day, a Sensate may use this feat to help cure a single target's maladies, at the cost of](#)

transferring them to himself. When using this ability, the factioneer must choose one of the following options (this choice can be changed from day to day):

- Transfer up to (Level * WIS bonus) hit points of damage
- Transfer up to (Level) points of ability damage
- Transfer up to (WIS bonus) negative levels
- Absorb 1 poison; Sensate is allowed a saving throw vs. the poison, but the DC is increased by 2; if failed, the Sensate immediately suffers the effects of the poison (no onset time)
- Absorb 1 disease; Sensate is allowed a saving throw vs. the disease, but the DC is increased by 2; if failed, the Sensate immediately suffers the effects of the disease (no incubation time)
- **Feat – Energy Acceptance (Su):** [Prerequisites: Member of the Society of Sensation, Constitution 13+, base Fortitude save +3 or higher] Once per day, the Sensate can attune his sense to fully – and relatively safely – experience a spell, spell-like, or supernatural effect that causes damage of an energy type (acid, cold, fire, lightning, or sonic). The character becomes subject to a *resist elements* spell (ignore up to 12 damage/round from one energy type) as if cast by a sorcerer of a level equal to his character level.

Sensate Prestige Class: The ???

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

- **Skills:**
- **Feats:**
- **Special:** Must be a member of the Society of Sensation (i.e. possess the Sensate template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

The following skills are considered class skills for a ???:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the ??? prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** ???
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a ???, he must decide to which class he adds the new level for purposes of determining spells per day.

The Transcendent Order

*"Action without thought is the purest response.
Train body and mind to act in harmony, and the spirit becomes one with the multiverse."*

Nicknames – The Ciphers

These guys say that for a body to become one with the multiverse, he's got to stop thinking and act. Action without thought is the purest form of thought. When a cutter can know what to do without even thinking about it, then he's become one with the multiverse.

It goes like this. Every berk's part of the multiverse, and nothing's apart from it. So it figures that every being knows the right action to take at just the right moment. Problem is, some folks start thinking and mess it all up. Thinking adds hesitation and doubt. It overrules instinct and separates a sod from the multiverse. By the time a poor sod's thought about something, the right action for the right moment is gone.

So what's all this get a fellow, then? Once mind and body are in harmony, the spirit becomes in tune with the multiverse. A blood understands the purpose of multiverse and knows just where and how he should be.

The Cipher Template

This template describes the abilities common to all members of the Transcendent Order. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** Joining the Ciphers is very easy. A sod wishing to join simply goes up to a current members and says "I want to join your faction" or some other statement expressing one's intent to seek the harmony of body, mind, and multiverse.
- **Restrictions:** In order to achieve the balance with the multiverse that the faction espouses, all members of the Order must be at least partially neutral in alignment.
- **Skills:** Balance, Jump, and Tumble become class skills for all Ciphers.
- **Better Initiative (Ex):** Because Ciphers are used to acting on instinct (and trusting it to be right), members of the faction act faster in combat. All Ciphers gain a +2 insight bonus to Initiative checks.
- **Do the Right Thing (Su):** Sometimes, a Cipher could use a little reassurance that his instincts are leading him down the right path. By entering a short trance, the Cipher is able to confer with the multiverse and determine what effect his actions will have. The character gains the 0-level psionic power *inkling*. (Useable only Wisdom modifier + 1 times per day; grants a 50% + 1%/character level chance of knowing if an intended action is good or bad.)

Cipher Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Transcendent Order. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Feat – Zen Archery:** [Prerequisites: Member of the Transcendent Order, BAB +3, WIS 13+] The Cipher's intuition guides his hand when using a ranged weapon. The character can use his Wisdom modifier instead of his Dexterity modifier when making a ranged attack at a target within 30 feet.
- **Feat – Flick of the Wrist:** [Prerequisites: Member of the Transcendent Order, DEX 17+, Quick Draw] With a single motion, the Cipher is able to draw his weapon and make a devastating attack. If the character draws a light weapon and makes a melee attack with it in the same round, the Cipher catches his opponent flat-footed (for the purpose of this attack only). This feat can only be used once per combat.
- **Feat – Karmic Strike:** [Prerequisites: Member of the Transcendent Order, DEX 13+, Dodge] The Cipher with this feat is able to strike an opponent when he is most vulnerable – at the same instant he strikes the character. The Cipher with this feat can make an attack of opportunity against an opponent that strikes him in melee. The character takes a –4 penalty to Armor Class, in exchange for the ability to make an attack of opportunity against any creature that makes a successful melee attack roll or melee touch attack roll against him. The opponent that hits the Cipher must be in the Cipher's

threatened area, and the feat does not grant more attacks of opportunity than the character is normally allowed in a round. If this special attack of opportunity hits, the character and the opponent deal and take damage simultaneously. The player specifies on his turn that he is activating this feat, and then changes the character's AC and the ability to make these special attacks of opportunity last until the character's next turn.

Cipher Prestige Class: The Transcendent Master

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

- **Skills:**
- **Feats:**
- **Special:** Must be a member of the Transcendent Order (i.e. possess the Cipher template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

The following skills are considered class skills for a Transcendent Master:

- ???
- **Skill Points at Each Level:** ??? + Intelligence Bonus

All of the following are features of the Transcendent Master prestige class:

- **Hit Die:** ???
- **Weapon and Armor Proficiency:** ???
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a Transcendent Master, he must decide to which class he adds the new level for purposes of determining spells per day.

The Xaositects

"Chaos is truth, order delusion. Embracing the randomness of the multiverse, one learns its secrets."

Nicknames – The Chaosmen

As these sods see it, the multiverse wasn't born from Chaos – the multiverse *is* Chaos. There's no order, no pattern to anything. That's the meaning of the multiverse, the great secret everyone else is just too dull-witted and cowardly to admit! Look around. Is there any pattern to this existence? Any order that gives it all meaning? None, not a one.

So why fight it, since Chaos is how things are meant to be? It has a beauty and wonder all its own. By gazing upon Chaos, learning to appreciate the randomness of it and understanding its sublime intricacies, the Xaositects learn the secrets of the multiverse. They want to play within the unshapeable Chaos, and to be a part of its uncontrollable energies.

The Chaosman Template

This template describes the abilities common to all members of the Xaositects. By itself, it represents someone of factotum status. It can be applied to any being who commits himself to the faction; even one that already has a template (such as a half-fiend).

- **Requirements:** Joining even this chaotic faction requires following a procedure of sorts. Naturally, this procedure varies from namer to namer. But the one detail that always stays the same is that bashers wanting to join first have to be sponsored by a member. Sometimes a basher has to take a test devised by their sponsor to join; sometimes the sponsor just says "you're in". Some new members had to go through a waiting period or an interview with several Chaosmen; others had to pay dues or sign statements of intent. One sponsor makes prospective members dress up funny and do barmy stunts. 'Course a basher who wants join doesn't necessarily have to do what he's told – sometimes the Xaositect sponsor really wants a refusal.
- **Restrictions:** As one might suspect, in order to a member of this faction a sod's got to be of chaotic alignment.
- **Skills:** Bluff and Innuendo are class skills for Chaosmen, and they gain a +2 bonus to these checks. Additionally, members of the Xaositects gain Speak Language (Scramblespeak), which is their manner of speaking with mixed-up syntax. (In order for a non-Xaositect to understand Scramblespeak, he's got to make an Innuendo check against a DC of 15.)
- **Limited Rhyme or Reason (Ex):** Due to their total embrace of chaos, members of the Xaositects become resistant to the forces and effects of law. All Chaosmen gain a +2 bonus to saving throws versus spells with the Lawful designator.
- **Awareness of the Misplaced (Su):** Somehow, due to being in tune with the chaos of the multiverse, members of the Xaositects know where things are. However, those things have to be well and truly lost; they can't simply have been something that someone deliberately placed somewhere. (Thus, the only way to determine where a stolen object is if the thief has since lost the object.) Just cause a Chaosman might know where something is, that doesn't mean he'll tell. Even if he does, the answer will vary from an exact location ("It's five feet directly in front of the side door of the Black Sails Tavern, in the Lower Ward of Sigil"); to only the amount of detail needed ("It's behind your washbasin"); to a very general answer ("It's near a tree"). In order to take advantage of this ability, a Chaosman has to make an Innuendo check against a DC of 20.

Chaosman Skills and Feats

Once a character has joined the faction, he may be trained in skills and feats that are the exclusive property of the Xaositects. These abilities are closely guarded secrets, and harsh punishment is inflicted on those who would betray this trust.

- **Babble (Sp):** Once per day, all Chaosmen can generate a field that causes all sounds in the area to become garbled, cacophonous, and unintelligible noise. All noise within the area is altered and changed. Noises that issue from, enter, or pass through the area are altered and made unrecognizable as a natural sound. Verbal communication is impossible. Even something so simple as a shout of surprise is turned into a warped and alien sound. Spells with verbal components cannot be cast.

Scrolls and other magic items that require a verbal component to be activated do not function. Spells and items that rely on sound do not function. Sonic damage has no effect. This power is considered an emanation effect with a radius of 10 feet centered on the Chaosmen. There is no saving throw and spell resistance does not apply.

Chaosmen Prestige Class: The Big Boss [modified from DRAGON #287]

As befits a faction devoted to the embrace of chaos, there is no formal ritual followed for Xaositect to become a Big Boss. A factioneer becomes a member of this prestige class when a large enough number of other factioneers believe him to be one. The Big Boss is simply someone who has both fully embraced the concept that chaos is life (and life chaos) and is able to communicate this idea to others in such a way that they follow his lead.

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

- **Feats:** Babble, Leadership
- **Special:** Must be a member of the Xaositects (i.e. possess the Chaosman template).

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1	+0	+0	+2	+0	Hide from the law, Chaotic contagion, No rhyme or reason	
2	+1	+0	+3	+0	Improved babble	
3	+1	+1	+3	+1	Confusion aura (5 ft)	+1 level of existing class
4	+2	+1	+4	+1	Improved babble (20 ft), Chance's friend (1/day)	
5	+2	+1	+4	+1	Chaotic defense, Confusion aura (10 ft)	
6	+3	+2	+5	+2	Improved babble (30 ft), Burst of chaos	+1 level of existing class
7	+3	+2	+5	+2	Spark of life, Chance's friend (2/day), Confusion aura (15 ft)	
8	+4	+2	+6	+2	Improved babble (40 ft)	
9	+4	+3	+6	+3	Confusion aura (20 ft), law's bane	+1 level of existing class
10	+5	+3	+7	+3	Improved babble (50 ft), Chance's friend (3/day), Chance's master	

The following skills are considered class skills for a Big Boss:

- Bluff (Cha), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Innuendo (Wis), Intimidate (Cha), Knowledge (any) (Int), Read Lips (Int), Search (Int), Sense Motive (Wis), Use Magic Device (Cha)
- **Skill Points at Each Level:** 2 + Intelligence Bonus

All of the following are features of the Big Boss prestige class:

- **Hit Die:** d8
- **Weapon and Armor Proficiency:** The big boss is proficient with all simple and martial weapons, all armor, and all shields.
- **Spell per Day:** At the indicated levels of the prestige class, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before adding the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, hit points beyond those he receives from the prestige class, and so on), except for an increased effective level of spellcasting. If a character had more than one spellcasting class before becoming a Big Boss, he must decide to which class he adds the new level for purposes of determining spells per day.
- **Hide from the Law (Su):** Lawful spellcasters find it difficult to perform divinations against the big boss. This supernatural ability functions like a *nondetection* spell cast by a spellcaster of the big boss' character level, except that it only functions against creatures of a lawful alignment. This ability can be suppressed or resumed as a free action.
- **No Rhyme or Reason (Ex):** The character's resistance to spells with the Lawful designator increases to a +4 bonus, and the big boss is now immune to Illusion (Pattern) spells.

- **Chaotic Contagion (Sp):** With a successful melee touch attack, the big boss can compel a creature to act randomly. The touched creature must make a Will saving throw (DC 10 + big boss class level + big boss' Charisma modifier). Failure indicates the creature must act randomly as per the *random action* spell. The big boss can use this spell-like ability three times a day plus the big boss' Charisma modifier (always at least once). The big boss must declare the use of this ability before the attack is made. If the attack misses, that use of chaotic contagion is wasted. Unlike *random action*, this is not a mind-affecting effect. Thus, mindless undead, constructs, oozes, and vermin are not immune. The subject of a *protection from chaos* spell is made immune to this ability for the duration of the spell.
- **Improved Babble (Sp):** The big boss is able to use the faction feat of Babble more often and more effectively. At 2nd level, he is able to use the ability three times per day plus the big boss' Charisma modifier (always at least once). At every two levels beyond 2nd, the radius of the effect increases to the range indicated.
- **Confusion Aura (Sp):** At 3rd level, the big boss can cause nearby creatures to become *confused*. Creatures within range must make a Will saving throw (DC 10 + big boss class level + big boss' Charisma modifier). Failure indicates the creatures are *confused* for a number of rounds equal to the big boss' class level. The big boss can use this spell-like ability three times a day plus the big boss' Charisma modifier (always at least once). The effect targets all creatures except the big boss in an area centered on the big boss with a radius determined by level.
- **Chance's Friend (Su):** At 4th level, the big boss can manipulate the whim of chance. Using this ability allows the big boss to reroll one roll the big boss just made. The big boss must use the result of the second roll. This supernatural ability is usable a number of times per day as determined by level.
- **Chaotic Defense (Su):** At 5th level and higher, the chaos the big boss embodies manifests as a protective force of randomness. Any attack directed at the big boss suffers a 10% miss chance.
- **Burst of Chaos (Sp):** At 6th level, the big boss can create a burst of chaotic energy that damages lawful opponents. This spell-like ability works exactly like *chaos hammer* as cast by a sorcerer of a level equal to the big boss' character level. The big boss can use this spell-like ability three times a day plus the big boss' Charisma modifier (always at least once).
- **Spark of Life (Sp):** At 7th level, the big boss can imbue nearby inanimate objects with mobility and the semblance of life. The animated objects then attack whomever or whatever the big boss initially designates. The big boss cannot animate objects carried or worn by a creature, but unattended objects of any nonmagical material can be affected. The big boss can animate masses of raw material, such as sand or rock from the ground, as long as the volume does not exceed his maximum. The big boss can affect 1 cubic foot of material per big boss class level within 20 feet. The objects remain animated for 3 rounds plus the big boss' Charisma modifier (always at least 1 round). This spell-like ability can only be used once per day.
- **Law's Bane (Su):** At 9th level, the big boss is permanently warded from attacks by lawful creatures. This works exactly like *protection from law* as though cast by a caster of the big boss' class level, except that it has a permanent duration. This supernatural ability can be dispelled, but the big boss can resume its protection as a free action.
- **Chance's Master (Su):** At 10th level, the big boss is so immersed in the random nature of the multiverse that he can force any creature to reroll a result he does not like. The creature must be a visible target within 60 feet. After the result of the roll is announced, the big boss can announce that he uses the chance's master ability. The targeted creature must then make a Will saving throw (DC 10 + big boss class level + big boss' Charisma modifier). Failure indicates that the big boss can force the roll to be made again. The creature must use the result of the second roll. The big boss cannot change the result of a roll made in the past, only one that has just been made. The chance's master ability can be used during another creature's action. It requires no action on the part of the big boss to use. This supernatural ability can only be used once per day, and only on creatures other than the big boss.