

## PLANESCAPE CAMPAIGN SE+TING

## CHAP+ER 3: FAC+IONS

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The coins hit the table loudly, snapping Tethin from his doze. "Sold! To the man chewing on his feet..." muttered the middle-aged human that was his companion for the evening, a Xaositect called Barking Wilder. Tethin glanced around the tavern and frowned at the indications of its closing. He had spent most of the day with the Xaositect, who had been given high recommendations from his contacts in the Cage. Barking Wilder supposedly had a knack for finding the dark of things, even prophecies, from whatever madness he lived in. Tethin had carried out the instructions exactly as he was told, approaching the strange man with a bowl of clean water, dropping three copper pieces into the bowl, and placing it before the Xaositect while asking his question. The odd human seemed to acknowledge Tethin's request, nodding as he dipped his fingers into the water and began tracing lines across the wooden table. Thinking the Xaositect meant to communicate through the trails of water, Tethin had quickly sat at the table, taking out his writing instruments and sketching the patterns down. Several hours later, Tethin had long ago given up attempts to decipher any meaning from the "writings", and the Xaositect seemed to have lost interest in his bowl, now nearly empty. Tethin was considering why the man was called Barking Wilder when he hadn't made a single bark, hardly a noise at all in fact, the entire day as the sound of clattering coins broke him from his musing.

Tethin sat up in his chair and leaned over the table, taking in the array of coins scattered across the table. Nearly two dozen in number, each of the silver coins bore the symbol of a faction, and Tethin mentally noted that one coin depicted the Lady, and a few bore symbols he did not recognize. Muttering to himself, Barking Wilder began pushing the coins around with a long finger, staring at the display intently. Just as Tethin thought to pick up his notebook again, the Xaositect scowled and swiped his arms across the table, picking the coins up and dropping them back into a small leather pouch. Tethin sighed and sat back in his chair. His colleagues had extensively studied the properties of Sigil for years with little conclusive results. Having similarly failed in his attempts, Tethin was now certain understanding of the city's wards, which seemed to defy all known magical and natural laws, could only be obtained through study of the chaotic energies that flowed through the city. Thus his research had led him to believe Barking Wilder, who was said to be one of the oldest Xaositects in the city (though that hardly said much, Tethin thought wryly), might make a good lead. Now he was beginning to question his "reliable sources".

Once again he was disrupted from his thoughts as Barking Wilder overturned the pouch, sending the coins dancing across the table. Tethin watched carefully as the coins bounced and swirled, the spinning coins mesmerizing him as he unconsciously calculated their speeds and angles. Something seemed wrong with how the coins moved, but try as he might he couldn't figure it out. The very notion of the coins' randomness irritated him...there was a pattern to their fall, just as there was a pattern to everything. It was only a matter of finding it... Realizing that the coins had ceased their motion, he scrawled their positions into his notebook, silently noting that they vaguely formed a ring...

Barking Wilder swept up the coins and immediately dropped them onto the table again. Tethin watched the coins carefully, leaving his hands to scribe his train of thought. The coins' movement wasn't right at all; they seemed to bounce higher and produce more noise than an object of their apparent size and weight should. He rapidly calculated their velocities, rate of attraction, and numerous other factors. Formulas flowed through his mind, filling his vision and causing him to forget completely about the Xaositect next to him. The answer was just out of his reach, an underlying principle obscured by meaningless variables. Algorithms stretched across the table like strands of silk, tying the faction symbols together, a web of action and reaction, an endless pattern of lies. It was all there, laid out before him in strings of acronyms and numbers. All leading to the same conclusion, all leading to the...Tethin jumped to his feet, stumbling back over his seat, hurriedly pouring his thoughts into his notebook lest they be forgotten in his haste. Wait until his peers on Mechanus saw his work! They'd promote him directly to factor...maybe even factol! What would be his first proclamation? Bah, enough time for that later, just need to get back to that portal. He still had that portal key in his coat somewhere...

Tethin was halted suddenly as someone grabbed his arm. He swung around in alarm, instinctively

*jerking his arm away. Barking Wilder slunk back, shook his head, and said "To dark meant not some spilled be". Tethin scowled at the babbling, unruffled his sleeves, and turned out the tavern, madly scribbling notes down. He didn't bother to watch where he was going, trusting his feet to lead him home. He didn't notice the unusual silence in the streets of Sigil at this hour, only vaguely saw the large shadow fall over him.*

*Back at in the tavern, Barking Wilder smiled serenely, drinking the last of the water from the bowl.*

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## UNDERSTANDING THE FAC+IONS

Newcomers to the planes often view the factions as planar-based organizations. A canny prime might call them cults, and they're not far off. Factions are formed around some widely held belief - some philosophy alluring enough to unite people across multiple planes. Especially in the Outer Planes, where belief is often a tangible force, factions hold a significant amount of power due largely to their size and the strength of their ideals. The beliefs of a large group can influence reality, changing the multiverse to suit their mindset, after all. Fervent believers gain abilities related to their perspective and a profound action by a great number of like minds could cause the nature of an entire plane to change. Thus, most factions espouse a viewpoint that is also a path to either power, understanding of the multiverse, or simply the meaning of life. Of course, most of the factions aren't content to sit back and argue the finer points of belief; rather, they are devoted to convincing the rest of the multiverse to see things their way. Planars that have some grievance against the factions might call them "philosophers with clubs", and the truth of that statement is many of the factions are willing to do whatever it takes to prove that they're right. None have made a decisive victory, but competition for the hearts and minds of the planes has always been fierce, and those that stop trying are often lost under the weight of more infectious viewpoints.

Most factions act as a network of people to support those that hold the same ideals, providing strongholds or hangouts that any faction member can call home. This provides members with contacts, resources, and even protection they likely couldn't achieve on their own. Individual members are likewise expected to provide mutual support for fellow factioneers. After all, the multiverse has always been filled with forces that want their viewpoint universally accepted. There isn't much room for factions that can't hold their own in the quiet war for the minds of the planes; if a faction can't stand up and spread the word or fight for what they stand for, their days are numbered. Not all factions have had to battle for their existence, however. Some simply have goals, ideas, or beliefs that are so universally appealing across the planes that they fail to vanish, even if their members seem apathetic to their cause.

Over time, the number of factions and even the very definition of the word "faction" have changed drastically, much to the frustration of those that seek to define these planar groups. What you'll find here is the most recent description of what a faction is and what it means to be a member of one. Until recently, the center of faction activity and recruiting was in Sigil. Even now, the majority of Cagers are faction members of some sort, and planars across the multiverse are beginning to sign up in increasing numbers as the factions strengthen their influence abroad. Joining a faction normally equates to improvement in a body's life, but the web of politics and intrigue the factions spin across the multiverse is enough to catch anyone in the mix. Proper understanding of the extent of faction conflict can only be truly understood by examining their history.

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## BRIEF HIS+ORY OF THE FAC+IONS

Many factions are quite old - dating back centuries or even millennia. If there's folk that can remember

a time that they didn't shake the planes, they haven't been doing a lot of talking. Over time, various factions have come and gone, splintered and merged, risen to fame and fallen to infamy. The primary target of most factions' influence has been Sigil, due to its access to virtually every corner of the multiverse. If one could control the City of Doors, they would then be in a position to influence all of the planes at once. Failing that, Sigil still enabled the factions to spread their message to the numerous planars and primes moving through the city every day.

Over six hundred years ago, there were roughly fifty-two factions in Sigil. Few were as organized or as large as the factions today, but they were powerful enough to engage in the *kriegstanz*. The *kriegstanz* was a war, both overt and covert, to undermine every other faction and influence the minds of Sigil. The conflict was so intense that fierce battles became common in the streets, catching both factioneers and bystanders in the crossfire. With several factions espousing fanatical or opposing viewpoints, it seemed the war wouldn't end until one side managed to wipe out all the opposition. However, it was Sigil's overseer, the Lady of Pain, that brought an abrupt end to the conflict, making her will known by sending her servants, the dabus, to each faction with a message:

*"BY +HE ØRDER ØF +HE LADY ØF PAIN. +HERE WILL BE BU+ FIF+EEN  
FAC+IONS IN SIGIL. ØRGANIZE +HY CØLØRS IN A FØR+NIGH+ - ØR DIE."*

After two weeks of turmoil the number of factions within Sigil had dropped to fifteen. Some fled Sigil, while others dissolved entirely. The stubborn died horribly, presumably at the hand of the Lady of Pain, indirectly or otherwise. Over ten thousand died, and it seemed the *kriegstanz* had finally ended with what would become known as the Great Upheaval. It had simply entered a new phase, however, as the remaining factions gradually took control of Sigil's institutions and competed for control of the city.

### ***Veterans of the Upheaval***

The fifteen factions widely believed to have survived the Great Upheaval include the Athar, Believers of the Source, Bleak Cabal, Discordant Opposition, Doomguard, Dustmen, Fated, Fraternity of Order, Free League, Revolutionary League, Sign of One, Society of Sensation, and the Transcendent Order. The Mercykillers would form from the unification of two other factions during the Upheaval - the Sodkillers and the Sons of Mercy. The Discordant Opposition would eventually become known as the Xaositects, and the Harmonium later moved to Sigil from the Prime Material Plane. The more paranoid recorders of Sigil history, however, often question this list. After all, the exact events of the Great Upheaval were poorly recorded at best, as the chaos and panic that occurred prevented anyone from gaining a clear perspective of what transpired. Some claim a few factions, such as the Fated, Sign of One, or Society of Sensation were actually more recent than is popularly believed, and that they displaced other factions after the Upheaval itself. Others think the Harmonium existed on the planes long before its recorded arrival, and engineered the downfall of some predecessor. Though it seems unlikely, these rumors and suppositions help underpin the skepticism regarding the accuracy of even more reliable sources such as the Fraternity of Order or the Society of Sensation.

Many died during the Great Upheaval, but even more died afterwards, some by the initial conflicts between the surviving factions, and others through more mysterious causes such as diseases and disappearances. Many of the now displaced factions (thereafter called "sects") struck out against the entrenched factions within the city, making the city's already difficult transition more so. Though it's widely agreed that the original *kriegstanz* was worse, some revisionists believe that the Great Upheaval actually caused more deaths than it supposedly saved. Whatever the case, it's unanimously agreed that, for good or ill, the Great Upheaval occurred in line with the Lady's wishes, and that whatever goal she had was fulfilled. Indeed, Sigil would become much more stable over the next century, gaining a structure that both served the needs of the city and enabled the factions to continue the *kriegstanz*,

albeit more covertly. However, this new order would only last for a little over six hundred years. Though the current state of affairs would come to be taken for granted, tension was steadily building and things were in for a change - and in a big way.

### ***The Faction War***

Roughly five years ago, the factions had devolved to the point where they could no longer exist in harmony. Though Sigil had been running efficiently for centuries, hatred fueled by the never-ending cycle of quiet conflict had set the scene for another full-blown war. Some factions were forcefully undermining other factions, while others broke Sigil's laws on a daily basis. What was once idealism had become well-honed fanaticism, and the balance of power shifted back and forth like a swinging pendulum. Old grudges had simmered for centuries, and it was only a matter of time before people stopped being civil and decided to settle things the bloody way. It wouldn't have taken much to spark a war, but what Sigil got was *several* such sparks only days apart, and soon Sigil was gripped in a civil war that rocked its very foundations.

Everything started with the Harmonium and Doomguard, as both groups suspected each other of preparing an attack. What truth there was to the rumors is hard to say, even today, but the tension such hearsay caused was quite real. When Pentar, the factol of the Doomguard, suddenly vanished, the Doomguard blamed the Harmonium and Society of Sensation, shouting accusations loudly across Sigil. The Harmonium in turn accused the Doomguard of violating their ancient edict against sparking a war, and demanded the Doomguard relinquish the Armory to the Harmonium. Naturally, the Doomguard balked, but it would be weeks later before the conflict would come to arms.

Soon thereafter, the varied leaders of the Free League and Revolutionary League would come together and accused the Harmonium of wrongdoing, though the Anarchists also added the Mercykillers and Fraternity of Order to their accusations. At the request of Nilesia, the Mercykillers were put under the control of Duke Rowan Darkwood, factol of the Fated, for reasons that remain a mystery. Most agree that Nilesia was somehow duped, though the exact circumstances are still hotly debated. In any case, Nilesia vanished soon thereafter. Many Mercykillers refused to serve Darkwood, while others were simply bewildered by the turn of events. The faction began to splinter, falling into disarray, and within only days it would cease to be an effective force in planar politics. Meanwhile the Doomguard began to gather allies, distributing weapons in order to build an army against the Harmonium.

Factols kept vanishing - both Ambar Vergrove and Darius "ascended" shortly thereafter, at least according to the Godsmen and Signers at the time. Terrance of the Athar also disappeared, and that faction brought suspicion against both the Sign of One and the local churches. Karan would be captured by the Harmonium and subsequently vanish, bringing the Xaositects to the side of the "Enemies of Peace" as the Harmonium called them. Shortly thereafter the Hardheads' factol, Sarin, would die in an Anarchist assassination. Only levelheaded leadership in the Harmonium prevented a riot, and the Hardheads began to plan an attack on the Doomguard. Finally, the Mercykillers split into its two predecessors, becoming the Sons of Mercy and the Sodkillers. A few diehard Mercykillers remained, but they failed to reorganize into a faction proper. The Sons of Mercy would go on to release those they thought unjustly imprisoned in Sigil's prisons. It's said that a number of those released were killers or worse, though the Martyrs have protested that they were not responsible for their release to this day.

That same day, Anarchists performed a vicious attack on a Sensate bar that prompted the Sensates to swiftly ally with the "Oppressors of Sigil". Meanwhile, the Doomguard sought allies with the Bleak Cabal. The Bleakers, true to their nature, refused and opted for neutrality in the upcoming conflict. The Free League, on the other hand, eagerly jumped at the chance for an alliance against the Harmonium, seeking revenge for years of oppression. Eventually the Sons of Mercy allied with the

Sensates and the Harmonium, while the Sodkillers, looking for an excuse to fight someone, sided with the Doomguard. Open war was imminent. The final catalyst hit when a Xaositect slew Factol Hashkar of the Fraternity of Order.

The first battle of the war was known as the Battle of the Armory. Giving no formal warning, the “Oppressors of Sigil” staged an assault on the Armory. The “Enemies of Peace” mounted a defense, but were eventually overwhelmed due to their lack of organization. Several backfiring Doomguard weapons ended up destroying the Armory, and the Sinkers suffered massive losses in the ensuing destruction. Still, it was far from a decisive victory, and sizable losses occurred on both side. Soon thereafter, the Fraternity of Order, Sign of One, and Believers of the Source allied with the Harmonium and the other “Oppressors of Sigil”, while the Athar joined the Doomguard and the other “Enemies of Peace”.

Things rapidly deteriorated as the Indeps and the Chaosmen staged a counterattack on the Civic Festhall. However, upon receiving prior warning, the Hardheads, Martyrs, and Sensates were able to build their defenses in the Lower Ward. The battle that ensued there remained a stalemate until tanar’ri forces began pouring into the city, believing this was their chance to take Sigil finally. Almost immediately, a baatezu force arrived to fight the tanar’ri in response. There was no victor of this conflict - all of the forces simply lost numbers, with no appreciable gain or loss, the only exception being a surprise attack by Sodkillers and some tanar’ri on the Festhall, which led to the slaughter of many holed up inside. Similarly, a much smaller conflict erupted between the Lost and the Signers, which resulted in the destruction of the Shattered Temple, but the Athar were nonetheless able to drive the Signers from their base.

Suddenly, at the height of the chaos, Sigil’s portals ceased working. Riots for food and water immediately began. The less stable threw themselves off the edges of Sigil, tumbling away to destinations unknown. While the fiendish invasion was cutoff, it almost seemed that the panic and fury of Sigil’s citizenry would destroy the city anyway. However, the sudden appearance of nearly every member of the Transcendent Order brought relative peace to the city as they worked to calm the populace and aid them in their time of need. Anarchists, however, in one final act of retribution against the Bleak Cabal for remaining neutral, infiltrated the Gatehouse and freed many of the inmates there.

The war ended without any more ado, with no real winners, no new rulers of Sigil. Too spent to continue fighting, and not driven enough to truly consider mutual destruction, the factions signed a truce. It was another bold step by the Lady of Pain, however, that truly ended the Faction War. Once again, her dabus issued an ultimatum:

*“THIS CI+Y +ØLERATES YØUR FAC+ION NØ LØNGER.  
ABANDØN IT+ ØR DIE.”*

Though vague, there was no disputing Her Serenity’s words. The factions left the city’s institutions they had maintained for centuries, leaving private and public organizations to rise to take their place. Some buildings that once served as faction headquarters were taken by private entrepreneurs, while others were made public facilities. The Athar, Doomguard, Fated, Fraternity of Order, Harmonium, and the Revolutionary League all chose to leave Sigil and regroup on their respective planes. Meanwhile the Bleak Cabal, Dustmen, Free League, Society of Sensation, Transcendent Order, and the Xaositects simply renounced their faction status while changing little about their beliefs or activities. The Believers of the Source and the Sign of One decided to merge into the Mind’s Eye, and moved the majority of their faction to the Outlands. Finally, the Sodkillers and the Sons of Mercy, under the guise

of guilds, both took it upon themselves to fill the void in Sigil's law enforcement. The portals reopened, but with their destinations and keys changed entirely. This became known as the Tempest of Portals, and with it, the factions left Sigil.

In the aftermath, it became abundantly clear that more factols were missing than previously assumed - in fact, Factol Rhys of the Transcendent Order is the only survivor. Rumors began spreading that factol Rowan Darkwood of the Fated's manipulations were responsible for starting the war. Much of the city became consumed with "faction fever" as Cagers tried to gather as much information on the departed factions as possible. Various conspiracy theories began to circulate blaming different forces for the disappearances of the factols, including Darkwood, Rhys, the Daughters of Light, the Eschaton, and the Lady of Pain herself. In retrospect, most assume the Lady to be the most likely suspect. After all, she's the only one with enough power and seeming reason to have done so, but ultimately there's no real evidence to support this theory. The disappearance of the factols remains, for the most part, a mystery.

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#### FAC+ION MECHANICS

*"After the Faction War, a lot of bashers assumed that because the factions were banished from Sigil, they weren't going to have influence on the planes anymore. Of course, today we know this to be entirely false - by forcing the factions out of Sigil, they retreated back to places suitable to their beliefs and concentrated their efforts there, where they grew far faster than they ever did in Sigil. All of this seems obvious in retrospect, but bear in mind the factions were relatively quiet as they healed their wounds compared to before the Faction War. By the time the factions started to gain real power in the Outer Planes, enough that they actually started infringing on the powers' spheres of influence, it was already too late.*

*"Greybeards always wonder how the Blood War started; I think what we're looking at now is the potential beginning of a similar conflict, but this time I don't think any of the planes will be safe from it. Of course, things had begun to unfold some five years after the Faction War..."*

*- Portiale, zenythri scholar, four years hence*

Aside from the myriad advantages granted in game by being a member of a faction, characters have the option of training in and developing abilities specific to each faction. *The Planescape Campaign Setting* uses feats and prestige classes to represent the various paths faction members take. These can be gained by the standard rules with the additional condition that the character must currently be a member of one of the prerequisite factions. During character creation players may choose to start in any faction. Otherwise, players cannot simply join or leave a faction. The process must be role-played in game as described below.

A character may only be a member of one faction at a time and may only take feats from one faction - if for some reason a character should end up a member of two factions (such as if they are a spy), only one membership counts for purposes of feat and prestige class selection. Furthermore, even if a character is a member of a faction, they aren't considered a true member of a faction unless they back up that membership with belief. A DM is in their right to restrict faction membership or abilities based on a character's actions, and provide repercussions for those that go "against the grain" in a faction. Should a character lose membership in a faction, or otherwise indicate to the DM that their character has completely lost faith in the ideals of the faction, any feats or abilities granted by prestige classes that are indicated to be Faction-Dependent cease to function. Other class features, such as base attack and increased saving throws, remain. The character may regain lost abilities by rejoining the faction (almost always a difficult process) or joining another faction that also offers those abilities.

One additional perk of being a faction member is that factioneers look after their own and react well to those of like-mind. Thus, faction members gain a +2 circumstance bonus on any Charisma-based skill check when interacting with members of the same faction. This only applies if both parties are aware of each other's faction membership.

### ***Joining a Faction***

For some factions, joining isn't very hard - just put on the faction symbol and walk around pretending like you belong. That won't work out well with the more lawful groups like the Harmonium or Fraternity of Order, but factions like the Free League don't mind. Truly belonging, however, requires two things: belief and recognition of that belief. The only real way to prove one's belief is through actions, and so most factions take into account the doings of any would-be member. If they don't seem to be in accord with their credo, they may set additional requirements. This could be an induction ritual, a mission to prove one's loyalty, or even a hazing of one sort or another. Ultimately, most factions will watch a new member closely after joining. If they don't seem suited to the beliefs and activities of the faction, or if they embody the beliefs in an improper manner, chances are they'll be kicked out unless they're lucky or know someone important.

Most of the time, gaining membership in a faction is the task of the would-be member, and it's up to a factotum of the faction to recognize that fact. Often that factotum becomes a mentor to the new namer, guiding them and bringing them closer into the fold. In some factions, recruitment is extremely informal. For example, a Transcendent Order factotum will simply watch a would-be Cipher and make a personal judgment as to whether the person can follow their path. On the other hand, joining the Harmonium requires showing up for several recruitment meetings, and if judged worthy, going on to eight weeks of training in Arcadia. On occasion a faction will seek out an individual they think is suited to their ideals. This typically only happens when a faction notices someone they think essentially complements their belief system already or a faction has some definite gain to be made by courting a would-be member.

This isn't to say the factions don't recruit - it's just rare that they target an individual. Indeed, recruitment flyers, posters, and criers can be seen throughout the gate-towns and planar cities, particularly close to various factions' spheres of influence. Recruiters wander the Great Ring, trying to win the allegiance of the unaligned through words or deeds, whichever seems likely to work at the time. Where Sigil was once the center of such activity, most recruiters keep their activities quiet in the Cage these days, relying on subtle hints and suggestions to get their message across. Few are brave enough to test the Lady's word, even five years after the fact. There's always the occasional disappearance that could be attributed to pushing Her too far. However a faction goes about it, the *kriegstanz* continues, make no mistake. Almost every faction wants your mind on their side, and the war for belief needs soldiers.

### ***Faction Ranks***

Despite their extreme differences in activities and outlook, most factions ascribe to largely the same ranking system. Of course, how rank is achieved and what it means is entirely different from faction to faction. Higher rank may or may not confer authority, but it always confers increased responsibility to the faction. In general, higher rank means one will be sent on more important missions for the faction, oversee the activities of lesser-ranking members, and act as a worthy example for those seeking to advance in the faction's philosophy.

The initial rank for everybody new to a faction is ***namer***. Namers are typically uninvolved in the day-to-day operations of a faction, but provide grassroots support for the movement. The simple act of namers believing is enough for most factions, though they often help pass relevant tidbits of



information on to more dedicated factioneers, or provide small services like a subtle discount or a place for other faction members to rest. They also serve as mouthpieces, spreading the word of their faction and occasionally even recruiting. Though namers might be called upon for the occasional mission, they are well within their rights to refuse direct orders or requests from high-ups, even among the lawful factions. Of course, refusing is a sure-fire way to remain a namer. Typically, only by helping advance the interests of the faction directly does one advance to the next rank.

Once a namer has proven themselves and has a willingness to work full-time for the faction, the faction may promote a namer to *factotum*. The biggest difference in being a factotum is that one works directly for the faction itself. A number wander the planes, attempting to recruit others into their faction. However, they also fulfill necessary roles in the faction's structure such as guards, spies, record-keepers, soldiers, mages, and so on depending on their skills and the faction's needs. Unlike namers, they're expected to follow orders largely without question, but chances are they'll also be well-provided for. Similarly, faction leaders are unlikely to send them into life-or-death situations (at least unprepared) due to the inherent value in a dedicated believer.

A rare few within a faction advance to the rank of *factor*. Factors serve as the administrators of a given faction, directing factotums, overseeing faction strongholds, and ensuring that the factol's policies are carried out. Groups of factors generally deal with the day-to-day business of running a faction and advancing its ideals. Most factors are based out of the faction's home plane, though a few between all the factions remain in Sigil to direct their factions' subtle presence there. In some factions, it may not be clear as to who the factors are; the Revolutionary League, for example, doesn't advertise their leadership, while the Cipher factors lead by example but rarely give actual orders.

Finally, the top rank in any faction is that of *factol*. Most of the time these are former factors, but rarely a factotum will become popular (or lucky) enough to make the jump from factotum straight to factol. These are the direct and often unquestioned leaders of their respective factions. They direct the entire faction's direction, outlook, and plans. Often they embody the faction's beliefs, serving as examples to namers and factotums alike as to the direction and desires of their faction.

It's important to note that some factions have additional ranks in between. The Harmonium has five levels of ranking, while the Fraternity of Order seems to have a different title and rank for every member. Others have much looser structures, and may or may not have a factol. Notably the Revolutionary League and the Free League traditionally have no factol, and rank has never played a large role among the Transcendent Order or the Xaositects. Still, most folk are inclined to classify faction members by these ranks - it's as much a matter of perception as actual authority.

## Changing Factions

Occasionally, someone will decide a faction doesn't really suit them anymore, and leave a given faction. Most that do so are seen as burnouts, folks who either can't make up their mind or can't be trusted to dedicate themselves to anything. They receive both pity and distrust from members of nearly any faction, and it's difficult to join a new faction after abandoning another. Furthermore, many are wary that former faction members might still be serving as spies for their former faction. More fanatical factioneers might reject those that have belonged to other factions on the simple suspicion that others might be "corrupted" by their former beliefs.

A lot of importance is placed in belief, particularly in the Outer Planes, and those that casually discard it are seen as throwing away about the only thing of universal worth on the planes. Those that do change factions typically do so because of some profound experience; rarely does someone set out to

change their own beliefs. Most of the time the change stems from some trauma or revelation that changes the person's outlook or ideals deeply. That being said, most movement between factions are done between the more chaotic groups. An embittered Sensate might join the Bleak Cabal, or a Revolutionary League member that becomes a rebel without a cause might have a better home in the Xaositects. The Free League is about the only faction that regularly welcomes individuals that formerly belonged to another faction.

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### *THE CURRENT STATE OF THE FAC+IONS*

While the number of "true factions" is hotly debated - with words in the parlors of the planes, and with fists in the drinking halls - sixteen major factions remain post-Faction War. Now that the factions have been expelled, it remains to be seen whether that number will grow or shrink in time. Of the sixteen, twelve formerly held power in Sigil. New or old, all the factions have been forced to reconsider their position and purpose in the multiverse. Sigil is no longer the objective of every faction, at least for the time being. Many of the factions have been forced to look inward for the first time in centuries, questioning both their goals and their methods, as well how they fit in the rest of planar society. A synopsis of the major factions is included below:

**The Athar** are most commonly found around the Great Spire in the Outlands, but members also travel with relative frequency to the Astral Plane. They believe the deities are unworthy of worship, and to do so reinforces their subjugation of mortals. To the Lost, deities are just incredibly powerful individuals, but are just as flawed as lesser beings and should not be idolized.

**The Bleak Cabal** is most commonly found in Pandemonium and its gate-town, Bedlam. It's members believe the multiverse has no purpose or deeper meaning, and every individual must find their own reasons and motivation from within. Though largely humanist in nature, the Bleakers often fall prey to depression and madness due to the implications of their beliefs. They can often be found supporting soup kitchens and other works of relief across the gate-towns and Sigil.

**The Doomguard** calls the negative Quasielemental Planes its home, though wild rumors place some Sinkers as fortifying in the Abyss as well. Their philosophy revolves around entropy, the force of decay that they believe to be the only constant on the planes. Whether that entropy needs to be assisted or stymied varies from member to member, but they have developed reputation as destruction-mongers.

**The Dustmen** have their outpost upon the Negative Energy Plane, though a number of them are still active in Sigil's mortuary. They believe that this life is a shadow of real existence, and that everyone has already died and transitioned to this poor substitute. Seeing no value in this life, the Dustmen accept death, and work to prepare themselves for True Death and whatever stage of existence exists beyond it.

**The Fated** are often found in Ysgard and its gate-town, Glorium. The Takers accept that life is tough, but assert that it's survival of the fittest, and that each individual has the right to do whatever it takes to survive and prosper. The multiverse exists for those that can take it, and those who won't fight for their piece deserve to be shoved aside. The Fated weren't much loved before the Faction War, and now that their former factol is blamed for beginning the war, many across the planes intensely distrust them.

**The Fraternity of Order** is centered on Mechanus and its gate-town, Automata. Understanding the laws of the multiverse provides influence over it, the Guvners say, and those that learn to exploit these rules will have true power. Their hunger for power is well known, and most folks are watchful of them despite their relatively inoffensive nature.

**The Free League** is spread evenly around the Outlands and gate-towns, spreading its philosophy of individual independence from the dictates of others. The Indeps believe the minds of the planes should be free from the thought police of the factions, and allowed to develop their own beliefs. While not advocates of revolution like the Revolutionary League, the Free League has often been persecuted by various groups because of its resistance to authority.

**The Harmonium** is mainly found in Arcadia and the Upper Planes, enforcing its belief in a unified, planes-wide organization. Peace, the Hardheads say, can only be achieved by getting every person across the planes to believe in the same ideals. Naturally, their beliefs are best suited for the task, so peace requires enlisting everyone into being a member of the Harmonium. While seemingly well meaning, the Hardheads have clearly gotten out of hand on a number of occasions, and people across the planes are often polarized between seeing them as saviors or thugs.

**The Mind's Eye** is a neophyte organization, largely spread evenly across the Hinterlands of the Outlands. Also known as Seekers or Visionaries, they see the multiverse as a testing ground, a place designed to help one pursue self-discovery and personal growth. Only through this path can individuals move up the latter of existence. The catch is, they tend to perceive their surroundings as their personal playground, and their self-centered quality rivals that of their forebears, the Sign of One and the Believers of the Source.

**The Revolutionary League** is a loosely knit alliance of various anti-authoritarian cells spread across the planes, with its central holdings in Carceri. The Anarchs seek freedom from authority, and the total liberation of the planes from high-ups and hierarchies. Only once the chains of society are cast down will everyone be free to find the truth of the multiverse. Anarchists to a fault, they are rarely trusted. On the other hand, they often find alliances with the oppressed and dispossessed.

**The Ring-Givers** are a rapidly growing faction from Ysgard and now based in Sigil. Focused on freeing themselves from debt and reliance, the Bargainers believe that by coveting material possessions and convincing ourselves they are necessary, we become beholden to them. True freedom, they say, can only be found by giving everything up. Likewise, by giving everything you've got to the multiverse, the multiverse will be persuaded to act in kind. Though most folks laugh at the idea of tossing power or riches away, it can't be denied that they often seem to end up on top of many deals.

**The Society of Sensation** is based out of Arborea, where it demonstrates its philosophy that experience equals power. That doesn't mean simply length or depth of experience (though those are nice), but breadth. The Sensates believe experiencing something is the only way to understand it, and so to understand the multiverse one must expose oneself to as much of its experiences as possible.

**The Sodkillers** are based out of Acheron, and believe firmly that violence is the solution to all life's problems. Whatever the trouble, a suitable amount of force properly utilized will resolve the matter. While not exactly popular, they've come to gain a significant amount of respect and power in Sigil because of the obvious effectiveness of their tactics.

**The Sons of Mercy** are a well-meaning group of white knights hailing from Bytopia, traveling across the planes on a mission to demonstrate the best qualities of good. While recognizing the role of laws in protecting the well-being of a community, the Martyrs feel that because law is corruptible, it should not be a hindrance in achieving the greater good. Likewise, they realize evil is counterproductive to peace in the multiverse, but believe that the best way to promote good is by living as an example and helping individuals reform. While noble, a gentle approach isn't always an effective one, and this has earned them a reputation as idealistic fumlbers.

**The Transcendent Order** centers in the serene locale of Elysium, seeking to attain unity of mind and thought. Deliberation and hesitation are flaws from the standpoint of their members, and the Ciphers believe that by purifying action into instinct one can discover their role in the multiverse. That role often brings them into the center of conflicts as a mediating force, bringing balance and calm to otherwise unstable situations.

**The Xaositects** are everywhere, but find their natural home is Limbo. Chaotic in the extreme, they think that disorder is the true state of the multiverse, and the only state worth seeking. True freedom and strength can only be found by loosing the shackles of reason and conformity according to their example, if not precisely their teachings. Most people simply think them mad, and often the Xaositects only back that up with their bizarre actions and schemes.

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#### THE A+HAR

*Jaya hugged Hobard, who squirmed with discomfort. "Take care of yourself, and keep in touch," she said, holding forth the portal key. A low humming filled the air as a shimmering field of blue energy encompassed the doorway.*

*The wizened githzerai snorted, a combination of amusement and disgust. "And how am I supposed to do that, with you cowerin' at the base o' the Spire?" Jaya tucked a stray hair behind one ear and looked straight into Hobard's eyes. He could see her compassion and determination, so much like Terrance's.*

*"There will come a time when the Lost can return to Sigil, Hobard, but our brethren are confused and scared and need a place to feel safe. I can understand your reasons for not coming with us -- please understand why we must go." With a smile and a wink, she vanished through the portal.*

*Hobard proceeded back along the alley and stopped to stare at the place where the Shattered Temple once stood. Swarms of workers hauled building materials to and fro, the foundation nearly ready for its new temple. The githzerai's eyes narrowed, and crackles of energy danced between his fingertips as he clenched his fists.*

*"We'll just see how far that fat friar gets with his temple."*

The Athar believe that the gods are frauds, unworthy of worship, no matter how powerful they may be. While possessing awesome might and near-limitless resources, gods are not the all-knowing, all-powerful progenitors of the multiverse - they are beings that make mistakes, and they can be killed. The false hierarchy of worshipper and deity serves only to bolster a power's ego and reinforce the inferiority of a worshipper. No, the gods are beyond the understanding of mortals, if they exist at all. What exists now is nothing more than an elaborate scheme that ends up with worshippers getting the short end of the stick. There is enough hardship in a person's life without the need to cater to a power's whims, and the Athar believe it is their duty to inform everyone they don't have to.

**Philosophy:** The gods are all frauds.

**Nicknames:** Defiers, the Lost.

**Headquarters:** The Spire.

**Major Races:** Bariaur, chaond, half-elves, humans, tieflings, zenythri.

**Favored Classes:** Ex-clerics, monks, ex-paladins, rangers, druids.

**Factol:** Jaya Forlorn (NG female human ex-Clr7/Ftr2/Defier5).

**Prominent Members:** Caylean (CG male tiefling Rgr6), Hobard (CN male githzerai Wiz11/Fist of Divinity2).

**Alignment:** Any, with chaotic tendencies.

**Symbol:** Profile of the Spire crowned by a black torus.

The gods are frauds, not because they aren't powerful - they are; there is no denying it - but because they present themselves as more important than all other things in the multiverse. They demand worship and obedience, but they grant only a tiny measure of power to a select group of worshippers, mainly clerics, in exchange for a lifetime of devotion and service. The bulk of the population receives no acknowledgement, let alone benefit, for their piety. Most creatures live and die without knowing if their god truly existed. Such deception is unconscionable and inexcusable, and must cease.

The Athar belief is simple: the powers are not "true" deities. A deity should be above the necessity of mortal worship, should be above all mortal mistakes, and most of all should be above death. If they suffer from these flaws, if they are truly so limited, how can they be the absolute forces that created and guided the multiverse? It simply can't be true. The powers that exist on the Outer Planes (and the few that live elsewhere) must therefore not be gods at all. Of course the Athar aren't blind, deaf, or dumb; they fully acknowledge the strength and ability of the powers. They just don't believe any amount of power short of true godhood is worthy of worship, and they refuse to participate in any act that reinforces their sham.

There is ample evidence the gods are frauds. Druids, paladins, and rangers can duplicate the divine abilities of clerics without swearing fealty to a power, and more and more clerics are surfacing with spell abilities that spring from ideals, philosophies, and other less tangible sources. Indeed, the Athar have clerics within their ranks that draw upon the Great Unknown, a force they believe is beyond the ken of mortals and gods alike. On the Outer Planes the difference between a power and a mortal is even less defined, for everyone with sufficient belief can alter their reality to meet their expectations. Sure, they may not be able to do it with the dazzle of a power, but the process is the same.

Why, then, is the message so hard to deliver? The Outer Planes are home to the gods, and nobody likes being called a liar to their face. While the Athar do their best to not directly provoke the powers (they're not suicidal, after all), sometimes there is no easy way to tell the truth, and the messenger suffers as a result. This is the current state of the Athar, and a great concern for the faction's members. How can one shed light on the truth of the powers, when the powers themselves wish it to remain hidden?

Before the tumultuous events of the Faction War, the Athar used the very nature of Sigil as a buffer between themselves and those they disparaged. *Whispering runes* - talking leaflets that delivered the Athar message to the illiterate - were a main weapon in the faction's war against deific oppression, with the multitude of portals providing a ready means of distribution. Gods could not enter Sigil, and their agents were easy to track and eliminate, so the Lost were secure in their position.

## Brief History

History recounts the meeting of two men, Dunn and Ciro, who encountered each other at the location of the Shattered Temple in Sigil and formed a friendship based on their mutual disregard for the powers. The two parted with a solemn vow to find like-minded individuals and bring them back to the ravaged temple, forming the basis for the Athar as they are known today. Disillusioned clerics, dishonored paladins, and discontent commoners swelled the ranks of the Lost, eventually attracting the attention of the Harmonium. A war between the factions ensued, stopped only by the intervention of the Lady of Pain.

This conflict actually served to cement the Athar's factionhood. The reaction of the Harmonium showed the message of fraudulent gods carried weight, and the support of the Lady was seen as an affirmation of that message. The fact that she was extremely powerful and actively discouraged worship of herself was also a boon to the Lost. Of course, more than just the Harmonium disliked the stance of the Athar; the Fated and the Mercykillers also opposed them. The Takers believed that since the gods could get the worship of mortals, they should be able to; the Red Death simply wanted to avoid adding ultra-powerful beings to a growing list of those deserving of justice.

The Faction War in Sigil dealt the Athar two heavy blows: first, when Factol Terrance disappeared near the beginning of the war, and second, when the Shattered Temple was razed in the war's aftermath. Leaderless and homeless, the Athar rallied around Jaya Forlorn, a young protégée of Terrance's and a cleric of the Great Unknown. Her calming influence coupled with the wisdom of Hobard, an ancient githzerai wizard, helped organize the group for a mass exodus from Sigil when the Lady's decree became known. The factions were no longer allowed to officially operate within the City of Doors, and the Athar could think of only one other place in the multiverse where the gods could not destroy them at their leisure - the base of the Spire. There, all magic would be suppressed, even that of the powers.

The bulk of the faction migrated to the base of the Spire. Hobard and a small group of militant Athar remained in Sigil and moved underground - literally - to plot the return of the faction to strength. One problem that immediately became apparent for the emigrants was the isolation. There was no longer the convenience of a plethora of portals; indeed, the dispossessed Athar had only their feet as reliable transportation for countless miles until the Spire's influence waned. They were secure from their enemies, but they no longer had the means to deliver their message. This both frightened and frustrated many members, and only the leadership of Jaya Forlorn kept the faction from dissolving altogether. The faction has since adopted a new symbol - a profile of the Spire crowned by a black torus - symbolizing the Athar journey from Sigil to the Outlands and their hope to one day return to the City of Doors. Members bear the mark as a tattoo or on an amulet but keep it secret, fearing the wrath of the gods and their servants.

## Goals

The current goals of the Athar are twofold. First, they must find some means of continuing to deliver their message that gods are frauds, and second, take back that which was theirs - namely, the Shattered Temple. Jaya concentrates on the first while Hobard focuses on the second, and the two hope to reunite the faction when either goal has been accomplished.

Jaya's attention is currently focused on the Athar's new neighbors, the rilmani. Of particular interest is the Mirrored Library in the city Sum of All; if information on how to accomplish the Athar's goals cannot be found within, then a thorough study of the "mirror magic" might help solve communication and transportation problems. The rilmani are not forthcoming with any information, but they do not bar the Lost from entering the city or the library, so Jaya continues along this line.

Meanwhile Hobard plans a campaign of guerilla warfare aimed at both the Garianis family and the temple of Hades now being constructed where the Shattered Temple once stood. Friar Murlov Garianis, a local crimelord and cleric of Hades, immediately took possession of the Shattered Temple and its surroundings when the Faction War ended, intending to build a grand temple that would elevate his own status and bring the glory of Hades to the masses of Sigil. The Athar consider this action a declaration of war, and no one involved with the temple's construction is safe from the vengeance of the Lost.

Of course, both these lofty goals have little impact on the average Athar member. Membership in the Athar these days involves work, and lots of it. Food and supplies must be carted to the base of the Spire on a daily basis, messages must be delivered to those Lost still lurking in Sigil, and allies must be sought among the planes if the Athar hope to return to their former power. Magic is of little use where the Lost currently lair, so skilled craftsmen and professionals are in high demand. Heavily armed parties escort the caravans necessary to keep the Athar alive, and the most trusted of agents act as go-betweens for Jaya and Hobard, sworn to take their own lives before revealing the faction's plans.

No one in the organization is idle; everyone has a part to play. Wizards are dispatched to the Mirrored Library in Sum of All to study the texts and unlock the secrets of mirror magic. Combat-oriented members act as escorts for all Athar, defending fellow members from the proxies and petitioners of the powers.

### Allies

The Athar have no allies among the former factions, but they also don't have any enemies left with the strength to take action. While Jaya Forlorn courts the rilmani, there is little hope that enigmatic race will lend true support. Whatever the Athar hope to accomplish, they must do so on their own.

### Enemies

The gods themselves consider the Athar a threat, for the faction's words poison the faithful and leech away their power. The church of Hades and the Garianis crime syndicate are both targets of the Athar's wrath, although neither as yet knows of the enmity. As for the factions, each has its own concerns and no time to worry about the doings of the Lost. The Mercykillers and the Sign of One no longer exist; the latter merged with the Believers of the Source into a new organization called the Mind's Eye, and it has no hostility towards the Athar. The Harmonium and the Fated both relocated to other planes and are no longer in such close quarters with the Athar; the Lost remain cautious around members of both factions, but neither group has the time or resources to mount a campaign against the Athar.

### *Defiant Soul*

The young man stared up at Jaya in disbelief as his healing spell fizzled. "Allow me," the defier said as she laid hands upon the injured boy. "I told you the Powers were fakes...only acceptance of the truth can grant you access to the Great Unknown."

Defiant souls are members of the Athar who demonstrate the tenets of their faith to the masses. They openly challenge the clerics of gods, defeating them in battle whether by deeds or words, showing there is no need for someone to worship a deity in order to gain the divine power many seek. They

preach the supremacy of a force they call the Great Unknown, which transcends the gods and grants defiant souls and other Athar the ability to resist divine magic. Ex-paladins and disillusioned clerics are obvious choices for this prestige class, but self-reliant classes like the monk and rogue, as well as those who worship natural forces, like the druid and ranger, are also attracted to the philosophy.

Hit Dice: d6

Requirements

To qualify to become a defiant soul, a character must fulfill the following criteria.

Faction: Athar

Base Attack Bonus: +7.

Base Will Save: +3.

Skills: Knowledge (religion) 10 ranks.

Feats: Faithless Blessing, Faithless Miracle.

Spellcasting: Ability (either existing or former) to cast divine spells.

### Class Skills

The defiant soul's class skills are Bluff (Cha), Concentration (Con), Craft (Int), Intimidate (Cha), Knowledge (religion, Int), Listen (Wis), Profession, and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+2	+0	+2	Spell Immunity	
2	+1	+3	+0	+3	Divine Resistance	
3	+2	+3	+1	+3	Spells of the Great Unknown	+1 spellcasting level
4	+3	+4	+1	+4	Banishment	+1 spellcasting level
5	+3	+4	+1	+4	Divine Prevention	+1 spellcasting level
6	+4	+5	+2	+5	Improved Counterspell	+1 spellcasting level
7	+5	+5	+2	+5	Divine Immunity	+1 spellcasting level
8	+6	+6	+2	+6	Punish the Divine	+1 spellcasting level
9	+6	+6	+3	+6	Nondetection	+1 spellcasting level
10	+7	+7	+3	+7	Divine Interference.	+1 spellcasting level

### Class Features

All of the following are class features of the defiant soul prestige class.

**Weapon and Armor Proficiency:** Characters who take a level of defiant soul gain no special proficiency with armor, shields, or weapons.

**Spell Immunity:** All defiant souls are immune to the following spells: *bestow curse*, *blasphemy*, *doom*, *holy word*, and *geas/quest*.

**Divine Resistance:** At 2nd level, the defiant soul gains a +2 resistance bonus to saves against divine spells.



**Spells of the Great Unknown:** A defiant soul of 3rd level or higher gains access to the Great Unknown. The Athar believe everything springs from the Great Unknown and that the gods are just pretenders. Fueled by this belief, the defiant soul advances in spellcasting ability as a divine class she held previously, but now draws power from the Great Unknown. When a new defiant soul level is gained, the character gains new spells per day as if she had also gained a new level in a divine spellcasting class she belonged to before she added the prestige class. She 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, and so on). This means she adds the spellcasting levels of defiant soul to the level of some other spellcasting class the character has, then determines spells per day and caster level accordingly.

If the character had more than one divine spellcasting class before she became a defiant soul, she must decide to which class she adds a defiant soul level for purposes of determining spells per day when she adds each new level. Ex-clerics regain their spellcasting ability up to the level they had attained before becoming ex-clerics. They can pick two domains to replace the domains they had access to before they lost their spellcasting ability.

**Banishment (Sp):** Once per day, a defiant soul of 4th level or higher can send away an extraplanar creature as per the banishment spell as cast by a cleric of a level equal to the defiant soul's class level.

**Divine Prevention (Su):** Once per day, a defiant soul of 5th level or higher can bestow a saving throw bonus (as a standard action with a touch range) equal to her defiant soul class level upon a recipient. The resistance bonus applies against the next divine spell to which the recipient is subjected, even beneficial spells such as bless and cure light wounds. If the recipient is unwilling, the defiant soul must make a successful touch attack as a standard action and the target must succeed at a Will save (DC 10 + the defiant soul's class level + the defiant soul's Wisdom modifier) or be subject to the bonus.

**Improved Counterspell:** At 6th level, the defiant soul gains Improved Counterspell as a virtual feat, but may only use it to counteract divine spells.

**Shield of the Great Unknown (Su):** Defiant souls of 7th level or greater are immune to damage from a divine power, such as that from half the damage of a flame strike spell. They are also immune to the bonus damage caused by aligned weapons (anarchic, holy, lawful, unholy). This does not protect the defiant soul from any direct attacks from a deity, however.

**Punish the Divine (Su):** At 8th level, the defiant soul can reflect a divine spell back at the caster. When using improved counterspell, the defiant soul can cause a spell to rebound at the original caster instead of causing it to fail. The defiant soul can use punish the divine on divine spells that target the defiant soul, not area-affecting spells or those targeting another creature.

**Nondetection (Su):** At 9th level, the defiant soul gains the continuous benefits of a *nondetection* spell as though cast by a sorcerer of the defiant soul's class level (DC 15 + the defiant soul's class level). This ability can be suppressed or resumed as a free action.

**Divine Interference (Su):** At 10th level, the defiant soul generates a field that interferes with all divine spellcasting (except his own). Any divine spellcaster within 10 feet of the defiant soul must make a

Concentration check (DC 20 + the defiant soul's Wisdom modifier) in order to successfully cast a spell. Failure indicates that the spell does not take effect but is lost as though cast. This ability can be suppressed or resumed as a free action.

### *Infidel Crusader*

There are many among the Athar who view themselves as the put-upon minority, as the downtrodden True Believers in a world full of those worshiping false idols and deities who take advantage of them. The Infidel Crusader is a warrior for the Cause, a champion of the Athar, and an eradicator of the evils of religion and deity-worship as they exist. The Infidel Crusader is a paladin of atheism, after a fashion, championing the cause of the Athar wherever they go, and smiting the evils that threaten to overwhelm the faithful -- namely, the faithful of the false religions that worship deities.

Infidel Crusaders are often ex-clerics or ex-paladins who have become obsessed with the obliteration of what once crushed them under the heel of false gods. They can, however, come from many walks of life. Fighters who have grown up with the Athar philosophy are common, as are rangers who take up the fight. Barbarians tend to be religious, so they are less likely, but still possible. Other classes are largely rare, either lacking the battle training or the dedication and idealism that one normally associates with the Infidel Crusader.

Within the ranks of the Athar, Infidel Crusaders are not entirely common, though they are a significant and vocal minority. Many of them tend to be warlike and overtly hostile to any outside faith, crusading against religions and temples even in the heart of Sigil, when they occasionally get out of control. Because of their slightly volatile tendencies, they are often given jobs defending Athar outposts in the more dangerous areas of the multiverse, as there, the crusade against the faithful is at least only mostly destructive of things that nobody will miss. The obliteration of one more church to a Demon Lord is not something most of the multiverse would be sad about, after all.

Hit Dice: d10

To qualify to become an infidel crusader, a character must fulfill the following criteria.

Faction: Athar

Base Attack Bonus: +5

Feats: Heretic's Strike, Heretic's Fury

Skills: Knowledge (religion) 4 ranks

Special: You must have taken the Vows under an initiating cleric of the Great Unknown of 5th level or higher. During the ceremony, you must have destroyed 100 gp worth of items sacred to a particular god-worshipping faith.

Class Skills are Concentration (Con), Craft (Int), Knowledge (religion) (Int), Heal (Wis), Profession (Wis), Diplomacy (Cha), Perform (Cha).

Skill Points/Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+0	+2	Vows, Tainted Touch, Obscurement
2	+2	+3	+0	+3	Smite Believer, Heretic Aura
3	+3	+3	+1	+3	Proselytizing
4	+4	+4	+1	+4	
5	+5	+4	+1	+4	Lesser Ally from Behind
6	+6	+5	+2	+5	
7	+7	+5	+2	+5	Doubt, Ally from Behind

8	+8	+6	+2	+6	
9	+9	+6	+3	+6	
10	+10	+7	+3	+7	Defiance, Greater Ally from Behind

### Class Features

**Weapon and Armor Proficiency:** Infidel Crusaders gain proficiency in one martial weapon, if he doesn't already have martial weapon proficiency.

**Vows:** Infidel Crusaders, upon being welcomed into the tradition, must take certain vows that he must uphold at all times. A violation of these vows results in losing all class-granted abilities from the Infidel Crusader prestige class (except attack and save bonuses), at least until the crusader repents, and has atonement cast upon him by an equal or higher level cleric of the Great Unknown. The vows are as follows:

- An Infidel Crusader must retain belief in the Great Unknown as the origin and manifestation of all true divine power. He must hold that the gods are mere pale reflections and echoes of the true divinity, the Great Unknown, from which they draw their power.
- An Infidel Crusader must always fight against the false gods that wish to obscure the truth from the devout. By words and deeds, an Infidel Crusader must resist and battle the lies of the deities, either directly or indirectly. Infidel Crusaders need not be reckless or stupid, and, in fact, tact is often the better choice than full-on war. It is left up to the individual crusader's wisdom to tell which a given circumstance calls for.
- An Infidel Crusader must never receive aid or help from a priest that is not a fellow believer. They must accept neither magical enhancement nor healing nor resurrection from any priest devoted to any source other than the Great Unknown. The power of the Great Unknown is such that it needs no assistance from the lesser deities of the world, and no help of their puppets. A Crusader can distribute his gifts freely, and can receive blessings from others who have magic powered by the Great Unknown, instead of a false idol.

**Tainted Touch:** The presence of an Infidel Crusader disturbs holy and unholy energies. To wielders of divine magic (clerics, druids, paladins, rangers, and outsiders), his touch causes painful boiling and sores, inflicting an amount of damage equal to the Infidel Crusader's Charisma bonus (if any) per round of direct count. If used in combat, the Crusader must make a melee touch attack.

To objects powered by divine energy (such as divine scrolls, wands with divine magic, magic items that use divine spells), the touch of an Infidel Crusader may neutralize their holy bond, suppressing any magic they can manifest that is of a spell level less than or equal to the Infidel Crusader's class level. Thus, a 1st-level Infidel Crusader can suppress a wand of *cure light wounds* for instance. The suppression begins at the Infidel Crusader's touch, and lasts while the Crusader remains in contact. Any holy or unholy symbol touched by an Infidel Crusader likewise cannot be used as an effective divine focus or turning item. Any holy or unholy water is likewise neutralized of all special properties at the touch of an Infidel Crusader.

**Obscurement:** An Infidel Crusader is permanently under the effects of a *nondetection* against divine spells only. The caster level of this spell is equal to the Crusader's character levels. This is a supernatural effect.

**Smite Believer:** Once per day, an Infidel Crusader of 2nd level or higher may attempt to smite a believer with a normal melee attack. This attack takes the place of an existing attack roll and may be used against divine casters only. An Infidel Crusader adds his Charisma bonus to his attack roll for the smite, and deals 1 extra point of damage per level. If an Infidel Crusader smites a creature that is not a believer, the attack gains no special bonuses, but the smite attempt is still expended for the day.

**Heretic Aura:** An Infidel Crusader gains a Spell Resistance of 15 + his class level against all divine magic that cannot be lowered at will. They can, as a standard action, extend this to a 10-ft. radius around them, imparting the same spell resistance to all creatures within 10 feet (whether they want it or not). This does not stack with the Faithless Miracle feat.

**Proselytizing:** The words of an Infidel Crusader can inspire doubt and fear in even the staunchest believer. She can target any creature she can talk to with this ability. By making a Perform (street preaching) check opposed by the target's Will save, an Infidel Crusader can cause the affected individual to temporarily doubt themselves. During the time affected, the victim is subject to negative levels equal to the Crusaders Charisma bonus. It takes five full rounds to build doubt in a listener and once a victim has made their Will save, they cannot be affected again for one day. If attempted during combat the listener receives a +4 circumstance bonus to their save.

**Ally from Behind:** Upon reaching 5th level, an Infidel Crusader gains the ability to call any outsider as if he could cast *lesser planar ally* once per week. This is actually a creature summoned by the Great Unknown, and not by a specific deity.

At 7th level, the spell becomes *planar ally*. At 10th level, it the spell becomes *greater planar ally*.

**Doubt:** At 7th level, an Infidel Crusader gains the remarkable ability to suppress divine spellcasting. This is a greater version of the proselytizing class power, and still functions by the Infidel Crusader's Perform (street preaching) check opposed by the target's Will save. The doubt lasts at least one week before it fades. During the time affected, the victim is subject to negative levels equal to the Crusaders Charisma bonus. It takes five full rounds to build doubt in a listener and once a victim has made their Will save, they cannot be affected again for one week. If attempted during combat the listener receives a +4 circumstance bonus to their save.

**Defiance:** An Infidel Crusader of 10th level endures a great transcendence in which the essence of the Great Unknown infuses him. Against any divine caster he may now become incorporeal at will. Environmental effects such as area affect spells and summoned creatures that lack divine casting abilities may still affect him.

### ***Defiant Blade***

"Even the 'gods' can use a bloodied nose."

Defiant blades are the bodyguards and front-line soldiers of the Athar. They take the fight to the gods and are viewed by many as suicidal, opposing both deities and their servants. Fanatically loyal to the faction, fists go to any extreme to oppose the plans of the gods, willing to bring arms to bear against divine power.

This prestige class represents faction members who have become so disdainful of the Powers that they develop resistances to the abilities of their minions. Many fists of divinity focus on a specific deity and oppose that god, his or her proxies, petitioners, and normal worshippers in all they do, no matter how trivial. For a fist, the time for talk has passed.

Hit Die: d8

Class Requirements

To qualify to become a defiant blade, a character must fulfill the following criteria.

Faction: Athar

Base Attack Bonus: +5.

Skills: Intimidate 3 ranks, Knowledge (religion) 3 ranks.

Feats: Blasphemous Presence, Condemnation.

Class Skills

The defiant fist's class skills are Climb (Str), Concentration (Con), Craft (Int), Jump (Str), Intimidate (Cha), Knowledge (religion, Int), Listen (Wis), Profession (Wis), Spot (Wis), Swim (Str), and Survival (Wis).

Skill Points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+2	+0	Divine Enemy
2	+2	+3	+3	+0	Divine Smite 1/day
3	+3	+3	+3	+1	Bonus Feat
4	+4	+4	+4	+1	Divine Smite 2/day
5	+5	+4	+4	+2	Additional Divine Enemy
6	+6	+5	+5	+2	Blessing of the Great Unknown
7	+7	+5	+5	+3	Bonus Feat
8	+8	+6	+6	+3	Divine Smite 3/day
9	+9	+6	+6	+4	Heretical Mockery
10	+10	+7	+7	+4	Additional Divine Enemy

Class Features

All of the following are class features of the defiant blade.

**Weapon and Armor Proficiency:** Characters who take a level as a defiant blade gain proficiency with all simple weapons, light armor, medium armor, and all shields (except tower shields).

**Divine Enemy:** Starting at 1st level, the defiant blade chooses one deity. All clerics or other characters with the god as a patron deity are treated as one's divine enemy, as well as all proxies and outsiders that serve that deity. The defiant blade gains a +2 bonus to Bluff, Intimidate, Listen, Sense Motive, and

Spot checks when using these skills against the deity or its minions. Likewise, the defiant blade gets the same bonus to weapon damage rolls against his divine enemies. The bonus also applies to targets within 30 feet for ranged attacks. If the target is immune to critical hits, the target is not subject to the additional damage.

At 5th and 10th level, the defiant blade may select a new divine enemy and increase the bonus of a previous divine enemy by 2.

**Smite Divine Foe (Su):** Once per day at 2nd level, the defiant blade can make a melee attack against a divine spellcaster or an outsider and inflict extra damage. The defiant blade adds his Wisdom bonus to his attack roll and deals 1 additional point of damage per class level. If the defiant blade accidentally smites a creature that isn't a divine spellcaster or outsider, the attempt is wasted. At 4th level, this can be used 2/day, and at 10th level, it can be used 3/day.

**Bonus Feat:** At 3rd level and again at 7th level, the defiant blade gains a bonus feat. This feat may be any feat that requires the Athar faction or any fighter bonus feat.

**Blessing of the Great Unknown (Su):** At 6th level, the defiant fist gains damage reduction 5/magic. In addition, he no longer takes bonus damage from aligned weapons.

**Heretical Mockery (Su):** At 9th level, by making a successful Intimidate check as a full round action he forces any divine casters within 30 feet to focus on him instead of their spells. Targets that fail a Sense Motive check against the DC of his Intimidate check must make a Concentration check (DC 10 + spell level + your Charisma modifier) to cast a spell or use a spell-like ability. He may continue this distraction for a number of rounds equal to 3 + his Charisma bonus, during which he can attack and move normally but may not cast spells or activate magical items. This is a supernatural ability usable three times per day.

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#### THE BLEAK CABAL

*"Pike it. He's a barmy and that's that."*

*Ghren sighed despondently, and regarded the old aasimar in Bleaker colors sitting on the dirty Hive streets, dejected and mute, with a knowing look. The bariaur picked at his horns absent-mindedly and sighed again, "He's not just a barmy, he's a fellow Bleaker. I have to help him, especially in this time of need...he doesn't have any cutters like you and Ferno to take care of him...we can't just leave him here; he needs to be in the Gatehouse."*

*Sareth snorted derisively. "What does it matter? You ain't in a faction any more than I am. You don't hafta help if it don't benefit you." Sareth started shifting back and forth on his hooves, something he did when he was getting impatient. Ferno's surprisingly stocky and muscular half-elf form sauntered over to Ghren.*

*"Nothing...nothing...pointless...empty...futile...why?! There is no hope, no mercy, nothing..."*

*"I guess you have a point..."*

*Ghren gave one last sigh of despair and wandered away, trailing after his friends, thinking that there was nothing he really could have done, because nothing he could have done would have meant*

*anything.*

Life doesn't make sense. That sums up the Bleak Cabal's philosophy, and no further elaboration is required. They do not believe that nothing is the meaning, like the Doomguard, but instead that there isn't even any meaning in the first place. The closest thing to meaning is what's inside you, and when nothing means everything and everything means nothing, the inside looks dreary and anything but sane. Bleakers constantly struggle with their own sanity while trying to find inner purpose, most choosing to find meaning in life through charity, giving people reprieve from the mad merciless multiverse.

**Philosophy:** The multiverse doesn't make sense, nor is it supposed to.

**Nicknames:** Bleakers, the Cabal, Madmen.

**Headquarters:** The Madhouse in Pandemonium.

**Majority Races:** Half-elves, humans, tieflings.

**Favored Classes:** Bards, sorcerers, wizards.

**Factol:** Tyvold (CG male grey elf Clr6/Ftr5/Wiz7 Bleak Cabal)

**Prominent Members:** Tessali (CG male grey elf Ftr5/Rog6/Wiz7 Bleak Cabal) and Ezra (NG male bariaur Exp1 Bleak Cabal)

**Alignment:** Any non-lawful.

**Symbol:** A helm with a black blaze behind it.

To most people the idea that there isn't any meaning to the multiverse is madness, but to a Bleaker, the idea that there *is* meaning to anything is what's really mad. What proof of some greater purpose has their ever been? What makes people so sure life makes sense anyways? None, nil. For all the searching, no one can truly make sense of everything, not the petitioners, the proxies, or the powers themselves. The Bleakers know the truth: there is no answer, no grand design, no reason. Nothing. They find peace in accepting the state of things for what they are; it's what allows them to face the multiverse and themselves. They look down at those who try to force meaning on the multiverse with pity, and can only sigh when others say *they* are mad.

The Bleak Cabal believe that since there is no meaning on the outside, then all they can do is try to find meaning on the inside. See, the multiverse is cruel and merciless, all madness and noise. However, being used to that, a Bleaker tends to be more understanding of such a condition, and more willing to dole out the mercy that is not inherently in the multiverse. They figure if there isn't any mercy in the multiverse, then mercy comes from within, and if mercy comes from within, then maybe, just maybe, they can find their own meaning through it. Even the evil among the Cabal try to do charitable acts, not because they care one way or the other, but because the act helps battle the insanity of having no purpose.

While the Cabal would like to shape people with their point of view, they don't force it on others. They don't even actively recruit members. Indeed, when someone approaches a Bleaker for membership, they just ignore them, even more so now that the Lady of Pain has seen fit to ban the factions from Sigil. Once the potential Bleaker realizes that all of the questions they've been asking have not been answered because that *is* the answer, they are accepted. Most of the time potential recruits are members of other factions who've lost faith in their creeds, and no longer see the point of their faction, its allies, or its enemies. It just ceases to make sense. And when you can't find anything to believe in, not believing in anything at all is rather appealing.

The Bleak Cabal are a group of depressed, and oftentimes mentally disturbed, humanitarians. If that doesn't convince people that the multiverse is insane and without meaning, then perhaps nothing will.

## Brief History

Around nine centuries ago, the Bleak Cabal sprung into being. Their philosophy of no philosophy appealed to a great many people, but confused a lot more, especially at first. When belief can shape everything round you, a belief in absence doesn't seem too out of place, but an absence of belief is outright insane. No one understands it until they don't understand anything anymore, at which point they can either choose to accept the harsh reality or go mad from the strain. Nothing makes any sense, so why keep on trying to force it? Instead, just focus on yourself, and see if you can find meaning there.

Naturally, this appealed to the cynical planars that were tired of the factions and their philosophical wars, or those who found their own beliefs failing them. Thus the Cabal attracted those who had become lost in the clash of ideals, who felt abandoned for one reason or another by their faction or powers, those who were ready to give up. Most other factions never appreciated how the Bleak Cabal seemed to "steal" their members, even when it was clear the factions weren't doing enough to keep them. Still, with all the factions that have existed over the course of Sigil's history to oppose them, you'd think that the Cabal would've have been squashed...but there was always someone who saw that much opposition as a sign they were doing something right. Even at their all-time lows, the Cabal knew that when one faction or another got too big for their own good members would become disenchanted, and their own ranks would swell. This cycle has repeated throughout history, with their memberships rising and falling, and providing the Madmen a chance to be too big for their britches as well...often far too big, which caused some notable problems.

When a Bleaker talks about the Grim Retreat, most people just think they're talking about a Bleak Cabal vacation. In a way, they're right. The Bleakers, constantly striving against that insanity inside of them, finally give up in large numbers and go on a little trip of the mind that often lasts them the rest of their lives. This happens, oddly enough, whenever the ranks expand too much. The overwhelming loss of belief causes insanity, which can't be dealt with efficiently by the few elders who truly understand it. This strange mental disease seems to start at the top and work its way down, with the factol usually the first to go. As it spreads through the ranks, the inexperienced new recruits are left behind, forced to drive the faction themselves while attempting to tend those Bleakers that came before them.

They've gotten smart over the years, however. They've learned quite a bit about medicine and treatment, and now the recovery rate for its members is very high. And though there are still individual cases, the Bleak Cabal has not suffered a mass Grim Retreat in the past three decades, mostly due to the fact that their ex-factol Lhar made a point of keeping their membership at a stable number. Now, with the disbanding of the factions, they aren't even sure if one will happen again. They aren't even really a faction anymore, just a bunch of like-minded individuals accustomed to dealing with madness. This doesn't stop them from tending to the insane and the needy, and they continue to do so, now unofficially instead of officially.

Many of the Madmen decided to make a trek to Pandemonium after the Lady declared factions against the law, and most of those never returned. Some are staying at or around the Madhouse, their faction headquarters on the first layer, to ward off any trouble from the lawful folks who have been sniffing around recently, asking about an artifact reputed to be able to bring back dead Powers. Some decided to settle in Windglum, a town on the third layer of Pandemonium. But whatever the reasons, it's reduced the amount of Bleakers in the Cage, but not by too much. It's not like things like this didn't happen all the time over the course of Bleaker history.



Most people continue to view the Bleak Cabal as a “bunch of barmies” who are perpetually depressed. No one cared before to look at the intricacies of the Bleak Cabal philosophy, and now the only people who might care are those who have been swept up in the “Faction Fever” of learning everything about every faction and every factol. It’s all over the place that ex-factol Lhar was always seeking his parents, but the Bleakers don’t care, and neither does anyone else really. Apathy breeds apathy, and the Bleak Cabal is one of the few factions that didn’t generate too much interest when Faction Fever started up.

## Goals

The Bleak Cabal does not have a unified front or a common objective. Each member is expected to grapple with the implications of accepting the multiverse for what it is. In the meantime, the majority of the Cabal work together and with other organizations to help the poor, the lost, and the insane, running food courts, shelters, and asylums as needed. These acts of charity are considered the faction’s main “responsibility”, and their principal method of finding some purpose to their lives. A few Bleakers take up the life of planewalkers, either to promote the “truth” to those who haven’t heard it or to find meaning in the personal growth that comes with the adventuring lifestyle.

## Allies

While the Bleak Cabal has no real official allies, the Dustmen, Doomguard, Sons of Mercy, Revolutionary League, and Xaositects are all well disposed towards them. Now that the Doomguard and the Revolutionary League have moved their main operations out of Sigil, the handful that are left aren’t very strong allies. Relations are perhaps strongest with the Dustmen, as both of the morose factions continue to carry out their duties solemnly side by side in Sigil, Bleakers helping the poor, sick and dying, and Dustmen carrying away those who the Bleakers couldn’t help.

## Enemies

The Bleaker’s principal “enemies”, the Sign of One and the Mercykillers, are gone, with the former joined with the Believers of the Source to form the Mind’s Eye, and the latter splintered. The Bleak Cabal still don’t really like the Signers for thinking one of their old factols to death, but they don’t hold it against the Mind’s Eye, so the Bleakers have purged themselves of the bitterness and turned towards their work and themselves. While the Sons of Mercy are being quite cordial and even a little helpful, any Sodkiller that comes along is bound to crack a few skulls if the Bleaker doesn’t get out of their way. Overall, most other factions are content to ignore the Madmen and leave them to their madhouses.

## *Mindmender*

One who makes the madness go away

One of the most benevolent and caring of the Bleak Cabal, a mindmender is one who takes the madness away, attempting to improve the lives of those he encounters. He is a calming soul, soothing and charismatic. Often, these caring bloods run soup kitchens or other charities in and around Sigil, trying to make the harsh life of the poor less potentially maddening. Others work exclusively in the Gatehouse, with those already diagnosed. Still others are the adventurous types, actively seeking the disturbed in an attempt to help them with their problems. Many say that a mindmender’s compassion

and caring is just another form of madness, merely extroverted. A mindmender needs his patients, some say, to avoid going insane himself.

Most mindmenders come from a clerical background, the profession easily giving itself to being caring and compassionate. Others are bards likely or rogues (who have mutliclassed) who have decided to take up a role of compassion. Fewer are warriors who have turned away from the sword for a path of kindness.

NPC mindmenders work throughout the poor areas of Sigil, and are found in the largest numbers in and around the Gatehouse, caring for those poor sods who are “a few factions short of a war,” to use a popular euphemism. It is PC mindmenders who are often the ones who quest far and wide for those whom madness has taken, and who have not been able to find the Gatehouse yet.

Hit Dice: d8

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

Faction: Bleak Cabal

Base Will Save: +4

Skills: Heal 8 ranks, Profession (psychiatrist) 8 ranks, Knowledge (psychology) 8 ranks.

Feats: Sympathetic, Skill Focus (Heal)

Spellcasting: Ability to cast cure light wounds

Special: At least one month’s apprenticeship under an already-certified mindmender.

Class Skills: Concentration (Con), Craft (Int), Knowledge (all) (Int), Search (Int), Spellcraft (Int), Heal (Wis), Listen (Wis), Profession (Wis), Sense Motive (Wis), Spot (Wis), Bluff (Cha), Diplomacy (Cha), Intimidate (Cha)

Skill Points/Level: 6 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Diagnosis, Hypnosis	+1 spellcasting level
2	+1	+1	+1	+3	Fight It Off!	+1 spellcasting level
3	+1	+1	+1	+3	Stabilize	+1 spellcasting level
4	+2	+1	+1	+4		+1 spellcasting level
5	+2	+2	+2	+4	Persuade	+1 spellcasting level
6	+3	+2	+2	+5	Manipulate	+1 spellcasting level
7	+3	+2	+2	+5		+1 spellcasting level
8	+4	+3	+3	+6	Charisma Bonus	+1 spellcasting level
9	+4	+3	+3	+6		+1 spellcasting level
10	+5	+3	+3	+7	Surgery	+1 spellcasting level

Class Features

Weapon and Armor Proficiency: Mindmenders gain no weapon or armor proficiency they didn’t already possess.

Diagnosis: A mindmender gains the ability to ascertain a mental illness afflicting an individual merely by observing them, simply by making a Heal check. He may discover the cause and nature of any mind-affecting effect currently afflicting the individual, including the name of the spell (if any), or the cause and nature of the disease.

The DC for a magically inflicted madness is the same for the DC of the save against it. Success indicates that the mindmender knows it is magically afflicted. A Spellcraft check (same DC) reveals the exact spell.

The DC for a natural disease is the same as the DC to save against it. Success indicates that the mindmender knows the specific disease. A Knowledge (psychology) check against the same DC will reveal the likely cause of the disease.

If a victim wishes to hide their disease, they may roll a Bluff check, opposed by the mindmender's Sense Motive check, to attempt to hide it. If they win, the mindmender detects nothing obviously wrong. If they lose, the mindmender can determine that there is a disease, but must still roll to diagnose it normally.

**Hypnosis:** At first level, a mindmender can calm and placate even the most nervous and afflicted of beings. By taking a full-round action, the mindmender can target any single creature that can see and hear him that is within 15 ft. On that target the mindmender may cast *hypnotism*. The caster level for this power is the class level of the mindmender. This is a sonic, mind-affecting extraordinary enchantment that may be used three times a day.

**Fight It Off!** At second level, a mindmender can aid a victim who is suffering from a mind-affecting effect. By speaking as a full-round action, he can grant the victim a new saving throw. The victim must be able to hear the voice of the mindmender for this to work. This is a sonic, mind-affecting, language-dependant effect.

**Stabilize:** A third-level mindmender can further assist a suffering victim with his own great skill. The mindmender can affect any victim who is suffering from a mind-affecting effect that can hear his voice by speaking as a full-round action. He then makes a Heal check. The victim is allowed a new saving throw, using the mindmender's check in place of her saving throw. This is a sonic, mind-affecting, language-dependant effect.

**Persuade:** A fifth-level mindmender gains the ability to meddle with the mind of any one target that can hear them. As a standard action, they may make a Bluff or Diplomacy check, opposed by the opponent's Will save, Bluff check, or Sense Motive check as chosen by the opponent. If the mindmender succeeds, they can implant a suggestion into the mind of the victim, as if they had cast the spell *suggestion*. The suggestion lasts for one hour for every class level. This is a sonic, mind-affecting, language-dependant extraordinary enchantment.

**Manipulate:** A sixth-level mindmender can more accurately meddle with the mind of any one target that can hear them. As a standard action, they may make a Bluff or Diplomacy check, opposed by the opponent's Will save, Bluff check, or Sense Motive check as chosen by the opponent. If the mindmender succeeds, they can arouse an emotion in the mind of their victim, as if they had cast the spell *control emotion*. The emotion lasts for as long as the mindmender speaks (a free action), and for one round per class level thereafter. This is a sonic, mind-affecting, language-dependant extraordinary enchantment.

**Charisma Bonus:** Because of the reputation and aura of giving that surrounds a mindmender, he receives a +2 enhancement bonus to their Charisma scores at eighth level.

Surgery: Drastic times sometimes call for drastic measures, and a mindmender is very skilled in the latest medical practices of the day, being so exact as to be able to operate on the mind and perhaps develop a positive effect. Surgery takes an entire day to complete, and the recipient must be helpless.

While in surgery, the mindmender can accomplish one of the following tasks with heal checks of the following DC's. Failure has a penalty that is associated with the grossness of the failure. Due to this harsh penalty for failure, much surgery is considered risky at best.

Repair Mental Ability Score Drain (DC 20 + 1/point restored): If the

Failed By	Effect
1	Grant permanent extraordinary <i>hypnotism</i>
2	Grant permanent extraordinary <i>hideous laughter</i>
3	Grant permanent extraordinary <i>hold person</i>
4	Grant permanent extraordinary <i>emotion</i>
5	Grant permanent extraordinary <i>mind fog</i>
6	Grant permanent extraordinary <i>feeblemind</i>
7	Grant permanent extraordinary <i>insanity</i>
8	Grant permanent extraordinary <i>antipathy</i>
9	Grant permanent extraordinary <i>sympathy</i>
10+	Death of subject

check is successful, the indicated number of permanently drained points from any combination of Intelligence, Wisdom, and Charisma are restored as if they had been healed.

Mend Permanent Mind-Affecting Effect (DC same as save DC against): If the victim is afflicted with a permanent mental affliction (such as insanity or a permanent spell effect), the mindmender can heal the condition.

Grant Mental Ability Score Bonus (DC 30 +4/point gained): If the check is successful, the indicated number of ability points are gained to any combination of Intelligence, Wisdom, and Charisma. These are considered inherent bonuses, similar to points gained through a wish spell.

Grant Madness (DC 15 + the level of the duplicated effect): If the check is successful, you can afflict the victim with a mental disease that is considered permanent and extraordinary that duplicates the effect of any mind-affecting spell. Any failure of this effect results in the death of the patient.

Grant Divination ability (DC 25 + 2x level of the duplicated effect): If the check is successful, the subject gains an ability similar to a selected divination spell, that they can use at any time as an extraordinary ability. A subject may have only one divination ability in this manner.

Grant Wild Talent (DC 30): If the check is successful, the subject gains the effect of the Wild Talent feat, gaining 3 0-level psionic powers (or spells) that they can manifest freely 3 times/day. A subject can only have this operation once.

### **Bleaknik**

More a subculture than a profession, Bleakniks grew out of the artistic tendencies of certain Cabalists in the past several centuries. Though there are now a number of Bleakniks that claim no allegiance with the Bleak Cabal, their outlook is rooted deeply in Bleaker philosophy. After all, ask a typical Bleaker what his art is about, and the typical answer you'll get is a forthright "Nothing!" The typical Bleaknik is a poet, but they also engage in painting (largely in dark shades), dirges, or even near-suicidal stunts. Largely though, their art is absurdist, stark, and grim, often parodying the "normal" folk of the planes or demonstrating the sheer pessimism inherent in their outlook.

Bleakniks are largely found in Sigil, but small groups have sprung up in gate-burbs, particularly near the lower planes. The handful of cities in Pandemonium also hold some of their number, having retreated there after the Faction War. Typically found passing the time in cafes and taverns, they've also made some prominent showings around the Festhall recently, as if seeking to counter the typically more upbeat proceedings there. However, they seem to actually have gathered a following that seeks them out more for their avant-garde pieces rather than their message - folks that actually seem to be genuinely excited to see the the dark artists, much to the Bleakniks' chagrin.

Not all Bleakniks are members of the Bleaknik class; this prestige class represents the most talented Bleakers that have devoted the whole of existence to their art. Of course, that means finding inspiration, and a surprising number of Bleakniks travel across the planes in order to renew the emptiness in their souls.

Hit Die: d6

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

Faction: Bleak Cabal.

Skills: Bluff 5 ranks, Knowledge (any) 3 ranks, Perform (oratory) 8 ranks

Feats: Any one feat with the faction requirement of Bleak Cabal.

#### Class Skills

The bleaknik's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Gather Information (Cha), Knowledge (all skills, taken seperately, Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Sense Motive (Wis), and Speak Language (NA).

Skill Points at Each Level: 6 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+0	+2	Bardic Knowledge, Dissonance
2	+1	+0	+0	+3	Bonus Feat
3	+2	+0	+0	+3	Break Concentration
4	+3	+1	+1	+4	Bonus Feat
5	+3	+1	+1	+4	Anti-Music

#### Class Features:

The following are features of the bleaknik prestige class.

Weapon and Armor Proficiencies: Bleakniks gain no proficiency in weapons or armor.

Bardic Knowledge: This is identical to the Bardic Knowledge class feature, and stacks with other classes that have it for purposes of Bardic Knowledge checks.

Dissonance (Ex): A true bleaknik finds enlightenment through grim truth, and gains a +2 bonus to Bardic Knowledge and Perform checks for every feat she has with the faction requirement of Bleak Cabal.

**Bonus Feats:** The bleaknik gains a bonus feat at 2nd and 4th level. This may be chosen from any of the general feats with the faction requirement of Bleak Cabal or the feat Iron Will. The bleaknik must still meet any requirements of a feat to choose it.

**Break Concentration (Ex):** At 3rd level, a bleaknik becomes expert at distracting spellcasters, her discordant ways interfering with the order of spellcasting. Whenever the bleaknik performs an action that would force a spellcaster to make a Concentration check she may add her bleaknik level + Charisma modifier to the DC of the check for her victim.

**Anti-Music (Su):** At 5th level, a bleaknik can use her Perform skill to negate the bardic music class ability, using a variety of techniques from discordant noise to lyrical mockery. By making a successful Perform check opposed by the bard's Perform check, the bleaknik can cancel out one effect of bardic music for all that are capable of hearing her. If successful, the bleaknik can continue to cancel out the effect for as long as she continues to speak, sing, play music, etc., until the effect ends. If the bleaknik fails, she may not try and negate that particular effect from that bard for the rest of the day.

## ***The Grim***

Most Bleakers are given to depression, and it's the rare Bleaker that lives to an old age, much less survives without succumbing to despair entirely. Those that fall often commit suicide or go insane. The former are typically left to their fate, but the latter has become something the Bleak Cabal has learned to deal with. They call it the Grim Retreat, and consider it a disease that strikes the faction in a cyclical fashion. Treatment has become relatively reliable, and fairly often a Bleaker will make a full recovery.

Sometimes, however, a Madman will achieve an ephimany in his throes of madness, and come to cope with and understand his state far better. Achieving a rare balance between sanity and insanity, she comes out of treatment with an empty, hollow look. She comes to embody the faction's philosophy, understanding that there is no meaning, but continuing on nonetheless. Such a person seems split between logic and whimsy, at times seeming perfectly sane and other times seeming to act nonsensically. Bleakers refer to them as "the Grim", considering them to essentially be just as lost as those who fall into catatonia or gibbering rants.

And that suits the Grim just fine.

**Hit Die:** d8

To qualify to become one of 'the grim', a character must fulfill the following criteria.

**Faction:** Bleak Cabal

**Base Will Save:** +4

**Feats:** Incorporate Madness, Manic-Depression

**Special:** Must go insane and make a full recovery at a Bleaker stronghold.

### **Class Skills**

The grim's class skills (and the key ability for each skill) are Bluff (Cha), Decipher Script (Int), Escape Artist (Dex), Heal (Wis), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Listen (Wis), Search (Int), and Sense Motive (Wis).

**Skill Points at Each Level:** 4 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+0	+2	+0	+2	Cured, Insanity, Lucid
2	+1	+3	+0	+3	Improved Incorporate Madness
3	+2	+3	+0	+3	Magic to Madness
4	+3	+4	+1	+4	Violent Relapse
5	+3	+4	+1	+4	Transfer Incorporated Madness

### Class Features

The following are features of the grim prestige class.

**Weapon and Armor Proficiencies:** The grim gain no proficiency in weapons or armor.

**Insanity:** The Grim gains an Insanity score equal to her level in this class. Normally Insanity provides a penalty, but the Lucid class feature prevents that penalty for the Grim. Once per day, the Grim may use her Insanity score as a bonus to her Wisdom for purposes of a single roll.

**Cured:** The grim may choose on a given day whether she wishes to make the roll for the Manic-Depressive feat or not; it is no longer mandatory. However, in choosing to forgo the roll, she loses access to the following powers of this class, Violent Relapse and Transfer Incorporated Madness.

**Lucid:** The grim retains her Insanity score, but it no longer penalizes her Wisdom for purposes of Will saves or skill checks. It may still be utilized as a bonus once a day.

**Improved Incorporate Madness (Su):** At 2nd level, when using the Absorb Madness feat, the Grim may make a saving throw against the effect at its original DC. If she succeeds, she is unaffected by the mind-affecting effect after "absorbing" it.

**Magic to Madness (Su):** At 3rd level, a grim may throw off mind-influencing effects at the cost of her own sanity. Whenever she fails her saving throw against a mind-affecting spell, spell-like ability, or power, she may instead take the spell or power's level as temporary Wisdom damage. If she does so, the spell or power's effect is negated. She may not perform this effect if it would reduce her Wisdom below 0.

**Violent Relapse (Su):** Though cured, a grim of 4th level or higher can draw upon her past insanity for power, unleashing it out of desperation. When she does so, she may add her Insanity score to her Strength score for a single action. This is a free action and she may only use this ability once a day.

**Transfer Incorporated Madness (Su):** At 5th level, if a Grim has gained a mind-influencing effect through the Incorporate Madness feat, she can attempt to transfer that effect on to an unwilling victim three times per day. She must make a successful touch attack and the target may make a save against the DC of the original effect. If the target fails, the effect is transferred to the target with whatever duration remains. If the target succeeds, the Grim retains the effect. The target may not be targeted again with this power for a day.

## THE DΘΘΠGUARD

*Ely Cromlich stood aboard the ship. It screamed in pain, its living and demonic nature betrayed by the injury. Though the ship swayed, his grip on it was tight despite his single arm. But the vision of emptiness tempted him. Ever since pure annihilation had touched him, he had dreamed of falling apart... of Pentar... and he realized that this would be his only chance to be nothing at all. Taking a step off the ship as his allies cried out, he knew that the enormous field of blackness that stood before him was more than simply a weapon.*

*It was the beginning of the end.*

The Doomguard pay homage to entropy, believing it to be the only constant in the universe. Some guard against the doom, while others guard the doom against those that would stop it. But they are together in their belief of a constant descent, that the universe reached its peak with creation and is now purely a downhill trip. Many Sinkers are mercenaries and warriors, finding roles that engage in destruction on a daily basis, but some take a less obvious approach using magic, piety, or other means.

**Philosophy:** Entropy is the only truth. Everything falls apart.

**Headquarters:** Negative Quasielemental Planes.

**Nickname:** Sinkers (Ashers, Dusters, Salties, Voids)

**Majority Races:** Humans, tieflings, zenythri.

**Majority Classes:** Fighters, rogues, wizards.

**Factol:** None

**Prominent Members:** Devland (LN male half-elf Ftr16 Doomguard (Asher)), Nagaul (NG female dwarf Clr12 Doomguard (Voids)), Pereid (LN female human Rog20 Doomguard (Dusters)), Roth (CN male tiefling Ftr15 Doomguard (Salties)), Spragg (LG male human Expert10/Ftr5 Doomguard)

**Alignment:** Any.

**Symbol:** A horned, spined animal skull on a blue field surrounded by a yellow ring.

**Philosophy**

A single belief fuels the Doomguard: everything is falling apart. The only truth of the multiverse is that it will end. In fact, it's ending every minute of every day, with every flake of rust, every aging body, and every waning power. It's happening on a mass scale. Nobody could stop it, even if everybody tried together. For every finger you stick in the dam to halt a leak, another leak will spring from the pressure. Most people rage against entropy, or at least try to. The Doomguard takes the opposite tack - why wait? Why not help it along?

It's their take on entropy that has led most folks to think the Sinkers are insane or worse. Truth is the reasons one might hasten the end are varied and not always malevolent. Some think the multiverse is less than perfect, and the slate has to be cleared for a better order. Others think the powers and mortals alike have a tendency to lengthen the lifespan of the planes beyond their natural age, and that the Sinkers have to work to undo the harm this "preservation" does. Some just want to see the multiverse end in their lifetime, and play a part in the biggest and final event in the history of the planes. Others are simply inspired by the despair and chaos entropy brings, and let it take permanent root in their souls. Whatever their reasons, they are united in the belief that eventually the multiverse is going to crumble, and defying this end is denying its purpose.

The Doomguard, however, in keeping with their tendency to break and disperse other things, have broken and dispersed themselves. Currently four major sects call themselves Doomguard, each representing a particular interpretation of their philosophy. Before the Faction War, there had only been three subfactions, supposedly in keeping with the Rule of Threes. But any Sinker can tell you that it's easy enough for three pieces to become four, and tradition be damned.



The fastest growing splinter group is the Doomguard of Ash. A number of Doomguard led by Spragg have embraced the belief that things are falling apart too fast, pointing to the Faction War as a wake-up call to those Sinkers that think otherwise. Perhaps shaken by the destruction unleashed during the war, the Ashers don't view rapid decay with as much love as they used to. Believing wholeheartedly that the multiverse has its own path to destruction, they think it is wrong to accelerate its end, and perhaps cause unnecessary harm to the planes. One of their older members, Devland, would simply gesture to the ash that surrounds their citadel, and point out that there's more than enough entropy already. Furthermore, if their faction falls apart, who's going to help entropy along when it does need help? While most of their efforts right now are being put towards healing their own wounds and unifying their faction, they seek to curb the more excessive members of their faction, as well as slow the hemorrhaging of the planes they believe the Faction War has begun.

While they were once the largest group, entropy has taken hold on the group now known as the Doomguard of Salt, and their numbers dwindle due to their own destructive actions. These folks believe that entropy has to be accelerated as fast as feasibly possible. They follow the vision of their missing leader, Pentar, who previously led them, and Roth, the inheritor of her legacy. While partial to accelerating natural cycles of decay, they have taken a more active role by feeding weapons and information to both sides of the Blood War in an attempt to intensify it. They also seem to believe that any Sinker that doesn't subscribe to their view is a pale mockery of the Doomguard as it once existed. Right now, this makes their main opponent the Ashers, and they've come quite close to wiping Spragg's faction out. Though they're seen as dangerous maniacs by many of the other faction members, few can fault their dedication... as well as the fact that they seem to have the largest stockpile of weapons, most of which were "liberated" from the Armory of Sigil.

The more moderate view is taken by the Doomguard of Vacuum, who think that entropy is right on schedule, and that Doomguard should act to speed or slow it on a case-by-case basis... if at all. Led by Neraul, and the second-largest group of Doomguard, they have been allying themselves with the Ashers in the interest of restoring the faction's strength. Indeed, were it not for their efforts, the faction might have fallen apart entirely by now. Of course, in a decade, they might be working to halt the growth of the faction... if it survives that long.

Doomguard of Dust seem to be a more eclectic lot, not seeming to partake in one view on entropy. Rather, they are unified by the fact that entropy has taken root in their souls. Led by Pereid, and the largest current faction of Doomguard, many come across as chaotic as a Xaositect, and some are undeniably mad. Others have been wounded during the Faction War and other conflicts, and sport disfigured or scarred bodies. A growing belief in this citadel is that entropy should be internalized - that only those that bear its mark, in one way or another, can have a perspective on it. They are split between those that think entropy is moving too fast, those that think it's moving at a sufficient pace, and those that think that it isn't moving fast enough, but their belief in internal entropy is what has brought them together.

### Brief History

Few know the history of the Doomguard as it predates the Great Upheaval. Pereid, the Doomlord of Dust, has been heard to hint that the Doomguard actually predate the multiverse, and that they were instrumental in putting the last one to its rest... "for its own good," Pereid might add. Of course, popular belief holds that she's a lunatic among lunatics, but the idea seems to have spread amongst the Doomguard to some extent. They believe that the belief of their predecessors was somehow preserved and continues on through them, that they are simply the purveyor of a multiversal law.

More accurate records point, instead, to a seemingly spontaneous formation of the group during the Great Upheaval itself. It seems, from Guvner records of the time, that the Doomguard originated from a half-dozen apocalyptic cults that saw the Great Upheaval as a sign that the universe was due for destruction quite soon. United by their belief in impending doom, they survived to become one of the fifteen factions that would control Sigil. Becoming more organized in the aftermath, they took up the role of city guard, patrolling the city against “doom”.

Centuries later, a charismatic body by the name of Molluus within the faction would spark a change within the faction. He claimed that it was “doom” that needed protection, that entropy was falling by the wayside in the light of the Lady’s new order. He attracted a number of smaller sects and those few long-lived individuals who had been alienated by the Great Upheaval, some of whom were deeply embittered over the loss of their own factions. A common thread in their goals was revenge against the factions and the destruction of Sigil as a whole. The Doomguard split, and it became clear to groups such as the Harmonium and the Fraternity of Order that the Doomguard were no longer suited to be the guardians of Sigil. Certainly, the actions of Molluus’ sect supported this, as his followers engaged on rampages and strikes against what they called the “Lapdogs of the Lady”. The Lady, surprisingly, took no apparent action against the folk that railed against her.

War broke out between the Doomguard and the Harmonium, with other groups throwing support either way. Still, the Harmonium had numbers, and were able to force the Doomguard into the Armory, where the Doomguard holed up for months. Even those who had previously guarded against the doom were marked as members of Molluus’ faction by the Harmonium, and were forced to side with Molluus or perish at the hands of the Hardheads. For months the Doomguard struck against the institutions of Sigil, until a vote of the other factols in the House of Speakers threatened to revoke the Doomguard’s status as a faction. While Molluus threatened to continue the battle without his faction status, he and many of his followers suddenly vanished. With this threat hanging over them and cooler heads coming to lead them, the Doomguard was forced to sign a blood pact that they would never instigate a war within Sigil again.

Afterwards, the Doomguard took up the duty of creating and distributing weapons in Sigil, a task their developing philosophy was suited to. The faction was still divided, however, and would never truly find a unified base again. The older members believed that entropy was something to be slowed, prevented, for it was moving too fast, while the newer members instead believed that Molluus was on to something... even if he might have gone about it the wrong way. They took up the role of speeding doom and hastening its end a bit more subtly than Molluus had. Lastly, a few believed that both sides were wrong, and that the multiverse was falling apart just fine, and that it would be better to study it, and prune where entropy was lacking and preserve where entropy had grown too rampant. They came to serve a balance within the faction in accordance with the rule of threes, one that went undisrupted until relatively recently.

The Doomguard’s last factol, Pentar, fell into much the same camp Molluus had. Voted by the Doomlords into leadership due to her fanaticism and talent for destruction, she supported the speed of entropy by any means. To this end, she supported those that agreed with her ends solely, recruited the half-tanar’ri Ely Cromlich, supported the creation of the Ships of Chaos (a tanar’ri/Doomguard invention of mass destruction), and made war upon the Great Modron March. Her stoking of her sect within the faction made it the majority within a surprisingly brief time. Many were inspired by her “devotion”, and she made sure any opposition met a bad end. Most of her grander plans were cut short when she was Mazed by the Lady of Pain just before the Faction War, however.

The Doomguard blamed the Harmonium and Sensates for Pentar's disappearance, and the threat of brewing conflict would make the Harmonium demand the Doomguard turn over the Armory and all of its weapons. The Doomguard refused, and a battle broke out between the Sinkers and Anarchists against the Hardheads and Martyrs. The Armory was destroyed, Ely Cromlich - then leading the Doomguard - would be crippled by the escape of the Armory's spheres of annihilation... and the following war saw them suffering the largest losses of any faction.

Most of the Doomguard, after the Faction War, planned to flee back to the faction's citadels. They weren't much liked in Sigil, and they lacked a cohesive leadership outside of the Doomlords themselves. Of course, without their portals in the Armory, they would have to go back to the citadels the long way... and not all agreed on which Doomlord deserved to be informed first. Still, where there's a will, there's a way, and many found themselves painfully cashing in their beloved weapons and armor in order to buy passage on a genie exploratory vessel... or dying trying to make it there the hard way.

The Doomlords were expected to make decisions about the faction's future, and make decisions they did - just not the same ones. Roth, Doomlord of Salt, who had already been making deals with fiends for quite some time, had no interest in a "new direction" for the Doomguard. Most of the old guard fell in with him, including the now-crippled Ely Cromlich. Neraul, Doomlord of Vacuum, ended up hosting Spragg and those who followed him. Spragg offered his direction - one of counter-entropy - to the Doomlord, and was rejected after a long deliberation. Making their way to Pereid's citadel, Spragg and his followers discussed their proposal with her at great length. Just when they thought they had won her over, another group of Doomguard arrived and spoke with her privately, after which Spragg and his group were forced out at sword point. It wasn't until they spoke with Devland, Doomlord of Ash, that they found an ally.

This split the Doomguard along two lines: those that fell in with Spragg and those that fell in with Ely. Conflict was inevitable (and quick), with Roth and Ely - and a horde of tanar'ri manning their Ship of Chaos - showing up on the doorstep of Citadel Exhalus in the interest of wiping out their "traitorous" brethren. The assault on the Crumbling Citadel was fierce, and the "Ashers" had little choice but to flee. As the Ship of Chaos tore apart the Citadel, the secret of the Crumbling Citadel's entropic qualities was revealed - it was home to a sphere of annihilation far larger than any that's been recorded. For reasons known only to himself, Ely Cromlich leaped from the ship and into the sphere. Furthermore, the sphere brushed against the Ship, crippling it and killing the majority of the invading Salties. With both the Ashers and Salties crippled, it seems the Doomguard has once again reached a stable condition ... though an uneasy one at best. The Doomguard of Ash have since retreated to Citadel Cavitius, where they seem to have found a new home despite the undead spirits that reside there.

Though the Doomguard have not emerged with a clear leader, Spragg has grown from the conflict and responsibility he's shouldered over the past few years. Far from what he once was - Ely's quivering assistant - he's grown into the closest thing the Doomguard have to a new factol. Though he doesn't have control of the entire faction - far from it - he has strong allies in Devland and Neraul, and it seems more often than not Pereid is throwing in her lot with him (though she's fickle at best). However, Roth remains firmly and violently opposed to him.

## Goals

The Doomguard have finally started to gain influence on the Outer Planes once again, as the four sects seek out new members, alliances, and things that need breaking. Talks have begun with what's left of their former allies, and several strikes on the Harmonium by the "Salties" have solidified Hardhead-

Sinker hatreds once again, much to the dismay of the more liberal and moderate Doomguard members. Still, it's clear that the Doomguard are making noise across the planes - and even Sigil - once more.

Largely, the Ashers have been consumed with ensuring their own survival, but it's said that they're finally getting the chance to look outward at the planes and ponder their more long-term plans. Many have wondered as to how they have managed to settle into Citadel Cavitius - a place tainted with dark spirits and necromantic magic - with relative ease. However, the secret of it seems closed to all but Spragg, Devland, and their closest supporters.

The Salties have thrown their weight into making sure the damage from the Faction War never heals. Whether they're working to support the Blood War in faction-held locales or striking against groups like the Harmonium directly, they seem dedicated to making sure the other factions remain destabilized and dispersed.

The Voids are focused on preserving the Doomguard, divided views and all. Serving as the conservators of the Doomguard cause, they have worked to offer support and insight to the other groups, seeing themselves as enlightened in regards to perceiving entropy.

Finally, the Dusters seem to lack any real unified goal other than spreading the word of their "new path". They have begun to filter into places like Sigil, spreading their philosophy of enlightenment through self-destruction. Some more fanatical members are said to be going around scarring people - physically or mentally - to spread their word in a more direct fashion, but if such is the case, reputable reports have substantiated it. Certainly, it would go against the entire point of the idea of *self*-destruction.

## Allies

Separated as they are from much of planar politics now, the Doomguard have had difficulty maintaining contact with their former allies. Since few of them save Pereid's group are numerous enough to see their goals furthered alone, many have looked to others they can influence or gather support from.

A close alliance with the Dustmen may not seem unusual initially, but is stranger when you note that they've sided exclusively with the Doomguard of Ash. Some say the secret of it is that some timely assistance on the part of the Dustmen is the only reason the Ashers have been able to squat in Cavitius, and that Spragg or Devland is now beholden to an undead of one sort or another. Others say that some dark of the place allowed them to settle there, and that their alliance with the Dustmen is due to something they had to offer the Dead.

As for the Salties, rumor has it they've been working with fiends to take up a presence and secondary headquarters somewhere on the Lower Planes, a position that they can then use to more comfortably spread entropy across the multiverse. Some say they've been indirectly supporting the splinter cells of the Revolutionary League, hoping that the Anarchists will strike the decisive blow against groups like the Hardheads once and for all.

The Voids seem to have sought few allies outside the faction, instead just working to find key allies within the Doomguard itself. It is said, though, that they are closely allied with, or possibly even the

originators of, this newly formed Cult of Sferus. The cult worships the giant sphere of annihilation that erupted from the Crumbling Citadel, believing it to be a power of its own. Granted, there's no way to communicate with it, and it doesn't have any proxies, but the members seem to be getting spells from their worship regardless.

The Xaositects have come into close alliance with the Dusters, though this seems to be a purely informal affair. The line between chaos and entropy is a thin one, and a number of Chaosmen have gone over the Duster cause and vice versa. Furthermore, they have cooperated several times on goals either one faction or the other might normally seem to have no interest in. The exact nature of this symbiotic relationship is unclear, however, and most expect it to end any time now, with Chaosmen turning on Pereid's Doomguard.

## Enemies

The Harmonium is largely unaware of the Doomguard's ideological split, and recent events have caused them to consider most members of the Doomguard enemies by association if nothing else. In turn, many Doomguard blame the Harmonium for the sorry state of their faction. The anger between the two groups is one of the fiercest on the planes, despite the desire of the more level-headed Doomguard to avoid reviving old hostilities during this fragile time.

Still, the enmity between the Doomguard and the Fraternity of Order has yet to be revived. The Dusters haven't struck against them yet, feeling that the Guvners are relatively inoffensive and can be dealt with when they turn their attention to Mechanus. Thankfully for the Dusters, the Guvners consider the Doomguard sufficiently broken as to not prove a true threat to their studies and power.

## *Sinker Swordmaster*

The sword - a tool made only for destruction - is the Sinker's weapon of choice. All Doomguard are trained in its use and it is well known that they produce some of the finest swords known to the Multiverse. Many Sinkers choose to dedicate themselves exclusively to the sword. Due to the demands of this prestige class, generally only fighters choose it, though any character who fulfills the prerequisites is welcomed by the small group of Doomguard who teach their style to any Sinker who wishes to learn it.

Hit Die: d10

To qualify to become a sinker swordmaster, a character must fulfill the following criteria.

Faction: Doomguard

Skills: Jump 4+ ranks, Knowledge (the planes) 2+ ranks

Feats: Weapon Focus (any sword), Power Attack, Sunder, Entropic Blow

Other: Base Attack Bonus of 6+

### Class Skills

A Sinker Swordmaster's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Craft (any), Intimidate (Cha), Jump (Str).

Skill Points at Each Level 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+0	+0	Extra Entropic Blow, Bonus Feat
2	+2	+3	+0	+0	Find the Weakness
3	+3	+3	+1	+1	Increased Multiplier
4	+4	+4	+1	+1	Extra Entropic Blow
5	+5	+4	+1	+1	Bonus Feat
6	+6/+1	+5	+2	+2	Know the Sword
7	+7/+2	+5	+2	+2	Extra Entropic Blow
8	+8/+3	+6	+2	+2	Entropy's Servant
9	+9/+4	+6	+3	+3	Bonus feat
10	+10/+5	+7	+3	+3	Disintegrate, Extra Entropic Blow

### Class Features

All of the following are class features of the Sinker Swordmaster

**Weapon and Armor Proficiency:** Sinker Swordmasters gain no new weapon or armor proficiencies.

**Bonus feat:** At first level, and every four levels thereafter, the Sinker Swordmaster gains a bonus feat, which he may use to purchase any feat from the Doomguard or Fighter feat list.

**Entropic Blow:** At first level and every three levels thereafter, the Sinker Swordmaster may use the Entropic Blow feat an additional time each day.

**Find the Weakness:** The Swordmaster is adept at finding the weak points in all crafted items. After 5 rounds of study (this can be used in combat), the Swordmaster can make a Search check (DC equal to the hardness rating of the item in question). If successful, the Swordmaster removes a number equal to his class level from the hardness of the item in question when attempting to break it.

**Increased Multiplier:** The first critical hit made by a Sinker Swordsman in any battle increases the multiplier by one (e.g. from x2 to x3). This bonus only applies to the first critical hit in a battle.

**Know the Sword:** The Swordmaster becomes proficient in the use of all swords, including Exotic ones.

**Entropy's Servant:** The Swordmaster may, as an a full-round action, sacrifice any number of his own hit points and add the same amount to all damage rolls made in the next round. Hit points sacrificed in this way may not be healed by any means for one full day.

**Disintegrate:** At 10th level the Swordmaster can channel enough entropy to emulate the effects of a *disintegrate* spell, as a sorcerer of the Swordmaster's character level.

### Ash Watchman

Also known as "Preservers", these are the rare Doomguard that have dedicated their lives to slowing entropy - or at the very least, placing it where they think it belongs. Mainly found amongst the "Ashers", these members dedicate themselves to placing entropy where they believe it will do the least

harm... using it to 'prune' parts of the universe that might create greater entropy. Granted, they know they approach the situation from a subjective perspective that may not be totally aware of the best places to shift entropy, but they believe that it's best to at least try rather than ignore the issue.

Hit Die: d8

To qualify to become an ash watchman, a character must fulfill the following criteria.

Faction: Doomguard

Base Attack Bonus: +5

Base Reflex Save: +4

Skills: Craft (any) 3 ranks, Disable Device 3 ranks, Search 5 ranks

Feats: Sift

### Class Skills

The ash watchman's class skills (and the key ability for each skill) are Appraise (Int), Craft (Int), Diplomacy (Cha), Disable Device (Int), Hide (Dex), Knowledge (history, Int), Listen (Wis), Move Silently (Dex), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+1	+0	+2	+0	Quick Sifting, Divert Entropy
2	+2	+0	+3	+0	Take Wounds
3	+3	+0	+3	+0	Understand Weakness
4	+4	+1	+4	+1	Give Wounds
5	+5	+1	+4	+1	Seal Weaknesses

### Class Features

The following are features of the ash watchman prestige class.

**Weapon and Armor Proficiency:** Ash watchmen gain no proficiency in any weapon or armor.

**Quick Sifting:** Ash watchmen can sift as a normal action instead of a full-round action.

**Divert Entropy (Su):** By destroying one thing, the ash watchman can satisfy the force of entropy in order to protect something else. Whenever inflicting an attack that reduces a target below 0 hp, she may grant a bonus to any creature (including herself) within 30 feet as a free action. This bonus is a +1 luck bonus to all saving throws and a +1 luck bonus to AC, and lasts for a number of rounds equal to the ash watchman's Charisma bonus (if any, minimum 1 round). At 3rd level, these bonuses increase to +2, and at 5th level, they increase to +3.

**Take Wounds (Su):** At 2nd level, the ash watchman gains the ability to heal wounds like a paladin might. However, unlike a paladin, she must "take" the wounds, receiving injury in turn for the damage she takes. Each day, she can cure a total number of hit points equal to her Charisma bonus (if any) times her class level. She can divide this usage among a variety of recipients, but for every point she

cures, she also takes a point of damage (bypassing all damage reduction). This is done as a standard action.

**Understand Weakness (Ex):** At 3rd level, by observing a target as a full-round action, an ash watchman can understand the weaknesses and immunities of a given creature. For every full round spent studying a target, the ash watchman learns additional information, as indicated below.

1st round: The defensive strength of the target.	<b>Defensive Strength</b>	<b>AC</b>
	Weak	9
2nd round: The presence of damage reduction, energy resistance, or immunities.	Moderate	10-13
	Strong	14-17
	Tough	18-21
3rd round: The exact ranks and type of damage reduction, energy resistance, and immunities.	Resilient	22-29
	Indomitable	30+

**Give Wounds (Su):** At 4th level, an ash watchman can use her ability to heal wounds in reverse, healing her wounds as she lends the damage to somebody else. By touching a creature (treat as a touch spell) the ash watchman gains a hit point for every one hit point she inflicts. Each hit point healed in this fashion counts towards her daily total of wounds healed (as per the take wounds class feature).

**Seal Weaknesses (Ex):** At 5th level, an ash watchman gains immunity to critical hits due to her innate knowledge of her own weak points and how to best protect them. This immunity also renders her immune to abilities that rely on the ability to inflict critical hits (such as sneak attacks or the favored enemy damage bonus) but her creature type remains unchanged.

## Entropy Champion

Quite nearly all of the varied sects within the Doomguard utilize entropy champions. In fact, it was once considered one of the basic steps in advancing in the faction. But the splintering has weakened this tradition, rendering entropy champions fewer and rarer. Though the Doomlords have the expertise to create the entropy blade, an essential tool to the entropy champion, they have less time to devote to performing the ritual due to increasing demands for their active leadership.

An entropy champion, quite simply, is devoted to the destruction of one thing. This is typically an organization or a type of creature, though rarely entropy champions have been created with the intent of removing a single person or thing from the multiverse. Their training, however, prepares them well for breaking anything down, whether it be their target or just something in their path. While more fanatical entropy champions go about their mission in a berserker fashion that either succeeds or fails in a spectacular fashion, more wily entropy champions slowly sabotage their target, taking it apart brick by brick. Of course, few entropy champions openly discuss who their targets happen to be for obvious reasons.

Hit Die: d10

To qualify to become an entropy champion, a character must fulfill the following criteria.

Faction: Doomguard

Base Attack Bonus: +5

Feats: Destruction Embraced, Entropic Blow, Power Attack, Sunder



**Special:** The character must be able to travel to one of the four citadels of the Doomguard, obtain permission from a Doomlord to become an entropy champion, and survive the ritual required to create an entropy blade. The ritual inflicts temporary Con ability score damage equal to the maximum damage the sword can inflict on a critical hit (not counting any bonuses). Naturally, characters killed by that ritual are not permitted by the Doomguard to be returned to life in any fashion; most such attempts would require one to defeat the contents of the entire citadel.

### Class Skills

The entropy champion's class skills (and the key ability for each skill) are Appraise (Int), Disable Device (Int), Bluff (Wis), Intimidate (Cha), Knowledge (architecture and engineering, Int), Search (Int), Sense Motive (Cha), Spot (Wis).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+0	+0	Sworn Enemy
2	+2	+3	+0	+0	
3	+3	+3	+1	+1	One With Destruction
4	+4	+4	+1	+1	
5	+5	+4	+1	+1	Demolitionist
6	+6	+5	+2	+2	
7	+7	+5	+2	+2	Master of Entropy
8	+8	+6	+2	+2	Improved Sworn Enemy
9	+9	+6	+3	+3	
10	+10	+7	+3	+3	Final Blow

### Class Features

The following are features of the entropy champion prestige class.

**Weapon and Armor Proficiency:** An entropy champion gains proficiency with all simple and martial weapons, all armor, and all shields.

**Entropy Blade:** : An entropy champion receives an entropy blade corresponding to the citadel where the ritual is performed (an ash blade at Citadel Cavitus, a dust blade at Citadel Alluvius, a salt blade at Citadel Sealt, or a vacuum blade at Citadel Exhalus).

**Entropy Blade:** This sword is a +2 weapon with the bane special ability. Unlike the normal bane special ability, however, the bane ability of the entropy only works upon one specific species of creature (always the same as the sworn enemy of the entropy champion it was forged for). The type of weapon varies, but is almost always a sword. Typical masterwork weapons used in creation include the short sword (310 gp), long sword (315 gp), greatsword (350 gp), and bastard sword (335 gp). Furthermore, it gains special abilities depending on the plane it was forged on, as listed below:

**Ash Blade:** Grants the wearer fire resistance 10 and the spell-like ability: 2/day - *chill touch* (DC 13).

Dust Blade: Grants the wearer acid resistance 10 and the spell-like ability: 1/day - *soften earth and stone* (DC 14).

Salt Blade: Grants the wearer cold resistance 10 and the spell-like ability: 1/day - *melf's acid arrow* (DC 14).

Vacuum Blade: Grants the wearer immunity to gas attacks and the spell-like ability: 2/day - *ray of enfeeblement* (DC 13).

Caster Level: 10th; Prerequisites: Craft Magic Arms and Armor, *Resist Elements*, plus *chill touch* or *soften earth and stone* or *melf's acid arrow* or *ray of enfeeblement*, creator must be member of Doomguard (factotum rank or higher); Market Price: 55,200 gp + price of masterwork weapon; Cost to Create: 27,600 + price of masterwork weapon + 2,008 xp.

Sworn Enemy (Ex): An entropy champion is sworn to the destruction of a single type of enemy. This can be an organization (such as a faction or guild) or a specific species of creature (such as red dragon, hobgoblin, lupinal, etc.). Alternately, the character can instead designate a single foe. The entropy champion cannot choose the Doomguard, his own race, or himself as a sworn enemy (you'd have to start with yourself, berk), but he can designate a single group within the Doomguard (Ashers, Dusters, Nothings, or Salties) that he does not belong to. When attacking his sworn enemy with his entropy blade, the entropy champion may inflict critical hits regardless of the target's creature type. If the creature is already susceptible to critical hits, then the entropy champion's critical multiplier is increased by 1 (so, for example, a longsword would inflict x3 damage with a critical hit instead of x2).

One With Destruction: At 3rd level, an entropy champion's luck bonuses from *Destruction Embraced* is increased to 1 + Charisma bonus (minimum 1).

Demolitionist (Ex): At 5th level, an entropy champion subtracts his Wisdom bonus (if any) from the Hardness of any inanimate object he targets with an attack.

Master of Entropy: At 7th level, the entropy champion can now inflict three Entropic Blows per day, rather than once per day.

Improved Sworn Enemy (Ex): At 8th level, an entropy champion may declare any attack against his sworn enemy to be a critical threat three times per day. He then must succeed in an attack roll; if the attack hits, he then rolls to confirm the critical.

Final Blow (Su): At 10th level, the final secret of destruction becomes known to the entropy champion; pure destruction requires total sacrifice. He can declare any attack a final blow before rolling the attack. If the attack succeeds, he then adds his current hit points, doubled, to the final damage of the attack, and immediately dies. He may not be brought back to life in any fashion save for the action of a deity. If the attack misses, he instead loses half of his hit points (round down).

#### *Ex-Entropy Champions*

An entropy champion loses his sworn enemy class ability if he loses his entropy blade, fails to work against his sworn enemy for six months or more, gains spells from the Healing domain, or leaves the Doomguard. An entropy champion may petition his Doomlord for a new entropy blade, but is unlikely to receive one unless he has fulfilled his oath to eliminate his sworn enemy from the multiverse. An entropy champion that has actually done so (typically a very unlikely event, and rather momentous for the Doomguard) is likely to be able to receive a new entropy blade, and may choose a new sworn enemy to replace his old one.

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## THE DUSTMEN

*“Tsalak?”*

*The older Dustman glanced at his companion as the youth hefted another corpse onto the wagon, but said nothing.*

*“What do you think comes after True Death?” the young aasimar asked.*

*Tsalak shook his head, maneuvering the corpse into a stable position on the pile so it wouldn't fall off when the wagon started moving. “Ah, Marn. Curiosity. You're going to have to rid yourself of that if you ever want to reach True Death.”*

*“But what comes after True Death? Lynia says we are reborn into Life. Horkozie says there's nothing, that we're gone forever. Raan says - “*

*Tsalak climbed on the front of the wagon, and motioned for Marn to get on. “And Tsalak says if you'd spend more time trying to rid yourself of curiosity and other passions and less time trying to indulge them you could reach True Death yourself and find out.”*

*As Marn leapt onto the back of the wagon and steadied his perch atop the corpses, Tsalak shook the reins, and the Arcadian ponies started forward.*

*“But - what if what comes after True Death isn't something I want to get to?”*

*The old genasi sighed and stopped the wagon. “Marn. Look down. Look at those corpses you're standing on. Look at their faces. Look well.*

*“Do they look fulfilled? Do they look like they've reached peace? No? That's because they haven't. That's because deep down, they know there was more they had to do. Our belief in True Death isn't something unique to the Dustmen, Marn. Everyone knows it, deep down. It's just that most sods are too blinded by their passions to admit it to themselves.”*

*“Strive to eliminate your passions, Marn. Strive to become ready for True Death. Because deep down, you know that's the next step you need to take. And because if you don't, then when you do die, you'll end up like them. Unfulfilled. Frustrated. And then you'll just have to start all over. Do you want that?”*

*Marn didn't answer, and Tsalak started the wagon forward again. The clip-clop of the ponies' hooves echoed through the dark.*

Stoic, calm, dead expressions... their nickname “The Dead” describes the Dustmen best. Believing that this life has no meaning and that everyone is already dead, they come off as a little bit *creepy*. They run the mortuary of Sigil, and have always done so as far back as anyone can remember. The Dustmen try to eliminate their emotions, and many succeed to the point that it is nearly impossible to get a rise out of them; even insulting or threatening one of the Dead makes no difference. If a basher manages to

rid himself of all emotion, the Dustmen believe, then he can finally reach True Death - for everyone in this multiverse is dead, and this multiverse is only a shadowy afterlife.

**Philosophy:** No one is truly alive; all there is to do is strive for True Death.

**Nicknames:** The Dead, Dusties.

**Headquarters:** The Mortuary of Sigil, with outposts on the Negative Energy Plane.

**Majority Races:** Half-elves, humans, and tieflings.

**Majority Classes:** Clerics, monks, and wizards.

**Factol:** Currently none

**Prominent Members:** lunne (CN male asuras Dustmen), Komosahl Trevant (NE male human Wiz13 Dustmen), Oridi Malefin (N female tiefling Cle19 Dustmen), Silidath (NE female shad Wiz5/Rog5 Dustmen)

**Alignment:** Any, with evil and neutral tendencies.

**Symbol:** An elongated skull, front view, with a collarbone, over a field of purple.

The world is a miserable place, an endless cycle of death and sadness. Cruelty, brutishness, and greed are common throughout the multiverse, and even expected in some places. The quality of “life” is in the gutter. But of course, that’s because this isn’t “life” at all. It’s the afterlife, and it’s not a pleasant one.

The Dead believe that we’ve all lived and died already, and this is what comes next. Life is about joy and celebration, after all, yet the multiverse is filled with conflict and suffering. Instead of positive feelings, there is pain. Instead of growth, there is only death. No, this cannot be life. This is a twisted mockery, a shadow of what life really is.

The only goal now is to achieve True Death and pass beyond this miserable stage of existence. What comes after True Death? Well, that’s up for debate. Some believe that after True Death, a body comes back into True Life, and has a chance to live again where he lived before, a place far more vibrant and real than this pale post-mortal shadow. Others believe that it’s not True Life that comes after True Death, but a true *afterlife*, where joy and real happiness are the only things there are, and pain is unknown. Still others believe that True Death is oblivion; that what it brings is a permanent end to the soul and to consciousness. What all the Dustmen agree on, however, is that whatever comes after True Death, it has to be better than this.

That doesn’t mean that they go around looking for death. Just dying ain’t enough; a body’s got to have prepared himself right to get to the next stage after True Death. One has to truly understand this stage of existence, its trials and its hardships, before being ready to move on. Otherwise, well, he’ll probably just end up right back here and have to go through this painful afterlife all over again - and wouldn’t *that* be a waste of time? So Dustmen don’t really want to die until they’re ready for it, nor do most go about rushing others to - if they aren’t ready for True Death, then putting them in the dead-book won’t do anyone any good. Even of those who think they *are* ready for it, many want to stick around to help shepherd others to the right paths. Thus the Dustmen feature an odd mix of apathy and altruism, though very few appreciate their generosity.

Stoicism is a common trait among the Dustmen: this is only an afterlife, and anything that happens here doesn’t really matter except insofar as it brings a body closer to True Death. So why bother caring? And as far as cares are concerned, the Dead don’t have them. A sense of aloof pity is common; the Dustmen feel sorry for those who don’t see the big picture. But then, pity is a feeling, and so even that is something of which the really advanced Dustmen try to divest themselves.

Sometimes, though, some of the Dead get a bit overzealous in their striving against passion. That may seem like a contradiction in terms, but the resulting condition, called the Apathy, is very real. Those afflicted become so detached and apathetic that they don't even care about eating and other basic tasks. Now, elimination of all passion and desire is one thing, but not even caring about day-to-day existence... well, that's not going to get a body any closer to True Death. Fact is, many Dustmen call the Apathy "False Death", because it's superficially similar to death in some ways but ultimately it's something a body's going to have to shake off if he wants to advance. Some do - there have been cases of recovery from the Apathy. But far too many who fall victim to the Apathy end up just withering away and dying, or losing their drive to find True Death and joining the Bleakers.

As far as the Dead are concerned, primes are only beginning the path of True Death; they are too caught up in trying to live in this existence to understand the stages of death. Planars are wiser about the multiverse, knowing more about the processes and ends of "death" here in the afterlife, but only some recognize that it *is* an afterlife, and that it's True Death they need to reach. Petitioners and proxies are both in dead-end positions, even if they are closer to True Death than most. The petitioners are focused on merging with their plane, and proxies on serving their powers, when both should be looking toward True Death. Perhaps the closest beings to True Death are the undead. Purged of passion and attachment to "life", they have a purity few can know. Ironically, unintelligent undead may be devoid of emotion, but they lack the sentience to appreciate their nearness to True Death. The free-willed undead, on the other hand, should be most able to appreciate their position - and yet even they tend to cling too fiercely to "life" to be ready for True Death.

### Brief History

No one knows when the Dustmen were founded; they've been around as long as anyone remembers. Most believe the faction was founded by Skall, the former factol, about 600 years before the Great Upheaval, but this seems to have been only when certain details of the faction's structure were formalized; they'd been around in some form long before then - maybe for thousands of years before then. How had Skall been around so long? Well, stories differ about that. Maybe he was just a powerful wizard, and able to prolong his life indefinitely - but the opinion is becoming increasingly popular that Skall was actually undead himself, probably a lich or maybe a vampire. Skall only ever seemed to interact with other Dustmen by *project image*, so it's not as if anyone really knows for sure what he looked like. Anyway, whenever it was that the Dustmen were founded, they've remained pretty quiet since. They don't tend to bother people, although their ideas anger factions with more positive outlooks on the multiverse.

During the Faction War, the Dustmen lost Skall's leadership. At first, most of the Dead assumed that he found the secret of True Death and ascended, but later after the War when it turned out that other factols had also vanished it became clear that he had probably shared the same fate as the others, presumably banished to the Mazes. The Dead remained neutral during the War, tending the dead of both sides equally. After the War, though, the Dustmen had to come to terms with Skall's disappearance. For most other factions, the disappearance of the factol wasn't all that important; there were plenty of others who could fill the vanished factol's role. But Skall wasn't only the factol of the Dustmen; he was the founder, and in a sense in many Dustmen's minds he *was* the faction. It seemed hard to see how the faction could continue without them.

And for a time, it didn't. After the Faction War, the Dustmen officially disbanded. Individual Dustmen continued to work to clear the dead from the streets, and privately they continued to believe as they had and to strive for True Death, but they didn't associate with each other or have any sort of hierarchy. It didn't take long, though, to realize that this was foolish - worse, it smacked of

sentimentalism, which is something the Dustmen should do their best to avoid. So gradually, and without any sort of official purpose, the faction reunited. They haven't gotten around to choosing a new factol, and maybe they never will, as they work well enough without one.

## Goals

The Dustmen have never been a goal-oriented faction. Mostly, they're just doing what they've always done - tending the dead and working towards True Death. There are always rumors that the Dustmen are trying to start a mass "conversion" of everyone to their way of thinking, but nothing has been proven.

There are, though, a few things the Dustmen do want to do - well, not so much *want*, as think may be useful for their work. Maybe the biggest one right now is to find a new place with enough portals to serve as a funerary center, like the Mortuary used to be. There was some chant shortly after the War that the Dustmen were going to buy the Hall of Speakers from Harys Hatchis, but nothing ever came of that; either they decided it didn't have enough portals, or the story was just rumors to begin with. In any case, the Dustmen don't seem to have found another building that will serve their purposes, at least not one with an owner willing to sell it.

So far, the Dead have chosen to try to solve this problem in at least two different ways - and the faction's current lack of centralized leadership means that there's no one to say which way is officially preferred. Some Dustmen just use what few portals there still are in the Mortuary, not bothering to try to customize the corpse's disposal to the individual as much as they did before. Others use portals not in the Mortuary; it's a fairly common sight now to see Dustmen conducting a funeral service on some street corner or in some tavern that happens to have a portal to the right plane. Still, even though the Mortuary doesn't have all the portals that used to make it so convenient, it remains the Dustmen's headquarters. They've got too much invested there to make it easy to pull up stakes and move. Besides, why should they? Sure, another place with more portals might be more convenient - but a desire for convenience is... well, you know the rest.

Another interesting development of late is the possible reappearance of Skall. A number of Dustmen have reported seeing Skall himself in the Mortuary recently. Has Skall escaped from the Maze he was cast into? Or has he found a way to project an image *from* the Maze? No one's sure, but there are those who are convinced he's back, and are working to try to get things ready for his return as factol. Others, though, ain't so sure. Not that they think all those who said they saw him return are lying or barmy, of course, but... if Skall was only projecting an image anyway, what's to prevent someone else from projecting a similar image and *pretending* to be him? The fact is, though, that Skall's important enough to the faction that most of the Dustmen high-ups think any reports of his possible return need to be investigated. Maybe he's really back; more probably it's an impostor; but either way they need to find out for sure.

## Allies

The Dustmen don't have any "allies", per se; they tend to work alone, and try to avoid getting caught up in the matters of other factions one way or the other. In practice, though, they do get along better with some factions than others. They share with the Bleak Cabal and the Doomguard a certain sort of nihilism, and often find common cause with both of those two factions. To a lesser degree, the Dustmen also find some things to like about the Athar and the Xaositects, who do seem to see through

some of the veils of meaning on the false life they're in. They likewise respect the Guvners, Indepts, and Ciphers, who have some respect for learning and progress; but all of those factions remain too wedded to their passions and desires to find True Death.

## Enemies

Just as the Dustmen have no true allies, they have no true enemies, either. However, some factions keep a cautious eye on them. The Harmonium and the Sons of Mercy tend to watch the Dustmen, not interfering, but suspicious. The Anarchists... well, they seem opposed to everyone, and the Dustmen see little to admire in their zeal and passion for their work. The Fated also seem too focused on desire to get along well with the Dustmen philosophy. The Sensates are far too intent on savoring the supposed pleasures of this "life", and are blind to its emptiness and unreality - or, from the Sensates' point of view, the Dustmen are too intent on *ignoring* what's beautiful about life. And as for the Mind's Eye... well, it don't take a genius to realize that their ideal of progression through successive incarnations runs directly counter to the Dustmen's desire to find True Death and *end* their time in this multiverse.

## Dust Priest

Since time immemorial, the Dustmen have had a special relationship with the undead. The average cutter knows that the Dead Truce allows the Dustmen to coexist with the Undead, and control them to an extent. But few know the real dark of it - that the Dead Truce goes much deeper than that for those of the Dead that wish to explore it. Some Dustmen spend their entire lives working to unlock the secrets of the Dead Truce: how it works, and what power it gives them over the undead. Called Dust Priests, they learn to command undead as few priests can ever hope to, and can control an army of the undead that is equaled by none.

Hit Die: d8

To qualify to become a dust priest, a character must fulfill the following criteria.

Faction: Dustmen

Skills: Knowledge (Undead) 10 ranks

Feats: Dead Truce

Other: The ability to Turn or Rebuke Undead. Many gods, such as Pelor, would probably not like their clerics taking this class, and the DM may wish to ban certain priesthoods from this class on a case-by-case basis.

## Class Skills

A Dust Priest's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Knowledge (Undead) (Int), Knowledge (Arcana) (Int), Knowledge (Religion) (Int), Profession (Wis), Scry (Int), and Spellcraft (Int).

Skill Points at Each Level 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Negative Energy Affinity, Rebuke Damage +1d6, Rebuke Stacking	
2	+1	+0	+0	+3	Extra Minions I	+1 spellcasting level
3	+2	+1	+1	+3	Rebuke Damage +2d6	
4	+3	+1	+1	+4	Enthrall Undead I	+1 spellcasting level

5	+3	+1	+1	+4	Rebuke Damage +3d6	
6	+4	+2	+2	+5	Resist Turning	+1 spellcasting level
7	+5	+2	+2	+5	Rebuke Damage +4d6	
8	+6	+2	+2	+6	Extra Minions II	+1 spellcasting level
9	+6	+3	+3	+6	Rebuke Damage +5d6	
10	+7	+3	+3	+7	Enthrall Undead II	+1 spellcasting level

### Class Features

All of the following are class features of the Dust Priest

**Weapon and Armor Proficiency:** Dust Priests gain no new weapon or armor proficiencies.

**Spells per day/ Spells known:** Whenever a Dust Priest gains an odd numbered level, he gains new spells per day and spells known as if he had gained a level in an existing spellcasting class. If he has levels in more than one such class, he must choose which.

**Negative Energy Affinity:** All Dust Priests rebuke undead instead of turning them, and spontaneously cast Inflict spells rather than Cure spells, regardless of alignment.

**Rebuke Damage:** A dust priest inflicts extra damage when dealing Rebuke damage. At 1<sup>st</sup> level this additional damage is equal to 1d6. At 3<sup>rd</sup> level this is equal to 2d6. At 5<sup>th</sup> level this is equal to 3d6. At 7<sup>th</sup> level this is equal to 4d6 and at 9<sup>th</sup> level this is equal to 5d6.

**Rebuke Stacking:** Levels of Dust Priest stack with levels of Cleric for the purposes of rebuking undead.

**Extra Minions I:** Dust Priests may command 50% more undead than normal Clerics of the same level, rounded down. Normally, a Cleric may only command a number of undead whose HD equal his level. For instance, Oridi Malefin, an 18th level Cleric/Dust Priest, could normally command 18 HD of undead. With this ability, Oridi could command 27 HD of undead.

**Enthrall Undead I:** Dust Priests have an easier time commanding undead than normal Clerics. With this ability, a rebuked undead is commanded by the Dust Priest if its HD total is less than or equal to the Dust Priest's class level.

**Resist Turning:** All undead commanded by a Dust Priest have Resist Turning +2 (this does not affect the Dust Priest controlling them).

**Extra Minions II:** With this ability, Dust Priests may command a number of undead whose HD equal twice his level (this supercedes Extra Minions I).

**Enthrall Undead II:** Dust Priests may command any undead he rebukes.



## Death Blade

*"The Death Blade came out of nowhere. He moved like liquid death - fast, smooth, and black. Like all of them, he carried a long curved sword that crackled with some sort of black energy. In fact, it glowed black if such a thing is possible. Before we could react, he moved at Erbert, and slashed upward with his sword. It was obvious the wound was fatal, and Erbert lost consciousness immediately. He started to fall, but before he got the chance, the sword cut through the air again, and Erbert was dead before he hit the ground. We thought that was bad, but it got worse when Erbert's body got back up and shambled forward to fight alongside him!"*

The Death Blades are new, as the Dustmen reckon such things, meaning they've only been around for a couple hundred years. Their job is simple: help those that offend the Dustmen on to the next stage of death. See, while the Dead don't really take offense when people bob, insult, or just generally oppose them, they can't really abide by it either. If they allowed that kind of thing to continue, pretty soon people would be walking all over the Dustmen, and that's not acceptable. Their answer to this problem is the Death Blades.

Like all of the Dead, the Death Blades are cold and emotionless, meting out death to their victims with no malice or anger. No, they're just doing what needs to be done. Those who've seen them work and live to tell the tale claim they're a sight to watch. They move like they're dancing, avoiding opponents' blows and striking with grim efficiency. Their swords course with negative energy, and they animate the corpses of those they slay, so that in undeath they may serve those whom they offended in life.

Hit Die: d10

To qualify to become a death blade, a character must fulfill the following criteria.

Faction: Dustmen

Skills: Perform (one of which must be Dance) 4 ranks, Base Attack Bonus of +6 or higher.

Feats: Weapon Focus (Bastard Sword), Final Blow, Dead Truce

Other: Dexterity 15+, Must be an Initiate of the Fifth Circle or higher of the Dustmen.

### Class Skills

A Death Blade's class skills (and the key ability for each skill) are Climb (Str), Concentration (Con), Craft (Int), Hide (Dex), Jump (Str), Knowledge (Undead) Move Silently (Dex), Perform (Cha) Profession (Wis), and Tumble (Dex)

Skill Points at Each Level 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+0	+0	Death Blade +1d4, Dance With Death +1
2	+2	+3	+0	+0	Raise Enemies I
3	+3	+3	+1	+1	Death Blow I
4	+4	+4	+1	+1	Raise Enemies II, Dance With Death +2
5	+5	+4	+1	+1	Death Blade +1d6
6	+6/+1	+5	+2	+2	Raise Enemies III
7	+7/+2	+5	+2	+2	Death Blow II, Dance With Death +3
8	+8/+3	+6	+2	+2	Raise Enemies IV
9	+9/+4	+6	+3	+3	Death Blade +1d8
10	+10/+5	+7	+3	+3	Raise Enemies V, Dance With Death +4

## Class Features

All of the following are class features of the Death Blade

**Weapon and Armor Proficiency:** Death Blades gain no new weapon or armor proficiencies.

**Death Blade:** Death Blades have special swords, also called "death blades," that course with negative energy, dealing an extra 1d4 points of negative energy damage. This damage increases to a 1d6 at 5th level and to a 1d8 at 9th level. Death blades are usually enchanted with other magical properties as well.

**Dance With Death:** Due to her training, a Death Blade gains a dodge bonus to her AC when not wearing armor or carrying a shield. This bonus is +1 at first level, and she gains an additional +1 for every three levels of Death Blade after that.

**Raise Enemies:** For centuries the Dustmen have labored to understand the secrets of death and undeath, and armed with this knowledge the Death Blades are fearsome foes. Three times a day, a Death Blade may automatically animate an opponent to whom she dealt a deadly blow on the round after he is slain by the Death Blade as a zombie. The zombie must spend his first action to get up, and so cannot attack until the next round. Zombies animated in this way act on the Death Blade's initiative.

At every even level after 2nd, the zombies raised by the Death Blade become more powerful, gaining an extra two HD, and a +2 bonus to strength, at 4<sup>th</sup>, 6<sup>th</sup>, 8<sup>th</sup>, and 10<sup>th</sup> levels. These enhancements last for only 24 hours - after that, they become normal zombies.

A Death Blade can control a number of zombies whose HD do not exceed twice her number of levels in Death Blade. She loses control of the zombies after 24 hours.

**Death Blow:** At third level, Death Blades can perform a coup de grace attack against a helpless defender as a standard action. At 7th level, they gain an improved version of this feat, allowing them to perform a Coupe de Grace as a free action.

## ***Corpse Animator***

All the undead that serve the Dustmen have to come from somewhere - and where they come from, by and large, is the work of the dead animators, Dustmen spellcasters who devote themselves to the creation and maintenance of undead. Dead animators are not necessarily evil; they create undead not (in general) to gain power, or to torment them, but only for the greater good of the faction, and with an utmost respect for the dead whose corpses they reanimate.

Though little in principle prevents a corpse animator from adventuring, in practice they rarely do so. Dead animators are more likely to be found in the Mortuary and other Dustmen strongholds, creating undead and turning them over to other Dustmen to control. Their abilities to imbue undead with special powers makes them particularly useful, and their handiwork can be found wherever the Dustmen have a strong presence.

Though most corpse animators are drawn from the ranks of the Dustmen wizards, not a few clerics choose to follow the path of the corpse animator as well. All the races that are common among the Dustmen are well represented among the ranks of the corpse animators - and in fact many corpse animators are undead themselves.

Hit Die: d4

To qualify to become a dead animator, a character must fulfill the following criteria.

Faction: Dustmen

Skills: Craft (alchemy) 6 ranks, Knowledge (arcana) 7 ranks, Knowledge (negative energy plane) 3 ranks.

Spells: Ability to cast *animate dead* as either a divine or an arcane spell.

Feats: Spell Focus (Necromancy); any one item creation feat.

### Class Skills

The corpse animator's class skills (and the key ability for each skill) are Alchemy (Int), Concentration (Con), Craft (Int), Knowledge (arcana) (Int), Knowledge (local, negative energy plane) (Int), Knowledge (religion) (Int), Profession (Wis), Scry (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Necromantic Life, Imbue Undead	+1 spellcasting level
2	+1	+0	+0	+3	Transfer Control (2 HD/level)	+1 spellcasting level
3	+1	+1	+1	+3	Stitching	+1 spellcasting level
4	+2	+1	+1	+4	Transfer Control (4 HD/level)	+1 spellcasting level
5	+2	+1	+1	+4	Imbue Extant Undead	+1 spellcasting level

### Class Features

The following are class features of the dead animator prestige class.

**Spells Per Day:** When a corpse animator level is gained, the character gains new spells per day as if she had also gained a level in a spellcasting class she belonged to (if any) before adding this prestige class. She does not, however, gain any other benefit a character of that class would normally gain. If she had more than one spellcasting class before becoming a corpse animator, she must decide to which class she adds each level of corpse animator for the purpose of determining spells per day.

**Necromantic Life:** For a corpse animator, creating mindless undead is not considered an evil act. A corpse animator receives a bonus to control and bolster undead equal to her level in this class on turning checks. She also receives a bonus to caster level equal to her level in this class when using the spell *animate dead*.

**Imbue Undead (Su):** A corpse animator can imbue any undead that she animates with magical properties. In other words, she may treat a corpse as a magical item, casting the appropriate animation spell after finishing the enchantment. Typically granting the undead bonuses is done just as listed for magic items, as if the corpse was a wondrous item. Its natural weapons can be treated as masterwork weapons for purposes of enchantment, and its hide can be treated as masterwork armor

for purposes of enchantment. Furthermore, it can be granted magical spells and abilities just as wondrous items can be. Any enchantment she places on a corpse has its cost reduced by 5% x her class level.

**Transfer Control (Su):** At 2nd level, the corpse animator gains the ability to transfer control of the undead she creates to another character. She can transfer control of a total of 1 HD worth of undead creatures per caster level. At 4th level, this limit increases to 2 HD worth of undead creatures per caster level. This limit is counted separately from the total HD of undead the corpse animator can control personally. Control of all these undead can be transferred to the same creature, or split up among separate creatures. The dead animator can transfer control of undead to any creature with an Intelligence and Wisdom of at least 3, regardless of that creature's class or alignment. If the creature already has the ability to control undead, the transferred undead do not count against the hit dice of undead the creature can control.

**Stitching (Su):** At 3rd level, the dead animator can use the animate dead spell to reanimate undead creatures which have been destroyed. If the revived undead creatures were enchanted via Imbue Undead, those abilities must be imbued again, but this requires only 1/10 the normal base cost.

**Imbue Extant Undead (Su):** At 5th level, a corpse animator gains the ability to imbue with special abilities undead that she did not animate herself. This requires twice the base cost as it does to imbue undead the corpse animator personally animated, but is otherwise similar to the Imbue Undead ability.

## ***Deathpriest***

While clerics are one of the most common classes among the Dustmen, many of them are clerics of gods of death who see a compatibility between their gods' doctrines and the beliefs of the Dustmen but who still put their own gods first. Many Dustmen clerics, however, transcend the worship of an individual god and instead turn to worshipping the concept of Death itself. And of these clerics of Death, a few, the deathpriests, progress far enough in their worship to be granted special powers for their devotion.

Deathpriests vary in their lifestyles; some stay and temples constructed to honor Death and administer rites there, while others travel the planes in an attempt to better understand the different faces and forms that Death takes. By necessity, all deathpriests have a healthy respect for Death, and while some seem to enjoy bringing Death to as many people as possible, and others see Death as an inevitable end but not one that should necessarily be facilitated, no deathpriest takes Death lightly.

Deathpriests are drawn from all races, though tieflings perhaps have a slight plurality. They are not necessarily evil; Death is a fact of life, after all, and not malevolent, and while good deathpriests are rare, they do exist.

Hit Die: d8

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

Faction: Dustmen

Skills: Knowledge (Arcana) 5 ranks.

Feats: Dead Truce, Greater Dead Truce

Spells: Ability to cast 3rd-level divine spells

Special: The character must worship Death itself, and not a specific god. (Note: Clerics of Death have access to the domains of Death, Destruction, and Repose)

## Class Skills

The deathpriest's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Heal (Wis), Knowledge (arcana) (Int), Knowledge (religion) (Int), Knowledge (local, negative energy plane) (Int), Profession (Wis), Sense Motive (Wis), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+2	+0	+2	Prestige Domain: Mortality	+1 spellcasting level
2	+1	+3	+0	+3	Undead Detection	+1 spellcasting level
3	+2	+3	+1	+3	Absorb Death Magic	+1 spellcasting level
4	+3	+4	+1	+4	Extra Turning	+1 spellcasting level
5	+3	+4	+1	+4	Forestall Death	+1 spellcasting level
6	+4	+5	+2	+5	Draw Death	+1 spellcasting level
7	+5	+5	+2	+5	Death Resistance	+1 spellcasting level
8	+6	+6	+2	+6	Extra Turning	+1 spellcasting level
9	+6	+6	+3	+6	Bestow True Death	+1 spellcasting level
10	+7	+7	+3	+7	Absorb Death	+1 spellcasting level

## Class Features

The following are class features of the deathpriest prestige class.

**Prestige Domain:** Upon adopting the deathpriest class, the character gains access to the Mortality prestige domain, including its granted power. See below for details.

### Mortality Prestige Domain:

**Deities:** The Mortality prestige domain is available mainly to clerics of Death itself (see the Deathpriest prestige class above), though it is possible clerics of some death gods have developed access to it.

**Granted Power:** You turn or rebuke undead at +2 cleric level. Regardless of your alignment, you may choose whether to turn them or rebuke them, and you can make different choices on successive attempts.

### Mortality Domain Spells

1. Deathwatch
2. Gentle Repose
3. Imbue with Turning Ability\*
4. Extend Truce\*
5. Greater Extend Truce\*
6. Circle of Death
7. Finger of Death
8. Symbol of Death
9. Power Word, Kill

Undead Detection (Sp): At 2nd level, a deathpriest gains the ability to *detect undead*, as the spell, at will.

Absorb Death Magic (Su): At 3rd level, a deathpriest gains the ability to absorb the power of death spells (that is, spells of the Death descriptor) targeting him. Instead a death spell absorbed by the deathpriest gives him more power, granting him 2 temporary hit points per spell level, which fade after 10 minutes per spell level, and giving him a temporary extra spell slot of one level less than that of the death spell. (This extra spell slot is filled with a spell of the deathpriest's choice, but the slot is lost after that spell is cast, or after 10 minutes per spell level if the spell hasn't been cast by then.)

The deathpriest can absorb a number of spell levels per day equal to twice his class level; after that limit is reached further death spells affect him normally. Note that nothing prevents a deathpriest from having allies cast death spells on him, or even from casting death spells on himself, in order to gain the benefits of absorbing them.

Extra Turning: On reaching 4th level, the deathpriest gains Extra Turning as a bonus feat, giving him four extra attempts per day to turn, control, or rebuke undead. He gains it again at 8th level, giving him another four attempts per day.

Forestall Death (Su): At 5th level, a deathpriest gains the ability to forestall a creature's death, allowing him to fight on longer until death finally claims him. As a standard action, the deathpriest may touch a living creature that is dying (i.e. that has negative hit points, but is not yet actually dead), allowing it to continue to act with full vitality. For a number of rounds equal to the deathpriest's class level, the affected creature will continue to act normally, regardless of the amount of damage it takes. After this duration, however, the creature will immediately drop dead, even if it had had enough damage healed in the meantime to bring it to a positive hit point total. While the creature cannot die from hit point damage while its death is forestalled, it can still die from other causes, such as by having its Constitution brought to 0 or by being the subject of an instant-death effect such as a *disintegrate* spell.

Draw Death (Su): At 6th level, a deathpriest gains the ability to draw death magics to him even if they were originally cast on other targets. If the deathpriest knows (due to a successful Spellcraft check at a DC equal to 15+spell level) that a death spell is being cast on a target which is within 30 feet of him, he may attempt to draw the spell to himself instead of to its original target.

This requires a caster level check of 1d20 + deathpriest's caster level against a DC of 11 + the spell's caster level. If the caster level check fails, the spell goes off as intended; if it succeeds, the spell is targeted on the deathpriest instead of its original target and the deathpriest can absorb it if he has not already reached his limit of absorbed death spells for the day. The deathpriest can even draw area-of-effect spells or spells with multiple targets to him, preventing them from harming others who would otherwise be affected.

Death Resistance (Su): At 7th level, the deathpriest becomes resistant to all death spells and spell-like abilities, though he may still gain power by absorbing them. He receives a spell resistance equal to 11+his character level against death spells.

**Bestow True Death (Su):** At 9th level, a deathpriest can perform a ritual that causes a dead creature to be permanently and irrevocably dead. A creature upon which this ritual is performed cannot be raised or resurrected or returned to life by any means short of divine intervention. Despite the name of the ability, Dustmen scholars still dispute whether this ritual actually brings True Death to the subject, or merely bars it from this afterlife (and thus from further progress toward True Death). For this reason, deathpriests do not routinely use this ability on other Dustmen. This ritual takes three days to perform.

**Absorb Death (Su):** At 10th level, a deathpriest begins to gain power from absorbing not only death magics but death itself. When a living creature with at least 1 HD dies within 30 feet of the deathpriest, the deathpriest may "absorb" that death as a free action. This must be done the same round as the death occurs. If the manner in which a creature died prevents that creature from being raised or resurrected, then its death cannot be absorbed.

When a deathpriest absorbs a creature's death, the creature is restored to life with -8 hit points. The creature is not stabilized and may soon die again if not tended to. The deathpriest, meanwhile, gains one temporary hit point per hit die of the creature whose death he absorbed, and for every ten hit dice of creatures whose deaths he absorbs he gets a +1 Strength bonus and +1 to effective caster level for spell effects though this does not grant him access to more spells. All the benefits a deathpriest gains by absorbing a death fade after 10 minutes per hit die of the creature whose death he absorbed. A deathpriest cannot absorb the deaths of creatures with a combined total of more than 5 times his Wisdom bonus in hit dice at onw time. Even if a creature dies and is later restored to life and dies again, a deathpriest cannot absorb death from the same creature more than once a day.

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#### THE FATED

*We must regroup; we must survive. And we will; we always have. Darkwood's actions have shone a harsh, unblinking light on us all. It will be years, maybe decades, before we are able to leave behind his crimes, before we are no longer held responsible for what has happened. But we are strong, and we will overcome any obstacle. The Sanctuary's halls burn with the energy of our fellows, brighter in these troubled times than they ever have before. Wanderers from across the vast planes return with tales of their exploits, and a spirit of cooperation once lost has returned to our beleaguered faction. Even as we hold our individuality and pride in our hearts we come together in the face of adversity. Here, in the golden fields of Ysgard, where each strives for his or her own excellence, our faction begins anew.*

- From *The Secret History of Sigil*, as penned by Brigitte Gunnarsmoon.

The Fated are possibly one of the most distrusted groups in the multiverse. Their leader was responsible for the calamity of the Faction War, and everyone knows it. Although the members of the Fated weren't aware of their factol's true ambitions at the time, they were wise to scarper out of Sigil when they did. Now, they make their way the best they can in the planes of the Great Ring, and they find it just as unforgiving as any cold-blooded Taker.

See, the Fated don't believe in pity. They recognize the multiverse is a tough place, but they say everyone's the master of their own destiny, and there's no one else to blame. Everyone has the potential to make it big, but only those who are really work for it are going to get anywhere. The multiverse belongs to those who can hold it, and if you fail along the way, it's because you weren't trying hard enough.

**Philosophy:** Everyone's responsible for themselves. For good or bad, you carve out your own fate.

**Nicknames:** Survivors, Takers, the Heartless.

**Headquarters:** Ysgard.

**Majority Races:** Bariaurs, dwarves, halflings, humans, tieflings.

**Majority Classes:** Barbarians, rangers, rogues.

**Factol:** Aram Oakwright (CN male dwarf Ftr 6 Fated)

**Prominent Members:** Rayl Whitespoon (CN female githzerai Ftr4/Wiz6 Fated), Brigitte Gunnarsmoon (CN female frost giant Expert4 Fated), Shorash Ambergrove (LN male aasimar Rog16 Fated)

**Alignment:** Any except lawful good.

**Symbol:** A hand gripping a golden walking stick against a purple background. It has been adopted to highlight the faction's change of emphasis, but detractors claim the stick's actually a cudgel.

The Fated believe that the multiverse and everything in it is up for grabs. Those who are strong enough to hold on to something deserve it. This covers everything from material wealth, to land, to the abstract ideals that make up the multiverse. A body needs to pull himself up by his own strength in the end, and if they fall, it's no one's fault but his own. Luck, chance, fate, those are all shams. A true Fated grabs the woven threads of the Norns, and snaps 'em in twain. Then he moves on, and does what he needs to do to make the future *he* wants. Sure, there's all sorts of names thrown at the Fated, like heartless and cold-blooded. Just the squalling of babes, who are too weak to stand on their own two feet. Instead of doing something about it, they try to bring down the successful with words like knives. Well, the Fated have a nice, thick skin.

And truth is, those poor fools have got it all wrong. The Fated aren't petty thieves and thugs (at least not for the most part). They're individuals first and foremost. Most are the fair-minded, upstanding sort. Being a Taker doesn't mean grabbing everything in sight, and it doesn't mean you can't give someone a fair shake. But when you want something, you make it yours with everything you can muster. All but the dimmest realize not everything can be won by force. But even finding love and happiness takes force of will, an inner strength that too many lack.

Never show weakness or softness. Never be a coward. It's courage to stand up for what you want and what you believe that'll get you places. Anytime you see someone in the gutter, just remember whose fault that is. Any self-respecting body wouldn't wallow about in the mud there, asking for handouts. A body has to be self-sufficient. 'Cause when it comes down to it, there's no one else looking out for you. The only one with your best interests at heart is your own self.

### Brief History

The Fated keep the truth of their early days close to their chests. They were banging about the Cage for quite some time, having had the foresight and wherewithal to set up the Hall of Records and become Sigil's tax collectors. The Hall of Records contained files on almost every transaction and title of ownership that had any importance in Sigil. Birth, marriage, and death certificates were kept in the Hall, along with histories and census records. The basement held the extensive archives acquired when the Fated foreclosed on the original owners of the Hall, Bigby's College of Academic Arts. These archives came in very useful indeed, and became the basis for *The Secret History of Sigil*, the Fated's greatest collection of information on the factions. This research project was continuously added to, and also contained the history of the Fated itself.

Not much else is known about the history of the faction. They have always had a presence on several other planes, most notably Ysgard, where a large number of the inhabitants belong to the faction. The strong thrive in the fields of Ysgard, and the relationship was natural. The Fated seem to have begun there, having learned valuable lessons of survival and self-sufficiency. From there, the faction spread throughout the planes, learning how to cope with the various conditions on the Great Ring, finding



ways to survive, and even thrive. As time passed, they turned their attentions to more than merely getting by, especially when they came to Sigil. Many Fated came to hold positions of power throughout the planes, sometimes as rulers, but more often as right hands or other powers behind the thrones. The Fated tend towards subtlety and manipulation, and staying behind the curtain gives their power more longevity than if they were out in the open.

Duke Rowan Darkwood became factol by getting the dirt on Emma Oakwright, the factol before him. Darkwood had only been in the Cage for a short time, but he was a quick study. Ambitious enough to put most Fated to shame, he set his eyes on nothing less than Sigil itself. He made plenty of enemies along the way, from his own faction as well as the rest. His plans all came together when he finally got hold of something to use against the Lady herself. That's when he set the Faction War in motion.

Of course, Darkwood's plans didn't work out the way he'd planned, and he was sent to the Mazes with the rest of the factols. The whole power structure of the factions came tumbling down, and the Lady blew the pieces to the winds. When the ragged factions started comparing notes, they figured out that Darkwood had played the lot of them, manipulating events and bringing about this whole sorry state of affairs. The Fated made themselves real scarce when that came to light, with most of them scurrying back to Ysgard. Their headquarters there used to be called Rowan's Hall, in honor of their leader, but now it's simply known as the Sanctuary. Any Fated's welcome to make it their home whenever need be. Naturally they have to work for the privilege, but it's better than being out in the cold. Although they've lost the Hall of Records (and the Hall's lost the records), Darkwood had *The Secret History of Sigil* moved here shortly before the War. The information contained in the history may be the key to the Fated's return to Sigil. Historian Brigitte Gunnarsmoon has been put in charge of maintaining the archives, and incorporating new information.

Recently, the Ring-Givers abandoned Skeinheim, their headquarters in Ysgard. This used to be the headquarters of the Fated, but it fell into the Ring-Givers' hands. The Takers claimed that they were tricked, and have never forgiven the upstart Ring-Givers. The Fated tried to take the town back several times over the years, but the Ring-Givers beat 'em back each time. Since the Ring-Givers pulled up stakes, a number of the Takers have moved back in. Many of the Fated are sure it's some sort of ploy, and they still give Skeinheim a wide berth.

Aram Oakwright, Darkwood's former right hand at the Hall of Records, has shoved his way to control of the faction. He'd been eyeing the top spot since Darkwood took it from his cousin. Oakwright is a master at trading and selling information, and with *The Secret History of Sigil* at his fingertips, he's been able to keep most competitors at bay. His position is still precarious, though. The other ambitious sorts are looking for any way to topple him they can, while a good number of Fated aren't looking to replace Darkwood with another power-hungry bastard. To the more forward-looking Survivors, Oakwright is a dangerous anachronism, the sort of conniver that made them pariahs in the first place. Some of 'em have simply chosen to ignore him for now; they're too busy forging their own paths to bother with him.

## Goals

Just getting by in these times is a pretty big goal in and of itself for the faction. Although none of 'em were privy to their former factol's plans, the members of the Fated are even less popular than they used to be. One of the things they need to accomplish is brightening their image, and there are several ways they're going about accomplishing this.

The Fated are trying to at least pretend they're friendly folks, and if not offering outright charity, at least offer a helping hand here and there. They expect to be paid for their help in some fashion, but they usually cut a fair deal. They also try to show a body that their driving philosophy ain't so bad, after all. They point out the fact that anyone's welcome to join (unless they're paladins or some such). They may be elitists, but it's not because they stop anyone else from trying to be the best they can be. The best example of this campaign is Shorash Ambergrove, an aasimar with a personality as bright as his skin. Shorash travels the Great Ring, offering seminars (for a fee) on how to reach a person's full potential. He also sells a book containing all sorts of advice and little phrases a body can repeat to himself to keep a positive attitude. A lot of folks have joined up with the faction after going to a seminar or two. Shorash hasn't made it to the Cage, yet, but it's only a matter of time. The Fated, by and large, are working hard to regain respect, and try to show themselves as self-reliant cutters to be admired, not feared and despised.

Many of the Takers are scrambling for any plot of land they can get hold of in the planes, especially the Outlands. Even in the infinite multiverse, territory is a valuable commodity. Oakwright is especially interested in Glorium, Ysgard's gate-town. The town's chieftain, Flatnose Grim of the Free League, has always resisted the Fated's attempts to gain a foothold here. Oakwright figures he'll take Glorium by force of arms if it comes to it. Rayl Whitespoon, who used to run the Rowan Academy of Training, has distinguished herself in several sorties across the planes, particularly in the battle for Kra'thinkar, a githyanki fortress built on the corpse of some nameless deity. While this has given the Fated a base on the Astral Plane, it's whispered that the real reason for the dangerous assault lay in a long-standing grudge between Whitespoon and H'r'kai, a prominent githyanki knight of Kra'thinkar. Some people wonder how Darkwood could have ever had the guts to spurn Whitespoon for Factol Nilesia.

Many of the less militant Takers have taken control of caravan lines, or have otherwise opened or maintained existing merchant ventures. Several caravan routes across the Outlands and throughout the Outer Planes bring goods to gate-towns, realms, and the Great Bazaar of Sigil. Some of them quietly support Oakwright's plans for Glorium, hoping they can gain access to Yggdrasil's pathways.

In general, the Fated have fallen back on the skills that made them special in the first place. When a Survivor sets his mind to knowing a plane, few can approach his skill. The Fated know how to endure the unforgiving nature of the Great Ring, and some note with pride their forays into the inimical Inner Planes and the like. Many Fated have taken up the job of guide, for individuals or caravans. The Survivors operate way stations, inns, and toll bridges, and offer places to hire guides, even along a number of caravan routes they do not explicitly control.

### Allies

The Fated never had many friends to begin with, and that isn't changing since Faction War. They still tend to get along with the Free League, as long as their individual goals don't clash and the Fated bring a lot of goods to the Great Bazaar of Sigil, or help protect the routes. The Fated used to have some tenuous links with the Mercykillers. Of the two splinter groups born of that dead faction, the Sons of Mercy don't think much of the Fated (and the feeling's mutual). The Sodkillers have quite a bit in common with the Fated though, and sometimes they work together with the Takers, while other times it comes to blows, depending on the situation.

### Enemies

Pretty much everyone else qualifies as an enemy. Most bodies are still wary of the Fated, and none of the factions seems interested in forgiving them for the war. The Fated still holds grudges against the other big group in Ysgard, the Ring-Givers. Their philosophies don't mix well, and that's caused quite a bit of strife over the years.

## Digger

Diggers are experts at getting the chant and finding the dark of things. The Fated have a history of collecting information on the goings on of individuals and groups throughout the planes, primarily Sigil. They are secretive and elusive, and even other members of the Fated do not know who the diggers in their midst are.

Much of the knowledge contained within The Secret History of Sigil is the result of the efforts of the diggers. Factol Darkwood made the most use of the diggers' talents, and the secrets they brought him provided Darkwood with the leverage he needed for his ambitions. The diggers conducted interviews, performed research, bribed, blackmailed and bullied. They lurked in the Hall of Speakers and the alleys of Sigil. And they put the pieces of the puzzle together. Not only were they skilled in acquiring knowledge, they were experts in analyzing that knowledge, and seeing through the dark of it. Secrets that might seem inconsequential to the untrained eye are set down in The Secret History, recorded there in wait for the day when they become useful.

Today, the diggers still operate under Factol Oakwright's guidance. In many ways, Aram Oakwright rivals his predecessor's thirst for secrets and intrigue. Most diggers are rogues or bards, due to their stealth and ability to gather information. Clerics, wizards, and sorcerers also occasionally become diggers, attracted to the class's divination and scrying abilities. Fighters rarely have the patience for the digger's methods, though a few rangers have become diggers, exploring remote areas and bringing back their secrets. Monks, druids and barbarians practically never become diggers.

Hit Die: d6

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

Faction: Fated

Skills: Bluff 5 Ranks, Gather Information 8 Ranks, Hide 5 Ranks, Move Silently 5 Ranks, Search 8 Ranks.

Feat: Alertness

### Class Skills

The digger's class skills (and the key ability for each skill) are Bluff (Cha), Decipher Script (Int), Disguise (Cha), Gather Information (Cha), Hide (Dex), Knowledge (any, taken separately) (Int), Listen (Wis), Move Silently (Dex), Read Lips (Int), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 6 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells		
						1	2	3
1	+0	+0	+0	+2	Faction specialist, digger research +1	0	-	-
2	+1	+0	+0	+3	Eavesdrop, digger research +2	1	-	-
3	+2	+0	+0	+3	Faction specialist, digger research +3	1	0	-
4	+3	+1	+1	+4	Unseen eye, digger research +4	1	1	-
5	+3	+1	+1	+4	Faction specialist, digger research +5	1	1	0

## Class Features

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

**Weapon and Armor Proficiency:** Diggers gain no proficiency with any weapon or armor.

**Spells per Day:** A digger gains the ability to cast a small number of arcane spells. To cast a spell, the digger must have a Charisma score of at least 10 + the spell's level, so a digger with a Charisma of 10 or lower cannot cast these spells. Digger bonus spells are based on Charisma, and saving throws against these spells have a DC of 10 + spell level + the digger's Charisma modifier. A digger has access to any spell on the spell list below and can freely choose which to cast, just like a bard. Like a bard, the digger does not suffer a chance of arcane spell failure

When the digger gains 0 spells of a given level she gains only bonus spells for that spell slot. A digger without a bonus spell for that level cannot yet cast spells of that level. Bonus spells are based on Charisma.

**Faction Specialist (Ex):** At 1st level, a digger may select a group, which may be any action, sect, or guild. A digger may select the Fated as that group. The digger becomes an expert at digging up dark on a particular organization, and gains a +3 bonus to Bluff, Gather Information, Sense Motive, and Spot checks regarding its members or affairs. At 3rd and 5th level, the digger may select an additional group.

**Digger Research (Ex):** At 1st level, a digger gains a competence bonus equal to her class level to all Knowledge checks. If a digger has bardic knowledge, digger levels stack with the other classes for the purpose of using bardic knowledge.

**Eavesdrop (Ex):** Diggers are trained to surreptitiously listen in on conversations. She gains a +5 bonus to Listen and Read Lips checks anytime she is unseen by the target of the skill check.

**Unseen Eye (Su):** If someone uses *detect scrying* in the area of a digger's magical sensor, the digger gains a Will saving throw to resist the attempt, with the DC determined as if *detect scrying* had a saving throw. Furthermore, she gains a +5 bonus on the caster level check for *detect scrying* to uncover her identity.

## Digger Spell List

1<sup>st</sup> - change self, charm person, comprehend languages, detect chaos, detect evil, detect good, detect law, detect secret doors, identify, message, read magic

2<sup>nd</sup> - alter self, darkvision, detect thoughts, invisibility, locate object, see invisibility, speak with animals, tongues, zone of truth

3<sup>rd</sup> - arcane eye, clairaudience/clairvoyance, invisibility purge, invisibility sphere, scrying, speak with dead

## Taker

*“Don’t do me any favors.” Parlo walked away from the woman offering to bind his wounds. “I have learned to take care of myself.”*

Takers belong to the Fated faction, which advocates survival of the fittest. If you can take it (and keep it), you were meant to have it. If you want something, go and get it. Adventurers in general are attracted to this philosophy, for it is the primary motivation for adventuring. Fighters and barbarians tend to play the bully, while bards, clerics, sorcerers, and wizards use a more subtle approach to get all they desire. Rogues are particularly attracted to the taker prestige class for obvious reasons.

Hit Die: d6

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

Faction: Fated

Base Attack Bonus: +4

Skills: Bluff 5 ranks, Diplomacy 5 ranks, Intimidate 5 ranks.

Feats: Skill Focus (Bluff, Diplomacy, or Intimidate)

## Class Skills

The taker’s class skills (and the key ability for each skill) are Concentration (Con), Appraise (Int), Forgery (Int), Knowledge (any) (Int), Read Lips (Int), Search (Int), Innuendo (Wis), Listen (Wis), Profession (Wis), Sense Motive (Wis), Wilderness Lore (Wis), Bluff (Cha), Diplomacy (Cha), Gather Information (Cha), Intimidate (Cha).

Skill Points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells			
						1	2	3	4
1	+0	+0	+2	+0	Survival skill	0	-	-	-
2	+1	+0	+3	+0	Larger than life (1/day)	1	-	-	-
3	+2	+1	+3	+1	Survival skill	2	0	-	-
4	+3	+1	+4	+1	Aura of confidence (1/day)	3	1	-	-
5	+3	+1	+4	+1	Survival skill, Charisma increase	3	2	-	-
6	+4	+2	+5	+2	Larger than life (2/day)	3	2	0	-
7	+5	+2	+5	+2	Survival skill	3	3	1	-
8	+6	+2	+6	+2	Aura of confidence (2/day)	3	3	2	-
9	+6	+3	+6	+3	Survival skill	3	3	2	0
10	+7	+3	+7	+3	Large than life (3/day), Charisma increase, supreme confidence	3	3	3	1

## Class Features

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

**Weapon and Armor Proficiency:** A character who takes a level of taker become proficient with all simple weapons, light armor, and shields.

**Survival Skill:** Choose one non-exclusive skill. The taker gains a competence bonus to that skill equal to half his taker class level, round down. The taker can choose another skill at every other level.

**Larger than Life (Sp):** At 2nd level and higher, the taker can grow in size and power, taking on an aspect that represents his self-importance. This works exactly like the spell *righteous might* cast by a cleric of a level equal to the taker's character level. Use of this ability is a standard action and the taker can use it 1/day at 2<sup>nd</sup> level, 2/day at 6<sup>th</sup> level and 3/day at 10<sup>th</sup> level.

**Aura of Confidence (Sp):** At 4th level and higher, the taker's confidence in himself rubs off on allies nearby and disturbs enemies. This ability works exactly like the spell *prayer* cast by a cleric of a level equal to the taker's character level. Use of this ability is a standard action, and the taker can use it 1/day at 4<sup>th</sup> level and 2/day at 8<sup>th</sup> level.

**Charisma Increase:** When a taker reaches 5th level, and again at 10th level, his Charisma score increases by 1. This is not an enhancement bonus - this is an ability score increase.

**Supreme Confidence (Ex):** At 10th level, the taker is so confident in his abilities that he gains a morale bonus to all attack rolls and saving throws equal to his Charisma bonus.

**Spells:** A taker gains the ability to cast a small number of arcane spells. To cast a spell, the taker must have a Charisma score of at least 10 + the spell's level, so a taker with a Charisma of 10 or lower cannot cast these spells.

Taker bonus spells are based on Charisma, and saving throws against these spells have a DC of 10 + spell level + the taker's Charisma modifier. A taker has access to any spell on the spell list below and can freely choose which to cast, just like a sorcerer. When the taker gets 0 spells of a given level, he gets only bonus spells for that spell slot. A taker without a bonus spell for that level cannot yet cast spells of that level. Bonus spells are based on Charisma.

Spells gained from being a taker cannot be cast on others. All of the spells cast from the taker spell list are treated as though they have a range of personal.

### Taker Spell List

1<sup>st</sup> - cure light wounds, endure elements, enlarge, expeditious retreat, jump, sanctuary, true strike.

2<sup>nd</sup> - bull's strength, cat's grace, cure moderate wounds, darkvision, endurance, lesser restoration, resist elements.

3<sup>rd</sup> - cure serious wounds, haste, protection from elements, nondetection, remove disease, tongues.

4<sup>th</sup> - cure critical wounds, neutralize poison, remove curse, restoration, stonewall.

## Scavenger

Surviving out in the planes is tough, and no one knows this better than the scavenger. Relying on his wits to get by, the scavenger takes what he needs and makes do with what he has.

Scavengers were mostly unknown before the Faction War, with only the most isolated individuals and groups living in this fashion. With the turmoil of the Faction War, some Fated have fallen back on these ways, renewing skills that haven't been seen since the rough-and-tumble early days of the faction. Most scavengers still hold the Fated's ideals, but have broken off most, if not all ties, with the faction itself. They don't trust the organization anymore, and don't want to be associated with the berks who brought the delicate balance of the Kriegstanz crumbling down. They wander from place to place, looking for whatever can get them through.

Rogues naturally make good scavengers, and rangers come close to them in ability. Fighters and barbarians who find themselves cut off from society also become scavengers more often than some. Wizards and sorcerers occasionally become scavengers in desperation, but usually find some other way to get by. Bards are used to living on the road, but the social isolation of the scavenger is contrary to their dispositions. Clerics and druids tend to belong to religious orders and to rely their gods and nature to provide for them, and so rarely find themselves in the scavenger's position. Monks who belong to monastic orders have the same structure as clerics and druids, and they are able to live simply without the need to resort to desperate measures.

Hit Die: d6

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

Faction: Fated

Skills : Appraise 3 ranks, Disable Device 5 ranks, Search 8 ranks, Tumble 3 ranks,

Feats: Improved Initiative, Self-Reliance, Sticky Fingers, Toughness.

### Class Skills

The scavenger's class skills (and the key ability for each skill) are Climb (Str), Jump (Str), Balance (Dex), Escape Artist (Dex), Hide (Dex), Move Silently (Dex), Open Lock (Dex), Pick Pocket (Dex), Tumble (Dex), Appraise (Int), Disable Device (Int), Search (Int), Innuendo (Wis), Listen (Wis), Spot (Wis), Diplomacy (Cha), Intimidate (Cha).

Skill points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+2	+2	+0	Swarm fighting, mending, sneak attack +1d6
2	+1	+3	+3	+0	Cornered rat, locate object
3	+2	+3	+3	+1	Iron stomach, sneak attack +2d6
4	+3	+4	+4	+1	Make whole
5	+3	+4	+4	+1	Invisibility, sneak attack +3d6

### Class Features

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

**Weapon and Armor Proficiency:** Scavengers are proficient in simple weapons, light armor, and shields.

**Swarm fighting (Ex):** When a scavenger is in a flanking position with another scavenger, his bonus to hit increases from +2 to +4.

**Mending (Sp):** Twice per day, a scavenger may use the spell *mending* as a sorcerer with a caster level equal to the character's scavenger level.

**Sneak attack:** As the rogue sneak attack ability, this ability stacks with any sneak attack ability from another class.

**Cornered Rat (Ex):** Beginning at 2nd level, the scavenger's desperation grants an edge in certain combat situations. Whenever the scavenger is hit and suffers damage from a melee attack, she may opt to use an attack of opportunity to make a counterattack. If the scavenger does not have an attack of opportunity available, this ability cannot be used.

**Locate Object (Sp):** Once per day starting at 2nd level, a scavenger may use the spell *locate object*, as a sorcerer with a caster level equal to the character's scavenger level.

**Iron Stomach (Ex):** At 3rd level, the scavenger gains a +3 bonus to saving throws to resist poison and disease.

**Make Whole (Sp):** Once per day starting at 4th level, a scavenger may use the spell *make whole*, as a sorcerer with a caster level equal to the character's scavenger level.

**Invisibility (Sp):** Once per day at 5th level, a scavenger may use the spell *invisibility*, as a sorcerer with a caster level equal to the character's scavenger level.

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#### THE FRA+ERNI+Y OF ORDER

*"What is it with that racket?" The old man slowly shifted, pulling himself out of his chair. "I'd have found the dark of the gears by now if it weren't for these infernal interruptions!" Making his way out of his lab and wandering down to the foyer, he followed the shouts, mechanical buzzing sounds, and noises of war erupting from the supposed sanctuary of the Fraternity. He barely blinked as a whirling blade slid in front of his face, giving his mustache a neat, if uncalled for, trimming. Other Guvners, bearing weapons both ancient and modern, moved about in a symphony of order that might seem like chaos to an outsider. But they responded in an organized manner, perfectly in line with local protocol, to ward off the hostile creatures in their midst.*

*"Dear. What seems to be going on?"*

*A younger, unshaven Guvner cried out, "We brought it back from Acheron!"*

*More voices added to the chorus, shouting over the clangs of steel and the crackling of bizarre devices, "They called it a 'clockwork horror'!"... "It seems to have originated on Baritus, a prime world where there are..." "You leatherhead! You think a prime could come up with something like*



*this?!”*

*The old man watched as the adamantine insect sawed one of his fellows cleanly in half, without even flinching. “My. I don’t suppose any of you would mind if I took some notes...?”*

The Fraternity of Order isn't what a body might think. First of all, they aren't concerned with keeping the order - that's the Harmonium. Secondly, they just aren't as... well... orderly as they used to be. Getting booted out of Sigil by the Lady shook them up but good, and inserted a bit more chaos into the stagnant mix that the Guvners used to be. But their core philosophy still revolves entirely around laws and the order therein. See, according to them, it's very important to understand laws... whether they're the local statutes or the universal axioms all creatures are forced to live by. To them, understanding the laws - the *Orders* - things work by is vital to manipulating things to be the way people want them and need them. Of course, the sort of power that information grants isn't bad, either. And it's no secret that the Guvners are looking to be in charge of it all, sooner or later.

Of course, if you listen to them long enough, you just might think that they *are* in charge. And if their theories are correct, that just might be the case...

**Philosophy:** Learn the laws that govern the multiverse and gain power through them.

**Nickname:** Guvners.

**Headquarters:** The Fortress of Disciplined Enlightenment in Mechanus.

**Majority Races:** Dwarves, humans, gnomes, zenythri.

**Majority Classes:** Psions, wizards.

**Factol:** Jamis (LG female human Clr12 (Oghma) Fraternity of Order)

**Prominent Members:** Nancias Garabutos (LN female human Wiz11 Fraternity of Order)

**Alignment:** Any non-chaotic.

**Symbol:** A dagger with a blue handle, pointed upwards. Blue curls over from the top, branching and splitting as it falls down - as if being cut by the dagger itself. The blade of knowledge reveals the truth.

Knowing the law is one thing, and relatively uncomplicated, even if it can be taxing and time-consuming to study it. But knowledge of how to use laws is where real power comes from. Think of it this way: a man might not know he can use a boulder as a weapon until he understands that the law of gravity will let him push it off a ledge, or, even better, the law of action and reaction that lets him construct a catapult that flings the boulder as far as he needs it. Imagine that on a multiversal scale, and you've got an inkling of what the Guvners are aiming for.

The Fraternity of Order believes there are three types of Orders. The first are called *Rules*, created by sentient beings to govern themselves and resolve disputes. The second are called *Laws*, which derive from the powers. Most Laws are the natural laws of a given plane - the cycle of time in the Outlands, for example. The third are known as *Axioms*. Axioms are laws all things - inanimate or alive, divine or mortal, planar or prime - must adhere to. Some Axioms are referred to as Great Axioms, which it's said only the powers can really understand. However, if by some chance a mortal does come to fully understand one, one might move on to an existence more capable of withstanding that knowledge. Whether this means becoming a power or something else is entirely theoretical.

Another trick to laws is discovering loopholes. By using loopholes in Orders, one can win court battles, devise a device that boils tea nicely, or even bend Axioms to perform actions that might otherwise be impossible. With loopholes, it's possible to do anything... a body's just got to uncover the secret to it. The loopholes of Rules are useful in the court, the loopholes of Laws are useful in the lab, and the loopholes of Axioms... well, they're useful anywhere, though one can only cheat the universe itself so many times before it wises up.

Some Guvners argue that Rules are not created by mortals, nor are Laws created by powers. Rather, they are discovered, and the truth is that there's a universal set of such Orders, and that some may become lost or misunderstood, while others simply haven't been discovered yet. People may think they've written a new law, or a power may think its edict is its own, but they're just introducing (or rediscovering) a previously unknown Order. While some may argue that there is no such thing as universal Rules and Orders due to the seemingly varied laws of different planes and realms, such Guvners would counter with the idea that Rules and Orders can be different between places and times. In their mind, that simple fact doesn't mean there isn't an underlying order behind their variations of absolutes.

Though they may seem monolithic and homogenous to outsiders, the Fraternity of Order is often divided between different viewpoints. While they're all undeniably dedicated to law, they have varying viewpoints on what those laws might be. Even what is considered to be "known" is somewhat self-contradictory, and the Guvners realize it's hard for them to see the whole picture. Therefore, different bureaus have been devised to help solve this problem. Sometimes they are formed to devise a solution to a problem, or other times simply to perform dedicated study of a single piece of the multiverse. A handful of the bureaus are described below, but there are literally hundreds of different bureaus both defunct and active in Guvner records.

One group within the Fraternity of Order, the Mathematicians, focuses solely on discovering the Orders of Mechanus itself. After all, the theory goes, Mechanus embodies every law, everywhere in the multiverse. So a full understanding of Mechanus' laws would allow you to use those discoveries across all planes. In addition, it's said that somebody that pins down every bit of law about the gears would gain enough insight to rule Mechanus... and from there, the rest of creation shortly afterward. Furthermore, they believe the plane of ultimate law has a "perfect" version of anything else in the universe. So by studying Mechanus, one can find anything one might desire. Formerly a separate sect, they have been subsumed into the Bureau of Native Mathematics, a subdivision of the Fraternity of Order.

On the other, more down-to-earth side, some newer members are claiming that folks within their faction were and are going too fast, too soon. They argue that the understanding of Rules and Laws is incomplete at best, and that to try and uncover Axioms before mastering the basics is dangerous, if not outright mad. Focusing on bringing the information they have into more physical endeavors, many of these younger Guvners are explorers, investigators, and inventors, seeking out knowledge and putting it into more practical pursuits, such as golems and clockwork oddities designed to perform tasks of labor and the like. Surprisingly, though Jamis has not joined in with her rhetoric, many of those returning with her to Sigil are of this group. Officially, they're organized under the new Bureau of Timekeepers, even if many of their endeavors deal in more than just watches.

Finally, another new theory that's controversial at best, and considered outright heresy at worst, posits that the Fraternity of Order is looking in the wrong place entirely to discover law. An outgrowth of attempts to study the elements which made up the Faction War, these scholars believe that only in attempting to discover the patterns of chaos can one uncover the truth of the multiverse. They believe that if one can find the patterns and rules even in the most seemingly disorderly of all forces, that those rules will be the ultimate Orders... those that exist even in the face of seemingly total chaos. There is no official bureau for them as of yet; most of them exist under the Bureau of Extraplanar Exploration and Development, or as the Bureau of Xenophilosophical Studies. While considered a bunch of fools by the majority of Guvners, they have mounted expeditions to Limbo. Right now they're particularly interested in trying to discover the dark of the inhabitants' ability to influence the raw matter of the plane itself, though much to the relief of Limbo's inhabitants, they haven't stumbled onto it yet.

## Brief History

Being the gluttons for knowledge the Guvners are, they've recorded nearly everything they can about their own history. Their own records stretch back roughly a millennium - or maybe more - in millions of volumes that sprawl across their libraries in Mechanus. Some of their records get into minutiae that might test the patience of even their own... from the clothes somebody wore on a given day to how many dribblings of mucus came down a orc's nose at a given trial. But to the Guvners, no detail is worth missing. Anything could be a greater piece of the puzzle that, day by day, they're working to uncover. Consequently, few of their records are interesting from an artistic or emotional perspective. They have no great heroes... no epic tales... no climactic disasters... at least by the reckoning of most people's viewpoints. Of course, with the amount of mundane details in Guvner works, even vast clashes like the Faction War might be so deeply analyzed that they hardly seem any more interesting than their factol's dinner records for the past year. The thing is, they're good at the details, but there just isn't much passion in their written works. After all, passion distorts, and they can't have anything but the ungarnished facts.

The actual history of the Fraternity of Order begins with a bunch of magically-inclined sages in Sigil that had gravitated there from various prime planes. Back then, they were what a prime would call a "college of magic", picking their numbers from various worlds - from Toril to Cerilia and so on. Of course, having to reconcile the magical traditions of dozens of worlds was quite a feat, and so they worked on developing theories that would uncover the basic laws that underpinned wizardly magic. Forget that "born to power" heritage sorcerers work with... they were working on what let pure training and knowledge allow a wizard to harness one of the strongest forces in the universe, perhaps even *the* strongest force.

It's a cinch for anybody that knows how the Fraternity operates now to see how that developed. Once they had a theory for that down, they started looking for ways to "cheat" magic. Though they didn't consider it more than spell research, it was what a modern Guvner would consider primitive study of what they now call "loopholes". Their research succeeded beyond their wildest beliefs, and some started theorizing that the laws of magic weren't alone in their malleability. Their search led them naturally to Mechanus, where they set up a secondary fortress to complement their home in Sigil. From there, they slowly gravitated away from a pure study of magic to a study of the multiverse as a whole.

They took the name "Fraternity of Order" not too long prior to the Great Upheaval to replace "The Planar Order of Magic". Their orderly ways allowed them to weather the Lady's new edict without even blinking for the most part, only restructuring their activities slightly. Becoming a part of Sigil's rule by the factions, they took up the role of record keepers, keeping track of laws, statistics, events, and so forth. But laws became their *métier*, since there was always somebody needing to know what the laws were, thanks to the constant power struggles - both small and large - in Sigil. And needless to say, the Guvners used this to their own benefit, interpreting and using the laws in their favor. Of course, the fact that they ran the courts, often playing judge, prosecutor, defender, recorder, and more, also helped them quite a bit. Though they were unable to create new laws on their own, they were able to bury laws they didn't care for occasionally.

Over time, the faction got more complacent. Influence and power took its toll; though empowered by order, they were also trapped by it. More members joined with no inclination towards studying law past Sigil's books... sloppiness crept in, something that would have been anathema during their origins, when they picked only the mightiest minds from across the planes. The faction became a haven for the unimaginative and rigid, and their original ideal of exploration was lost between a mountain of bureaucratic paperwork and a maze of internal regulations. A number of older Guvners, disgusted with

the situation, traveled back to Mechanus to try to pick up where they believe their faction left off. Particularly taken by studying Mechanus once more, they joined with some of the disillusioned Guvners there, breaking from the faction and becoming the sect known as the Mathematicians. They went on to study Mechanus solely, though they would often share notes and efforts with the Guvners of Mechanus.

Somewhat recently, the factol of the Fraternity by the name of Lariset the Inescapable locked herself up, only explaining during her occasional outings that she was on the verge of a new discovery. One day, she vanished, and it's assumed by most Guvners that she'd ascended somehow to a higher power, having discovered a Great Axiom. Her successor was Hashkar, a planar dwarf. His single-minded quest for knowledge seemed to define him, and he was an easy choice to lead the faction. While he wasn't exactly a interesting fellow, he seemed to know anything about everything, and that was enough for the Guvners. Shortly before the Faction War, though, he was revealed to be a petitioner, with the rumors being his "faith" in life was one for Sigil itself, and he was somehow reborn as a petitioner in the City of Doors! Even though the concept seems impossible, it's not unthinkable, considering the facts. Hashkar wasn't Mazed like the other factols, and rumors were spread that he had some sort of agreement with the Lady of Pain. Of course, none of that saved him from the blade of a Xaositect, inflaming the already natural enmity between the factions of law and chaos. The fact that attempts to raise or resurrect Hashkar magically after the War were completely abortive didn't help the Guvners refute matters, either. After this disaster, the Guvners then joined with the rest of the "Guardians of Peace" during the War, weathering the chaos afterwards just as they did the Great Upheaval centuries ago. However, when the dust was cleared, they could no longer be the keepers of law in Sigil. Though they still had their knowledge, much of their power was lost.

Afterwards, the Fraternity of Order retreated from Sigil, joining with their fellows on the plane of Mechanus. A flurry of talks followed on a variety of subjects, with most centering on the central question of "where did we go wrong?" Most agreed that while their organizational structure was able to weather the chaos rather well, the fact remained that plans and theories centering around Sigil, some of them hundreds of years in development, had been put on indefinite hold. Quite quickly, a small power struggle erupted between Jamis, a high-ranking Guvner from Sigil and cleric of Oghma, and Nancias Garabutos, the wizardly head of the Fortress of Disciplined Enlightenment. Jamis was the obvious choice to succeed Hashkar, but Nancias was already head of Guvner doings in Mechanus. At the same time, a grand restructuring of the Fraternity was taking place. "For everything a place, and a place for everything" became the tagline that marked many speeches and talks during this time. The Mathematicians were reabsorbed into the organization, with the promise of a new direction for the faction luring them back.

Jamis, after many debates, was elected - though many Mechanus natives resent the fact that it was probably due more to her charming presence and divine favor than to intellectual ability. Still, Jamis softened the conflict by announcing that she would be leading an expedition to form a safe house and library in Sigil again (so as to avoid threatening Nancias' authority). Also, the structure of bureaus was greatly expanded with the interest of exploring previously neglected studies and widening the scope of the Fraternity's research.

The Guvners haven't forgotten Sigil; indeed, it's been foremost in their minds even during their absence. Since it seemingly lies in the middle of the Outer Planes, the Axioms discovered there might be the most valuable of all. Rumor has it that Jamis has quite a few of Hashkar's journals, which may include darks regarding both Sigil and the Lady of Pain...

## Goals

The main goal of the Fraternity of Order remains as it always has been - to gather knowledge and information in order to gain the secrets of the multiverse. How they've gone about it has changed in some ways, but their defining element has remained unchanged in over a millennium.

Towards this end, they have set up shop in Sigil again so that they may resume their studies. Through an agreement with the aasimon and modrons that run the Hands of Time, a clockwork piece of Mechanus that's somehow been planted in Sigil, they've been able to gain a new stronghold where they can continue their studies. In return, they'll be putting in money and hard work to expand the Hands of Time, as well as deal in the acquisition of new plots of land to develop on. Many are still working in the legal system and bureaucracy, though without their former badges of office. Jamis heads this operation personally, keeping each development and outgrowth on a tight, controlled plan.

Keeping Menausus, a new layer of Mechanus, from slipping back to Arcadia stable is also a major undertaking by the Fraternity. Rooting out the leftover Arcadian petitioners and shipping them back to Arcadia is a high priority for Nancias, who is planning and overseeing the operation. Unfortunately, the Xaositects - and possibly even the Harmonium - are confronting them on this point. Even with their modron allies and their work to import additional lawful inhabitants to the layer, it doesn't look like the layer will be stabilized anytime soon.

### Allies

The traditional allies of the Fraternity of Order in the old days before the Faction War were the Harmonium and the Mercykillers. Unfortunately, the Mercykillers were dissolved in the Faction War, and recent events concerning a new layer of Mechanus, Menausus, look to damage Hardhead/Guvner relations, possibly irreparably.

Conversely, they've found new allies in both of the Mercykillers' splinter groups. When in need of having their body guarded, they've hired the Minder's Guild, the label under which the Sodkillers' business endeavors operate. On the other hand, their return to the City of Doors has led them to assist the Sons of Mercy from time to time in the fields of law enforcement and peacekeeping.

### Enemies

The traditional enemies of the Fraternity of Order are the Xaositects, naturally enough. Their philosophy of engendering chaos is quite disruptive to Guvner activities, and the fact that one of their number killed Hashkar hasn't helped matters any. Distance and time have mellowed things somewhat, but it's certain that meddling in Sigil will cause both groups to meet head-on in the future.

The Revolutionary League is none too fond of the Fraternity either, but with the Guvners out of power, the League's hostility has dropped a notch. Still, given the claim by the Guvners that they plan to run everything, some Anarchists are inclined to take "preemptive" actions against them, even today.

### Special Note

Almost all Guvners speak Legalspeak, their version of high Planar Trade. Legalspeak may be taken as a bonus language by any starting Guvner. If the Guvner has no bonus languages (or joins after character creation), it may be taken for the cost of a single skill rank, regardless of the Guvner's class. Legalspeak is obtuse and impenetrable for non-speakers, combining Draconic with high Planar Trade (but either root language is hardly recognizable as a part of Legalspeak), as well as over a millennium of Guvner jargon and professional terms.

## Axiomist

Most Guvners do at least some research into the phenomena known has loopholes. The axiomist, on the other hand, dedicates his life to unraveling the Axioms, and gathering the power such knowledge provides. Practically all factols and other high-ups of the faction are axiomists, and it's the dominant goal of most Guvners to become one. Though this path is no longer quite as prestigious as it used to be, most that seek it do so for power rather than admiration. And, indeed, the power it unlocks is raw and potent, easily worth the time and effort to develop.

Most axiomists are clerics or wizards, but technically any learned person can go into this study. However, professions that focus on academics and knowledge have a much easier time. It's rare that those engaged in physical occupations such as fighters and rangers find their way into this path, as they don't benefit from the knowledge it offers quite as much.

Hit Die: d4

To qualify to become an axiomist, a character must fulfill the following criteria:

Faction: Fraternity of Order

Alignment: Any lawful

Skills: Knowledge (arcana) 12 ranks, Knowledge (the planes) 5 ranks

Feats: Minor Loophole

### Class Skills

The axiomist's class skills (and the key ability for each skill) are Concentration (Con), Decipher Script (Int), Knowledge (all skills, taken individually, Int), Profession (Wis), Search (Int), and Speak Language (NA).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Three Minor Loopholes	+1 spellcasting level
2	+1	+0	+0	+3	Moderate Loophole	+1 spellcasting level
3	+1	+1	+1	+3		+1 spellcasting level
4	+2	+1	+1	+4	Two Moderate Loopholes	+1 spellcasting level
5	+2	+1	+1	+4		+1 spellcasting level
6	+3	+2	+2	+5	Three Moderate Loopholes	+1 spellcasting level
7	+3	+2	+2	+5	Six Minor Loopholes	+1 spellcasting level
8	+4	+2	+2	+6	Major Loophole	+1 spellcasting level
9	+4	+3	+3	+6		+1 spellcasting level
10	+5	+3	+3	+7	Two Major Loopholes	+1 spellcasting level

### Class Features

The following are features of the axiomist prestige class.

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

**Spells per Day:** When an axiomist level is gained, the Guvner gains new spells per day as if he had also gained a level in a non-spontaneous spellcasting class he belonged to (if any) before adding this prestige class. He does not, however, gain any other benefit a character of that class would normally gain. This essentially means that he adds the level of axiomist to the level of whatever other spellcasting class the character has, and then determines spells per day and caster level accordingly. If the character had more than one spellcasting class before becoming an axiomist, he must decide to which class he adds each level of axiomist for the purpose of determining spells per day.

**Three Minor Loopholes:** At 1st level, the axiomist may develop up to three minor loopholes at one time. He may research loopholes in the laws of the multiverse, allowing him to duplicate an arcane spell of a level equal to half his character level (maximum of a 4th level spell) as a spell-like ability cast by a wizard equal to his character level at the time he gained this feat. He may use this new ability a number of times equal to his Intelligence modifier + 1d4. The DM should roll and keep track of this number secretly. After he uses it that number of times, the multiverse seals that loophole off and the ability may no longer be used. To learn a new loophole, he must research it for a number of weeks equal to the level of the spell, expend 1,000 gold per week of research, and make a successful Knowledge (arcana) check (DC 10 + spell level). He may never learn a loophole duplicating the same spell twice.

**Moderate Loophole (Su):** At level 2, the axiomist gains the potential to develop a moderate loophole via his knowledge of Laws. To develop a moderate loophole takes two months of research and 8,000 gp (spent on research materials, reference works, assistants, consultation with distant Guvners, etc.). Once a moderate loophole is developed, it provides a spell-like ability capable of anything a *limited wish* is capable of. This spell-like ability has only one specific use, chosen when one begins the research, and may not deviate from that use.

This spell-like ability ignores normal spell components and XP cost, but only functions a number of times equal to your Int modifier (at the time of starting research) + 1d4-2 times, with a minimum of one use. The DM should roll and keep track of this number secretly; after it is used that number of times, the loophole may no longer be used and a new loophole must be developed. The axiomist may never research the same loophole more than once - each loophole must be a different application of *limited wish*. At 4th level, he may have two moderate loopholes at any one time, and at 6th level, he may have three moderate loopholes at any one time.

**Six Minor Loopholes:** At 7th level, the axiomist may have six minor loopholes developed at any one time.

**Major Loophole (Su):** At level 8, the discovery of an Axiom grants the axiomist the potential to develop a major loophole. To develop a major loophole takes three months of research and 12,000 gp. This functions as moderate loophole, but spell-like ability capable of anything a *wish* is capable of. When the ability is exhausted, he may develop a new loophole, but may never research the same loophole more than once - this must be a different application of *wish*. At 10th level, he may have two major loopholes at any one time.

## Legalist

The “career Guvners” used to tend towards an emphasis on Rules, using it daily during their role as Sigil’s judges, legal representatives, and bureaucrats. As time has passed, that emphasis has died away. Nonetheless, though, it still exist, and some of Sigil’s best lawyers still hail from the Fraternity of Order. And so a legalist is one that embodies the interpretation of Rules. Typically, they only dabble in the greater truths, preferring to use their knowledge in a more pragmatic fashion. The Guvner stereotype of the boring rules stickler and bureaucrat is exemplified by the legalists, who exploit laws as often as they learn them.

Almost anybody can really become a legalist, though one’s got to have a way with words and an orderly mindset. They come from all professions, and so they’re just as likely to be able to sling spells or blades as well as words, much to the chagrin of those that think simple force will be enough to deal with them.

Hit Die: d6

To qualify to become a legalist, a character must fulfill the following criteria:

Faction: Fraternity of Order

Alignment: Any lawful

Skills: Concentration 4 ranks, Diplomacy 8 ranks, Knowledge (arcana and one other) 5 ranks, Speak Language (Legalspeak)

Feats: Skill Focus (any knowledge)

### Class Skills

The legalist class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Innuendo (Wis), Knowledge (all skills, taken individually) (Int), Listen (Wis), Sense Motive (Wis), and Speak Language (NA).

Skill Points at Each Level: 8 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+2	Legalspeak Master +2, Psuedo-Knowledge
2	+1	+0	+3	+3	Bonus Feat
3	+1	+1	+3	+3	Legalspeak Master +5
4	+2	+1	+4	+4	Bonus Feat
5	+2	+2	+4	+4	Jibber-Jabber 3/day, Legalspeak Master +10,

### Class Features

The following are features of the legalist prestige class.

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

Legalspeak Master (Ex): Legalspeak uses a highly specialized terminology, and legalists are the ultimate master of it. When using legalspeak, she gains a modifier to Bluff skill checks to deliver a secret message when speaking with those whom speak legalspeak, and to Bluff and Sense Motive checks when



dealing with those that do not speak it. A listener who does not have Speak Language (legalspeak) applies the highest legalspeak modifier involved in the conversation as a penalty to his Sense Motive check when attempting to understand a conversation conducted in legalspeak. The modifier is +2 at 1<sup>st</sup> level, +5 at 3<sup>rd</sup> level, and +10 at 5<sup>th</sup> level.

**Pseudo-Knowledge (Ex):** A legalist may not know something, but she can fake it terribly well. She may replace any Knowledge check with a Bluff check. If successful at the DC required for the Knowledge check, all those around her will be convinced of her “truth” unless they have the Knowledge skill in question, and can succeed at making a check against the same DC. Of course, the Bluff check does not actually provide the same results as the Knowledge skill in question would.

**Bonus Feats:** The legalist gains a bonus feat at 2nd and 4th level. This may be chosen from any of the general feats with the faction requirement of “Fraternity of Order”, or any Skill Focus feat. The legalist must still meet any requirements of a feat to choose it.

**Jibber-Jabber (Sp):** At 5th level, a legalist can bewilder and puzzle others through complicated loops of logic and law. The legalist can use *mind fog* as a spell-like ability at a caster level equal to her total level. This ability is Charisma-based, and may be used three times a day. Unlike the actual spell, this version produces no visible fog.

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#### THE FREE LEAGUE

*“Right there, cutters! Step up! Step up! Ol' Surefoot'd be sellin' the dark o' things, an' you'll be needin' a lantern afore too long, methinks! M'names Merlianik the Surefooted. An' sure's my name, what I've got here you'll want a cut in!”*

*“Now I wouldn't sell ya short, sell ya high, or sell ya bunk! But that'll be up t' yer mind to be makin' now. What I be sellin' ya is what they don't want ya to know.”*

*“Books! Ever'one o' them t'make a Hardhead give ya the peery eye. An' if'n ya pop on over to Melodia, say yer 'ello ta one of... ask 'em how the arse end of Arcadia fares.”*

*The bariaur's words carried over the corner in the Grand Bazaar. The swirl of crowds slowed before him as he lifted high two rough bound copies in his hands. Over his flanks, saddlebags were packed with books and scrolls. There was a jingle from the satchel over his shoulder as he passed around the tomes and gathered the jink.*

*“Cross me palm with a bit o' jink, a stinger or two or three, and I'll see what I've got that you might take a likin' to. A word's cheap enough a charge. The truth costs a bit more. Factol's Manifesto for sale if you'd take a peek, an' more than that if you'd take an ear t' m' words.”*

*“Now what'ya be wantin', lass?” He leaned in to hear the words of a halfling cutter as she stood tiptoe, before both eyebrows lifted right up. Even as she darted off between the legs of the crowd, he was looking his way up Copper Lane.*

*“Folks, folks!” He waved to the crowd, sliding his coin into his pack. “I be sorry t' be leavin' ya wantin', but I'm a mite wanted m'self. Tomorrow'll find me on 'nother street, in 'nother lane, maybe on 'nother plane - but you look, an' you'll find me.” He smiled widely as the crowd began to back away, before bounding to the top of his booth. He lifted a hat to the three guards of the Minder's Guild, making their way through the crowd, before leaping off towards the alley behind him.*

**Philosophy:** Freedom and individuality.

**Nickname:** Indeps.

**Headquarters:** The Outlands.

**Majority Races:** Tauric creatures.

**Majority Classes:** None.

**Factol:** None.

**Prominent Members:** Harys Hatchis (NG male human Wiz 11 Free League), Kylie (N female tiefling Rog8 Free League)

**Alignments:** Any, with neutral tendencies.

**Symbol:** A yellowish or golden-toned abstract dragon, circling in on itself to eat its own tail, wings above its body though folded close.

A true Free Leaguer has no philosophy and no problem telling you so if you try to confront them about it. When asked directly on points, most Indeps will give a loose definition or simply not answer the question at all, turning it back upon the questioner. The only thing that a Free Leaguer will be definite about is their independence. They are free to make up their own mind as they wish, and will not give up that freedom for any price. See, the Free League isn't about spreading a particular philosophy. They don't have a common belief; fact of the matter is, most don't believe there is a "right" belief to begin with. To accept one philosophy over another is only restricting yourself, denying independent thought in favor of someone else's opinion. Members of the Free League are not held to any creed other than individualism, freedom, and tolerance. They accept any person, are often non-judgmental, and can be found scattered throughout the Outlands and within Sigil. In the end, the philosophy of the Free League is not having a philosophy. A member determines his own mind, and does not simply follow an outlined guide for his beliefs.

### Brief History

The Free League's true age is lost to time and numerous holes in the histories of the ancient city of Sigil. It is possible that the faction has been around as long as the factions themselves have been around, in one form or another. Perhaps longer, if the nature of the loose alliance of independent minds existed before the factions were formed. Unfortunately, not even the Guvners have any conclusive records on the subject. One of the few things known for certain is that the Free League enjoyed its largest population following the Great Upheaval. At the time, roughly forty-nine factions fought for power in Sigil until the Lady herself declared that there would only be fifteen factions. Many of those factions that had neither the power nor the numbers to establish their own place amongst the remaining fifteen fell under the mantle of the Free League - a faction of laissez-faire philosophy that would allow them to keep their own ideals. Within fourteen days the Free League was the largest faction in Sigil, with nearly a million members.

Yet fifty years later their numbers had dropped to less than twenty thousand. The Free Leaguers simply died by the thousands, without warning and without a recorded cause over a period of several years. Naturally, many blamed other factions for cutting them down in jealousy. Others spoke of a curse from some pantheon of powers, and a few even attributed the deaths to an unknown internal strife. Medical records of the time, what few survived the years, speak of a bizarre plague that found Indeps to be choice victims. What the plague was, where it came from, and why it ended before wiping the faction out all remain a mystery. Indeps that were alive during the time often refuse to discuss what happened, seeming to prefer that it be forgotten.

Regardless, the plague returned only a few years ago, once again mysteriously culling the numbers of the Free League. Indeps fell sick, dying within days or sometimes hours with no cures available in Sigil. In the gate-town of Tradegate cures were available from a few of the Free Leaguers there if the patient managed to arrive in time. Similar to the previous plague, it struck without warning, though

much more subtly, and many an Indep was dead before knowing they were sick. Eventually the news traveled through the Indeps' rumor mill to all ears, prompting some Indeps to avoid Sigil entirely and stick to the Outlands, at least until it disappears again.

Since the Free League always refused to call itself a faction, or appoint a factol, it never had a representative in the city. They simply refused to give up their freedom enough to allow one individual to control them, even if it might have been to their benefit. Thus, before the Faction War, the Indeps had no rights under Sigil law. Naturally, this helped make the Harmonium their greatest enemy, as the Hardheads already believed the Indeps' freedoms were in direct opposition to their ideals of order. Likewise, with the Harmonium's strict requirements that all around them "fall in line and march to the beat of the same drum" the Free League often felt its independence was endangered. Harmonium members were prone to harass members of the Free League, even to arrest them on groundless accusations, and without the legal representation on their behalf, many Indeps simply disappeared.

With the events of the Faction War, the Free League, like all the factions, became distracted from their current troubles. When their leaders disappeared, the Indeps immediately accused the Harmonium, the Mercykillers, and even the Fraternity of Order for secretly killing them. But without their leaders the Indeps soon lost their heart and spirit. Directionless, many Free Leaguers joined forces with the Doomguard against the Hardheads out of a sense of revenge. What Indeps didn't join retreated out of Sigil to other safe locations, particularly Tradegate, the most heavily Free League-aligned gate-town of the Outlands.

With the Lady's Edict, the Free League was banished from Sigil, along with the other remaining factions. The surviving Indeps didn't mind, considering all the other factions were getting the same message. In fact, this meant that the Indeps had won their cause: the factions were no longer able to control the free-minded and free-willed people of Sigil. The Free League had banded together under the ideals of individuality and freedom only to find by the end of the day that the Lady had made that the standard. Factions were now irrelevant, at least in Sigil. As an added bonus, since the plague seemed to spread in Sigil, the Free League may once again be free of it.

The Indeps continued for the most part just as they had before. They had lost many friends to the War, and a few decided to split off to form their own sects. After all, there was now no need for the Free League "cover" of protection against the Lady's rule that there would only be fifteen factions. But the vast majority of Free Leaguers continued about their business as if the future were the brightest it had been in a long time. They no longer had the Harmonium breathing down their necks, they no longer had the Mercykillers to unfairly punish them, and they no longer had the Guvners enacting laws that they couldn't protest against. The business of exchange of goods and information continued.

With the factions dethroned, the Indeps have had more opportunities to expand. While none are willing to go so far as to mark the Free League symbol publicly in Sigil again, the Free Leaguers were amongst the first to return to the Cage and pick up pieces. Following the Tempest of Doors, many Indeps took the chance to make a profit by exploring the new portals, and as a result Indep-owned businesses rediscovered trading routes faster than most. As they were among the first to rediscover the portals and were more willing to risk the Lady's whims than most trading houses, Indep-owned trading companies have been particularly successful in the years immediately after Faction War. News travels fast amongst a group of "friends looking out for each other", and it wasn't long before the Indeps were back in operation, portal scramble or no portal scramble.

## Goals

Most Indepts have their own personal goals, and the faction as a whole doesn't set any for its members. The closest thing to a goal that the Free League currently has is to continue fair business practices in the Bazaar. The Indepts discourage price gouging and other unfair practices. They are certainly in favor of independently owned small businesses, and are not interested in monopolies or any other practices that would restrict the livelihoods of buyers and sellers alike. Beyond that, a body's business is their own and no one else's. They still offer support to their "friends" and the underdog. But as some Indepts would say, "if you want free handouts, go to the Bleakers."

### Allies

The Free League hasn't really changed much, though many of the other factions have. Contact with the other factions, new or old, is generally limited to business deals, conversion attempts, or the occasional fistfight when a Hardhead is involved. The Indepts are too loosely organized to have allies as a whole, though individual members often have friends in interesting places.

### Enemies

The Planar Trading Consortium, under the leadership of Estavan, has been trying for years to consolidate a grip on all trading in the planes. With the war in Sigil, though, his power within the Cage has faded, especially as fewer trading companies are willing to risk the Lady's whim by using Sigil's portals. Estavan, however, can still make a pretty profit by taking advantage of the position of the Outlands as a central point in the planes. It may take longer than using portals, but it will work. He has been rebuilding his power base there before he moves to regain power in the Cage.

Unfortunately, the Indepts pose a problem to him now. There are no factions to suppress the Indepts anymore, and they're not willing to sell away their free will at any price he could offer. In Tradegate and the Outlands at least, they have a well-established foothold and connections - even a built-in market in the form of Indep villages. The Free League businesses and trading houses won't bow down to Estavan's growing monopoly, and soon that is likely to cause some serious trouble for all involved.

Even though the Harmonium has retreated to Arcadia, and claims to be stepping away from the extreme militarism of the past, to the Indepts "once a Hardhead always a Hardhead". Indepts are even more wary of heading near Arcadia now, and there are some members of the faction that still feel that the Harmonium had something to do with the disappearance of their old leaders. Along the same lines, the Indepts are perhaps more cautious of the Sodkillers than of their predecessors, the Mercykillers. With the new faction's influence in Sigil and their preference to operate outside the law, they're a primary threat to Free League operations in the Cage.

### *Chainbreaker*

Slavery on the Planes. It's a given for most Planars. The closer you live to the Lower Planes the more likely you or a relative is or used to be a slave. The trade is active through many a gatetown, Curst in particular. There are Indepts who take "Live free or die" as advice to apply to all. These Indepts aggressively take on the slave trade of the Planes to free others. Of course they often make interesting friends and powerful enemies along their quest - but to most the freedom of another is well worth it.

Hit Dice: d8

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

Faction: Free League

Base Attack Bonus +4

Skills: Bluff 5 ranks, Escape Artist 8 ranks, Hide 5 ranks, Move Silently 5 ranks.

Class Skill

The following are class skills and their key abilities for Chainbreakers: Bluff (Cha), Concentration (Con), Craft (Int), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Heal (Wis), Hide (Dex), Intuit Direction (Wis), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Profession (Int), Spot (Wis), Wilderness Lore (Wis).

Skill Points per level: 4 + Int mod

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+2	Master of Escape, Trackless Step
2	+1	+0	+3	+3	Distracting Presence, Sleep
3	+2	+1	+3	+3	Remove the Chain
4	+3	+1	+4	+4	Fast Movement
5	+3	+1	+4	+4	Blessing of Freedom
6	+4	+2	+5	+5	Extend Trackless Step
7	+5	+2	+5	+5	Deep Slumber
8	+6	+2	+6	+6	Fast Movement
9	+6	+3	+6	+7	Break Enchantment
10	+7	+3	+7	+7	Greater Blessing of Freedom

Class Features

The following are features of the chainbreaker prestige class.

**Weapon and Armor Proficiencies:** Chainbreakers gain proficiency in all simple weapons and light and medium armor.

**Master of Escape (Ex):** The Chainbreaker adds her class level to Escape Artist skill checks when trying to escape bonds or manacles.

**Trackless Step (Ex):** A Chainbreaker leaves no trail in natural surroundings and cannot be tracked. She may choose to leave a trail if so desired.

**Distracting Presence (Ex):** At 2nd level, when creating a diversion to hide using the Bluff skill, the chainbreaker may grant the Hide attempt to a single target within 30 ft. (Whether or not the target actually attempts to hide is up to the target.)

**Sleep (Sp):** At 2nd level, the chainbreaker gains sleep as a spell-like ability usable 3/day. This ability is Charisma-based.

**Remove the Chain (Ex):** At 3rd level, when using the aid another action to assist an Escape Artist check, the chainbreaker may apply her Master of Escape bonus rather than the usual +2. Furthermore, when striking at bonds or manacles, her damage is doubled.

**Fast Movement (Ex):** At 4th level, a chainbreaker's land speed is faster than the norm for her race by +10 feet. This benefit applies only when she is wearing no armor, light armor, or medium armor and not carrying a heavy load. Apply this bonus before modifying the chainbreaker's speed because of any load carried or armor worn. This speed increases by an additional +10 feet at 8th level. This ability stacks the movement bonuses from other feats or abilities.

**Blessing of Freedom (Su):** At 5th level, the chainbreaker can inspire others to escape. With a successful touch attack, she can grant a target +10 ft. of movement, a +2 morale bonus to AC, 1d8 temporary hit points, and immunity to fear effects. Furthermore, the fatigue and exhaustion conditions are negated for the duration of this effect. This effect is immediately negated if the target performs an attack during its duration. This ability lasts a number of rounds equal to the chainbreaker's Charisma modifier (minimum of 1), and is usable three times a day.

**Extend Trackless Step (Su):** At 6th level, the chainbreaker can grant the trackless step class feature to somebody with a successful touch attack. This can be used a number of times per day equal to the chainbreaker's Charisma modifier (minimum of 1), and lasts for 24 hours.

**Deep Slumber (Sp):** At 7th level, the chainbreaker gains *deep slumber* as a spell-like ability usable 3/day. This ability is Charisma-based.

**Break Enchantment:** At 9th level, the chainbreaker gains the spell-like ability *break enchantment* usable 3/day.

**Greater Blessing of Freedom (Su):** At 10th level, the chainbreaker's blessing of freedom now grants +20 ft. movement, a +4 morale bonus to AC, 2d8 temporary hit points, and immunity to fear effects. Furthermore, fatigue and exhaustion conditions are negated entirely at the beginning of this effect. Lastly, it now affects all allies within a 30 ft. radius, and a touch attack is not required.

### ***Indep Merchant***

The presence of the Free League in the Great Bazaar of Sigil is well known, and Indeps often receive discounts from fellow Free Leaguers. On the flip side, many Indeps are also merchants and have gathered successful techniques from each other. These methods and the connections of the faction itself give the Indep Merchant a distinct edge over many merchants in the business.

Hit Dice: d6

To qualify to become an Indep merchant, a character must fulfill the following criteria.

Faction: Free League

Appraise: 5 ranks

Class Skills

The indep merchant's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Craft (Int), Diplomacy (Cha), Gather Information (Cha), Knowledge(Local), Listen (Wis), Profession (Int), Sense Motive (Wis), Spot (Wis)

Skill Points: 6 + Int mod

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+0	+2	The Chant
2	+1	+0	+0	+3	Sharp Dealer
3	+2	+1	+1	+3	Slick Dealer
4	+3	+1	+1	+4	Wholesale Vendor
5	+3	+1	+1	+4	Business Partner

### Class Features

**The Chant:** The Free League offers little support in material ways to its members; however what they can supply is information and contacts. Indeps can be found in all locations and in all walks of life. Therefore, an active member of the League will find increasingly useful contacts at his disposal, so long as he is willing to provide return information and the occasional favor when it is asked of him. For every 5 class levels the Indep has, he receives a +2 circumstance bonus to Gather Information rolls. For every five class levels, he also obtains another dependable contact. This contact is a reliable source of information and services, and should be role-played by the DM. This counts as a virtual feat.

**Sharp Dealer:** The tutelage of other members of the Free League has given this merchant the basics of management, good business practices and accounting. In addition he has learned ways to avoid getting bobbed on a deal, including how to determine the true value of any object that comes across the table. He receives a +2 bonus to all Profession (Merchant) checks and a +2 bonus to all Appraise checks.

**Slick Dealer:** The best way to run a business and the techniques of appraisal will carry a merchant far, but the truly successful business relies on repeat customers. Dealing with the public is a critical part of any venture, and the Indep merchant has taken this to heart. He receives a +2 bonus to all Diplomacy checks and a +2 bonus to all Bluff checks.

**Wholesale Vendor:** Before long a successful merchant will find the best and cheapest way to gain supplies. These supplies may be used for running the business or actually be sold, but the best quality for the least amount of money will keep the account books firmly in the black. Therefore the Indep merchant has found a selection of preferred business contacts through which he can get the best prices. The DM should assume it that the Indep merchant can find the best price in town for any product he is looking for. This may be calculated by a 10 percent discount from prices in the core book, or at a discount from local prices according to DM prerogative. A merchant should also be able to find larger quantities of an item needed than would be available to the public if this becomes an issue.

**Business Partner:** A junior partner in a business can take much of the dirty work off the merchant's hand. It boosts productivity, and allows more work to get done. Often times this may culminate in another business opening forming a chain. A partner's advice may prevent a bad decision that could bring down the entire business. The merchant gains a partner in his endeavors, either by merging with a similar business, recruiting a family member, or promoting a talented manager into a trusted position. This partner is dedicated to the success of the business, as he is receiving part of its profits. The partner functions as a cohort of equal or lower level, as per the Leadership feat.

## Operator

The Indep access to information is a lesser-known benefit of Free League membership. However a network as wide ranged as this cannot operate without well connected members making an effort to keep the information flowing. Such people dedicate themselves to knowing many people in many places. While individuals may profit off their contacts, they do not forget that the information community as a whole expects them to meet their obligations in the Chant. While other classes such as the spymaster are more properly placed as infiltrators, the Operator is truly the intelligence man operating in the background. He is an invaluable resource for any covert operation.

Hit Dice: d6

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

Skills: Diplomacy 8 ranks, Knowledge(local) 8 ranks, Gather Information 8 ranks

Feat: The Chant (class feature or feat)

Alignment: must have a neutral component in alignment

Special - Faction Membership in the Free League

### Class Skills

The operator's class skills (and the key ability for each skill) are Bluff (Cha), Craft (Int), Diplomacy (Cha), Disguise (Cha), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Knowledge(local) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Sense Motive (Wis), Spot (Wis)

Skill Points: 6 + Int mod

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+2	Greater Chant
2	+1	+0	+3	+3	Channels
3	+2	+1	+3	+3	Sleepers
4	+3	+1	+4	+4	Overwatch
5	+3	+1	+4	+4	Discrete Communications

### Class Features

**Greater Chant:** In addition to the benefits gained from The Chant feat, the Operator gains for every 3 levels of this class further contacts and resources to his disposal. These are people placed in good locations that may be determined by the DM, or by role-playing on the part of the player. These contacts are reliable and loyal. While the Operator receives information from them he must be willing to pass some information back to his contacts. He must also remember that endangering these contacts potentially endangers him as well as they are in effect members of his intelligence network.

The operator receives a +2 circumstance bonus to Gather Information rolls every 5 levels (this stacks with the bonus from The Chant). For every three levels, another dependable contact is obtained. This contact is a reliable source of information and services, and should be role-played at the DM's discretion. They should be more loyal and better placed than those gained from The Chant.

**Channels:** In the course of making contacts and managing the flow of information and secrets, an Operator will soon learn how to get messages and small packages sent quickly and accurately. An



Operator can get messages to people that most simply couldn't. So long as the operator knows generally where his target is and communication is not rendered null by means of an entombment spell or the like, the operator will be able to get a small (less than one pound) package delivered to the target's hands within 1d6 hours. If the package must travel between planes it will take 1d6 days.

**Sleepers:** Operators know a large number of people, but only a handful of people are willing to risk their livelihoods for their friends. Operators cultivate contacts in organizations that are significantly more loyal than others. These contacts may be employed, blackmailed, or loyal for other reasons, but in the end they are willing to risk themselves on the order of the Operator. They do not perform suicide missions, but they are willing to perform actions that require an insider's touch. Sleepers are the necessary ingredient for any 'inside job'. Usually they are good for only one perhaps two actions if they are not caught, and afterwards they will usually wish to leave the organization they have been a part of and make a living elsewhere.

For every five levels, another sleeper contact is obtained. This contact is a reliable source of information and services, and should be role-played at the DM's discretion. For each use of a sleeper, as determined by the DM, beyond what would be expected of any normal contact there is a cumulative 20% chance that they will be exposed. At this point the sleeper is lost as a useful contact until at least 6 + 1d6 months have passed while they find a new occupation or while the Operator cultivates a new contact.

**Overwatch:** While an Operator is not the undercover spy, or the infiltrator, or even the living library of information that the manipulator is, he still has some ability to directly gather information. In essence an Operator can use his own resources to observe the resources of another. This gathers information beyond the normal rumors and odd facts that the Chant brings to his ears. In effect the Operator can spend the resources of his network on a particular target, and learn what their current projects and interests are.

The Operator may make a Gather Information roll against a base difficulty of 30. If the target has a information network of their own this difficulty raises by 10 as the Operator attempts to conceal his interest. For every day spent dedicating almost his entire resources, and certainly personal time in coordinating the surveillance, the difficulty is reduced by 2. At least one day must be spent on any overwatch attempt. Every 1,000gp spent in the process reduces the difficulty by 1. If the check is successful the Operator learns of the target's major projects, interests, resources, or other private matters for each point by which he made the check.

**Discrete Communications:** Communication is a deceptively important thing. It is incredibly simple in concept, but often times an ignored commodity in many situations. This is often the reason for a failed mission. In order to maintain communication an Operator has learned many tricks of the trade. Some utilize magic, or magical items, or occasionally the power of words to the right ears. But all of these tricks insure that the message arrives whole and correct to the correct listener.

An Operator has the ability to communicate with a person by magical means. The target must meet the Operator face to face and willingly agree to the mental binding. The binding takes 1 minute to complete. Afterwards, the Operator can see through the other's eyes, listen through his ears, and communicate telepathically with the target, though he cannot probe into his thoughts, or be probed in return.

The target cannot end the binding after it has been agreed to, though his actions are free and he can inform others that he is being used as an observer. The observation is not detectable under magical scrutiny and can be ended at any time by the Operator. The effect lasts for a number of days equal to the Operator's levels of Operator + his charisma modifier. He may have up to his charisma modifier in bound observers. This effect does not operate cross plane, but if the target leaves to another plane and returns later within the duration it will return to full strength if the Operator has not dropped the link.

## Manipulator

“Nothing is more valuable to a cutter’s mind than a wealth of good information. It’s small, easy to transport, easy to hide and valuable as dragon eggshell to an archmage. The only trouble is getting it. That’s where I step in, and my cut of the jink ain’t small.”

The manipulator is a free-minded rogue who has realized the power inherent in knowledge over money. A manipulator prefers to work under her own commission, finding the constraints of a permanent employer risky and confining. While they are not long term infiltrators, these rogues specialize in finding and retrieving information of the sort that most don’t even dream exists. Of course, once paid for, a cutter would be smart to act on it quickly. Secrets, after all, aren’t intended to remain secrets forever.

A manipulator follows certain ideals when performing his duties. They share knowledge in order to benefit those who are alert enough to pay attention. The ultimate retrieval would have no one observe the attack, damage nothing, and leave everything in the exact place it was before; in essence, leaving no traces.

Hit Dice: d6

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

Faction: Free League

Skills: Hide 5 ranks, Gather Information 8 ranks, Bluff 8 ranks, Decipher Script 5 ranks.

Feats: Skill Focus (Gather Information)

### Class Skills

The following are class skills for the manipulator (and their key abilities): Appraise (Int), Bluff (Cha), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Knowledge (all) (Int), Listen (Wis), Move Silent (Dex), Open Lock (Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Speak Language (Int), and Spot (Wis).

Skill Points per level: 6 + Int mod

### Level

<b>I</b>	<b>BaB</b>	<b>Fort</b>	<b>Ref</b>	<b>Will</b>	<b>Special</b>
1	+0	+0	+2	+2	The Chant
2	+1	+0	+3	+3	Social Manipulation, See Through Them
3	+2	+1	+3	+3	Falsify Data
4	+3	+1	+4	+4	See Through Them 2
5	+3	+1	+4	+4	See Through Them 3
6	+4	+2	+5	+5	Photographic Recall

7	+5	+2	+5	+5	Encryption
8	+6	+2	+6	+6	Mental Awareness
9	+6	+3	+6	+6	No Witnesses
10	+7	+3	+7	+7	Overstep the Bounds

### Class Features

**The Chant (Ex):** The Free League offers little support in material ways to its members; however what they can supply is information and contacts. Indeps can be found in all locations and in all walks of life. Therefore, an active member of the League will find increasingly useful contacts at her disposal, so long as she is willing to provide return information and the occasional favor when it is asked of her. For every 5 levels of the classes the Indep has, she receives a +2 circumstance bonus to Gather Information rolls. For every five levels, she also obtains another dependable contact. This contact is a reliable source of information and services, and should be role-played by the DM.

**Social Manipulation (Ex):** Manipulators learn early to deal with people and systems with ease. She learns how to look for loopholes and how to abuse them. She learns how to read people, and gain their trust in order to gain access to things she shouldn't know about. On reaching 2nd level, a Manipulator gains a +4 circumstance bonus to Bluff which is not usable in combat situations.

**See Through Them (Sp):** At 2nd level manipulators become experts at manipulating others. As a result she gains abilities that are magical when dealing with others. A manipulator gains *detect thoughts* as a spell-like ability usable twice per day. There are no verbal or somatic components for this ability but the manipulator must be speaking to the target at the time in order to prompt the correct information to the surface of the mind. This is a Charisma based spell-like ability.

**Falsify Data (Ex):** Long hours looking over governmental and bureaucratic papers gives a manipulator an edge in finding information that has been hidden in any administrative office. Manipulators also have an uncommon skill for forging documents, and for getting data changed in bureaucratic archives. A number of times per week equal to her Intelligence, the Manipulator may make a Forgery check (DC 15 to 25 depending on the importance of the information involved) to have data in the archive changed. Because the manipulator may have to convince a clerk to change it for him, the check receives a +2 synergy bonus from Bluff if the character has at least 10 ranks in it. This ability cannot be used at the same archive more than once a week before workers there begin to recognize the manipulator (inflicting a cumulative -4 to the check).

**See Through Them 2:** At 4th level the Manipulator's abilities to magically affect target minds increases. She gains *emotion* as a spell-like ability usable three times per day. Like See Through Them 1, there are no verbal or somatic components for this ability but the manipulator must be speaking to the target at the time in order to prompt the emotion. This is a Charisma based spell-like ability.

**See Through Them 3:** At 5th level, the magical dominance of a Manipulator's craft improves again. She receives *dominate person* as a spell-like ability usable twice per day. There are no verbal or somatic components for this ability but the manipulator must be speaking to the target at the time in order to prompt the actions. This takes at least five minutes of talking to the target to take effect. This is a Charisma based spell-like ability.

**Photographic Recall:** The Indep manipulator learns quickly that the safest place to store information is in one's own head. As a result she learns to keep all critical information in the recesses of her mind. With this a Manipulator is presumed to remember all events, people, faces, and information that she has encountered (players should take detailed notes to aid in this).

A player may request a reminder from the DM at any point on simple information. More complex data that the character has seen only once, such as a page from a book, which was briefly scanned, requires an Intelligence check (DC 15). This ability retains the information all in one big chunk, so while it is possible for the Manipulator to copy the information down perfectly later she cannot pick out individual parts. In particular, it is not possible for a Manipulator to study memorized spellbook pages in her head for preparing spells.

**Encryption:** The Manipulator is an expert at understanding the ways in which people protect their valuable information. While normally the Decipher Script skill does not allow a rogue to understand encrypted materials, the Manipulator has added these techniques to her repertoire, allowing her to make a Decipher Script check to cipher or decipher material.

**Mental Awareness:** A Manipulator at least 8th level has become aware of how her own tricks work. As a result, she has taken precautions against allowing her mind to be read or altered without her knowledge. A Manipulator with this ability is aware of the use of magical or psionic attempts to read her mind or modify her memory, and she receives a +4 bonus to saves against such effects.

**No Witnesses:** Just as the mind is the best place to store information, sometimes it is just as important to prevent information from spreading. At 9th level the Manipulator gains *modify memory* as a spell-like ability usable three times per day. This is a Charisma based spell-like ability.

**Overstep the Bounds:** Magical defenses are common to many locations, and a good manipulator will make a study of wards and abjuration magic. At 10th level, the Manipulator is able to slip through magical wards so that the warding effect simply does not register her existence. A number of times per day equal to her Wisdom modifier, a Manipulator may choose to ignore a magical or psionic effect that produces a physical barrier or trap, or one that alerts the caster to tampering.

As long as the Manipulator continuously interacts with the effect she will not be affected by it or activate it in any way. Other people in the vicinity can still activate the ward, in which case the manipulator will also suffer damage if in the area of effect. In order to ignore the effect, the Manipulator must be aware of it and spend a full round in concentration before interacting with it. A ward that the Manipulator is ignoring and then stops interacting with can only be ignored with another use of Overstepping the Bound.

For a magical barrier, for example, she stops interacting with it as soon as she finishes stepping through it, and a magical lock will remain inactive until the Manipulator is done with the door, box, or book it protects. In both cases, however, no other creature can touch the portal or lock without activating it.

*Throughout the multiverse, discord and strife rule. Not just in the Lower Planes, where the Blood War rages on without end. Even in the sacred realms of Arcadia, Mount Celestia, and Bytopia there is conflict and strife. Even between beings of Law and Good holy wars have been fought, and countless millions have died. The multiverse has always needed those who would, with a firm hand, end the petty squabbling and meaningless disagreements. The multiverse has always needed those who would unite all of the planes into one harmonious whole that would not struggle, that would not break, that would not war.*

*Yes, the multiverse has always needed someone like us.*

*- The opening lines of the Book of the Harmonium.*

The Harmonium believes that peace and harmony is the perfect state of the multiverse. In times of peace, farmers can tend to their crops, merchants can trade freely, and soldiers don't have to die. Clearly, peace is better than disharmony and war. And what causes disharmony? It's simple, say the Harmonium: disagreement. When two nations or just two people disagree, it leads to friction, discord, and ultimately fighting. To that end, the Harmonium believes in minimizing disagreements by working together as one group. Their goal is nothing less than recruiting every sentient being into the Harmonium. And once everyone lives in agreement with all others, then the multiverse will enter into a golden age of peace.

**Philosophy:** Universal harmony through force of arms.

**Nicknames:** Hardheads.

**Headquarters:** Planar headquarters in Melodia in Arcadia - central headquarters in Ortho

**Majority Races:** Aasimar, dwarves, humans, zenythri.

**Favored Classes:** Fighters, monks, paladins.

**Factol:** Faith (LG female human Clr17 (Saint Cuthbert) Harmonium)

**Prominent Members:** Killeen Kaine (LN male half-elf Wiz16 Harmonium), Nicolai Mabru (LN male tiefling Wiz12 Harmonium), Tonat Shar (LG male human Ftr10 Harmonium)

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

**Symbol:** A sword thrust downward in front of a shield.

"The multiverse has always needed someone like us."

So begins the *Book of the Harmonium*, the most revered book of the faction. Within that tome the goals, rules, and core philosophy of the Harmonium are laid down. And central to the Harmonium philosophy is that of the truth of belief. Not just the truth of what *they* believe, but the truth of belief *itself*.

See, it's obvious that peace and harmony is the perfect state of the multiverse. It's only when this is achieved that a person can make the most of his life, and not waste it in a struggle of ideals and petty differences. It's clear, then, that the only true belief is that which brings about peace and harmony. Truth is harmony, the Book explains, and harmony is truth. And only if everyone accepts this doctrine can peace ever be achieved; anything else is a selfish deception.

When belief is power, belief can be used for the selfish quest of individual ascension, to create discord and conflict among society, or it can be used to forge a unified front of peace and safety for all. Those who care about others strive to find a common system of belief that benefits everyone, while those who only care about themselves choose a different system of belief, inevitably false because it will inevitably lead to disagreement, which causes friction and even war. It is this common belief, this

belief that by working together peace can be obtained, that the Harmonium places at the very center of their organization.

Unfortunately, there are many folk that resist the Harmonium, regardless of the truth of their cause. Mostly chaotic people who prefer strife and oppose harmony, and even many good folk who cause friction while thinking it's for the best. And so it's the Harmonium's job to educate them. Remember, disagreement is the cause of war, and so only when everyone agrees with the Harmonium and adopts their beliefs can peace ever be truly obtained. Most Harmoniums will take any opportunity to lecture the uninitiated on the *absolute rightness* of their cause. They *know* with an utter conviction not commonly found even among other factions that their cause is right and just. After all, how could it not be? The Harmonium belief has to be right, because the Harmonium belief is the one system that can bring an end to war.

Of course, not everyone can be swayed, and the Harmonium recognize this. The tanar'ri are a prime example; beings of pure chaos and evil, the tanar'ri would never accept the Harmonium ideals - their ways of thinking are just too different. Therefore, the Harmonium itself has had to become a military machine to fight their menace. That may sound paradoxical, but it really follows quite naturally from their beliefs. After all, doesn't the *Book of the Harmonium* warn that difference of belief inevitably leads to war? And cannot peace only be achieved when the multiverse all accepts the truth of the Harmonium and accepts a common belief? While these facts are obvious, who thinks the tanar'ri will ever accept law and good? Will the slaadi ever conform to the truth of harmony through cooperation? No, they never will. Thus, they must be dealt with in the only way possible: through force of arms. Simply put, to bring about peace, first you must defeat the warmongers. The Harmonium will bring peace about, and will pay any price to get it. If bringing about peace means thumping heads, then the Harmonium is willing to thump heads. Every time the Harmonium defeats an enemy, there's one fewer person opposed to peace, one less barrier to the universal harmony that the multiverse is destined to have. They'll bring about peace to the multiverse, even if they have to wade through every god-forsaken layer of the Abyss and defeat every tanar'ri to do it. It's a nigh-impossible task, but they're trying anyway - even if it kills them.

### Brief History

The Harmonium has been around for about five centuries in total, but has only had a strong presence in the planes for the last three. The story goes, it started five hundred years ago on a prime world called Ortho. It was there that a group of adventurers calling themselves the Knights of Harmony set out to "rid the country of chaos and bring peace to the land." It was a simple goal, one that many adventurers aspire to, but unlike most adventurers, the Knights of Harmony actually succeeded. And once they'd brought peace and harmony to their own country, they set out to do the same to other countries. And after those, still more.

It was hard work, and sometimes the Knights even found themselves fighting others that were good and lawful. They were saddened by these misunderstandings; how could two peoples, both essentially good and lawful, fight each other over what in the end were small details? It seemed to them that only when a people were united could they ever truly be at peace, and they wanted the peace on Ortho to last, even after their time had passed. But how could they ensure that the countries of their world wouldn't squabble and fight among themselves ever again?

The Knights had become quite famous, legends in their own time, and so they began to exert their political power. As they vanquished evil after evil, the kings of Ortho swore allegiance to them.

Wherever a king would not pledge himself, the Knights found a noble that would, and supported their claim to the throne. In time, the Knights of Harmony united all of the planet, even the so-called “monster races” such as the beholders, under one banner, so that the peace they created would last forever. This government they called the Harmonium.

In time, the Knights did die, but their legacy endured. For a hundred and fifty years, there was complete peace on Ortho. But then the trouble started. Every now and then, chaos and discord would appear, and the Harmonium would have to deal with it and put it down. After much study, their clerics and wizards determined that the source of the chaos must be off-world, for certainly their own world was now perfectly serene and pacified. In the end, they decided to mount an expedition to the home of chaos and evil on the Outer Planes - the Abyss. It’s a testament to how little they knew about the multiverse that they thought an expeditionary force would be able to set up a beachhead there, and the problem would be dealt with within a few decades.

Of course, the force was decimated by the tanar’ri and other demons. After being pushed from the Plain of Infinite Portals to the Caverns of the Skull Goddess and back again, they retreated to a more neutral location - Sigil. From there, they wised up on how the multiverse worked, and developed a new plan. Establishing extensive bases on Arcadia, the plane that most closely matched their alignment and ideals, they set out to convert other planar races, as well as others from Prime Material worlds. The Harmonium has extended its empire to half a dozen other prime worlds now, though none are as fully pacified as Ortho, and most still have pockets of non-Harmonium citizens.

As a faction in Sigil, the Harmonium eventually replaced the Doomguard as the city’s police force. It seemed an obvious fit; after all, enforcement of the peace through strength is both the definition of a police officer’s job and the definition of the Harmonium’s philosophy. Yet in the City of Doors they ran into much resistance, with the first problem being the Free League. The Indeps held nearly the exact opposite philosophy of the Harmonium, and it doesn’t take a crystal ball to see that friction would quickly develop between the two. The Indeps were the ones to give Harmonium members the nickname “Hardheads,” one that they went on to adopt with pride. Over the next few hundred years, the hate between the two continued to intensify, so that eventually some Hardheads began arresting Indeps for no reason other than being Indeps. Generally, the charge was “disturbing the peace,” which they considered perfectly accurate, philosophically speaking.

It was also during this time that what was probably one of the most amazingly bad decisions ever in the history of the Harmonium was made. Someone, and no one quite remembers who anymore, had the bright idea of setting up “training camps” in Arcadia. Of course, the Harmonium had had training camps there for centuries by this time, but these weren’t training camps for Harmonium members, oh no. They were camps for those who hadn’t yet seen the truth of the Harmonium way. Those who spoke less euphemistically called the training camps by what they really were: brainwashing centers. Guests at these training camps were chaotic lawbreakers, and the goal was to turn them into born-again Hardheads. There they were forcefully shown the error of their ways, and in the end, many died. Over time, the evilness of the camps balanced out their good intentions, with the end result being that Menaus, Arcadia’s third layer, slid into Mechanus.

Since the Faction War, the Harmonium has undergone significant changes, most for the good. After Factol Sarin’s death shortly before the War, his wife, Faith, rallied the faction and led them to victory against the Revolutionary League, the Indeps, and especially the Doomguard. With immense support from within the faction and the blessings of her superiors on Ortho, Faith took on the role of factol and began to reexamine the practices of her faction.

Before the War, the Harmonium was not a popular faction. Many saw them as bullies that tried to press their beliefs on others. And, though they *do* wish to convert everyone else to their way of thinking, they certainly don't wish to appear as bullies. Faith knows that part of that is the faction's own fault, though. She believes that the faction let too many people in that didn't want harmony - they just wanted to beat up those that disagreed with them. Intimidation and violence must sometimes be used as tools for achieving worthy goals, but when they cease being tools and become the goals themselves, then that's the *opposite* of what the Harmonium stands for.

## Goals

Currently, the Harmonium has three goals. First, they're attempting to get Arcadia's former third layer, Menausius, back. Faith has closed down the training camps that initially caused the problems there and renewed efforts to recover the layer. Previous efforts to do so have been resounding failures since the Harmonium were doing it for all the wrong reasons: they tried to get it back to cover up their mistakes and save face - selfish reasons that would never get a plane to slide back to Arcadia, a plane that exemplifies actions for the greater good. The complete loss of the third layer has wreaked havoc among the Arcadian petitioners and caused plane-wide problems that Faith genuinely feels guilty about. She wants Menausius back for all the right reasons - to help the rest of Arcadia - and she's spoken passionately about it, trying to instill this feeling into the other Harmonium officers. It's helped, and the recent battles with the modrons for control of the former layer have been more successful, not because of any change in tactics, but because it's being done for all the good of Arcadians. Planar sages think parts of Menausius may be about to slide back, and that it just needs a bit of a push - some act that truly reflects Arcadian principles.

Secondly, the Harmonium is trying to improve their image. To that end, their new unofficial base in Sigil is the reconstructed Armory, which was vacated when the Doomguard were all but destroyed. After the faction relocated to Melodia and Factol Faith became the new local leader of the city, the former mayor, a tiefling named Nicolai Mabru, had to find a new job. Faith had some very definite ideas about that. See, Mabru is one of the Harmonium's biggest success stories. He was once chaotic and evil, but his life was saved by a Harmonium member, and he instantly converted to the faction. He still fights against his inner nature, but in the end he's now a loyal, dedicated member of the Harmonium. Faith felt that Mabru would be a good example to others, and so she funded his plan to reconstruct the Armory, which the faction uses to promote a positive view of life under Harmonium law.

Under Mabru's guidance, the Armory has been transformed into a training and unofficial recruitment center (the unofficialness being stressed, so as not to anger the Lady). Indeed, it's not even technically owned by the Harmonium. Instead, it's simply a private venture undertaken by Mabru, who runs things there as he sees fit. The Harmonium have no administrative functions there, and training is not restricted to Harmonium members. Instead, everyone is welcome to train, though training of course costs some money, and Harmonium members *do* get a significant discount. Within its walls, experts in a wide variety of weapons and fighting styles teach their pupils. Spellswords, arcane archers, lashers, champions of law, and all manner of other exotic martial experts are willing to train students and pass on their experience. To further the Harmonium ideals of races working together, Nicolai usually arranges to have odd races paired together, so that dwarves and drow or tieflings and aasimar often find themselves attending the same sessions or one teaching the other. In many ways, the Armory has become much like the Great Gymnasium, a concept many Cagers find amusing considering the Harmonium's distrust for the Ciphers.



And finally, the Harmonium is turning their attentions to the neutral good and chaotic good races. They've been fighting chaos and evil on their own too long, and they believe that they'd be much more successful if only they could unite those of good alignment under the banner of law. Indeed, the Harmonium has revived the idea of the Pax Benevolus, an ancient treaty once written by the good-aligned gods in an attempt to find common ground they could all agree on. It was never ratified, because of sometimes vast philosophical differences even among beings of good heart, but the Harmonium will never give up on the idea of uniting beings of good under one belief. It's a central tenet of their philosophy, after all. But instead of shopping it around to the gods (who they can't exactly walk up to and chat with anyway), they've been trying to get the major leaders of the good exemplars to agree on a modified version that they hope can be used as a foundation to unite all beings of good. Their version reads:

- i. *It is Wrong to Murder*
- ii. *It is Wrong to Covet What is Not Thine Own*
- iii. *It is Wrong to Commit Adultery with Mortal or God*
- iv. *It is Wrong to Steal*
- v. *It is Wrong to Lie or Twist What is True to Benefit Thyself*
- vi. *It is Wrong to Sacrifice Lives to the Gods*
- vii. *It is Wrong to Dishonor Thy Parents and Family*
- viii. *It is Wrong to Sully the Purity of the Upper Planes*
- ix. *It is Wrong to Consort With Fiends*

Of course, the eladrins and guardinals won't have it, but that won't stop the Harmonium from trying.

### Allies

The Harmonium gets along well with other lawful factions, particularly the Fraternity of Order and the Sons of Mercy, though relations with the former have become strained over the issue of Menaus, which the Guvners want to keep in Mechanus. Due to their alliance during the Faction War, the Harmonium is also on very good terms with the Society of Sensation. Though the Sensates aren't generally a very lawful faction, their philosophy isn't particularly opposed to that of the Harmonium, and the two factions worked so closely together during the War that continued alliance only seems natural to them.

### Enemies

In the same vein, the Harmonium is generally against the overly chaotic factions. The Free League and the Harmonium share an intense hatred for each other since their philosophies are diametrically opposed. Likewise, the Revolutionary League and the Xaositects are traditional enemies as well. The Transcendent Order, while not enemies per se, have long been carefully watched by the Harmonium, who trust neither their actions nor their "true" motive, whatever that might be.

### Enforcer of Law

Enforcers of Law are the ultimate warriors of the Harmonium. They see it as their duty to scour the planes of chaos wherever they may find it and bring peace and harmony to the multiverse via force. They rarely spend time in any one place, and are usually involved in one quest or another. Enforcers of Law are highly regarded by other members of the Harmonium, though they rarely rank high within the bureaucracy, instead spending more time in the field. Lawful Neutral champions are the most common, though good and evil Enforcers are not entirely unknown.

To qualify to become an enforcer of law, a character must fulfill the following criteria.

Feats: Hardheaded, Command

Other: Base Attack Bonus of 7+, Must be Lawful.

### Class Skills

The Enforcer of Law's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Heal (Wis), Intimidate (Cha), Knowledge (religion), Knowledge (the planes) (Int), Profession (Wis), and Ride (Dex).

Skill Points at Each Level 2 + Int modifier.

Level	BaB	For t	Ref	Will	Special	Spells				
						1	2	3	4	5
1	+1	+2	+0	+2	Smite Chaos	0	-	-	-	-
2	+2	+3	+0	+3		1	-	-	-	-
3	+3	+3	+1	+3		1	0	-	-	-
4	+4	+4	+1	+4	Bonus Feat	2	1	-	-	-
5	+5	+4	+1	+4		2	1	0	-	-
6	+6/+1	+5	+2	+5		3	2	1	-	-
7	+7/+2	+5	+2	+5	Bonus Feat	3	2	1	0	-
8	+8/+3	+6	+2	+6		4	3	2	1	0
9	+9/+4	+6	+3	+6		4	3	2	1	1
10	+10/+5	+7	+3	+7	Shield of Law	5	4	3	2	1

### Class Features

All of the following are class features of the Enforcer of Law

Hit Die: d10

Weapon and Armor Proficiency: Enforcers of Law are proficient with all armors, shields, simple, and martial weapons.

Smite Chaos: Once per day, an Enforcer of Law may attempt to smite chaos with one normal melee attack. He adds his Charisma bonus to his attack roll and deals 1 extra point of damage per level. If the Enforcer of Law attempts to smite a creature that is not chaotic, then the smite has no effect but is still used up for that day.

Bonus Feat: At 4th and 7th level, the Enforcer of Law gains a bonus feat, which may be used to purchase any feat from the fighter list or a Harmonium feat.

Shield of Law: Upon reaching 10th level, an Enforcer of Law gains Shield of Law. He is always under the effects of the *shield of law* spell, with the only difference that the slow effect only affects chaotic attackers. The DC for the slow effect of *shield of law* is 10 + spell level + the Champion of Law's wisdom modifier.

Spells per day: beginning at 1st level, an Enforcer of Law may cast spells as shown on the above table. These spells are divine and the Enforcer of Law prepares them as a Cleric. The Enforcer of Law's spell list is as follows:

#### Enforcer of Law Spell List

1<sup>st</sup> - Command, Detect Chaos, Detect Magic, Magic Weapon, Protection from Chaos, Summon Monster I\*

2<sup>nd</sup> - Bull's Strength, Endurance, Dictate, Summon Monster II\*, Zone of Truth

3<sup>rd</sup> - Keen Edge, Greater Magic Weapon, Magic Circle Against Chaos, Summon Monster III\*

4<sup>th</sup> - Discern Lies, Dismissal\*\*, Lesser Planar Ally\*, Summon Monster IV\*

5<sup>th</sup> - Atonement\*\*\*, Dispel Chaos, Greater Command, Mark of Justice, Summon Monster V\*

\*May only summon lawful creatures (you may substitute the Axiomic template from the Manual of the Planes in place of the Celestial or Fiendish templates on animals summonable by Summon Monster spells)..

\*\*May only target chaotic creatures

\*\*\*May only target lawful creatures or members of the Harmonium.

### ***Champion of the Harmonium***

Though many join the Harmonium, unifying with your fellow members can be far from an easy task. Though they all seek to create peace, most members of the Harmonium are still wholly individual. And since their passion to unite worlds and planes burns brightly, disagreements can drive even those of higher measure apart. A rare few, however, build a rare gift, one that lets them lead by example. Their presence brings the disparate elements together, granting them inspiration and drive. Champions of the Harmonium are just that, becoming one with the purpose of their faction.

Those that become champions are typically well-rooted within the faction, often achieving the rank of Measure before showing the exceptional talent for leadership that marks them. While occasionally a Notary has suddenly struck by inspiration and develops this sort of talent, it is most often honed over years. Surprisingly, few factols have been champions. Champions seem better suited to the field, after all, where their word has a positive effect on Harmonium members engaged in missions. Behind a desk or behind the front lines, their inspiring qualities often languish in disuse.

As the Harmonium champions martial prowess with which to enforce peace, the champion is often a warrior as much as a leader. After all, even the Harmonium admits that force is needed to impose change. Though it may be loathe to use it unnecessarily, a champion learns to face violence - and to become very, very good at it. Not all that become champions are of a warlike persuasion, however. It's simply that once they embody the Harmonium, skill in combat is only natural.

Hit Die: d10

**Requirements**

To qualify to become champion of the Harmonium, a character must fulfill the following criteria.

Faction: Harmonium

Alignment: Any lawful

Base Attack Bonus: +7

Skills: Diplomacy 5 ranks

Feats: Iron Will, Leadership, Seasoned Officer

**Class Skills**

The champion of the Harmonium's class skills (and the key ability for each skill) are Craft (Int), Diplomacy (Cha), Intimidate (Cha), Knowledge (local, Arcadia) (Int), Listen (Wis), Profession (Wis), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+0	+2	Bonus Feat
2	+2	+3	+0	+3	Aura of Courage
3	+3	+3	+1	+3	Bonus Feat
4	+4	+4	+1	+4	
5	+5	+4	+2	+4	Hated Faction
6	+6	+5	+2	+5	Bonus Feat
7	+7	+5	+3	+5	
8	+8	+6	+3	+6	Slippery Mind
9	+9	+6	+4	+6	Bonus Feat
10	+10	+7	+4	+7	Ultimate Authority

**Class Features**

The following are features of the champion of the Harmonium prestige class.

**Weapon and Armor Proficiency:** Champions of the Harmonium gain proficiency with all simple and martial weapons, all types of armor, and with shields.

**Bonus Feat:** At 1st, 3rd, 6th, and 9th level, the champion of the Harmonium receives a bonus feat. This may be any feat from the fighter list or a feat with the faction requirement of "Harmonium". The champion must still meet all prerequisites of a feat to take it.

**Aura of Courage (Su):** Beginning at 2nd level, a champion of the Harmonium is immune to fear (magical or otherwise). Each ally within 10 feet of her gains a +4 morale bonus on saving throws against fear effects. This ability functions while the champion is conscious, but not if she is unconscious or dead.

**Hated Faction (Ex):** At 5th level, a champion of the Harmonium chooses one of the following "Enemies of Peace" as her hated faction: Athar, Doomguard, Free League, Revolutionary League, Sodkillers, or Xaositects. When facing a foe with such antithetical beliefs, the champion gains a +2 morale bonus to attack and damage. In addition, by spending a full-round action riling up her fellow members with a

brief speech against her hated faction, she grants all Harmonium members within 30 feet a +1 morale bonus on attack and damage against members of that faction for as long as she continues speaking and for a number of rounds equal to her Charisma bonus (if any) after she stops speaking. While speaking thusly, she may not cast any spells or use any magic items with a verbal component.

**Slippery Mind (Ex):** This ability represents the champion's sheer hardheadedness, and is available at 8th level. If a champion of the Harmonium with slippery mind is affected by an enchantment spell or effect and fails her saving throw, she can attempt it again 1 round later at the same DC. She gets only this one extra chance to succeed on her saving throw.

**Ultimate Authority (Sp):** At 10th level, she gains the ability to cast *geas* upon other Harmonium members once a week as a spell-like ability. This ability works as if she were a sorcerer of her character level with a Will save DC 10 + spell level + Charisma modifier.

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### THE MIND'S EYE

*The aged tiefling turned to stare back along the overgrown path towards what had been the sole focus of the last few years of her life. Brushing back a wisp of gray hair from her face, Sarazh let her gaze fall over the clearly aging manor, its ancient stone architecture merging smoothly with the newer, renovated mason-work that its later inhabitants had supplied. This building, the Dreamhearth, had been under the care of Factor Sarazh most of her life, an old Krigalan manor deep in the Beastlands. This structure had been a secondary base to the Sign of One, a place from which faction members would search the cosmos in the hopes of finding ways to further the goals of their factol, Darius the Veyl. But now Darius had been Mazed, and the faction had fallen into disarray. The pain of leaving showed clearly in Sarazh's blue eyes; she knew that in a matter of hours this building would be sealed in a demiplane smaller than a thimble, at least until it was needed once again.*

*After the Lady had ordered the factions out of Sigil, a meeting was called in the Hall of Speakers, one to which all Signer highups were invited. This debate over the future of the Signers had literally lasted for days, as seemingly all control over the faction was lost along with their factol. It was only when any chance of coming to a consensus had seemingly died and despair began to fill the Hall that finally, Itheros spoke.*

*He had slowly risen from this chair, Sarazh remembered, the old human gently stroking his beard in thought, then with careful timing he began to speak in his Prime dialect. "Fellow Signers, I would ask you to listen to me for a few moments." The whole hall fell silent for what may have been the first time that day as the eyes of its occupants turned to their respective peer. "It has come to my attention that our dear friends and closest allies, the Godsmen, have decided to leave Sigil, and retain their status as a faction. They are still strong. But as I look around myself, I see our power falling apart. I see the glory of the Sign of One diminished by the squabbling of childish desires. As we have spent the years arguing in this very same hall, our faction has fallen apart around us without us even realizing it. The common berks of the Hive cannot even tell who or what the Sign of One is anymore. We have fallen from our seats of power."*

*The whole assembly watched Itheros in anticipation, unsure of what his proposal would be, but clinging with hope to the conviction in his words. "It is now, in our greatest time of need, that I feel we should cast off our arrogance; its burden has weighted us down for too long. I say that we merge with our allies, the Believers of the Source. I say that together, our factions will be more than twice what we could ever have become alone!"*

*And that was the simply beginning of events that would eventually lead Sarazh where she was, looking at her beloved home for one last time. Giving the Dreamhearth a final farewell, she turned and followed the attendant down the road, wherever it may lead.*

The Mind's Eye came into existence shortly after the Faction War, a combined grouping of both the Believers of the Source and the Sign of One. Those who gather under the name of the Seekers follow a mixture of their parent factions' tenets, choosing to travel the planes in search of challenges, which they believe is the path to a new level of existence. Somewhat self-centered, and every last one filled with an over-inflated sense of self-esteem, the Seekers view the multiverse as their personal playground. This arrogant attitude has unfortunately resulted in a lack of popularity with the average planar, though despite first appearances they are far from the callously detached egomaniacs that some berks would have you believe them to be.

**Philosophy:** Explore existence; face life's challenges; discover yourself and the multiverse.

**Nickname:** Seekers, Visionaries.

**Headquarters:** The Outlands.

**Majority Races:** Half-elves, halflings, humans, shads, tuladhara, zenythris.

**Majority Classes:** Bards, monks, psions, psychic warriors, sorcerers.

**Factol:** Ombidias (NG male voadkyn Adp9 Mind's Eye)

**Prominent Members:** Sarazh (LG female tiefling Clr14 (Deneir) Mind's Eye), Itheros (LN male human Wiz7 Mind's Eye)

**Alignment:** Any.

**Symbol:** A finely crafted sword, with a corona of flames rising from its hilt. Coiled around the blade is a sinuous Chinese-style dragon, its scales a radiant gold, and eyes glowing intently. This combination of the two parent factions' symbols represents their union as a new and budding influence across the planes.

If you were to ask any average planar about the powers, they would most likely claim that they are almighty beings, possibly beyond the ken of any mortal, capable of changing the very fabric of existence on a whim. Members of the Mind's Eye view things a little differently. As the Seekers see things, the powers are just one rung up the ladder from any other person, those who have come to understand the nature of the multiverse well enough to rise to the next stage of a natural cycle. The fact is the Mind's Eye sees existence as a huge succession of circles, or rings. Every time one of us dies, we are reborn in a new body, and with every life we learn a little bit more about the path to cosmic truth. It may take countless lifetimes for a soul to move on, but given the time and disposition, anyone can pass that final boundary into the next level of existence. The Seekers believe the only way to travel up this ladder is to embrace and attempt as many of the countless challenges and opportunities that life presents you with as possible.

The challenges that one is presented with during each life are countless, coming in almost any form; some are blatantly obvious while others will pass you by without you ever knowing it. To fail a challenge in the conventional sense is not the issue, for even in failure experience, and therefore knowledge, is gained. By the Seeker line of thought there was no failure to begin with; the only true failure is in not proving your worth. While one who truly follows the path of the Seeker will be rewarded with a higher state of existence, those who stray away from it may be shown their error by moving backwards and living their next life as a lemur or any other virtually mindless being.

There is no set path to enlightenment for every faction member; such a path is a very personal one. One of the main challenges for a budding Seeker is to find their own route to the next stage. While one may find their path in the simplicity and primal nature of battle and warfare, another may find it in the intricacies of sculpture or any other art form. For this reason, Seekers believe that others should be helped and encouraged to find and follow their own paths, in the hopes that all can eventually fulfill their potential and arise as new powers.

Because the members of the Mind's Eye see existence as one huge challenge, many have come to consider the planes to exist purely for themselves. Everything that they encounter is there as part of

their own personal series of tests, therefore only existing to mold them into their final state of enlightenment, bit by bit. This has led to a reputation of self-centeredness for the faction's members, and although this isn't strictly true, there is still an obvious level of detachment surrounding most Seekers. This attitude is almost certainly descended from their predecessor, the Sign of One, a faction who by the time of the Faction War had come to view themselves as virtually deities due to their ability to manipulate reality by will alone.

The important issue to remember is that according to the Seekers, all beings have this potential deeply ingrained in their very souls. Even the lowliest maggot has a chance of transcending, no matter how many stages away from such a goal it may appear. Because of this, all beings should be given a certain level of respect, as for all you know they may be on the very threshold of enlightenment. Every being goes through its various lives in a massive cosmic test to prove his value, rising and falling in relation to each life's demonstration of worth.

### **Brief History**

The Mind's Eye was originally formed from the Believers of the Source and the Sign of One, two of the fifteen factions to take up place in Sigil after the Great Upheaval. The Believers of the Source, or Godsmen, as they were commonly known, were formed by Perrine, an athlete and philosopher who considered the possibility that an individual's success and achievement in one pursuit may be in fact affected by past actions, which may at first glance appear unrelated. He eventually chose to found a group based around this theory, hoping to discover if following a certain sequence of actions could in turn produce only good results.

Around the same time as these embryonic Godsmen were beginning to form, an older society known as the Sign of One had started to flourish. Originally based around the revelations of a woman named Rilith, the faction encouraged members to spend their time teaching the benefits of positive thought, and how it could influence the surroundings of an individual, if concentrated on a single purpose. Despite this seemingly harmless ideal, the focus of the Signers, as they were known, was changing. They gradually began to expand the uses of their reputed mind powers, starting to make dramatic proclamations of events that they intended to cause, then drawing as much attention to the occurrence when it finally happened. Eventually the principle of positive thought was completely forgotten, abandoned as members became self-proclaimed gods, believing themselves capable of making anything they desired come to pass.

When the time of the Great Upheaval occurred, myriad ideological groups were winnowed to the fifteen factions that were to dominate Sigil for the many centuries that followed. It was at this time that the Godsmen were finally given a better-defined philosophy. Their factol at the time, Augy of Faunel, came to the understanding that she was actually her one-thousandth incarnation, and discovered that she could recall each and every one of her past memories. Following her new addition to the faction's beliefs, and several other revelations during the following centuries, the Godsmen moved their purpose to helping every living being ascend the ladder of existence in the hopes that eventually a life itself would rise to a new level of existence.

Both factions continued their own courses, becoming close allies, but at the same time retaining their own beliefs, until the Faction War occurred. Just as conflicts between the factions began to reach a boiling point, factols Vergrove and Darius disappeared. With their leaders gone, both factions individually concluded that they had ascended to another level of existence, but like most of the other factions tried to keep their disappearances in the dark, not realizing that this occurrence was not

unique to their faction. When full-out warfare finally started between factions, both groups were in a state of confusion. Without the factols to guide them, all the factions began to fall apart, each accusing another of the turmoil that wracked Sigil. A few days after the destruction of the Armory at the hands of a combined force of Hardheads, Martyrs, and Sensates, both the Sign of One and the Believers of the Source chose to join this alliance in the opposition of the Anarchist threat, realizing that the stability of the City of Doors was now at stake.

Eventually, when the Lady of Pain intervened and chose to cast the factions out of Sigil once and for all, the Godsmen realized that this was possibly the catalyst they had all been waiting for. How could they experience all that the planes had to offer if they simply stayed confined to one city? Taking the much-needed push, they chose to abandon Sigil, intending to leave for the limitless potential of the planes. Just prior to their leaving Sigil for good, the Godsmen were approached by the Sign of One. In recent times the strain of keeping a faction based entirely on the ideal that every member was the center of the multiverse was starting to have an effect. So many splinter groups had formed from the Signers that they were gradually beginning to fall apart, each chasing their own personal objectives, forgetting the true meanings behind the faction. As a result, the remaining high-ups chose to make an offer to merge with the Godsmen, hoping to form a new faction by joining their like beliefs. The faction that arose from this union was the Mind's Eye, also known as the Seekers. Merging the philosophies of the two factions, they elected Ombidias, former factor of the Godsmen and a voadkyn from the little-known prime world Glemayne, to be their new factol. The Seekers chose to move out into the planes to find what destiny awaited them, ready to find the inspiration and motivation that their predecessors had lacked.

Upon leaving Sigil, the Seekers wandered aimlessly amidst the magnitude of the planes for a time, lost as to where to go or how to continue their plans. Gradually, after much traveling, they found that the Outlands was the plane most likely to suit their needs, a land of unlimited variety from which they could extend their search into the more turbulent planes surrounding it. Thus it has become the center of many Seeker journeys, a suitable doorway to everything the Great Ring has to offer.

## Goals

The Mind's Eye is generally a very individualistic, scattered faction. As a result, it lacks much of the structure and influence of the more organized factions, the members being more interested in the achievement of the individual's own personal goals than in the overall might of the faction. As a whole, the Mind's Eye is still in the process of forming its plans and intentions, being currently most interested in working out its place on the planes. The majority of the faction for the time being is located around Tir na Og, the realm of the Celtic pantheon. This place seems to be quite an inviting location to use as a base of operations, and though there is still some dispute, it appears for now to be a temporary power center for the faction, at least until a proper decision can be reached. Although the Seekers are based in the Outlands, the majority of them do not stay in one place for any extended period. Expanding their horizons, many have taken to traveling the planes as much as possible, hoping that it will provide them with some new insight into their own teachings.

One of the main objectives of the faction currently is to try to form allegiances with several of the other exiled factions wandering the planes, creating bonds from their similar situation if nothing else. These negotiations are going well with the Fraternity of Order, but also with the Athar, albeit to a lesser extent.



Despite these issues, possibly the greatest problem that Factol Ombidias is being forced to deal with is sorting out his own faction's members, and keeping the more problematic ones under control. Some of the Seekers still seem to cling too closely to their old factions' tenets, unwilling to modify their beliefs in accordance with the dramatic changes that have occurred over the past few years. This issue has not become too major yet, but Ombidias has every intention of "nipping it in the bud" before it begins to grow out of hand. Occasionally there are small flare-ups between those who interpret the faction beliefs differently, but on the whole, the situation is being kept under control.

An issue that is currently being discussed is the proposal of the construction of a new faction hall. Although not even the style or scale of such a building has been addressed, several suggested locations have been offered. The currently most popular ones are in the city of Thebestys, which is said to have a library containing the answer to almost any question, and an undefined location in the Hinterlands, though the latter is only supported by the more eccentric members of the faction. Some have even suggested the notion of a hall capable of shifting from plane to plane, an idea which would not only demonstrate the outgoing style of the Seekers, but also make a clear statement of power to the rest of the factions.

### Allies

Due to the relative youth of this faction, the Mind's Eye has had very little time to develop allegiances, or set up its place among the rest of the factions. Despite this, the Fraternity of Order feels a certain sense of kinship with the Seekers, and is probably the closest group that the Mind's Eye has as to ally to date. Seeing many similarities between the two factions' central beliefs, the Mind's Eye realize that the Fraternity of Order's constant search to understand the laws that bind the planes together, and their own acceptance of the tests that the multiverse presents, are not so different.

The Athar are also in the process of trying to develop a level of friendship with the Seekers. This is primarily due to the fact that both call the Outlands home, and because of the vulnerable situation that the Athar are currently in, now that the Lady of Pain does not protect them from the powers. Several groups of ambassadors and diplomats have presented themselves to the Seekers in hopes of allegiance, but there is still a reasonable level of mistrust, mainly due to the bitter rivalry between the Athar and the Sign of One prior to their disbanding.

### Enemies

Likewise, the Seekers do not have any real foes currently. They simply have not been around long enough to be able to tread on anyone's toes seriously enough to spark proper conflict. This is bolstered by the fact that the Believers of the Source were generally well received throughout the planes, and although since their disbanding this benefit has lessened to a degree, the legacy of their influence among most political groups is still partially present today.

Unfortunately, the somewhat self-absorbed attitude of the Seekers is gradually growing into a widespread stereotype across the planes. Although on a political level they are currently unopposed, faction members have a growing bad reputation among the normal populace of the planes as being troublemakers. This is gradually developing into an issue for the faction, as the numbers of those wishing to join the Seekers are generally low.

## Optimist

A seeker optimist promotes the idea that positive thought can help affect your chances of success in almost any action. They actively focus on imagining a positive outcome, believing that it helps them in anything that they choose to. This philosophy was recently recovered as the Signers left the Hall of Speakers, and is believed to be the philosophy that the faction originally founded itself on. The Optimists are now a group within the Mind's Eye, following this ancient philosophy in the hopes of bettering themselves, while teaching others the benefits of their ideals.

Fighters regularly join the Optimists, greatly benefiting from their ability to improve chances of success in combat. They also find the healing abilities that the class provides at higher levels greatly beneficial. Other classes also benefit from a few levels as a positive disciple, including monks or spellcasters who wish to improve their combat skills.

Hit Die: d6

To qualify to become an optimist, a character must fulfill the following criteria:

Faction: Mind's Eye

Alignment: Any non-evil.

Skills: Concentration 8 ranks, Diplomacy 5 ranks, Heal 4 ranks.

Feats: Iron Will, Powers of Imagination.

Faction: Seekers only.

Special: Undead cannot become an optimist, nor can clerics who channel negative energy.

### Class Skills

The optimist's class skills (and the key ability for each skill) are Concentration (Con), Control (Wis), Craft (Int), Diplomacy (Cha), Heal (Wis), Knowledge (the planes) (Int) and Profession (Wis).

Skill Points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+2	+0	+2	Fluke
2	+1	+3	+0	+3	Manipulate Chance
3	+2	+3	+1	+3	True Strike x1
4	+3	+4	+1	+4	Fate of Another
5	+3	+4	+2	+4	True Strike x2
6	+4	+5	+2	+5	Energy Channeling
7	+5	+5	+3	+5	True Strike x3
8	+6	+6	+3	+6	Positive Aura
9	+6	+6	+4	+6	True Strike x4
10	+7	+7	+4	+7	Positive Energy Conduit

### Class Features

The following are features of the optimist prestige class.

Weapon and Armor Proficiency: Optimists gain no additional proficiencies in any weapon or armor.

**Fluke (Su):** The Optimist can use positive thought to give themselves a second chance at an action of their choice. Once per day, she may reroll one roll that she has just made. She must take the result of the reroll, even if it's worse than the original roll.

**Minor Positivity:** The optimist gains Minor Positivity as a bonus feat. All healing caused by positive energy, such as that from a *cure wounds* spell, cast upon her are empowered (as if the Empower Spell feat had been used upon her, but the spells don't require higher level slots). All damage caused by negative energy, such as that from an *inflict wounds* spell, is also empowered.

**Manipulate Chance (Su):** At 2nd level an optimist can partially control the chances of an action resulting in the desired result. In one day she may raise or lower the result of any a roll that she makes by her optimist class levels divided by 2. For example, a level 6 optimist can manipulate a roll by up to 3. The total manipulation of rolls can be spread between multiple uses, but must not reach more than half the class level of the character in a day.

**True Strike (Sp):** At level 3 an optimist gains the spell-like ability *true strike* once per day. This increases to twice per day at level 5, three times per day at level 7 and four times at level 9.

**Fate of Another (Su):** At 4th level an optimist can affect the luck of another creature within her line of sight. This power works exactly like Fluke, but it allows one other friendly creature to reattempt a roll that he has just made. As with Fluke, he must take the second roll, regardless of result. This ability is a free action that may be used once per day.

**Positive Energy Channeling (Sp):** By level 6 the amount of positive thought contained within the optimist's head allows her to briefly channel energy from the positive energy plane into a subject of her choice. This ability works like the spell *cure serious wounds*, with a caster level equal to the character's optimist class levels.

**Positive Aura (Su):** At level 8, an optimist is able to maintain a permanent field of positive energy around her. She is surrounded by a permanent 20-foot radius of positive energy, which in all respects has the same affect as the *consecrate* spell. If desired, the optimist can draw back, and restore this aura as a free action.

**Positive Energy Conduit:** At 10th level, an optimist is imbued with positive energy, becoming a permanent conduit between her current location and the positive energy plane. Her type changes to outsider, and she becomes immune to spells that specifically affect humanoids, such as *charm person*. The optimist is treated as native to the positive energy plane, and is no longer harmed by its natural affects, though she still benefits from the plane's regenerative nature. This immunity is active on every plane or demiplane with the major positive-dominancy trait. In addition, when in combat with an undead foe, the optimist deals extra damage of 1d6 positive energy upon the target for every melee attack.

## Visionary

The visionary is an exemplar of Seeker philosophy. They constantly hunt for new tests, striving towards their ultimate goal of enlightenment. As the multiverse is purely there to test the visionary, they are usually excessively competitive, using every opportunity to prove themselves. As on the planes the challenges are limitless, the visionary is constantly on the move, all the time searching for ways to

continue on their chosen path, providing a great level of knowledge about individual planes, and how best to survive them. One of the greatest and most useful of the skills of a Visionary is their mental powers. This ability, which seemingly has nothing to do with psionics, is the gift to manipulate reality through imagination, tapping the strength that belief has on the planes. Though not even a scratch on either psionic or the old Signer powers, this ability has still got many a Seeker out of a difficult situation.

Monks are regularly drawn to the path of the visionary, respecting its search for enlightenment and desire for unity of soul and body. Psions and Psychic Warriors are also attracted to the prestige class, intrigued by the alternate path of mental strength that it teaches.

Hit Die: 1d6

To qualify to become a visionary, a character must fulfill the following criteria:

Faction: Mind's Eye.

Feats: Illusion Perception, Iron Will.

Base Will Save: +5.

Skills: Concentration 5 ranks, Knowledge (the planes) 5 ranks, Survival 3 ranks.

#### Class Skills

The visionary's class skills (and the key ability for each skill) are Balance (Dex), Concentration (Con), Control (Wis), Craft (Int), Hide (Dex), Knowledge (portals), Knowledge (the planes) (Int), Sense Motive (Wis) and Survival (Wis).

Skill Points at Each Level: 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Deny Illusion	
2	+1	+0	+0	+3	Finding the Path	+1 spellcasting level
3	+2	+1	+1	+3	Planar Traveler	
4	+3	+1	+1	+4	Lesser Powers of Imagination	+1 spellcasting level
5	+3	+1	+1	+4	Dispel Illusion	
6	+4	+2	+2	+5	Focus of the Path	+1 spellcasting level
7	+5	+2	+2	+5	Powers of Imagination	
8	+6	+2	+2	+6	The Path Unlimited	+1 spellcasting level
9	+6	+3	+3	+6	Greater Powers of Imagination	
10	+0	+0	+0	+2	Deny Illusion	+1 spellcasting level

#### Class Features

The following are features of the Wandering Visionary prestige class.

Weapon and Armor Proficiency: Visionaries gain no additional proficiencies in any weapon or armor.

Spells per Day: When a wandering visionary level is gained, 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 he receives

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 visionary, he must decide which class he adds each level of visionary to for purposes of determining spells per day.

Alternately, the visionary may similarly gain new powers and power points per day as if he had gained a level in a psionic class he belonged to in place of a spellcasting class. Just as with spellcasting, he does not gain any other benefit of that class save for an additional manifester level.

**Deny Illusion (Sp):** At 1st level a visionary develops resilience against illusory effects, providing a +4 bonus to all saves vs. illusion.

**Finding the Path (Ex):** At 2nd level a visionary finds his own personal path to enlightenment. Choose one skill that is regarded a class skill to him. This becomes a “path” skill. He may now take 10 when using this skill, even in stressful and distracting situations such as combat.

**Planar Traveler (Ex):** At 3rd level a visionary has learned to survive in the wilderness of the planes. When making Survival rolls to “Get along in the wild”, the number of people he can feed increases by one for every 2 points by which his check result exceeds 10.

**Powers of Imagination (Sp):** At 4th level he gains Powers of Imagination as a virtual feat. He may mimic any spell of up to 4th level, though he cannot duplicate a spell of higher level than a cleric, druid, or wizard of the same level could cast. To do this he must pass an imagination check. An imagination check is determined by rolling a d20 and adding his wisdom bonus and half his level to the result. The DC of the imagination check is 20 plus 5 for every imagination check attempted within the last 24 hours. If he fails the check, he may not try again for 24 hours. If he ever rolls a natural 1 on the d20 check he has imagined himself out of existence and becomes a *shadow conjuration* version of himself. Only another Imagination Check or a *remove curse* or similar spell can restore him to normal.

**Dispel Illusion (Sp):** At 5th level a visionary gains the power to dispel illusions. This is treated as a counterspell at a caster level equal to the visionary’s character levels.

**Focus of the Path (Ex):** At 6th level a visionary travels further on his personal path. When using his “Path” skill, he may take 20 in situations that would normally allow him to take 10. This ability is usable once per day. In addition he may select another skill to apply Finding the Path to so long as it has the same key ability as his previous “Path” skill.

**Greater Power of Imagination (Sp):** At 7th level a visionary gains Greater Power of Imagination as a virtual feat. He may imagine spells of up to 9th level, though it still cannot be of a higher level than a wizard, druid, or cleric of the same level could cast. However, when attempting to mimic spells higher than 5th level, if he rolls a natural 1 he has imagined himself out of existence as well, and he is instantly slain with no body remaining requiring a *true resurrection* to be brought back.

**The Path Unlimited (Ex):** At 8th level a visionary excels in his own chosen path. Whenever taking 20 when using his “Path” skill, it instead counts at having taken 25. In addition he may choose a third “Path” skill with the same key ability to gain Finding the Path, and a second “Path” skill now counts as having Focus of the Path.

Greater Powers of Imagination (Sp): At 9th level, when using Improved Powers of Imagination, a visionar only takes the spell level in temporary Constitution damage when he rolls a 1.

True Seeing (Sp): At 10th level a visionar gains *true seeing*, as the spell, as a spell like ability usable once per day.

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#### THE REVOLU+IONARY LEAGUE

*Broggio cast a peery eye over his shoulder. No one was coming. He breathed a sigh, and returned to work. His fingers nimbly flipped through ancient leaves of paper, yellowed and dusty. He'd been at the Mortuary for two months, and those cursed Dusties weren't the type to wigwag. Nope, they were silent as the dead they fawned over. But Broggio got the feeling, deep down in his gut, that they were up to something.*

*There were better assignments out there than this, but Broggio was still green. Someday, he'd prove his worth to the cause, and they'll let him hang around the Civic Festhall. Broggio was doing his level best to act like one of the berks here. Wasn't easy, walking through these echoing chambers in the half-light, nor was it easy staring at corpses every day and not flinching. And the Dustmen kept as quiet as the dead, softly creeping about, going about their business.*

*He needed to find some papers that weren't written back when his grandmother had teeth. If Broggio could get his paws on the Dead's secrets, then he could give this pit the laugh. The Dustmen pretended they were just law-abiding citizens, that they were a faction no more. But Broggio didn't buy it. Broggio reached for another pile of scrolls, lost in his thoughts.*

*Dirt-caked fingernails dug into his neck, as the stale air of the Mortuary was forced from his throat. Grabbing the bony arms and slowly twisting around, Broggio stared into eyes like open graves. His tongue swelled up like a worm in the Ditch after the rain, and his eyes rolled back into his head. He hadn't heard the thing coming. The dead were quiet indeed.*

The Revolutionary League stands for the reversal of the present order. Operating in utmost secrecy, they strike out against their enemies from the darkest shadows. Ask a group of Anarchists what their ultimate goal is, and you'll get a different answer each time. Truth is, the Revolutionary League has never been known for unity or cohesion. The members are so paranoid they don't even trust each other, much less agree on a common objective. What they can all agree on, though, is that no one should be telling anyone else what to do. Exiles, runaways, and misfits all find a home of sorts with the Anarchists, and a dream of a better tomorrow where all folks're free to make their own way, and face up to the darks of the multiverse by themselves.

**Philosophy:** The truth can only be found once the chains of the social order are removed.

**Headquarters:** Carceri.

**Nickname:** Anarchists.

**Majority Races:** Chaonds, githzerai, half-elves, humans, tieflings.

**Majority Classes:** Fighters, rogues, sorcerers.

**Factol:** None.

**Prominent Members:** Hazrag the Shifty (NE male human Rog14 Revolutionary League), Little Miss Tempest (CG female gnome Ftr11/Rog6 Revolutionary League), Baltazar Clearview (CN male tiefling Brd15 Revolutionary League (Committee of the People))

**Alignment:** Any non-lawful.

**Symbol:** The conjunction of two curving, bladed golden designs.

Order is slavery. No one should be able to tell another what to do, not the city officials, not the judges, not the rulers, not even the powers. See, an authoritarian god's just one more taskmaster on a

guy's back, keeping him down. The Anarchists fight to tear down all repressive structures, from the lowest toady to the highest of the high-ups. Several ways exist to accomplish this goal, and the League ain't shy about using just about any of 'em. From propaganda to sabotage, infiltration to assassination, the invisible army of the Revolutionary League fights its war with any weapon it can get its hands on. If they can just uproot all of this decaying system, then the people will finally be able to find the truth. Why is that, you ask?

The planes, as any planar will tell you, operate on belief. If someone can tumble to the dark of what makes them tick, then the planes truly open up for them. But that's easier said than done, and there simply ain't no chance of doing that with things the way they are. A body has to be able to make their own choices, for good or bad, to get anywhere. But no one's going to let them do that. The folks in power, well, they want to keep it that way. They like sitting on top of the heap, and they won't let anyone topple them without a fight. Most poor fools don't know any better, and swallow any lie they're told, and ask for seconds. But if all you believe is what someone else tells you, you're never going to find the truth. The Anarchists are there to help you shake off those chains, whether you like it or not. It's for your own good.

The Revolutionary League is open to all alike, regardless of race, profession, or background. Well, as long as you aren't lawful in alignment, that is. While some would say that the exclusion of folks with a lawful bent makes the Anarchists just as reactionary as their enemies, fact is, lawful types don't have the thirst for upheaval that a true Revolutionary does. Anyone else who wants to can join up, if they can find their way in. The best way to contact this secret society is to make yourself visible (but not too visible). Let your dissatisfaction with the way things are be known in quiet conversation with enough people, and sooner or later, someone'll come calling. Because of the League's welcoming nature, it's provided fellowship (structure even, paradoxically enough) to any number of bashers who never would have found it otherwise.

Some wonder if the Revolutionary League ever qualified as a faction, and why the Lady of Pain would let them exist. Well, for starters, trying to figure out what the Lady's up to will drive you mad, and if you ain't quiet about it, it'll drive you into the dead-book or the Mazes. If the Lady kept 'em around, she must have had a good reason. Some of the more introspective Anarchists or their analysts figure it was because the Anarchists provided a place for those who didn't have any other place to be. Even if most Anarchists listed the Lady as one of their eventual targets, what did she have to be afraid of, anyway? In fact, a few think that the real reason the Lady hasn't flayed them all is 'cause she knows they're right. So, she lets them go on, skulking and planning with the occasional upheaval. It's all for the greater good, and it's not harming her rule none. As for whether or not they were a faction, the Lady proclaimed fifteen factions back in the days of Great Upheaval. So even if groups like the Indeps and the Anarchists chafed at the definition, they fit it better than any other comers. And even if they operated without factols, they were still mighty big movers in the Cage.

But for all that, there's no real unifying philosophy at work in the League. Everyone's working towards this perfect society, but no one's agreeing on just what that society is. The League could've become a cozy little group of old men, sitting in their comfy armchairs and rattling their mouths about this, that, and the other. But the Anarchists don't have time to worry about the future; what matters is right now. The Anarchists believe in action, thinking the rest will take care of itself. Otherwise, nothing would get done. The one thing the Anarchists can all agree on is that things need to change.

## Brief History

Who knows when the League started? Not even its own members know. They've never been much for record-keeping, after all. Anarchists have a tendency to look at all sorts of revolutionaries from the past and bring them into the fold. And other folks do the same, painting all dissidents with the same stripes. But many of these heroes never belonged to a faction calling itself the Revolutionary League. The same is true today, for better or worse. Anytime something bad happens, the Anarchists get blamed. Everything from bar fights to childish pranks gets laid at their feet.

What is known for sure is that Anarchists have operated in Sigil for a few hundred years, maybe as many as 700, or as few as 300. In that time, all sorts of havoc have been caused. Two major assassinations are the known work of Anarchists: Factol Kraymar the Bloody of the Mercykillers and Factol Sarin of the Harmonium. Kraymar (mustn't forget "the Bloody"; those charged with crimes by him sure didn't) was engulfed in a spectacular conflagration of spells flung from several alleyways as he marched to the Prison one day. It's said that his carefully orchestrated assassination was not solely the work of the League, but was aided by several Mercykillers who felt he needed to be slapped down. Sarin fell to an enchanted arrow, and his death helped spark the bouncing keg of powder that was the Faction War.

Other victories for the Revolutionary League include Omar, the Anarchist infiltrator who made it all the way to the top of the Harmonium. Upon his election to factol, he tried to disband the Hardheads, but they arrested him and handed him over to the Guvners at the courts. They then handed him over to a Mercykiller executioner and that was that. Still, it was a roc-sized feather in the Anarchists' caps, throwing light on the fallibility of the factions. Anarchists were also responsible for the revelation that dull little Factol Hashkar of the Fraternity of Order was actually a petitioner, and of the Lady of Pain at that! This caused quite a ruckus in the days leading up to the Faction War, until Hashkar was laid low by a Xaositect, and the story lost its punch. But it certainly made the old sage more interesting than he had ever been before.

For centuries, the Revolutionary League plotted the downfall of the factions. They figured with the factions and all their hide-bound traditions and viewpoints out of the way, the average planar in the street would be practically free. The factions had become the symbol of everything the Anarchists hated, and all their energies were focused on knocking them aside. Nowadays, that vision proved a bit shortsighted. Sure, the factions controlled the functions of Sigil, but it's not like a city without factions has no rules or officials. With the Lady's Edict, the League's dreams came true; the squabbling of the factions finally ended with the Lady of Pain stepping in and saying through her dabus mouthpiece, "Pike it, berks, or you'll get yours!" And the factions went away, just like that, though they seem to only be biding their time, waiting for the Lady to change her mind.

So the League got what it wanted, right? If only. After they were done patting themselves on the back, they started looking around and asked, "Now what?" No answer has been forthcoming. And truth be told, the League had a lot to do with the current state of affairs. They stoked the flames, spread the rumors, lied, cajoled and killed to keep the Faction War rolling right along. Good for them; they did what they set out to do. Now they're dusting themselves off, and haven't got the first clue what to do next. See, they had been operating under the idea that philosophizing could wait for so long, their rusty brains can't get back into the habit too quickly. The hated factions have been kicked out of Sigil, but nothing much seems to have changed. There are still courts; there are still those who'll beat you down soon as look at you; there are still fat merchants with their fat fingers worming into every slice of pie. And as successful as the Faction War was, the Lady sent the top-shelf Anarchists to the Mazes, leaving what little leadership they had in shambles.



So, when word came down from the Lady, the Anarchists bolted to their hidey-hole in the first layer of Carceri, almost to the one. Nestled amongst the prisons of Othrys, the Bastion of Last Hope squats like a big, stony toad. This natural bluff is riddled with caverns and chambers, and has one of the few reliable portals out of Carceri, connecting up to the City of Doors. This secret base traditionally operated as a safe house for Anarchists who needed to lay low for a while. Even here, Anarchists wore masks and kept their real names dark, for the most part. The truly desperate could go under the knife, and come out with a new face, though it was rarely a pleasant one. Now, this den bristled with Anarchists, elbow to elbow, plotting their next step. Some remained in Sigil or other bases, waiting for the word to come down. Many couldn't wait for the word to come, and ran out to cause turmoil in the meantime. In Sigil, they operate without symbol or name, but it's still pretty much the same.

Then there's the Daughters of the Light. This pan-factional group formed for the purpose of quashing the League. Membership was open to all, regardless of race, faction membership, or, despite its name, gender. They drew members from almost every faction save the Anarchists. To them, the Revolutionary League did not qualify as a faction, and was instead the greatest threat to peace Sigil knew. But that changed after the Faction War. The Lady of Pain proved the League right; she revealed that the factions themselves were the problem all along. Now, the Daughters exist to stamp out the remains of every faction *but* the Revolutionary League. Some bloods say this organization is a tool of the League, always has been. Before the Faction War, the Anarchists used them to spread disinformation about the Anarchists, making sure everyone knew how dangerous and powerful the Revolutionary League was. Since the War, these cat's paws have been manipulated into finishing the job of destroying the factions and all their works. There's probably some truth to it; after all, the Anarchists are masters of the infiltration racket. Hazrag the Shifty, a guy who manages to both swagger and slink at the same time, says it was all his idea, but he's been known to lie before.

## Goals

Many of the Anarchists are of the opinion that with the factions off their throne, planar society is on the cusp of coming into its own. It still needs a further push, though. Obviously the people aren't quite ready, 'cause the blindfold's been taken off, but they still can't see their way. The skeletal remnants of authority remaining in Sigil need to be smacked down, and then a transitional governing body will be put in place, made up of members of the Revolutionary League. This new "Committee of the People" will shepherd the berks toward the next stage of development. The Anarchists say they'll only need to run things for a little while, until everyone can stand on their own feet. It may be harsh, but it's necessary.

Of course, not all Anarchists like this idea too much. In fact, some of 'em are so against it, they've splintered off, and are working to stop the Committee's plans. This has become their primary focus, and fighting them off has become a big focus of the Committee too, if they want to survive to see their master plan come to fruition. What'll the splinter group do once they've gotten rid of the Committee? Go back to doing what they've always done, namely working to free planars everywhere from the yoke of law and order. They just don't see the point of replacing that order with one of their own making.

Plenty of Anarchists haven't sided with either group. Some want to see how it plays out before they line up; no point in backing the loser and getting strung up with them after all. Others think it's all a waste of time to be fighting amongst themselves, when there are plenty of enemies out there who don't wear an Anarchist's badge. Whatever their reason for playing the middle, they operate pretty much as they've always done, while they wait for the True Revolution.

Debate broke down real quick. Remember, Anarchists tend to be fighters, not talkers. The splinter group operated in secret for a good while, but once the Committee figured out there were “traitors” in its midst, the purge began. The fighting lasted about a week, but so many on both sides knew secrets about their own hideouts, there was no way for anyone to hold it for long. But Carceri’s a big place, and there’re lots of places to hide. Skirmishes are frequent, but deaths are rare. Little Miss Tempest, one of the deadliest gnomes to stalk the planes, continuously hops between Curst and Carceri. Her tireless efforts against the Committee of the People have won her the admiration of friend and foe alike.

Anarchists fight each other the same way they fight their other enemies. Anarchists spend most of their time infiltrating other organizations. They keep their real faction membership close to their chests, and only their compatriots in their cells know the dark of who they are, and what their missions are. They spread rumors, half-truths, lies, and even actual facts. They blow things up, and they outright murder. They operate in autonomous cells of three to eight members. At all times, they act as if they were members of the faction they infiltrate, and that includes going on missions for them. They take what they can get from the situation, as long as they don’t do anything to risk their cover story. When a cell grows too large, it splits, with one member belonging to both. The high-ups belong to several cells, spiders at key points on the web, spreading orders and information.

### **Allies**

Friends have always been few. Nowadays, they’re pretty much non-existent. The Doomguard is crippled, hiding out. The Xaositects have officially disbanded, not that they were terribly organized to begin with. Course, there are still plenty of them around, possibly even more chaotic then they were before. Neither of these groups were staunch allies, but the Anarchists worked with them on occasion. And though they may not agree, many Anarchists admire the Bleakers’ dedication to helping the unfortunate and downtrodden.

### **Enemies**

All factions are officially counted as the Enemy. So are the guilds, the governments, and the powers themselves (though most Anarchists leave those to the Athar). The Harmonium are especially loathed. While the Sons of Mercy are better than the Mercykillers were, the Martyrs butt heads with the Anarchists often enough, and the League doesn’t like their presence in Sigil. The League also keeps a close eye on the Fraternity of Order, even while they sit on the gears of Mechanus.

### ***Faction Infiltrator***

The faction infiltrators are possibly the most respected members of the Revolutionary League - both by those outside and inside the faction. Each day, they risk life and limb pretending to belong to the very factions that they’ve sworn to bring down. Discovery means death, so a relentless process of natural selection makes sure that only the best of the best remain.

But for those who succeed, the reward is immortality. The most famous Infiltrator, a blood named Omar, managed to infiltrate the Harmonium, and get all the way to the top! Once Omar was named Factol of the Harmonium, he tried to shut the whole thing down and disband their planar presence, but of course the Harmonium factors stopped him and had him arrested. The trial was over quick, and Omar got sentenced to Death by the Wyrms.

Still, the damage to the Harmonium infrastructure, ego, and most importantly, morale was done. Today, the number of Infiltrators is kept very quiet (a question that keeps many factors and factols up at night), and each one trains an apprentice separately one at a time, to help avoid capture.

Hit Die: d6

To qualify to become a faction infiltrator, a character must fulfill the following criteria.

Sills: Bluff 8 ranks, Disguise 10 ranks.

Feats: Expert Infiltration

### Class Skills

A Faction infiltrator class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Disguise (Cha), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Cha), Intimidate (Cha), Jump (Str), Knowledge (all), Listen (Wis), Perform (Cha) Profession (Wis), Search (Int), Sense Motive (Cha), Spellcraft (Int), Spot (Wis)

Skill Points at Each Level 8 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+0	+2	Cover Identity, Faction Knowledge
2	+1	+0	+0	+3	Change Self, Skill Focus
3	+2	+1	+1	+3	Sneak attack +1d6
4	+3	+1	+1	+4	Emulate Faction Feat, Masquerade Alignment
5	+3	+1	+1	+4	Disguise Thoughts, Skill Focus
6	+4	+2	+2	+5	Alter Self, Sneak attack +2d6
7	+5	+2	+2	+5	Slippery Mind
8	+5	+2	+2	+6	Skill Focus
9	+6	+3	+3	+6	Sneak attack +3d6
10	+7	+3	+3	+7	Morph Self, Emulate Faction Feat, Skill Focus

### Class Features

All of the following are class features of the Faction infiltrator

**Weapon and Armor Proficiency:** The faction infiltrator gains no new weapon or armor proficiencies.

**Cover Identity (Su):** An infiltrator may adopt a "cover identity." This cover identity includes a new name, humanoid race, and faction. Spells or effects that detect for any of these effects now detect the Infiltrator as his cover identity instead of his real identity. (Note that this does not change his actual appearance, so if he chooses a new race, he will still need to disguise himself to fool other people). The infiltrator may have a number of cover identities equal to half his level, rounded down. To create a cover identity, the Infiltrator must assume the identity for at least one week, and must generally go through the normal routine of joining a faction or organization. As a full-round action, a faction infiltrator may switch which cover identity he detects as.

**Skill Focus:** At second, fifth, and eighth level, the faction infiltrator gains the feat Skill Focus for free, though he may only apply it to the following skills: Bluff, Disguise, Diplomacy, Forgery and Innuendo.

**Faction Knowledge:** A faction infiltrator must know everything there is to know about the factions if he wants to pass himself off as one of them. Therefore, he knows much about them that is not common. A faction infiltrator may wish to make a special Faction Knowledge check with a bonus of his class level + his intelligence modifier to determine if he knows some relevant information regarding a faction.

The DC for knowing the information is determined using the table below. Note that results returned may not always be correct, they represent the general faction knowledge, and the DM should make the roll to determine how much information the the Infiltrator knows. For instance, if he wished to know if Hashkar was a petitioner or not, and the result of his check was a 15, then the answer would be "no," because most of the faction believes he is not, regardless of what the truth is. Additionally, for the more difficult knowledge (DC 25+) the player will generally only learn rumors, which may or may not be true (but like most rumors, generally have a grain a truth).

DC	Type of Knowledge	Example
10	Common, Known by most of a faction's members.	The name of a faction's first Factol, common taverns that faction members can often be found at.
15	Uncommon, but known by a substantial minority of a faction's members	The name of a faction's sixth Factol, the known vices of a current factor.
20	Uncommon, but available. Known only by a few faction members.	The Harmonium's role in Menaus's slide to Mechanus.
25	Obscure or guarded knowledge, known by very few in the faction.	The name Erin Montgomery's parents, whether Hashkar is a petitioner or not.
30	Extremely obscure, or fiercely protected faction secrets. Known only by a faction's true high-ups.	The age of the Dustmen faction, the reason the Sensates ancient symbol looks much like the Lady of Pain.

**Change Self (Su):** As a full-round action, the faction infiltrator may use *change self*, as per the spell, except the duration is for 24hrs.

**Masquerade Alignment (Su):** Once per day, the faction infiltrator may choose an alignment. Until he chooses a new one, he is considered to have that alignment for the purposes of magical items and effects that depend on alignment. If a spell is cast that detects alignment, he may make a Will save. If he fails, his true alignment is known to the caster, but if he succeeds the caster still believes he failed (or did not resist), though he detects the Infiltrator's chosen alignment.

**Sneak attack (Ex):** Sometimes, despite his best efforts, infiltrators may be discovered, and need to take down their opposition quickly. At third level, the faction infiltrator gains the ability to sneak attack, just as rogues do. At sixth and ninth level, he gains additional sneak attack die. Sneak attack die gained from levels in faction infiltrator stack with sneak attack die from other classes.

**Emulate Faction Feat:** At fourth level, faction infiltrators may emulate other faction's abilities. He may select one other faction's feat as a free bonus feat so long as it is a faction feat for a faction that they have a cover identity for.

**Alter Self (Su):** At fifth level, as a full-round action a faction infiltrator may cast *alter self*. This functions exactly as the spell of the same name, except the duration is for 24hrs.

**Disguise Thoughts (Su):** At sixth level, the faction infiltrator may disguise his thoughts from spells like *detect thoughts*. If he passes his savings throw against such a spell, he may choose for the caster to believe that he failed (or did not resist), and may make up any thoughts or memories for the caster to detect

**Slippery Mind (Ex):** At 7th level, the faction infiltrator gains the Slippery Mind ability. This works exactly like the Rogue ability of the same name.

**Morph Self (Su):** At 10th level, the faction infiltrator gains the ability to better alter his appearance. Once per day, as a full-round action, he may use this ability to change his form as if *polymorph other* had been cast on him, except that he may not change his size category by more than one step and he may only choose a humanoid race to change into. If he is already not a humanoid, he may also choose a creature of that type to change into. For instance, if the Infiltrator was a vampire, he could change into any other Undead of a humanoid type creature. He may choose to Morph Self back into his original form (and regain his original stats) as well.

## Mole

In preparation for the day of the True Revolution, the Anarchists spread their feelers wide. All members of the Revolutionary League are trained to worm their way in with other organizations, disguising themselves as the rank and file. From there, they park their ears, snatching up whatever chant they can, and hoping to get a bit of the real dark, too. If they get the chance, they throw in some real cross-trade: feeding the organization half-truths and innuendos, causing confusion and discord. An Anarchist loves nothing more than sitting back and watching friends and allies backbite and squabble. Some Anarchists become expert infiltrators, devoting themselves to the discipline. These bloods are called moles.

Most moles are rogues or bards; these classes are tricky sorts who are used to slinking around or using words to their own ends. They often multiclass to fit in better with certain groups. Of the other arcane spellcasters, illusionists are the most likely to become moles, using their magic to supplement their abilities. Clerics are uncommon, but not unheard of, while druids rarely take to it. Fighting types almost never have the patience for it.

Moles work their way up in the ranks of their chosen group, spending most of their time acting as members. Some spend years pretending to be something they're not, peeling their host organization of its secrets and sending them back to their cell. The truly skilled whisper venomous words into the ears of the organization's high-ups. As far as is known, only one mole has ever managed to seize control of a faction, and he didn't live long to savor it.

Hit Die: d6.

Requirements

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

Factions: Converts, Revolutionary League

Skills: Bluff 6 ranks, Disguise 8 ranks, Gather Information 6 ranks.

Feats: Deception, Infiltrator.

Class Skills

The mole's class skills (and the key ability for each skill) are Bluff (Cha), Decipher Script (Int), Diplomacy (Cha), Disguise (Cha), Forgery (Int), Gather Information (Cha), Hide (Dex), Listen (Wis), Move Silently (Dex), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 8 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+0	+2	Mask alignment
2	+1	+0	+0	+3	Faction face
3	+2	+1	+1	+3	Insinuate, Shift Blame
4	+3	+1	+1	+4	Master infiltrator
5	+3	+1	+1	+4	Bonus infiltration feat

### Class Features

The following are features of the mole prestige class.

**Weapon and Armor Proficiency:** Moles gain no weapon or armor proficiencies.

**Mask Alignment (Su):** A mole has the ability to hide his or her own alignment, cloaking it with another. The mole may choose any other alignment at will, appearing as that alignment for detection attempts. For instance, a chaotic evil mole who is masked with a lawful good alignment would not be detected by detect chaos or detect evil, but would be detected by detect law or detect good. However, the mole is still susceptible to protection and other spells that effect his true alignment. The aforementioned mole would be affected by a protection from evil spell, although the caster may not be aware of that fact.

**Faction Face (Su):** At 2nd level, a mole may choose one faction, sect, or guild which he has Infiltrator for which he is able to assume the features of. The mole may change his own features into an alternate form appropriate for that group, operating as if using the *change self* spell. However, the mole has only one alternate set of features he may change into. This change is indefinite, but goes away whenever the mole is unconscious or dead.

**Scapegoat:** Moles gain Scapegoat as a bonus feat at 3rd level. You receive a +5 bonus to Bluff checks when implicating someone for something they didn't do, and spells cannot determine whether you are lying about who is responsible.

**Insinuate (Ex):** At 3rd level, a mole increases his skills in duplicity and subterfuge, gaining a +3 competence bonus to Bluff, Forgery, and Gather Information checks.

**Master Infiltrator (Ex):** At 4th level, the mole becomes adept at infiltrating a particular organization, practically fooling himself and the multiverse in the process. The mole chooses one faction, sect, or guild. The mole is now considered a member of that organization for the purposes of access to feats. The mole may also ignore any alignment restriction for a feat of that organization, but must meet all other requirements and qualifications. In addition, the mole may take one feat from that organization now as a bonus feat.

Bonus Infiltration Feat: Moles may take another bonus feat from their chosen organization at 5th level.

## Saboteur

Saboteurs are Anarchists who specialize in destruction. They use means both mundane and magical to bring about their ends. They are shadowy warriors of the night, plotting the downfall of their enemies by covert means. Many saboteurs are long gone by the time the fireworks start, but a significant number can't resist seeing the results of their handiwork in person. Their greatest joy is seeing something or someone come tumbling down.

Rogues, wizards and sorcerers who specialize in Evocation, and clerics who worship gods of destruction and mayhem are the most common saboteurs.

Hit Die: d6.

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

Faction: Revolutionary League

Skills: Craft (alchemy) 8 ranks, Craft (trapmaking) 8 ranks, Disable Device 6 ranks

Feats: Anarchist Craftsman, Improved Sunder.

Special: Membership in the Revolutionary League.

### Class Skills

The saboteur's class skills (and the key ability for each skill) are Climb (Str), Concentration (Con), Craft (Int), Disable Device (Int), Hide (Dex), Innuendo (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Spot (Wis), Use Magic Device (Cha).

Skill Points at Each Level: 6 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells			
						1	2	3	4
1	+0	+0	+2	+0	Acid resistance 10	0	-	-	-
2	+1	+0	+3	+0	Evasion	1	-	-	-
3	+2	+1	+3	+1	Avoid mishap, poison use	1	0	-	-
4	+3	+1	+4	+1	Fire resistance 10	1	1	-	-
5	+3	+2	+4	+2	Find weakness	1	1	0	-
6	+4	+2	+5	+2	Spell snare	1	1	1	-
7	+5	+3	+5	+3	Electricity resistance 10	2	1	1	0
8	+6	+3	+6	+3	Improved evasion	2	1	1	1
9	+6	+4	+6	+4		2	2	1	1
10	+7	+4	+7	+4	Destructive spell	2	2	2	1

### Class Features

The following are class features of the saboteur prestige class.

Weapon and Armor Proficiency: A saboteur gains no weapon or armor proficiencies.

**Spells:** A saboteur gains the ability to cast a small number of arcane spells. To cast a spell, the saboteur must have a Charisma score of at least 10 + the spell's level, so a saboteur with a Charisma of 10 or lower cannot cast these spells. Saboteur bonus spells are based on Charisma, and saving throws against these spells have a DC of 10 + spell level + the saboteur's Charisma modifier. A saboteur has access to any spell on the spell list below and can freely choose which to cast, just like a sorcerer. These spells (and only these spells) are not subject to arcane spell failure. When the saboteur gains 0 spells of a given level, he gets only bonus spells for that spell slot. A saboteur without a bonus spell for that level cannot yet cast spells of that level. Bonus spells are based on Charisma.

**Acid Resistance 10:** Saboteurs are used to working with hazardous materials, and develop an affinity for them. They gain acid resistance 10 at 1st level. If the saboteur has a natural resistance to acid, the two resistances stack.

**Evasion (Ex):** At 2nd level, saboteurs gain evasion if they do not already have it.

**Avoid Mishap (Ex):** At 3rd level, saboteurs gain a +2 bonus on any save against a spell or effect with an area effect.

**Poison Use:** At 3rd level, saboteurs no longer risk accidentally poisoning themselves when applying poison to a blade.

**Fire Resistance 10:** At 4th level, saboteurs gain fire resistance 10. If the saboteur has a natural resistance to fire, the two resistances stack.

**Find Weakness:** At 5th level, a saboteur has become skilled in finding something's weakest spot, gaining the ability to inflict sneak attack damage and critical hits on inanimate objects, including creatures with the construct type.

**Snare Spell:** At 6th level, a saboteur may cast a spell that will take effect under a set circumstance. This spell must be from the saboteur spell list, and is cast normally, except as noted by this ability. The saboteur implants a spell either on an object or on a 5-foot-by-5-foot area. The saboteur must touch the object or stand in the area while implanting the spell snare. The spell can be set to go off after a predetermined amount of time or if a particular condition is met. Any choice in range or effect must be chosen during casting (spells such as erase and transmute rock to mud must have their specific target set. They will not affect random or unknown objects). The condition must involve touching the object or entering the 5-foot-by-5-foot area.

Examples of conditions can be members of a particular race or sub-type; class; faction, sect, or guild; or religion; or it can be the absence of a particular phrase or other signal, the presence of a color or type of item. Individual DMs may judge an individual condition as too vague or too specific. The saboteur will not set the spell snare off himself. If the spell snare goes off, the spell takes effect at the point where it was implanted, as if that point were the caster. The spell will travel to its preset destination, if any. If the spell snare does not activate in 24 hours, it dissipates. A snare spell takes up a spell level one higher than a spell of its level normally would.



Electricity Resistance 10: At 7th level, saboteurs gain electricity resistance 10. If the saboteur has a natural resistance to electricity, the two resistances stack.

Improved Evasion: At 8th level, saboteurs gain improved evasion if they do not already have it.

Destructive Spell: At 10th level, a saboteur may choose one spell from the saboteur spell list. That spell may now be cast as if under the effects of the maximize spell metamagic feat, but only uses up a spell slot one level higher than the spell's actual level, rather than three levels. Only saboteur spells and spellslots may be used in this manner.

### Saboteur Spell List

Saboteurs cast their spells from the following list:

1<sup>st</sup> - burning hands, erase, grease, leomund's trap, pyrotechnics, shocking grasp.

2<sup>nd</sup> - flaming sphere, melf's acid arrow, shatter, sound burst, warp wood.

3<sup>rd</sup> - explosive runes, fireball, lightning bolt, sepia snake sigil, stinking cloud.

4<sup>th</sup> - fire trap, passwall, rusting grasp, transmute rock to mud.

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### THE RING-GIVERS

*"But that's the beauty of it!"*

*Jeremo danced around the room at a dizzying pace, forcing Ingwe to close his eyes. The Lady's Jester paused after a bit, noticing the look of pain on the man's face. A sly expression crawled across Jeremo's features, and he leaned in close to his captive.*

*"Weary of this life, Ingwe? Care to move on?" A sneer punctuated Jeremo's sarcasm.*

*Ingwe struggled to open his eyes, fighting to remain conscious as long as possible, his lifeblood seeping away from the wound to his head. With great effort he spoke. "You offer me your sympathy, even if only in jest, which puts me in your debt. In exchange, I offer you that which you desire...control of the Ring-Givers."*

*Jeremo stood silent, stunned for a moment, before giving a great shout and spinning around the room at an even dizzier pace. "Ha ha! I won! I won!" He careened off the walls and bumped into Ingwe's chair several times during the celebratory dance. Ingwe felt the rope slip.*

*Keeping his eyes on the Lady's Jester, one of the most powerful men now left in Sigil, Ingwe slowly freed his hands. He smiled and whispered, "Realize that this great gift puts you in my debt, Jeremo. There will come a time when the power you have craved will become an anchor around your neck. I can only hope that by leading the Ring-Givers you will come to truly understand the nature of giving, before it is too late."*

*Ingwe crushed the delicate talisman secreted in the hem of his tunic, calling in a favor owed to him by another of Sigil's elite and powerful. With a barely audible "Pop!" the former leader of the Ring-Givers vanished from sight. Several seconds later, Jeremo finally noticed he was alone.*

*"Where have you gone, Ingwe? No matter...no matter... I have what I want. Now, where to begin?" Jeremo gave a dramatic pause, one finger resting on his lips in mock thoughtfulness before breaking into more capering and dancing. "Aha! I have it! It is always best to begin at the beginning..."*

The Ring-Givers are a small but growing faction from Ysgard. Completely opposite in ideals from the Fated, the Ring-Givers believe that everything that is given up will come back to them. Thus, whoever can give up everything and convince the multiverse to do likewise will reap the greatest reward in true accordance of the Unity of Rings. To the Ring-Giver, possessions are a form of limitation, and freedom from desire equates to complete power over oneself and eventually the multiverse. Ring-Givers live only on the charity of others, and they thrive in doing so. In a place as cold and uncaring as the multiverse, that is an accomplishment indeed.

**Philosophy:** You only get as good as you give.

**Nicknames:** Bargainers, Beggars.

**Headquarters:** Palace of the Jester in Sigil.

**Majority Races:** Bariaurs, half-elves, humans, tieflings.

**Majority Classes:** Any.

**Factol:** Jeremo the Natterer (CN male human Ftr6/Rog12 Ring-Givers)

**Prominent Members:** Borghild Walsing (CG female human Sor9 Ring-Givers), Grim Arnegar (CN male human Ftr7/Rog5 Ring-Givers), Ingwe Alting (CG male human Ill14 Ring-Givers), Ragin Ravensson (NG male human Rgr12 Ring-Givers), Voltraagh (CE glabrezu Brd4 Ring-Givers)

**Alignment:** Any, with chaotic and good tendencies.

**Symbol:** Outstretched hand with a ring in its palm

Freedom is the true path to power. The acquisition of material possessions dulls a person's true potential. The responsibilities of business and property distract from a person's true purpose. When you have nothing, then you truly have everything.

Ring-Givers covet neither money nor possessions, and rarely do they wield overt power. They keep themselves free of debts while living day to day on the charity of others. When given an object, a Ring-Giver uses it as the need arises, then passes it on to another more in need. Rarely does a Ring-Giver keep more than the bare essentials.

Such a lifestyle would seem self-defeating, especially on such an independent plane as Ysgard, where charity is considered an insult. What distinguishes a Ring-Giver from any common beggar in any city on any plane is a sense of integrity and self-worth that remains in balance. Ring-Givers don't expect a free ride; they gladly work for what they need, and they lend aid without complaint. "The gods help them who help themselves," is a favorite saying, and the most unlikely of creatures have given aid in the most unlikely of situations. Stories of such fortune have helped their philosophy spread slowly throughout the planes.

Of all the factions, the Ring-Givers' philosophy has possibly been subject to the most interpretations. People tend to embrace the core of the Ring-Givers' ethos - give and others will give to you - and alter it to fit their individual perspectives. The Ysgardian Ring-Givers philosophy remains the best-known interpretation: people in a community contribute as much as they can while keeping track of those who owe them something in return. A wainwright mends a farmer's wagon wheel, knowing the farmer will bring him a bushel or two of apples when the crop is ripe. A woman cleans her neighbor's house when there's a new arrival, as the neighbor did the same the previous year. When a stranger comes to town,

a family feeds him and gives him a bed for the night; if the stranger doesn't pitch in and help around the house the next day, the family knows they'll be paid back all the more. Such folk hold on to the favors owed as if they were the purest platinum, trusting their charity will be returned in kind eventually. And they're usually right.

Limbo and Pandemonium see a fair number of Ring-Givers as well, as it's easier to give up everything when you don't have anything to begin with. While this makes those planes a bit more hospitable, Ring-Givers in those regions are more likely to make a quick shift of perspective when it doesn't look like they'll be making something for their help.

On the fields of Elysium and across regions of the Upper Planes, the Ring-Givers' philosophy is less self-motivated and more altruistic in nature. Believing that it is a moral obligation to give one's all to those around them, these Ring-Givers act to better the community as a whole. In their eyes this is the only path to the greatest benefits for everyone, and by living by example they slowly convert the multiverse to follow their lead. Not everyone may do so for the same reasons, but the very act of giving is enough.

Abyssal Ring-Givers have the most twisted interpretation - everyone owes them something, for one reason or another. A Bargainer on the Plane of Infinite Portals might admire a fighter's sword, suggesting that it would help him keep his silence if questioned about the fighter's whereabouts. A quasit might solicit individual gifts from party members, implying it would "forget" the adventurer was with the others if the price is right. Even a marilith might accept a person's belongings in exchange for not killing them. Hardly any different from regular extortion, the Abyssal Ring-Givers consider such gifts payment for a debt inherently owed, and that their "gifts" of inaction can be just as valuable as active assistance.

### Brief History

Like most of the factions, the origin of the Ring-Givers is unknown, though it almost assuredly began in Ysgard. The principles of the faction seem to have existed in different forms for a very long time, but it was Ingwe Alting who gave it a firm philosophical foundation. In a land where brawn triumphed over brains on a daily basis, Ingwe Alting found himself ineffective in the pursuit of glory by combat. He had no skill with a sword and little coordination, and he lacked the strength and stature of his peers. This troubled him greatly, for he wished to live up to the ideals of his forefathers, and by the standards of his people he did not contribute to the honor of his clan.

Failing to find prestige through combat, the illusionist sought to win respect through another Ysgardian tradition: hospitality. Using his magical talent to provide bountiful food and entertainment, Ingwe earned a reputation as a wonderful host, and by offering more than was customary of his family's resources, over time his visitors all came into his debt. As his influence over the community grew, so did his generosity, until a cycle of favors and repayments established him as one of the most successful men in his region.

His fame naturally spread as others attempted to follow his path to fame. True to his nature, Ingwe shared the secrets of his success, gaining him the respect and admiration of like-minded Ysgardians. Thus, he was eventually given leadership over the fledgling Ring-Givers and named its factol. For years Ingwe gave his all to the faction, formalizing its ideals and guiding his fellows to understand their true meaning. Unfortunately, the Ring-Givers became an organization of a select few precisely because of this perfectionism, and the faction's growth became stunted. It is believed that is one of the main

reasons Ingwe “gave” the stronghold of Skeinheim on Ysgard back to the Fated and moved the majority of the faction’s organization to the City of Doors shortly before the Faction War.

This played into the hands of Jeremo the Natterer, who used the war to stage a coup and seize control of the faction. In the wake of the Lady’s Edict Jeremo’s natural charisma and ambition is spearheading the Ring-Givers’ philosophy across the Outer Planes, where its message is becoming more common, if diluted. No one is quite sure how Jeremo is running the Ring-Givers out of Sigil; is he truly mad, or does the “Lady’s Jester” have a special deal? Whatever the reason, it has drawn even more eyes to the Ring-Givers as the other factions consider their position in the multiverse.

## Goals

Aside from whatever the goals of Jeremo the Natterer are, the Ring-Givers as a whole have no direction or higher purpose other than general enlightenment of the multiverse’s populace. Through their spreading their philosophy to others, more people across the planes become accustomed to giving, which in turns reinforces the ideals of the faction and the benefits of its individual members. Likely as the faction spreads and its power grows, Jeremo will begin to pull his weight more and more, but in the meantime he seems just as focused on spreading its ideals as any member.

## Allies

The Ciphers have always been the Ring-Givers’ staunchest allies. Both organizations believe that action is the key to existence, but the Ring-Givers believe that giving is the only action that counts. The Ring-Givers also have improving relations with the Sons of Mercy and the Bleak Cabal, which both find common ground with the Ring-Givers’ dedication to giving to the community, whatever the reasons. Most other factions regard Ring-Givers in a favorable light, as generosity begets feelings of good will.

## Enemies

The Fated have long considered themselves the enemy of the Ring-Givers, but in truth, the organizations are two sides of the same coin. One takes, the other gives. The flip side being that despite their best attempts, the Fated always find themselves paying for the Ring-Givers’ generosity in the end. Naturally, the Ring-Givers enjoy this relationship, despite its tendency towards competitiveness, and while a Ring-Giver will rarely speak ill of the Fated, one would be hard pressed to find a Taker that thinks much of the Ring-Givers.

## *Minimalist*

The philosophy of the Ring-Givers teaches that possessions are a constraint, something which ties down and limits a person’s true potential. They teach that by freeing yourself of the burden of responsibilities, and living off the charity of others, you can learn to truly appreciate your position within the grand scale of things. The minimalist takes these ideals to their extreme, casting off their possessions to embrace the full freedom of a burdenless existence, throwing all constraints to the wind. As a minimalist does so, they realize the true potential that such a lifestyle brings, learning to move like the wind, dodge even the swiftest of blows, and resist magic that would stop another in their tracks.

The lifestyle of the minimalist naturally appeals to ex-monks, as they already realize the unimportance of material possession and wealth. Using the abilities that a minimalist learns, a monk can become capable of moving far faster than they normally would have, and gains various methods of magical transport. A rogue or fighter also benefits from levels as a minimalist, helping them evade the attacks of their enemies more effectively.

Hit Die: d6

To qualify to become a minimalist, a character must fulfill the following criteria:

Faction: Ring-Givers.

Alignment: Any non-lawful.

Skills: Escape Artist 5 ranks, Jump 9 ranks, Tumble 9 ranks.

Feats: Dodge, Run.

### Class Skills

The minimalist's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Escape Artist (Dex), Hide (Dex), Jump (Str), Move Silently (Dex), Search (Wis), Tumble (Dex) and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+0	Unburdened Stride +15
2	+1	+0	+3	+0	Quick Footed +1
3	+2	+1	+3	+1	Unburdened Stride +30, Unnatural Leap
4	+3	+1	+4	+1	Dimension Door x1/day, Quick Footed +2
5	+3	+2	+4	+2	Unburdened Stride +45
6	+4	+2	+5	+2	Plane Shift x1/day, Quick Footed +3
7	+5	+3	+5	+3	Dimension Door x2/day, Unburdened Stride +60
8	+6	+3	+6	+3	Quick Footed +4
9	+6	+4	+6	+4	Dimension Door x3/day, Plane Shift x2/day
10	+7	+4	+7	+4	Freedom of Movement

### Class Features

The following are features of the minimalist prestige class.

**Weapon and Armor Proficiency:** Minimalists gain no additional proficiencies in any weapon or armor.

**Unburdened Stride (Su):** Through a lack of possessions, a minimalist learns to move more swiftly than before. She gains a +15 bonus to her move speed. This bonus only lasts while her equipment's total weight is a light load or less. At 3rd level this bonus increases to + 30 ft., +45 ft at 5th level, and +60 ft at 7th level.

**Quick Footed (Su):** At 2nd level a minimalist learns to dodge with greater speed, providing a +1 dodge bonus to AC, as long as her equipment's total weight is a light load or less. This ability increases to +2 at 4th level, +3 at 6th level, and +4 at 8th level.

**Unnatural Leap (Ex):** At 3rd level a minimalist is capable of jumping considerable distances. When making a Jump Check, add her total minimalist class levels to the Maximum Jump Distance. This is applied after the calculation has been made, and so is not multiplied by character height.

**Dimension Door (Sp):** At 4th level a minimalist gains the spell *dimension door* as a spell-like ability usable once per day as though she were a sorcerer with class levels equal to her total minimalist levels. She may only carry objects with her, not willing creatures, that weigh up to a total of 10 lb/ level. This ability increases to two uses per day at 7th level, and three uses per day at level 9.

**Plane Shift (Sp):** At 6th level a minimalist gains the spell *plane shift* as a spell-like ability usable once per day as though she were a sorcerer with class levels equal to her total minimalist levels. This ability only effects her, not any other target creatures. This ability increases to two uses per day at 9th level.

**Freedom of Movement (Sp):** At 10th level a minimalist learns to resist magic that restricts her movement. She becomes permanently under the effect of the spell *freedom of movement*, but only as long as the total weight of her carried equipment is a light load or less.

### ***Oathkeeper***

Many Ring-Givers have the ability to enforce a vow made by another, though a few choose to follow that path in a far more dedicated fashion. An oathkeeper specializes in both ensuring that others keep their vows, and at seeing that debts are repaid. Through their devotion to this aspect of the Ring-Giver philosophy, oathkeepers develop a far greater control over the latent power of oaths, and learn new ways to ensure that they are completed. During their time on the planes, an oathkeeper will develop many connections with those that become indebted to them, and as a result can choose to call upon the favors owed to them when in need.

The path of the Oathkeeper is most attractive to non-combat orientated classes, such as the bard and rogue. Those who surround themselves in political intrigue also find this prestige class useful, as an owed favor in the right place can have more influence than a thousand blades.

Hit Die: d4

To qualify to become an oathkeeper (Okr), a character must fulfill the following criteria:

Faction: Ring-Givers.

Alignment: Any non-chaotic

Skills: Diplomacy 8 ranks, Gather Information 8 ranks, Sense Motive 6 ranks.

Feats: Oathbinder, Oathmaster.

Special: Access to either 1st level divine or arcane spells, or psionic powers.

#### **Class Skills**

The oathkeeper's class skills (and the key ability for each skill) are Concentration (Con), Diplomacy (Cha), Gather Information (Cha), Innuendo (Wis), Read Lips (Int), Sense Motive (Wis) and Use Magic Device (Cha).

Skill Points at Each Level: 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
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1	+0	+0	+0	+2	Returned Favor, Strengthen Binding
2	+1	+0	+0	+3	Returned Favor, Imbue Geas
3	+1	+1	+1	+3	Returned Favor
4	+2	+1	+1	+4	Returned Favor
5	+2	+1	+1	+4	Returned Favor, Manipulate Geas

### Class Features

The following are features of the oathkeeper prestige class.

**Weapon and Armor Proficiency:** Oathkeepers gain no additional proficiency in any weapon or armor.

**Returned Favor (Ex):** Once each level, an oathkeeper gains the option to recall a favor owed to him in the past. The player must roll of the Returned Favor Table (provided below), using a Charisma check, the result of which is added to the character's total levels in the oathkeeper prestige class. This total is then compared to the correct row on the Returned Favor table. He must then choose one favor to receive that is either an item, or the loan of a cohort. He may not receive both a cohort and item from the same favor, and although the favor chosen can be one that is lower than was rolled, once a favor is chosen, a player cannot change it. This ability does not need to be used immediately, but once used once an individual favor cannot be used again.

### Returned Favor Table

<i>Charisma Check</i>	<i>Equipment Value (gp)</i>	<i>Cohort Level</i>
10 or less	1,000	1-4
11-15	5,000	5-7
16-20	10,000	8-10
21-25	30,000	11-14
26-30	50,000	15-17
31 or more	100,000	18-20

**Equipment Value** determines the maximum value possible for any item, magical, psionic or mundane, which he chooses to receive. He may not choose to receive money instead of an item. **Cohort Level** determines the maximum level of a cohort that his benefactor sends to assist until the total of his charisma check has passed in days. If his benefactor is of a level or CR equal to or lower than the available Cohort level, they may appear in person instead, at the discretion of the DM.

**Strengthen Binding (Su):** An oathkeeper's ability to bind someone to her word is stronger than that of a normal Ring-Giver. When using the feats Oathbinder and Oathmaster, add his total oathkeeper class levels to the will saves DC.

**Imbue Geas (Sp):** When using a spell or ability with the *geas* effect (Oathbinder, Oathmaster, *lesser geas* or *geas/quest*), an oathkeeper may imbue the *geas* with additional magical effects. If he has spellcasting abilities, he may imbue his *geas* so that every day the target does not attempt to follow the *geas*, a spell of his choice, which is chosen when the *geas* is created, will be automatically cast on them as each day begins. If he have no spellcasting ability, a scroll can instead be used. The spell is cast in the process of preparing the *geas*, so either spell slots are used or the scroll is destroyed in the process. The normal effects of the *geas* still occur as well though the target is entitled to any saves they normally would be against the spell at the start of every day that it effects them.

**Manipulate Geas (Su):** An oathkeeper's control of *geas* effects is almost perfect, giving the ability to modify or remove a *geas* as he desires. He can remove, or modify the objective of any *geas* that is

affecting a single target. To bring the affect into being, he must touch the target, or make a touch attack against an unwilling target. This ability is usable once per day.

### *Ex-Oathkeepers*

An oathkeeper must actively avoid breaking their word in all situations. If an oathkeeper intentionally breaks a vow, he loses all class abilities as an oathkeeper, and may only regain them via an *atonement* spell or a similar affect.

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## THE SOCIETY OF SENSATION

*Turim writhed in agony, his eyes forced wide by fear, pain surging down his nerves like burning white lightning. The baatezu leered over his contorted, twitching form, as the imp servants slowly, almost teasingly, peeled back another agonizing layer of Turim's skin, a depraved smirks spreading across their monstrous little faces.*

*"Stop," the paeliryon commanded in its sickly voice, a voice that would almost have seemed appealing to the shad were it not issuing from the obese, sagging mass of weight that was his tormentor. Drawing closer, bringing its garishly painting face within a few inches of Turim's face, the devil leered, gently stroking its claws across his flayed chest, sending new jolts of agony through his body. The shad gasped for breath, though the air around him was filled with the thick, intoxicating aura that followed his captor like a cloud of sickly, syrup-choked flies.*

*"Maybe now we will talk, my dear little shad, my precious little shad," it whispered coaxingly; "this will soon all be over if you tell me what I want to know. You know how much I want to know, and you know how much you want to tell me." It licked its tongue delicately over its sharp needle-like teeth, drawing even closer. "Don't try to deny it. Deep down you know you want to tell me. You know that this can all end in an instant. All you have to tell me is this one little, trivial secret and all your suffering will end."*

*Turim stared back, his eyes filled with an overwhelming hatred for this obscenity, the very concept of evil given form incarnate. It watched him calculatingly for a few more seconds, then withdrew its face, an expression of mock disappointment splayed across the hideous, geisha-painted visage. Suddenly lurching forward with a speed which belied its size, the Paeliryon grabbed Turim's slender throat in one hand, ripping him from the table which he had been tied to and with a look of malicious glee thrust its monstrous claws into his gut, as though he were a limp straw doll. Screaming with pain, Turim squirmed in its grasp as he felt his very body distorting, blistering as his flesh lost form slowly.*

*Suddenly the shad felt a jolt, as though his mind were being thrown back into a dark, shapeless void of nowhere. Then he felt his body impact with the floor. Opening his eyes slowly as they adjusted to the light, he saw the smooth, perfectly spherical sensory recorder stone on the pedestal upon which it was kept. Gasping for breath, streams of perspiration flowing down his forehead, his breathing came in quick and shallow gasps. He pulled himself from the floor consciously as several other Sensates stared in his direction, one or two of the more senior faction members smirking to themselves knowingly.*

*His breathing steadying, Turim eyed the stone warily with a newfound level of respect. Maybe he would think twice the next time he made drunken bets with his peers at the Portal Jammer. No wonder the elderly githzerai had given him the expression she did when he requested the use of this particular stone...*



The Society of Sensation goes by the basic philosophy that to truly understand something, it first must be experienced. With this as their compass, a Sensate travels the planes in the attempt to find new experiences, in the process coming to understand these new concepts. Although many claim them to be simply hedonists, in truth there is much more to this path. A “true” Sensate will accept any experience short of death, no matter how unpleasant, as they feel that whether a Sensate enjoys an experience has little to do with whether they learn from it. As a result, while one member may be sampling expensive wines imported from an obscure prime world, another at the same time may be testing his perseverance in the depths of an Elemental Plane, yet both do so in the same never-ending pursuit of knowledge.

**Philosophy:** You can only understand the multiverse by experiencing everything it has to offer.

**Nickname:** Sensates.

**Headquarters:** The Gilded Hall in Arborea.

**Majority Races:** Aasimar, bariaur, chaond, elves, half-elves, halflings, humans.

**Majority Classes:** Bards, fighters, psions, psychic warriors, wizards.

**Factol:** Cuatha Da’nanin (LN male half-elf Rgr15/Eye of Da’nanin5 Society of Sensation)

**Prominent Members:** Annali Webspinner (CN female bariaur Ftr7 Society of Sensation), Quleine (NE female alu-fiend Sor5 Society of Sensation)

**Alignment:** Any.

**Symbol:** A navy blue disc with a lighter metallic-blue foreground. Engraved at the top is a blank, genderless face, prominently displaying the nose, eyes and mouth. Below the face, a cupped hand and ear are located. The clear depiction of the human sensory organs symbolizes the unity of the senses.

The Sensates are based entirely around experience. As they would put it, your senses are the only things that allow you to truly know that something exists. To know an object exists you first must see or feel it. To be able to comprehend a food’s taste, you must have eaten it. To understand the meanings of a new piece of music, you must have heard it. This makes experience the ultimate teacher, and all knowledge must therefore stem from it. A Sensate can then apply such an explanation to anything that can be thought of, for every physical thing requires the senses to be experienced, and all mental concepts require a connection to physical reality, for without outside inspiration the mind cannot function.

Because of their ideals, the Sensates feel that to gain and build upon personal knowledge, it makes far more sense to actively seek the experiences that life has to offer rather than wait for them to come to you. In a lifetime a Sensate will experience countless smells, sounds and situations, but this will still only be the most minute fraction of what the planes truly have to offer. While every member is encouraged to travel the planes in search of new experience to be found, they are also given complete access to the Sensoriums in Sigil.

The Sensoriums span countless rooms throughout the Civic Festhall, the Sensate base of operations within Sigil, each containing thousands of sensory recorders: small, round stones that are used to store specific occurrences or situations that a Sensate has experienced. Through these, junior Sensates can gain wisdom from various experiences, without having to subject themselves to the dangers or difficulties of experiencing them personally. The sensory recorders cannot be taken beyond the doorway of the Civic Festhall without losing their magically stored contents. This feature was originally designed for security reasons, but caused the faction serious problems when they chose to relocate to their current headquarters, the Gilded Hall of Arborea.

Due to the hands-on style of the Society of Sensation, the life of a Sensate can be a very expensive one. This means that the faction regularly attracts members from the upper classes, who easily have the money to take exotic trips to any of the planes that they care to. This is both a burden and a boon to the faction. On the plus side, a large amount of money becomes available to the Sensates, making

them possibly the most financially secure of all factions. They are able to spare no expense in their fantastical productions of many well-known plays, hiring powerful illusionists to supply special effects, and employing the best actors from across the planes. On the downside, many false Sensates are able to creep into the faction, believing that it is purely about decadent pleasure, or at least using the faction's facilities to that end. Although many Sensates would like to have these members cast out as the frauds they are, several are also the main benefactors of the faction. Without their financial support, the quality of Sensate productions would plummet.

### Brief History

The Society originally formed prior to the Great Upheaval, simply one out of the multitude of groups and factions filling the Cage to the brim. They started as a mere group of associates who would gather together occasionally for simple amusement to help the monotony and boredom of their lives move more comfortably. They would organize small trips across the planes, or just exchange conversation or tell tales, whatever really interested them at the time. As the years passed, folks gradually began to hear of the group and expressed curiosity. Anyone who was dissatisfied with their life would join for the sensations and occasional adventure it brought. The Society enjoyed an influx of members, and as the faction grew people began to look beyond the immediate implications of their experiences.

Some time after the Society of Sensation was established, construction began on the Civic Festhall. A small fortune was put into this endeavor, with its huge auditoriums, lecture theaters, and training rooms. Despite the horrific amounts of money being put into the building's construction, those who invested in it realized the financial potential that entertaining the masses could provide. Upon its completion, the Festhall was filled every night with entertainments of every style and description. One evening the audience would be enthralled by some of Sigil's most prestigious actors performing a well-known tragedy, the next night, the bizarre and breathtaking aerial acrobatics of a troupe of air genasi gymnasts.

As things constantly improved for the Sensates, they willingly allowed all who wished to become a member to join, irrespective of race or background. Clueless who needed something to cling to after leaving the Prime found the Sensates welcoming, and the faction as a whole continued to flourish. Unfortunately, in all of this progression they had become slightly too indiscriminate in their acceptance of members. Many who claimed membership of the Sensates were simply there for the pleasures that the Festhall provided, ignoring the true meanings of the Society's beliefs. Others demanded the same entertainments over and over again, never learning to appreciate the uniqueness of each experience. These false Sensates gave the faction the label of hedonists, and although great effort was put into the attempt to rid the faction of such frauds, this problem still plagues the Sensates today.

All the while, other groups and beliefs had been growing, just like the Sensates. In fact the number of factions was beginning to grow almost out of hand; every direction a basher looked, a new philosophy would sprout from the gutter. The Lady eventually intervened in this growing chaos, demanding that there should be no more than fifteen factions in Sigil. Many factions merged, more died out or split between several larger ones, but all the way through, the Sensates persevered. A factol was elected to organize this more focused faction and the Sensates, as ever, continued to grow.

Though not a strong supporter of the Faction War, the Sensates did what they could to maintain peace. In an attempt to stop the rising anarchy, the Sensates joined with the Sons of Mercy and the Harmonium, helping spearhead the assault on the Armory, the headquarters of the Doomguard. Afterwards, when the dust of the war settled, they were forced from Sigil along with all the other

factions. The Sensates divided, one-half following Da'nanin and leaving Sigil, the others remaining in Sigil to help the city recover from the effects of the war. Da'nanin's followers traveled with him to Arborea, where they now reside in the Gilded Hall. The majority who remained in Sigil continued to aid those ravaged by the Faction War, helping the city's inhabitants, and running the Civic Festhall as before.

Although the Festhall is no longer officially under their control, the Sensates still practically run it, being fronted by the "Entertainer's Guild". Annali Webspinner, a bariaur of wide repute in the Cage, has been placed in charge of the Festhall, taking care of its management on a day-to-day basis. She insists that the Festhall must continue in its original aim, and it still provides some of the best entertainment available on the planes. The Gilded Hall, although it actually houses fewer Sensates than the Civic Festhall, is now the seat of Sensate power. From there Factol Da'nanin orchestrates the political maneuvers of the whole faction, supported by a council of advisors. Although Da'nanin is technically the leader of all Senates, Annali Webspinner runs the Festhall independently from the rest of the faction, so as not to tempt the Lady's wrath.

While the majority of members are still devoted to the core tenets, the Sensates as a faction appear to be taking an increasingly disturbing turn in their ideals. This problem is mainly due to the current factol. Da'nanin was consort to the former Sensate factol, Erin Montgomery, a priestess of the Celtic goddess of healing, Diancecht. The loss of his lover affected Da'nanin severely, and Da'nanin seems to have become a far grimmer, introverted character since then, having taken to brooding for extended periods of time. His deep-set dislike of both Sigil and its ruler is well known throughout the faction, though for the time being he seems to not be acting upon it. This same attitude is slowly affecting those closest to him, as more and more Sensates begin to judge the Lady of Pain as a hypocritical tyrant. Such a development has caused grave concern among the faction high-ups, and many fear that their factol must be stripped of his title if the faction is to remain safe.

## Goals

The main goal of the Society of Sensation, as ever, is still to teach others the wonders of the planes and how, through only the senses, true knowledge can be found. Although they have politically relocated to Arborea, the presence of the Sensates in Sigil is still a force to be reckoned with. The Lady may have banned the factions filling political functions in Sigil, but the Civic Festhall continues to be used as the primary recruiting center of the Sensates. It still runs the nightly performances that gave it the name it has today, and many claim that under the guidance of Annali Webspinner, the Festhall has grown not only in power, but also in the sheer wonder and diversity of its shows.

One primary concern of the faction is the state of their factol. Da'nanin has changed drastically since the loss of Factol Montgomery. Though he was originally a kind, open half-elf, his passion for tales of far lands seems to have been snuffed out, replaced by a grim determination. He has taken to long periods of silence, and is growing increasingly harsh in his punishment of those who cross the Sensates, the once welcoming Gilded Hall now being out of bounds to all non-faction-members, on pain of death. He seems to have developed an air of apathy that coils around him, making his underlings edgy when in his presence. Many Sensates accuse Quleine, an alu-fiend and closest confidant of Da'nanin, of poisoning their factol's mind, though due to her standing with the factol few dare to speak out against her openly.

Individual Sensates do what they enjoy most, seeking out new experiences across the multiverse, occasionally returning to recite their tales or record their experiences. They encourage others to embrace their lifestyle as much through friendly debate as by living by example.

## Allies

The Sensates have always been very popular with the people of Sigil. Their former factol was possibly the most influential and well-loved citizen of the Cage prior to her imprisonment, and the support of her faction still continues, even after her loss. Because of this, the Sensates have great leverage in Sigil, and even though they've been displaced to Arborea, the chances are that the average people would side with them above any other faction.

Among the other factions, the longest-running allies of the Sensates still around are the Free League and the Fraternity of Order. The Free League are generally seen as recruitment stock by most Sensates, though a cannier cutter also realizes that they make indispensable hirelings due to their lack of allegiance to any particular faction. In the case of the Guvners, the Sensates find their ideals fascinatingly intriguing, even if they seem somewhat quaint, and are willing to ally with them if it favors both sides.

The newest ally of the Sensates, a group who they had little interest in before, are the Harmonium. During the Faction War both factions worked closely together in the attempt to keep Sigil stable. With the end of the war it seemed obvious to continue with such close connections, and the factions are well on the way to becoming close partners, despite the fact that the two philosophies seem to have little in common.

## Enemies

As popular as the Sensates appear to be, even they have gained enemies during their time on the planes. They have clashed with the Sodkillers in recent years, and though they despise the Dustmen's pessimistic view of life, the most prominent and easily recognizable of threats is the Doomguard. The Doomguard's ideas flaunt the very basis of Sensate philosophy, as they implies that planes are merely decaying objects from which nothing can be learned. What's worse, the Doomguard have no desire to stop this decay, embracing the entropy that they feel is the purpose of existence. The lack of desire to preserve the planes is possibly what repels the Sensates most of all, as with the loss of any part of the planes, unique experiences will be lost to the Society of Sensation forever. Although the Sinkers do not seem to go out of their way to disrupt the plans of the Sensates any more than most other factions, the Sensates find them distasteful and unpleasant company.

## *Festhall Guildworker*

The Civic Festhall of Sigil is a towering achievement and an outstanding example of Sensate influence within Sigil. Although their power there has lessened since the faction's exile, they still exert considerable control over the Sigilian population through the Entertainers Guild, the new proprietors. Although the Festhall is technically no longer under the possession of the Sensates, almost every worker there is a member, and it is generally used as an unofficial recruitment center. The guildworkers of the Civic Festhall are trained in a variety of skills to improve performances and influence others, though they also pick up a lot of gossip and planar lore while working there, along with the benefits of popularity with Sigil's inhabitants.

Naturally, bards are most likely to become a festhall guildworker, as patronage of the Festhall can take a Sigilian musician far in life. Fighters are sometimes guildworkers, as the Entertainers Guild regularly employ security to keep control at their performances. Rogues are occasionally guildworkers, using their persuasive skills to negotiate performances to fill the Festhall every evening. Barbarians and rangers rarely become festhall guildworkers, most finding Sigil and the Festhall too noisy or claustrophobic for their tastes.

Hit Die: d6

To qualify to become a festhall guildworker, a character must fulfill the following criteria:

Faction: Entertainer's Guild, Society of Sensation.

Skills: Diplomacy 6 ranks, Perform 6 ranks, Profession (Festhall Worker) 5 ranks.

Feats: Skill Focus (Perform)

Special: You must have worked in the Civic Festhall for a minimum of 1 month prior to taking your first level as a Festhall Guildworker., and you must have access to Sigil as a region.

### Class Skills

The Festhall Guildworker's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Diplomacy (Cha), Gather Information (Cha), Perform (Cha), Profession (Festhall Worker) (Wis), Sense Motive (Wis), Speak Language and Tumble (Dex).

Skill Points at Each Level: 6 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+2	Bardic Knowledge, Bardic Music, Support of the Masses
2	+1	+0	+3	+3	Enthrall Audience
3	+2	+0	+3	+3	Silver Tongued
4	+3	+1	+4	+4	Discordant Melody
5	+3	+1	+4	+4	Guildmaster

### Class Features

The following are features of the festhall guildworker prestige class.

**Weapon and Armor Proficiency:** Festhall guildworkers gain no additional proficiency in any weapon or armor.

**Bardic Knowledge (Ex):** A guildworker's time working in the Festhall brings him into contact with various rumors and sources of information on an almost daily basis. He gains the Bardic Knowledge ability. This works identically to the bard class feature, though guildworker and bard levels stack in regards to the skill bonus gained.

**Bardic Music (Su/Sp):** A guildworker's performances have a magical influence over those who witness them, allowing him to bestow a variety of affects in such subjects. He gains the Bardic Music supernatural ability. This works identically to the bard class feature, though guildworker and bard levels stack when calculating how many times this ability may be used per day.

**Support of the Masses (Ex):** As a worker in the Civic Festhall, the average cutters of Sigil warm to you, becoming far more friendly and agreeable (at least by Cager standards). He gains a bonus to all charisma-based skill checks with any inhabitant of Sigil equal to his class levels in the guildworker prestige class. This native may not have a faction rank any higher than Prelect; Cagers with a greater tie to any faction are not affected by this ability.

**Enthrall Audience (Sp):** A guildworker can enthrall an audience with his musical talents, distracting them from their surroundings. When using the Bardic Music ability to fascinate, he may opt to use it upon multiple targets. This ability can be used at the same time on a total number of targets equal to the character's total levels in the festhall guildworker prestige class multiplied by his charisma modifier.

**Silver Tongued (Ex):** The Entertainer's Guild has trained its workers in how to present themselves in a positive manner, giving him a distinct advantage when trying to influence others. He gains a +4 competence bonus to Diplomacy checks.

**Discordant Melody (Su):** A guildworker is adept at disrupting other sounds using his music. When using the Bardic Music ability to countersong, he may add an extra point to the replacement save of the target creature for every two points that the Perform check was greater than the creature's natural save.

**Guildmaster (Ex):** At this level a guildworker has achieved a high up and respected position within the Civic Festhall, allowing him access to certain privileges, as well as gaining a level of respect from his underlings. He earns personal access to the more expensive stall seats of the Festhall performances, along with the right to assign minor tasks to guildworkers of a lower level than him. He gains a +4 bonus to all charisma-based checks when interacting with a guildworker of a lower level than him. He also gains Leadership as a feat.

### ***Sensory Adept***

Only when a body's experienced the whole universe does the great dark of it all finally get revealed. It may seem like an impossible task, but there just might be a way to bob the problem - cheat the multiverse, as it were. It just might be that the multiverse doesn't exist beyond what a body can sense. - The Planescape boxed set

The Sensory Adept is an individual who has devoted their life towards the single goal of refining his senses. Through this they hope to develop an understanding of the darks behind the multiverse. What these darks are none can say, for when a cutter finally realizes them they seem to transcend to another level of existence, leaving the material world behind them. Whether it is truly enlightenment that the Sensory Adepts find upon completion of this path is still a matter of debate, though many Sensory Adepts seem to show a level of clarity that none to date have been able to attribute to another cause. Sensory Adepts spend most of their lives training, gradually perfecting each sense one at a time as they proceed towards their ultimate goal.

The Sensory Adept prestige class seems to appeal to many rogues, who benefit greatly from the improvement of their senses. Warrior classes also find this a beneficial path as their greater awareness helps keep track of foes even when they cannot see them.

Hit Die: d8

To qualify as a Sensory Adept, a character must meet the following requirements.

Skills: Listen 8 ranks, Search 8 ranks, Spot 8 ranks.

Feats: Alertness, any one Extraordinary Sense feat (Extraordinary Hearing, Extraordinary Sight, Extraordinary Smell, Extraordinary Taste, or Extraordinary Touch)

### Class Skills

A Sensory Adept class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str) and Tumble (Dex).

Skill Points at Each Level: 6 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+0	Sensory Improvement
2	+1	+0	+3	+0	Uncanny Dodge
3	+2	+1	+3	+1	Sensory Improvement
4	+3	+1	+4	+1	Glimpse of the Dark
5	+3	+1	+4	+1	Sensory Improvement
6	+4	+2	+5	+2	
7	+5	+2	+5	+2	Sensory Improvement
8	+6	+2	+6	+2	Vision of the Dark
9	+6	+3	+6	+3	Perfect Senses
10	+7	+3	+7	+3	The Dark Revealed

### Class Features

All of the following are class features of the Sensory Adept.

**Weapon and Armor Proficiency:** Sensory Adepts gain no additional proficiency in any weapon or armor.

**Uncanny Dodge (Ex):** Starting at 2nd level, a sensory adept can react to danger before her senses would normally allow her to do so. She retains her Dexterity bonus to AC (if any) even if she is caught flat-footed or struck by an invisible attacker. However, she still loses her Dexterity bonus to AC if immobilized. If a sensory adept already has uncanny dodge from a different class, she automatically gains improved uncanny dodge (see below) instead.

**Sensory Improvement (Ex):** At 1st, 3rd, 5th, and 7th level she may choose either Extraordinary Hearing, Extraordinary Sight, Extraordinary Smell, Extraordinary Taste or Extraordinary Touch to gain as a bonus feat. These feats are in addition to those that a character gains every three levels.

**Glimpse of the Dark (Su):** At 4th level a Sensory Adept unlocks the path to understanding the dark on the multiverse, gaining a glimpse into its truth. Once per day, as a free action, she may glimpse her True Dark, and act with unnatural perfection. She is able to add a +2 insight bonus to her next roll on a d20. This ability increases to twice a day at 8th level.

**Improved Uncanny Dodge (Ex):** A sensory adept of 6th level or higher can no longer be flanked. This defense denies a rogue the ability to sneak attack the character by flanking her, unless the attacker has at least four more rogue levels than the target does. If a character already has improved uncanny dodge from a second class, the character automatically gains improved uncanny dodge instead, and the levels from the classes that grant uncanny dodge stack to determine the minimum rogue level required to flank the character.

**Vision of the Dark (Su):** At 8th level, a Sensory Adept advances on her path toward uncovering a better understanding the truth of the multiverse. Once per day, she may act with the unerring perfection of one who works in union with the multiverse, and may choose not to roll a die. Instead she may choose the number that she is considered to have rolled. Whatever number she chooses must be a valid and possible result. If she would have rolled a d6, she may not choose "seven," for instance, and this ability never results in critical threats or hits.

**Perfect Senses (Ex):** At 9th level her senses have become so attuned that a combination of them all grants her Blindsight 15'. However, this ability is lost if she are denied any more than one of her senses, such as being inside the area of effect of both a Silence and Darkness spell.

**The Dark Revealed (Su):** The penultimate goal of any Sensory Adept, at 10th level she has nearly unlocked her dark, and misses only a small key to understanding everything she perceives. With this greater understanding of all she perceives, a sensory adept is treated as always having Glimpse of the Dark in effect, adding a +2 insight bonus to all rolls on a d20. Those that manage to completely unlock their True dark are said to ascend to a higher state of being, though this is not covered by this prestige class.

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#### THE SODKILLERS

*"Where's my pikin' money, ya little leatherhead? Ya said ya'd pay me by- "*

*A tap on his shoulder gave Zarn pause. He turned around to see a forbidding tiefling warrior, tapping his foot and staring deep into his eyes.*

*"I want the boy or your life. Don't make me take both."*

*The powerfully built bariaur spat at Krik's cloven feet, holding up a terrified githzerai youth with one hand against a wall. Krik closed his eyes and prepared himself.*

*"Ya ain't the pikin' Harmonium...ya ain't even the sodding Mercykillers anymore! Who d'ya think ya are, tellin' me I can't... extract a loan payment from a... a buddy o' mine? Who're you to even tell me 'good day' walkin' by?"*

*Krik smiled a fanged smile, drew his short sword, and ran him through, all in one motion, giving a curt nod to the frightened githzerai teen.*

*"Sodding Mercykillers? Nah... merciless Sodkillers." He casually tossed a piece of paper on the ground and walked away, beckoning the boy to follow. The teenager picked it up and looked at it. It read: Get him home in two hours, safe and sound, for payment.*

*It was signed by his mother.*



The Sodkillers are of a mind that any dilemma can be resolved with force. Might makes right. And since they see themselves as being mighty, they see themselves as being right. The more cynical of the Mercykillers (or simply the meaner ones) who didn't think that the Sons of Mercy's way would work decided if Arwyl Swan's Son was going to revive an old faction, so were they. This time they wouldn't make the mistake of sharing the reins of power with anyone, much less annoying idealistic do-gooders like the Sons of Mercy. Now they hire themselves out as mercenaries, proving their philosophy works. They've already cemented themselves in Sigil behind the cover of the Minder's Guild, biding their time until the factions regain their status. When that time comes, they'll seize their goals with all of their might until they have everything they want in their grasp.

**Philosophy:** Might makes right.

**Nicknames:** Brutes, Sellswords.

**Headquarters:** Vorkehan in Acheron. The Tower of the Wyrms in Sigil.

**Majority Races:** Bladelings, githyanki, half-orcs, humans, khaasta, tieflings.

**Favored Classes:** Fighters, monks, rangers.

**Factol:** Nijul P'iuy (LN female aasimar Rng10/Justiciar5 Sodkillers)

**Prominent Members:** Grubby Garrin (LN male half-orc Mnk10), Tall Tally (LE male osyluth), Nagaro (LE female human Ftr7/ex-Pal7), Coiroisis (LE female rust dragon)

**Alignment:** Any non-good, non-chaotic.

**Symbol:** A rust-red colored fist on a blood-red-colored disc, surrounded by a border of green serpents.

Might makes right, that about sums up the Sodkillers' beliefs. If there's something you want, take it by force. If there's someone bothering you, bash them about a bit. If you don't like someone's smile, why tell them about it when you can just punch them in the face? If a body keeps smiling after that, maybe he has a good reason, or a physical defect.

Not everyone is quite that violent, and most aren't that indiscriminate in where they aim their force. Fact is, while a lot of the criminals released from the prison during the Faction War are now members, there are even more members that just want to see people get punished for doing what they personally believe is the wrong thing. A lot of ex-Mercykillers who see the Sons of Mercy as softies join up just because they want to continue Mercykiller beliefs as they saw them. Sodkillers, more often than not, are neutral, not evil. And they don't (for the most part) just go around bashing everyone they see for some perceived slight. That's too chaotic for these champions of justice. Even the evil ones still see themselves as upholding the justice they held as their ideal before the Faction War. And the criminals have joined because they were won over by Mercykiller beliefs while in the prison (mostly anyway). Nonetheless, good folk won't find much of a place in this organization, as they are essentially a freelance mercenary group. When they get a contract from a higher-up, they do it, because the higher-up wouldn't have accepted it if it wasn't just in his eyes. The Sons of Mercy's dedication to good seems perverted and twisted to a lot of Sodkillers. They don't see themselves as evil, only dedicated to "real justice" which shouldn't be clouded by either good or evil. Of course, with the fact that the good ex-Mercykillers all went over to the Sons of Mercy, the Sodkillers are becoming more and more a faction of personal justice instead of real justice.

However, conformity is a fundamental faction principle, and the new Sodkiller factol (a former Justiciar) is trying to eradicate all traces of personal bias in the translation of Truth, Law and Justice. Chances are, she'll be highly successful. The Sodkillers are accepting of anyone who is willing to raise a weapon for justice, assuming they don't pause and whine at every individual case like the Sons of Mercy. Mercy is for the weak, and as everyone knows, Sodkillers are all about strength. The faction's message is popular and gaining a lot of power for three reasons. One, it's simple. You don't have to wrap your head around believing in nothing, or not believing in anything (which is somehow different than believing in nothing) or believing in Law or Chaos or Good or Evil. You just have to believe that there is justice, and that you will mete out that justice where you see it needed. Two, with the sudden vacuum left two years ago by the departure of the Harmonium and the Guvners, people realized they

could police themselves. And what better way to do that than to join up with people who only want what's best for justice? Three, the Sodkillers are effective at what they do through the Minder's Guild, and have been since day one. Everyone can see that. The Sons of Mercy, on the other hand, are only just starting to get on their feet. While both represent justice, only one seems to work with any level of efficiency. Simple, just, and effective. No preaching - results people can see and solid pay all attract more people than the Sodkillers need. And all they had to do was flex a little muscle. Proof of their philosophy in action. Might makes right, say the Sodkillers, and it seems that there is little argument.

## Brief History

When the Great Upheaval occurred over six centuries ago, the Sodkillers were not very popular, and the Sons of Mercy were not very strong. When they combined into one faction, they solidified their chances of surviving. The Sodkillers gave up mercenary work to carry out punishments of the guilty alongside the Sons of Mercy. Both began seeing things in different lights; the Sodkillers realized that just bashing heads without a little mercy and consideration for the innocent wouldn't improve things, and the Sons of Mercy soon learned that bashing a few heads straightened out the people mercy did nothing for. Over time the two groups lost all distinction, and became the Mercykillers.

As time passed the Mercykillers' beliefs grew away from those of their predecessors, and while all members agreed the faction's methods were effective, some began to wonder if they had lost their true focus. Finally, during the height of the Faction War, the Mercykillers began to fall apart, with Alisohn Nilesia gone without a trace and brother turning against brother. Arwyl Swan's Son rallied together like-minded faction members and declared the Sons of Mercy revived, turning on his former comrades and their way of life in disdain. In response, a group of around two dozen of Nilesia's personal guards worked around the clock with little to no sleep (which they were quite used to, being as Nilesia slept very little as well) to recruit all of the members they felt would be willing to revive old Sodkiller practices. As it turned out, with the infighting and bloodshed that had already spread throughout the city, there were a good number of folk interested in enforcing a little might. The majority of surviving Mercykillers gravitated towards the new Sodkillers, making it one of the largest organizations left in Sigil.

In a place where celestials and fiends walk down the same streets, people easily became jaded and cynical about concepts of good and evil. Justice was always something that mattered to the common folk, though, and the Sodkillers offered a way to justify the things they did and eradicate what they thought was wrong. The Sons of Mercy, on the other hand, led by some "clueless purple prime paladin or whatever" with an idealistic view of "unified good as justice for all", wasn't about to win over the hardened populace of Sigil.

The Sodkillers ranks swelled, and they took up residence in the Tower of the Wyrms. They started off by selling truth potions at ridiculously low prices to encourage repeat customers as well as to foster more truth in the general populace. At the time, the Sons of Mercy commended the Sodkillers highly for their actions, but shortly after the demand increased the Sodkillers raised their prices and began to hoard as much profit as they could. Using the original profits to form the Minder's Guild, the faction turned to mercenary work as their main source of income. Now they are making enough profit to make a Taker envious. The Sodkillers are gaining more converts and more power every day, and if (to a Sodkiller that's "when") the factions are allowed back in Sigil, they're ready to seize as much power as they can. Chances are, Sigil will be a battleground at least once more before factions are allowed back in anyway, and chances are, it'll be the Sodkillers' fault.

## Goals

Shortly after forming the Sodkillers established a guild in Sigil called the Minder's Guild which makes up the bulk of their business as a front for people to hire them as mercenaries. They act as bounty hunters, and now (unlike before the Faction War) they can act as judge, jury, and executioner without having to worry about the Hardheads or Guvners breathing down their necks about proper trials. The Sodkillers are quickly moving their way into positions of power throughout the city, without wasting effort on subtlety or tact. So far, this no-nonsense approach to politics has been very effective at garnering public support in the wake of the Lady's Edict. While all this "forcing" business may get on people's nerves as Sigil begins to settle, for now the Sodkillers are enjoying an ego-tripping power grab that doesn't let too much slip through their fingers.

Meanwhile in Vorkhehan, a rogue army of ragtag petitioners, planar mercenaries, achaierai (bird-like creatures native to Acheron), and various rust creatures attacked from below, rusting the roots of the city from within the cube. The army, led by an achaierai named Mnarknak and an elder wyrm rust dragon named Patynara, thought by attacking right in the middle of the Faction War they could gain the upper hand over the Mercykillers there, who were currently locked in divisive struggle between the older Mercykillers and the new Sodkillers. However, the attack only solidified the Sodkillers' position by prompting the remaining Mercykillers to sign on with the new faction. Though Mnarknak and Patynara escaped, the area is now firmly in the control of the Sodkillers. In addition, Coirosis, an ancient rust dragon, became a Sodkiller within weeks of the attack on Vorkhehan, and the Sodkillers now have complete access to the Mines of Marsellin, where a treasure trove of great war machines is lying frozen in iron. Thus, the Sodkillers are trying to convert bladelings and other creatures immune to the plane's effects to the faction so they can get access to the treasure there without becoming a part of it.

## Allies

No one really likes the Sodkillers right now, except those with no faction who don't care that the Sodkillers are making power grabs all over the place. They view other factions as weaklings, nuisances, or direct threats to their power.

## Enemies

There are many people who dislike the Sodkillers, but their only real enemies seem to be the Sons of Mercy and the Harmonium, who both view the Sodkillers as a threat to the greater good. The Xaositects and the Revolutionary League work against the Sodkillers' interpretation of justice, and neither cares too much for the Sodkillers growing system of enforcement. Active resistance is light so far, as the Sodkillers operate mostly within Sigil, but hostilities are mounting.

## *Votary of the Wyrms*

In the chaotic year after the War, primes coming to Sigil for the first time found the once-stable city in a tumult of disorder. With riots through the poorer wards and political backstabbing through the richer, the Cage was far from the cosmopolitan welcome mat that it had been for so long. Many primes turned tail and headed right back through the portal they had come through, others either were trapped there or decided to stick it out. One half-orc monk, calling himself Garrin, refused to let this strange city best him and began to explore the burg. He ran across looters frequently, though they posed little threat with his extensive training in the martial arts. When he came across patrols from the Minder's

Guild cleaning up the streets he fell in with them, continuing to forcefully stop the looting. Eventually he signed up with the Sodkillers and started a monastery in the Tower of the Wyrms dedicated to justice. Teaching a unique fighting style called the Way of the Wyrms, the monastery has grown considerably in the past few years. Though not all the students are Sodkillers, so far no non-factioneer has graduated all of the monastery's tests.

Votaries of the Wyrms have become a facet of the Sodkillers, usually working as lone agents meting out justice. Many other monastic orders frown on the school, saying disdainfully that it's members have sacrificed their spiritual path for one of a mere brawler. They point out that some votaries were never monks to begin with and thus could not possibly understand the true meaning of a monk's lifestyle. However, there are more than a few votaries who pursue the traditional path of monks while studying the Way of the Wyrms, and a strong core of truly spiritual votaries remains at the heart of the monastery.

Hit Dice: d8

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

Faction: Sodkillers

Base Attack Bonus: +6

Feats: Expertise, Improved Disarm, Improved Unarmed Attack, Power Attack, Cleave.

Skills: Intimidate 6 ranks, Tumble 9 ranks.

Special: Must enroll and train at the Tower of the Wyrms in Sigil.

#### Class Skills

The Votary of the Wyrms's class skills (and the key ability of each) are Balance (Dex), Climb (Str), Concentration (Con), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), and Tumble (Dex).

Skill Points at Each Level: 2 + Int. Modifier

Level	BaB	Fort	Ref	Will	Special
1	+0	+2	+2	+2	Judgment's Fury
2	+1	+3	+3	+3	Retribution
3	+2	+3	+3	+3	Killing Blow
4	+3	+4	+4	+4	Great Cleave
5	+3	+4	+4	+4	Just Retribution
6	+4	+5	+5	+5	Supreme Cleave
7	+5	+5	+5	+5	Sudden Fist
8	+6	+6	+6	+6	Baleful Retribution
9	+6	+6	+6	+6	Judgment's Wrath
10	+7	+7	+7	+7	Wyvern Fist

#### Class Features

**Weapon and Armor Proficiency:** Votaries of the Wyrms are proficient with all simple weapons and light armor. **Note:** Armor heavier than leather penalizes skills such as Hide and Move Silently, and any armor at all interferes with Votary of the Wyrms class abilities as they would with monk class abilities.

**Judgment's Fury (Su):** The Way of the Wyrms focuses on causing immediate, crippling damage to one's opponent, and votaries are summarily trained to hit with considerably more force than many combatants can manage. On a successful unarmed attack, a Votary of the Wyrms may expend a

Stunning Fist use for the day to add her Wisdom modifier to the damage roll. This attack counts as a magical weapon for purposes of damage reduction.

Retribution (Ex): At 3rd level the Votary of the Wyrms has mastered the ability to turn an opponent's attack around, turning her guilty opponents failed assaults against themselves. Whenever an attacker inside the Votary's threat range attacks and misses, they provoke an attack of opportunity from the Votary.

Killing Blow: At 3rd level the Votary of the Wyrms gains Killing Blow as a bonus feat.

Great Cleave: At 4th level the votary gains Great Cleave as a bonus feat.

Just Retribution (Ex): Upon reaching 5th level the votary has improved in her ability to reverse attacks. She may now make disarm attempts as attacks of opportunity.

Supreme Cleave: At 6th level the votary gains the ability to take a 5-foot step before making a Cleave or Great Cleave attack.

Sudden Fist (Ex): At 7th level, Votaries of the Wyrms have mastered the art of making quick, stinging attacks before their opponents can react. Instead of one of her daily Stunning Fist uses, the votary may make a Sudden Fist attack, instead treating her target as if they were flat-footed for the purpose of that single attack action. Like Stunning Fist, a use of this ability counts toward the daily total even if it is unsuccessful.

Baleful Retribution: Upon reaching 8th level, the votary's Retribution ability is even more effective. If she disarms an opponent with an attack of opportunity and has her opponent's weapon, she may immediately perform another attack of opportunity on the same target.

Judgment's Wrath: After 9th level, the unarmed attack critical range of Votaries of the Wyrms increases from 20 to 19-20. This stacks with Improved Critical.

Wyvern Fist: The figure head and mental focus for Votaries of the Wyrms is the wyvern, which lends its name to both the order and the Tower of the Wyrms where the Votaries train. Their affinity to this creature lends votaries' attacks a lesser version of its debilitating poison. After 10th level a votary may exchange two of her Stunning Attack usages to imbue her attacks with a sickly grey glow for one round. Opponents struck by the votary's unarmed attacks must make a Fortitude save against a DC of  $(10 + \frac{1}{2} \text{ character level} + \text{Wis modifier})$  or suffer 1d4 temporary Constitution damage.

Multiclass Note: Monk characters can freely multiclass with this class.

### ***Hand of Justice***

The Sodkillers may be violent, but they're not stupid. They realize that some guilty berks are too powerful, or too much trouble, for a regular fighter to slash his way to. Powerful crime lords wrong

innocents as a profession but they are notoriously well-protected. In order to remove such criminals efficiently and quickly, a group of Sodkillers have banded together, calling themselves the Hands of Justice.

Though they are composed of the typical mix of fighters, rangers, and monks, these Hands have picked up some rogue-like abilities to help them complete subtle missions. They are as adept at sneaking through hallways as many thieves and excel at quick, silent kills. Rumors of this group are beginning to spread, though most berks dismiss them as needless worrying. However, with increasingly common stories, it is becoming clear that the majority of doubters are merely afraid to admit that a group of Sodkiller assassins is roaming the planes.

Hit Dice: d6

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

Faction: Sodkillers

Skills: Climb 8 ranks, Spot 8 ranks, Listen 8 ranks, Hide 4 ranks, Tumble 4 ranks.

Feats: Power Attack, Point Blank Shot, Alertness, Precise Shot.

### Class Skills

The Hand of Justice's class skills (and the key ability of each) are Balance (Dex), Bluff (Cha), Climb (Str), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Search (Int), Spot (Wis), and Tumble (Dex).

Skill Points at Each Level: 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+0	+2	Steel Mind, Sneak attack +1d6
2	+1	+0	+0	+3	Favored Organization
3	+2	+1	+1	+3	Deathblow
4	+3	+1	+1	+4	Sneak attack +2d6
5	+3	+1	+1	+4	Power Shot
6	+4	+2	+2	+5	Trap Expert
7	+5	+2	+2	+5	Sneak attack +3d6
8	+6	+2	+2	+6	Dedicated Attack
9	+6	+3	+3	+6	Undetectable
10	+7	+3	+3	+7	Sneak attack +4d6

### Class Features

Weapon and Armor Proficiencies: Hands of Justice are proficient with all simple weapons but gain no proficiencies with armor.

Steel Mind: A Hand of Justice is highly skilled at hiding his plans, receiving a +2 to saves to resist spells and psionic powers that attempt to discern his intentions, as well as a +4 to checks opposed to Sense Motive.

**Sneak attack:** When the Hand's target is denied its Dexterity bonus to AC (even if it has no Dexterity bonus) the Hand may make a sneak attack, dealing extra damage. The amount of extra damage increases with the Hand's level, but does not multiply with critical hits. Ranged sneak attacks require the target to be within 30 feet. Like a rogue's sneak attack, undead, constructs, plants, and incorporeal creatures are immune to the Hand's sneak attack.

**Favored Organization:** At 2nd level, the Hand can dedicate himself especially to a certain lawless organization. Against members and agents of this organization he receives a +1 to Bluff, Listen, Sense Motive, Spot, Hide, Move Silently, and Disguise, as well as the same bonus to weapon damage on a successful Sneak attack. Organizations specified by this ability are limited to those dedicated to breaking the law, such as a thieves' guild, a crime syndicate, or an assassin's cabal. Groups such as the Xaositects and Revolutionary League who often break the law in the pursuit of their grander schemes are not appropriate choices. Though it may be a matter of philosophical debate, profit by criminal activity is not the primary goal of such philosophical groups. Every six months, the Hand of Justice may choose which organization to dedicate himself to.

**Death Blow:** By 3rd level, the Hand of Justice has learned how to "finish a job quickly" and gains the Death Blow feat. This feat allows him to make a coup de grace attack as a standard action rather than a full-round one.

**Power Shot:** At 5th level, the Hand of Justice can place missiles with as much force as he can swing a melee weapon. The Hand may subtract up to 5 from any ranged attacks to add, on a one to one basis, up to 5 to the damage from that attack. This ability is usable only with composite or mighty bows, and with thrown weapons like knives.

**Trap Expert:** At 6th level, the Hand receives an additional +2 to Spot and Listen which stacks with his existing bonus from Alertness. Also, the Hand receives a +4 to Disable Device checks.

**Dedicated Attack:** By 8th level, the Hand has improved his ability to slip past defenders, allowing him to reach his assigned target quickly. He receives a +6 to Tumble checks made to slip through threatened areas.

**Undetectable:** At 9th level the Hand of Justice has gained the ability to slip past even magical surveillance, enabling him to get close to powerful targets undetected. The Hand is permanently under the effects of a *nondetection* spell at a caster level equal to his character level.

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#### THE SONS OF MERCY

*Looking rather foppish in purple and gold, the paladin made his way through the streets of Sigil. He was aware of the looks he got, but paid the snickers and stares little mind. His heart was true; that was all that mattered. Well, that and the matter of the man just to his left, who happened to be beating a tiefling into the ground. Turning to the distinctly abusive human, he grasped the man by the shoulder. "If you stand aside, and let me heal him, I can look the other way."*

*The man hissed, "Your kind aren't guards anymore!", before giving the tiefling a swift kick with a booted foot. "Go preach to a petitioner!"*

*The paladin sighed, drawing forth his blade. "Your life could be made so much simpler. Unfortunately,*

*you put me into a position where I have to make things simple for you.”*

*The man’s drunken blow missed the paladin, who stepped to the side and cuffed the man upside the head with his hilt with an efficient, calculated motion. The man unsteadily drew his short blade as he recovered - only to find the paladin’s blade in his gut. Losing orientation and consciousness completely, he fell to the ground...*

*... Only to wake up a moment later under the paladin’s healing hand. “Why... why are you healing me, you barmy... barmy?!”*

*The man kicked away the drunkard’s blade, saying, “Because. You have a spark.” The drunkenness faded with the paladin’s final touch. “If you wish to speak with me for a bit, we can discuss it further...”*

The Sons of Mercy are a revival of an ancient faction, reborn from the ashes of the Faction War. Reestablished by their current leader, Arwyl Swan’s Son, they have focused on upholding justice and good across the planes. Though they’re a bit disorganized, their hearts are pure - for better or for worse. They are intent on bringing their brand of justice to the planes whether the planes want it or not. But rather than force others into the fold as their predecessors did, most are content in the belief that their righteous deeds will set an example for the planes as a whole.

**Philosophy:** Justice exists to uphold the greater good.

**Headquarters:** Bytopia.

**Nickname:** Martyrs.

**Majority Races:** Aasimar, humans, zenythri.

**Majority Classes:** Clerics, paladins, rangers.

**Factol:** Arwyl Swan’s Son (LG male human Pal17 Sons of Mercy)

**Prominent Members:** Dadkriklik (NG male zenythri Clr14 (Illmater) Sons of Mercy), Thasala (LG female aasimar Pal14 Sons of Mercy)

**Alignment:** Any good.

**Symbol:** A hand reaching up to grasp a sword by the blade; indigo blood runs down over a purple backdrop. Black edges curl around and infringe in a jagged fashion, symbolizing the ever-present threat of evil.

The Sons of Mercy’s philosophy revolves around “good”, the nebulous quality that characterizes the Upper Planes. Overall, their beliefs are still in the process of forming as the faction’s membership and responsibilities grow, but they have a few principles that form the basis for their ethos.

First off, the Sons of Mercy believe that all creatures have an innate spark of goodness. They point to fiends that have “risen” and joined the Upper Planes as proof that no creature is truly without the potential for good. Of course, in something like a yugoloth, you probably won’t see that spark more often than once every several thousand years, but it is there - at least to hear them tell it. Still, most of the time a spark that tiny isn’t worth pursuing, and they realize this. Even though most folks consider them idealistic fools, the Martyrs are smart enough to know not everyone, especially fiends, are likely to convert, much less show a virtuous side.

Secondly, just as you can’t truly make a body believe something, you can’t force someone to become good. This is where the Sons of Mercy’s philosophy differs from those of other, similar factions; they believe the best method to spread good is to demonstrate its beneficial qualities. Sure, sometimes you can stoke that spark of goodness by forcing evil creatures to perform good acts, but if you overdo it you’re only creating tyranny, not spreading good. On the other hand, the absolute wrong way to defeat evil is to go around smiting evil souls. After all, doesn’t an evil soul go to the Lower Planes, with the



potential to become a fiend and possibly become an even greater danger? While sometimes evil must be brought under a blade, it should only be done in the defense of good places and folk, as just punishment rather than something more proactive.

Finally, justice is only true if it serves good. Locking folks up in prisons or executing them may be necessary, but justice is better served if there is a good act to balance an evil act, especially if the evildoer reforms and performs a virtuous deed. This is the ultimate purpose of the Sons of Mercy, and its principles have ancient ties to the original faction. The original Sons of Mercy believed that law was originally created to foster good, but was perverted for evil purposes by mortals. Justice was split from law, and so they believe that justice must be preserved by ensuring that the innocent are freed, either by exploitations of the law or by outright sheltering. Ever since the passage of Arwyl through the Upper Planes and his “enlightenment”, he has pushed to bring back the older teachings, embracing them as deeply as the Sons of old did. This makes the Sons of Mercy alternately the allies and enemies of law enforcement, passing their own judgment that often will have little to do with local law.

### Brief History

According to the pre-Upheaval writings of the Sons of Mercy, the powers - at least the good ones - gave mortals law with the intention of fostering peace, keeping the weak from harm, and protecting people from their own vices. But in mortal hands, law had become warped. Whether written to serve the needs of the elite, evil mortals, or worse, the law had become a weapon against those it was meant to protect.

The answer of the original Sons of Mercy to this dilemma was when a law didn’t serve the greater good, it was best ignored. Ironically enough, their idealism would be perverted in the alliance that would help them survive the Great Upheaval. See, the Sons of Mercy were never a large group, and certainly not large enough to live through the changes sweeping Sigil at the time. When the Lady of Pain proclaimed that there would only be fifteen factions, the Sons of Mercy sought out others that would help preserve them... and found few that shared their ideals. As their hope faded, their desperation grew and their ideals died. Hardened by the warring between the factions, they fell in with the Sodkillers, a faction that believed any problem could be solved by force. Though such an alliance would be unthinkable during peaceful times, it was a time of war, and the Sons of Mercy were desperate. Indeed, they had already begun to see things the Sodkiller way, having been forced to kill and worse simply to survive. As the Great Upheaval ended the two groups merged, and their combined philosophy became the basis for the Mercykillers.

As the Mercykillers, they enforced justice... but often at the cost of good, and sometimes even to the gain of evil. Justice became all that mattered, and soon the original tenets of the Sons of Mercy were all but forgotten. During the final days of the Faction War, Arwyl Swan’s Son, a paladin from the prime world of Toril (a “Purple Knight” to hear him tell it - whatever that means) watched Alisohn Nilesia pervert the Mercykiller code to perform vile acts, punishing with an intolerance that rattled even the jaded citizens of the Cage. Arwyl would bring a pure heart to the faction, however, and worked to recruit good, like-minded folks in order to help change the faction for the better.

When Alisohn disappeared, Arwyl took the opportunity to break from the Mercykillers with his followers, reforming the Sons of Mercy. Reborn as they are, the Sons of Mercy have struggled to break free of their Mercykiller heritage. They helped stabilize Sigil in the months after the war, taking up the position of city guard and jailers in place of the Harmonium. Being green to handling the whole process, however, the “Martyrs”, as they came to be known, could be said to be amateurs. Too many

criminals slipped past them, and often as not the Sons of Mercy would let guilty folks go due to moral reasoning. They were overwhelmed; trying to balance their traditional role with that of both the responsibility of city guard and that of the prison produced mixed results at best and downright incompetence at worst. After about six months, the Sigil Advisory Council passed a motion that removed them from their hold on Sigil's law enforcement, a motion that many Sons of Mercy found to be a relief. Still, a number of members have stayed on with the city guard - even though the faction doesn't run it anymore - and it could be said that their mark has been left. Though more draconian than when it was run by Arwyl Swan's Son, the city guard is definitely a bit more mindful of Sigil's citizens than the Harmonium and Mercykillers ever were. In addition, the Martyrs continue to use what influence they do have with the guard to press their philosophy of just punishment.

After the Sons of Mercy were removed from their chosen role in Sigil, Arwyl Swan's Son fell into melancholy, wondering if there was a place on the planes for his ideals. And so he journeyed to the Upper Planes, trying to find something that would strengthen his resolve and find a new purpose for his faction. It was in talks with the leader of the Guardians, Prince Azlan, that Arwyl Swan's Son found his beliefs renewed, and the two factions have since become strongly aligned almost to the point of symbiosis. As he continued his trek across the Upper Planes, his sermons and discussions increased the Sons of Mercy's membership and reputation. Returning to Sigil after several years of travel, he has since published the seven Books of Mercy, containing lessons learned on each of the planes he traveled across. While the Sons of Mercy have become fragmented during his absence, Arwyl Swan's Son is determined to not allow the faction to suffer the same fate as its predecessors. A large number of folk are skeptical about the Martyrs' chances, and it remains to be seen if their ideals will truly stand the test of time.

## Goals

The first and foremost goal of the Sons of Mercy is to see true justice dealt out to those who deserve it, and free those imprisoned by twisted or false justice. A surprising number of them have turned to the pen rather than the blade, learning Sigil's labyrinthine code of laws and the loopholes therein. They have worked to defend good folk in the courtroom, as well as writing to spread the word of their faction's philosophy. Many Sons of Mercy, however, have kept their blades, and still work to enforce justice as per their Mercykiller roots. Though the Martyrs aren't as efficient as the Harmonium or the Sodkillers, virtually none of the folks they bring in turn out to be innocent. Such Martyrs see going out and performing tasks like bounty hunting and vigilante actions as protecting the good from evil. While there are some members using the faction as an excuse for revenge, greed, or other less savory goals, the faction has proven surprisingly good at rooting out the less virtuous from their number.

Nonetheless, a few members have come to the conclusion that if a good deed need be done for every evil deed, cannot good deeds be done with money? Certainly gold can support soup kitchens, orphanages, and more... taken from the hands of criminals and monsters. Thus, some Martyrs have turned to taking money instead of requiring criminals to turn over a new leaf. Despite Arwyl's protests, the practice is only growing. After all, doing good deeds doesn't exactly put food on the table, and some members really need a bit more support than the Sons of Mercy provide (or so they tell themselves).

A major endeavor of the Sons of Mercy has also been to wipe out the remnants of the small armies of undead and fiends unleashed into Sigil during the Faction War. They're largely concerned with those that present a menace to Sigil's public, and have helped remove the more offensive creatures left as part of the Faction War's fallout. Some Sons of Mercy, particularly those that lost family or friends to the monsters, hunt the creatures with motivations far darker than they pretend.

Arwyl Swan's Son, in the meantime, is refocusing his efforts into trying to bring the faction together. Various disparate groups have started to quarrel - guards versus vigilantes, competing parties of bounty hunters, "reformers" against "punishers" - and so he's looked for an example to set for the rest of his faction. Towards this end, he's founded a new business in Sigil: the Sanctuary. Some have accused Swan's Son of aping the Sodkillers, but the truth is the Sanctuary offers services that don't at least compete directly with the Minder's Guild. Rather, it focuses on actions like investigation, repossession, and other similar tasks. And if you seem to be of a good heart to them, chances are you won't have to pay their fees. It also provides safe haven for folks of any race, faction, or moral leaning, as long as they haven't committed an unjust action. In exchange, guests are expected to contribute with mundane work around the Sanctuary, but for planars on run from fiends or worse, it's beyond generous.

Unbeknownst to Swan's Son, a small sect is growing among the Sons of Mercy, one that claims that freeing those unjustly held by the Mercykillers was only the beginning. See, another has been imprisoning folks unjustly in Sigil long before the Mercykillers. Dozens, possibly even hundreds of sods are held in a prison that they may or may not deserve.

And their jailer is the Lady of Pain.

This group believes that the Mazes can - and should - be undone. After all, weren't good folks like Ambar Vergrove and Erin Montgomery locked up during the Faction War? They haven't informed Arwyl of their activities, figuring that once they hit upon a good method to undo one of her Mazes, they can present themselves to him. They figure that sure, while the Lady seems to be impartial and neutral for the most part, neither equals good or just. Plus, one need only remember the destruction of the temple of Aoskar to see an example of the Lady's cruelty. These members know they're walking a fine line, and don't wish to risk the rest of the faction. At least that's what they tell themselves; fear of Arwyl is probably the unwritten motivation. The trouble is it's awfully hard to tell exactly who's in a Maze until you *break them out*...

### **Allies**

The Sons of Mercy have found common ground with the Harmonium, even if most Harmonium members find the Martyrs to be disorganized and inefficient despite their goals. Similarly, they've also found strong friends in the Ring-Givers. Though the philosophy of either faction seems extreme to the Martyrs, they have cooperated in works both charitable and just over the past few years with both factions. Surprisingly enough, the Martyrs have also come to work with the Bleak Cabal, supporting the madhouses and soup kitchens run by the Bleakers. As with many other groups, the Bleakers see them as idealists, but they haven't precisely complained about the helping hand, either. The truth of the matter, though, is that the Sons of Mercy have been desperate for allies at best, and are often willing to work with any faction if they believe the means and the ends are both pure.

Rather recently, the Sons of Mercy have come into a very tight alliance with the Guardians of Elysium, and the two groups have been combining their efforts often enough that it seems to some that the differences between the groups are dissolving. The Guardians were a smaller sect dedicated to the protection of the Upper Planes, though the support of the Martyrs has helped them grow and develop - and vice versa. Assuming no major disaster parts the two factions, it may be that within a decade or less they become unified. If such an occurrence were to happen, it would most likely cement the Sons of Mercy's position in the multiverse.

## Enemies

Overall, the opinion of many planars is that the Sons of Mercy are led by a prime who hasn't ever really become a planar. Arwyl Swan's Son is seen as somebody trying to enforce an idealistic perspective that might just work on a tiny continent on a tiny prime world, but will be broken over the back of the planes in a decade or so. This has been a bane and a blessing. Though it has hurt recruitment and made them a laughingstock in the eyes of more cynical planars, it has also permitted them to continue their activities without garnering any major foes. While the image of the bumbling Martyr guard may soon be a major comedic archetype in Sigil's plays, most would-be enemies of the Sons are just as likely to write them off as a temporary annoyance, a defect of the multiverse that will soon be corrected by the natural way of things.

Ironically, a "good" group has become the closest thing the Sons have to a foe. The Order of the Planes-Militant has grated on the Sons of Mercy, particularly in Bytopia where they've been trying to recruit well outside of their bounds. A quiet struggle has begun between the two groups for the hearts and souls of the Upper Planes, though it may soon turn to steel if the Order of the Planes-Militant steps up its already strong recruitment effort.

### ***Knight of the Cage***

A rare few Martyrs have been appointed "Knights of the Cage". This is not intended to imply that they are somehow beholden to Sigil - far from it. Instead, they are the Sons of Mercy that have been appointed to defend good everywhere in the multiverse individually, crossing back and forth through the City of Doors as they do so. Those that serve as members of this elite order are most often seen in Sigil, but can be found from the elemental planes to the lower gate-burgs, doing whatever they can do to stem the tide of darkness.

While many have laughed off the berks - after all, what can one single Martyr do? However, the more powerful Knights often seem to have an uncanny ability to retreat to the higher planes when things get too hot, and return with a legion of knights, celestials, or both. Some of the more reactionary lower-planar lords thusly now react rather violently to the presence of any Knight of the Cage. In turn, many Knights of the Cage have gotten good at disguising their true role, taking the role of bumbling Martyr to appear more green and vulnerable than they really are.

Most that have been chosen come from one faith or another, though the rare agnostic paladin or believer in the Great Unknown may be chosen in the future. In any case, a certain amount of belief in a higher power, as well as force of personality that goes along with it, is required along with simple skill in arms. Of course, they are expected to be more than devout sellswords, and Arwyl also looks for a discerning eye and a willingness to settle matters without resorting to the blade before appointing a new Knight of the Cage. So far, all of them have lived up to their role, though a few have been lost to the predations of evil.

Hit Die: d10

To qualify to become a Knight of the Cage, a character must fulfill the following criteria:

Faction: Sons of Mercy

Alignment: Any good

Base Attack Bonus: +7

Skills: Diplomacy 5 ranks, Sense Motive 2 ranks, Survival 2 ranks.

Feats: Expertise, Improved Disarm, Subdue Criminal

Special: Must have the ability to turn undead as a class feature. The ability to rebuke undead does not count for this requirement.

## Class Skills

The Knight of the Cage's class skills (and the key ability for each skill) are Climb (Str), Diplomacy (Cha), Disguise (Cha), Intuit Direction (Wis), Knowledge (the planes) (Int), Jump (Str), Ride (Dex), and Sense Motive (Wis).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+1	+2	+0	+2	Know Planar Alignment, Turn Undead	
2	+2	+3	+0	+3	Smite Evil	+1 spellcasting level
3	+3	+3	+1	+3	Bonus Feat	
4	+4	+4	+1	+4		+1 spellcasting level
5	+5	+4	+1	+4	Turn Fiends	
6	+6	+5	+2	+5	Bonus Feat	+1 spellcasting level
7	+7	+5	+2	+5	Mien of Goodness	
8	+8	+6	+2	+6		+1 spellcasting level
9	+9	+6	+3	+6	Bonus Feat	
10	+10/+5	+7	+3	+7	Heaven's Gate	+1 spellcasting level

## Class Features

The following are features of the Knights of the Cage prestige class.

**Weapon and Armor Proficiencies:** Knights of the Cage gain proficiency in simple and martial weapons, all types of armor, and all shields (except tower shields).

**Spells per Day:** When the 2nd, 4th, 6th, 8th, and 10th Knight of the Cage levels are gained, the character gains new spells per day as if he had also gained a level in whatever divine spellcasting class he belonged to before adding this prestige class. He does not, however, gain any other benefit a character of that class would normally gain. This essentially means that he adds the aforementioned levels of Knight of the Cage to the level of whatever other divine spellcasting class the character has, then determines spells per day and caster level accordingly. If the character had more than one divine spellcasting class before becoming a Knight of the Cage, he must decide to which class he adds each applicable level of Knight of the Cage to for the purpose of determining spells per day.

**Know Planar Alignment (Su):** A Knight of the Cage is instantly aware of any alignments of the plane he is on, as well as whether any alignments it may have are strongly or mildly aligned. Furthermore, a Knight within 30 feet of a portal can tell the alignment of the plane that lies beyond it. This can be done as a standard action.

**Turn Undead (Su):** The character may add his Knight of the Cage class levels to the levels of class he originally gained the turn undead class ability from when making turn checks.

**Smite Evil (Su):** Once per day at 2nd level, a Knight of the Cage may attempt to smite evil with one normal melee attack. He adds his Charisma bonus (if any) to his attack roll and deals 1 extra point of damage per level. If the Knight accidentally smites a creature that is not evil, the smite has no effect but is used up for the day. If the character already has the smite evil class feature, such as from the Paladin class, add the Knight of the Cage class level minus one to that class when determining extra damage.

**Bonus Feats:** The Knight of the Cage gains a bonus feat at 3rd, 6th, and 9th level. This may be chosen from any of the general feats with the faction listing of “Sons of Mercy” or any regional feat. He must still meet any prerequisites of a feat to select it.

**Turn Fiends (Su):** At 5th level, the Knight's ability to turn undead can now affect evil outsiders (exemplars only) in addition to undead, but they add their SR halved to their HD as turn resistance when doing so. All other aspects of turning remain unchanged.

**Mien of Goodness (Ex):** At 7th level, the Knight's good alignment suffuses his being sufficiently that the character suffers no ability penalties for being good due to planar traits. So, for example, a lawful good Knight of the Cage in the Abyss would still suffer a -2 Charisma penalty for being lawful, but could ignore the Charisma penalty for being good. In addition, he gains a +2 bonus to Charisma on a plane with the mildly good-aligned trait, or a +2 bonus to Intelligence, Wisdom, and Charisma when on a plane with the strongly good-aligned trait.

**Heaven's Gate (Sp):** At 10th level, the Knight can use *gate* as a spell-like ability once a day. He may only use *gate* for the planar travel effect not the summoning effect and only to open a gate to a plane with the mildly-aligned good or strongly-aligned good trait.

### Ex-Knights of the Cage

A knight of the cage that ceases to be good, who willingly commits an evil act, or leaves the Sons of Mercy loses all class abilities provided by the Knight of the Cage prestige class. He also may not progress in levels as Knight of the Cage. He regains his abilities if he atones for his violations and is a member of the Sons of Mercy.

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### THE TRANSCENDENT+ ORDER

*Representative Holmin slapped his hand on the table, as if to emphasize his point. “We all know the factions are sneaking back into the city! I say we throw them out before the Lady’s mood turns foul once again... show them they’re not welcome anymore!”*

*A raise of an oversized eyebrow punctuated the silence as Estevan cleared his throat. “While I certainly have no love of the factions, perhaps we should consider the benefits of their presence as well as the detriments... what do you think, Rhys?”*

*The surviving factol began to rise, her eyes not meeting the other Council members as she softly spoke. “Let them stay.” She stood up and turned away, her cloven hoof beats echoing through the small hall as she made her way to the exit.*

*Rising as well, Holmin spoke up. “You can’t just walk out now, Rhys! You’re just fearful such*

*legislation would threaten your own, don't you..." Rhys didn't bother turning around as she stepped out, not missing a step due to Holmin's outburst.*

*Estevan looked over with a toothy smirk before shaking his head. "Without all nine representatives, I call this meeting adjourned for now..." He fixated his eyes on Holmin. "... but the lady has a point. Perhaps we should wait before deciding to declare another war so soon after the last, hm?"*

*Holmin fumed in silence. How was it the others were nodding in agreement when Rhys hadn't said more than three words?*

The Transcendent Order may be the name of the faction, but it doesn't describe the faction. Rather, the "Transcendent Order" is what they seek, a sense of perfect harmony and unity. But they don't seek to impose it on others, like the Harmonium does. Instead, the Ciphers draw it from within by unifying thought and action into an enlightened whole. See, according to them, there's a universal harmony - a pulse the entire multiverse beats to. And by understanding that harmony one can always find the perfect action for a given moment.

**Philosophy:** Know your place in the multiverse; enact it through action without thought.

**Headquarters:** Elysium.

**Nickname:** Ciphers.

**Majority Races:** Half-elves, humans, tuladhara.

**Favored Classes:** Fighters, monks, psions, psychic warriors, sorcerers.

**Factol:** Rhys (N female tiefling Mnk15/Sor10 Transcendent Order)

**Prominent Members:** Quillabrin (N female lightning genasi Psi16 Transcendent Order)

**Alignment:** Any neutral.

**Symbol:** An orange sun rising atop a starlit sky, with a crescent moon in the foreground. Gold rims the outer side, with slight hooks within the lower edge, and larger horns rising to frame the skies. The two sides are balanced and joined; unity of the cosmos is attained.

"Cipher thought" is an oxymoron - at least according to them. To the Transcendent Order, thought is but an obstacle to action. Act upon impulses, instincts, and one will find rhythm with the universe. To ponder is to hesitate; to hesitate is to doubt; to doubt is to fail. All that matters is the moment; anticipating the future is meaningless, and so is dwelling in the past.

Of course, any drunken fool can act without thinking, either with his fists or otherwise. That isn't the aim of the Transcendent Order; instead, they believe that ideas should be brought forth into action in a mere instant. By merging body and mind, and balancing both, one opens up both to the multiverse and to the rhythm found within. They call this rhythm the "Cadence of the Planes", and once one is attuned to that rhythm, they can understand their role and purpose in the multiverse. Once this understanding is achieved, they then need not ever think again; they simply know what they must do and act upon it without hesitation or failure.

That doesn't mean that a Cipher is always acting. Inaction has its place in the multiverse too, and sometimes it's best if a body just doesn't get involved. Sometimes a Cipher might come across as uncaring or aloof, but truthfully, it's just that they recognize where their place is. When confronted with less balanced folk, Ciphers will often reflect that imbalance. Around tanar'ri, a Cipher might be saintly. Around a modron, a Cipher might be chaotic. This isn't a deliberate act, but rather, a byproduct of their philosophy. Since they serve the balance unconsciously, they often serve as a counterweight to extremes in the cosmos, reflecting them... rarely, though, do they reflect an extreme deeply enough to become an extreme itself. It just isn't in their nature.

Despite the fact their philosophy has yet to truly splinter, it has a wide variety of interpretations. See, one can't really be taught the philosophy. The basic concepts can be taught, and development can be tracked, but everybody's path is a bit different. It's more than knowledge... it's understanding, and everybody comes to that understanding a little differently... even if the end result is often the same. Even those without professions that require physical strength or grace often take care of their body, regularly training it to be in tune with their mind. The degree of physical training varies with each member, but few neglect their forms. One may never find balance through weakness, after all. Some merely work on maintaining and ensuring their health, relying on a moderate regimen of exercise and abstaining from over-indulgences (food, drink, etc.) Others focus on honing their body to the human limit and beyond, seeking a tool that their mind can unite with no matter its need.

Three major steps of progress are codified through Cipher training. The first is a Master of the Heart, where one learns to act without thought through a special trance... though only for short periods of focus. Then one may advance to become a Master of the Mind, where body and mind become one, and the trance periods last longer and become sharper. Lastly, one becomes the Master of the Spirit, where the trance replaces the member's old, clumsy thought processes, allowing them to come in touch with the pulse of the multiverse. It's said those that advance further - primarily the former factols of the faction - leave their mortal existence behind. Some claim they become powers; others say they become intermediaries between mortals and the nebulous entity that the Athar call the "Great Unknown". It's at least true that clerics of the Transcendent Order are able to channel "Oneness", supposedly a representation of the factols that have previously ascended to form their own pantheon.

If a factol "ascends" in this fashion, another Master of the Spirit, and only one, feels the call to take up the reins of leadership. However, the role is more that of a spiritual leader than an organizational leader. Members may be more or less enlightened, but there are no real ranks in the faction other than mutual respect (or lack thereof). Typically, the factol is the only Master of Spirit at a given time, but sometimes there have been as many as three or four.

The Ciphers live completely in the moment, following the multiverse's pull and generally doing what they do best. They are not random or without reason; rather, they follow a will that outsiders just can't get, and even the Ciphers rarely know what the outcomes of their actions will be. No one can ignore their results, however, as the Transcendent Order has long been a contributing force to many events, big and small, in the multiverse, whether they unconsciously helped another faction achieve a goal or prevented a dispute from becoming hostile. Ciphers have a way of being in the right place at the right time, and bring the opposing forces of the cosmos into balance without a second thought (or a first).

### **Brief History**

Despite its age, the Transcendent Order keeps no history and no records, and rarely brags of its deeds or stories. The trick of the matter is that to them, the present - the *now* - is all that matters. The past is gone, and shall never return, and the future shall be, but neither is worth the distraction. Though they have existed for over a millennium, actual records of their origins are scant at best. Some Guvner theories, combined with small evidence, claim the faction originates from a figure who spent time with the rilmani and was attempting to emulate their ways. Others point to the land of Kara-Tur on the prime world of Toril, noting similarities between some native philosophies and that of the Ciphers. Some Ciphers seem to believe that those that have ascended to Oneness guide them, and that the first of their kind stumbled upon the Cadence of the Planes by singular, unguided enlightenment. Whatever the truth is, few tales are told of Cipher exploits, and especially by their own.



That isn't to say they haven't done anything important. Most certainly, they have. Prior to the Faction War, they served as mediators, smoothing over clashes and disputes between the factions. It could be said that the Faction War probably would have happened quite a bit earlier were it not for the Ciphers' efforts. Much of the way the government of factions worked is due to their assistance, and they also contributed greatly to Sigil's current political structure. At the same time, it's not as if they've worked hard at keeping the peace; rather their own balance helps bring equilibrium to Sigil as a whole. The more advanced members of their faction have often been in the right place at the right time to make a difference, lending their efforts with no more of a deliberate quality than a heartbeat. Their current factol, Rhys, has embodied this "natural action" in her conversion to Cipher thought, becoming well-liked among both those in their faction and among outsiders. Despite being a tiefling, she's overcome her natural tendencies towards evil and her past criminal acts to become the most natural Cipher anybody knows.

Recently Rhys traveled to Elysium, the retreat of many a Cipher. Coincidentally, she took this sojourn just before the Faction War broke out. Where most factions served only to stoke the fires of conflict higher, the Ciphers helped the common folk of Sigil. Afterwards, Rhys returned to the Cage, the only factol remaining after the war. Though they lost the Great Gymnasium and their faction status, the Ciphers focused on helping rebuild and heal the city. Truthfully, not much changed for the Ciphers, and it could be said they weathered the conflict largely intact. Nowadays, Rhys serves as one of the nine representatives that govern the city, and she's clearly one of the most influential figures in the city today... not that it concerns her. To her, the power doesn't seem so important, as she's just doing what the multiverse needs her to do. Still, a lot of folks are suspicious of her, and whisper that if she steps too far into influencing Sigil, the Lady herself will step in. In the meantime, many factols of other factions watch her progress, curious to see how far the tiefling can go, and just when the Lady is willing to put her words into action.

While technically Rhys is still the leader of the Ciphers (nobody calls her a "factol" anymore), her time on the council has caused another member by the name of Quillabrin to take up the role of "Cipher representative". A former member of the Harmonium, Quillabrin was troubled by her inner nature as a quasi-elemental planetouched, and never found the acceptance or peace she sought from the faction. After the Faction War, she deserted the Harmonium for the Ciphers, and seems to have found peace in her conflicted spirit through their path. Having become a Master of the Spirit some time ago, she's served in Rhys' stead during her recent absence for the few times the Ciphers need a voice. While she hasn't felt a "call" - at least as far as anybody knows - Quillabrin's development puts her as the closest thing Rhys might have to a second (or a successor).

## Goals

The first goal of every Cipher is, at least ideally, enlightenment... abandonment of hesitation and thought. It may seem a bit self-centered, but it's far from selfish. They believe that by becoming balanced, they thus become able to balance the actions of others, and bring everyone closer to the Cadence of the Planes.

Rhys has seemingly inspired her faction to help rebuild Sigil, just as she has. Granted, she hasn't ordered any of her "followers" to do so, nor has she suggested that they should. They've simply followed suit. Whether their actions are due to the Cadence of Planes or just Rhys' charismatic presence is up for debate. Most Cagers don't mind the assistance, though. After the mess the rest of the factions made, they're just glad to have any help they can get.

After the Faction War, many Ciphers have drifted away from the City of Doors, instead taking their philosophy to the Outlands and gate-towns. While not quite ‘spreading the word’ deliberately, their presence does have a calming effect. Some whisper that despite their good doings, the presence of the faction further about the planes is actually a bad sign. They say that the Ciphers are preparing for some new disaster, one that’ll make the recent troubles in Sigil look as small as they actually were.

## Allies

The Transcendent Order’s one of the few groups that gets along with just about anybody. Often counterbalancing other factions, they complement the philosophies of others quite well, and rarely get involved in the *kriegstanz* to any serious extent. Combining this with their diplomatic and largely inoffensive nature, few have considered them foes, and even fewer have ever confronted them.

## Enemies

Of the major factions, only the Harmonium truly eyes the Ciphers with suspicion. See, the two groups are alike in that they seek group harmony. However, while the Harmonium seeks it by converting and inspiring others, the Ciphers do it by looking within. Thus, the Hardheads see the Transcendent Order almost as competition. While the Harmonium desires peace for all, the Ciphers distill peace in the individual. Still, the Ciphers have never given the Hardheads major cause to actually bring their suspicions into action... at least for the time being.

## Cadence Dancer

There is a pattern, a rhythm, to the multiverse. The Cadence of the Planes beats through the multiverse - perfect, ineffable. Feel it. Let it guide you. Dance the dance of the planes.

The Cadence Dancers are a group of monks devoted to the Cadence of the Planes. The Cadence can best be described as the rhythm of the multiverse, but it’s more than that too. There’s definitely a mystical aspect - indeed, many Cipher clerics devote themselves to the Cadence, and they get spells just like regular clerics do. The Cadence is alive because the multiverse is alive - it’s the heartbeat of creation.

The Cadence is important to all Ciphers, but perhaps most of all to the Cadence Dancers. By feeling the Cadence, and acting in time with it, one can know the perfect action for the moment.

Hit Die: d8

To qualify to become a cadence dancer, a character must fulfill the following criteria.

Skills: Perform (one of which must be Dance) 8+ ranks

Feats: Master of the Heart

Other: Must be of neutral alignment

## Class Skills

The Cadence Dancer’s class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Concentration (Con), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Hide (Dex), Jump (Str), Knowledge (the planes) (Int), Listen (Wis), Move Silently (Dex), Perform (Cha), Profession (Wis), Swim (Str), and Tumble (Dex).

Skill Points at Each Level 2 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Unarmed BaB
1	+0	+0	+2	+2	Monk Advancement, Cadence Strike 1/day, Neutrality	+0
2	+1	+0	+3	+3	Cadence Dance	+1
3	+2	+1	+3	+3	Augury, Ki Strike +1	+2
4	+3	+1	+4	+4	Cadence Strike 2/day, Cadence Dance	+3
5	+3	+1	+4	+4	Master of the Mind, Alignment Shift	+3
6	+4	+2	+5	+5	Cadence Dance, Divination, Ki Strike +2	+4/+1
7	+5	+2	+5	+5	Cadence Strike 3/day	+5/+2
8	+6/+1	+2	+6	+6	Cadence Dance	+6/+3
9	+6/+1	+3	+6	+6	Commune, Ki Strike +3	+6/+3
10	+7/+2	+3	+7	+7	Cadence Strike 4/day, Cadence Dance, Foresight	+7/+4

### Class Features

All of the following are class features of the Cadence Dancer

**Weapon and Armor Proficiency:** Cadence Dancers gain no new weapon or armor proficiencies.

**Monk Advancement:** A character's Cadence Dancer's levels stack with her Monk levels when for the purpose of AC bonus, unarmored speed, and unarmed damage.

**Neutrality:** Should a Cadence Dancer's alignment shift to true neutral (and most do), she does not lose her monk abilities. Additionally, if a Cadence Dancer ever ceases to have a neutral component to her alignment, she loses all her Cadence Dancer special abilities, and may not take regain them or take any more levels in the class until she is once again neutral and receives an *atonement* from a CIPHER cleric that worships the Cadence of the Planes.

**Cadence Strike:** As a full-round action, a Cadence Dancer may attack with a Cadence Strike, granting her the clarity of one who knows the perfect action for the moment. Should the Dancer's attack hit, it is automatically a critical threat. A Cadence Dancer may use Cadence Strike once per day at first level, and an additional time per day for every three levels of Cadence Dancer she attains thereafter.

**Cadence Dance:** Cadence Dancers feel the flow of the multiverse well enough to be in the right place at the right time. At second level she gains a permanent +1 Insight bonus reflex save. At fourth level she gains a permanent +1 Insight bonus to armor class. At sixth level she gains a permanent +1 Insight attack roll. And at eighth level she gains a permanent +2 Insight bonus to her Initiative. At tenth level, a Cadence Dancer may use her Cadence Dance bonus on an attribute she has already applied a Cadence Dance bonus to - doubling the bonus (from +1 to +2 or from +2 to +4).

**Augury:** Once per day, a Cadence Dancer can feel the rhythm of the planes so well, that she can predict the future. This ability functions exactly like the *augury* spell.

**Ki Strike:** Cadence Dancers get the Ki Strike ability, just as other Monks do.

**Master of the Mind:** At fourth level, the Cadence Dancer gets the Master of the Mind feat for free. She may choose a number of skills equal to one plus her wisdom modifier. She may take ten on these skills any time.

**Alignment Shift:** At fifth level, Cadence Dancers must become True Neutral. If she does not, she may not take any more levels in this class. If she later ceases being True Neutral, she loses all special abilities of fifth level or higher until she once again become True Neutral and receives an *atonement* from a Cipher cleric that worships the Cadence of the Planes

**Divination:** At sixth level, the Cadence Dancer's ability to feel the future has increased, allowing her to perform a *divination*, as per the spell once per day.

**Commune:** At ninth level, the Cadence Dancer's ability to feel the future has progressed further, allowing her to use *commune* once per day though no deity actually answers her questions. Instead, she discerns the answers from the cadence of the planes.

**Foresight:** At tenth level, the Cadence Dancer's ability to feel the future has progressed to its fullest extent, allowing her to use *foresight* once per day.

### ***Trancecaster***

Trance magic is a relatively recent innovation by cipher standards. Though it was developed several centuries ago, it wasn't until recently that it finally came into its own, spreading across the Great Ring. No one member is credited with its teachings, but rather, it is believed to be the final product of many small discoveries. It is largely seen as the unity of magic with the Cadence of the Planes, learning to cast magic in an natural, swift fashion. The general idea is "magic as thought", and the ease and speed with which trancecasters work their magic is surprising and disturbing, especially to "learned" spellcasters.

Unfortunately, this style of magic seems restricted to those who work magic in a spontaneous fashion, and doesn't function with those that actually need to perform serious memorization or prayer behind their spells. It requires the ability to work magic without structure, casting spells according to whim and impulse, and adapt magic to the moment. While extremely flexible, trancecasting has the drawback of being dependent on the trance state, which requires a fair amount of dedication to the cipher philosophy to achieve and maintain.

**Hit Die:** d4

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

**Faction:** Transcendent Order

**Alignment:** Lawful Neutral, Neutral Good, Neutral, Neutral Evil, or Chaotic Neutral.

**Skills:** Knowledge (arcana) 10 ranks

**Feats:** Combat Casting, Quicken Spell, Cipher Trance

**Spells:** Ability to cast 4th-level spells without preperation.

**Class Skills**

The trancecaster's class skills (and the key ability for each skill) are Balance (Dex), Concentration (Con), Craft (Int), Jump (Str), Knowledge (arcana) (Int), Profession (Int), Spellcraft (Int), and Tumble (Dex).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+2	+2	Trancecasting	+1 spellcasting level
2	+1	+0	+3	+3	Quickened Casting	
3	+1	+1	+3	+3		+1 spellcasting level
4	+2	+1	+4	+4	Quickened Metamagic	
5	+2	+2	+4	+4	Impulse Spell	+1 spellcasting level

Class Features:

The following are features of the trancecaster prestige class.

**Spells per Day:** When the 1st, 3rd, and 5th trancecaster level is gained, the trancecaster gains new spells per day as if he had also gained a level in whatever spellcasting class she belonged to before adding this prestige class. She does not, however, gain any other benefit a character of that class would normally gain. This essentially means that she adds the applicable level of trancecaster to the level of whatever other spellcasting class the character has, then determines spells per day and caster level accordingly.

If the character had more than one spellcasting class before becoming a trancecaster, she must decide to which class he adds each applicable level of trancecaster to for the purpose of determining spells per day.

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

**Trancecasting:** At 1st level, a trancecaster may apply the silent spell feat or the still spell feat to a spell while casting in a trance without any change in the spell slot. At 2nd level, the trancecaster may apply both. He does not need either feat to perform such an action but this does not count as a virtual feat.

**Quickened Casting:** When casting spells in a trance, a trancecaster of 3rd level reduces the casting time of any spell with the casting time of 1 full round to 1 action.

**Quickened Metamagic:** At 4th level, a trancecaster may apply a metamagic feat to a spell as a move-equivalent or standard action rather than a full-round action.

**Impulse Spell:** Once the trancecaster has reached 5th level, she gains the ability to cast spells more quickly by casting with the rhythm of all creation. When casting a spell and in a trance, the trancecaster may cast a spell as if the quicken spell metamagic feat had been used to enhance it by

expending one of his trance uses for the day. However, this does not affect the spell slot used, nor does it take a full-round action to prepare the "feat" for sorcerers and bards.

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#### THE XAΘSI+EC+S

*Walintin strode through the streets of Sigil with purpose, his robes flowing about him. He moved quickly through the planar metropolis, prideful of his discovery. Though they did not know of him here, they soon would, he reasoned. After all, he was the greatest mage of all Bitaun, was he not? Armies had quaked at his arrival, and he had tamed the mighty tarrasque. He was beloved by the three fates. All these natives seemed to have was a sneer on their lips and rude comments regarding his hat. But he knew he'd bring them to heel soon enough.*

*He paused, however, as a ragtag group of young folk of all sorts surrounded him. Some of them were obviously devil-mongrels, while others showed shades of elven and ogrish heritage. Some of them carried buckets, while others bore long brushes. He waved his staff, trying to ward them away with a simple gesture, but they suddenly converged, pulling at his enchanted fabrics! Thieves! Trying to summon power from his staff, he quickly found it yanked away. Trying to gesture, he found them yanking his enchanted goods and fabrics from him. Trying to speak arcane words of might, words that would kill them instantly, he found his mouth suddenly filled with a colorful, foul-tasting poison. A devil-spawn, both human and fiend at once, jabbed a pointed object between his lips.*

*"Paint plates shouldn't talk," he heard a half-elf holding his arm comment sharply. All of Walintin's knowledge, all of his experience, all helpless before his ignorance in the flow of these madmen, directed by fiendish chaos itself. He began to laugh at the absurdity of it all, swallowing paint...*

The Xaositects embody chaos, or at least try to. They are difficult to define, since they spend much of their time working to be undefinable. That's all there is to it. If you want to know more, have you considered Sopworth's delicious soup? Doors usually only open one way; it's too much trouble otherwise. The ointment is best put directly under the skin, but who wants to do that? Blackened tanar'ri smells awful, believe me. If only there were a way to keep a pen magically wet all the time... use the speed factor and damage appropriate to the grip. You don't like Bytopia? Don't go to Elysium, then! Well, I can if I want, and make it so. Inquiries regarding rules should be accompanied by a self-addressed, stamped envelope and sent to Tactical Studies Rules, POB 756, Lake Geneva, Wisconsin, 53147. Grick and drangle, bloeth the preen. Ful and toothbeck, it sans the yrene.

**Philosophy:** There is no pattern to the multiverse, no meaning. Its true state is chaos.

**Nickname:** Chaosmen.

**Headquarters:** Limbo.

**Majority Races:** Chaonds, githzerai, humans.

**Majority Classes:** Bards, fighters, rogues.

**Factol:** None

**Prominent Members (at the Moment):** Mordigaarz (CN male human Ftr6 Xaositects), The Painter (CG female tiefling Brd3 Xaositects), Quake Lavender (CN female half-elf Wiz10 Xaoistects)

**Alignment:** Any chaotic.

**Symbol:** The horned, crimson face of a gargoyle-like fiend on a black backdrop.

The multiverse wasn't just born from chaos; it *is* chaos. There's no order to the multiverse, no rules that define its existence. The only order that exists is that which we try to impose on it, and as soon as we stop the multiverse will return to chaos. And if chaos is the true state of the multiverse, why fight it when you can just accept it, become one with its beauty and energy?

So goes the philosophy of the Xaositects (kay - Oh - si - tekts), and it sounds simple enough. But it's much harder to truly live, and embody, a force with no true direction or reason. Even the hearts of

nominally chaotic beings like bariaur and chaond have natural processes and organs that beat and function to a particular rhythm, and truly coming to champion chaos as a force can be as difficult - and dangerous - as training one's heart to beat out of sync. Even slaadi have a hierarchy and path of progress. Few beings can really be said to fully embody chaos. Some mindless creatures like the chaos beast and the teratomorph come close physically, but even they have limitations and patterns they abide by. Xaositects aspire as best they can to embody chaos mentally, if not necessarily physically. To many they come across as insane or idiotic, but they aspire to neither. The mad are often more lawful than one might expect, limited more keenly by their own delusions or neuroses than any sane person. Nor do they desire to abandon thought, rather they desire to abandon reason and patterns, to act in an entirely unpredictable fashion, and by doing so, seed chaos throughout the multiverse.

Of course, chaos should exist outside of moral structures. Good and evil are irrelevant before its glory. Does a storm care whom it rains lightning down on? Chaos is random, and randomness is arbitrary. Often the only people Xaositects are partial to are other Xaositects, and even that's a bit questionable. However, individual Xaositects often impose their own moral strictures on chaos. Good-minded Xaositects tend to desire the implementation of positive change and development... they tend to stir the pot where they see corruption and stagnation, hoping their actions will serve as a wake-up call and impetus for change on the part of the wicked and lazy. More evil Chaosmen tend to see chaos as a tool to be used for their own benefit, a method for self-gain and a weapon to be used against their enemies.

Naturally, there's no real codified path to follow; that'd defeat the point. Some go to Limbo to try and learn what they can there. Others follow some of the more charismatic Xaositects for periods of time. A few try and take up different roles or missions each day. The one thing that can be said, though, is that each follows their own way. Sometimes that's somebody else's way, but that's chaos for you.

Though often Xaositects seem silly, it should be noted that humor is rarely their intent. If at times they come across as laughable and nonsensical, this is a byproduct of their chaotic actions. Often things that might be considered humorous initially might be dragged out long past being funny, or become things that are rarely considered amusing (especially when folks start losing eyes). Still, as some bards will admit, there is a certain artistic bent the chaotic mindset lends itself to. Some of the greatest and worst artists Sigil has seen have been part of the Xaositect philosophy.

## Brief History

While the Xaositects haven't been around long per se, perhaps only a century or so, there has always seemingly been a group that approximates them. Older organizations such as the Order of Dis, the Ochlocrats, the Raucous Guild, and dozens more litter the histories of the planes, few of them lasting longer than a century. Of course, such groups have often been prominent in Sigil, sometimes gathering in greater numbers there than they even might around Limbo and the gate-town Xaos. Most rival factions count them under the simple heading of "trouble". In fact, it may be the only reason the Xaositects are known as such is because the other groups have gotten used to calling them that... and not out of any desire of the Chaosmen to keep a stable name. Certainly, it's not unheard of for a Xaositect to refer to the faction by a totally unknown name. Rarely do such appellations reach any sort of common usage, though it may be how the group eventually evolves into new labels and definitions.

Trying to compile a history of the Xaositects is essentially futile. They have kept no written or verbal records - no accurate ones, anyway - and those on the outside have difficulty telling what's really going on in any Xaositect endeavor. More like a natural force than an organization, they've rarely taken part

in pivotal events in the City of Doors. Oh, sure, there are countless colorful tales of the Xaositects' exploits, such as the time they assassinated the factol of the Harmonium by hitting him upside the head with an hourglass. Or the time the Sensates invited them to a party and ended up sparking one of the biggest riots ever to hit Sigil (with some help from the Anarchists). Then there's the time they worked up a bunch of Karan look-alikes during the Faction War, just to add to the chaos. There are thousands of amusing stories surrounding the Chaosmen, of which about half might actually be true. But the Xaositects live firmly in the present. Though the Faction War came and went, it didn't have a huge impact on them. If anything, those lost during the warring and exodus have been replaced by a nearly equal number of bodies "inspired" by the war and the sheer confusion and change that resulted because of it. Sure, they lost their so-called leader, Karan, but he only really led by example in the first place... when he felt like it that is. No Chaosman has come to take the reins of the group since Karan, and some say the Faction War has only made them more "purer" as a result. A couple of Xaositects have led their own small groups of Chaosmen to various ends, though they're niche groups and hardly represent any major movements within the faction.

## Goals

According to most folks, the main goal of the Xaositects is to foment chaos. The trick is, having a goal means that you're falling into a pattern, and the Xaositects despise patterns rather vehemently.

So scratch that.

Want to know what the huge, labyrinthine plot the Chaosmen are engaged in is? Ask one. You might even get an honest answer. Doesn't make it the right answer, though. Truthfully, most plots the Xaositects might engage in are short-term and rarely have more than a dozen members collaborating on them.

Ask Quake Lavender, and you might get a speech about how magic is the root of all things, and that magic is naturally chaotic. She runs a tavern, but she seems to largely be involved with the spread of wild magic in Sigil, though just as often she seems to follow random whims for days at a time. When bored, she often tosses a spell like *random action* or *confusion* about, though whether this is deliberate is up for debate. Her own tavern has many unusual magical "innovations", from the tap that produces random liquor (served to anybody that asks for "the usual") to the fact that the business often changes furniture, layout, name, or even locale. While her business is a perfectly serviceable tavern for the most part, there's the occasional touch that says in no uncertain terms that "chaos was here".

Ask The Painter, a tiefling member, what she's doing and she's unlikely to give you a straight answer. What her actions show, though, is that she and her crew are engaged in painting across Sigil. They're responsible for the mural in the Great Gymnasium, the one lauded as one of the greatest paintings the planes have ever seen. They're also responsible for the horrible eyesore that's been left in the Hall of Speakers. They paint on anything: walls, the roads, trees, spires, the primes... anything that they find handy, and with whatever "paints" they happen to be lugging about at the time (which isn't always proper paint). Other smaller groups have splintered off on their own, each seeming to follow their own aesthetic philosophy, and at least one is working to try and tear down works of art created by the other groups.

Ask Mordrigaarz what he's been up to and you're likely to get the bile beaten out of you for infringing on his turf. Ask someone from the Hive and they might mention that Mordrigaarz and his merry band



are a bunch of thugs that wander around the Hive starting brawls, which is a bad thing. On the other hand, he tends to protect them when he thinks they're threatened - it's his job to mess with them, and nobody else's. There's a reluctant gratitude among many Hivers for his efforts, because he's cleaned up the neighborhood to some extent... even if his reasoning is anything but benevolent. Often he'll choose a criterion that he decides Hivers must fit, and goes around harassing folks based on that criterion as "outsiders" (even if they actually are Hivers). Some days it may be the color of their clothes; other days he may pick on folks for not rolling their r's in the "proper, Hiver way". Still, most Hivers just know to give him a wide berth and let those less wise in the ways of the Hive get accosted by the Xaositect gang.

Ask Sister Cade and she'll give a speech on her current newfound faith. Though her faith is deep, abiding, and downright fanatical from time to time, it is also inconsistent. She's worshipped over forty-three different gods, and doesn't look to have settled on one yet, remaining nothing more than an acolyte. While one might think the churches and temples of Sigil would have given up on her already, her deep faith is a much-desired commodity... however brief it may be. Perhaps there's something special about it, or perhaps each religious leader simply wants to be the one that finally makes her settle down.

Ask Karan and chances are he'll chat you up for a bit of chaos-speak, and perhaps try and recruit you, but he will always deny ever having been missing. Of course, most people never see Karan around anymore, and most sightings are passed from a relative of a friend of a friend. Some say there's a group of Chaosmen still going around and impersonating Karan. Others say he never got Mazed in the first place. Some say that Karan was never a "member" to begin with, but instead is a primal force of chaos that just often wears a similar face. A few even claim that there never was a Karan, and that he was a disguise for various Xaositects all along (it certainly would explain his odd absences). But the truth, as with most things Xaositect, is shrouded in chaos.

There are, naturally, many other groups of Xaositects running around with their various agendas. There's the group running around and trying to forcibly implant slaad eggs in others. There's the group down in Menausius trying to make sure conflict between the Fraternity of Order and the Harmonium sparks up. There's a group trying to go research a way to make elementals insane. If you can think of it, there's probably a Xaositect that will do, has done, or currently is doing it.

## Allies

The Chaosmen may not be predictable, but their allies often are. The Revolutionary League and Doomguard are traditional allies for the Xaositects, but that's got more to do with the chaotic tendencies of those factions than any active attempt by the Xaositects to court them. Truth is, the Xaositects have been allies with nearly all of the factions at one point or another, but their unreliability makes most folks steer clear of them. More foolish Anarchists and Sinkers sometimes treat the Xaositects as a destructive tool, figuring that if they can get enough Chaosmen in one spot, destruction and anarchy will ensue. This sort of plot works just about as often as it fails. The Xaositects might indeed riot, party, or go to war, but it's just likely that they'll do something less disruptive, such as build a misshapen statue dedicated to St. Cuthbert or take a group nap.

## Enemies

It isn't hard to figure out who the Xaositects are most often at odds with - the Harmonium and the Fraternity of Order. While not deliberately opposed to the Harmonium, the Chaosmen naturally find themselves at odds with the Hardheads, especially due to the fact one of their number was responsible for killing a Harmonium factol. Even so, they're not taken to be as serious a threat to Harmonium unity as the Revolutionary League or the Free League. Surprisingly, they clash less often with the Fraternity of Order. Even when the Chaosmen stick their noses into orderly affairs, the Guvners' academic perspective often keeps them from being dragged into outright conflict.

More recently, the Xaositects have run afoul of the Sons of Mercy. While the two groups haven't conflicted often, the chaotic nature of the Xaositects means they often break the law, and they have run into the Sons trying to uphold it. Just as often, though, a Son has upheld the rights of an unjustly persecuted Chaosman, and the two groups' flexible natures has kept them from conflicting on a serious basis - so far.

### ***Slaadibrid***

Some call the Xaositects barmy, and their latest innovation isn't going to disprove that by a long shot. Research performed on Ylem, a modron that somehow got fused with a slaadi egg, has yielded a ritual that lets anyone become "half-slaad". The catch, though, is that one has to be pretty tough to survive the process, and the person that performs the ritual better know what they're doing. Ultimately, success means the person gets some of the physical power of a slaad, but there is also a often a mental regression. Those with arcane training prior to the process suffer less regression, but aren't quite as physically adept.

Needless to say, there aren't a whole lot of these things walking around as of yet. Their offspring (as much as such a thing should be contemplated) are most likely going to become a chaonds. Ironically, a relatively large number of chaonds have sought the process, figuring that if they're not going to be accepted as human... they might as well get closer to their heritage. Of course, the fact this makes one into a highly efficient killing machine doesn't hurt, either.

Hit Die: d8

Requirements

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

Faction: Xaositect

Race: Any non-outsider

Base Attack Bonus: +6

Base Fortitude Save: +5

Feats: Great Fortitude, Toughness

Special: Must fail a save against the red slaad's implant special attack, and another Xaositect with at least 8 ranks in Knowledge (arcana) and 2 ranks in Knowledge (limbo) must make a Heal check against DC 20 to properly fuse the slaad egg with the character. Characters that attempt the ritual without fulfilling the prerequisites die in a horrible fashion, rendering one's body completely useless (too mangled and fused with slaad flesh) for raise dead attempts and the like. A character cannot multiclass out of the slaadibrid PrC; all 5 levels must be obtained before one may continue in any other class.

Class Skills

The slaadibrid class skills (and the key ability for each skill) are Climb (Str), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Spot (Wis).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+1	+2	+2	+2	Coloration, Slaad Hybridization
2	+2	+3	+3	+3	Slaad Weaponry
3	+3	+3	+3	+3	Slaad Musculature
4	+4	+4	+4	+4	Slaad Physiology
5	+5	+4	+4	+4	Slaad Apotheosis

### Class Features

The following are features of the slaadibrid prestige class.

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

**Coloration:** The slaadibrid gains a green color if she has arcane spellcasting or spell-like abilities (only if cast like an arcane spellcaster) at 1st level. Otherwise, the coloration of the slaadibrid is blue.

**Slaad Hybridization:** The slaadibrid gains some minor slaadi traits. Her coloration becomes apparent, and her facial features become more flat and squashed. The slaadibrid gains +2 Strength. In addition, a blue slaadibrid loses some of her mental capacity but gains greater physical prowess, losing -2 Wisdom but gaining +2 Dexterity. Her alignment automatically takes a step towards chaotic on the law-chaos axis, becoming neutral if lawful, becoming chaotic if neutral, and remaining chaotic if chaotic. Furthermore, she can never become lawful again. She also gains the special abilities of acid, cold, electricity, fire, and sonic resistance 5.

**Slaad Weaponry:** At 2nd level, the slaadibrid's natural weapons manifest, growing claws as most of its teeth become canine. Her jaw becomes more pronounced, widening and sometimes jutting out. A green slaadibrid gains two natural claw attacks of 1d4 and a natural bite attack of 1d8. A blue slaadibrid gains instead bone hooks that provides two natural rake attacks of 1d6 and a natural bite attack of 1d8. The skin hardens and toughens, granting a +2 natural armor bonus to both types of slaadibrid.

**Slaad Musculature:** At 3rd level, the slaadibrid gains further might, her body hunching slightly and bulging with muscles. She gains an additional +2 Strength (for a total of +4 Strength).

**Slaad Physiology:** The slaadibrid's bulk increases further as her mentality regresses, increasing an additional +2 to Constitution (for a total of +4 to Constitution) and increasing the natural armor bonus to +4. And addition, a blue slaadibrid's mind regresses further, granting it -2 to Intelligence.

**Slaad Apotheosis:** The process completes, and the slaadibrid's type is now considered to be an outsider, and the slaadibrid gains the subtype (chaotic). The slaadibrid gains the chaotic alignment and loses the law alignment if she had it. Finally, the abandonment of human physiology allows her to heal much more swiftly, and she gains Fast Healing 2.

## Wild Mage

While a lot of Primes claim to have developed wild magic, the truth is that it's been seen sporadically in the Xaositect faction for millennia. Seemingly, the secrets are lost every now and then, and rediscovered centuries later, and the new "inventors" pat themselves on the back. It's not always been the Xaositects pioneering in it, either. Fraternity of Order records show that they experimented with it prior to their move to Mechanus, though they abandoned such research as "unreliable". Some Doomguard developed a particularly potent version that ended up destroying its creators. Even the Revolutionary Order toyed with it for a time, before realizing that it was ill-suited to covert activity.

Quake Lavender is one of the most prominent wild mages in the faction, and it's her recent teachings that have lead to it slowly spreading amongst the faction. Everybody knows it's a sort of fad, and that nobody will focus on it long enough to make it faction tradition, but right now it's got a solid following. This is, of course, to the dismay of anybody around them. While random magic may seem fun and quirky at first, it quickly becomes annoying and sometimes downright destructive. Not the Xaositects mind at all, but everybody who watches the wild mages feels its only a matter of time before one of their spells is flung at the wrong high-up, or the trouble possible with a miscast wish...

Hit Die: d4

Requirements

To qualify to become a wild mage, a character must fulfill the following criteria.

Base Will Save: +5

Skills: Knowledge (arcana) 4 ranks, Spellcraft 8 ranks

Feats: Wild Magic

Spellcasting: Ability to cast 2nd-level arcane spells

Class Skills

The wild mage class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Intimidate (Cha), Knowledge (arcana, Int), Knowledge (local, limbo) (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Enhanced Wild Magic	+1 spellcasting level
2	+1	+0	+0	+3	Master of Chance	+1 spellcasting level
3	+1	+1	+1	+3	Warp Countermagic	+1 spellcasting level
4	+2	+1	+1	+4		+1 spellcasting level
5	+2	+1	+1	+4	Hand of Wonder	+1 spellcasting level
6	+3	+2	+2	+5	Greater Wild Magic	+1 spellcasting level
7	+3	+2	+2	+5	Wild Resistance	+1 spellcasting level
8	+4	+2	+2	+6	Warp Ambient Magic	+1 spellcasting level
9	+4	+3	+3	+6		+1 spellcasting level
10	+5	+3	+3	+7	Wild Magic Aura	+1 spellcasting level

Class Features

The following are features of the wild mage prestige class.

**Weapon and Armor Proficiency:** Wild mages gain no proficiency in any weapon or armor.

**Spells per Day:** When a wild mage level is gained, the spellcaster gains new spells per day as if he had also gained a level in whatever arcane spellcasting class he belonged to before adding this prestige class. He does not, however, gain any other benefit a character of that class would normally gain. This essentially means that he adds the level of wild mage to the level of whatever other arcane spellcasting class the character has, then determines spells per day and caster level accordingly. If the character had more than one arcane spellcasting class before becoming a wild mage, he must decide to which class he adds each level of wild mage for the purposes of determining spells per day.

**Enhanced Wild Magic:** The wild mage may choose to add +1 to the caster level of a spell he casts. If he does so, any wild surge attained is rolled on the enhanced wild magic table, listed below. This bonus increases to +2 to caster level at 5th level and +3 to caster level at 10th level.

**Master of Chance (Su):** Due to the wild mage's luck with wild magic at 2nd level or higher, when using a magic item with a random effect such as a rod of wonder or a deck of many things he may roll (or draw) twice and choose which of the two results you desire. The other result does not take effect. Furthermore, when casting any spell with a random effect or chance such as *random action* or *teleport*, he may also roll twice and choose which result he desires. This does not function with spells where a roll determines the potency of effect (such a damage or amount of hit dice), but only when a roll determines whether or how a spell functions. Despite the description of *random action*, this can be used to modify its roll. However, this may never be used to modify the results of the wild magic DC roll or a wild surge roll.

**Warp Countermagic:** Whenever performing a counterspell at 3rd level or higher, the wild mage may use any spell of the same school and level for a countermagic attempt. However, rather than cancelling a spell effect, it makes it as if the spell was being cast in a wild magic zone.

**Hand of Wonder (Su):** Once per day at 5th level, the Wild Mage can create an effect identical to the rod of wonder. This effect may not be modified by the master of chance class ability.

**Greater Wild Magic:** Whenever rolling for a wild surge at 6th level or higher, the wild mage may roll twice and take the one result he likes. The other result is ignored.

**Wild Resistance (Su):** At 8th level, wild magic has become a part of the wild mage's very soul. Any spell cast against with the wild mage as the target is considered to be cast as if it was cast in a wild magic zone. Area effects that include the wild mage are not hampered by this effect. This effect can be cancelled as a free action and resumed as a free action.

**Warp Ambient Magic (Su):** At 9th level, a wild mage can purposefully use magic rituals to pervert an area's magic, causing it to become twisted into a wild magic zone. This is done just as if creating a magic item, but it permanently infects an area with wild magic. He must spend 20,000 gp on raw materials as a base, and it covers 1 square foot for every additional 50 gp expended. Warping an area requires one day for each 1,000 gp spent in its construction and 1/25 of the gp price in xp.

Wild Magic Aura (Su): At 10th level, a wild mage can extend a field of wild magic from his aura, creating a wild magic zone that radiates 30 ft. around him, moving with him. The effect can be cancelled as a free action and resumed as a free action.

### Enhanced Wild Surge Table

*DMs are encouraged to develop additional wild effect tables at their own whimsy.*

Roll(d%)	Enhanced Wild Surge Effect (ignore if inapplicable)
1-5	Add 1d4 levels to the caster level of the spell
6-10	Subtract 1d4 levels from the caster level of the spell
11-15	Spell is enhanced by the extend spell feat at no slot "cost"
16-20	Spell has its duration reduced to half (concentration, permanent, or instantaneous durations are unaffected)
21-25	Spell is enhanced by the enlarge spell feat at no slot "cost"
26-30	Spell has all variable, numeric effects reduced by half
31-35	Spell is enhanced by the empower spell feat at no slot "cost"
36-40	Spell has its range reduced to half (only applies if range is numeric)
41-45	Spell is cast, but the spell or spell slot is not exhausted by the casting
46-50	Spell is cast, but it exhausts an additional spell of that level for that day (chosen by the caster)
51-55	Spell fails, but the effect of a rod of wonder is produced instead (no spellcasting slot or spell components are consumed)
56-60	Spell's target is changed to the caster (if this is impossible, spell fails)
61-65	Spell's target is now random*
66-68	Spell fails **
69-70	Spell fails (no spellcasting slot or spell components are consumed)
71	Spell functions, but a glitterdust effect surrounds character in a 30' radius for 1d4 rounds***
72	Spell functions, but a confusion effect surrounds character in a 15' radius and lasts 1d4 rounds***
73	Spell functions, but an obscuring mist effect surrounds character in a 30' radius and lasts 1d4 rounds***
74	Spell functions, but an entangle effect surrounds character in a 40' radius and lasts 1d4 rounds***
75	Spell functions, but a grease effect surrounds character in a 10'x10' square for 1d4 rounds***
76	Spell functions, but a healing circle effect emanates from character in a 20' radius***
77	Spell functions, but a daylight effect surrounds character in a 60' radius for 1d4 rounds***
78	Spell functions, but a darkness effect surrounds character in a 60' radius for 1d4 rounds ***
79	Spell functions, but a cloudkill effect surrounds character in a 30' radius for 1d4 rounds***
80	Spell functions, but a mind fog effect surrounds character in a 20' cube for 1d4 rounds ***
81	If the spell inflicts energy damage, that damage is changed to fire damage
82	If the spell inflicts energy damage, that damage is changed to cold damage
83	If the spell inflicts energy damage, that damage is changed to electricity damage
84	If the spell inflicts energy damage, that damage is changed to acid damage
85	If the spell inflicts energy damage, that damage is changed to sonic damage
86	Spell functions, but the caster's hair sticks out on end for 1d4 hours
87	Spell functions, but the caster loses all pigmentation and coloration, becoming stark white for 1d4 days
88	Spell functions, but a puff of smoke and ash covers caster with brimstone-scented soot
89	Spell functions, but caster is polymorphed to the opposite sex for 1d4 days (no save possible)
90	Spell functions, but caster's eyes bleed (no actual damage, only minor blood loss)
91	Spell fails, and the caster takes temporary ability damage equal to the level of the spell to the ability used for the spell **
92	Spell fails, and the caster takes HP damage equal to the twice the level of the spell **

- |     |   |
|-----|---|
| 93  | Spell fails, and the caster is potentially infected with wild cancer (Fortitude DC 16, incubation 1 day, 1d4 Con)   |
| 94  | Spell fails, and a random magic item of the caster must make a Will save against a DC of 10 + spell level or have all magic properties removed permanently (artifacts are unaffected) |
| 95  | Spell fails, and the caster is stunned for 1d4 rounds   |
| 96  | Spell functions, and the target is stunned for 1d4 rounds   |
| 97  | Spell functions, and the target is now considered fatigued  |
| 98  | Spell functions, and the target is dazzled for 1d4 rounds   |
| 99  | Spell functions, and the target is effectively polymorphed as polymorph other into a creature of the DM's choice (Fortitude save DC 10 + spell level)                                 |
| 100 | Spell is maximized, and all saving throws made to resist it have a -2 penalty   |
- 

\* This is determined by using the Splash Weapons diagram (page 138 of the Players' Handbook), affecting the closest target within 5' that is not the intended target. If there is more than one applicable target, determine the target randomly, and if there are no applicable targets, the spell is used up and fails.

\*\* The spell or spell slot is still used up, and any spell components are still consumed.

\*\*\* The DC of this effect is 10 + the level of the spell cast. Caster level (if necessary) is equal to the spell's caster level. The caster's hex is considered unaffected, but the surrounding area is considered affected.

## ***Xaotic***

It's said that no Chaosman plans to be a Xaotic - it just happens. When one becomes enough with chaos for long enough, it becomes like an infection, a gift to be spread. Xaotics are those who find the chaos in their souls and stoke it, bringing it forth for a variety of effects. Whether they do it on purpose or incidentally varies, but all that really matters is that they do it. As such, they make some of the most disruptive Xaositects, breaking down order with their mere presence.

Of course, greybeards point out that Xaotics are a conundrum. While embodying chaos, they all develop similar abilities, so obviously they aren't all that chaotic, are they? Other greybeards point out in turn that even slaadi have their own order as well, divided into neat color-coded subdivisions, so the following conclusion is achieved: it isn't so important, despite the assumptions of many a prime, that chaotic be distinctive or individual in nature. Rather, the Xaotics' spread of chaotic energy is proof enough of their lawless nature. But, ultimately, trying to make sense of it is a fool's game.

Many bosses are Xaotics, or become Xaotics over time. After all, the pure quality of chaos in a Xaotic is undoubtedly inspiring to those to aspire to loose themselves completely from order, and the Xaotics lead by example (if not authority). While there's no true rank and file to the Xaositects, the Xaotics serve as a guiding light for the faction. Naturally, they only do so in spurts, though, often abandoning their followers just as often as they lead them.

Hit Die: d8

Requirements

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

Faction: Xaositect

Alignment: Any chaotic

Base Attack Bonus: +4

Base Fortitude Save: +2

Base Reflex Save: +2

Base Will Save: +2

Feats: Any two feats with the faction requirement of 'Xaositect'

### Class Skills

The xautic class skills (and the key ability for each skill) are Bluff (Cha), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Innuendo (Wis), Intimidate (Cha), Knowledge (any, taken separately, Int), Read Lips (Int), Search (Int), Sense Motive (Wis), and Use Magic Device (Cha).

Skill Points at Each Level: 4 + Int modifier

Level	BaB	Fort	Ref	Will	Special
1	+0	+0	+2	+0	Enhanced Wild Spirit, Hidden Chaos
2	+1	+0	+3	+0	Friend of Chaos
3	+2	+1	+3	+1	Confusing Aura
4	+3	+1	+4	+1	Bonus Feat
5	+3	+1	+4	+1	Chaos Shield
6	+4	+2	+5	+2	Burst of Chaos
7	+5	+2	+5	+2	Freeing the Inanimate
8	+6	+2	+6	+2	Bonus Feat
9	+6	+3	+6	+3	Law's Bane
10	+7	+3	+7	+3	Chaosmaster

### Class Features

The following are features of the xautic prestige class.

**Weapon and Armor Proficiency:** Xautics gain proficiency with any simple or martial weapons and light armor.

**Hidden Chaos (Su):** This functions as the nondetection spell as if cast by a spellcaster of the xautic's character level, except that is always on the xautic and only functions against creatures of lawful alignment. This ability can be suppressed or resumed by her as a free action.

**Enhanced Wild Spirit:** The bonuses from the Wild Spirit feat are doubled - so the Xautic gains +2 to save against any spell or special ability of a lawful exemplar, and +4 to save against any spell with the lawful designator.

**Friend of Chaos (Su):** At 2nd level, luck favors the xautic, and often saves her from the worst possible outcomes. Once per day, she can reroll one roll just made and gain a +2 luck bonus on it. She must take the result of the second roll. At 7th level, this can be used twice per day, and at 10th level, this can be used three times per day.



**Confusing Aura (Sp):** At 3rd level, this functions for the Xaotic as the spell *confusion* as if cast by a sorcerer of the xaotic's class level (DC 10 + spell level + Charisma modifier). This ability can be used three times a day.

**Bonus Feats:** The xaotic gains a bonus feat at 4th and 8th level. This may be chosen from any of the general feats with the faction listing of "Xaositects". The xaotic must still meet any requirements of a feat to choose it.

**Chaos Shield (Su):** At 5th level, the xaotic is protected by random chance and happenstance. Attacks that would hit her occasionally go wild or are stopped through convenient coincidence. Any attack directed at her suffers a 10% miss chance. This is cumulative with other miss chances, such as due to concealment.

**Burst of Chaos (Sp):** The xaotic can create a burst of chaotic energy at 6th level, creating an effect that works identically to *chaos hammer* as if cast by a sorcerer of the xaotic's class level. This spell-like ability can be used three times a day.

**Freeing the Inanimate (Sp):** At 7th level, the xaotic gains the ability to cast animate objects once a day as if cast by a cleric of his class level. This is a spell-like ability.

**Law's Bane (Sp):** At 9th level, the xaotic becomes protected against lawful beings of all sorts. This works as *protection from law* as if cast by cleric of the xaositect's class level, but the duration is unlimited. This spell-like ability can be dispelled, but the xaotic can resume it as a free action.

**Chaosmaster (Su):** At 10th level, the xaotic "jinxes" others, often to his own benefit. Once per day, he can force a visible creature within 60 feet to reroll a roll it has just made. This can be done at any time, including another creature's action, and does not take up any sort of action for the xaotic. The targeted creature must make a Will saving throw at a DC of 10 + half the xaotic's character level + the xaotic's Charisma modifier or be forced to discard the original roll and reroll.

### *Ex-Xaotics*

A xaotic loses her class abilities if she loses her chaotic alignment. If she regains the chaotic alignment, she regains her class abilities. In addition, she may not advance in this class while non-chaotic.

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## *FAC+ION VS. SECT*

Used to be you could tell the difference between a sect and a faction. The fifteen factions held power in Sigil and everybody else was a sect. Now that nobody's holding power in Sigil, the two terms are used in a traditional sense. Most groups that were sects are still regarded as sects, along with most new groups. Guvners have gotten over debates in their classifications of groups - some say the Ring-Givers are a sect, and are still a sect, while others say their growing influence reclassifies them as a faction. Other Guvners say the Doomguard is now a sect, their faction weakened to the point where it can't be considered by learned people to have any sort of widespread influence.

But, ultimately, that's the telling point between factions and sects - influence, or at the very least, potential influence. Sects are the groups with less influence across the planes as a whole, for one reason or another, while factions are those groups with both a multiversal scope and a means of fulfilling that scope. What's represented here is the popular view of things... what most folk, at least in Sigil and the Great Ring, consider to be the lesser groups of the multiverse. To a certain extent, the classification is arbitrary, but most Planar-minded folk consider it important, even if they don't agree on what a faction is, much less which falls into which category.

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## FAC+IΘN FANA+IC CLASS

Sometimes, joining a faction isn't enough. A rare few dedicate themselves wholly to their faction, putting both mind and body into their belief. These folks come across as fanatics to most, but their purity of belief grants them power, sometimes beyond even that of a faction's militant or arcane suborders. Their fanaticism derives not from loyalty to the faction, but a willingness to believe that is beyond even that of most servants of the Powers.

Faction fanatics are not particularly common to any particular faction or profession, though they require a certain amount of self-sacrifice to belief and a firm resolve. Rarely does somebody become a faction fanatic if their alignment or profession is counter to that of the faction. Many faction fanatics are factotum, though most faction fanatics find themselves gaining stature within the faction rapidly. The rare exceptions are those faction fanatics that are so extreme in their belief as to alienate most other members of the faction.

Hit Die: d8

To qualify to become a faction fanatic, a character must fulfill the following criteria.

Base Attack Bonus: +4

Base Fortitude Save: +2

Base Reflex Save: +2

Base Will Save: +2

Skills: Knowledge (factions & guilds) 3 ranks.

Feats: Any two faction feats from the same faction.

Special: You must be the member of a faction.

### Class Skills

The faction fanatic's class skills (and the key ability for each skill) are Concentration (Con), Gather Information (Cha), Intimidate (Cha), Knowledge (factions & guilds, Int), Knowledge (history, Int), Knowledge (the planes) (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special
1	+0	+2	+0	+2	Bonus Faction Feat
2	+1	+3	+0	+3	Bonus Faction Feat
3	+2	+3	+1	+3	Bonus Faction Feat

### Class Features

The following are features of the faction fanatic prestige class.

Weapon and Armor Proficiency: Faction fanatics gain no proficiency with armor or weapons.

Bonus Faction Feat: At each level, the faction fanatic gains a bonus feat from the faction he belongs to - in other words, any feat with that faction as a requirement. Furthermore, he may take any feat as a bonus feat as long as it is a requirement of any of the feats that have his faction as a requirement. He must still be able to meet any other prerequisites of the feat he is choosing to select it.

Multiclassing Note: A paladin or monk may return to their base class after taking this prestige class without restriction, as long as their faction is one of the following: Fraternity of Order, Harmonium, Mercykillers, Sodkillers, or Sons of Mercy.

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## SECT+S AND EX-FAC+IONS

The following are the almost-rans - those that didn't make it into main list of factions. Some are dead and aren't as of nearly as much consequence anymore, others only work in a single part of the multiverse, while others are just small or dying. That doesn't mean, though, that they don't have an impact - for example, The Anarch's Guild is very important in Limbo, and the Primal are very important in the Inner Planes - but that they just don't play in the big picture.

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### THE ANARCHS' GUILD

A guild of githzerai, the Anarchs (not to be confused with Anarchists) are not brought together by a belief, but rather, a skill. Also known as Chaos Masters or Groundsmen, they help maintain the various communities of Limbo, keeping them stable through their mastery of chaos-shaping. The grand majority of them are githzerai, with only a handful of other races being trained as a great favor from the githzerai race. Most remain in Limbo, and very few venture outward - most have a desire to maintain their home towns there.

Despite recent attempts by other groups, such as a radical group of Guvners, to learn chaos-shaping, the Anarchs have kept a very tight grip on their skill. Ironically for their location, they remain largely the same despite the recent plane-shaking events, continuing on as they always have.

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### ESCHA+ON

This cult is unified by the simple belief that the end is near. The fact that they've existed for over a millennium and still think this may seem self-defeating, but there are always new members inspired by doomsday prophecies and the timeless march of change to replace those that figure out it's all a bunch of bunk. Still, they've always remained small, and it can be argued that the idea has outlived any sort of organization - most believe that the group has gone through a number of incarnations that all have just taken up the same name (though the few familiar enough with them often call them the Naysayers).

They made a big showing during the recent Faction War, and membership seemed to swell for a bit to make them a proper sect or maybe even a faction, but it died down just as fast. Nowadays they're relegated to shouting from Sigil's street corners, pointing back several years to the impending doom of the planes. Of course, most people have written off as nothing more than a hiccup, but that doesn't stop them.

## GODSLAYERS

A splinter group of the Athar, the Godslayers hold much the same beliefs of their former faction, but take them to a further extreme. Rather than deny gods their worship, they're more inclined to find ways to kill powers. Of course, they haven't had a lot of luck, but that hasn't stopped them from planning and dreaming of the day they do. Most folks see them as a bunch of lunatics, even compared to most other factions or sects. Supposedly, they hone their skills on the powerful creatures of the Astral and elsewhere, training for the day they'll finally take on a power.

Rumor has it they were going to ally with the Mercykillers in an attempt to take down various powers that needed punishment, but the dissolution of the Mercykiller faction has seemingly cut that notion short. If they have a new plan to fulfill their goal, it hasn't come to light. To most folks, they're just rattling their bone-boxes... dreaming of an outcome that'll never happen.

## THE BELIEVERS OF THE SOURCE

A Sigil faction, the Godsmen believed that all things carried a divine spark, and the universe was a series of tests designed to hone that spark to higher and higher heights. The Faction War saw them scattered in the aftermath, and the majority of them went to form the new faction known as the Mind's Eye, with a smaller group joining up as a part of the Wild Union. More on the Believers of the Source can be found in the Mind's Eye and Wild Union descriptions.

***Empyrean Bard***

Luce was both a mathematician and a musician, who believed that all moments in time had a unique sound. While this sound, which he dubbed an "empyrean resonance," was too high to be heard, he believed they could transposed down several octaves, so that mortal ears could hear them. In this way, several moments of time could be strung together, creating music out of each moment's resonance. The concept caught on like wildfire and quickly spread throughout the Cage, as residents flocked to concerts where they would here the empyrean melodies of a grand fountain, a busy street, or a great battle.

In the last few years, a bard named Marician has taken empyrean melodies further. After much training, meditation, and work on the complex mathematics behind the melodies, he taught himself how to hear the melodies with the naked ear, and studied them intensely. In time, he came to understand that they not only reflected reality, but affected it as well. By singing empyrean melodies transposed down to vocal range, he has learned to change reality with his songs, and has gathered about him many young Godsmen eager to learn his ways. Marician and his followers believe that empyrean melodies are the source of reality, and perhaps a manifestation of the True Source itself. Surely, by studying it, they can achieve the divinity so sought after by all Godsmen.

To qualify as an Empyrean bard, a character must fulfill all of the following criteria.

Skills: Perform 8 ranks, Knowledge (Mathematics) 5 ranks

Other: Must be able to cast 1st level arcane spells, Harness Divinity

**Class Skills**

An Empyrean Bard's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), Concentration (Con), Craft (Wis), Diplomacy (Cha), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Intimidate (Cha), Jump (Str), Perform (Cha), Spellcraft (Int), and Tumble (Dex).

Skill Points at Each Level 4 + Int modifier.

Level	BaB	Fort	Ref	Will	Special	Spells per Day
1	+0	+0	+0	+2	Empyrean Ear, Empyrean Performance (Moving Tune)	
2	+1	+0	+0	+3	Empyrean Performance (Metamagic Performance)	+1 spellcasting level
3	+2	+1	+1	+3	Empyrean Performance (Song of What Is Not)	
4	+3	+1	+1	+4	Empyrean Performance (Skillful Composition)	+1 spellcasting level
5	+3	+1	+1	+4	Empyrean Performance (Reality Allegro)	
6	+4	+2	+2	+5	Empyrean Performance (Empty Chord)	+1 spellcasting level
7	+5	+2	+2	+5	Empyrean Performance (Song of What Is)	
8	+6	+2	+2	+6	Empyrean Performance (Healing Tune)	+1 spellcasting level
9	+6	+3	+3	+6	Empyrean Performance (Antimagic Song)	
10	+7	+3	+3	+7	Empyrean Performance (Divine Melody)	+1 spellcasting level

### Class Features

All of the following are class features of the Empyrean Bard

Hit Die: d6

Weapon and Armor Proficiency: Empyrean Bards gain no new weapon or armor proficiencies.

Spells per day/ Spells known: Whenever an Empyrean Bard gains a new level, she gains new spells per day and spells known as if she had gained a level in an existing spellcasting class. If she has levels in more than one spellcasting class, she must choose which one to apply this to.

Empyrean Ear: An Empyrean Bard can hear the empyrean melodies of the multiverse. These melodies are always heard by the bard, though it never interferes with her normal hearing. The melodies are always appropriate to the situation. The Melodies at a festival might sound light and cheerful, while those of a battle would be soaring and dramatic. This allows the bard to better interpret what's happening around her, giving her a +2 bonus to Sense Motive checks.

Empyrean Performance: Empyrean Performance grants the bardic music ability of bards, and Empyrean Bards gain an extra performance every level, just as normal Bards do. However, using empyrean melodies, a bard can create musical effects far beyond that of other bards. An empyrean performance counts as a bardic music use except they consume two uses of the ability, instead of one.

**Moving Tune:** Thoughtful Rhythm is the most basic of empyrean melodies. It can only subtly influence reality changing the mood of a situation. Those listening to a Moving Tune have their attitudes adjusted one step in any direction in respect to any other creature. She can affect a number of hit dice with this ability equal to her ranks in perform.

**Metamagic Performance:** An Empyrean Bard may weave empyrean melodies into the verbal components of the spells she casts. This allows her to cast any spell as if she had any metamagic feat. The bard must still cast the spell at a higher level as this ability only simulates having the feat. Metamagic Performance counts as a number of bardic music uses equal to twice the number of extra levels required by the metamagic feat. For instance, Rogar, an Empyrean Bard, wishes to cast an empowered *sleep* spell. Empower spell requires that the spell be cast in a slot two levels higher, so Rogar must cast *sleep* as a third level spell, and he uses up four bardic music uses. If a metamagic feat does not cost any additional levels, it still uses up one bardic music use. Spells affected by Metamagic Performance cannot be cast silently - the Silent Spell feat cannot be used in conjunction with them and are considered to have a verbal component, even if they did not before.

**Song of What Is Not:** By singing empyrean melodies of things that do not exist, an Empyrean Bard may fool others into believing that they do. Singing a Song of What Is Not duplicates the effects of a *major image* spell, as cast as a sorcerer of equal level.

**Skillful Composition:** By singing this empyrean melody an Empyrean Bard may substitute her perform skill for any other skill on any one roll. When jumping, the music lifts her up into the air, when concentrating it soothes her mind, ect.

**Reality Allegro:** By singing a moment's empyrean melodies faster than is natural, an Empyrean Bard can speed up time, at least for her, giving her an extra standard action that round. Reality Allegro is a free action.

**Empty Chord:** By singing an Empty Chord, an Empyrean Bard can interfere with the empyrean resonances of any creature or object, dealing damage to it. When using Empty Chord, the Empyrean Bard makes a Perform check and deals half the result of that check in damage to any single target. If the target is a living creature, it is allowed a Will save for half damage.

**Song of What Is:** By singing empyrean melodies of things that are not, she may bring them into existence. Singing a Song of What Is duplicates the effect of a *major creation* Spell.

**Healing Tune:** By singing this empyrean melody, a bard may weave her own divine energy into the song of the moment, healing all listeners a number of hitpoints equal to half her performance check.

**Antimagic Song:** Magical effects have empyrean melodies as well, and by disrupting these, an Empyrean Bard may duplicate the effects of a *dispel magic*.

**Divine Melody:** The ultimate goal of any Empyrean Bard is to unlock her own divinity through song. Divine Melody allows her to cast any divine spell as if she were a cleric of equal level. To do so, she must first make a perform check, the DC equal to twice the level of the spell she wishes to cast plus 10. This ability costs a number of bardic music uses equal to twice the level of the spell emulated. If

she fails her perform check, she still uses up her bardic music uses. Under no circumstances can she cast any spell of a level higher than a cleric of equal level to her character level could cast.

### ***Disciple of the Cycle***

Some Godsmen have died so many times they barely remember what race they started out as. These cutters delve into the depths of the Cycle of Testing, trying new forms each time they die, and learning from each. Though they do not seek death, they understand that death is merely a setback, and another step on the road towards divinity.

To qualify to become a disciple of the cycle , a character must fulfill the following criteria.

Feats: Influence New Form

Other: Must have died and been reincarnated.

#### **Class Skills**

A Disciple of the Cycle's class skills (and the key ability for each) are: Craft (Int), Diplomacy (Cha), Heal (Wis), Knowledge (Religion), Profession (Wis), Sense Motive (Cha)

Skill Points at Each Level 4 + Int modifier.

<b>Level</b>	<b>BaB</b>	<b>Fort</b>	<b>Ref</b>	<b>Will</b>	<b>Special</b>
1	+0	+2	+2	+2	Shapes of the Past, Immunity to Raising, Holistic Reincarnation
2	+1	+3	+3	+3	Mitigate Loss
3	+2	+3	+3	+3	Choose Form

#### **Class Features**

All of the following are class features of the Disciple of the Cycle

Hit Die: d8

Weapon and Armor Proficiency: Disciples of the Cycle gain no new weapon or armor proficiencies.

**Shapes of the Past:** A Disciple of the Cycle may shift into any other race or animal that has previously been one of the Disciple's incarnations during his deaths and rebirths (either due to the Cycle of Testing feat or a normal Reincarnation spell). When he does so, he is considered to completely lose his previous race and acquire the new one, and any equipment carried or worn resizes to fit the new form. There is no time limit to how long he can stay in this form, but if a Disciple of the Cycle stays shifted for more than 1 hour in a day, his experience gain for that day is halved. Additionally, if he spends more than four hours in a day shifted, he loses all special abilities from his Disciple of the Cycle class, and may not gain any more levels in any class until he receives an *atonement* spell. Disciples should learn mainly from their current forms, so as to experience events from all possible angles, and not rely on their past forms.

**Immunity to Raising:** If a Disciple is killed, under no circumstances whatsoever can he be brought back to life except through reincarnation.

**Mitigate Loss:** When a Disciple of the Cycle is reincarnated, he may make a saving throw with a DC of 10+ his character level. If he succeeds, he loses enough experience to meet the bare minimum required for his current level. If the Disciple dies from suicide or gross negligence for his own safety (even including heroic sacrifices on his part) he may not attempt this.

**Choose Form:** Each time the Disciple dies, he may choose his new reincarnation from the list of possibilities on the Reincarnation table or any other race with an ECL of +1 or less. He may not pick any form he has previously assumed; Disciples wish to see life from all possible vantage points. If a Disciple of the Cycle is at least 13th level, he may choose to spend a feat to increase the ECL available to +2.

### Why only three levels?

Like the Wayfarer from Tome and Blood, the Disciple of the Cycle has only three levels. Why? Simply put, while the concept is very interesting, there is simply not enough to do with it to warrant many levels. In addition, a Disciple's main form of offense will be their normal class, not their Disciple class. Therefore, the class becomes less useful the more levels it has. The only other option was to make the abilities a feat chain, and obviously they're too powerful as feats.

### THE CØNVERTS

Seemingly originating out of Limbo, the Converts are dedicated to finding truth by taking up the mantle of others' beliefs. They believe that any belief held too long becomes rhetoric, and that nobody knows how anything works. Therefore, the best way to find the truth of the multiverse is to sample every take on it, and never hold to one belief for too long. Their habit, however, of infiltrating other groups has earned them the nickname of Chameleons or the more derogatory term "Turncoats".

Their numbers have been increased by those disillusioned by recent events, but they're still considered a sect by most, as they're nowhere near widespread and lack any sort of cohesive force or organization. They're still strongest around Limbo and Xaos, but there's a rumor going around that the Converts are just a sub-group of the Xaositects. Of course, there's another crazier rumor that claims vice versa, or that (insert faction here) only still exists because the Converts have bolstered their numbers...

### THE DAUGH+ERS ØF LIGH+

A mysterious group based out of Sigil, the Daughters of Light (also known as the Word-Keepers) went on a purge shortly after the Faction War, rooting out subtle remainders of faction influence in a subtle but violent fashion. They claim to have the Lady's sponsorship, and seem to be based around the idea that conspiracies and secret organizations, deeper than even the factions, run everything. They claim to be the "violators of secrets"... but don't seem to mind the fact that they are very secretive as well. To hear them tell it, they have to become what they fight in order to fight it.

While very active just after Faction War, the Daughters of Light have become quiet as of late, and the factions have been slipping in more and more. Some say that their members have been vanishing, but the tales vary as to the reason why. It could be that they've angered the Lady by claiming to be allied with her for awhile now, perhaps they came too close to influencing Sigil's events as the factions did,



or maybe they've just lost the Lady's fickle favor. For whatever the reason, they've retreated back to the shadows, and some people are starting to wonder if they ever really existed at all.

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#### THE DISPOSSESSED

Also known as Exiles or Chippers, the Dispossessed are an offshoot of the Banished. See, Pandemonium has become a hiding spot or point of exile for any number of folks that have angered rulers across the multiverse. Most of them just gather together to survive in the bleak plane - those are the Banished. The Dispossessed are the few that decide that the Banished are just twiddling their thumbs, and it's up to them to show the universe that they're worthy of power and respect despite the bad hand given to them. Sooner or later this means revenge against whomever wronged them, but typically they go around picking fights and generally being abrasive, inviting the disrespect of others in hopes that they can mold that disrespect into fear and dread.

The Dispossessed have taken a number of exiles from Sigil, but hardly many - most exiles have gone over to more inviting ground. Still, the Dispossessed maintain their "brotherhood", exemplified by their loose system of secret signals and mutual assistance. However, the recent revival of Bane, a Toril deity of Tyrants, has in turn resulted in a growth of his cult within the sect, with a number desiring power over those who which mocked them, even if at the sacrifice of some of their own persona freedom.

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#### THE GUARDIANS

Inspired by the race of celestials known as the guardinals, The Guardians strive to protect good and to defend the defenseless. Their way isn't a forceful one, and they don't demand membership (like the Harmonium) or meddle in others affairs (like the Order of Planes-Militant). Having recently found an alliance with the Sons of Mercy, it seems that the Sons of Mercy are likely to subsume the Guardians in time. This is not necessarily seen as a bad thing, as the two groups are very alike in spirit, but the more conservative in the sect claim that the Sons of Mercy are too proactive... and too concerned with upholding good rather than being good. Their work on the upper planes has earned them an adoring, if strictly local public that calls them things like the Caretakers and the Protectors.

For more on the current state of the Guardians, see the Sons of Mercy description.

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#### HIDDEN HAND

More popularly known as the Merkhants, Misers, or Gold Hounds, the Hidden Hand originated out of the Outlands. Their belief is that money is the purest form of power, and thusly gathering money makes one powerful. Of course, that's only potential power, and so the members make sure they money flows through their hands and into an enterprise of one sort or another - as long as that enterprise gets them back more than what they put in. Master of the deal, most Merkhants keep their beliefs secret, since advertising their greed is a good way to turn deals sour.

Rumor has it that they recently tried to set up some type of organized effort in Sigil, to control the bounty of trade that flows through it, but all that seemed to result of it was a shocking number of dead Miser bodies popping up. Some point a finger at the Daughters of Light or the Planar Trade Consortium, while others figure a single Miser pulled off the ultimate cross-trade and it's just that nobody's noticed yet...

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HUNTERS OF THE VILE

Known almost universally outside of the sect as the “Vile Hunt”, a not-so-subtle poke at their name, the Hunters of the Vile seem to think that animals can talk are a grand perversion. They claim that the Beastlands were once a place of human savagery, and that the present state of affairs is an aberration. They often make forays into the Beastlands to rid it of animal petitioners, while others have gone after awakened animals just out of spite. They often clash with the Wyld Union, the Will of One, and other groups that call the Beastlands or Faunel home.

More recently, rather than kill animal petitioners, they’ve started to shuffle them off-plane, to places where they’ll be killed without joining with their home plane. That way, they hope to influence the Beastlands, and bring the plane itself over to their way of thinking... since they can’t easily get the inhabitants to see things their way.

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INCANTERIUM

Once known as the Magicians or the Wanters, the Incantifiers once held power in Sigil. They were deposed mysteriously, with their Tower Sorcerous vanishing. Most people believe the Lady responsible, while others point to a number of factions that might have pulled it off. They have continued on, but their numbers have dwindled to a handful of survivors and their apprentices. See, they believe that magic is the only true force in the universe, and that wizardry and sorcery are the only arts worth pursuing. Indeed, through mystical means lost to all but them, they become magical beings that feed on spells, magical items, enchantments, and more.

Though individually very powerful, their numbers have only continued to decline to perhaps no more than a few dozen. More often members compete rather than cooperate, and it seems that perhaps in the next millennium, they - and their vast amount of secrets - will be lost forever.

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MATH+EMATI+CIANS

The Mathematicians were an offshoot of the Fraternity of Order, believing that all of the answers to Guvner theories could be found in Mechanus itself. With the Fraternity of Order’s relocation to Mechanus, the Mathematicians have rejoined with their brethren, and are no longer considered a separate group.

More on the Mathematicians can be found in the Fraternity of Order description.

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MERCYKILLERS

Once the union of the Sons of Mercy and the Sodkillers, the Mercykillers dispensed justice across the planes, and were obsessed with the concepts of justice, law, and order. They served as Sigil’s jailers, and saw little issue with breaking the law in the interest of enforcing it. Prior to the Faction War, their leadership pursued their ends fanatically enough that the group rifted, and with the disappearance of their factol, the group splintered in twain.

More on the Mercykillers can be found in the Sodkiller and Sons of Mercy descriptions.

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 ⊕PP⊕SI+I⊕N
 

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Opposers believe that strength comes from conflict. They believe that opposition and adversity breeds power. Thusly, how powerful could one become by opposing everything? Partaking in the ultimate struggles, they will conflict against others even if there's no sensible reason to, or if it might seem foolish to others. The Prime phrase "That which does not kill you, makes you stronger" is something they take deeply to heart. Most originate from the Inner Planes, where the raging elements have helped define their philosophy.

Most folks are inclined to avoid the Opposition for obvious reasons, and their own internal conflicts has kept their numbers stable and low. Recently a large group of Opposers went and had it out with the Ring-Givers, distributing anti-Ring-Giver propaganda. Since it didn't work out, this folks have only redoubled their efforts, shouting from gate-burg squares, though they haven't turned to their blades as an answer as of yet.

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 THE ⊕RDER ⊕F PLANES-MILI+AN+
 

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Spreading good is the goal of the Order of Planes-Militant, and they believe that all of the planes can be converted to the call of good. Of course, a lot of folks disagree, which is where you get the "Militant" part of the name. They focus on expanding the size of Mount Celestia by weakening the forces of chaos and evil, figuring that millennia down the road, all of the outer planes might be dominated by the Mount. Of course, there are some that whisper that they've been pulling the cross-trade on Bytopia and Arcadia, stealing land from even other good planes with their endless proselytize.

Though they exemplify law and good in many ways, The Order's started to ruffle the feathers of even its staunchest allies - namely, the Harmonium and the Fraternity of Order. Some say that the Order of Planes-Militant has gone so far into its own extreme that even other lawful folks are starting to get peery about their ways. While known across the Children of Heaven, the Brethren, the Faithful, or other complimentary names across the upper planes, they're starting to pick up a new name - the Intolerant.

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 PLANARIS+S
 

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The Planarists are basically anti-prime crusaders, seeing quite nearly anything from the prime material planes as a contagion, a plague upon the planes to be wiped out. After all, what right do the primes have to visit the homes of the gods? Why put up with the questions of Clueless one second longer? While others in Sigil undoubtedly agree with their assessment, at the same time their general bigotry has kept them from being little more than a sect. A number of strikes done against "prime puppets" like the Sons of Mercy and Harmonium have only proven to be their undoing, as the return blows from the larger factions have nearly broken them apart entirely.

Their original leader, a eladrin by the name of Cirily, originally advocated the Planarists as a faction. However, the Faction War - and Cirily's disappearance during it - forced the fledgling sect to reconsider its options. Nowadays, they hold Cirily up as a martyr, claiming to be a "concerned group of citizens simply policing our fine planar 'burg". Despite their fringe status (even for a sect) they have been able to at least recruit with stirring speeches holding up former Factol Darkwood, a prime, as the cause of the Faction War. Though few support them openly, the quiet support they have received in Sigil has been disturbing to the more level-headed.

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 PROLONGERS

Most people don't consider the Prolongers a sect at all, though some greybeards do, believing that they were a sect prior to the Great Upheaval that's just degenerated to the point their original beliefs are long lost. Most are just bodies obsessed with staving death off for as long as they can manage, by whichever means they can manage it. Because this often means taking the life-force they need from others, they aren't viewed in a real favorable light by most folks. They don't really stick together either, though somebody out there has to be teaching folks the new trick of surviving at the expense of others.

The more paranoid believe that their lifespan has allowed them to implement plans for the planes on a scale only otherwise held by fiends, celestials, and the like, and that their seeming disorganized manner is simply a ruse to hide their greater machinations. Certainly, some have pointed to a number of sects prior to the Great Upheaval that supposedly let a berk live forever on pure belief, but most consider the Prolongers just a bunch of greedy bastards who can't face getting written into the dead-book properly.

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 PRIMALS

Perhaps one of the most mysterious sects, the Primals aren't real well-known outside of the Inner Planes. Supposedly they believe that their power is dependent on keeping their philosophy secret, but most figure it's got something to do with the basic elemental forces in one way or another. Few advertise their membership, and it's believed they have their own codes and signs to communicate. Some point to runes carved throughout the elemental plane as some sort of Primal signposts, though nothing really exists to support that claim.

Typically, it's said that they approach folks for membership rather than vice-versa, and have a battery of tests for loyalty and subtlety that supposedly make Guvner entrance exams a cakewalk. Some say that their secrecy is because they run most of the communities on the Inner Planes, that they're the hidden rulers of the elements and that things like the genies and elemental lords are just pawns in the Primals' game. Of course, most people write that off as barmy nonsense. After all, the sect would have to be huge for that, and secrecy is harder to keep in numbers...

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 RAGERS

The Ragers are a simple yet dreaded sect defined by one thing: they go around picking fights. See, they think that anger is the ultimate force in the universe, and that it's the spark that ignites the forge. Of course, it's their job to leap headlong into that forge, and start fights to test their mettle and continually grow more refined because it. Some say they were an offshoot of the Believers of the Source, but the Godsmen would vehemently deny that while they were still around. For what it's worth, they only pick fair fights, or at least what they perceive to be a fair fight.

A dying sect, the conflict-prone existence of the Rangers has continued to cut into their membership. They continue to gather members from warriors of various stripes, but time has not been kind to the Ragers, and their way seems to be dwindling.

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 THE SIGN ⊕ F +HE ⊕ NE
 

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A faction of Sigil that believed that one of their number - or possibly all of them - imagined the universe, the Signers were considered firmly barmy by most. When they were dissolved during the Faction War, some of their number joined with the Godsmen, while the more extremist faction, the Will of One, became a new sect entirely.

More on the Signers can be found in the Mind's Eye and Will of the One descriptions.

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 TACHARIM
 

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A sinister "knighthood" largely operating within the Outlands, the Tacharim seems to advocate a very simple philosophy - that evil makes might. It's commonly believed that to them, evil is flexible enough to do what's needed to be done at all times, and greedy enough to snag every bit of potential power along the way. Some say, though, that the Tacharim was just a catspaw of good itself... formed by parties unknown on the upper planes to serve as a constant force to struggle against in lieu of the fiends. Though never considered a major group, even among sects, they are considered to be the bane of goodly-minded folk in the Outlands. It's said that the ruler of Excelsior, in the past, dedicated more time to foiling the Tacharim than actually overseeing his 'burg.

Over five years ago, however, their headquarters in Gehenna was destroyed under mysterious circumstances, along with a lot of their membership. While a number of people across the lower planes still bear the symbol of the "Flower Infernal", it's questionable as to whether they've actually reorganized or it's just a bunch of former members clinging to a dying tradition.

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 THE WILD UNION ⊕ N
 

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The Wild Union is the child of a faction and a sect: the Verdant Guild and the Believers of the Source. When the Believers of the Source drifted apart, a specific group within them had always championed the cause of animals, claiming they carried the divine spark as deeply as any sentient. Meanwhile, the Verdant Guild had always worked to defend nature against "progress", particularly in the Beastlands. The two groups found a common cause in the wake of the Faction War, and decided to form a new union to strengthen their cause.

The Wylders, as they're known, seem to champion the preservation of wildlife in all its forms, and also seem to believe that the ultimate truth can be found by studying the balance of nature and the instincts of animals. While the Verdant Guild always worked covertly to thwart the growth of civilization and the destruction of ecologies, it's starting to step up into outright guerilla raids on those they think provide deeper threats, to the chagrin of many others throughout the Outer Planes.

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 WILL ⊕ F +HE ⊕ NE
 

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Not all of the Sign of One turned over to the Mind's Eye, but those that remained true to their ways are more extreme - one might even say megalomaniacal - compared to their former faction. They seem to think that Terwolfe is "The One", a being that is imagining the rest of reality. To be certain, all of his predictions have come true. But their aim seems to be to prove his power in a big way. But his prediction just prior to the Faction War about the ascension of a god didn't come true, and it resulted in a pretty heavy backlash against the group.

A woman named Prisine is said to be the power behind The One, and a lot of folks are whispering that if The One can really make things happen, she's sticking ideas in his head to make things go his way. Others say that she manipulates events to make things happen as he predicts them. Based out of Dreamhearth in Faunel, the recent claim by Prisine is that "The One" is "distributing his power among the true believers". This has made most of the Will of the One members more than a little cocky, almost like Signers with bigger egos. And those that knew the Signers can tell you that's no small feat...

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### VERDANT+ GUILD

Dedicating to protecting the wild places and things, the Verdant Guild was often found to be at odds with the Hunters of the Vile, and mainly had influence in the Beastlands. Though they always had a broad scope, combining with a splinter group from the Believers of the Source helped them towards achieving that goal.

For more on the new state of the Verdant Guild, see the Wyld Union listed above.

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### AL+ERNA+FE SYS+EMS

Feats and prestige classes are not the only way to handle factions in Planescape. The following systems are presented for you as alternatives to the standard system. As always with alternate systems, check with your DM before you assume these are available for your campaign.

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### BELIEF AS BL+D+DLINES

The in the Planescape setting, there are a number of philosophies attempting to influence the multiverse. While not quite an occupation like a class, they're a bit more potent than your normal feat might represent. Thusly, the concept of bloodlines from Unearthed Arcana may be adopted in order to better represent them.

Unlike bloodlines however, anybody can join a faction given the proper alignment and the will to believe. Many factions have entrance requirements of their own, which vary from exacting to lax. Ultimately, they're a mindset, one backed up by hordes of like-minded individuals. Get enough people together, and belief can grant remarkable abilities.

Belief is defined by the particular faction one joins and the strength of belief in that faction. There are three strengths of belief - minor, intermediate, and major. All true sects and factions have at least a minor belief. This represents somebody that believes, but isn't necessarily willing to stick their neck out for that belief. Alternately, it might represent a sect that has yet to truly make a mark on the multiverse, limiting the power that can be gained from such a viewpoint. Thusly, the belief abilities they gain are relatively minor, and develop very slowly. Major sects and all factions also have an intermediate belief, which represents those that truly believe in the faction. Alternately, it also represents factions that have had only a moderate impact on the multiverse. Major factions, finally, also have a major belief. Those with a major belief tend to be defined by their faction, and their faction has left a rather potent mark on the planes. The "strength" of a faction doesn't necessarily make its believers stronger or weaker, but instead represents the amount a person can derive from it. As times change, the power of various factions waxes and wanes. Similarly, a "minor" faction is perfectly capable of besting a "major" faction, and by no way represents the strength of the organization or its members (though major factions tend to have more dedicated members).

A character may start with a belief of any faction and strength. Since the power granted by belief is slow, this is paid out gradually at certain levels during the character's career. At certain levels, the character must take a level of "belief" in order to support his abilities, as indicated on the table below. If he fails to take this level, he gains a 20% XP penalty and does not gain any further belief abilities. As soon as he takes the required belief level(s), however, he regains all the abilities he would due to his level.

Over the course of his advancement, a character may join a faction freely at any time prior to 12th level. If his level is 1st or 2nd, he may take any level of belief freely. If his level is 5th or less, he may take a minor or intermediate level of belief freely. If his level is 11th or less, he may take a minor level of belief freely. He must still take any future levels of belief required by the belief, however, just as a starting character would. If the character works towards honing his belief further after he would normally take a given belief level, every level he takes increases the strength of his belief by one step - from minor to intermediate, or from intermediate to major.

Belief Table	Belief Strength		
	Minor	Intermediate	Major
1st	12th	6th	3rd
2nd	n/a	12th	6th
3rd	n/a	n/a	12th

A belief level grants no increase in base attack bonus, base saving throws, hit dice or hit points, skill points, class features, spells known, or spells per day. However, it is added to classes for purposes of level-based abilities such as smite evil, bardic knowledge, or spellcaster level, and does not incur any penalties for multiclassing. It also increases one's skill rank maximums (as a level with no class skills).

A faction grants belief traits as per the tables below at the indicated levels. The traits are determined by the faction and the belief strength, with the following qualifiers.

An attribute bonus (such as Wisdom +1) is a permanent +1 increase to the ability score.

A skill bonus grants +2 on checks regarding a certain skill.

If you already have a bonus feat granted by a belief, you may instead select any feat you qualify for in its place.

There are various special traits, some of which are like racial abilities (such as Darkvision 60'), spell-like abilities, class features, or traits unique to that belief. If the trait is new, it is described below the table.

<i>Athar</i>			
Level	Minor	Intermediate	Major
1st	-	-	+2 on Knowledge (religion) checks
2nd	-	+2 on Knowledge (religion) checks	+1 on saves against divine spells
3rd	-	-	Charisma +1
4th	+2 on Knowledge (religion)	+1 on saves against divine	Immunity to bestow curse,

	checks	spells	blasphemy, doom, holy word, and geas / quest.
5th	-	-	Lost Affinity +2
6th	-	Charisma +1	Persuasive
7th	-	-	+2 on Use Magic Device checks
8th	+1 on saves against divine spells	Immunity to bestow curse, blasphemy, doom, holy word, and geas / quest.	Dismissal 1/day
9th	-	-	Wisdom +1
10th	-	Lost Affinity +2	Nondetection 1/day
11th	-	-	Lost Affinity +4
12th	Charisma +1	Persuasive	+2 on saves against divine spells
13th	-	-	+2 on Hide checks
14th	-	+2 on Use Magic Device checks	Banishment 1/day*
15th	-	-	Constitution +1
16th	Immunity to bestow curse, blasphemy, doom, holy word, and geas / quest.	Dismissal 1/day	Iron Will
17th	-	-	Lost Affinity +6
18th	-	Wisdom +1	+2 on saves against divine spells
19th	-	-	+2 on Move Silently checks
20th	Lost Affinity +2	Nondetection 1/day	Nondetection at will

\* This replaces dismissal 1/day.

Lost Affinity: The Lost gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Athar members.

### *Doomguard*

Level	Minor	Intermediate	Major
1st	-	-	+2 on Disable Device checks
2nd	-	+2 on Disable Device checks	Weapon Focus (any one sword type)
3rd	-	-	Strength +1
4th	+2 on Disable Device checks	Weapon Focus (any one sword type)	Sift
5th	-	-	Sinker Affinity +2
6th	-	Strength +1	Entropic Blow 1/day
7th	-	-	+2 on Search checks
8th	Weapon Focus (any one sword type)	Sift	Power Attack
9th	-	-	Dexterity +1
10th	-	Sinker Affinity +2	Improved Sift
11th	-	-	Sinker Affinity +4
12th	Strength +1	Entropic Blow 1/day	Entropic Blow 2/day
13th	-	-	+2 on Craft (weaponsmithing) checks
14th	-	+2 on Spot checks	Weapon Specialization (any one sword type)
15th	-	-	Intelligence +1
16th	Sift	Power Attack	Disintegrate 1/day
17th	-	-	Sinker Affinity +6



18th	-		Dexterity +1	Entropic Blow 3/day
19th	-		-	+2 on Craft (armorsmithing) checks
20th	Sinker	Affinity	Improved Sift	Improved Entropic Blow
	+2			

**Sinker Affinity:** The Sinker gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Doomguard members.

**Sift (Su):** The Sinker can take a full-round action (that provokes attacks of opportunity) to make physical contact with a destroyed object or dead creature, and automatically tell what caused the object to break apart or die, down to the type of damage and what sort of implement or spell was used to inflict the final blow (though not the specific object or creature that inflicted it). For example, it may be possible to discover that "greatsword" or "bite attack" or "magic missile" inflicted the damage, but not the specific blade, species of creature, or spellcasting method. If the destruction was magical in nature, a Spellcraft check is required to identify the spell as if the Sinker was witnessing the spell or ability in question. This is a supernatural divination ability.

**Entropic Blow (Su):** The sinker can declare any attack an entropy blow the indicated number of times per day. If the attack hits it inflicts 1d3 of temporary Constitution damage in addition to the normal damage. If the attack misses, the ability is wasted. Against inanimate objects or creatures with no Constitution score the blow simply inflicts additional damage.

**Improved Sift (Su):** When using the sift ability, the Sinker can discover more about a destroyed object or dead creature. The amount of information he can glean is shown below:

1st round: As listed for sift, above.

2nd round: General type of creature (humanoid, dragon, outsider) or item (weapon, furniture, barrier) prior to death / destruction.

3rd round: Exact type of creature (goblin, blue dragon, red slaad) or item (longspear, chair, fence), prior to death / destruction.

4th round: Glimpse of creature's or object's form just before death / destruction.

5th round: General length of time since the creature or object was killed / destroyed (seconds, minutes, hours, days, months, years, decades, etc.)

**Improved Entropy Blow (Su):** As for entropy blow (above), but the number may be between 1 and 10 rather than 1 and 5.

### ***Fated***

Level	Minor	Intermediate	Major
1st	-	-	+2 on Sleight of Hand checks
2nd	-	+2 on Sleight of Hand	Iron Will

3rd	-	checks	-	Intelligence +1
4th	+2 on Sleight of Hand checks	Iron Will	-	Self-Reliance I
5th	-	-	-	Heartless Affinity +2
6th	-	Intelligence +1	-	Planar Terrain Mastery
7th	-	-	-	+2 on Survival checks
8th	Iron Will	Self Reliance I	-	Great Fortitude
9th	-	-	-	Dexterity +1
10th	-	Heartless Affinity +2	-	Self-Reliance II
11th	-	-	-	Heartless Affinity +4
12th	Intelligence +1	Planar Terrain Mastery	-	Planar Terrain Mastery
13th	-	-	-	+2 on Bluff checks
14th	-	+2 on Survival checks	-	Lightning Reflexes
15th	-	-	-	Charisma +1
16th	Self Reliance I	Great Fortitude	-	Self-Reliance III
17th	-	-	-	Heartless Affinity +6
18th	-	Dexterity +1	-	Planar Terrain Mastery
19th	-	-	-	+2 on Knowledge (the planes) checks
20th	Heartless Affinity +2	Self-Reliance II	-	Self-Reliance IV

**Heartless Affinity:** The Heartless gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Fated members.

**Self-Reliance:** The Heartless chooses a single skill for each iteration of Self-Reliance. This skill is thereafter considered a class skill for the Heartless, regardless of the character's current class. Furthermore, the character gains an additional 4 skill points for this level.

**Planar Terrain Mastery:** This functions as the Horizon Walker class feature of the same name.

### Harmonium

Level	Minor	Intermediate	Major
1st	-	-	+2 on Intimidation checks
2nd	-	+2 on Intimidation checks	Weapon Focus
3rd	-	-	Constitution +1
4th	+2 on Intimidation checks	Weapon Focus	Command 1/day
5th	-	-	Hardhead Affinity +2
6th	-	Constitution +1	+2 on saves against compulsion and fear effects
7th	-	-	+2 on Spot checks
8th	Weapon Focus	Command 1/day	Harmony
9th	-	-	Strength +1
10th	-	Hardhead Affinity +2	Greater Command 1/day*
11th	-	-	Hardhead Affinity +4
12th	Constitution +1	+2 on saves against compulsion effects	Immunity to fear effects
13th	-	-	+2 on Diplomacy checks
14th	-	+2 on Spot checks	Leadership
15th	-	-	Charisma +1

16th	Command 1/day	Harmony	Inspiring Leadership
17th	-	-	Hardhead Affinity +6
18th	-	Strength +1	Immunity to compulsion effects
19th	-	-	+2 on Perform (oratory) checks
20th	Hardhead Affinity +2	Greater Command 1/day	Conductor

\* This replaces command 1/day.

**Hardhead Affinity:** The Hardhead gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Harmonium members.

**Harmony:** The harmonium member gains +4 on attack rolls when flanking another target, and also grants +4 when using the aid another action. This replaces the normal +2 granted by either flanking or aid another.

**Inspiring Leadership:** All followers of the hardhead gain a +2 morale bonus against compulsion and fear effects, and +1 morale bonus to attack and damage rolls while within 100 ft. of the hardhead.

**Conductor:** The hardhead grants an cumulative +2 bonus to anybody else flanking another target along with him, and gains +4 when others use the aid another action to assist him.

### ***Revolutionary League***

Level	Minor	Intermediate	Major
1st	-	-	+2 on Disguise checks
2nd	-	+2 on Disguise checks	Stealthy
3rd	-	-	Dexterity +1
4th	+2 on Disguise checks	Stealthy	Faction Disguise
5th	-	-	Anarchist Affinity +2
6th	-	Dexterity +1	Sneak attack +1d6
7th	-	-	+2 on Forgery checks
8th	Stealthy	Faction Disguise	Secret Message
9th	-	-	Intelligence +1
10th	-	Anarchist Affinity +2	Disguise Self 1/day
11th	-	-	Anarchist Affinity +4
12th	Dexterity +1	Sneak attack +1d6	Sneak attack +2d6
13th	-	-	+2 on Knowledge (factions & guilds) checks
14th	-	+2 on Forgery checks	Nimble Fingers
15th	-	-	Constitution +1
16th	Faction Disguise	Secret Message	Deft Hands
17th	-	-	Anarchist Affinity +6
18th	-	Wisdom +1	Sneak attack +3d6
19th	-	-	+2 on Climb checks
20th	Anarchist	Disguise Self 1/day	Disguise Self at will

## Affinity +2

**Anarchist Affinity:** The Anarchist gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Revolutionary League members.

**Faction Disguise:** The Anarchist gains a +5 circumstance bonus on Disguise checks when trying to disguise oneself as a member of another faction (not a specific member, just a general member).

**Secret Message:** The Anarchist gains a +5 circumstance bonus on Bluff checks when trying to deliver a secret message to a fellow member of the Revolutionary League.

**Sneak attack:** This functions as the rogue class feature of the same name, and stacks with the Sneak attack ability gained from any class.

***Fraternity of Order***

Level	Minor	Intermediate	Major
1st	-	-	+2 on Knowledge (any one) checks
2nd	-	+2 on Knowledge (any one) checks	Skill Focus
3rd	-	-	Intelligence +1
4th	+2 on Knowledge (any one) checks	Skill Focus	Comprehend Languages 1/day
5th	-	-	Guvner Affinity +2
6th	-	Constitution +1	Probability Manipulation
7th	-	-	+2 on Bluff checks
8th	Skill Focus	Comprehend Languages 1/day	One Loophole
9th	-	-	Wisdom +1
10th	-	Guvner Affinity +2	Minor Creation 1/day
11th	-	-	Guvner Affinity +4
12th	Intelligence +1	Probability Manipulation	Two Loopholes
13th	-	-	+2 on Decipher Script checks
14th	-	+2 on Bluff checks	Skill Focus
15th	-	-	Charisma +1
16th	Command 1/day	One Loophole	Three Loopholes
17th	-	-	Guvner Affinity +6
18th	-	Wisdom +1	Major Creation 1/day*
19th	-	-	+2 on Use Magic Device checks
20th	Hardhead Affinity +2	Minor Creation 1/day	Four Loopholes

\* This replaces minor creation 1/day.

**Guvner Affinity:** The Guvner gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Fraternity of Order members.

**Probability Manipulation:** Once per day, the Guvner may alter any roll by +2 or -2.

**Loophole:** The Guvner can study and research loopholes. A loophole is a temporary spell-like ability. To gain a loophole, he must research it for a number of weeks equal to the level of the arcane spell, expend 1,000 gold per week of research, and make a successful Knowledge (arcana) check against DC 15 + spell level. Success allows the Guvner to duplicate the spell as a spell-like ability. The DM rolls 1d4-2 + (the Guvner's Intelligence modifier). The result is the number of times the spell-like ability can be used before being exhausted. When a loophole spell-like ability is exhausted, the Guvner may research a new one in its place, but may never duplicate the same spell more than once. In addition, he may never research a loophole of a spell level greater than his total level /2, or have more than the indicated number of loophole spell-like abilities at one time.

### ***Xaositects***

<b>Level</b>	<b>Minor</b>	<b>Intermediate</b>	<b>Major</b>
1st	-	-	+2 on Search checks
2nd	-	+2 on Search checks	Scramblespeak
3rd	-	-	Dexterity +1
4th	+2 on Search checks	Scramblespeak	Lesser Confusion 1/day
5th	-	-	Chaosman Affinity +2
6th	-	Dexterity +1	Nondetection 1/day
7th	-	-	+2 on Bluff checks
8th	Scramblespeak	Lesser Confusion 1/day	Finder
9th	-	-	Charisma +1
10th	-	Chaosman Affinity +2	Confusion 1/day*
11th	-	-	Chaosman Affinity +4
12th	Dexterity +1	Nondetection 1/day	Wonder 1/day
13th	-	-	+2 on Disable Device checks
14th	-	+2 on Bluff checks	Locate Object 3/day
15th	-	-	Wisdom +1
16th	Babble 1/day	Finder	Wonder 2/day
17th	-	-	Chaosman Affinity +6
18th	-	Charisma +1	Lightning Reflexes
19th	-	-	+2 on Decipher Script checks
20th	Chaosman Affinity +2	Confusion 1/day	Wonder 3/day

\* This replaces Lesser Confusion 1/day.

**Chaosman Affinity:** The Chaosman gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Xaositect members.

**Scramblespeak:** The Chaosman gains a +5 circumstance bonus on Bluff checks when trying to deliver a secret message to a fellow member of the Xaositects.

**Finder:** The Xaositect automatically gets a Search check to notice unattended items within 5', even if they are concealed or hidden.

Wonder: He gains the ability to duplicate the effect of a rod of wonder the indicated number of times per day. The DM is encouraged to come up with new and bizarre effects to add to the randomized list, within reason.

### ***Bleak Cabal***

Level	Minor	Intermediate
2nd	-	+2 on Heal checks
4th	+2 on Heal checks	+2 on all saves against Compulsion and Telepathy effects
6th	-	Charisma +1
8th	+2 on all saves against Compulsion and Telepathy effects	Absorb Madness
10th	-	Bleaker Affinity +2
12th	Charisma +1	Beneficence of Sigil
14th	-	+2 on Diplomacy checks
16th	Absorb Madness	Immunity to Telepathy
18th	-	Wisdom +1
20th	Bleaker Affinity +2	Immunity to Compulsion

Absorb Madness (Su): Once a day, a Bleaker may attempt to absorb any mind-affecting effect currently afflicting a character. Doing so requires a successful touch attack, and the afflicted person may make a save (harmless, Will DC 10 + 1/2 the Bleaker's level + the Bleaker's Charisma modifier) to resist it. If successful, the Bleaker suffers the mind-affecting ability for the remainder of its duration. This may also be used to remove more permanent madnnesses by performing eight hours of treatment and a successful Heal check (typically DC 15, but more for pervasive madnnesses). This treatment will heal such madness permanently, but the Bleaker suffers the same madness for 1d4 days afterwards. This may not be used to cure madness that is the result of a class feature, spell domain, or racial trait.

Bleaker Affinity: The Bleaker gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Bleak Cabal Members.

Beneficence of Sigil: The Bleaker gains a +5 competence bonus on Diplomacy checks when interacting with a Sigil native or citizen.

### ***Dustmen***

Level	Minor	Intermediate
2nd	-	+2 on Knowledge (religion) checks
4th	+2 Knowledge (religion) checks	Dead Truce
6th	-	Intelligence +1
8th	Dead Truce	Rebuke Undead 1/day
10th	-	Dead Affinity +2
12th	Intelligence +1	Deathwatch 3/day
14th	-	+2 on Heal checks
16th	Rebuke Undead II	Rebuke Undead 3/day
18th	-	Wisdom +1
20th	Dead Affinity +2	+2 on saves against Death effects and Necromancy effects

Dead Truce (Su): Dustmen will not be attacked by undead, due to an age-old pact known as the Dead Truce. Any undead creature attacked by a Dustman, however, is freed from the truce concerning that particular Dustman. The same is true if a Dustman actively aids somebody attacking an undead creature. The undead may attack the dustman's companions normally - just not the Dustman.

**Dead Affinity:** The Dustman gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Dustmen.

**Rebuke Undead (Su):** The Dustman may Rebuke Undead as a cleric of their character level the indicated number of times per day.

### *Free League*

Level	Minor	Intermediate
2nd	-	+2 on Gather Information checks
4th	+2 on Gather Information checks	Iron Will
6th	-	Charisma +1
8th	Iron Will	+2 on saves against Enchantments
10th	-	Indep Affinity +2
12th	Wisdom +1	Free Will
14th	-	+2 on Sense Motive checks
16th	+2 on saves against Enchantments	Lightning Reflexes
18th	-	Intelligence +1
20th	Indep Affinity +2	Immunity to Enchantment effects

**Indep Affinity:** The Indep gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow members of the Free League.

**Free Will:** The Indep may reroll any failed Will save once a day. The Indep may not reroll more than once a roll, but may take the better of the two rolls.

### *Society of Sensation*

Level	Minor	Intermediate
2nd	-	+2 on Spot checks
4th	+2 on Sense Motive checks	Darkvision 60'
6th	-	Wisdom +1
8th	Darkvision 60'	Bardic Knowledge
10th	-	Sensate Affinity +2
12th	Wisdom +1	Sensory Touch
14th	-	+2 on Listen checks
16th	Bardic Knowledge	Investigator
18th	-	Charisma +1
20th	Sensate Affinity +2	Scent

**Sensate Affinity:** The Sensate gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Society of Sensation members.

**Darkvision 60':** If the Sensate already has the darkvision ability from another source (race or class), increase the range of the darkvision by 60'.

**Sensory Touch (Su):** The Sensate may heal another's wounds by performing a sensory touch once per day. This heals the victim of 1d8+the Sensate's Charisma modifier in hit points, but inflicts the same amount on the Sensate.

**Bardic Knowledge:** The Sensate gains the Bardic Knowledge ability (as the Bard class feature) usable as if she were a bard of her character level. If she already has the Bardic Knowledge ability, she may add a +2 bonus to her Bardic Knowledge checks, or use her character level instead of her bard level.

**Scent:** If the Sensate already has the scent ability from another source (race or class), add +4 to all Survival checks made concerning scent.

### *Transcendent Order*

Level	Minor	Intermediate
2nd	-	+2 on Concentration checks
4th	+2 on Concentration checks	Improved Initiative
6th	-	Dexterity +1
8th	Improved Initiative	Trance +1
10th	-	Cipher Affinity +2
12th	Dexterity +1	Athletic
14th	-	+2 on Jump checks
16th	Trance +1	Trance +2
18th	-	Wisdom +1
20th	Cipher Affinity +2	Trance +3

**Cipher Affinity:** The Cipher gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow members of the Transcendent Order.

**Trance:** This grants the Cipher the listed bonus on all saves against mind-affecting effects, and allows the Cipher ignore a number of status conditions at any one time equal to the bonus when they are inflicted. So, for example, if a Cipher with Trance +2 is stunned, fatigued, and shaken, he may ignore being stunned and shaken, stunned and fatigued, or fatigued and shaken for purposes of acting. Status effects that are cumulative count as multiple status effects for purposes of ignoring them - for example, panicked counts as both panicked and frightened. This ability may not ignore status conditions that prevent one from acting entirely (such as unconscious or petrified), and does not heal the status condition - it merely negates it.

### *Mind's Eye*

Level	Minor	Intermediate
2nd	-	+2 on Survival checks
4th	+2 on Survival checks	+2 on saves against Illusion effects
6th	-	Wisdom +1
8th	+2 on saves against Illusion effects	Remove Fear 3/day
10th	-	Seeker Affinity +2
12th	Wisdom +1	Direction Sense
14th	-	+2 on Search checks
16th	Remove Fear 3/day	Alertness
18th	-	Wisdom +1
20th	Seeker Affinity +2	Immunity to Illusions

**Seeker Affinity:** The Seeker gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow members of the Mind's Eye.

**Direction Sense:** This grants the Seeker a +5 competence bonus whenever using the Survival skill to keep from getting lost.



**Sodkillers**

Level	Minor	Intermediate
2nd	-	+2 on Intimidation checks
4th	+2 on Intimidation checks	Power Attack
6th	-	Strength +1
8th	Power Attack	Align Weapon 1/day
10th	-	Sellsword Affinity +2
12th	Strength +1	Greater Magic Weapon 1/day
14th	-	+2 on Bluff checks
16th	Align Weapon 1/day	Cleave
18th	-	Constitution +1
20th	Sellsword Affinity +2	Killing Blow

Sellsword Affinity: The Sellsword gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow members of the Sodkillers.

Killing Blow: When gaining an extra attack due to the Cleave or Great Cleave feat, the Sellsword may apply it to any creature in striking distance, rather than just another creature. The Sellsword cannot gain another attack from Great Cleave if he applies it to the same creature he applied his initial attack to (the attack that dropped the creature).

**Sons of Mercy**

Level	Minor	Intermediate
2nd	-	+2 on Diplomacy checks
4th	+2 on Diplomacy checks	Smite Evil 1/day
6th	-	Constitution +1
8th	Subduing Strike*	Discern Lies 1/day
10th	-	Martyr Affinity +2
12th	Constitution +1	Subduing Strike*
14th	-	+2 on Heal checks
16th	Discern Lies 1/day	Smite Evil 2/day
18th	-	Wisdom +1
20th	Martyr Affinity +2	Immune to Evil and Corrupt Spells

\* If you don't have access to Book of Exalted Deeds, replace with Combat Expertise

Martyr Affinity: The Martyr gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow members of the Sons of Mercy.

Smite Evil: This functions as the Martyr is a paladin of her character level.

**Believers of the Source**

Level	Minor	Intermediate
2nd	-	+2 on Diplomacy checks
4th	+2 on Diplomacy checks	Endurance
6th	-	Charisma +1
8th	Endurance	Planar Affinity +1
10th	-	Godsman Affinity +2
12th	Charisma +1	Skill Focus
14th	-	+2 on Bluff checks
16th	Planar Affinity +1	Planar Affinity +2

18th	-	Constitution +1
20th	Godsman Affinity +2	Planar Friend

**Planar Affinity:** The Godsman gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with all planar creatures (anything not from the Prime Material Plane).

**Godsman Affinity:** The Godsman gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Believers of the Source.

**Planar Friend:** The Godsman no longer suffers Charisma penalties due to a plane's alignment.

### ***Mercykillers***

Level	Minor	Intermediate
2nd	-	+2 on Knowledge (local) checks
4th	+2 on Knowledge (local) checks	Justice Blow 1/day
6th	-	Strength +1
8th	Track	Track
10th	-	Red Death Affinity +2
12th	Strength +1	Discern Lies 1/day
14th	-	+2 on Intimidation checks
16th	Justice Blow 1/day	Endurance
18th	-	Wisdom +1
20th	Red Death Affinity +2	Justice Blow 3/day

**Red Death Affinity:** The Mercykiller gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Red Death members.

**Justice Blow:** The Mercykiller can, a number of times per day, declare an attack of his a Justice Blow. He may add his Charisma modifier to the attack roll, and if he hits, the attack is considered a potential critical hit - roll again to confirm it. If the critical is not confirmed, the Justice Blow is wasted for the day. However, the Mercykiller then takes nonlethal damage equal to the damage of the critical hit.

### ***Sign of One***

Level	Minor	Intermediate
2nd	-	+2 on Concentration checks
4th	+2 on Concentration checks	+2 on saving throws against illusion
6th	-	Wisdom +1
8th	+2 on saving throws against illusion	Imagination 1/day
10th	-	Signer Affinity +2
12th	Charisma +1	Notice Illusion
14th	-	+2 on Knowledge (any one) checks
16th	Imagination 1/day	Imagination 2/day
18th	-	Intelligence +1
20th	Lost Affinity +2	Imagination 3/day

**Signer Affinity:** The Signer gains the listed bonus on all Bluff, Diplomacy, Gather Information, Intimidation, and Perform checks made to interact with fellow Sign of the One members.

**Imagination (Sp):** The Signer can attempt to mimic a single Sorcerer/Wizard spell of a spell level equal to quarter her character level or less as a full-round action the indicated number of times per day. To do this, she must roll 1d20 + your Charisma modifier against a DC equal to 11 + the spell's level. Success means she cast the spell as a spell-like ability, with the caster level equal to a Sorcerer of your level. Failure means the spell fails. If you roll a '1' on the failure, you also take temporary Constitution damage equal to twice the spell's level. This cannot be used to reproduce spells with a notable material component or XP component, and all spells duplicated by this feat must be able to be cast as a standard action. Similarly, metamagic feats may not be used with this ability. If the Constitution damage slays the character, the Signer vanishes from existence, and a wish spell is required to restore her existence before she can be resurrected or raised.

**Notice Illusion:** The Signer always receives a saving throw against an illusion she witnesses.

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#### BELIEF AS BELIEF POINTS

The belief point system is meant as a reward for adhering to and role-playing a character's convictions. The points provide an incentive for playing a character true to form, and a tool for players to gain a karmic benefit for their actions.

A player gains belief points for having their character act in a way that demonstrates their character's philosophy. Doing something that would otherwise be detrimental to their character and standing by their beliefs even when it's problematic, may gain them even more points. This is a system that relies on the DM being alert to the motivations and beliefs of the characters, so you'll need to pay close attention in order to reward the player for their choices. If you are having trouble determining when a player should earn their belief points, it may be helpful to have players explain to you at the end of a game session what they feel they did that session to earn points.

#### **Do not set the bar too low.**

Players should view belief points as a special reward, not as something that is doled out at the end of every session. It is important to note that a player should not gain a point simply for following a belief when there is no effort required to do so. Be alert for players using normal behavior as an excuse to gain points. Gaining more than three belief points in a single session should be extraordinarily difficult if not downright impossible. Belief points reflect a testing of the character's beliefs by the multiverse, and should only be awarded when the pressure is on them to abandon that belief.

Belief points may be used to affect a game mid-flow by altering the results of rolls, or providing clues to the players. Those are just the basics however. If you're comfortable with it, belief points may allow the players to change the story in small ways, such as declaring that a merchant in town sells a needed spell component or that as the party rushes round a corner they run into a Sons of Mercy party that can help them against their pursuers. Of course, once used, a belief point is gone forever and a player must gain another one through roleplay.

The following examples are a guideline for rewarding your players. You may find for your particular campaign that you will need to adjust this list if you find players are gaining points too quickly or not quickly enough.

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Points Awarded	Action
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1	Following their beliefs caused a minor detriment to the character. Character convinced another to agree with them using their beliefs as an argument.
2	Following their beliefs caused a moderate detriment to the character. Character convinced another to change their chosen course of action using their beliefs as an argument.
3	Following their beliefs caused a major detriment to the character. Character convinced another to change their chosen course of action using their beliefs as an argument—despite the other character believing an opposing belief.

It is wise to clearly define in advance what you will allow belief points to be used for before you start using this system. The following example may provide a guideline for you. Because belief points can be very hard to obtain, their use in a game should be suitably rewarded.

Points Spent	Reward
1	A +10 to a character's attack or skill if spent before their roll. A character may attempt a reroll on a failed roll.
2	An automatic success on a skill check or save. Serendipity occurs. The character just happens to have the correct portal key for an escape or has a sudden insight to a situation or puzzle.
3	A successful attack is automatically turned into a critical hit. A character is saved from certain death, only taking enough damage in an attack to put him at 0 HP.

This system easily requires the most forethought on the part of a player and a DM in order to implement. You may wish to sit down in advance to determine effects suitable for the faction and how much they will cost to avoid debates at the table.

## BELIEF AS ALLEGIANCES

You may find allegiances a better system for representing the philosophical organizations of the planes in your particular game. The allegiance system allows you to tie influence and mechanical benefits to beliefs and duties for any organization, even non-Factions.

A character's allegiance may take the form of loyalty to a person, to an organization, to a belief system, to a nation, or to an ethical or moral philosophy. It is important to note that just because the character fits into a certain category of people doesn't mean the character has to have that category as an allegiance. An allegiance shows a willingness to go out of the way to help whatever entity the character is allied to, even to the point of taking a personal loss.

In general, a character can discard an allegiance at anytime, but may only gain a new allegiance after attaining a new character level. An allegiance implies having sufficient intelligence and wisdom to make a moral or ethical choice. As a result, a character must have Intelligence and Wisdom scores of 3 or higher in order to select allegiances.

A character may have up to three allegiances, listed in order from most important to least important. These allegiances are indications of what the character values in life, and may encompass people, organizations, or ideals. A character may have no allegiances (being either a free spirit or a lone wolf) or may change allegiances as he or she goes through life.

Allegiances include, but are not limited to, the following examples.

*Person or Group:* This includes a leader or superior, a family, a group of linked individuals such as a band of adventurers, or a discrete unit within a larger organization such as members of a Harmonium members patrol. These are individuals whose safety the character is concerned with and at least partially responsible for.

*Organization:* This may be a company or corporation, a gathering of like-minded individuals, a faction or sect.

*Location/Nation/Plane:* This may or may not be the location that the hero currently resides in. It may be where the individual was born, or where the hero resides after immigrating to a new home.

*Belief System:* This is usually a particular faith or religion, but can also be a specific philosophy or school of thought. Belief systems could also include political beliefs or philosophical outlooks.

*Ethical Philosophy:* This describes one's attitude towards society, as represented by law and chaos. An individual with a lawful outlook tends to be deliberate and structured in their actions. He will be consistent, preferring to employ similar solutions for similar situations. He respects legitimate authority and tradition, and expects others to do likewise. A lawful character will prefer to address the needs of a society over the rights of any single member of society. An individual with a chaotic outlook tends to be impulsive in their actions. He will be inconsistent, preferring to judge each situation on its own. He makes his own observations and follows his own decisions regardless of the opinion of society. He will choose the rights of the individual over the needs of any society.

*Moral Philosophy:* This describes one's attitude toward other beings, as represented by good and evil. An individual with a good allegiance tends to protect life. He often demonstrates altruism, self-sacrifice, and a concern for the dignity of other creatures. An individual with an evil allegiance tends to enjoy causing harm to others. He will demonstrate a willingness to hurt, oppress, and kill others, and to debase or destroy innocent life even when there are other means available to achieve his goals.

An allegiance can create an empathic bond between those of the same allegiance. This bond may take any number of forms, but most often results in bonuses to social interactions with the other, or in material benefits. The following example may provide a guideline for you for mechanical benefits your players will receive for their allegiance.

*Social benefits:* The character gains a +2 circumstance bonus on Charisma-based skill checks when dealing with someone of the same allegiance, so long as the character has had some interaction with the other character to discover the connections.

*Material benefits:* The character gains access to equipment or locations that otherwise would have been difficult to obtain. He may receive a paycheck from an organization.

*Reinforcements:* Others of a similar allegiance may be more favorable to assisting a character, or following his command providing him with a small selection of ‘minions’ to follow his commands.

As DM, be creative in the rewards you give your players for maintaining their character’s beliefs. If the character acts in a way that is detrimental to his or her allegiance, the GM may choose to strip the character of that allegiance (and all its benefits) and assign an allegiance more suitable to those actions.

## Chapter Release Information

*Please direct any questions, comments, complements or complaints to the [Planewalker Forums](#)*  
*Please direct any errata to report to [errata@planewalker.com](mailto:errata@planewalker.com)*

Release Version: v 2.0 6/3/2006

- Updated background image
- Reviewed table layout for chapter
- Converted PW\_Font to Exodus font
- Reviewed spacing, paragraph formats, grammar

Release Version: v 3.0 10/4/2007

- Updated chapter style, added contact info, minor text modifications
- Added prestige classes, alternate belief systems