Introduction

Welcome to the G.I. JOE d20 Role-Playing Game. Here, players can assume the roles of top soldiers joining America's elite counter terrorist-force, G.I. JOE. If the GM allows it, players can opt to join COBRA, a ruthless terrorist organization determined to rule the world. This game is a setting, and uses the d20 Modern ™ system. Due to the nature of the G.I. JOE Universe, there were some necessary minor alterations to the d20 Modern ™ system to give the G.I. JOE setting its full potential and uniqueness. Below is a description of the changes made.

Starting Occupation. In G.I. Joe this has simply been changed to **MOS (Military Occupational Specialty).** This would include Commando, Ranger, Medic, etc.

Branch Service. Experienced role-players, especially those familiar with games using the d20 ™ system will recognize this as "racial bonuses." Characters in the G.I. JOE Universe, like the basic d20 Modern ™ system, are humans (barring Cobra-La of course.) As such there is no "racial modifier." However, before joining G.I. JOE, each character must have enlisted into one of the four major military branches, the ARMY, NAVY, AIR FORCE, or the MARINE CORPS. Before joining G.I. JOE, each character must have served a minimum of 2 years in their branch of service. Each branch has their own standards of Basic Training and AIT (Advanced Individual Training) as well as expected duties. These differences has a profound impact on a new JOE's background, thus giving unique modifiers to a starting characters generation.

Starting Feats. In d20 Modern ™, starting characters begin with two feats. In the G.I. JOE setting, players also get two feats at character creation, however one of those feats has already been assigned to the Personal Firearms Proficiency.

Wealth Bonus. Primarily, the G.I. JOE setting uses the same Wealth system put forth by the d20 Modern ™ system with a slight alteration. The Wealth Bonus is also used to determine **Certification.** The reason for certification stems from the nature of the G.I. JOE setting. In most role-playing games, wealth is amassed thru "adventuring", such as finding treasure, rummaging thru the pockets of a slain enemy, or simply stealing it. Members of G.I. JOE are expected to act honorably, and as such thievery is not condoned and violators may be subject to punishment including court marshal and dishonorable discharge. Same goes with treasure. Should a squad raid a COBRA stronghold and discover a vault containing valuable objects or cash, it is immediately the property of the government to be used as evidence or to be distributed as best as Congress sees fit. For the most part, a JOE's wealth is pretty standard, with increases coming only after standard Wealth Increases like leveling, taking an Advance Class that offers a Wealth increase, or promotion that warrants a wealth increase.

Also, in other role-playing games, wealth is used to purchase weapons, armor, or other items a character might use in an adventure. While there is nothing stopping a character from purchasing these things in the G.I. JOE setting (of course, if caught with restricted or illegal items, they would have some explaining to do), players shouldn't expect to use them. An estimated 90% of playing G.I. JOE will involve characters engaging in a mission or assignment put forth from JOE Command. As such, don't expect to take your brand new Spaz-12 into combat. Instead, the military will issue you your equipment. Usually its standard issue unless the specifics of the mission call for special equipment. This is where Certification comes in.

Certification works in the same way that a Wealth check does. Only you're not purchasing the equipment your "purchasing" the certification. A certification check can be made once per week (in-game time) after a character signs up for certification class. A character can only be certified for a particular weapon or item that he has the proficiency for, if applicable. So instead of buying the Spaz-12, he applies for certification.

The character then spends a week studying the weapon, cleaning it, breaking it down and putting it back together, as well as time on the target range or field testing equipment, followed by both a written and physical test. If the Wealth check was successful, the character gains a certification. Now, when the character is called upon for a mission, the Spaz-12 will be a part of his standard issue. Players can have their characters certified in as many weapons and equipment as they want, but should be advised to only take so much at any given mission, as encumbrance would become an issue. The one major difference between certification and wealth when it comes to the check, is that when spending wealth should you fail, you simply cannot afford the item at that time, and there is no decrease to your wealth. Should you fail the certification, you do not attain a certification, but you would still lose the same portion of wealth as if you had successfully purchased it.

COBRA, on the other hand is more flexible where wealth and certification is concerned. Looting, piracy, pillaging, and theft is all part of being an agent of COBRA. COBRA command, like JOE, will not issue equipment to personnel not certified, after all it's COBRA property, but if an agent wishes to take a weapon or piece of equipment with him that he purchased himself, he is more than welcome.

Medals of Distinction. During the course of game play, characters by circumstance or their own actions may warrant recognition by command and would be awarded medals, badges, or promotion. Rank and promotion has its own set of rules, see below. Rank, medals, and badges are ultimately up to the GM's discretion, but overall each one will enhance a characters Ability Score, Saves, Skills, Melee or Ranged Attack, Wealth, Reputation, or may offer a bonus Feat. The enhancement is based on the type of Badge, Medal, or promotion, reflective of the type of award and the circumstance for achieving the award. Some awards are given by actions and conduct, others are awarded thru certification, and others must be obtained only after meeting a requirement, usually a lower grade badge or rank (see the chapter on Medals and Awards for specification of each Medal and Badge).

These awards should come at the end of a successful mission and after experience points have been gained. If applicable, the Award bonus is also applied after the player has finished adjusting the characters' scores from a level advancement.

Rank. Rank is important in G.I. JOE the Role-Playing Game. It determines authority and responsibility, and some may grant bonuses to Wealth and Reputation, as well as bonuses to skills, Feats, and more. Like Medals and Badges, this is determined by GM's discretion. Below is the various ranks listed from lowest to highest and by Military Branch.

	ARMY	NAVY	Air force	Marines
E1	Private	Seaman Recruit	Airman Basic	Private
E2	Private	Seaman Apprentice	Airman	Private 1st Class
E3	Private 1st Class	Seaman	Airman 1st Class	Lance Corporal
E4	Corporal (Specialist)	Petty Officer 3rd Class	Sergeant	Corporal
E5	Sergeant	Petty Officer 2nd Class	Staff Sergeant	Sergeant
E6	Staff Sergeant	Petty Officer 1st Class	Technical Sergeant	Staff Sergeant
E7	Sergeant 1st Class	Chief Petty Officer	Master Sergeant	Gunnery Sergeant
E8	Master Sergeant / 1st Sgt.	Senior Chief Petty Officer	Senior Master Sergeant	Master Sergeant / 1st Sgt.
E9	Sergeant Major	Master Chief Petty Officer	Chief Master Sergeant	Sergeant Major
W1	Warrant Officer	Warrant Officer	-	Warrant Officer
W2	Chief Warrant Officer	Chief Warrant Officer	-	Chief Warrant Officer
W3	Chief Warrant Officer	Chief Warrant Officer	-	Chief Warrant Officer
W4	Chief Warrant Officer	Chief Warrant Officer	-	Chief Warrant Officer
W5	Chief Warrant Officer	-	-	Chief Warrant Officer
O1	2nd Lieutenant	Ensign	2nd Lieutenant	2nd Lieutenant
O2	1st Lieutenant	Lieutenant, Junior Grade	1st Lieutenant	1st lieutenant
O3	Captain	Lieutenant	Captain	Captain
O4	Major	Lieutenant Commander	Major	Major
O5	Lieutenant Colonel	Commander	Lieutenant Colonel	Lieutenant Colonel
O6	Colonel	Captain	Colonel	Colonel
O7	Brigadier General	Rear Admiral (lower half)	Brigadier General	Brigadier General
O8	Major General	Rear Admiral (upper half)	Major General	Major General
O9	Lieutenant General	Vice Admiral	Lieutenant General	Lieutenant General
O10	General	Admiral	General	General

The easiest and most universal way to determine rank, duty, pay, and service is thru the characters Grade. Every rank within the U.S. Military structure uses a Grade system, mostly for determining pay and status. You may have noticed on the rank table classifications like E-9 or O-3. These are the military grades. Officially, "rank" is one's seniority in grade: a soldier's date of rank (the date on which he was last promoted) determines who he is superior to and subordinate to within his grade. Even in the military, however, there is a tendency to slip into talking about rank rather than grade. There are three types of grades, each with their own ranking 1-9.

E. The "E" before the number indicates "Enlisted." Enlisted Men serve for a number of contracted years (usually between 2-12). They cannot resign from service , although they can sometimes be separated early for "compassionate reasons" (e.g. due to the death of a parent that leaves them the sole supporter for an invalid).

W. The "W" is for Warrant Officer. Warrant Officers outrank all enlisted men and are junior to all commissioned officers. Different branches has a set amount of Warrant Officer rank, and the Air Force has no need of this type of grade. A Warrant Officer is someone who specializes in some skill—flying helicopters, assisting physicians, maintaining vehicles, administering personnel records, etc—instead of commanding troops.

O. The "O" is for commissioned officers. They are not enlisted for a fixed term of service. They are permitted to resign their commissions. They may be contracted to a minimum term of service and not allowed to resign before the term is complete (e.g. graduates of the U.S. Military Academy must serve four years on active duty).

Starting Characters must be Enlisted, unless they took the Lieutenant MOS. Player Characters begin at E-1 plus their Wisdom modifier. Players of the Lieutenant MOS begin at O-1. Benefits are not gained from current and lesser ranks at character creation, but further benefits are gained once game play begins. Below are detailed descriptions of each grade and rank, and any applicable bonuses.

E-1—E-4: Consists of Privates and the most junior of NCOs (Non-Commissioned Officers).

E-5 & E-6: Sergeant and Staff Sergeant respectively (Army classification). In line units, these are squad leaders, gun section chiefs, tank commanders and helicopter crew chiefs. The E-5 gains a +1 to his reputation, and the E-6 gains a +1 wealth bonus.

E-7—E-9: In Army terms this covers Sergeant First Class , Master Sergeant, and Sergeant Major respectively. It is rare that a soldier makes it to E-7 without a minimum of six years of service. They are the backbone of any professional army—the senior NCOs. From the platoon level up, they are an officer's advisors and his principle contact with the day-to-day life of the enlisted men. Once obtaining the rank of E-7 the Advanced Class "Officer" becomes available. His first promotion in that Class will be an O-1. The E-8 rank gains a +1 to any one Ability Score. The E-9 gains a +1 to any two Saves. It also gains the soldier 1 Feat.

W-1—W-5: As mentioned before, a Warrant Officer outranks all Enlisted men. They may have junior staff jobs or administrative duties. Usually a Warrant Officer is the same as an NCO, but usually doesn't take a command role in military action. The higher the number, the more a Warrant Officer outranks another. But this is usually due to YOS (Years of Service) than promotion. Warrant Officers will gain a +1 to his profession skill per "rank" in Warrant Officer. A W-3 will grant a +1 Wealth Bonus, and a W-5 will grant an additional +1 Wealth Bonus and a +1 Reputation Bonus. Note that to obtain a W-5, a soldier has put in a minimum of 20 years of service.

O-1—O-2: These officers have junior staff jobs or command platoons of 10-50 soldiers, depending on branch. The O-2 gains a +2 to his profession skill.

O-3—O-4: At this level, officers hold responsible staff positions, or command companies (50-300 men). An O-3 gains a +1 to his Wealth Bonus. An O-4 gains +1 Ability Increase and +4 skill points.

O-5: Command Battalions of 1,000-2,000 men, or hold staff jobs. In the Navy, they command small ships. In the U.S. Military, most career officers retire at this level, and can go as far as 30 years in this rank. The O-5 gains a permanent +2 Action Points this an each additional level.

O-6: Officers at this level command regiments or brigades with a strength of several thousand men. In the Navy, they command a large ship, such as an aircraft carrier or battleship, or a group of smaller ships. As staff officers, they are very senior—they are the officers who brief heads of state, supervise the development of new weapons, or head major special operations forces. This rank grants a +2 to reputation, + 4 skill points and 1 Feat. They also get a +2 Wealth Bonus .

O-7—O-10: Characters advancing in rank this far become unplayable. While still on active duty, their duties and priorities remove them completely from any military operation. This position is usually given by the President, but the promotion must first be approved by Congress. Note that for GM NPC's 0-7 and up receive an additional Feat for each rank increase.

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Branch Of Military Service

Army

The Army, like America, is constantly evolving. From the way they think in both combat and piece times to new techniques and technologies in combat, the Army has a non negotiable contract with the American citizens—to be in a state or readiness and to win the war. After basic training, the Army offers a wide range of specializations.

+1 Feat at 1st level. +4 Skill Points at 1st level and +1 each additional level.

Navy

Today's Navy has as much emphasis on technology as it has for seamanship. Today's sailors are educated. Physical combat is a low priority in Naval basic training. Instead, today's enlisted learn computers, sonar, radar, as well as advanced technology. The purpose of the Navy is combat readiness at sea.

+2 INT, -1 STR. +2 bonus to Computer Use, Navigate, and Swim. +1 Wealth Bonus

Air Force

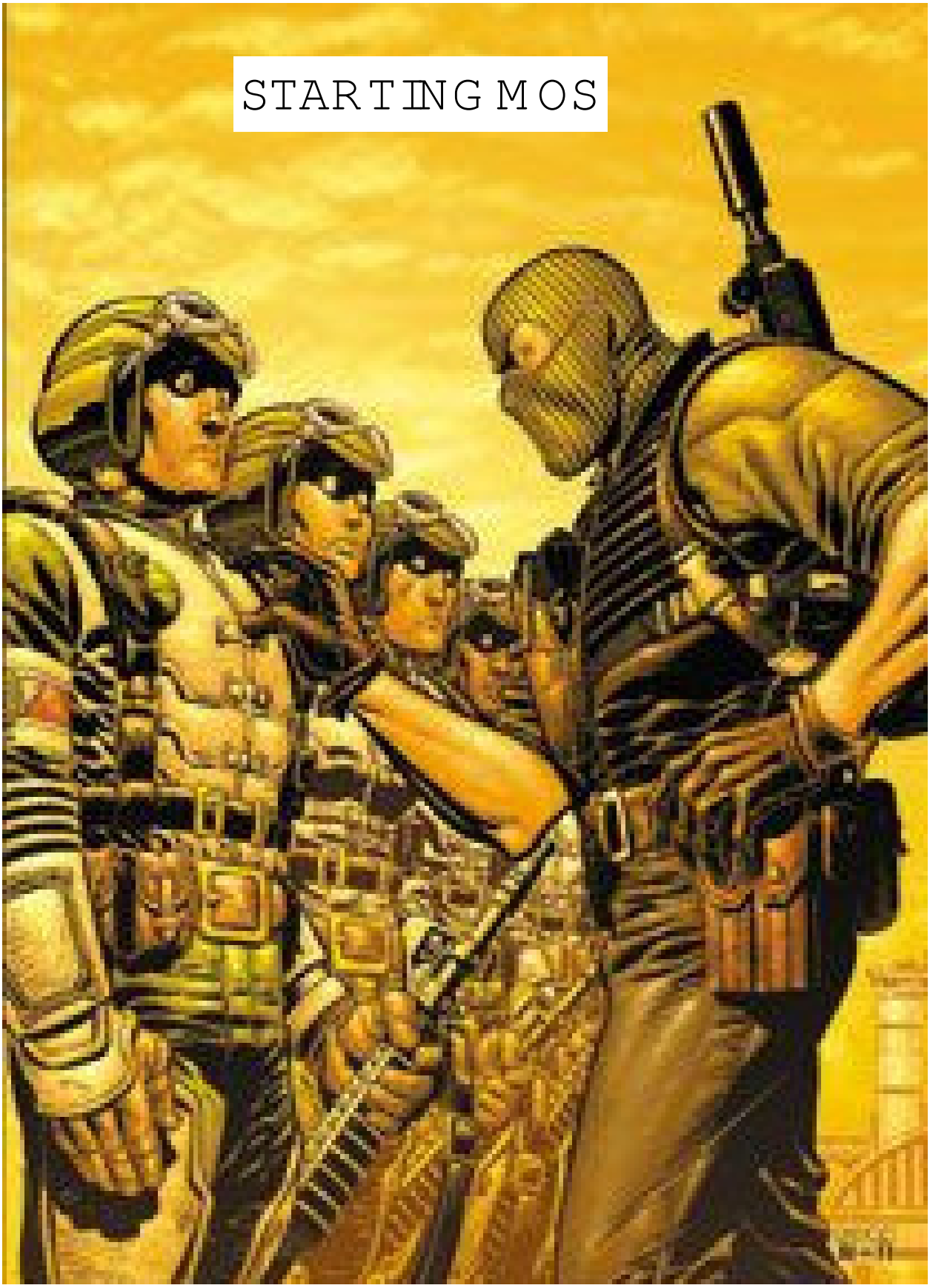
Less than 80 years old, the Air Force is the youngest of the U.S.'s Military Traditions. Yet none can deny their importance. Having air superiority almost guarantees victory. That's why the Air Force trains hard for aerial combat. Some of the best fighter pilots in the world are from the U.S. Air Force. Some small arms and hand to hand combat techniques are taught, but the Air Force stresses skills like pilot and computers. The Air Force also requires excellent vision.

+2 DEX, -1 CON. +1 Reflex Save. +2 bonus to Pilot and Spot. +1 to ranged attacks. Automatic Feat: Aircraft Operation.

Marines

The Marine Corps training prepares its enlisted men for one thing, combat. As tough as they come, a marine is trained in various weapons and martial arts, as well as studying tactics. Many marines go on to train with specialized forces. The Marine views the Corps like a family, a fellow marine as his brother or sister. To fail is to fail his family. The Marine Corps stresses Duty, Honor and Courage, with the greatest being Honor.

+2 CON, -1 INT. +1 to Fortitude Save. +2 to Drive, Search, and Survival. 1 free weapons certification.


STARTING MOS

Jockey

Jockey is a catch-all phrase for drivers of exotic vehicles, including Tanks, APV's, Hovercrafts or any surface-based vehicle.

Prerequisite: Drive 3 Ranks

Skills (pick 2): Computer Use, Craft, Demolitions, Drive, Knowledge, Navigate, Repair.

Feats (pick 2): Dodge, Drive-By-Attack, Great Fortitude, Surface Vehicle Operation, Far Shot

Wealth Bonus: +2

Lieutenant

Lieutenants are usually well rounded in skills, but they excel at leadership. Besides Basic and Advanced training like most JOEs, Lieutenants have had additional ROTC and OCR training. Lieutenants may come from military academies like West Point or from a family line of military officers. Lieutenants are responsible for the conduct and safety of the men under their command as well as the success of the mission.
Prerequisite: Cha +13

Skills (pick 3): Bluff, Diplomacy, Escape Artist, Gather Info, Intimidate, Investigate, Knowledge, Listen, Research, Sense Motive, Survival, Treat Injury

Feats (pick 1): Alertness, Attentive, Brawl, Combat Expertise, Confident, Educated, Improved Initiative, Windfall

Wealth Bonus: +3

Martial Artist

These JOEs are trained in a variety of hand-to hand and melee combat techniques. They train their minds and bodies to be lethal weapons.
Prerequisite: Str or Dex at 13+

Skills (pick 3): Balance, Concentration, Escape Artist, Hide, Jump, Move Silently, Slight-of-Hand, Tumble

Feats (pick 1): Brawl, Blind Fight, Combat Martial Arts, Defensive Martial Arts, Dodge, Power Attack, Simple Weapons Prof., Exotic Melee Weapons Prof.

Wealth Bonus: +1

Mechanic

From bikes to tanks , everything needs maintenance. Mechanics are responsible for repairing and improving vehicle performance. Like Jockeys, they too are impressive drivers, only they don't drive the exotic vehicles like tanks and APV's.
Prerequisite: Int 13+

Skills (pick 3): Computer Use, Craft, Drive, Knowledge, Listen, Repair, Search, Spot.

Feats (pick 1): Builder, Drive-by-attack, Gearhead, Renown, Vehicle Expert

Wealth Bonus: +1

Medic

The Medic, or combat EMT, is responsible for the immediate care of wounded individuals. Medics often work directly with Comm Officers in order to lifeline critically wounded off the battlefield a.s.a.p.
Prerequisite: Wis 13+

Skills (pick 3): Craft, Drive, Investigate, Knowledge, Pilot, Research, Spot, Treat Injury.

Feats (pick 1): Educated, Medical Expert, Studious, Surgery, Windfall

Wealth Bonus: +3

pilot

These are the men and women who take the fight to COBRA from the air. Pilots operate any air-based craft from Helicopters to Jet Fighters. Usually a Pilot will stick with one type of aircraft, but ambitious pilots will try anything that flies.

Prerequisite: Dex 13+

Skills (pick 3): Computer Use, Knowledge, Navigate, Pilot, Repair, Spot, Swim, Survival.

Feats (pick 1): Aircraft Operation, Combat Reflexes, Confident, Dodge, Gearhead, Improved Initiative, Iron Will
Wealth Bonus: +2

ranger

A Ranger is called upon for long range recon and intelligence gathering. While proficient on the battlefield, a Rangers true strength lies in his ability to kill from afar, and not be seen.
Prerequisite: Service in the Army or Marines.

Skills (pick 3): Climb, Disguise, Gather Info, Hide, Search, Spot, Survival, Swim.

Feats (pick 1): Dodge, Improved Initiative, Far Shot, Point Blank Shot, Track

Wealth Bonus: +1

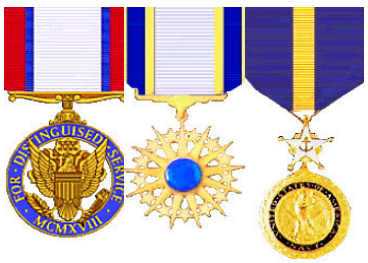
Medals and awards

GWOT Award: the Global War on Terrorism Service Medal shall be awarded to members of the Armed Forces of the United States who serve or have served in military operations to combat terrorism, as defined by such regulations, on or after September 11, 2001, and before a terminal date to be prescribed by the Secretary of Defense. This award grants a +1 Reputation bonus.

Meritorious Service Award: Established in 1969, the Meritorious Service Medal is a junior award of the Legion of Merit and is presented for either outstanding achievement or meritorious service in a non-combat situation or setting. Prior to introduction of the Meritorious Service Medal, the Bronze Star Medal was awarded for such achievement or meritorious service that is now designated by the MSM. This award grants a +2 bonus to Diplomacy checks. May warrant a promotion for soldiers of grade E-1 thru E-9.

Silver Star: The Silver Star is the third highest military award designated solely for heroism in combat. Established in 1918 as the *Citation Star,* in 1932 it was re-designated as a medal with a retroactive provision that allowed servicemen as far back as the Spanish-American War (1898) to receive it for gallant actions. Upon receiving this award, gain an automatic +2 Action Points, and +1 Action Point at each new level. May warrant a promotion.

Armed Forces Service Medal: This medal was to be awarded to members of the Armed Forces who participated as members of units involved in military operations of significant numbers with no foreign armed opposition or the threat of imminent hostile action. This medal is intended to meet a void in the criteria between the Armed Forces Expeditionary Medal and the Humanitarian Service Medal. This medal grants +4 skill points.



ARMY AIR FORCE NAVY/ MARINE

Distinguished Service Medal: The Distinguished Service Medal is awarded for both combat valor and non-combat services of exceptionally meritorious service to the government in a position of great responsibility. It is our fourth highest military award and shares this level of prominence with the Navy/Marine Corps DSM and the Air Force DSM, each of which has its own unique design. This Medal grants a +1 bonus to Defense. May also warrant a promotion.

Medals and awards

Defense Superior Service Medal: Established in 1976, the DSSM is awarded by the Secretary of Defense to military officers who perform superior meritorious service while in a position of significant responsibility with the Secretary of Defense, The Joint Chiefs of Staff, special or outstanding command in a Defense Agency, or while assigned to a joint activity. This Medal grants the Intuition Talent as per the Dedicated Hero Class talent. If you already have this talent, the DC is a –2

Legion Of Merit: Authorized in 1942, the Legion of Merit is normally awarded to a high ranking officer of staff or flag rank. It was the first US decoration created specifically for award to citizens of other nations for service to the United States and is awarded to members of the United Nations Armed Forces for exceptionally meritorious conduct in the performance of outstanding service to the United States. This award grants an officer a +1 bonus to his Reputation and Wealth Bonus. Must be of Grade O-1 or higher.

Distinguished Flying Cross: For heroism or extraordinary achievement in aerial flight. Established in 1926 and made retroactive for actions after 1918, the first recipient of the DFC was Charles A. Lindberg. Other distinguished aviators to receive the award were Commander Richard Byrd and Amelia Earhart. The DFC can be awarded for achievements in aviation as demonstrated by these three recipients, or for heroism in aerial combat. The Award Grants a +2 Pilot bonus and a +1 to ranged attacks with aircraft weapons.

The Purple Heart: Awarded for wounds or death as result of an act of any opposing armed force, as a result of an international terrorist attack or as a result of military operations while serving as part of a peacekeeping force. The oldest of our military awards, the predecessor for the Purple heart was George Washington's "Badge of Military Merit" (1782). Washington's award was resurrected in 1932 as the Purple Heart. It is also presented posthumously to the next of kin of personnel killed in action or who die of wounds sustained in action. The Purple Heart grants +2 to the Con Ability. Additional Purple Hearts grant a +1 to Fortitude. May warrant a promotion.

Air Medal: For meritorious achievement while participating in aerial flight or for a single act of heroism against an armed enemy. Established in 1942, the Air Medal is awarded for meritorious achievement in aerial operations, for heroic acts in aerial operations against an armed enemy, or for merit in operational activities. This award grants the feat Heroic Surge. If the player already has Heroic Surge, add a +1 to number of times per day Heroic Surge can be used.

Medals and awards

Joint Service Commendation Medal: For meritorious achievement or service while assigned to a joint activity. The Joint Service Commendation Medal was authorized in 1963 and is awarded to members of the Armed forces who distinguish themselves by meritorious achievement or service, and may further be awarded for valor in this line of service. It is awarded by the Secretary of Defense, the Joint Chiefs of Staff, or other Department of Defense agencies. Those Awarded gain the Trustworthy Feat.

POW Medal: Though not authorized until it was approved by President Ronald Reagan in 1986, the POW Medal was created with a grandfather clause making it an approved award to all former Prisoners of War since the beginning of World War I. The legislation authorizing the award does require that the conduct of the POW was honorable during their imprisonment thus preventing presentation to collaborators. The award is presented posthumously to the next of kin of deceased Prisoners of War. Former POW's find their resolve to be stronger and as a result gain a +2 bonus on Will saves when opposing any type of seduction, interrogation, or other methods of extracting information.

ARMY

NAVY

AIR FORCE

MARINE

Good Conduct: (Army) Awarded for exemplary behavior, efficiency and fidelity while on active duty, 2 years. **(Navy)** For three years of continuous active service by an enlisted member of the Navy, of a creditable above-average nature in the areas of professional performance, military behavior, leadership, military appearance and adaptability. **(Air Force)** Awarded for exemplary behavior, efficiency and fidelity during a three-year period of service. **(Marine)** For three years of continuous active service by an enlisted member of the Marine Corps or Marine Corps Reserve, of a creditable above-average nature in the areas of obedience, sobriety, neatness, bearing and intelligence. Receiving this medal grants a +1 Reputation bonus and a +1 to Diplomacy. May warrant a promotion for grades E-1 thru E-4.

The UN medal: Authorized by UN Executive Order in 1964 and presented to members of the US Armed Forces by the United Nations. The Award grants a +1 to the recipients Cha Ability and a +1 Wealth Bonus.

Multinational Force and Observers: The Multinational Force and Observers (MFO) was created to operate as a buffer between Egypt and Israel in the Sinai Peninsula. In 1984 the US Department of Defense approved issuance of the MFO Medal to US Armed Forces personnel for service with the MFO after 3 August 1981. The Award is also offered in recognition of the new COBRA threat, and is awarded to personnel who ally with other international forces in an effort to combat terrorism. Receiving the MFO grants an additional Speak Language and +2 on Sense Motive checks.

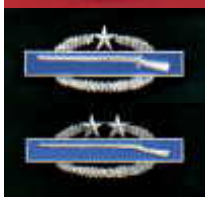
Medals and awards

Medal Of Honor: Presented by the President in the Name of the Congress, it is the highest honor that can be bestowed upon any American. The men who wear it call themselves "recipients" (not winners), for what they received it for was not a contest...it was a time of terror and death where their valor was tested, then recognized by a grateful Nation. Frequently called "The Congressional Medal of Honor", its true title is simply: Medal Of Honor. Receiving this high honor grants an immediate Level Advancement (adjust experience points accordingly), as well as a +1 to any one Ability score, and one additional Feat. Most likely will grant a promotion.

Air Assault Badge: Receiving this badge grants a +1 Merit bonus to ranged attacks with an aircrafts weapons.

Armor Badge: Receiving this badge grants a +1 Merit bonus to ranged attacks with vehicular weapons.

Combat Infantry Award: Receiving this badge grants one free weapon certification.



Combat Infantry 2nd Award: Receiving this badge grants a Permanent +1 Action Point. Must be used to enhance attack rolls only. Other Action Points used as normal. Requires the Combat Infantry Award.

Combat Infantry 3rd Award: Receiving this badge grants a +1 Merit Bonus to attack and damage with any one weapon he has the feat Weapon Focus assigned to. Requires the Combat Infantry 2nd Award.

Field Artillery Badge: Receiving this badge grants a +1 Merit Bonus to attack rolls made with any one artillery weapon he has the Exotic Weapon Proficiency feat in.

Medical Corps Badge: Receiving this badge grants a +2 to the Treat Injury skill.

Medical Corps Specialist Badge: Receiving this badge grants an additional +2 Treat Injury (stacks with the Medical Corps Badge bonus) as well as a +1 Wealth Bonus. Requires the Medical Corps Badge.

Military Intelligence Badge: Receiving this badge grants a +2 Bonus on Gather Info and Decipher Script.

Medals and awards

Parachute Jump Badge: Gained after successful completion of Parachute Jump Course (purchase DC 15).

Senior Parachute Jump Badge: Gained after five successful combat jumps. Receiving this badge grants a +2 Merit Bonus to Jump checks when Para jumping. Requires the Parachute Jump Badge.

Master Parachute Jump Badge: Gained after ten successful combat jumps. Receiving this badge grants a +2 Merit Bonus to Tumble checks when landing from a para jump or falling from a hazardous height. Requires the Senior Parachute Jump Badge.

Pilot Wings: Gained after attaining the Pilot Skill at 6 ranks.

Command Pilot Wings: Receiving this badge grants +2 to the Pilot Skill, and the Special Ability Tactical Aid (see D20 Modern, page 166) during Air Combat as part of a fighter wing or squadron. Does not apply to ground forces working in conjunction with the Air Support.

Sharpshooter Badge: Receiving this badge grants + 10ft per range increment with a specified ranged weapon.

Expert Sharpshooter Badge: Receiving this badge reduces range penalties from –2 to –1. Requires the Sharpshooter Badge.

doctor

Hit Die: D6
Requirements: **BAB** +3
Skills: Treat Injury 6 ranks, Spot 6 ranks
Feats: Surgery
Special: Wis 13+

Class Skills: Computer Use, Concentration, Craft (pharmaceuticals), Diplomacy, Drive, Knowledge, Listen, Pilot, Profession, Read/Write, Research, Speak, Spot, Treat Injury
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.

Bonus Feats: At 3rd, 6th, and 9th level the Doctor gets a bonus feat. The feat must be selected from the following list and the Doctor must meet the requirements for the feat:
Armor Proficiency (light), (medium), Cautious, Defensive Martial Arts, Dodge, Educated, Improved Initiative, Medical Expert, Advanced Firearms Proficiency, Surface Vehicle Operation, Vehicle Expert.

While the Medic is called upon to stabilize the wounded, the Doctor is the true life saver. Able to perform medical miracles, the Doctor has more than once pulled a near dead patient back to the world of the living. In the struggle for life and death, JOE doctors don't "Play God", they wrestle with him over the lives of their patients.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+2	+0	+1	Medical Specialist +1	+1	+1
2nd	+1	+3	+0	+2	Expert Healer	+1	+1
3rd	+1	+3	+1	+2	Bonus Feat	+2	+1
4th	+2	+4	+1	+2	Medical Mastery	+2	+2
5th	+2	+4	+1	+3	Medical Specialist +2	+3	+2
6th	+3	+5	+2	+3	Bonus Feat	+3	+2
7th	+3	+5	+2	+4	Minor Medical Miracle	+4	+3
8th	+4	+6	+2	+4	Medical Specialist +3	+4	+3
9th	+4	+6	+3	+4	Bonus Feat	+5	+3
10th	+5	+7	+3	+5	Medical Miracle	+5	+4

Medical Specialist: The Doctor receives a competence bonus to Treat Injury checks. At 1st level, the Bonus is a +1, it increases to +2 at 5th level and +3 at 8th level.

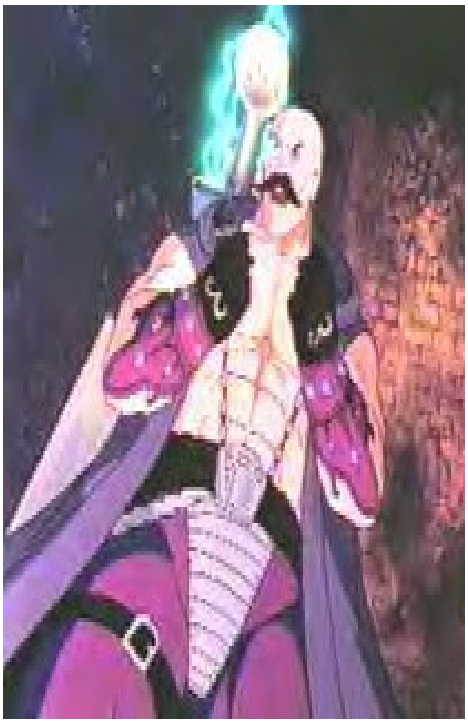
Expert Healer: At 2nd level and higher, the Doctor's ability to restore hit points with a medical or surgery kit and a successful use of the Treat Injury skill improves. In addition to the normal hit point recovery rate (1d4 for a medical kit, 1d6 per patient's character level for surgery), the Doctor restores 1 hit point per every level he has in the Doctor class.

Medical Mastery: Beginning at 4th level, the Doctor may take 10 on a Treat Injury check even if stress and distractions would normally prevent him from doing so.

Minor Medical Miracle: At 7th level or higher, a Doctor can save a character reduced to –10 hit points or lower. If the Doctor is able to administer aid within 3 rounds of the characters death, he can make a Treat Injury check. The DC for this check is 30. The Doctor cannot take 10 or 20. If the check succeeds the dead character can make a Fortitude save (DC15) to stabilize and be restored to 0 hit points.

Medical Miracle: At 10th level, a Doctor can revive a character reduced to –10 hit points or lower. If the Doctor is able to administer aid within 3 minutes of the character's death, he can make a Treat Injury check. The DC is 40, and the Doctor cannot take 10 or 20. If the check is successful the dead character can make a Fortitude save (DC20) to stabilize and be restored 1d6 hit points. If the Treat Injury or the Fortitude check fails, then the dead character cannot be restored.

Mad Scientist



Hit Die: D6
Requirements: **BAB** +3
Skills: Craft 6 ranks
Feats: Builder
Special: Int +15

Class Skills: Computer Use, Concentration, Craft, Diplomacy, Decipher Script, Disable Device, Knowledge, Listen, Profession, Read/Write, Repair, Research, Speak, Spot, Treat Injury
Skill Points each level: 6+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.

Bonus Feats: At 3rd, 6th, and 9th level the Mad Scientist gets a bonus feat. The feat must be selected from the following list and the Mad Scientist must meet the requirements for the feat:
Advanced Firearms Proficiency, Alertness, Armor Proficiency (light), (medium), Cautious, Confident, Creative, Defensive Martial Arts, Dodge, Educated, Gearhead, Improved Initiative, Point blank Shot, Studious, Windfall

Toiling away in seclusion, the Mad Scientist pushes the boundaries of conventional science to the breaking point. Sometimes pouring over complex mathematical formulas, sometimes performing grizzly experiments with living beings, the Mad Scientist methods are always questioned, but their results, to their thinking, will vindicate them. The Mad Scientist demands progress by any means necessary.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+2	+0	+1	Jury-Rig +2	+1	+1
2nd	+1	+3	+0	+2	Scientific Improvisation	+1	+1
3rd	+1	+3	+1	+2	Bonus Feat	+2	+1
4th	+2	+4	+1	+2	Build Robot	+2	+2
5th	+2	+4	+1	+3	Mastercraft +1	+3	+2
6th	+3	+5	+2	+3	Bonus Feat	+3	+2
7th	+3	+5	+2	+4	Extreme Science	+4	+3
8th	+4	+6	+2	+4	Mastercraft +2	+4	+3
9th	+4	+6	+3	+4	Bonus Feat	+5	+3
10th	+5	+7	+3	+5	Mastercraft +3	+5	+4

Jury-Rig: Beginning at 1st level the Mad Scientist gains a +2 competence bonus to Repair checks made to attempt temporary or Jury-rig repairs.

Scientific Improvisation: At 2nd level, the Mad Scientist gains the ability to improvise solutions using common objects and his scientific know-how. By spending an action point, and combining common objects with a Craft check that corresponds to the function desired, the Mad Scientist can build a tool or device to deal with any situation. The DC of the check is equal to 5 + the purchase DC of the object that most closely matches the desired function. It takes a full round action to make an object with scientific improvisation. The object when put to use, lasts for a number of rounds equal to the Mad Scientist Class level or the end of the encounter, before it breaks down. It cannot be repaired.

Build Robot: The Mad Scientist at 4th level can build remote-controlled robots of Tiny or Diminutive size. These robots act as the Mad Scientists' eyes, ears, or hands out to a predetermined distance away from the character when he wants to use the following skills: Computer Use, Demolitions, Disable Device, Listen, Repair, or Spot. See page 178-179.

Extreme Science: At 7th level the Mad Scientist can push the boundaries of Modern Science. Like Scientific Improvisation, Extreme Science allows for the Mad Scientist to Craft a device that produces a desired effect, only it doesn't break down. With the GM's permission, the device in question can produce F/X Abilities. The level of the desired F/X ability +1 is added to the DC of the Craft and the Wealth checks when creating the machine or experiment.

Mastercraft: At 5th level the Mad Scientist becomes adept at making Mastercraft objects. He applies his Mastercraft ability to his craft (any) skill. On average, it takes twice as long to build a Mastercraft object as it does to build an ordinary object of the same type. The cost to build a Mastercraft object is equal to the purchase DC for the components (see the Craft skill) + the bonus provided by the Mastercraft feature. You can add the Mastercraft feature to an existing object by making the Wealth check and then the Craft check as though you were constructing it from scratch. In addition to Wealth, he must also pay a cost in experience points equal to 25 x his Mad Scientist level x the Bonus provided by the Mastercraft feature. The Craft DC for a Mastercraft object is the same as a normal object of that type, as described in the Craft skill, with the following modification: for a +1 object, add a +3 to the Craft DC, a +2 object, add +5 to the Craft DC, a +3 object, add +10 to the Craft DC.

Mercenary

Hit Die: D10
Requirements: **BAB** +3
Skills: Gather Info 4 ranks, Profession (Soldier of Fortune) 6 ranks
Feats: Low Profile
Class Skills: Bluff, Computer Use, Decipher Script, Disguise, Drive, Escape Artist, Forgery, Gamble, Intimidate, Knowledge, Listen, Profession, Read/Write, Sense Motive, Speak, Spot
Skill Points each level: 7+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: The Mercenary gains a bonus feat at 3rd, 6th, and 9th levels. The feats must be taken from the following list, and the Mercenary must meet any requirement the feat has. The feats are:
Advanced Firearms Proficiency, Alertness, Archaic Weapons Proficiency, Armor Proficiency (light), (Medium), Brawl, Burst Fire, Dead Aim, Dodge, Drive-By Attack, Double Tap, Endurance, Far Shot, Force Stop, Improved Brawl, Improved Feint, Mobility, Precise Shot, Point Blank Shot , Shot on the Run, Street fighting, Vehicle Dodge, Vehicle Expert

The Mercenary pledges his allegiance to one thing, money. His loyalties lie with whoever has the biggest pocketbook. Some Mercenaries live by their own code, only accepting assignments that fit within their personal moral or political ideals. Others could care less, as long as the pay is good. The Mercenary is rarely ever hired by NATO governments, except under the most extreme black ops where that government can deny any affiliation. Most Mercenaries work for 3rd world governments and terrorist organizations.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+1	+1	Payroll	+1	+1
2nd	+1	+0	+2	+2	Conceal Motive	+1	+1
3rd	+2	+1	+2	+2	Bonus Feat	+2	+1
4th	+3	+1	+2	+2	Black Market Ties	+2	+2
5th	+3	+1	+3	+3	Face In The Crowd	+3	+2
6th	+4	+2	+3	+3	Bonus Feat	+3	+2
7th	+5	+2	+4	+4	Favor	+4	+3
8th	+6	+2	+4	+4	Combat Sense	+4	+3
9th	+6	+3	+4	+4	Bonus Feat	+5	+3
10th	+7	+3	+5	+5	Command	+5	+4

Payroll : A Mercenary must let his reputation set his price. The more deeds the Mercenary has pulled off, the greater his asking price. Beginning at 1st level, the Mercenary may add his reputation bonus to his wealth bonus for purchasing goods and services.

Conceal Motive: Lies and deceit are part of the job. Beginning at 2nd level, the Mercenary gains a bonus equal to his Mercenary level when opposing a sense motive check.

Black Market Ties: Beginning at 4th level, the Mercenary can spend 1 action point to roll 1d6. The result is subtracted from the purchase DC for weapons, contraband, and other illegal and restricted goods and services.

Face In The Crowd: A Mercenary becomes a wanted man. Some countries could put bounties on him, others assign him the death penalty. He may even appear on the FBI's most wanted list. As a result, the Mercenary learns how to blend in a crowd. Beginning at 5th level, the Mercenary can add his Mercenary level when opposing search and spot checks while in crowded areas, such as a mall, airport, stadium, etc.

Favor: At 7th level, a current or past employer gains confidence in the Mercenary. As such, whenever the Mercenary has dealings with that particular faction (a government, terrorist organization, etc) he gains a +2 Favor bonus to Reputation when dealing with individuals within that faction. He also gains a +1 wealth bonus as long as he works for that faction exclusively. The Mercenary can still freelance as long as it doesn't interfere with the favored faction, but will be at a –1 wealth bonus as the favored faction would want its "cut."

Combat Sense: Beginning at 8th level, the Mercenary can choose one target and for the remainder of that turn gain a +2 bonus to attack.

Command: Beginning at 10th level, the Mercenary gains a number of henchmen equal to his reputation score plus his Cha bonus divided by 2, rounding down. These could be thugs for hire or low level soldiers assigned by his favored faction.

Military Police

Hit Die: D8
Requirements: **BAB** +3
Skills: Handle Animal 6 ranks, Investigate 6 ranks
Feats: Animal Affinity
Class Skills: Climb, Computer Use, Craft, Diplomacy, Disable Device, Drive, Escape Artist, Gather Info, Handle Animal, Hide, Intimidate, Investigate, Jump, Knowledge, Listen, Move Silently, Profession, Read/Write, Research, Sense Motive, Slight of Hand, Speak, Swim, Treat Injury
Skill Points each level: 6+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: At 3rd, 6th, and 9th level the M.P. gets a bonus feat. The feat must be selected from the following list and the M.P. must meet the requirements for the feat: *Advanced Firearms Proficiency, Alertness, Armor Proficiency (light), (medium) (heavy), Archaic Weapons Proficiency, Athletic, Attentive, Brawl, Burst Fire, Cautious, Combat Expertise, Dodge, Double Tap, Fearful Presence, Heroic Surge, Improved Brawl, Improved Disarm, Improved Knock Out Punch, Improved Trip, Knockout Punch, Point Blank Shot, Precise Shot, Streetfighting, Track, Weapon Focus*

The Military Policeman, or MP, is responsible for maintaining security within a given assignment, be it a base, a person, an object, shipment, etc. They are also responsible for enforcing the law on military personnel. An MP must be knowledgeable in both civilian and military law. Some MPs are assigned K-9 partners to help them execute their duties. A K-9 is a highly trained dog, usually a Doberman, German Sheppard, or other type of "attack dog."

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+1	+0	Security	+1	+0
2nd	+1	+1	+1	+1	Intuition	+2	+0
3rd	+1	+1	+2	+2	Bonus Feat	+2	+1
4th	+2	+2	+2	+2	Attack Dog	+3	+1
5th	+2	+2	+2	+2	Observation	+4	+2
6th	+3	+3	+3	+3	Bonus Feat	+4	+2
7th	+3	+4	+3	+3	Security Chief	+5	+3
8th	+4	+4	+4	+4	Loyalty	+6	+3
9th	+4	+5	+4	+4	Bonus Feat	+6	+4
10th	+5	+5	+4	+5	Requisition	+7	+4

Security: The MP has certainly paid his dues. Years spent as a gate-guard or making his rounds as a security enforcer has given the MP a unique insight into security matters. Beginning at 1st level, the MP gains a +2 competence bonus to Search and Spot checks when in or near an area the MP is familiar with. The MP must remain in an area for at least one hour to become familiar with the area. The MP loses familiarity if away from the area for more than 45 days.

Intuition: Apprehending wanted men, busting criminals, and throwing some enlisted men in the drunk tank after getting in a fight at a local bar during shore leave has given the observant MP the ability to weed the truth out from a tapestry of lies and made-up stories. Starting at 2nd level the MP gains a +2 competence bonus to Gather Information, Intimidate and Sense Motive checks.

Attack Dog: Starting at 4th level, the MP gains a K-9 partner. The dog must remain muzzled unless the MP gives the order to attack. Removing the Muzzle is an attack action. The Dog is trained to act on the MPs initiative. The K-9's initial action will come after the MPs, but each round thereafter the K-9 will act before the MP does. Commanding the K-9 is a free action, and can understand simple commands like "Attack", "Release", Stay," Come Here", "Quiet", etc. The K-9 will also know, when ordered to attack, which target you intend for it to attack. A K-9 always attacks to subdue, not kill. A K-9 also advances in skills as the MP advances in levels. The K-9 learns at the rate of the MP's INT bonus. The skills the K-9 can learn are Knowledge (Chemical, Biological, Mechanical) for the purpose of the K-9 to identify illegal narcotics, weapons, etc. A successful Knowledge check will add +2 to the K-9's Search check. K-9's can also increase their Balance, Climb, Escape Artist, Intimidate, Jump, Listen, Move Silently, Search, Spot, Survival and Swim.

Observation: Beginning at 5th level, the MP gains an almost 6th sense. As a result he gains a +4 competence bonus to Spot and Listen checks.

Security Chief: Beginning 7th level, the MP becomes adept at securing his assignment. He is able to go over the perimeter and secure "weak" areas or blind spots. The MP must spend a minimum of an hour patrolling the perimeter or going over blueprints, maps, etc and roll Gather Information check. The DC is 20 minus 1 for each hour spent. If successful, attempts to use Computer Use, Disable Device, Disguise, Escape Artist, Forgery, Move Silently and Slight of Hand have the DC increased by the MP's Military Police Class level for any attempts at entering, stealing, or breaking out of the MP's current assignment. It also increases an additional +2 if the MP is on active duty at the time.

Loyalty: At 8th level, the bond between K-9 and the MP grows, making the K-9 extremely loyal to the MP. The K-9 no longer needs muzzled, although the MP is required to keep him leashed. The K-9 can understand more complicated commands like "Untie Me", "Open Door", "Bring that here", "Find Col. Thorn, give him this note", etc.

Requisition: Beginning at 10th level, the MP, for security reasons, can requisition equipment a lot easier than most others. He adds his Rep. Level to his D20 roll. (see page 93)

ninja

Hit Die: D8
Requirements: **BAB** +3
Skills: Move Silently 6 ranks, Tumble 3 ranks
Feats: Combat Martial Arts, Defensive Martial Arts
Class Skills: Balance, Climb, Craft (melee weapons, poisons) Escape Artist, Hide, Intimidate, Knowledge, Move Silently, Perform, Profession, Read/Write, Speak, Spot, Tumble
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: * Bonus Feats in this class must be gained from the following list, and the Ninja must meet the requirements:
Acrobatic, Advanced Combat Martial Arts, Advanced Two Weapon Fighting, Agile Riposte, Archaic Weapons Proficiency, Armor Proficiency (light), Blind Fight, Cleave, Combat Expertise, Combat Reflexes, Combat Throw, Dodge, Elusive Target, Exotic Melee Weapon Proficiency, Great Cleave, Improved Bull Rush, Improved Combat Throw, Improved Combat Martial Arts, Improved Disarm, Improved Trip, Improved Two-Weapon Fighting, Mobility, Nimble, Power Attack, Stealthy, Sunder, Two-Weapon Fighting, Unbalance Opponent, Whirlwind Attack.

Ninjas are feared for their ability to infiltrate and kill without a trace. The deadliest of all martial arts, the Ninja is a master of espionage and assassination. While JOE has a ninjutsu instructor in Snake-Eyes, who is more than willing to train those worthy of the art, COBRA recruits from various Ninja clans and cults through-out Asia to which ninjutsu is a way of life and honor, something that they take deadly serious.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+1	+0	+2	+0	Living Weapon 1d6	+1	+0
2nd	+2	+0	+3	+0	Flying Kick	+2	+0
3rd	+3	+1	+3	+1	Becoming Shadow	+2	+0
4th	+4	+1	+4	+1	Living Weapon 1d8	+3	+0
5th	+5	+1	+4	+1	Weapon Focus	+4	+1
6th	+6	+2	+5	+2	Vanish	+4	+1
7th	+7	+2	+5	+2	Living Weapon 1d10	+5	+1
8th	+8	+2	+6	+2	Stealth Attack	+6	+1
9th	+9	+3	+6	+3	Improved Critical	+6	+2
10th	+10	+3	+7	+3	Death Strike	+7	+2

Living Weapon: The Ninja is adapt at unarmed combat. As a result he suffers no off-hand unarmed attack penalty. With his elbows, knees, feet, etc, he can still make an unarmed strike even if his hands are full. He also increases his damage. At 1st level it becomes 1d6, than 1d8 and 1d10 at 4th and 7th levels respectively.

Flying Kick: Starting at 2nd level, the Ninja can use a charge to deliver a devastating flying kick to an opponent. At the end of the charge, the Ninja adds his Ninja Class Level as a bonus to damage from the unarmed strike.

Becoming Shadow: Stealth is a Ninjas greatest ally. At 3rd level, the Ninja gains a +4 competence bonus to Hide and Move Silently.

Weapon Focus: At 5th level, the Ninja chooses one weapon he is proficient in and gains a +1 bonus to attack with it.

Vanish: At 6th level the Ninja may move in, through, or out of a threatened square without provoking an Attack Of Opportunity, provided that the Ninja is in at least one-quarter concealment. The opponent's) must make a spot roll DC 12 + Ninjas Class Level or lose their Attack of Opportunity. As free action, the Ninja can cause the concealment by throwing a special Ninja Smoke Bomb at his feet (5 ft burst radius). But he may also hit a light switch, throw powder in his opponents eyes, etc. as an attack action.

Stealth Attack: At 8th level, whenever you make a surprise attack, you add your Ninja class level as a bonus to damage.

Improved Critical: At 9th level the weapon that the Ninja placed Weapon Focus on has its threat range increased by +1. Thus a threat of 20 becomes 19-20.

Death Strike: At 10th level the Ninja may spend an action point. For the remainder of that round, any successful attack is considered a critical hit. No 2nd roll is required.

* Ninjutsu has a long and rich history. The wealth of skills and features available would take a lifetime to study. As such, the Ninja class offers no bonus feats per say. However, one may substitute a class feature for a bonus feat. Whatever Special Feature is substituted, it simply isn't learned. In the case of stacking features, like Living Weapon, the benefit must stack naturally. Example: If one replaced the Level 4 feature, Living Weapon 1d8 with a bonus feat, the level 7 feature Living Weapon 1d10 becomes 1d8.

officer

Hit Die: D8
Requirements: **BAB** +3
Skills: Diplomacy 6 ranks
Feats: Combat Expertise
Special: Reputation +3, Rank E-7 or higher

Class Skills: Bluff, Computer Use, Diplomacy, Disable Device, Disguise, Drive, Gamble, Gather Info, Intimidate, Investigate, Knowledge, Listen, Navigate, Profession, Read/Write, Speak, Search, Sense Motive, Survival, Treat Injury
Skill Points each level: 6+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: At 3rd, 6th, and 9th level the Officer gets a bonus feat. The feat must be selected from the following list and the Officer must meet the requirements for the feat:
Advanced Firearms Proficiency, Alertness, Armor Proficiency (light), (medium), (heavy), Brawl, Burst Fire, Confident, Combat Reflexes, Defensive Martial Arts, Dodge, Double Tap, Educated, Improved Brawl, Improved Initiative, Improved Knockout Punch, Knockout Punch, Point Blank Shot, Strafe, Weapon Focus

Unlike enlisted men, the Officer looks to make a career out of military service. He is intelligent, experienced, and ambitious. Some Officers tend to be hard on troops. He must answer for the failings and misconduct of the men under his command. Yet credit for success and good conduct is given to those same men. Leadership is a burden, but it also has it's rewards.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+1	+1	Uncanny Survival	+1	+1
2nd	+1	+2	+2	+2	Promotion	+2	+1
3rd	+2	+2	+2	+2	Bonus Feat	+2	+2
4th	+3	+2	+2	+2	Command	+2	+2
5th	+3	+3	+3	+3	Promotion	+3	+3
6th	+4	+3	+3	+3	Bonus Feat	+3	+3
7th	+5	+4	+4	+4	Adv. Uncanny Survival	+4	+4
8th	+6	+4	+4	+4	Exceptional Command	+4	+4
9th	+6	+4	+4	+4	Bonus Feat	+4	+5
10th	+7	+5	+5	+5	Promotion	+5	+5

Uncanny Survival: Beginning at 1st level the Officer can, for one round, add his Officer class level to his Defense. He can do this only once per day.

Promotion: At 2nd, 5th, and 10th levels the Officer can increase his rank by +1. The Officer gains any benefits associated with the new rank.

Command: Beginning at 4th level, the Officer can aid one ally. By spending an action point the Officer can add the result to an allies defense, attack, or damage, officer's choice. This aid lasts for a number of rounds equal to half of his Officer class level. The ally must be able to see or hear the Officer to fully understand his orders, thus receiving the bonus. Commanding an ally is a full-round action.

Advanced Uncanny Survival: Beginning at 7th level, the Officer can increase the number of rounds he can add his Officer class level to his Defense by spending an Action Point . The result of the die roll +1 is the amount of rounds his defense is increased. The Officer is still limited to once per day.

Exceptional Command: At 8th level, the Officer can aid more than one ally. The result of the die roll from spending the action point determines both the bonus and the number of allies. For example, a result of "4" would give four of the Officer's allies a +4 to Defense, attack or damage, Officers choice. Allies must be able to see or hear the Officer to receive the bonus. Commanding allies is an attack action.

S.e.a.l.

Hit Die: D10
Requirements: **BAB** +3
Skills: Knowledge (tactics) 3 ranks
Feats: Advanced Firearms Proficiency
Special: Parachute Jump Badge

Class Skills: Climb, Demolitions, Disable Device, Drive, Intimidate, Jump, Knowledge, Listen, Navigate, Profession, Read/Write, Speak, Spot, Survival, Swim
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.

Bonus Feats: At 3rd, 6th, and 9th level the SEAL gets a bonus feat. The feat must be selected from the following list and must meet the requirements for the feat: *Advanced Two-Weapon Fighting, Archaic Weapon Proficiency, Armor Proficiency (light), (medium), (heavy), Brawl, Burst Fire, Cleave, Combat Reflexes, Exotic Firearms Proficiency, Exotic Melee Weapon Proficiency, Far Shot, Great Cleave, Improved Brawl, Improved Knock Out Punch, Improved Two-Weapon Fighting, Knockout Punch, Power Attack., Two-Weapon Fighting*

A SEAL is perhaps the most rounded unit in the military. Quick, efficient, and deadly, the SEALS are called in for everything from hostage rescues to seize and capture missions. Equally adept at sea, air, or land, a SEAL can strike from anywhere and disappear to anywhere.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+1	+0	Weapon Focus	+1	+0
2nd	+1	+2	+2	+0	Weapon Specialization	+1	+0
3rd	+2	+2	+2	+1	Bonus Feat	+2	+0
4th	+3	+2	+2	+1	Tactical Aid	+2	+0
5th	+3	+3	+3	+1	Improved Critical	+3	+1
6th	+4	+3	+3	+2	Bonus Feat	+3	+1
7th	+5	+4	+4	+2	Improved Reaction	+4	+1
8th	+6	+4	+4	+2	Greater Weapon Spec.	+4	+1
9th	+6	+4	+4	+3	Bonus Feat	+5	+2
10th	+7	+5	+5	+3	Critical Strike	+5	+2

Weapon Focus: At 1st level, the SEAL gains the Weapon Focus class feature. The SEAL chooses a specific weapon, or grapple or unarmed strike as the weapon. Must be proficient in the weapon. Add +1 to all attack rolls you make using this weapon.

Weapon Specialization: At 2nd level, the SEAL gains weapon specialization with a specific weapon that he has applied the Weapon Focus feat or class feature to. The SEAL gains a +2 bonus to damage rolls with the chosen weapon

Tactical Aid: Starting at 4th level, the SEAL can use his knowledge of tactics to direct his allies in combat. As a full-round action, all allies (including self) within range of the SEALs voice or sight gain a competence bonus on attack rolls or a dodge bonus (SEALS Choice). This bonus is equal to the SEALS Int bonus and lasts for half the Seals level in rounds, rounding down. As an attack action, this bonus only applies to one ally, not self.

Improved Critical: A SEAL of 5th level can increase the threat range of his Weapon Specialization by 1.

Improved Reaction: At 7th level a SEAL gains a +2 competence bonus on initiative checks.

Greater Weapon Specialization: At 8th level, this ability increases the bonus on damage rolls to +4 with the specific weapon chosen at 2nd level for Weapon Specialization.

Critical Strike: At 10th level, the SEAL gains the ability to automatically confirm a critical threat. He need not make a 2nd roll .

sniper

Hit Die: D8
Requirements: **BAB** +3
Skills: Spot 6 ranks
Feats: Far Shot
Class Skills: Climb, Concentration, Craft, Disguise, Drive, Hide, Jump, Knowledge, Listen, Move Silently, Profession, Read/Write, Speak, Spot, Survival, Swim
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: A sniper gains a bonus feat at 2nd, 4th, 6th, 8th, and 10th levels. The bonus must be gained from the following list, and the Sniper must meet the requirements:
Advanced Firearms Proficiency, Alertness, Armor Proficiency light, Armor Proficiency Medium, Armor Proficiency Heavy, Brawl, Burst Fire, Dead Aim, Double Tap, Improved Brawl, Focused, Point Blank Shot, Precise Shot, Quick Reload, Skip Shot, Stealthy, Strafe, Track

Patient. Cold. Accurate. These words best describe the Sniper. His strength lies in his ability to provide long range cover fire or to eliminate targets from a distance. A well placed Sniper can mean the difference between success and failure of a mission.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+1	+1	Weapon Focus	+1	+0
2nd	+1	+0	+2	+2	Bonus Feat	+1	+0
3rd	+2	+1	+2	+2	Defensive Position	+2	+1
4th	+3	+1	+2	+2	Bonus Feat	+2	+1
5th	+3	+1	+3	+3	Chameleon	+3	+1
6th	+4	+2	+3	+3	Bonus Feat	+3	+2
7th	+5	+2	+4	+4	Sharp Shooting	+4	+2
8th	+6	+2	+4	+4	Bonus Feat	+4	+2
9th	+6	+3	+4	+4	Greater Wpn. Focus	+5	+3
10th	+7	+3	+5	+5	Bonus Feat	+5	+3

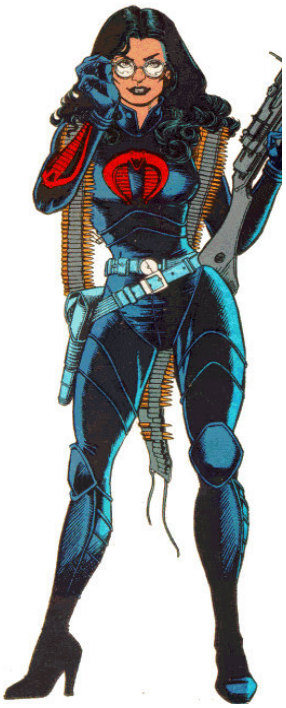
Weapon Focus: At 1st level, the Sniper chooses one ranged weapon he is proficient in and gains a +1 bonus to attack with it. At 9th level he gains an additional +1 bonus to attack with the weapon.

Defensive Position: Starting at 3rd level, the Sniper gains an additional +2 cover bonus to Defense and a +2 cover bonus on reflex saves whenever the Sniper has at least a one-quarter cover.

Chameleon: At 5th level, the Sniper gains the ability to blend into his surroundings. With either a successful Knowledge (terrain) or a Gather info check, DC 12, the Sniper can properly camouflage himself for the upcoming assignment. Doing so grants the Sniper a + 2 competence bonus on Hide and Move Silently checks, as well as gaining a +1 bonus to his ranged attack.

Sharp Shooting: At 7th level, a Sniper gains the ability to score hits that others would miss due to target's cover. If the Sniper uses a personal firearm to attack a target, the cover bonus to the target's defense is reduced by 2.

spy



Hit Die: D6
Requirements: **BAB** +3
Skills: Disguise 6 ranks, Gather Info 6 ranks
Feats: Deceptive
Special: Cha +13

Class Skills: Bluff, Computer Use, Decipher Script, Diplomacy, Disable Device, Disguise, Drive, Escape Artist, Forgery, Gamble, Gather Info, Hide, Investigate, Knowledge, Listen, Move Silently, Profession, Read/Write, Search, Sense Motive, Slight-Of-Hand, Speak, Swim
Skill Points each level: 7+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: At 3rd, 6th, and 9th level the Spy gets a bonus feat. The feat must be selected from the following list and the Spy must meet the requirements for the feat: *Advanced Firearms Proficiency, Alertness, Armor Proficiency (light), (medium), Burst Fire, Cautious, Combat Martial Arts, Combat Reflexes, Defensive Martial Arts, Dodge, Double Tap, Educated, Improved Initiative, Point Blank Shot, Stealthy, Surface Vehicle Operation, Vehicle Expert.*

The Spy is exceptional at intelligence gathering and infiltration. While stealth may be useful at times, the Spy is adept at mingling with others, especially if they happen to be the Spy's target. A successful Spy is one that can get into a restricted area, gather what he needs, and be able to stroll our at his leisure, his enemies none the wiser.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+2	+0	Inside Man	+1	+1
2nd	+1	+0	+3	+0	Sweep	+2	+1
3rd	+1	+1	+3	+1	Bonus Feat	+2	+1
4th	+2	+1	+4	+1	Sex Appeal	+3	+2
5th	+2	+1	+4	+1	Master of Disguise	+4	+2
6th	+3	+2	+5	+2	Bonus Feat	+4	+2
7th	+3	+2	+5	+2	Contacts	+5	+3
8th	+4	+2	+6	+2	Information Broker	+6	+3
9th	+4	+3	+6	+3	Bonus Feat	+6	+3
10th	+5	+3	+7	+3	Untraceable	+7	+4

Inside Man: With a successful Gather Info check (DC15) the Spy will come across someone on the inside that is willing to take a bribe. This could be a janitor, guard, worker, etc. The Spy then can reduce his Wealth Bonus by 1 to purchase the information. The info could be blueprints of the facility, times of guard changes, location of security cameras, times of shipping and receiving, etc. For the duration that the spy is at the particular location, he gains a +2 bonus to Hide, Listen, Move Silently, Search, and Spot.

Sweep: A Spy can size up an area with a sweep of the eyes. The Sweep provides a +4 circumstance bonus to Spot checks and covers an area out to 30 feet away from the Spy, but not behind him. Anything not concealed can be spotted with a DC of 10, including enemies, security cameras, traps, alarms, etc.

Sex Appeal: At 4th level the spy is skilled in the arts of seduction and charm. As a result, the Spy gets a +2 bonus to Bluff, Diplomacy, Gather Information, and Intimidate when dealing with members of the opposite sex. This does not work on individuals with same-sex preferences.

Master of Disguise: At 5th level The Spy is so adept at this skill that he gains a +4 competence bonus to Disguise. He also gains a +2 competence bonus to Bluff checks if attempting to appear as someone else and engages with someone who knows the individual being copied.

Contacts: Same as Inside Man, except at 7th level the Spy doesn't lose a Wealth Bonus to gain the information.

Information Broker: It's a Spies job to gather sensitive information. Usually this information is given to whomever paid the Spy to obtain the information. However, beginning at 8th level the Spy can opt to sell the information to a 3rd party. With a successful Gather Info check (DC25) the Spy locates an interested 3rd party. The Spy then can negotiate a price. An opposed diplomacy check sets the amount of Wealth bonus gained. Success grants +1, beating the opponent by 10 or more grants a +2, and beating the opponent by 20 grants +3. Failure means the Spy sold the information with no real significant gain.

Untraceable: At 10th Level the Spy is practiced at being sure he leaves no evidence of his actions behind. The spy adds a +6 to the DC of anyone making an Investigate Check when attempting to discover the Spies ID thru fingerprints, eye-witnesses accounts, hair or blood samples, footprints, etc.

Street fighter

Hit Die: D10
Requirements: **BAB** +3
Skills: Tumble 6 ranks
Feats: Brawl

Class Skills: Balance, Climb, Craft, Demolitions, Disable Device, Drive, Gamble, Gather Info, Intimidate, Jump, Knowledge, Profession, Read/Write, Search, Sense Motive, Speak, Spot, Survival, Tumble
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: At 2nd, 4th, 6th, 8th, and 10th level the Street Fighter gets a bonus feat. The feat must be selected from the following list and must meet the requirements for the feat:
Acrobatic, Alertness, Archaic Weapons Proficiency, Armor Proficiency (light), Armor Proficiency (medium), Athletic, Blind Fight, Combat Expertise, Combat Reflexes, Dodge, Heroic Surge, Improved Brawl, Improved Damage Threshold, Improved Disarm, Improved Feint, Improved Knockout Punch, Improved Trip, Knockout Punch, Mobility, Power Attack, Simple Weapons Proficiency, Spring Attack, Streetfighting, Whirlwind Attack

Like the Martial Artist, the Street Fighter hones his body into a weapon. The Street Fighter's style is a mix of boxing, wrestling and good old dirty fighting. Most Street Fighters grew up in the mean streets of major cities where they learned to fight for survival. Such characters have had run-ins with the law and may even have joined the military to avoid prison.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+1	+0	Iron Jaw	+1	+0
2nd	+1	+2	+2	+0	Bonus Feat	+1	+0
3rd	+2	+2	+2	+1	Wrestler	+2	+1
4th	+3	+2	+2	+1	Bonus Feat	+2	+1
5th	+3	+3	+3	+1	Double Jab	+3	+1
6th	+4	+3	+3	+2	Bonus Feat	+3	+2
7th	+5	+4	+4	+2	Power Uppercut	+4	+2
8th	+6	+4	+4	+2	Bonus Feat	+4	+3
9th	+6	+4	+4	+3	Hooker	+5	+3
10th	+7	+5	+5	+3	Bonus Feat	+5	+3

Iron Jaw: At 1st Level, the Street Fighter is more resistant to being knocked out from nonlethal damage. If the damage meets or exceeds the Street Fighter's CON score, roll a Fortitude save (DC15) as normal. However, a successful save means there is no effect, and a failed save means the Street Fighter is only dazed for 1 round. The Street Fighter can only be knocked unconscious if he failed the Fortitude save by a margin of 5 or greater.

Wrestler: You are adept at making grappling attacks. Beginning at 3rd level you gain a +2 competence bonus when you make an opposed grapple check, whether it is to grapple an opponent or resist a grapple from an opponent.

Double Jab: Beginning at 5th level, the Street Fighter can throw 2 quick punches that act as a single attack. When calculating damage from the unarmed attack, add 1.5 times the STR modifier.

Power Uppercut: At 7th level, the Street Fighter can use his Knock Out or Improved Knockout Punch as per the Feats description. However, the opponent no longer has to be flat-footed in order to use them.

Hooker: At 9th level the Street Fighter attains the reputation of a Hooker. In wrestling circles, a hooker is a shoot-style wrestler who is adept at a variety of illegal holds and can permanently cripple, or "hook" an opponent. The Street Fighter no longer provokes an Attack of Opportunity when attempting to grapple, and doubles his STR modifier in determining damage to his opponent. This damage may be nonlethal or lethal, the Street Fighter's choice.

Street fighter

Hit Die: D10
Requirements: **BAB** +3
Skills: Tumble 6 ranks
Feats: Brawl

Class Skills: Balance, Climb, Craft, Demolitions, Disable Device, Drive, Gamble, Gather Info, Intimidate, Jump, Knowledge, Profession, Read/Write, Search, Sense Motive, Speak, Spot, Survival, Tumble
Skill Points each level: 5+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: At 2nd, 4th, 6th, 8th, and 10th level the Street Fighter gets a bonus feat. The feat must be selected from the following list and must meet the requirements for the feat:
Acrobatic, Alertness, Archaic Weapons Proficiency, Armor Proficiency (light), Armor Proficiency (medium), Athletic, Blind Fight, Combat Expertise, Combat Reflexes, Dodge, Heroic Surge, Improved Brawl, Improved Damage Threshold, Improved Disarm, Improved Feint, Improved Knockout Punch, Improved Trip, Knockout Punch, Mobility, Power Attack, Simple Weapons Proficiency, Spring Attack, Streetfighting, Whirlwind Attack

Like the Martial Artist, the Street Fighter hones his body into a weapon. The Street Fighter's style is a mix of boxing, wrestling and good old dirty fighting. Most Street Fighters grew up in the mean streets of major cities where they learned to fight for survival. Such characters have had run-ins with the law and may even have joined the military to avoid prison.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+1	+0	Iron Jaw	+1	+0
2nd	+1	+2	+2	+0	Bonus Feat	+1	+0
3rd	+2	+2	+2	+1	Wrestler	+2	+1
4th	+3	+2	+2	+1	Bonus Feat	+2	+1
5th	+3	+3	+3	+1	Double Jab	+3	+1
6th	+4	+3	+3	+2	Bonus Feat	+3	+2
7th	+5	+4	+4	+2	Power Uppercut	+4	+2
8th	+6	+4	+4	+2	Bonus Feat	+4	+3
9th	+6	+4	+4	+3	Hooker	+5	+3
10th	+7	+5	+5	+3	Bonus Feat	+5	+3

Iron Jaw: At 1st Level, the Street Fighter is more resistant to being knocked out from nonlethal damage. If the damage meets or exceeds the Street Fighter's CON score, roll a Fortitude save (DC15) as normal. However, a successful save means there is no effect, and a failed save means the Street Fighter is only dazed for 1 round. The Street Fighter can only be knocked unconscious if he failed the Fortitude save by a margin of 5 or greater.

Wrestler: You are adept at making grappling attacks. Beginning at 3rd level you gain a +2 competence bonus when you make an opposed grapple check, whether it is to grapple an opponent or resist a grapple from an opponent.

Double Jab: Beginning at 5th level, the Street Fighter can throw 2 quick punches that act as a single attack. When calculating damage from the unarmed attack, add 1.5 times the STR modifier.

Power Uppercut: At 7th level, the Street Fighter can use his Knock Out or Improved Knockout Punch as per the Feats description. However, the opponent no longer has to be flat-footed in order to use them.

Hooker: At 9th level the Street Fighter attains the reputation of a Hooker. In wrestling circles, a hooker is a shoot-style wrestler who is adept at a variety of illegal holds and can permanently cripple, or "hook" an opponent. The Street Fighter no longer provokes an Attack of Opportunity when attempting to grapple, and doubles his STR modifier in determining damage to his opponent. This damage may be nonlethal or lethal, the Street Fighter's choice.

Terrain specialist

Hit Die: D8
Requirements: **BAB** +3
Skills: Survival 6 ranks
Feats: Guide
Class Skills: * Bluff, Climb, Diplomacy, Disable Device, Gather Info, Intimidate, Hide, Handle Animal, Knowledge, Listen, Navigate, Profession, Read/Write, Speak, Spot, Survival, Swim
Skill Points each level: 6+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.
Bonus Feats: The Terrain Specialist (TS) gains a bonus feat at 1st, 3rd, 5th, 7th, and 9th levels. The feats must be taken from the following list, and the TS must meet any requirement the feat has. The feats are:
Advanced Firearms Proficiency, Alertness, Animal Affinity, Archaic Weapons Proficiency, Armor Proficiency (light), (Medium), Brawl, Burst Fire, Dead Aim, Dodge, Endurance, Far Shot, Improved Brawl, Improved Knock Out Punch, Knock Out Punch, Mobility, Precise Shot, Point Blank Shot , Shot on the Run, Track

The Terrain Specialist on the surface, appears as a specialized Grunt. The TS is totally adapted to a certain type of terrain, be it the dessert, forest, jungle, urban landscape, deep sea, mountains, etc. Within the chosen environment he outshines almost everyone else on the battlefield. But he is more than that. For he has the ability to not just blend in to the environment, but blends in with the people of that terrain, speaking their language, familiar with their customs, and friendly with the natives.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+1	+1	Bonus Feat	+1	+0
2nd	+1	+0	+2	+2	Environmental Familiarity 1	+1	+0
3rd	+2	+1	+2	+2	Bonus Feat	+2	+1
4th	+3	+1	+2	+2	Animal Companion	+2	+1
5th	+3	+1	+3	+3	Bonus Feat	+3	+1
6th	+4	+2	+3	+3	Environmental Familiarity 2	+3	+2
7th	+5	+2	+4	+4	Bonus Feat	+4	+2
8th	+6	+2	+4	+4	Native	+4	+2
9th	+6	+3	+4	+4	Bonus Feat	+5	+3
10th	+7	+3	+5	+5	Environmental Familiarity 3	+5	+3

Environmental Familiarity: The Terrain Specialist must declare a specific environment to specialize in (examples include: Jungle, desert, forest, mountains, canyons, urban streets, deep sea, the artic, caves, etc). Then, whenever the TS is in the chosen environment, he gains a +1 circumstance bonus to Disguise, Hide, Jump, Knowledge (terrain, environment, flora, fauna), Move Silently, Navigate, Search, Spot, Survival, and Swim checks. Also gains a +1 environmental bonus for Fortitude saves against the environments harsh conditions (thirst, heat, cold, wind, etc.) and a +1 to his BAB. At 6th and 10th levels the other Environmental Familiarities can stack with the 2nd level ability or apply to a new environment the TS has studied.

Animal Companion: At 4th level the Terrain Specialist encounters an animal that for whatever reason, bonds with the TS. Without the skill Handle Animal, or the Feat Animal Affinity, the animal in question could be as much a hindrance as it is helpful. The particular type of animal is up to the GM, and should be environmentally appropriate. An Artic TS wouldn't have a boa constrictor for instance.

Native: Every environment has its own people and culture. From Eskimos in the North Pole and Arabs in the Middle East dessert to fisherman off the coast and islanders from tropical islands, the Terrain Specialist has grown accustomed to a certain type of people. Choose a type of culture fitting to one of the TS's chosen environments (example: Desert, Native Americans) and the TS gains a +2 culture bonus on Bluff, Diplomacy, Disguise (as a native of that region), Gather Info, and Intimidate when dealing with people of that culture and region.

* The Terrain Specialist is so entrenched into a particular environment that he finds himself suffering a –2 penalty to the following skills when outside his specialized terrain. Balance, Handle Animal, Hide, Move Silently, Navigate, Ride, Search, Spot, Survival, and Tumble. He is also at a –2 Fortitude save against harsh conditions of an environment that is not his own.

Weapons expert

Hit Die: D6
Requirements: **BAB** +3
Skills: Craft (mechanical) 6 Ranks,
Feats: Advanced Firearms Proficiency, Weapon Focus

Class Skills: Craft, Demolitions, Disable Device, Drive, Gamble, Gather Info, Intimidate, Jump, Knowledge, Listen, Pilot, Profession, Read/Write, Repair, Research, Search, Speak, Spot, Survival
Skill Points each level: 6+INT Modifier
Action Points: 6+ half of Character Level, round down each time a player takes a level in this class.

Bonus Feats: At 2nd, 4th, 6th and 8th level the Weapons Expert gets a bonus feat. The feat must be selected from the following list and must meet the requirements for the feat:
Advanced Two Weapon Fighting, Archaic Weapon Proficiency, Armor Proficiency (light), (medium), (heavy), Brawl, Burst Fire, Cleave, Combat Reflexes, Double Tap, Exotic Firearms Proficiency, Exotic Melee Weapon Proficiency, Far Shot, Great Cleave, Improved Brawl, Improved Knock Out Punch, Improved two weapon fighting, Knockout Punch, Point Blank Shot, Power Attack., Precise Shot, Shot on the Run, Strafe, Two weapon fighting, Weapon Focus

The Weapons expert spends his time maintaining and improving weapons and their performances. Many soldiers have commented that the difference between life and death was their weapon. If that weapon came from a Weapons Expert, their chances for survival had dramatically increased.

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+1	+0	Extreme Gun	+1	+0
2nd	+1	+2	+2	+0	Bonus Feat	+1	+0
3rd	+2	+2	+2	+1	Mastercraft +1	+2	+0
4th	+3	+2	+2	+1	Bonus Feat	+2	+0
5th	+3	+3	+3	+1	Adrenaline Rush	+3	+1
6th	+4	+3	+3	+2	Bonus Feat	+3	+1
7th	+5	+4	+4	+2	Mastercraft +2	+4	+1
8th	+6	+4	+4	+2	Bonus Feat	+4	+1
9th	+6	+4	+4	+3	Bullseye	+5	+2
10th	+7	+5	+5	+3	Mastercraft +3	+5	+2

Extreme Gun: Beginning at 1st level, should the Weapons Expert have the necessary components, he can temporarily increase a weapons output at the risk of increasing the chances that the weapon would later need repairing. The DC is determined by the type of modification being made. See page 178 for details. It generally takes 1 hour for the Weapons Expert to make the modifications. He can take a 10 or 20.

Mastercraft: At 3rd level the Weapons Expert becomes adept at making Mastercraft weapons. He applies his Mastercraft ability to his craft (mechanical) skill. On average, it takes twice as long to build a Mastercraft object as it does to build an ordinary object of the same type. The cost to build a Mastercraft weapon is equal to the purchase DC for the components (see the Craft mechanical skill) + the bonus provided by the Mastercraft feature. You can add the Mastercraft feature to an existing weapon by making the Wealth check and then the Craft check as though you were constructing it from scratch. In addition to Wealth, the Weapons Expert must also pay a cost in experience points equal to 25 x his Weapons Expert level x the Bonus provided by the Mastercraft feature. The Craft DC for a Mastercraft weapon is the same as a normal weapon of that type, as described in the Craft skill, with the following modification: for a +1 weapon, add a +3 to the Craft DC, a +2 weapon, add +5 to the Craft DC, a +3 weapon, add +10 to the Craft DC. The Weapons Expert must be certified in the weapon before he can apply any Mastercraft Bonus's to the weapon.

Adrenaline Rush: Beginning at 5th level the Weapons Expert can temporarily increase one of his physical ability scores (Strength, Dexterity, or Constitution. By spending an Action Point, and gets to increase the chosen ability by 1d4+1 points. The increase lasts for a number of rounds equal to his Weapons Expert level. At the end of the duration, the Weapons Expert is fatigued for 1d4+1 rounds (see page 140).

Bullseye: At 9th level a Weapons Expert becomes so adept at using the firearm he has applied the Weapon Focus feat to, that his attacks deal more damage. After a successful hit, but before damage is rolled, he can spend one Action Point and apply an additional +3d6 points of damage.

Intelligence on cobra command

Cobra Commander

COBRA COMMANDER is totally ruthless and without a conscience. The leader of the COBRA forces, he wants two simple things: to take over the world through his COBRA organization, and to destroy the GI JOE team. Money and power are what he's after, and he'll do anything to get them. He demands complete loyalty from his forces and gives out harsh punishments to anyone who questions him. He likes to be in the thick of the action when his forces go up against the GI JOE team. He hates DUKE, the leader of the GI JOE team. He believes that if he can capture DUKE, then all his evil plans will fall into place.

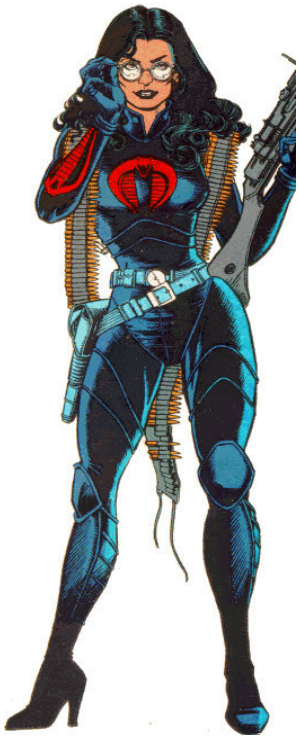
Char 5 / Fast 3 / Seal 4 / Off 8 Starting MOS: Lieutenant **Branch:** ARMY **Hit Points:** 182
Challenge Rating: 20
Talents: Fast Talk, Dazzle, Taunt, Evasion, Increased Speed, Weapon Focus, Weapon Specialization, Tactical Aid, Uncanny Survival, Command, Advanced Uncanny Survival, Exceptional Command, Promotion x2
BAB: +13/+8/+3 **Ranged:** +17/+12/+7 **Melee:** +16/+11/+6 **Defense:** 29 (10+12+4+3)
Damage: Barret Light Fifty 2d12 (120 ft, S), HK G3 2d10 (90 ft, S,A), Glock 20 2d6 (40 ft, S), M79 3d6 (70 ft), Knife 1d4+Str (19-20), Rapier 1d6 + Str (18-20), Frag Grenade 4d6 (10 ft)
Action Points: 15 **Wealth Bonus:** 22 **Reputation:** 8
STR 16 **DEX** 18 **CON** 20 **INT** 18 **WIS** 15 **CHA** 17 **Fort:** +15 **Ref:** +15 **Will:** +9
Rank: O-9 **Medals:** Expert Sharpshooter, Field Artillery
Feats: Advanced Firearms Proficiency, Archaic Weapons Proficiency, Armor Proficiency (light), Brawl, Burst Fire, Combat Reflexes, Dodge, Double Tap, Exotic Firearms Proficiency, Far Shot, Improved Initiative, Mobility, Personal Weapons Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency, Shot On The Run, Strafe
Skills: Balance +5, Bluff +14, Climb +8, Computer Use +17, Craft +11, Diplomacy +16, Disable Devise +9, Demolitions +12, Disguise +15, Drive +10, Escape Artist +18, Gamble +8, Gather Info +10, Handle Animal +8, Hide +17, Intimidate +16, Investigate +10, Jump +11, Knowledge (Arcane Lore +4, Business +10, Civics +6, Current Events +10, History +5, Streetwise +8, Tactics +15), Listen +11, Move Silently +14, Navigate +10, Perform (Speech +9), Pilot +5, Profession +15, Read/Write +7, Ride +5, Search +14, Speak +6, Sense Motive +11, Sleight of Hand +6, Spot +10, Survival +13, Swim +5, Treat Injury +7, Tumble +11
Equipment: Lt. Armor, Barrett Light Fifty, HK G3, Glock 20, M79, Thermite Grenade (2), Frag Grenade (2), Knife, Rapier

Destro

The DESTRO family has thrived for centuries at the expense of others. They build and supply weapons to any side who can meet their price. The latest leader of the DESTRO clan is one of GI JOE's most dangerous adversaries. He often steals the secrets from governments around the world, then his corporation makes big profits from the theft. DESTRO maintains a luxurious lifestyle and wears a silver warrior mask (a family tradition) when in battle. Recently, his North American operations were damaged by GUNG-HO, causing DESTRO to lose millions of dollars. Now, DESTRO is out for revenge against GUNG-HO and the GI JOE team.

Tough 5 / Smart 3 / Weap 10 Starting MOS: Engineer **Branch:** NAVY **Hit Points:** 141
Challenge Rating: 18
Talents: Concussion Resistance, Damage Reduction 2, Savant, Exploit Weakness, Extreme Gun, Mastercraft +3, Adrenaline Rush, Bullseye
BAB: +11/+6/+1 **Ranged:** +16/+11/+6 **Melee:** +16/+11/+6 **Defense:** 29 (10+9+5+5)
Damage: Uzi+3 2d6 (40 ft, S,A)
Action Points: 10 **Wealth Bonus:** 14 **Reputation:** 4
STR 20 **DEX** 20 **CON** 18 **INT** 17 **WIS** 15 **CHA** 14 **Fort:** +13 **Ref:** +12 **Will:** +8
Rank: O-7 **Medals:** Combat Infantry 3rd Award, Field Artillery
Feats: Advanced Firearms Proficiency, Armor Proficiency Light, Armor Proficiency Medium, Builder, Brawl, Burst Fire, Dodge, Double Tap, Personal Firearms Proficiency, Exotic Firearms Proficiency, Improved Brawl, Improved Knock Out Punch, Knock Out Punch, Mobility, Point Blank Shot, Precise Shot, Shot On The Run,
Skills: Climb +6, Concentration +6, Computer Use +13, Craft (chemical +5, electronic +12, mechanical +16), Decipher Script +9, Demolitions +10, Disable Device +8, Drive +9, Forgery +5, Gamble +10, Gather Info +11, Intimidate +12, Investigate +7, Jump +8, Knowledge (business +13, civics +10, physical science +8, tactics +6) Listen +8, Navigate +5, Pilot +7, Profession +10, Read/Write +4, Repair +6, Research +9, Ride +5, Search +9, Speak +3, Spot +11, Survival +8
Equipment: Medium Armor, Mechanical Tool Kit, Uzi+3
Special: Destros' Gauntlets provide him with a variety of weapons. All wrist weapons are made with a ranged attack, except for the blades. Each Gauntlet can have only one of the following: Wrist Rockets +2 (3) 3d6 (20ft range increment, 10ft burst radius) rockets are usually explosive but may substitute the warheads with Tear Gas, White Phosphorous, etc) Double Blades 2 Blades, measuring 6" protrude from the sides of his wrist doing 1d6+Str damage. Remote A micro-control device giving Destro the ability to control robots, detonate explosives, etc. Thrower Destro's thrower has a limited range of 10 ft, and can be made to throw a type of liquid or gas including napalm, fire, acid, tear gas, sleeping gas, toxic gas, etc.

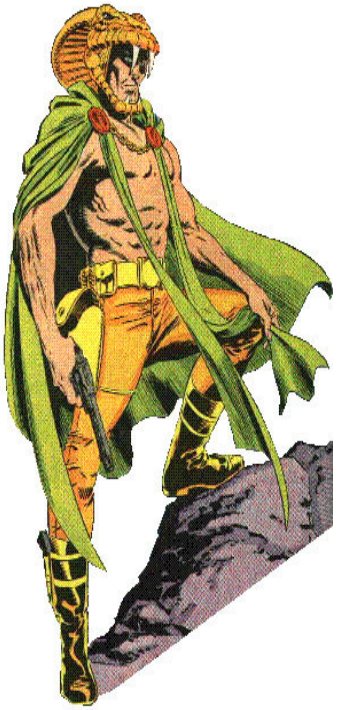
Intelligence on cobra command



Baroness

Incredibly self-involved and lacking in empathy, the BARONESS has all the primary qualifications of a world-class oil company executive or corporate raider. Born in wealth, she was a student radical and dabbled in extremist fringe groups before aligning herself with COBRA and worming her way into the confidences of both COBRA COMMANDER and DESTRO. Nominally designated the Director of Intelligence for COBRA Command, her duties actually covered a much wider range of loathsome activities. More recently, her allegiance seems to have shifted markedly towards DESTRO, but it remains to be seen if this is simply a scam. Coldly cynical yet a hopeless romantic, calculating but naïve, brutally blunt and prone to beating around the bush at times; the BARONESS is a mass of contradictions.

Char 7 / Fast 3 / Spy 6 Starting MOS: ARMY **Branch:** Lieutenant **Hit Points:** 108 **Challenge Rating:** 16
Talents: Charm, Favor, Captivate, Fast-Talk, Evasion, Uncanny Dodge 1, Inside Man, Sweep, Sex Appeal, Master of Disguise
BAB: +8/+3 **Ranged:** +12/+7 **Melee:** +9/+4 **Defense:** 26 (10+10+4+2)
Damage: MAC Ingram M10 2d6 (40 ft, S,A), Knife 1d4+Str
Action Points: 8 **Wealth Bonus:** 12 **Reputation:** 7
STR 13 **DEX** 18 **CON** 16 **INT** 18 **WIS** 15 **CHA** 18 **Fort:** +10 **Ref:** +15 **Will:** +7
Rank: O-6 Medals: Military Intelligence
Feats: Advanced Firearms Proficiency, Combat Expertise, Deceptive, Dodge, Force Stop, Light Armor Proficiency, Mobility, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Shot On The Run, Simple Weapons Proficiency, Vehicle Expert, Windfall
Skills: Bluff +16, Climb +4, Computer Use +14, Concentration +9, Craft (mechanical +4)Decipher Script +19, Diplomacy +19, Disable Devise +8, Disguise +11, Drive +10, Escape Artist +12, Forgery +8, Gather Info +11, Gamble +6, Hide +10, Intimidate +5, Investigate +7, Knowledge (behavioral sciences +8, civics +5), Listen +9, Move Silently +13, Perform (act +5), Profession +11, Ride +5, Search +13, Sense Motive +12, Slight-Of-Hand +12, Read/Write +9, Speak +5, Spot +10, Survival +4, Swim +6
Equipment: Light Armor, Lock-picking Set, Cell Phone, Camera, MAC Ingram M10, Knife

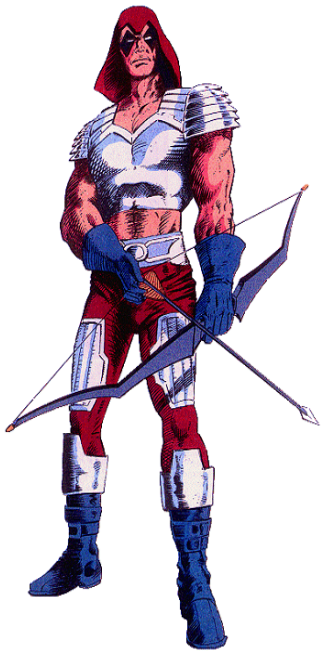


Serpentor

Serpentor wasn't just born to lead COBRA, he was engineered to do so. The result of Dr. Mindbenders greatest achievement, Serpentor is a genetically engineered human being. As part of the experiment, COBRA agents were sent to the remotest parts of the Earth looking for the remains of Earth's most infamous military individuals. By bringing back samples, Dr. Mindbender had collected the DNA of Napoleon, Hitler, Vlad Tepes, Genghis Kahn, Julius Caesar, King Tutankhamin, Emperor Constantine, and more. Their DNA, combined with a rapid growth formula and education through brainwaves, Dr. Mindbender brought forth the new COBRA Emperor!

Strong 3 / Tough 7 / Seal 4 / Off 6 Starting MOS: Ranger **Branch:** Marine **Hit Points:** 209
Challenge Rating: 20
Talents: Melee Smash, Improved Melee Smash, Concussion Resistance, Damage Reduction 2, Remain Conscious, Weapon Focus (Asp Spears), Weapon Specialization (Asp Spears), Tactical Aid, Uncanny Survival, Promotion x2, Command
BAB: +15/+10/+5 **Ranged:** +20/+15/+10 **Melee:** +21/+16/+11 **Defense:** 29 (10+11+5+3)
Damage: Skorpion 2d4 (40 ft, S,A), Asp Spears 1d8/1d8+ Str + Poison (Save DC12 –1d6 Con)
Action Points: 12 **Wealth Bonus:** 14 **Reputation:** 7
STR 22 **DEX** 20 **CON** 23 **INT** 21 **WIS** 15 **CHA** 18 **Fort:** +17 **Ref:** +13 **Will:** +9
Rank: O-10 Medals:
Feats: Archaic Weapons Proficiency, Advanced Firearms Proficiency, Agile Repost, Brawl, Cleave, Combat Expertise, Dodge, Exotic Melee Weapons Proficiency (Asp Spears), Improved Brawl, Improved Knock Out Punch, Knock Out Punch, Light Armor Proficiency, Mobility, Personal Firearms Proficiency, Point Blank Shot, Power Attack, Precise Shot, Spring Attack, Simple Weapons Proficiency
Skills: Bluff +9, Climb +18, Computer Use +11, Craft (electronic+6), Decipher Script +8, Demolitions+17, Diplomacy +18, Disable Devise +11, Disguise +12, Drive +8, Forgery +5, Gamble +8, Gather Info +11, Handle Animal +6, Intimidate +13, Investigate +6, Jump +8, Knowledge (current events +14, tactics +20, technology +16), Listen +12, Navigate +13, Profession +12, Read/Write +7, Repair +13, Speak +7, Search +10, Sense Motive +11, Spot +15, Survival +7, Swim +9, Survival +8, Treat Injury +10
Equipment: Light Armor, Skorpion, Asp Spears (2)
Special: Serpentor's stats are very high due to the nature of his genetics and the experimentation that has created him. Serpentor has two trained serpents that wrap themselves around the back of his neck and along his shoulders. Normally they remain very still, acting as an elaborate garment piece, but Serpentor can grab either one and use them as a weapon. The Snakes are trained to stretch and stiffen acting as a staff, their tail end edged like a sword. Serpentor can also throw them like a spear , and with a successful hit "bite" their target injecting a lethal venom. The Serpents return to Serpentor within 1d4+1 rounds, unless prevented.

Intelligence on cobra command



Zartan

The mysterious man known as Zartan is considered nearly as deadly as Storm Shadow or Snake-Eyes. Besides being a highly accomplished martial artist, he is almost unequaled as an archer and is unsurpassed as a master of disguise. He uses a form of holography and hypnotism to change his appearance. He is also a ventriloquist and can throw his voice in a variety languages and dialects.

Fast 5 / Merc 6 / Spy 4 **Starting MOS:** Commando **Branch:** ARMY **Hit Points:** 132 **Challenge Rating:** 15
Talents: Evasion, Uncanny Dodge 1, Uncanny Dodge 2, Inside Man, Sweep, Sex Appeal, Payroll, Conceal Motive, Black Market Ties, Face In The Crowd
BAB: +9/+4 **Ranged:** +12/+7 **Melee:** +12/+7 **Defense:** 27 (10+11+3+3)
Damage: Bow and Arrow 1d8 (40 ft, explosive 3d6, Tear Gas see pg 105, poison DC 15 –1d6 Con) 12-Gauge Shotgun 2d8 (30 ft, S)
Action Points: 7 **Wealth Bonus:** 10 **Reputation:** 6
STR 16 **DEX** 16 **CON** 18 **INT** 18 **WIS** 15 **CHA** 18 **Fort:** +8 **Ref:** +13 **Will:** +7
Rank: **O-3** **Medals:** Expert Marksmanship
Feats: Advanced Firearms Proficiency, Archaic Weapons Proficiency, Dead Aim, Deceptive, Dodge, Drive By Attack, Far Shot, Mobility, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Reload, Simple Weapons Proficiency, Weapon Focus (Bow), Vehicle Expert
Skills: Balance +9, Bluff +15, Craft (electronics +17, mechanical +9), Computer Use +11, Decipher Script +12, Diplomacy +6, Disable Devise +7, Disguise +20(+2 from deceptive), Drive +13, Escape Artist +12, Forgery +7, Gamble +7, Gather Info +11, Hide +12, Intimidate +5, Investigate +7, Knowledge (behavioral science +6, electronics +14, streetwise +13,) Listen +7, Move Silently +9, Profession +11, Pilot +6, Read/Write +5, Ride +6, Search +10, Sense Motive +08, Slight-Of-Hand +9, Speak +8, Spot +11, Swim +7, Tumble +10
Equipment: Light Armor, Bow, Variety of Arrows, Unique Holo-Projector, 12-Gauge Shotgun, Motorcycle.
Special: A closely guarded secret, Zartan's ability to disguise comes from a type of holo-projector that engulfs his skin, giving him a +10 to disguise. It isn't known how it works, some speculate that it projects via a telepathic link, others think its attuned to his skin condition. Zartan is allergic to direct sunlight. His skin turns a blue/green color, and looses 2d6 hit points damage per round. Although the sunlight is harmful, it has never killed him, rather it seems to drain him of energy. Zartan's abilities with ventriloquism, language and sound mimicry gives him a +4 competence bonus to Bluff checks when trying to pass himself off as someone else or distract someone with a voice or sound coming from a location somewhere within 30 ft of Zartan's position, DC 20**.** Zartan's Arrows have standard tips as well as explosive, tear gas, or poisonous.

Storm Shadow

STORM SHADOW grew up in the Arashikage clan of ninjas and was trained in the triple disciplines of invisibility, survival and silent assassination. During his training, his sword-brother was SNAKE EYES, the commando and martial arts master on the GI JOE team. The evil COBRA organization recruited Arashikage members known as RED NINJAs. This corruption split the clan in two.

After a COBRA agent killed STORM SHADOW' s uncle, he went under cover within COBRA to find the assassin. When the killer was revealed, STORM SHADOW joined the GI JOE team to get revenge. But now STORM SHADOW is back with COBRA. Are all Arashikage ninjas evil? Or does COBRA COMMANDER hold some power over STORM SHADOW? Whatever the reason, his anger is clear when he meets SNAKE EYES. The battle between the ninja masters will be legendary.

Str 5 / Fast 3 / Tough 3 / Ninja 8 **Starting MOS:** Commando **Branch:** ARMY **Hit Points:** 140
Challenge Rating: 19
Talents: Advanced Melee Smash, Evasion, Uncanny Dodge, Concussion Resistance, Damage Reduction 1, Living Weapon 1d10, Flying Kick, Becoming Shadow, Weapon Focus (katana), Vanish, Stealth Attack
BAB: +17/+12/+7/+2 **Ranged:** +22/+17/+12/+7 **Melee:** +22/+17/+12/+7 **Defense:** 33 (+10+15+5+3)
Damage: Katana +1 2d6 + Str (19-20), Tonfa 1d4 + Str (20), Shuriken 1 + Str (10 ft)
Action Points: 11 **Wealth Bonus:** 13 **Reputation:** 4
STR 20 **DEX** 20 **CON** 17 **INT** 16 **WIS** 14 **CHA** 12 **Fort:** +11 **Ref:** +15 **Will:** +7
Rank: **E-8** **Medals:** Purple Heart, Silver Cross
Feats: Archaic Weapons Proficiency, Cleave, Combat Expertise, Combat Martial Arts, Defensive Martial Arts, Dodge, Elusive Target, Exotic Melee Weapon Proficiency, Great Cleave, Mobility, Personal Firearms Proficiency, Quick Draw, Simple Weapons Proficiency, Spring Attack, Stealthy, Unbalance Target
Skills: Balance +13, Climb +10, Concentration +7, Craft (chemicals +7, mechanical +10), Drive +5, Escape Artist +19, Handle Animal +8, Hide +12, Intimidate +15, Jump +13, Knowledge (arcane lore +5, streetwise +10, tactics +12), Move Silently +18, Perform +5, Pilot +6, Profession +12, Read/Write +6, Repair +9, Ride +8, Slight Of Hand +14, Speak +3, Spot +9, Survival +11, Swim +9, Tumble +14
Equipment: Katana Sword +1 Mastercraft (family sword), Light Armor, Shuriken (6), Ninja Smoke Bombs (6) 5ft burst radius, Tonfa (2), Climbing Claws +2 Climb, Caltrips (3)

Intelligence on cobra command

Major Bludd

Sebastian Bludd is one of the most infamous mercenaries in the world. He has worked as a terrorist, assassin and soldier-for-hire. His only loyalty is to money, and he has been known to turn on his employers if he finds a better opportunity. Bludd's expertise (and rank of Major) comes from his initial military training from the Australian Special Air Service. He later joined the French Foreign Legion, and finally became a freelance military advisor. He soon discovered that there was more money to be made in using his skills in the service of criminals, terrorists and revolutionaries, and his life as a mercenary began. Over the years, Bludd has also been known for writing poetry...bad poetry. (Though the Baroness once described his poems as "quite beautiful".) He is possibly the only poet ever to use the word "Uzi".

Tough 7 / Sni 3 / Merc 6 Starting MOS: Commando **Branch:** ARMY **Hit Points:**130 **Challenge Rating:** 16
Talents: Concussion Resistance, Damage Reduction 2, Second Wind, Weapon Focus, Defensive Position, Payroll, Conceal Motive, Black Market Ties, Face In The Crowd
BAB: +11/+6/+1 **Ranged:** +14/+9/+4 **Melee:** +14/+9/+4 **Defense:** 27 (10+9+3+5)
Damage: Knife 1d4 + Str, Ingram MAC M10 2d6 (40 ft, S,A), Barret Light Fifty 2d12 (120 ft, S), Frag Grenade 4d6 (10 ft)
Action Points: 8 **Wealth Bonus:** 14 **Reputation:** 5
STR 16 **DEX** 17 **CON** 17 **INT** 15 **WIS** 13 **CHA** 13 **Fort:** +10 **Ref:** +10 **Will:** +8
Rank: O-4 Medals:
Feats: Advanced Personal Firearms Proficiency, Brawl, Burst Fire, Dead Aim, Double Tap, Drive By Attack, Far Shot, Knock Out Punch, Light Armor Proficiency, Medium Armor Proficiency, Mobility, Person Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Shot On The Run
Skills: Bluff +6, Climb +8, Computer Use +8, Concentration +11, Craft (mechanical +5), Decipher Script +10, Disguise +10, Drive +12, Escape Artist +8, Forgery +6, Gamble +13, Hide +13, Intimidate +11, Jump +11, Knowledge (streetwise +13), Listen +15, Move Silently +10, Profession +11, Read/Write +5, Ride +6, Sense Motive +8, Speak +3, Spot +12, Survival +10, Swim +9
Equipment: Medium Armor, Ingram MAC M10, Knife, Barrett Light Fifty, Frag Grenade (2)
Note: Although officially a Major, he holds a rank comparable of O-4 within COBRA Command.

Dr. Mindbender

DR. MINDBENDER was once a kindly dentist who experimented on himself to find a way to lessen dental pain through brainwave stimulation. As a result, he underwent a complete personality change causing him to devote his life to evil and the complete suppression of humanity by electronic mind-control. After he joined COBRA, DR. MINDBENDER improved and perfected the "brainwave scanner" invented by a nefarious doctor, and used that device to brainwash anybody who opposed the policies of COBRA. He has been known to participate in battles, but prefers to manipulate events from behind the scenes, preferably inside a bulletproof bunker.

Dedic 5 / Smart 3 / Mad 8 Starting MOS: Medic **Branch:** NAVY **Hit Points:** 115 **Challenge Points:** 16
Talents: Savant, Exploit Weakness, Skill Emphasis, Aware, Faith
BAB: +7/+2 **Ranged:** +10/+5 **Melee:** +9/+4 **Defense:** 24 (10+8+3+3)
Damage: Skorpion 2d4 (40 ft S,A), Knife 1d4 + Str, Flamethrower
Action Points: 8 **Wealth Bonus:** 13 **Reputation:** 6
STR 14 **DEX** 16 **CON** +18 **INT** +20 **WIS** +16 **CHA** +14 **Fort:** +14 **Ref:** +7 **Will:** +12
Rank: W-3 Medals:
Feats: Advanced Firearms Proficiency, Builder, Burst Fire, Combat Martial Arts, Dodge, Double Tap, Educated, Light Armor Proficiency, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Burst Fire, Simple Weapons Proficiency, Strafe
Skills: Computer Use +15, Concentration +9, Craft (chemical 9, electronic +17, mechanical +16, pharmaceutical +12), Demolitions +5, Decipher Script +10, Diplomacy +5, Disable Device +8, Forgery +8, Gamble +5, Investigate +9, Knowledge (arcane lore +7, behavioral science +11, current events +10, earth and life sciences +10, history +11, physical sciences +18, tactics +9, technology +17), Listen +6, Navigate +6, Profession +9, Read/Write +9, Repair +10, Research +11, Search +8, Sense Motive +9, Speak +6, Spot +10, Survival +6, Treat Injury +11
Equipment: Chemical Kit, Electric Tool Kit, Mechanical Tool Kit, Light Armor, Knife, Skorpion, Flamethrower +2 Mastercraft.

Intelligence on cobra command

Firefly

FIREFLY has a long history with COBRA, going back to when the evil organization first began causing trouble. An expert in mountain climbing, he uses his skills to break into places that are supposed to be out of reach. He can scale a cliff or building as easily as a fly walking up a wall. He has highly developed reflexes and expertise in hand-to-hand martial arts combat, as well as being an expert with various weaponry and explosives. COBRA likes to use him when a single saboteur is needed to quietly break into a secured location and cause some trouble. He encountered the martial arts master FIREFLY from the GI JOE team and, for the first time, had to escape before being captured. Now he longs to revenge himself for his humiliating defeat.

Tough 3 / Fast 5/ Sni 3 / Seal 4 **Starting MOS:** Engineer **Branch:** ARMY **Hit Points:** 117
Challenge Rating: 15
Talents: Concussion Resistance, Damage Reduction 1, Evasion, Improved Increased Speed, Weapon Focus, Defensive Position, Weapon Focus, Weapon Specialization, Tactical Aid
BAB: +10/+5 **Ranged:** +14/+9 **Melee:** +12/+7 **Defense:** 27 (10+11+4+2)
Damage: Knife 1d4+Str (19-20), Frag Grenade 4d6 (10 ft), Gloc 20 2d6 (40 ft, S), MAC 10 2d6 (40 ft, S,A), 2d10 (90 ft, S,A, WF, WS), Barrett Light Fifty 2d12 (120 ft, S), M79 3d6 (70 ft, WF)
Action Points: 8 **Wealth Bonus:** 12 **Reputation:** 3
STR 15 **DEX** 18 **CON** 17 **INT** 16 **WIS** 14 **CHA** 12 **Fort:** +9 **Ref:** +12 **Will:** +7
Rank: **E-5** **Medals:** Expert Marksmanship, Artillery Badge
Feats: Advanced Weapons Proficiency, Brawl, Burst Fire, Dead Aim, Dodge, Double Tap, Drive By Attack, Exotic Firearms Proficiency, Far Shot, Light Armor Proficiency, Mobility, Personal Weapons Proficiency, Point Blank Shot, Precise Shot, Skip Shot
Skills: Balance +7, Climb +8, Craft (electronics +4, mechanical +6), Concentration +10, Demolitions +18, Disguise +9, Drive +9, Escape Artist +10, Hide +13, Intimidate +9, Jump +8, Knowledge (streetwise +10), Listen +12, Move Silently +10, Navigate +12, Pilot +11, Profession +8, Read/Write +6, Ride +9, Slight Of Hand +7, Speak +5, Spot +13, Survival +13, Swim +6, Tumble +9
Equipment: Radio Detonator, Light Armor, C4, Dynamite, Frag Grenades (6), Tear Gas (4), Gloc 20, Ingram MAC 10, HK G3, Barrett Light Fifty, Knife, Demolitions Kit, M79

Tomax & Xamot

For an organization such as Cobra, mere brute force isn't enough to achieve its goals. To destabilize nations and infiltrate governments, a knowledge of law and finance is necessary; to gain legions of followers, the use of propaganda is vital. The infamous twin brothers Tomax and Xamot fulfilled those needs for Cobra.
Like their own names, these twins brothers are mirror-images of one another, except for a scar on Xamot's face. As they grew up, the bond between the brothers seemed almost supernatural. They finished each other's sentences, sensed when the other was in danger, and even seemed to feel it when the other was in pain

Smart 5 / Fast 5/ Off 4 / Spy 2 **Starting MOS:** Martial Artist **Branch:** AIR FORCE **Hit Points:** 117
Challenge Rating: 16
Talents: Evasion, Uncanny Dodge 1, Opportunist, Savant, Exploit Weakness, Plan**,** Uncanny Survival, Promotion, Command, Inside Man, Sweep.
BAB: +9/+4 **Ranged:** +15/+10 **Melee:** +12/+7 **Defense:** 29 (10+10+6+3)
Damage: Desert Eagle 2d8 (40 ft, S), HK MPS 2d6 (50 ft, S,A)
Action Points: 8 **Wealth Bonus:** 16 **Reputation:** 6
STR 16 **DEX** 22 **CON** 16 **INT** 17 **WIS** 16 **CHA** 15 **Fort:** +7 **Ref:** +16 **Will:** +9
Rank: **O-2** **Medals:**
Feats: Acrobatic, Advanced Firearms Proficiency, Aircraft Operation, Brawl, Burst Fire, Defensive Martial Arts, Dodge, Light Armor Proficiency, Mobility, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Spring Attack, Windfall
Skills: Balance +11, Bluff +7, Computer Use +8, Craft (writing +8), Decipher Script +9, Demolitions +6, Diplomacy +13, Disable Device +9, Disguise +6, Drive +11, Escape Artist +10, Forgery +16, Gamble +12, Gather Info +5, Hide +7, Intimidate +8, Investigate +12, Knowledge (business +18, civics +13, tactics +10), Listen +8, Move Silently +8, Navigate +7, Pilot +9, Profession +14, Ride +7, Search +10, Sense Motive +11, Slight-Of-Hand +12, Read/Write +5, Repair +8, Research +6, Search +9, Speak +3, Survival +7, Swim +8, Treat Injury +5, Tumble +15
Equipment: HK MPS, Desert Eagle, Light Armor
Special: Due to their unique nature, Tomax or Zamot may take an Attack of Opportunity against an opponent that has attacked his brother. They go on the same Initiative. With their danger sense for each other, Tomax and Xamot cannot be caught flat footed or surprised. Opponents may still act during the "surprise round" but Tomax and Xamot retain their bonus to Defense, provided that the Brothers are within 50 ft of each other. Whenever one uses an Action Point, the other gains the benefit if applicable. Tomax and Xamot are also in command of the Crimson Guard.

Cobra Viper (series 1)

The foot soldier of the Cobra Infantry. When Cobra first emerged onto the scene in the early 1980's, the Viper was little more than a hired thug. Some had prior military training, but all were ruthless and fanatically loyal to Cobra Commander. As Cobra's power and wealth grew, Cobra Vipers became better trained and equipped. By the late 1980's the series 2 all but replaced the series 1 Viper as the standard battlefield infantry. Since Cobras Resurrection, the Series 1 has been re-introduced, presumably for budget reasons. The Series 2 is now reserved for the more elite among their ranks.

Tough 1 / Smart 1 **Starting MOS:** Grunt **Branch:** ARMY **Hit Points:** 13 **Challenge Rating:** 1
Talents: Concussion Resistance, Savant
BAB: +0 **Ranged:** +1 (+2 if within 30 ft) **Melee:** +1 **Defense:** 14 (10+1+1+2)
Damage: AK-47 2d8 (70 ft, S,A), Beretta 92F 2d6 (40 ft, S)
Action Points: 1 **Wealth Bonus:** 3 **Reputation:** 0
STR 12 **DEX** 13 **CON** 11 **INT** 13 **WIS** 10 **CHA** 08 **Fort:** +1 **Ref:** +1 **Will:** +1
Rank: E-1 Medals:
Feats: Advanced Firearms Proficiency, Personal Firearms Proficiency, Lt. Armor Proficiency, Point Blank Shot
Skills: Climb +2, Computer Use +4, Concentration +1, Craft mechanical) +1, Decipher Script +2, Demolitions +2, Disable Device +2, Drive +2, Forgery +1, Intimidate +2, Investigate +2, Knowledge (Streetwise) +2, Knowledge (tactics) +2, Navigate +2, Profession +2, Read/Write Language +1, Repair +3, Research +2, Search +4, Speak Language +1, Spot +2, Survival +2
Equipment: AK-47, Lt. Armor, Beretta 92F

Cobra Officer

The term "officer" is more informal than true military terminology. Essentially, the Cobra Officer is the squad or platoon leader. More experienced and competent than standard Vipers, Officers are cunning and heartless. Cobra's elite troopers like the Crimson Guard or specialized Vipers are usually drafted from their ranks. The Officer's uniform is identical to the Vipers (series 1) except for a v-shaped emblem on their helmets. Like Vipers they wear either a red or black mask. Some, presumably "high" officers, have a silver Cobra symbol on their chest replacing the standard red one. When the series 2 came out, Officers still wore their standard blue jumpsuit uniform.

Tough 3 / Smart 2 **Starting MOS:** Lieutenant **Branch:** MARINES **Hit Points:** 38 **Challenge Rating:** 5
Talents: Concussion Resistance, Damage Reduction 1, Savant
BAB: +3 **Ranged:** +6 (+7 if within 30 ft) **Melee:** +5 **Defense:** 18 (10+3+3+2)
Damage: AK-47 2d8 (70 ft, S,A), Beretta 92F 2d6 (40 ft, S), Frag Grenade 4d6 (10 ft) Knife 1d4+Str
Action Points: 4 **Wealth Bonus:** 6 **Reputation:** 2
STR 14 **DEX** 16 **CON** 17 **INT** 16 **WIS** 13 **CHA** 11 **Fort:** +6 **Ref:** +4 **Will:** +4
Rank: E-5 Medals:
Feats: Advanced Firearms Proficiency, Improved Initiative, Light Armor Proficiency, Personal Firearms Proficiency, Point Blank Shot
Skills: Climb +6, Computer Use +8, Concentration +3, Craft mechanical) +2, Decipher Script +4, Demolitions +5, Disable Device +5, Drive +6, Forgery +3, Intimidate +5, Investigate +4, Knowledge (Streetwise) +6, Knowledge (tactics) +8, Navigate +6, Profession +5, Read/Write Language +4, Repair +7, Research +4, Search +6, Speak Language +3, Spot +5, Survival +7
Equipment: Lt Armor, AK-47, Knife, Beretta 92F, Frag Grenade (2)

Cobra Viper (series 1)

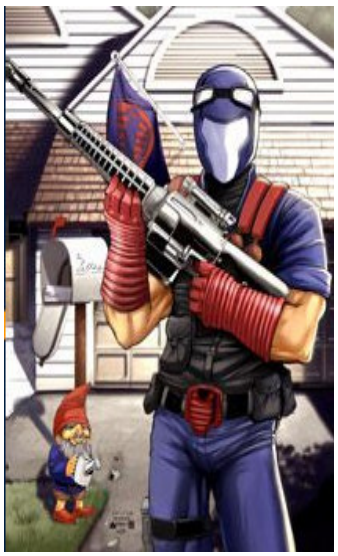
The foot soldier of the Cobra Infantry. When Cobra first emerged onto the scene in the early 1980's, the Viper was little more than a hired thug. Some had prior military training, but all were ruthless and fanatically loyal to Cobra Commander. As Cobra's power and wealth grew, Cobra Vipers became better trained and equipped. By the late 1980's the series 2 all but replaced the series 1 Viper as the standard battlefield infantry. Since Cobras Resurrection, the Series 1 has been re-introduced, presumably for budget reasons. The Series 2 is now reserved for the more elite among their ranks.

Tough 1 / Smart 1 **Starting MOS:** Grunt **Branch:** ARMY **Hit Points:** 13 **Challenge Rating:** 1
Talents: Concussion Resistance, Savant
BAB: +0 **Ranged:** +1 (+2 if within 30 ft) **Melee:** +1 **Defense:** 14 (10+1+1+2)
Damage: AK-47 2d8 (70 ft, S,A), Beretta 92F 2d6 (40 ft, S)
Action Points: 1 **Wealth Bonus:** 3 **Reputation:** 0
STR 12 **DEX** 13 **CON** 11 **INT** 13 **WIS** 10 **CHA** 08 **Fort:** +1 **Ref:** +1 **Will:** +1
Rank: E-1 Medals:
Feats: Advanced Firearms Proficiency, Personal Firearms Proficiency, Lt. Armor Proficiency, Point Blank Shot
Skills: Climb +2, Computer Use +4, Concentration +1, Craft mechanical) +1, Decipher Script +2, Demolitions +2, Disable Device +2, Drive +2, Forgery +1, Intimidate +2, Investigate +2, Knowledge (Streetwise) +2, Knowledge (tactics) +2, Navigate +2, Profession +2, Read/Write Language +1, Repair +3, Research +2, Search +4, Speak Language +1, Spot +2, Survival +2
Equipment: AK-47, Lt. Armor, Beretta 92F

Cobra Officer

The term "officer" is more informal than true military terminology. Essentially, the Cobra Officer is the squad or platoon leader. More experienced and competent than standard Vipers, Officers are cunning and heartless. Cobra's elite troopers like the Crimson Guard or specialized Vipers are usually drafted from their ranks. The Officer's uniform is identical to the Vipers (series 1) except for a v-shaped emblem on their helmets. Like Vipers they wear either a red or black mask. Some, presumably "high" officers, have a silver Cobra symbol on their chest replacing the standard red one. When the series 2 came out, Officers still wore their standard blue jumpsuit uniform.

Tough 3 / Smart 2 **Starting MOS:** Lieutenant **Branch:** MARINES **Hit Points:** 38 **Challenge Rating:** 5
Talents: Concussion Resistance, Damage Reduction 1, Savant
BAB: +3 **Ranged:** +6 (+7 if within 30 ft) **Melee:** +5 **Defense:** 18 (10+3+3+2)
Damage: AK-47 2d8 (70 ft, S,A), Beretta 92F 2d6 (40 ft, S), Frag Grenade 4d6 (10 ft) Knife 1d4+Str
Action Points: 4 **Wealth Bonus:** 6 **Reputation:** 2
STR 14 **DEX** 16 **CON** 17 **INT** 16 **WIS** 13 **CHA** 11 **Fort:** +6 **Ref:** +4 **Will:** +4
Rank: E-5 Medals:
Feats: Advanced Firearms Proficiency, Improved Initiative, Light Armor Proficiency, Personal Firearms Proficiency, Point Blank Shot
Skills: Climb +6, Computer Use +8, Concentration +3, Craft mechanical) +2, Decipher Script +4, Demolitions +5, Disable Device +5, Drive +6, Forgery +3, Intimidate +5, Investigate +4, Knowledge (Streetwise) +6, Knowledge (tactics) +8, Navigate +6, Profession +5, Read/Write Language +4, Repair +7, Research +4, Search +6, Speak Language +3, Spot +5, Survival +7
Equipment: Lt Armor, AK-47, Knife, Beretta 92F, Frag Grenade (2)



Cobra Viper (series 2)

By the mid to late 80's Cobra saw a need to better train and better equip their foot soldiers. Cobra Command realized that simple thugs and soldiers for hire were not going to stand up to Americas fighting elite. Therefore, all Cobra Vipers would undergo a rigorous training program and be issued better equipment. Now that Cobra has returned, the series 1 has become a temporary solution. The series 2 for now is reserved for enlisted men with prior military and combat experience. Until Cobra Command is at full strength and can again mass produce the equipment and training facilities needed, they have only what's left in various weapon caches.

Tough 2 / Smart 2 **Starting MOS:** Grunt **Branch:** ARMY **Hit Points:**27 **Challenge Rating:** 4
Talents: Concussion Resistance, Savant
BAB: +2 **Ranged**: +3(+4 if within 30 ft) **Melee:** +3 **Defense:** 16 (10 + 3 + 2 +1)

Damage: Knife (1d4+ Str), AK-47 2d8(70 ft, S, A), Derringer 2d6 (10 ft, single), Frag Grenade (4d6 20 ft), Tear Gas (special-see page 105)
Action Points: 2 **Wealth Bonus:** 5 **Reputation:** 1
STR 12 DEX 13 CON 14 INT 12 WIS 10 CHA 10 Fort: +2 **Ref:** +2 **Will:** +2
Rank: E-3 Medals:
Feats: Personal Firearms Prof., Adv. Firearms Prof., Lt. Armor Prof., Point Blank Shot, Quick Reload, Brawl, Lightning Reflexes
Skills: Climb +2, Computer Use +4, Concentration +1, Craft mechanical) +4, Decipher Script +2, Demolitions +5, Disable Device +4, Drive +4, Forgery +1, Intimidate +2, Investigate +3, Knowledge (Streetwise) +4, Knowledge (tactics) +7, Navigate +3, Profession +4, Read/Write Language +2, Repair +4, Research +2, Search +4, Speak Language +1, Spot +2, Survival +2
Special Qualities: The Viper Series 2 Helmut has many built in features: Secured transmitter/receiver. Infra-Red and thermal imaging grant Darkvision (60 ft) as well as +4 on spot checks, Sonic Ears grant a +6 to Listen Checks. The Helmut also has a built in filter granting +6 equipment bonus to Fortitude saves to resist toxic and poison gases.
Equipment: Lt. Armor jacket, Knife, Fragmentation Grenade (2) , Tear Gas Grenade (2) AK-47, Derringer .45

Crimson Guard

Around 1984, Cobra Commander commissioned a new group of elite Cobra soldiers, the Crimson Guard. The Guard was unquestionably loyal to the Commander and most served as deep cover agents, infiltrating America' s cities and towns, posing as average citizens. Businessmen, lawyers and accountants, they helped Cobra gain financial assets all over the world. All of the Siegies (C.G.' s) took on assumed names and new identities. Some groups even underwent cosmetic surgery to have the same face, the most famous being the Fred series. The identical faces were designed to make it easy to replace one Guardsman with another if he was lost in battle or reassigned for some other reason.

Tough 5 / Smart 5 **Starting MOS:** Grunt **Branch:** ARMY **Hit Points:** 60 **Challenge Rating: 10**
Talents: Concussion Resistance, Damage Resistance 2, Savant, Exploit Weakness, Plan
BAB: +5 **Ranged:** +7(+8 if within 30 ft) **Melee:** +7 **Defense:** 22 (10+5+2+5)
Damage: Bayonet 1d4/1d6 +Str, M4 Carbine 2d8 (60 ft S,A), Glock 20 2d6 (40 ft S), Frag 4d6 (20ft)
Action Points: 5 **Wealth Bonus:** 10 **Reputation:** 3
STR 14 DEX 15 CON 15 INT 16 WIS 11 CHA 12 Fort: +6 **Ref:** +4 **Will:** +4
Rank: E-7 Medals:
Feats: Advanced Firearms Proficiency, Archaic Weapons Proficiency, Brawl, Burst Fire, Double Tap, Improved Brawl, Light Armor Proficiency, Medium Armor Proficiency, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency
Skills: Climb +12, Computer Use +14, Concentration +8, Craft mechanical) +7, Decipher Script +9, Demolitions +11, Disable Device +12, Drive +8, Forgery +5, Intimidate +6, Investigate +8, Knowledge (Streetwise) +7, Knowledge (tactics) +12, Navigate +8, Profession +8, Read/Write Language +4, Repair +6, Research +9, Search +10, Speak Language +3, Spot +7, Survival +8
Equipment: Medium Armor, M4 Carbine, Glock 20, Frag Grenades (2), Bayonet

Cobra B.A.T.'s (Battle Action Trooper)

Created by Dr. Mindbender, the B.A.T. is Cobra's ultimate battlefield soldier. Incredible strong and durable, B.A.T.s are designed to take a pounding and keep advancing. Unlike human soldiers, these androids do not suffer from fatigue, demoralization, and if captured are programmed to wipe their memory of all knowledge of Cobra Command as well as self termination, making Intel gathering next to impossible.

Tough 7 / Strong 5 **Starting MOS:** Grunt **Branch:** ARMY **Hit Points:** 70 **Challenge Rating:** 12
Talents: Concussion Resistance, Damage Resistance 3, Improved Melee Smash, Ignore Hardness
BAB: +10 **Ranged:** +13 (+8 if within 30 ft) **Melee:** +16 **Defense:** 25 (10+5+3+7)
Damage: Bayonet 1d4/1d6 +Str, M4 Carbine 2d8 (60 ft S,A), Glock 20 2d6 (40 ft S), Frag 4d6 (20ft)
Action Points: 6 **Wealth Bonus:** 0 **Reputation:** 4
STR 22 DEX 16 CON 20 INT 14 WIS 10 CHA 06 **Fort:** +13 **Ref:** +6 **Will:** +3
Rank: E-1 **Medals:**
Feats: Advanced Firearms Proficiency, Archaic Weapons Proficiency, Brawl, Burst Fire, Double Tap, Improved Brawl, Knockout Punch, Light Armor Proficiency, Medium Armor Proficiency, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency, Strafe
Skills: Climb +12, Computer Use +14, Concentration +8, Craft mechanical) +7, Decipher Script +9, Demolitions +13, Disable Device +12, Drive +9, Forgery +5, Intimidate +6, Investigate +8, Knowledge (tactics) +14, Navigate +13, Read/Write Language +14, Repair +11, Research +9, Search +15, Speak Language +8, Spot +13, Survival +8
Equipment: Heavy Armor, M4 Carbine, Glock 20, Frag Grenades (2), Bayonet
Special: Various optical sensors, including heat and infra-red vision, give the B.A.T. Darkvision at 60 ft. X50 zoom lens grants the feat Far Shot. Secured Transmitter/Receiver allows B.A.T.s to keep in touch with Cobra Command, as well as linking up to Cobra's GPS satellites. B.A.T.'s do not suffer from effects of maximum damage threshold. B.A.T.s are relentless and will keep going until reduced to 0 Hit Points.