# CARDINE States



ALP-CS02:

# Cerulean Seas Waves of Thought



#### **Role Playing Game Supplement**

New Undersea Psionics Guide for use with the Pathfinder<sup>®</sup> Roleplaying Game\* Written by Emily Ember Kubisz, Sam G. Hing, & Matthew Cicci In association with



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Special Thanks to Our Kickstarter Contributors: Adam Windsor, Andrew (ZenDragon), Andrew J. Hayford, Andrew Maizels, Ben Lash, Bill Birchler, Bob Runnicles, Brian Guerrero, Carl Hatfield, Annette B, Chris Kenney, Chris Michael Jahn, Craig Johnston (flash\_cxxi), Curtis Edwards, Daniel Craig, Daniel P. Shaefer, Daniyel Mills, Dark Mistress, David Corcoran, Jr., Davin Perry, Dawn Fischer, Dean M. Perez, Douglas Limmer, Douglas Snyder, Ed Courtroul, Ed McLean, Endzeitgeist, Francois Michel, Frank Dyck, Franz Georg Roesel, GLNS, Henry Wong, Herman Duyker, James "Jimbojones" Robertson, James Wood, Jason "Hierax" Verbitsky, Jason "Mikaze" Garrett, Jeremy Wildie, Jon Moore, Joseph "UserClone" Le May, Julien A. Féraud, Karen J. Grant, Karl The Good, Kevin Mayz, Kyle Bentley, Lewis Crown, Mark Moreland, Matthew Parker Winn, Michael D. Blanchard, Mike Shannon, Nate Swalve, Niall Sullivan, Nicholas Fascitelli, Noble Hays, Paul Cavanaugh, Paul Ryan, Paul Woods, Peter Duchak, Purple Duck Games, R. A. Mc Reynolds, Rod Davidson,

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Additional Thanks: Team Draconis, Dreamscarred Press, & Ofelia Jean Kubisz

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# Chapter 1:



# Aquatic Psionics

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Water covered the whole of the realm. This was before the word "flood" had meaning, predating life on dry land, and prior to the history of the ancient nommo. The gods, if they even existed in these times, were silent. The arcane forces holding reality together had yet to be fathomed. Magic (divine, arcane, or otherwise) had no place in these primal seas. In this ancient world, it was the pure application of Will that shaped the waves. The creatures that wielded it, though exceedingly primitive, were the most powerful. This was the foundation of the psionic sciences.

Innate psionic power led to the development of better brains to wield it. With this came sapience. The first great races of this world knew nothing of magic or the divine. Instead they trusted in the power within. By the time that the first primordial crawling thing skittered onto dry land, aquatic battles of Will had been fought for ages. When the first dragon took flight, psionic power had been a science since time immemorial. Instead of magic, these colossal reptiles were masters of telepathy, psychokinesis, and metacreativity. Psionics seemed to be the pinnacle of evolutionary power. However, other forces filled the cracks of reality and perception, eroding them at their core, and inundating the intuitive power of Will with external forces. The gods demanded tribute. They convinced the realm that their Will was more powerful, their intensions more pure, and their wrath more deadly.

Thus divine Will became the magic of the world, and even the dragons forgot the power they once had within. Wars were no longer battles between the Wills of the realm, but struggles against the subjugation of realms beyond. In time, psionic power became a distant memory to most races- even to those that had at one time been great masters of the science. In an effort to reclaim independence, knowledgeable individuals unraveled the fabric of reality itself, and learned to harness its power. They were the first wizards of the world.

Eons passed, and most of the descendants of the psionic masters had embraced the new power, that of arcane magic. Those few left that knew the secrets of psionic power had been forced into the inky shadows and murky depths, but they were never entirely eliminated. Wherever they went, they faced persecution. Their power was that of internal wisdom and personal fortitude, it was not granted to them through application of intellect or divine forces. Their existence seemed to threaten both the devout and the intellectual.

They say that time moves in a circle. If so, then the rising waters perhaps hailed the return of the beginning. With waters rushing in from murky depths, so too the ancient was reunited with the new. Ancient races of Will resurfaced from their hidden lairs, their abyssal homes, and their cities of shadows. The Will had always belonged to the waves, and finally, it has returned.

#### Introduction

When Dreamscarred Press announced that they would be releasing PSIONICS UNLEASHED for the PATHFINDER ROLEPLAYING GAME, Alluria Publishing excitedly began working on WAVES OF THOUGHT. Much of this material had already been conceived of in some form, as the CERULEAN SEAS CAMPAIGN SETTING existed long before the release of the Pathfinder RPG sourcebook. Psionics had been a part of this undersea world since its inception, and it felt somehow incomplete without including the important facet. We are very happy to present to you the more complete Cerulean Seas, as we had first envisioned it to be.

To many, psionic power conjures up images of primal forces with tentacles and slime. Terrible brain-eating monsters that lurk in the damp and dark have this power and only those that know their secret science have the hope of fighting them on an equal battlefield. This always seemed to be a perfect fit for an aquatic campaign world, where the races are ancient, squid-like species abound, and dark depths are everywhere.

Applying PSIONIC UNLEASHED's rules to an undersea world was surprisingly simple. The design team over at Dreamscarred Press was very supportive of our project, and our team corresponded with them at length on the subject. What we concluded was that, unlike the rules of magic and combat, the mechanics of psionics were fairly universal, even when applied to the sea.

Since we did not have to devote a lot of time towards rules conversion, the design team was able to focus specifically on maintaining the unique flavor of Cerulean Seas and ensuring that submerging the mechanical rules and psionic flare of Psionics Unleashed did not drown out any player options or fun.

As a result, we have created a highly compatible world for the inclusion of psionic power, without the necessity of adding it to any specific degree. If a Gamemaster decides to exclude psionic power from his interpretation of the Cerulean Seas, the setting still functions well. If only a little is added, perhaps a race or a monster, the story-line still remains viable. Of course, we invite you to use all of this material and believe you will find it a perfect fit for spicing up your existing aquatic

campaign or starting a new one.

We began the project by focusing on the new psionic races of the realm. Much like the design philosophy that we applied to REMARKABLE RACES, we wanted the psionic races to be modular so that Gamemasters could add them to an existing campaign without having to rewrite history or make any world-sweeping changes. Psionic races, with their tendency towards being persecuted and becoming clandestine as a result of that seemed to mesh well with this concept. The Alluria design team admittedly holds a traditional view on the essence of psionic power in that it is different and perhaps the opposite of magic. You will often see this viewpoint reflected in the design of the new races that we present in this book.

The authors of this book believed we would be remiss if we did not also include at least one psionic class specially tailored to an underwater world. We kicked around a lot of great ideas, but eventually all agreed that the Aquanaut was the way to go. It had all the qualities we were looking for; it was a unique concept, specifically suited to aquatic life, worked well with Dreamscarred Press's interpretation of psionics, and presented a memorable image.

Feats, powers, and psionic items came next. Only a handful of these features needed to be altered or replaced, leaving us a lot of room to add something new. The authors decided to use this as an opportunity to add a few finishing touches to the new races and to the aquanaut.

Much like in the Cerulean Seas sourcebook, we separated much of the campaign specific information into its own chapter. We wanted to keep the spirit of the campaign setting guide, in that it is also a helpful guide to undersea adventuring. Even if the Gamemaster decides to use his own world or an adaptation of ours, it would prove useful. The history of the realm has a strong presence, but is not so closely tied to the crunch presented that they cannot be easily separated.

Lastly, in true Allurian style, we present a comprehensive aquatic psionic bestiary. We were able to tap the genius of our two best monster makers, Sam Hing (CREEPY CREATURES) and Mathew Cicci (FEY FOLIO) to bring you some truly fearsome psionic foes that will add both terror and intrigue to your underwater world. Of course, we tied it all together with our award winning artists to bring you the high quality material that you have come to expect from Alluria Publishing.

#### Using This Book

This book is divided into six chapters with several helpful appendices. The first chapter is a simple introduction designed to both explain our design process and set the tone for the tome. Chapter two describes six new races (amphian, thalassic asrai, merkoth, melusine, benthic naga, and zef). Chapter three examines how existing classes fit into an aquatic world and presents a new class (the aquanaut) and well as a couple of prestige classes. New and existing feats, powers, and psionic items are fathomed in chapter four. Chapter five offers details of the campaign setting itself, including specific racial histories and other setting specific information. The last chapter is a complete aquatic psionic bestiary.

#### Common Terms

Words listed below are often referred to throughout WAVES OF THOUGHT and are defined here for clarification. More advanced definitions can be found either in the Cerulean Seas core rulebook, or later in this tome.

**Anthromorph:** A humanoid sea-animal. Benthic nagas and zefs are anthromorphs.

**Aquanaut:** An aquatic psionic class that gains power through psionically enhanced mutations.

The Bloody War: A war that ended over 400 years ago between sahuagin and the good denizens of the sea. The sahuagin lost and were hunted to near extinction.

**Brill:** An extremely rare and ancient glowing stone that is actually a psionically transformed elf (though many falsely believe that the transformation was a magical process). Brillstones come in blue, green, and red. This tome reveals many secrets of this mysterious mineral that the corebook does not.

**Buoyancy Units (bu.):** These reflect an item's buoyancy, and are described later in this chapter.

**Cerulean Seas:** The known world which is divided into nine sections (or seas) by location.

**Depth Tolerance:** The maximum depth a creature can safely traverse. This is detailed in the section on pressure later in this chapter.

**Feykith:** Any variety of water fey descendants, including thalassic asrai, sea-elves, and selkies.

The Great Flood: A catastrophe that raised the ocean level several hundred feet, drowning most of the land and those that inhabited it. This happened over five centuries ago.

**Merfolk:** A creature with a humanoid torso and fish-like lower half. Apsara, amphians, merkoth, and melusine are all merfolk.

**Trueform:** An intelligent species of nonhumanoid form. Ixarcs (also known as Ix) and medusians are trueforms. While not standard PC races, they do contribute to the overall society of the campaign setting.

Whirlpool (or Vortex): A specific environmental hazard that creates a funnel of water and strong currents. Please refer to rules presented in the CERULEAN SEAS CAMPAIGN SETTING for more information.



## Chapter 2:



# Aquatic Psionic Races



THALASSIC ASRAI

Merkoth

В

ZEF

BENTHIC NAGA

AMPHIAN MELUSINE

All know that the sea is teeming with rich biodiversity. Hidden species abound, waiting to be discovered in the vast and endless blue. Sapient life is no exception to this, and the psionic races are some of the oldest species of the realm's murky depths. Yet, these psionically endowed beings remain relatively unknown. Eons ago, psionic study yielded to less introspective power such as arcane and divine magic.The powers of the mind became taboo, feared, and even despised. Races with a knack for psionic power were chastised, hunted, and the subject of attempted genocide. Nevertheless, they have endured, and many have been documented.

In this chapter, six psionic races are detailed. As they are all relatively rare compared to the core races of the Cerulean Seas, they can be added to a campaign at any time without having to rewrite history or make great changes to the flow of the game. Each race contributes its own unique flavor, enriching the wonder of the campaign setting with the distinctive presence of psionic power.

Besides contributing to the mysterious history of the realm's past, the races presented here also represent possible evolutionary scenarios for existing races. Of all the psionic races of the sea, the merfolk have the most talent. Seafolk themselves often produce psionically inclined individuals, thus it is not unusual that the merfolk evolutionary tree contain a few psionically talented species.

Anthromorphs, with their extremely diverse forms and histories, likewise have extremely diverse talents; psionic aptitude being no exception. Feykith are the least inclined toward psionic power, as they tend to personify arcane forces which are not typically compatible with introspective powers of the mind. Of the merfolk species, the amphian and the melusine are evolutionary branches of the familiar family trees of the cindarians and nommo, respectively. Amphians represent a more mischievous, fun-loving version of the cindarians, while the melusine are exaggerations of the nommo's more alien nature.

Merkoths are the historical amnesiacs of the psionic aquatic racial lineup, as they are always raised by races other than their own. They embody the outcast nature of being psionic. Merkoths begin life without ties to a biologically similar family, often with powers and abilities that seem alien to their adopted parents.

Asrai, the only psionic feykith, embody a more primitive and elemental aspect of the fey folk. They act as emissaries between the arcane and the psionic– two forces that are often contradictory in the Cerulean Seas.

The naga, an anthromorph race, add the suspicious and secretive element of psionic nature to the seas. This snake-like race is everywhere, yet few know much about them. Intensive training combined with blood oaths of secrecy ensure that even the location of the fabled naga city remains unknown to the mainstream population.

The zefs (an aquatic alternate-reality version of the zifs for those familiar with the Remarkable Races supplement) add that eldritch element of psionics. This race, as old as life in the sea, exhibits a seemingly peaceful, grandfatherly nature. However, underneath the surface roils an alien mindset and a dark past filled with mind-numbing terror and powerful psionic enemies.

#### Amphian

The amphians are a race of charismatic nomads. Like most merfolk, they revere art in all forms, but have a special fondness for song, dance, and other forms of entertainment. Regarded by other races as scoundrels, thieves, tricksters, and wastrels for centuries, amphians have developed a unique and close-knit culture. Their knack for psionic power has done nothing for fostering trust among the common folk who already regard psionics with a high measure of suspicion. Consequently, superstition has become the hallmark of the amphian, both from how they are perceived and within their own society.

**Physical Description:** Sages have much to say about the peculiar appearance of the amphian, but they all seem to agree that their likeness to a clown fish is no mere coincidence. Their own culture recollects a time when they began as a tribe of particularly gifted cindarians. According to amphian legend, a hero among their tribe stole a powerful artifact from Poseidon himself, as nothing more than a prank to impress the chieftain's daughter. As a punishment, the angry god transformed the prankster and his tribe to resemble a mixture of jester and clownfish, so that he and his people would have a hard time securing respect as anything but professional fools.

Aside from their jesterly markings and colorful orange and white striped lower halves, the amphians also vary quite remarkably among gender and share an astonishing biological difference from other merfolk. All amphians begin their lives as males. "Adult" male amphians are hairless and Small-sized, reaching a maximum of 4 feet in length. At around age 40, the "change" occurs. The male amphian begins to sprout bright redorange hair on his head, and over the course of one-years' time grows another 2 or 3 feet in length. At the culmination of the change (12-16 months after onset), the amphian becomes fully female and lives out the rest of her life as this new gender.

**Society**: Amphians have a rich culture that is brimming with tradition and superstition. Males and females share an equal role, though these roles vary greatly from individual to individual. While all amphians seem capricious and child-like to most other races, many do take their vocations quite seriously. A male amphian is just as likely to be highly skilled in a particular class as a female one, despite obvious age differences and apparent experience. An amphian is not expected to "grow up" at any particular time, and some even revert back to a more juvenile outlook after the change.

#### **AMPHIAN RACIAL TRAITS**

**+2 Charisma, +2 Dexterity, -2 Strength:** Amphians are as charming as they are nimble, though seldom possess great physical strength.

**Racial Buoyancy:** -15<sup>A</sup> (males), -60<sup>A</sup> (females) **Depth Tolerance:** 300 feet **Merfolk:** Amphians have the merfolk subtype, as described in the

CERULEAN SEAS CAMPAIGN SETTING.

**Small or Medium:** Amphians are Small-sized if male, and Medium-Sized if female.

**Fast/Normal Swim Speed:** Amphians have a swim speed of 30-feet regardless of their base size.

**Psionically Attuned:** Amphians must take the Wild Talent feat as the bonus first level feat received from being a merfolk. If the amphian begins first level in a psionic class, she gains the Psionic Talent feat instead.

Wild Psionic Aptitude: When an amphian takes a level in the wilder psionic class, she can choose to gain an additional power point instead of a hit point or a skill point.

Venom Resistance: Amphians are immune to the venom of naturally occurring and giant varieties of poisonous sea animals including anemones, jellyfish, lionfish, and stingrays. In addition, they receive a +2 racial bonus on savings throws against any other

form of poison.

Like clownfish, the amphians share a special kinship with giant sea anemones. They make their homes in these beautiful, flower-like, but deathly toxic creatures. Being a nomadic culture that can range several thousand miles, their anemone homes are easily transported on the backs of giant crustaceans and sea turtles. If there is any truth to the legend that the amphians originated from the cindarian race, the evidence would surely be in their closeness to nature and natural animals of the sea.

**Relations:** Most races have a love-hate relationship with the amphians. Despite their reputation for swindling and theft, they are also highly renowned entertainers. In some areas, the amphians are driven out completely and are not welcome to return. In others (especially ones who are visited by amphians infrequently) they are sought-after curiosities. Some amphian families cater to this fascination by incorporating large traveling carnivals into their routine.

Alignment and Religion: The phrase "lawful amphian" is somewhat of an oxymoron, as the race is centered on personal freedom and having fun. However, no culture can persist without some measure of structure, and a few individuals do serve as keepers of the law and tradition. While highly superstitious, the amphian recognize a hodge-podge of deities and only in a very cursory manner. They revere both Mariblee and Poseidon; though often know little of the specifics of those religions. Consequently, amphian clerics, paladins, and inquisitors are exceedingly rare.

Adventurers: Despite their apparently easy-going lifestyle, amphians have a particularly strict caste system based on birth order and astrological sign. The only way to escape the often rigorous duties assigned to each caste is to take up an adventuring class. Each class holds a prestigious rank among the amphian and some are given special racial titles. For example, amphian wilders are affectionately known as Jokers. Many titles are "tongue-in-cheek" though carry no less respect among amphian culture. Case in point, even the greatest amphian warriors are known as "Fools" and to be called this is actually a great honor.

**Names:** Because amphians keep the same name throughout their life, there is no distinction between male and female names. Amphians have no and generally adopt the names cultures that they encounter.

#### Asrai, Thalassic

Many sages agree that the fey began as elemental forces of nature that became infused with energy from the world of Fairie. If this is indeed the case, then the Asrai represent the water itself. While the drylanders were familiar with tiny water fairies known as asrai who dwelled in lakes and ponds, their oceanic cousins remained relatively unknown until long after the Great Flood. The Thalassic Asrai, also known as "Greater Asrai" or "Psionic Asrai," are considerably larger. Much like their smaller kin, however, the Thalassic Asrai are cold as ice and seemed to be composed entirely of water.

**Physical Description:** Asrai look much like sea elves and stand around 5 feet tall. Upon first glance, they may even be mistaken for sea elves if it was not for that fact that they are slightly transparent and their hair is composed of long, thick tendrils. They are devoid of pigment, taking on the color of their surroundings. Their skin shimmers like the surface of a bubble. Both males and females seem to be exceptionally beautiful.

**Society**: Asrai gender is purely superficial, as they do not reproduce by biological means. Instead, they appear through a process known as spontaneous generation, which means that an asrai child will occasionally spontaneously appear in the vicinity of two or more asrai. Not even the asrai know when or how this process will occur, though they usually accept the obligation of raising the new child and providing for its continued existence.

> Asrai are peace-loving creatures, but will not hesitate to defend themselves with whatever means they deem necessary.

**Relations:** Thalassic asrai are typically shy and softspoken. Those that get to know an asrai will find that they often have pleasant personalities and are fond of good humor, music, and intelligent conversation. They will also find out that the seemingly peaceful and passive feykith can transform into a whirlpool hellion in the blink of an eyethen, as quickly as it was lost, their serene composure is regained. The thalassic asrai universally shun pollution and abhor murk, leading most to live far away from other races and civilized lands.

Alignment and Religion: Asrai gravitate towards the neutral good alignment and prefer similarly aligned deities. It can be assumed that most asrai are good, or at the very least benevolent towards any creature that does not contribute towards polluting the water. Occasionally, a vengeful asrai will emerge- his initially peaceful mission twisted by anger and outrage.

Adventurers: Asrai adventurers prefer classes that allow them to spend long periods of time in quiet contemplation or study. Thus psions, wizards, and clerics are fairly common among their population. Their natural psionic abilities guarantee a much higher percentage of psionic classes among their population.

Asrai adventure in order to maintain balance, prevent water pollution, and to protect their isolated communities. They revere knowledge, especially personal insight, and may even undertake long quests in order to learn more about themselves.

Names: Aka, Aloip, Bloo, Biyo, Dwis, Elowin, Fellip, Fwish, Gurgla, Gree, Hoosh, Ieop, Jeeswa, Liaow, Liswip, Ooplisa, Pleisa, Sessa, Soosh, Walawa, Zells, Zish

#### THALASSIC ASRAI RACIAL TRAITS

- **+2 Dexterity +2 Wisdom, -2 Constitution:** Asrai are quick in wit as well as body, but have fragile forms.
- Racial Buoyancy: 0, Depth Tolerance: 3000 feet
- **Feykith:** Asrai have the feykith subtype, as described in the CERULEAN SEAS CAMPAIGN SETTING.
- Medium: Thalassic asrai are Medium-sized creatures.
- Normal Swim Speed: Asrai have a base swim speed of 30 feet.
- **Ocean's Resolve:** Instead of "feykith magic" granted by the feykith subtype, asrai gain a +2 racial bonus on any check to overcome power resistance.
- **Boneless:** Asrai can move in ways that other creatures cannot. An asrai gains a +2 racial bonus on Acrobatics and Escape Artist skill checks. In addition, the asrai gains a +1 bonus on its Combat Maneuver Bonus and Combat Maneuver Defense.
- **Naturally Psionic:** Asrai receive Wild Talent as a bonus feat at 1st level. If an asrai takes levels in a psionic class, he instead gains the Psionic Talent feat.
- **Psionic Aptitude:** When an asrai takes a level in a favored class, he can choose to gain an additional power point instead of a hit point or skill point.
- **Icy Touch:** The touch of an asrai is supernaturally cold. All damage dealt from an asrai's natural attacks is cold damage. This ability is constant, but the asrai can suppress or resume it at will as a free action.
- Water Reliant: This creature can survive out of water for 1 round per 2 points of Constitution (after that, refer to the suffocation rules in the PATHFINDER ROLEPLAYING GAME).

Languages: Asrai begin play speaking Common and Delatari. Asrai with high Intelligence scores can choose any of the following: Aquan, Boggard, Celestial, Draconic, Halbok, Nixish, Lok'tar, Salatari and Sylvan.

#### Melusine

The nommo often use themselves as an example of an ancient sea-dwelling species that has no significant history of psionic power. However, this is not entirely true, and the melusine stand as living testament to ancient psionic dabbling. Eons ago, the nommo discovered a rift to another world that opens once per millennium for one year. The aquatic race that they encountered from this world, the vemnu, had a knack for psionic talent. The nommo and the vemnu made a treaty, exchanging one hundred scholars each. The nommo intended to learn the vemnu's secrets and harness their own mind's untapped potential. Unfortunately for the vemnu, their scholars died of a mysterious plague less than a decade into their study. One thousand years later, when the rift reopened, the descendants of the nommo scholars stepped through. However, centuries of exposure to the vemnu's home world had changed them into the melusine. The nommo, horrified, permanently sealed the rift and tried, in earnest, to eradicate the melusine who were seen as impure abominations of the nommo bloodline. The nommo of today will steadfastly deny that the melusine are related to them, though the melusine have never forgotten.

**Physical Description:** The melusine have several baseforms, but they do share common features. Their face is similar to a Nommo's in structure, though their eyes range from phosphorescent green to luminescent blue. Two smaller "eyespots" glow above each eye in males, or below each eye in females. Their smooth skin is light grey and often tinged with mauve. Their gills are fringed with long, finger-like protrusions. Those that share the merfolk form have lengthy, eel-like tails like the nommo. Unlike the nommo, however, these tails are forked toward the end.

Melusine have three different base forms in addition to the standard gender binary. In each form, the female is slightly larger and thinner than the male. The most wellknown base-form is the "free-mind," which share the merfolk form and all of the standard characteristics of the melusine. The "overminds" look similar, but are larger and have a third eye in the center of their head in addition to their other eyes and eye-spots. Finally the "low-minds" are sexless bipedal humanoids with advanced muscle structure. **Society**: Melusine society is structured largely on gender and base-form. Perhaps a remnant of their Nommo heritage, melusine are matriarchal, and females hold larger standing over males regardless of base-form. As the name suggests, overminds rule over the other base-forms, while free-minds are the race's "middle class." Low-minds are treated as slave labor for the entire race, and those that resist this fate are often made to comply with psionic subjugation.

Melusine genetics is a rather complicated subject, with base-form being an inherited genetic trait.. Low-minds are sterile and cannot reproduce. A male and female overmind will always produce low-mind offspring. A male and female free-mind can produce any type of offspring, though overminds and low-minds are more common than free-minds. A female overmind and a male free-mind will produce only free-minds and low-minds. A male overmind/female freemind paring is the most favorable, producing either free-mind or overmind offspring. This set of breeding strictures ensure that all castes have strong ties to one another.

**Relations:** Melusine have a long history of keeping to themselves, sometimes disappearing for centuries during periods of hardship (such as during the Bloody War and the Great Flood). Most races view them as peaceful recluses, and their general opinion is usually based on their overall outlook regarding psionics. Of course, their relationship with the Nommo can be best described as "strained."

Alignment and Religion: Melusine are rigidly lawful, and share many personality characteristics that are well-known among the nommo, including the ability to justify abhorrent behavior in the name of keeping order. Unlike the nommo, however, the melusine are strict atheists, and religion is looked down upon as both primitive and disempowering.

Adventurers: base-form is take up adventuring melusine adventurers, psychic warriors comprise the majority. Names: The melusine share the same naming practices of the nommo, which hasn't changed in several ages.

#### MELUSINE (FREE-MIND) RACIAL TRAITS

+2 Constitution, +2 Intelligence, -2 Charisma: Melusine are hardy and very intelligent, though they lack social grace and proper respect for races other than their own.

Racial Buoyancy: -170, Depth Tolerance: 3,000 feet

**Merfolk:** Melusine have the merfolk subtype, described in the CERULEAN SEAS CAMPAIGN SETTING. **Medium:** Melusine are Medium-sized creatures.

Fast Swim Speed: Melusine have a base swim speed of 40 ft.

**Darkvision:** Melusine can see in the dark up to 60 feet.

Light Sensitivity: Melusine are dazzled in an area of bright light.

Aquatic: Melusine cannot breathe air or survive on dry land. They begin suffocating after a number of rounds equal to twice their Con score.

Compound Eyes: Melusine receive a +2 racial bonus on Perception checks.

**Psionically Attuned:** Melusine must take the Wild Talent feat as the bonus first level feat received from being a merfolk. If the melusine begins first level in a psionic class, he gains the Psionic Talent feat instead.

**Psionic Aptitude:** When a melusine takes a level in a favored class, he can choose to gain an additional power point instead of a hit point or skill point.

**Resilience:** When a melusine takes damage, he can spend power points to reduce its severity. As an immediate action, he can reduce the damage he is about to take by 2 hit points for every 1 power point he spends.

**Pressure Sensitive (300 feet):** Melusine are highly acclimated to extreme depths, and suffer from low pressure. Treat this as if they exceeded their pressure range above depths of 300 feet.

#### Merkoth

The enigmatic merkoth is rarely encountered, but wellknown. Legends revolving around several famous (or infamous) individuals of this race have circulated across the Cerulean Seas. To say this unusual merfolk species prefers a solitary existence is not entirely true. While steadfast hermits exist among their kin, many more freely mingle amid the plethora of sea-born societies. It would be more correct to say that merkoth prefer not to interact with others of their own kind. This is perhaps the major contributing factor to their dwindling numbers and infrequent presence.

**Physical Description:** Instead of piscine influence seen in most merfolk makeup, the merkoth is decidedly part octopus; evident in its elastic, hairless flesh and eighttentacled lower half. Merkoth faces are a strange blend of attractive and alien. Their pleasantly shaped face, eyes, ears and lips are offset with a pupilless white eyes and stark absence of a nose. To complete this peculiar picture, the merkoth has tubular "gill vents" on the sides of its neck, a ridged cranium, and the ability to contort its entire body into unnatural positions. A merkoth's skin coloration changes with mood and generally ranges from lavender to green with darker patches of veiny patterns. Males and females differ in the same ways as that of seafolk and other common merfolk races.

Society: If merkoth had a society to speak of, it was long before recorded history. It seems that the Merkoth themselves know the least of their own history, leaving that to the sages of other species. Unfortunately, even the vast sea-elven archives mention the merkoth through the actions of individual members of their species, with no recorded note of two merkoths working together, let alone any allusions to a society. What could be said of their culture is that merkoth despise each other's company, seeking out a mate once in their lives as a matter of unavoidable instinct. After conception, which is an extremely private matter carried out in remote isolation, the merkoth part their ways and strive never to see each other again. The female lays 1-3 fertilized eggs a few months later. Great care is then taken to find foster parents (of a nonmerkoth race) for the new offspring, though no more than one egg is assigned to each family. In fact, the mother



merkoth may travel thousands of miles to disperse the eggs far apart from one another. The mother then departs, and avoids ever seeing her offspring, which usually hatch around 6 months later. Merkoth prefer finding foster parents who are psionic or understand psionic power, but exceptions have occurred. When a merkoth is asked why they avoid each other so vehemently, the merkoth will often report that the presence of another of his own species is uncomfortable or spawns an intense headache. Why any species would evolve this trait is a great mystery.

**Relations:** Merkoth are raised by a variety of species and therefore have an assortment of reactions to other races, if they adopt the same views as that of their adoptive parents. Psionic races often view the merkoth with a measure of pity and respect, understanding the burden of psionic heritage without the benefit of a biological parent to act as a guide. Non-psionic races often judge the merkoth based on local legends pertaining to individuals that the population has encountered in their past. Unfortunately, notorious villains among their ilk are just as common as honored heroes.

Alignment and Religion: Merkoth seem to have a strong propensity to adopt the culture that raised them, with the exception of any reference to ties of blood or genetic heritage. It seems that family values are as hard to instill in a merkoth as it is to get two merkoth to interact with one another. They often share the same attitudes of other adopted children in their culture; either feeling inferior or blessed depending on the values of the society in which they were raised.

Adventurers: Merkoth, with their natural psionic powers, excel in any psionic class. Without having their own children to worry about and nearly no long-term drive to "settle down" and create a family, most merkoth devote their lives towards adventuring. Their goals are unique to each individual, often based on the culture of their adoptive family.

**Names:** Merkoth are named by their foster parents, and therefore have no naming practices that are culturally unique.

#### MERKOTH RACIAL TRAITS

+2 Dexterity, +2 Intelligence, -2 Charisma: Merkoths are notoriously smart and flexible, but their alien outlook is often unnerving in social situations.

- Racial Buoyancy: -30, Depth Tolerance: 1000 feet
- Medium: Merkoths are Medium-sized creatures.
- **Merfolk:** Merkoth have the merfolk subtype. **Normal Swim Speed:** Merkoths have a base swim speed of 30 feet.
- **Psionically Attuned:** Merkoths must take the Wild Talent feat as the bonus first level feat received from being a merfolk. If the merkoth begins first level in a psionic class, she gains the Psionic Talent feat instead.
- **Merkoth Psionics:** Merkoths gain the following psi-like abilities: 1/day Detect Psionics and Concealing Amorpha. The manifester level for these effects is equal to the merkoth's level (minimum 3rd).
- **Species Aversion:** A merkoth becomes sickened when within 30 feet of another merkoth. The sickened condition occurs regardless of whether or not the merkoth is aware of the other's presence.

Tentacles: Despite having eight tentacles protruding from their lower half, the majority are required for locomotion and maintaining buoyancy. Up to four tentacles at a time can hold, but not use, any one item that can normally be held in one hand. The merkoth can retrieve any item held by her tentacles as a swift action. In addition, the merkoth gains a +4 racial bonus to her Combat Maneuver Bonus while attempting to grapple. The merkoth does not gain any other mechanical benefit from items held by these tentacles, such as a shield bonus to armor class. Tentacles do not confer extra magic item slots.

#### Naga, Benthic

Somewhere, hidden among the vastness of the Cerulean Seas, is the naga city of Talashaku. The city, said to be built out of crystal and precious gems, is much sought after by treasure hunters and historians alike. Hunters of this fabled realm will warn, however, all benthic nagas who are trained in the psionic arts (which is most of them) are required to take an oath to protect its location. Even if one could get past the thousands of psionic snake-men guarding the city, odds are that one would, at the very least, not remember the tale well enough to tell it.

**Physical Description:** To even a novice sage familiar with monster lore, it is evident that the benthic naga is not a true naga at all. Despite its obvious naga-like features, its head seems more reptilian than humanoid, and two very humanoid-looking arms sprout from its torso. In fact, the benthic naga are not pure-blooded naga in the traditional sense, though their progenitors surely were. Whether of mixed lineage or the result of directed adaptation, the benthic naga seem to be a unique species of serpentine people in their own right. The body of a benthic naga is covered in yellow and black striped scales and it has a long, flattened tail that aids in swimming, similar to that of a sea-snake.

**Society**: Benthic nagas are a secretive lot. As far as they will admit, most originate from a hidden city where they were taught how to master their psionic power. Naga upbringing seems to include several oaths of silence concerning many facets of naga life; the location of their city, their population, their leadership, and even the particulars of their training all appear to be taboo to discuss. It is very possible that the majority of naga do not even hold the answers to these questions about their own kind.

#### **BENTHIC NAGA RACIAL TRAITS**

- +2 Dexterity, +2 Wisdom, -2 Charisma: Benthic Nagas are lightning quick in both form and wit, but their inability to take a joke is a detriment to most social situations.
- Racial Buoyancy: -50<sup>A</sup>, Depth Tolerance: 300 feet
- Anthromorph: Benthic nagas have the anthromorph subtype as described in the CERULEAN SEAS CAMPAIGN SETTING.
- **Medium:** Benthic nagas are Medium creatures and have no bonus or penalty due to size.
- Normal Swim Speed: Benthic nagas have a base swim speed of 30 feet.
- Scaled Hide: A naga's skin is hardened scales and grants the character a +1 natural armor bonus to AC.
- **Naturally Psionic:** Nagas gain the Wild Talent feat as a bonus feat at 1st level. If a naga takes levels in a psionic class, he instead gains the Psionic Talent feat.
- **Guarded Thoughts:** Benthic nagas are immune to any form of mind reading, such as that granted by *detect thoughts*. This ability also grants a +2 racial bonus on all saves against charm effects.
- **Poison Resistant:** Nagas gain a +2 racial bonus on saving throws against poison.
- Serpent's Bite: The naga has a natural bite attack with a base damage of 1d8. Once per day, the naga may choose to inject naga venom with a successful bite attack. Naga Venom—injury; save Fort DC 12 + ½ the naga's level; frequency 1/round for 6 rounds; effect 1d2 Con damage; cure 2 saves.

Languages: Nagas begin play speaking Common and Halbok. Nagas with high Intelligence scores can choose any of the following: Boggart, Draconic, Delatari, and Lok'tar. Male and female nagas are considered equals, and are treated as such. There are gender roles however, as males are expected to protect the family, and females to provide for it. The benthic naga life cycle is entirely aquatic. As an ovoviviparous species, young are live-born and grow to physical maturity quite rapidly. However, they require at least three decades of training before they are respected as adults.

**Relations:** Benthic nagas are known to have the ability to display every emotion common to other races, with the exception of a sense of humor. Therefore any race that values mirth may have a hard time relating to the very sensible and even stoic attitudes of the naga. The benthic nagas understand the concept of humor, but believe it to be unpredictable and primitive. They tend to get along well with lawful races, or societies where a serious outlook tends to outweigh recreation. Of all the races in the Cerulean Seas, the benthic naga and the amphians get along the least.

Alignment and Religion: Benthic naga are typically lawfully aligned, though neutral individuals are occasionally encountered. Chaotic individuals are usually hunted down and either incarcerated or killed by their kin. A fair among of atheists seem to exist amongst their population, but they have an equal measure of religious members. Of the gods worshiped, Sebek seems to be the most common; an aspect that grants them great favor with the influential sebek-ka. The remaining few often become Jaxlenites, and hone their skills at secluded ix temples.

Adventurers: Benthic naga adventure for a variety of reasons, though the most common seem to be obtaining honor or proving their worth. Some are simply trying to sharpen their skills and have grown bored of decades of academic study.

Male Names: Anzat, Iotua, Iatoz, Mitas, Matec, Nitokath, Kazakan, Tiphozer, Zanit, Zytor

Female Names: Amamati, Ashla, Ieti, Satari, Kritana, Emita, Zamata, Katethi, Meytahl, Krita



In the primordial eons of forgotten times, before any beast roamed on land, the sea was teeming with life. Some of these creatures are still around in similar forms such as the shark, the horseshoe crab, and the sea slug. During the age of the ammonites, another creature was also quite successful. This mollusk did not have teeth like the shark, nor did it have a hard shell like the crab. It did have two amazing abilities, however, that helped it to survive the countless ages. First, it was a parasite. It could attach itself to the nervous systems of other mollusks and assume control over the host's body. The zefs, as they came to call themselves, were also extremely intelligent. Originally, the zefs preferred the ammonites as hosts. With the ammonite forms, they built great cities. The peaceful prehistoric world that the zefs created eventually ended in a cataclysmic apocalypse of steam, ice, and lightning. The ammonites were wiped from the realm. The zefs, however, retreated and survived. For the next several eons they would survive in the bodies of colossal deep sea squids. There they stayed in relative anonymity until the Great Flood. This fostered a revolution among the zefs, many of which saw this as the rebirth of their golden age. They adopted a new host, a cowardly species of primitive snail people known as the snell, and slowly began infiltrating aquatic society.

**Physical Description:** Zefs are known today by their snell forms. These odd creatures have all that one would expect from a humanoid snail. Standing about 3 feet tall, they glide along on one muscular foot. A small, flat shell known as an operculum rests on top of this foot. They have a long, thin body with arms that are almost skeletal in width. These arms end in equally long and thin three-fingered hands. A larger 2-foot diameter spiraled shell protrudes from their backs, much like a backpack. Their heads extend practically neckless from their torso and have wide and flat mouths filled with smooth, grinding teeth. Two bulbous antennae protrude from where their nose should be. Their heads are capped with two long eye stalks. Zef eyes are simple black orbs. The most remarkable aspect of the zef's body is that it is entirely retractable, and fits snugly into the shell that they wear

on their backs. When retracted into their shell, the foot shell fits neatly over the main shell's opening providing maximum protection. Their shells vary in color and pattern, but are typically black, white, brown, or yellow.

Society: Zefs are mollusks, and like many of this category they are also functional hermaphrodites. Any two zefs can get together to create children. It is even possible for a zef to spontaneously create children without a mate, though this is generally reserved for times of very low population. Beyond this, zef biology is extremely complicated. The intelligent part, the actual zef species, starts life as a tiny squid-like mollusk that burrows into the base of another mollusk's tail and effectively hijacks its nervous system. The zef matures in about a decade, when the host's original brain and the parasite's internal organs both atrophy into oblivion. The two organisms become a single one and are, from that point on, inseparable. The zef parasite can only attach to other mollusks. One might assume that zefs would choose a variety of host organisms. However, this has never been the case. Zefs often refer to a "collective intellect" that prevents this as an option. Inborn knowledge comes to them through this bond. Apparently, if they choose hosts that are not similar, the connection that they share becomes interrupted. Therefore, it is customary for the vast majority of zefs to all agree on a new host species before they decide to use it. Relations: Zefs are a mature race, and usually have a mellow

**Relations:** Zefs are a mature race, and usually have a mellow and gentle demeanor. In many ways, they seem to have the attitude of a man in his golden years. This can be a deep wisdom and understanding mixed with childlike wonder, or even a crotchety disposition with a kind heart. However, zefs do tend to have a few alien views. The most obvious is their disregard for sentient races that fail to rise above selfishness or evil, which they believe should be respected as life forms, but also used or disposed of as needed.

Alignment and Religion: As a race, zefs are generally good aligned. Zefs do not see any wisdom in evil deeds, and many feel they are too sophisticated for "primitive" motivations such as greed, egotism, and vengeance. Zefs are usually very openminded to the plethora of beliefs, customs, and ideas that the world has to offer. If a zef finds a cause, ideal, or force that he believes in, he will pursue it with hobby-like zeal.

Adventurers: Zef adventurers have a variety of motivations that drive them. Most often, they see a great imbalance in the world and wish to right it. Some feel a sort of responsibility to help out the younger races, and perhaps a twinge of guilt for not being there for them in their infancy. Other zefs adventure for the sheer wonder of it, hungering for new sights, new knowledge, and new experiences. Still other zefs adventure solely to catalogue worldly facts for future reference.

Names: Bariarti, Conordrum, Fremestor, Grelesior, Julesti, Kelkestor, Qualestri, Reviarti, Timbledere, Umblebleme, Vevosum, Warsotrum, Zembleblam

#### ZEF RACIAL TRAITS

+2 Intelligence, +2 Wisdom -2 Strength: Zefs have exceptionally keen intellects and instincts, though they have scrawny bodies.

Racial Buoyancy -20; Depth Tolerance: 2,400 feet

**Small:** Zefs are Small creatures and gain a +1 size bonus to AC, +1 size bonus on attack rolls, -1 penalty to their CMB and CMD, and a +4 size bonus on Stealth checks.

Normal Swim Speed: Zefs have a base swim speed of 20 ft.

Inborn Knowledge: At first level, zefs gain an additional skill rank which they must apply to a Knowledge skill. This skill is always considered a class skill for this zef.

Naturally Psionic: Zefs gain the Wild Talent feat as a bonus feat at 1st level. If a zef takes levels in a psionic class, it instead gains the Psionic Talent feat.

Protective Shell: A zef can pull its entire body into the shell on its back as a standard action to avoid most damage. While inside the shell, the zef is blinded, paralyzed, and gains DR x/—, where x equals 5 + the zef's character level. While withdrawn, the zef can retain its clothing (not including containers such as scabbards, pouches, or bandoliers), light armor, or jewelry. Any equipment falling outside those categories that is worn or carried by the zef at the time of its withdrawal is considered to be removed and dropped. If these items cannot be removed easily (such

as heavy manufactured armor) the character cannot withdraw until it is. While in the shell, the only action that a zef can do is come out of his shell as a standard action, which ends the above effects immediately.

Languages: Zefs begin play speaking Ancient and Common. Zefs with high Intelligence scores can choose from any language available to the core races.

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#### Psionic Seafolk Halfbreeds

The psionic races will mingle with seafolk from time to time, though half of them are biologically incompatible. Of all the psionic races, only the amphian, the melusine, and the naga have ever created half-breed offspring. All psionic seafolk halfbreeds have the following racial trait:

**Psionically Attuned:** Seafolk halfbreeds must take the Wild Talent feat as the bonus first level feat received from being a merfolk. If the halfbreed begins first level in a psionic class, she gains the Psionic Talent feat instead.

#### MERFOLK HALF-RACES

All seafolk half-races lose their "Skilled" racial trait, and usually gain one or two particular traits of the other race. They are otherwise identical in statistics to a seafolk (including aging). The following entries further describe specific combinations:

#### Seafolk/Amphian

**Common Name:** Attinia **Racial Trait:** Venom Resistance

**Description:** Aside from flame-red hair and a bright orange tail, they appear much like any other seafolk. Male attinia are extremely rare, but do not change into females as they get older.

#### Seafolk/Melusine

Common Name: Melusina Racial Trait: Resilience

Description: The strange melusines occasionally mingle with seafolk to create eerily normal-looking offspring. The melusina look like normal seafolk from the waist up, with the exceptions being their three luminescent green eyes; two in their normal positions and one in the center of their forehead. Melusina tails are similar to seafolk tails, though forked; to many, they appear to have two tails.

#### **ANTHROMORPH CROSSBREED**

Anthromorph crossbreeds do not gain adjustments to ability scores as seafolk, but instead gain the ability score adjustments of their anthromorph parent. Seafolk-anthromorphs lose the skilled racial trait and the racial bonus feat that is available to seafolk. Like anthromorphs, they gain Amphibious (gills) and Bestial Senses, and often gain a few racial traits similar to their anthromorph parents. For the purposes of racial requirements, these crossbreeds count as both parent races. All other statistics remain the same as typical seafolk.

#### Seafolk/Benthic Naga

**Common Name:** Lamian **Racial Traits:** Scaled Hide, Guarded Thoughts, Poison Resistant

Description: Nefarious individuals of the benthic naga race will occasionally mingle with a seafolk to create a lamian offspring. The result is spectacular, and perhaps a clue to the ancestral bloodline that originally mixed with pure-blooded naga. From the waist up, lamians are beautiful seafolk with highly unusual coloration. Their snow-white skin swirls with brilliant purple, cyan, crimson, and/or green. Their hair and the scales of their long, serpentine tail are usually one of these colors as well. Naga value these crossbreeds for their ability to socialize with other influential races such as sea elves and seafolk. Lamians are also wellknown for developing skill in the art of seduction. Where the naga lack humor and subtlety, the lamians are delightful and entertaining company. A naga, however, would not allow a lamian to exist that did not go through intense conditioning to ensure their loyalty. Lamians are often trained in the soulknife class and encouraged to work as spies

Lamian crossbreed

for the benthic naga race.

#### **Oital Statistics**

Below are the vital statistics for the psionic races of the Cerulean Seas campaign setting. These statistics are applied just as described in the vital statistics section of the Pathfinder Roleplaying Game.

#### TABLE 2-1: RANDOM STARTING AGE

Race	Adulthood	Barbarian, Rogue, Sorcerer, Soulknife, Wilder	Fighter, Mariner, Paladin, Siren, Psychic Warrior	Cleric, Kahuna, Monk, Psion Wizard
Amphian, male	15 years	+1d4	+1d8	+2d6
Amphian, female	38 years	+1d6	+1d10	+2d8
Asrai	185 years	+4d8	+5d8	+7d10
Melusine	25 years	+1d6	+1d8	+2d8
Merkoth	15 years	+1d4	+1d6	+2d6
Naga	35 years	+1d10	+3d6	+4d8
Zef	15 years	+1d4	+1d6	+2d6

#### TABLE 2-2: AGING EFFECTS

Race	Middle Age	Old	Venerable	Maximum Age
Amphian	60 years	80 years	120 years	120 + 2d10
-	5	,	5	years
Asrai	250 years	310 years	370 years	370 + 1d%
riorui	200 years	oro years	or o years	years
Melusine	EE maara	72	00	90 + 3d20
Weiusme	55 years	73 years	90 years	years
M. 1. d.	40	70	00	80 +1d20
Merkoth	40 years	70 years	80 years	years
Maria	70	110	120	130 +
Naga	70 years	110 years	130 years	3d10 years
Zef	00	00	100	100 +1d20
Zer	80 years	90 years	100 years	years

#### TABLE 2-3: RANDOM HEIGHT /LENGTH

Race/Gender/Type	Base Height/Length	Modifier (in.)
Amphian, male	3 ft. 2 in.	1d6
Amphian, female	4 ft. 6 in.	3d6
Asrai, male	5 ft. 3 in.	2d8
Asrai, female	4 ft. 8 in.	2d6
Melusine, male	6 ft.	2d4
Melusine, female	6 ft. 6 in.	1d6
Merkoth, male	5 ft. 5 in.	2d6
Merkoth, female	5 ft.	1d12
Naga, male	7 ft. 4 in.	2d6
Naga, female	7 ft. 8 in.	2d8
Zef	2 ft. 8 in.	3d4

#### TABLE 2-4: BUOYANCY & DEPTH TOLERANCE

Race	Racial Buoyancy	Depth Tolerance
Amphian, male	-15 <sup>A</sup>	300 ft.
Amphian, female	-60 <sup>A</sup>	300 ft.
Asrai	0	3,000 ft.
Melusine	-170	3,000 ft.
Merkoth	-30	1,000 ft.
Naga	-50 <sup>A</sup>	300 ft.
Zef	-20	2,400 ft.

#### **TABLE 2-5:**

#### STARTING RACIAL ABILITY ADJUSTMENTS

Race	Str	Dex	Con	Int	Wis	Cha
Amphian	-2	+2	-	-	-	+2
Asrai	_	+2	-2	-	+2	-
Melusine	-	-	+2	+2	_	-2
Merkoth	-	+2	-	+2	_	-2
Naga	_	+2	-	-	+2	-2
Zef	-2	-	-	+2	+2	-



### Chapter 3:



# Aquatic Psionic Classes

#### Existing Psionic Classes

With some small adaptations, most psionic classes can be revised for use in an aquatic setting. Each section discusses basic adaptations, followed by more specific details relative to the Cerulean Seas campaign setting.

When Swim is offered as a class skill, the character receives Acrobatics in its place. When both Swim and Acrobatics are offered as class skills for the same class, the character gains the Athletic feat as a bonus feat instead of the Swim skill.

Several powers require alteration to better fit in an aquatic environment. The next chapter presents variants of these powers, as well as new powers lists for each manifesting class to reflect these changes. For example, the power "fiery discorporation" becomes "icemeld" with new, more aquatic themed effects.

References to fire damage instead refer to steam damage in an aquatic setting. Since there are usually no flammable objects under the waves, nothing can catch on fire.

#### Psions, Soul Knives, and Wilders

In large part these classes transfer without any touching up at all. The powers of the mind affect the dry land as they would affect the water-world of this campaign. In cases where an issue does come up, cosmetic changes are really the focus. While powers like *matter agitation* will seldom cause fires, they will unleash the damaging effects of steam.

#### **PSIONS IN THE CERULEAN SEAS**

Psions are perhaps the most common of the psionic wielding classes in the Cerulean Seas, and they differ very little from their drylander kin. Like most psionic classes, merfolk are the most likely to obtain this class, followed by anthromorphs, notably pisceans and zefs. Feykith psions are very rare, even among the asrai. The general psion and most specialists will find that nothing needs to be adjusted for play in an aquatic environment. However, the water does create special conditions for the kineticist to overcome.

First, any reference to fire can be assumed to also apply to steam (such as in the case of *Energetic Recharge* and *Energy Immunity*). *Telekinetic Hurl* suffers from not only overcoming gravity but also water resistance, and therefore is replaced with *Telekinetic Current*.

*Telekinetic Current (Su)*: At 2<sup>nd</sup> level, as long as you maintain psionic focus, you gain a ranged attack that can telekinetically blast enemies within 30 feet with pressurized water. This attack deals 1d4 points of damage, increasing by 1d4 points of damage for every four psion levels thereafter.

#### SOUL KNIVES IN THE CERULEAN SEAS

Soul knives are feared and revered in the Cerulean Seas for their fierce weaponry skills. They differ from drylander soul knives only in the shape of the weapons typically conjured, which are much more hydrodynamic. In addition, mind blades cannot be thrown, but instead can be plunged at the same range increments as the thrown mind blades of their terrestrial counterparts. This substitution applies to all occurrences of soul knife abilities that refer to thrown weapons. These abilities instead confer the same benefits in regards to a plunged weapon attack (replace the word "throw" with "plunge"). A mind blade can be made positively or negatively buoyant at will, so long as the soul knife is in physical contact with his weapon.

#### WILDERS IN THE CERULEAN SEAS

Wilders are often found among trueform and anthromorph species, but notable specimens have occurred among nearly all races, including the least psionic of the feykith. Of the merfolk, the amphian subrace has the highest propensity for choosing this class, so much so that they have become part of their racial caste system. Amphian wilders are referred to as "Jokers" and typically become free wilders.

Aside from minor changes to some powers available to them, aquatic wilders are virtually identical to their drylander cousins.

#### Psychic Warriors

The psychic warrior gets a special aside not because it demands reworking, but simply because to truly capture the essence of a deep sea campaign it requires a bit more reflavoring. Bite of the Wolf, Catfall, Psionic Lion's Charge ... all these powers work fine in an underwater campaign, but for full immersion (pun not intended), it is best to flavor them to animals that fit better beneath the seas.

#### **PSYCHIC WARRIORS IN THE CERULEAN SEAS**

Benthic nagas revere the psychic warrior class, and many of them aspire to join from an early age. Melusine females are also encouraged to take up the psychic warrior class, as it is often found to be attractive to overmind males. Overmind females, however do not seem to share this affinity.



#### New Class

In addition to the "core" psionic classes, the Cerulean Seas has an additional psionic class that is fairly common, some would say even notorious. This class, renowned for its uncanny appearance as well as its tenacity in combat, is known as the aquanaut.

#### Aquanauł

Many aquatic sages have hypothesized that all sentient races, no matter their species, are ultimately made up of the ancient creatures that came before them. The aquanaut has taken this theory to a new level; they have mastered the very fiber of their genetic heritage. Through intense psionic introspection and unique psychometabolic disciplines, they have permanently unlocked physical features that eons of evolution have served to suppress. Thus, through potent mutations, they sculpt their bodies into versatile fighting machines.

No two aquanauts look alike, as each individual tailors her body as she sees fit. They each draw inspiration from traits common to fish, crustaceans, mollusks, reptiles, aquatic mammals, and even reef flora.

**Role:** Most aquanauts are adept front-line combatants, though some prefer the skirmisher role. Their unique physical attributes make them powerful warriors in any regard, with a dabbling of supportive psionic powers at higher levels.

> Alignment: Any. Hit Die: d10. Starting Wealth: 5d6 × 10 gp.

#### **CLASS SKILLS**

The aquanaut's class skills are Autohypnosis (Wis), Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Intimidate (Cha), Knowledge (geography) (Int), Knowledge (nature) (Int), Knowledge (psionics) (Int), Perception (Wis), Profession (Wis), Ride (Dex), Spellcraft (Int), Stealth (Dex), and Survival (Wis).

**Skill Ranks per Level:** 4 + Int modifier.

#### **CLASS FEATURES**

All of the following are class features of the aquanaut:

Weapon and Armor Proficiency: Aquanauts are proficient with all simple and martial weapons and with light armor, medium armor, and shields (except tower shields). They are also proficient with all natural weapons and armor that they develop through their mutations.

**Phyla (Ex):** An aquanaut starts first level with one creature category (known to aquanauts as a

"phylum") from which to choose mutations from. Each phylum has a handful of mutations, which include both natural attacks and defense.

At 5th level, and every four levels attained thereafter (9th, 13th, and 17th levels) the aquanaut gains another phylum to choose mutations from. The aquanaut also gains a bonus mutation from this new phylum upon obtaining it.

**Phylum Empathy (Ex):** The

commonality between the aquanaut and the creatures of her phyla goes deeper than merely adopting favored bits of form. With deep physiological changes comes a subtle understanding of behaviors and an increased ability to communicate in ways understood by wildlife.

The aquanaut may attempt a modified Diplomacy check against animals that can be classified in a phylum she has gained through the phyla class feature. The aquanaut rolls 1d20, adding her aquanaut class level and Wisdom modifier, and treats the result as a Diplomacy check to modify the animal's attitude. The typical domestic animal has a starting attitude of indifferent, while wild animals are usually unfriendly. To use this ability, the aquanaut and her audience must be within 30 feet of each other under normal visibility conditions. Generally, influencing an animal in this way takes 1 minute. As with influencing people, it can take more or less time depending on the circumstances. Unlike the ranger, the aquanaut cannot use this ability to influence a magical beast.

Level	3-1: THE AQUANAUT BAB	Fort	Ref	Will	Special	Total Mutations	Power Points per Day	Powers Known	Maximum Power Level Known
1st	+1	+2	+0	+2	1 <sup>st</sup> phylum, Phylum empathy, Preternatural attacks	2	1	—	_
2nd	+2	+3	+0	+3		3	2	_	_
3rd	+3	+3	+1	+3	Transpose mutation	3	3	_	_
4th	+4	+4	+1	+4		4	5	1	1
5th	+5	+4	+1	+4	2 <sup>nd</sup> phylum, Pelagic panoply (+1)	5	7	1	1
6th	+6/+1	+5	+2	+5		6	9	1	1
7th	+7/+2	+5	+2	+5	Depth mastery	6	11	2	1
8th	+8/+3	+6	+2	+6		7	14	2	1
9th	+9/+4	+6	+3	+6	3 <sup>rd</sup> phylum	8	17	3	2
10th	+10/+5	+7	+3	+7	Pelagic panoply (+2)	9	20	3	2
11th	+11/+6/+1	+7	+3	+7		9	24	4	2
12th	+12/+7/+2	+8	+4	+8		10	28	4	2
13th	+13/+8/+3	+8	+4	+8	4 <sup>th</sup> phylum	11	32	5	3
14th	+14/+9/+4	+9	+4	+9		12	37	5	3
15th	+15/+10/+5	+9	+5	+9	Pelagic panoply (+3)	12	42	6	3
16th	+16/+11/+6/+1	+10	+5	+10		13	47	6	3
17th	+17/+12/+7/+2	+10	+5	+10	5 <sup>th</sup> phylum	14	52	7	4
18th	+18/+13/+8/+3	+11	+6	+11		15	58	7	4
19th	+19/+14/+9/+4	+11	+6	+11		15	66	8	4
20th	+20/+15/+10/+5	+12	+6	+12	Pelagic panoply (+4)	16	74	8	4

TABLE 3-1: THE AQUANAUT

**Mutations (Ex):** The aquanaut's primary arsenal is made up of several mutations that permanently alter her genetic makeup to elicit favorable abilities. In most cases, these abilities can be further fueled with psionic power. An aquanaut's mutations make each one unique and can be drawn from six different phyla, or categories of aquatic life. Each mutation is detailed after the phylum descriptions later in this chapter.

The aquanaut gains two mutations at 1st level, and one every even level afterward (2nd, 4th, 6th and so on). Her selections must come from a phylum she knows, and she must meet all prerequisites listed for the mutation. Unless otherwise stated, no mutation may be selected more than once. If the aquanaut gains a mutation selection at level up, she may not forgo choosing one or "save" the choice for a later time (though see the *transpose mutation* ability). Some mutations have specific descriptors which are represented after the mutation name such as [hide] and [slime]. Unless otherwise noted, the aquanaut may have only one mutation with a particular descriptor at a time. A single mutation may include multiple descriptors. A few descriptors have special rules in common among all their associated mutations; these are listed in the "Special Mutation Descriptors" section.

Mutations are permanent effects that, in most cases, can be enhanced by spending power points. These "psionic boosts" cost a specific amount of power points (listed in the mutation description). Spending power points to initiate a boost is a free action. A psionic boost ends at the beginning of the aquanaut's next turn unless the power point cost is paid again. The effects of many psionic boosts can be increased by spending more power points- the effects and limits of such boosts are listed in the mutation's description, but are otherwise the same. Only one mutation can be boosted each round. Mutations that are not boosted work normally without having to spend any power points. In areas where psionics do not work (such as a null psionics field) mutations still function as normal, though they cannot be boosted. Other abilities affecting mutations (such as preternatural attacks) will not function.

Messing with nature's design does have certain consequences. First, the mutations create an interesting challenge when it comes to wearing manufactured armor. Even in an undersea world with many different body types, the aquanaut's mutable form poses a unique problem. Should the aquanaut wish to use a manufactured suit of armor, they must have one specially crafted for them. This armor is adjustable for any of the aquanaut's possible mutations, and its base price (before enhancements or special materials) is doubled. An aquanaut attempting to wear a suit of manufactured armor not tailored for them suffers an additional -1 armor check penalty for each mutation they possess. Magic or psionic armor that adjusts for size will often also accommodate an aquanaut's mutations.

Second, the aquanaut forgoes membership in her birth race to become something else. She no longer qualifies as her old race (regarding favored enemies, feat prerequisites, magic item requirements etc.), and her race is now considered "aquanaut" for the remainder of her days. She also loses her ability to procreate, as her mutated cells are no longer compatible with any known species.

**Preternatural Attacks (Su):** From first level on, any of the aquanaut's natural attacks (granted by mutations or otherwise) are treated as magic weapons for the purposes of overcoming damage reduction.

**Power Points/Day:** An aquanaut's ability to psionically boost her mutations is limited by the power points she has available. Her base daily allotment of power points is given on Table 3-1: The Aquanaut. In addition, she receives bonus power points per day if she has a high Constitution score (refer to Ability Modifiers and Bonus Power Points in PSIONICS UNLEASHED). Her race may also provide bonus power points per day, as may certain feats and items. At later levels, these power points may also be used to fuel the manifestation of certain psionic powers.

**Transpose Mutation (Ex):** Upon reaching third level and every level thereafter, the aquanaut can trade one mutation for another that she qualifies for, so long as she still qualifies for all of her existing mutations if the trade is made. Only one mutation

can be traded upon obtaining a new level, and only once per level. She cannot trade out mutations that were just acquired at the same level, nor can she transpose mutations that were gained trough a feat (such as Extra Mutation). The old mutation's physical manifestation, effect, and possible psionic boost are lost, and the aquanaut gains the new mutation and all that entails. The aquanaut may retake the lost mutation later as a new mutation, provided she still qualifies. She may also trade out bonus mutations granted from obtaining a new phylum, provided she did not acquire them during the same level as the trade. She must, however, always have at least one mutation from each of her chosen phylum lists.

**Powers Known:** At 4<sup>th</sup> level, the aquanaut develops the knowledge of one aquanaut power. At 7<sup>th</sup> level and every other level thereafter, she unlocks the knowledge of a new power. Choose the powers known from the aquanaut power list (presented in CHAPTER 4: THE GIFTED SEA). An aquanaut can manifest any power that has a power point cost equal to or lower than her manifester level. The total number of powers an aquanaut can manifest in a day is limited only by her daily power points.

An aquanaut simply knows her powers; they are ingrained in her mind. She does not need to prepare them, though she must get a good night's sleep each day to regain all her spent power points.

The Difficulty Class for saving throws against aquanaut powers is 10 + the power's level + the aquanaut's Constitution modifier.

**Maximum Power Level Known:** An aquanaut learns a 1st-level power upon reaching 4<sup>th</sup> level. As she attains higher levels, she gains the ability to master more complex powers. To learn or manifest a power, an Aquanaut must have a Constitution score of at least 10 + the power's level.

**Pelagic Panoply (Ex):** An aquanaut's constantly evolving body causes her skin to harden much like the creatures she begins to resemble. She gains a +1 enhancement bonus to her natural armor class at 5<sup>th</sup> level, and an additional +1 enhancement bonus every five levels thereafter (10<sup>th</sup>, 15<sup>th</sup>, and 20<sup>th</sup>).

**Depth Mastery (Ex):** At 7<sup>th</sup> level, the aquanaut unlocks the ability to withstand the great pressure of the abyss. She automatically succeeds at any Fortitude save regarding pressure and acclimation.

#### SPECIAL MUTATION DESCRIPTORS

Listed below are special rules common to all mutations with a particular descriptor.

#### [armor]

Mutations with the [armor] descriptor count as worn armor, though they cannot be removed from the aquanaut's body and cannot be sundered. Any effect that would damage or destroy the armor, give it the broken condition, or remove it from the aquanaut's body simply fails to do so. Though the armor cannot be removed, it can be enchanted and targeted by spells normally.

#### [extra arm]

Mutations with the [extra arm] descriptor typically allow the aquanaut to grow an extra arm of some sort which is often weaker and less dexterous than her normal arms, but never-the-less helpful. Mutations with the [extra arm] descriptor can be taken multiple times. Each time it is taken, the aquanaut gains an additional arm, up to a maximum of 4 extra arms total. While the arms can perform various tasks such as holding a book open or retrieving an item from a pouch, they are weak and awkward. Each arm has an effective Strength and Dexterity score of 3 (-4 ability modifier). When combined with another extra arm or arms creating one functional arm, these ability scores add together, reaching 6 (-2 modifier) with 2 extra arms, 9 (-1 modifier) with 3 extra arms, or 12 (+1 modifier) with all 4 extra arms. These abilities scores are used when calculating skill checks, attacks, and so on made with the extra arms. The Strength and Dexterity scores of the extra arms cannot be improved or enhanced in any other way. However, they are affected by penalties and other effects that decrease or cause damage to the aquanaut's ability scores. Extra arms with a modified ability score of 0 hang limply from the aquanaut's side and become useless and can no longer be combined to making a more useful arm. Thus, 3 points of Strength or Dexterity damage will disable all of the aquanaut's extra arms.

Combining one or more extra arms with one of the character's normal arms creates an averaging effect on the effective ability scores. Add the ability score of the extra arms involved to the character's current ability score and divide the result by 2. This becomes the modified ability score at which the skill or attack is made. For example, a character with a Strength of 18 using 3 extra arms and one normal arm to attack with a two-handed weapon, does so modified by a Strength score of 13. Regardless of the number of pairs of extra arms combined with one normal arm, the extra arms still only count as one arm when used in this way. Using the extra arms in combination with both normal arms has no additional effect or penalty, and is essentially the same as using two arms normally.

While the extra arms allow the aquanaut to hold multiple items or weapons at once, they do not confer the ability to perform more actions or attacks per round. Penalties for wielding multiple weapons apply normally, and can be modified with feats including Two-Weapon Fighting (PATHFINDER ROLEPLAYING GAME) and Multiweapon Fighting (PATHFINDER BESTIARY). In addition, a character with two or more extra arms can take the Extra Arms Attack feat detailed in the next chapter of this book. Using a shield with the extra arms is also possible, but the effective armor class conveyed by the shield may be minimal. Any penalty from the Dexterity modifier of the extra arms being used to equip the shield is counted against the shield's AC bonus, to a minimum of 0. (If the Dexterity modifier is positive, it is not added to the shield's AC bonus.) In the example above, the aquanaut could use a shield to full effect in his off-hand and still wield the two-handed sword with same modified Strength score. Many combinations are possible, each vielding different overall modifiers. Extra magic item slots are not granted by these extra limbs.

#### [shell]

Mutations with the [shell] descriptor allow the aquanaut to withdraw into a shell while retaining her clothing (not including containers such as scabbards, pouches, or bandoliers), light armor, or jewelry. Any equipment falling outside those categories that is worn or carried by the aquanaut at the time of her withdrawal is considered to be removed and dropped. If these items cannot be removed easily (such as heavy manufactured armor) the character cannot withdraw into her shell until it is. While withdrawn into the shell, the aquanaut is essentially blind and paralyzed, though she can leave as a swift action.

#### PHYLA

The following phyla and their associated mutations are available to the aquanaut to choose from. Level prerequisites refer to levels earned in the aquanaut character class. Physical manifestations that match or overlap the character's normal racial characteristics become replaced by the mutation.

#### Cnidarian

Cnidarians are living coral and jellyfish. They have stinging tendrils and many defensive qualities. This category may also include features common to other invertebrates of the coral reef that do not fall into other categories.

#### Anchored

Mutation Prerequisites: 3<sup>rd</sup> level

**Physical Manifestation:** The aquanaut grows root-like tendrils from the lower half of her body.

**Effect:** As a full-round action, the aquanaut can affix herself to a solid surface. While anchored, she cannot move, and gains a +4 bonus to her CMD on all checks to resist being bull-rushed, dragged, overrun, or repositioned. This bonus increases by +4 for each size category larger the aquanaut is compared to the opponent attempting the maneuver. She can detach herself as a full-round action. She cannot anchor to a living creature or animated construct.

**Psionic Boost:** For 2 power points, increase the CMD bonus by +1. The additional bonus for size difference is not increased.

#### Bramblehide [armor] [hide]

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin hosts a thick tangle of seaweed and other ocean flora.

**Effect:** The aquanaut is considered to be wearing a suit of muck armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time.

**Psionic Boost:** For 1 power point, the aquanaut can retract the bramblehide armor into her skin. The armor does not count as worn when retracted.

#### Coral Attunement

**Mutation Prerequisites:** Aquanaut does not already have the Coral Link feat.

**Physical Manifestation:** The aquanaut sprouts living coral from the top of her head.

**Effect:** The aquanaut gains the Coral Link feat (CERULEAN SEAS CAMPAIGN SETTING).

Psionic Boost: None.

#### Coralhide [armor] [hide]

Mutation Prerequisites: 5<sup>th</sup> level Physical Manifestation: The aquanaut's skin sprouts protective coral.

**Effect:** The aquanaut is considered to be wearing a suit of coral armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. In addition, armor check penalties associated with this armor are reduced by 1 (minimum of 0).

**Psionic Boost:** For 1 power point, the armor check penalty is further reduced by 1 (minimum 0).

#### **Entangling Tendrils**

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows long, translucent tendrils all over her torso.

**Effect:** If the aquanaut successfully grapples another creature, the aquanaut may choose not to gain the grappled condition. As long as a creature is grappled by the aquanaut in this way and adjacent to her, it loses one hit point per round.

**Psionic Boost:** For 1 power point, the hit point loss increases by one.

#### **Phosphorescence**

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut glows with an eerie light.

**Effect:** At will, the aquanaut can glow with the intensity of a torch. The intensity can be controlled from a normal to dim light, but the color is always a pale blue-green. The light even remains when the character is unconscious, and will only fade 1d6 hours after death. The character's entire body glows, including features granted by other mutations. Worn equipment, however, may inhibit the light from shining through.

**Psionic Boost:** For 1 power point, the aquanaut also sheds bright light in a 5-foot radius.

#### Poisonous Slime [poison] [slime]

Mutation Prerequisites: 5<sup>th</sup> level

**Physical Manifestation:** The aquanaut's hands become coated in drippy purple ooze.

**Effect:** The aquanaut's unarmed attacks include a mild poison.

The aquanaut can poison a weapon with their own slime as a swift action. The dose remains effective for three rounds or until expended, whichever comes first. The character does not risk poisoning themselves when dosing the weapon or attacking with it.

#### **OSTREOPSIS SLIME**

**Type** poison, injury; **Save** Fort DC 10 + ½ the aquanaut's level + the aquanaut's Constitution modifier

**Frequency** 1/round for 2 rounds **Effect** 1 Con; **Cure** 1 save

In addition, due to the stickiness of the ooze, the aquanaut's CMD with regard to disarm attempts gains a +2 bonus.

**Psionic Boost:** For every 3 additional power points the aquanaut spends, the poison's duration increases by 1 round.

#### Shoot Spine

**Mutation Prerequisites:** A mutation with the [spikes] descriptor.

**Physical Manifestation:** The aquanaut's spines grow long and quill-like until she resembles a spiny sea urchin.

**Effect:** The base damage of the aquanaut's spines is doubled. The aquanaut gains the ability to propel a spine from her body at a target as a ranged attack that deals 1d8 points of piercing damage and has a range increment of 10 feet.

**Psionic Boost:** For 1 power point, the range increment for shooting a spine increases by 5 feet, up to a maximum total of 30 feet.

#### Stinging Polyps [poison]

Mutation Prerequisites: None Physical Manifestation: The aquanaut sprouts anemone-like polyps all over her body.

**Effect:** Any creature that makes a successful unarmed or natural attack against the aquanaut takes one point of Dexterity damage. The Dexterity damage is cumulative per hit, and wears off all at once, three rounds after the last point of Dexterity

damage was received. The polyps are harmless unless responding to an attack at which time they release a mild neurotoxin. Creatures that are immune or resistant to poison are immune to this effect.

**Psionic Boost:** For 3 power points, the Dexterity damage per hit increases to 1d3.

#### Urchin Fist [hands]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's fists grow large and spiny.

**Effect:** The aquanaut is always treated as wearing urchin fists (see CERULEAN SEAS CAMPAIGN SETTING, equipment section), though she can wield other weapons normally. These are also considered to be natural weapons.

**Psionic Boost:** For every two power points spent (max 2 points per 5 class levels), the urchin fists deal +1 damage per hit.

#### Urchin Quills [spikes]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows spines all over her body like that of a sea urchin.

**Effect:** The aquanaut is treated as though she were equipped with armor spikes at all times.

**Psionic Boost:** Spending 3 power points to enhance this mutation causes quills to shoot off in 10-foot-radius burst centered on the aquanaut (who is not affected). Those affected in the burst radius take 2 points of piercing damage per class level of the aquanaut. The quills, which are expended in the blast, will regrow within 3d4 rounds.

#### Crustacean

Crustaceans are made up of crabs, lobsters, and shrimp. They typically have powerful claws and strong armor.

#### Chitin Fists [hands]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's hands become sheathed in spiked chitin.

**Effect:** The aquanaut gains the benefit of the Improved Unarmed Strike feat when using her fists only. In addition, the aquanaut's unarmed strikes can deal piercing instead of bludgeoning damage.

**Psionic Boost:** For every two power points spent (max 2 points per 5 class levels), the aquanaut's fists deal +1 damage per hit.

#### Chitin Skin [armor] [hide]

**Mutation Prerequisites:** 3<sup>rd</sup> level **Physical Manifestation:** The aquanaut's skin becomes tough and shell-like, much like the exoskeleton of a lobster.

**Effect:** The aquanaut is considered to be wearing a suit of chitin armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. In addition, armor check penalties associated with this armor are reduced by 1 (minimum of 0).

**Psionic Boost:** For 1 power point, the armor check penalty is further reduced by 1 (minimum 0).

#### Crab Legs [feet]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows four crab-like legs out of her torso that aid with moving on land.

**Effect:** The aquanaut's land speed is equal to half of her swim speed.

**Psionic Boost:** For 1 power point, the aquanaut's land speed is increased by 5 feet (up to a maximum total of 80 feet).

#### Darting Claw

**Mutation Prerequisites:** 7th level, *Chitin Fists* mutation or a natural pincer attack.

**Physical Manifestation:** The aquanaut's hands and/or pincers become unnaturally elongated.

**Effect:** When making a full attack, if the aquanaut misses with all of her pincer, claw, or fist attacks, she can reroll her last one at a –2 penalty.

**Psionic Boost:** For 5 power points, she may reroll the attack once more with a -4 penalty. She may only use this boost once per round.

#### Death Grip

**Mutation Prerequisites:** *Chitin Fists* mutation or a natural pincer attack.

**Physical Manifestation:** The aquanaut's hands (or pincers) grow larger and more muscular.

**Effect:** The aquanaut gains a +4 enhancement bonus to her combat maneuver rolls to grapple if at least one of her hands or pincers is free.

She also gains a +4 enhancement bonus to her CMD versus attempts to disarm.

**Psionic Boost:** For 4 power points, increase the bonuses by +1 each.

#### Feelers

**Mutation Prerequisites:** 7<sup>th</sup> level

**Physical Manifestation:** The aquanaut grows long lobster-like antenna and her body becomes covered in bristly hairs.

**Effect:** The aquanaut gains tremorsense out to a range of 30 feet. This allows the aquanaut to pinpoint the location of creatures that it cannot see without having to make a Perception check as long as the creature and the aquanaut are not flying, but such creatures still have total concealment from the aquanaut. Visibility still affects the aquanaut's movement and she is still denied her Dexterity bonus to Armor Class against attacks from creatures she cannot see.

**Psionic Boost:** For 2 power points, the range of the tremorsense is extended by 5 feet (up to a maximum total of 60 feet).

#### Hermit Shell [hide] [shell]

**Mutation Prerequisites:** 4<sup>th</sup> level **Physical Manifestation:** The aquanaut's body

becomes able to fold in on itself, while her back becomes soft and amorphous.

**Effect:** The aquanaut can find any natural sea shell equal to her size category and wear it on her back without adding to her encumbrance or buoyancy. Without such a shell, the aquanaut suffers a -1 penalty to her natural armor bonus (down to a minimum of 0). With the shell, the aquanaut gains a +1 bonus to her natural armor and gains the ability to withdraw into it as a move action. While inside, she gains damage reduction (X/-), where X is equal to half of her class level. Note that damage reduction from different sources does not stack.

While attached to the aquanaut, the shell becomes part of her, much like mutations with the [armor] descriptor and therefore cannot be sundered.

**Psionic Boost:** For 2 power points, the damage reduction increases by 1 point. The maximum damage reduction the mutation can grant is equal to the aquanaut's level.

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#### Lobster Claw

Mutation Prerequisites: 6<sup>th</sup> level Physical Manifestation: One of the aquanaut's hands mutates into a giant pincer.

**Effect:** The aquanaut loses the use of a hand (her choice of which one) and gains a natural pincer attack with a base damage of 1d6 for Medium characters. She treats her pincer as a primary natural attack, but otherwise follows all rules for natural attacks (see the Combat section of the PATHFINDER CORE RULEBOOK). Other mutations that affect her hands (and do not refer specifically to pincers) will not apply to attacks made with the arm affected by the lobster claw mutation.

*Special:* The aquanaut can still wield one-handed weapons using her pincer, but does so with a -4 penalty to hit. Two-handed weapons wielded in conjunction with the lobster claw suffer a -2 penalty to hit.

**Psionic Boost:** For 5 power points, the base damage of the pincer changes to that of the next size category. Maximum boost is 3 size categories from the original.

#### Pincer Arm [extra arm]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a small multi-jointed arm from the side of her torso. This crab-like appendage ends in a small pincer.

**Effect:** The aquanaut gains the effect of an extra arm as described under the [extra arm] descriptor heading.

*Special:* Upon growing at least two pincher arms, the aquanaut can learn and speak the Clickclack language by putting a skill rank into the Linguistics skill. If she is reduced to less than two pincer arms, she also loses the ability to speak this language.

**Psionic Boost**: For 2 power points, the aquanaut gains a +1 circumstance bonus to her CMB when initiating grapple attempts for each pincer that is not holding anything (maximum circumstance bonus equal to one half the aquanaut's level).

#### Scoot

Mutation Prerequisites: None

**Physical Manifestation:** The sides of the aquanaut's legs (or tail) sprout rows of tiny swimmerets (also called pleopods).

**Effect:** The aquanaut can jet backward once per round as a full-round action, at a speed of 100 feet. She must move in a straight line while scooting, and does not provoke attacks of opportunity when she does so.

**Psionic Boost:** For 1 power point, increase the speed of the jet by 5 feet.

#### Mammal

Marine mammals include seals, dolphins, and whales. They have keen intellects, the ability to breathe air, and sharp teeth.

#### Cetacean Sonar

Mutation Prerequisites: 11<sup>th</sup> level

**Physical Manifestation:** The aquanaut gains a blowhole on the back of the base of her neck.

**Effect:** The aquanaut gains blindsight out to a range of 30 feet. The aquanaut can maneuver and attack as normal, ignoring darkness, invisibility, and most forms of concealment as long as she has line of effect to the target.

Furthermore, the aquanaut can breathe out of water indefinitely and is considered to have lungs in addition to her other breathing mechanisms.

*Special:* The aquanaut can now learn and speak the Ceti language by putting a skill rank into the Linguistics skill. If she loses this mutation, she also loses the ability to speak and understand this language.

**Psionic Boost:** For 2 power points, the range of the blindsight is extended by 5 feet (up to a maximum total of 60 feet).

#### **Dolphin Flip**

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut sprouts a dolphin fin on her back (in addition to her other dorsal fins, if any).

**Effect:** The aquanaut gains the Dolphin Flip feat (CERULEAN SEAS CAMPAIGN SETTING), even if she does not meet the perquisites.

**Psionic Boost:** For 5 power points, the aquanaut also gains the benefits of the Flying Fish Leap feat for the round.

#### **Hippo Sweat**

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut constantly sweats a reddish liquid with a mild, musky odor.

**Effect:** The aquanaut is protected from nonlethal damage from hot environments, and gains a +2 racial bonus on saving throws against nonmagical disease.

**Psionic Boost:** For 1 power point, the aquanaut gains resist steam 1. Each additional power point spent will increase the resistance by one, up to a maximum of twice the aquanaut's level.

#### Otter Nose

**Mutation Prerequisites:** 4<sup>th</sup> level **Physical Manifestation:** The aquanaut gains an otter-like nose, replete with whiskers.

**Effect:** The aquanaut gains an enhanced sense of smell, equivalent to the scent ability of some monsters. This ability allows her to detect approaching enemies, sniff out hidden foes, and track by sense of smell. With the scent ability, the aquanaut can identify familiar odors just as humanoids do familiar sights. She can detect opponents within 30 feet by sense of smell. If the opponent is up-current, the range increases to 60 feet; if down-current, it drops to 15 feet. Strong scents, such as blood or rotting kelp, can be detected at twice the ranges noted above. Overpowering scents can be detected at triple normal range.

When the aquanaut detects a scent, the exact location of the source is not revealed—only its presence somewhere within range. She can take a move action to note the direction of the scent. Whenever she comes within 5 feet of the source, she pinpoints the source's location. The aquanaut can follow tracks by smell, making a Survival check to find or follow a track. The typical DC for a fresh trail is 10. This DC increases or decreases depending on how strong the quarry's odor is, the number of creatures, and the age of the trail. For each hour that the trail is cold, the DC increases by 2. For the purposes of this mutation, ignore the effects of surface conditions and poor visibility.

**Psionic Boost:** For 2 power points increase the range of scent by 10 feet, up to a maximum total of 120 feet.

#### Seal Fur [hide]

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut sprouts fur all over her body.

**Effect:** The aquanaut gains resist cold 5. This resistance increases by 5 for every 5 levels the aquanaut possesses, to a maximum of 15 at 10<sup>th</sup> level.

**Psionic Boost:** For 1 power point, the resistance increases by 1 point (up to a maximum total of twice the aquanaut's level).

#### Seal Teeth [bite]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a seal-like muzzle filled with razor sharp teeth.

**Effect:** The aquanaut gains a natural bite attack with a base damage of 1d8 (1d6 if Small). Her bite attack is a natural weapon, so she is considered armed when attacking with it and it can be affected by powers, spells, and effects that enhance or improve natural weapons. The aquanaut can choose to deal nonlethal damage with her bite, taking the standard –4 penalty on your attack roll. If her bite is her only attack, she uses her highest base attack bonus on the attack roll, and she can apply her full Strength bonus to damage. If she bites in addition to making other attacks, the bite is a secondary attack.

If the aquanaut is not a Medium creature, the bite attack's base damage varies as follows: Fine 1d2, Diminutive 1d3, Tiny 1d4, Small 1d6, Large 2d6, Huge 2d8, Gargantuan 4d6, Colossal 6d6.

**Psionic Boost:** For 5 power points, the aquanaut's bite deals additional damage equal to its base damage dice. (For example, a Medium aquanaut boosting with 5 power points would deal an extra 1d8 points of damage when she bites, while a Tiny aquanaut boosting with 15 power points would deal an extra 3d4 points of damage.)

#### Walrus Tusks

**Mutation Prerequisites:** 7<sup>th</sup> level, A natural bite attack

**Physical Manifestation:** The aquanaut grows two huge canine teeth, like that of a walrus.

**Effect:** The character's bite attack increases one size category with regard to damage. This new damage range does not stack with other enhancements such as the Improved Natural Attack feat. In addition, the aquanaut can make a bite attack against any creature it is grappling with in addition to the damage option available during a grapple. If this attack hits, it is automatically treated as a critical threat.

**Psionic Boost:** None, though boosts from other mutations have full effect.

#### Water Blast

**Mutation Prerequisites:** 5<sup>th</sup> level **Physical Manifestation:** The aquanaut grows a large hump on her back.

**Effect:** The aquanaut can shoot a pressurized blast of water from her mouth (or blowhole if she has one) once per round as a standard action. This ranged touch attack deals 1d8 damage to a target within 30 feet (no range increment). If it successfully hits, the target is pushed as though they were affected by a localized water current moving at a speed of 100 feet directly away from the aquanaut. Above water, the blast still does damage but does not push targets.

**Psionic Boost:** For 3 power points, the range of the blast is increased by 5 feet, up to a maximum total of 60 feet.

#### Whale Blubber

Mutation Prerequisites: None Physical Manifestation: The aquanaut grows plump and spindle-shaped.

**Effect:** The aquanaut can go up to 5 times longer without food. In addition the aquanaut gains DR 5/piercing or slashing.

**Psionic Boost:** 5 power points to increase damage resistance by 5. It can only be enhanced in 5 point increments.

#### Mollusk

Mollusks include squids, octopi, and snails. They often have amorphous bodies and strong armor.

#### Arm Tentacles

**Mutation Prerequisites**: 7<sup>th</sup> level **Physical Manifestation:** The aquanaut's arms become rubbery like those of a squid.

Effect: The aquanaut's reach increases by 5 feet.

**Psionic Boost:** For 10 power points, the aquanaut's reach extends another 5 feet (up to a maximum total of 15 feet).

#### Chromatophore [hide]

Mutation Prerequisites: 5<sup>th</sup> level Physical Manifestation: The aquanaut's body becomes covered in slimy, squid-like skin that she can change the color of at will. **Effect:** The aquanaut gains a +4 circumstance bonus to Stealth checks.

*Special:* The aquanaut can now learn and speak the Cephalite language by putting a skill rank into the Linguistics skill. If she loses this mutation, she also loses the ability to speak this language.

**Psionic Boost:** For 2 power points, the bonus to Stealth increases by +1 (up to a maximum total of the aquanaut's level).

#### Eye Stalks

Mutation Prerequisites: 8th level

**Physical Manifestation:** The aquanaut's eyes can sprout out of their sockets, supported on long eyestalks which allow her to look in all directions at once.

**Effect:** The aquanaut can extrude or retract her eyes as a swift action. While extruded, the aquanaut has a 360-degree sphere of sight, allowing her a perfect view of creatures that might otherwise flank her. Thus, flanking opponents gain no bonus on their attack rolls, and rogues are denied their sneak attack ability while flanking the aquanaut (they may still sneak attack her if she is caught flat-footed). The aquanaut's vision-based Perception checks gain a +4 enhancement bonus. She takes a –4 penalty on saves against all gaze attacks while the eyes are extended (vision returns to normal when they are retracted).

**Psionic Boost:** For 5 power points, all damage to the aquanaut's eyes is healed (up to and including growing new eyes) and sight is restored. This does not restore blindness caused by poison, disease, or magical effects that do not cause physical damage.

#### Nautilus Shell [shell]

Mutation Prerequisites: 4<sup>th</sup> level

**Physical Manifestation:** The aquanaut grows a large, nautilus-like shell on her back.

**Effect:** The aquanaut gains a +2 bonus to her natural armor and gains the ability to withdraw into her shell as a move action. While inside, she gains energy resistance 5 versus acid, sonic, and electricity damage. This resistance increases by 5 for every 5 levels the aquanaut possesses, up to a maximum of 15 at 10th level.

**Psionic Boost:** For 1 power point, the energy resistance increases by 1 point, up to a maximum of twice the aquanaut's level.

#### Octopus Ink

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows either a beard of octopus tentacles or octopus tentacle hair, chosen at the time of taking the mutation.

**Effect:** Once per minute, the aquanaut can emit a 10-foot-radius cloud of ink as a free action while underwater. This cloud provides total concealment. The ink persists for 1 minute, even in strong water currents. The ink has no effect on scents.

**Psionic Boost:** For 3 power points, the radius of the cloud is extended by 5 feet, up to a maximum total of 50 feet.

#### Shellskin [armor] [hide]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin becomes covered in dozens of strategically placed clam-like shells.

**Effect:** The aquanaut is considered to be wearing a suit of seashell armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. In addition, armor check penalties associated with this armor are reduced by 1 (minimum 0).

**Psionic Boost:** For 1 power point, the armor check penalty is further reduced by 1 (minimum 0).

#### Slippery Slime [slime]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's body oozes a colorless slippery slime from her pores.

**Effect:** The aquanaut may leave a trail of slippery slime behind her when not submerged. Any creature moving through such a trail must make a successful Reflex save or fall. A creature can walk within or through the slime trail at half normal speed with a DC 10 Acrobatics check. Failure means it can't move that round (and must then make a Reflex save or fall), while failure by 5 or more means it falls (see the Acrobatics skill for details). Creatures that do not move on their turn do not need to make this check. The trail lasts for 1 round per level of the aquanaut, after which it evaporates.

This mutation can also be used to create a slippery coating on an item as a standard action that provokes an attack of opportunity. Material objects not in use are always affected by this slime, while an object wielded or employed by a creature requires its bearer to make a Reflex saving throw to avoid the effect. If the initial saving throw fails, the creature immediately drops the item. A saving throw must be made in each round that the creature attempts to pick up or use the affected item. In addition, the aquanaut or a creature wearing affected armor or clothing gains a +5 circumstance bonus on Escape Artist checks and combat maneuver checks made to escape a grapple, and to their CMD to avoid being grappled. Underwater, the slime lasts 2 rounds per level of the aquanaut, and then dissolves. The aquanaut constantly replenishes her own supply of slime. The aquanaut is unaffected by her own slime, but may be subject to the slippery slime of others.

The DC of any Reflex check related to this mutation is equal to 10 plus ½ the aquanaut's level plus the aquanaut's Constitution modifier.

**Psionic Boost:** For 2 power points, the save DC of slime exuded that round increases by 1 (maximum 3).

#### Sticky Slime [slime]

Mutation Prerequisites: None Physical Manifestation: The aquanaut oozes sticky bright-green slime from her arms.

**Effect:** Due to the stickiness of the slime, the aquanaut's CMD with regard to disarm attempts gains a +4 bonus.

In addition, as a full-round action, the aquanaut can create a ball of slime and fire it as a ranged touch attack with a range of 25 feet. On a successful hit, the sticky slime will entangle Medium or smaller creatures. The slime dissolves in 2d4 rounds. Entangled creatures can attempt to break free as a move action, making a Strength or Escape Artist check. The DC for this check is equal to 10 + the aquanaut's Constitution modifier.

**Psionic Boost:** For 2 power points, the ball of slime can affect a creature one size category larger, and the save DC to break free increases by 1.

#### Sucker Feet [feet]

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows octopus-like suction cups on the lower half of her body.

**Effect:** The aquanaut gains a +4 bonus to CMD against bull rush, trip, and any combat maneuvers that attempt to move her from her current location when she is on a solid surface. She also gains a +4 circumstance bonus to Climb checks.

**Psionic Boost:** For 3 power points, the bonus to CMD and Climb checks increases by +1, up to a maximum total bonus of +8.

#### Tentacle Arm [extra arm]

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows an octopus-like tentacle from her side.

**Effect:** The aquanaut gains the effect of an extra arm as described under the [extra arm] descriptor heading.

**Psionic Boost:** For 2 power points, the aquanaut gains a +1 circumstance bonus to Climb checks per tentacle that is not holding anything. This bonus increases by +1 for every extra 2 power points spent, up to a maximum total bonus equal to the aquanaut's level per tentacle.

#### Water Jet

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows several fleshy siphon-like tubes at various places around the sides of her body.

**Effect:** The aquanaut can spray water from the siphons for propulsion. Her base swim speed increases by 20 feet when they are used. She can also move at half movement if otherwise immobilized (including when she is paralyzed or withdrawn into a shell granted by a [shell] mutation).

**Psionic Boost:** For 1 power point, the bonus to base speed provided by the siphons increases by 5 feet, up to a maximum bonus of 60 feet.

#### Piscine

Piscine includes all species of fish in the sea. They are typically the best swimmers and are adept at biting.

#### Angler Orb

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a long antenna from the top of her forehead that terminates in a glowing orb.

**Effect:** The orb can shed light in a 20-foot radius. For the first half (10 feet), the orb emits up to normal light. For the other half, the light level increases by one step (up to the same level as the orb). Areas of normal or stronger light are not further illuminated. The aquanaut can control the level of illumination of the orb (up to normal light). If the aquanaut is rendered dead or unconscious, the light extinguishes.

**Psionic Boost:** For 1 power point, the total radius of the illumination is extended by 10 feet, to a maximum of 40 feet.

#### Arm Spike [poison]

Mutation Prerequisites: None

**Physical Manifestation:** One of the aquanaut's arms becomes larger and can protrude or retract a large bony spike from her wrist.

**Effect:** The arm spike is treated as a natural sting attack with a base damage of 1d4 (1d3 for Small characters) plus Poison (catfish venom). When used to deal nonlethal damage, no poison is delivered. The arm spike can be extended or retracted as a swift action. The hand that the arm spike is attached to cannot be used while the arm spike is extended.

#### **CATFISH VENOM**

**Type** poison, injury; **Save** Fort DC  $10 + \frac{1}{2}$  the aquanaut's level + the aquanaut's Constitution modifier **Frequency** 1/round for 4 rounds **Effect** 1d2 Str; **Cure** 1 save

**Psionic Boost:** For 5 power points, the base damage of the stinger changes to that of the next larger size category.

#### Deep Sea Eyes

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's eyes grow large and saucer-like.

**Effect:** The aquanaut gains darkvision out to a range of 60 feet.

**Psionic Boost:** For 1 power point, the range of the darkvision increased by 5 feet, up to a maximum total range of 120 feet.

#### **Fish Fins**

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows fish-like fins and a powerful fish-like tail (if she doesn't already have a tail).

**Effect:** The aquanaut's base swim speed is increased by 5 feet.

**Psionic Boost:** For 1 power point, the bonus to the aquanaut's base swim speed increases by 5 feet, up to a maximum total base swim speed of 120 feet.

#### Flying Fish [flying]

Mutation Prerequisites: 5<sup>th</sup> level, Fish Fins

**Physical Manifestation:** The aquanaut grows long fins between her arms and body that fold out into wings when she jumps above the surface of the water.

**Effect:** The aquanaut gains a fly speed equal to half her swim speed. The aquanaut's maneuverability depends on her size category. Medium or smaller aquanauts have good maneuverability. Large aquanauts have average maneuverability, while Huge aquanauts have poor maneuverability.

**Psionic Boost:** For 2 power points, the aquanaut's maneuverability improves to perfect for the round. Note that the fish fin mutation can also increase the aquanaut's fly speed.

#### Hammerhead [head]

**Mutation Prerequisites:** 5<sup>th</sup> level **Physical Manifestation:** The aquanaut's head becomes shaped like that of a hammerhead shark.

**Effect:** If the aquanaut makes a bull rush or overrun attempt, she gains a +2 bonus to her CMB. Alternatively, she can make a single attack with her head as part of a charge. Treat it as a natural melee Slam attack with a base damage of 2d6 (for a Medium aquanaut).

**Psionic Boost:** For 4 power points, increase the bonus to CMB by one and add 1d6 to the damage on a charge.

#### Puffer Puff

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin becomes baggy and appears deflated. While expanded, she blows up into a large ball, much like a frightened puffer fish.

**Effect:** As a swift action, the aquanaut can instantly grow, doubling her height and length, and quadrupling her width. The aquanaut's size category increases by one, affecting her attack rolls, AC, and combat maneuvers. The aquanaut also suffers a –4 penalty to Dexterity due to both her new size and awkward, bloated state. This power also halves the aquanaut's speed while it is in effect.

If insufficient room is available for the desired growth, the aquanaut attains the maximum possible size and can make a Strength check to burst any enclosures in the process. If she fails, she is constrained without harm by the materials enclosing her. Equipment is not expanded by this power, and may even be ripped apart if it does not easily expand or unfasten.

Multiple effects that increase size do not stack, which means (among other things) that the aquanaut can't use an expansion power to further expand herself. The aquanaut can, however, use weapons made for her new size category and take advantage of greater damage as a result. Natural weapons are likewise larger and do more damage accordingly as well. The aquanaut can deflate back to normal size as a swift action. Once deflated, the aquanaut cannot inflate again for 10 rounds.

*Special:* Although inflation takes no power points to activate, it will only remain active if no power points are being spent. If the character's power point pool is decreased in any way besides using them to boost (or maintain the boost for) this mutation, the character will instantly deflate, and not be able to inflate again for 10 rounds.

**Psionic Boost:** For 6 power points, the aquanaut's size category increases by two instead of one. She suffers a –6 size penalty to Dexterity (to a minimum effective Dexterity score of 1), and any penalties to attack rolls and AC due to her new size. This mutation can only be enhanced one step (maximum 6 power points spent per round).

#### Puffer Spines [spikes]

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows spines all over her body, much like a porcupine fish.

**Effect:** The aquanaut is covered in sharp spikes as if equipped with armor spikes. These spikes can be retracted or extended as a swift action. Retracted spikes have no effect.

**Psionic Boost:** For 3 power points, the aquanaut's spines deal +1 damage per hit.

#### Scaly [armor] [hide]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin is covered in tough fish scales.

**Effect:** The aquanaut is considered to be wearing a suit of scaly armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. In addition, armor check penalties associated with this armor are reduced by 1 (minimum of 0).

**Psionic Boost:** For 1 power point, the armor check penalty is further reduced by 1 (minimum 0).

#### Shark Bite [bite]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a shark-like maw filled with razor sharp teeth.

**Effect:** The aquanaut gains a natural bite attack with a base damage of 1d8 (1d6 for Small characters). In addition, the shark bite attack has a greater critical threat range than most natural attacks. The bite attack's critical threat range is 19-20.

**Psionic Boost:** For 5 power points, the aquanaut's bite deals additional damage equal to its base damage dice. (For example, a Medium aquanaut boosting with 5 power points would deal an extra 1d8 points of damage when she bites, while a Tiny aquanaut boosting with 15 power points would deal an extra 3d4 points of damage.)

#### Sharksight

Mutation Prerequisites: 9th level

**Physical Manifestation:** The aquanaut grows a shark-like dorsal fin and slot-like gills (or her gills become slot-like, if she already has gills).

**Effect:** The aquanaut gains blindsense out to a range of 30 feet. This ability allows the aquanaut to pinpoint the location of

creatures that she cannot see without having to make a Perception check, but such creatures still have total concealment from the aquanaut. Visibility still affects the aquanaut's movement and she is still denied her Dexterity bonus to Armor Class against attacks from creatures she cannot see.

Furthermore, the aquanaut can breathe under water indefinitely and is considered to have gills in addition to her other breathing mechanisms.

*Special:* The aquanaut can now learn and speak the Pelagic language by putting a skill rank into the Linguistics skill. If she loses this mutation, she also loses the ability to speak and understand this language.

**Psionic Boost:** For 1 power point, the range of the blindsense is extended by 5 feet, up to a maximum total radius of 60 feet.

#### Sharkskin [armor] [hide]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin becomes like that of a shark.

**Effect:** The aquanaut is considered to be wearing a suit of sharkhide armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. In addition, armor check penalties associated with this armor are reduced by 1 (minimum of 0).

**Psionic Boost** For 1 power point, the aquanaut absorbs the armor.

#### Reptile

Aquatic reptiles include crocodiles and sea turtles. They often have tough armor and a beastly bite. This category often includes aspects common to amphibians as well.

#### **Burrowing Claws**

**Mutation Prerequisites:** 9th level, *Reptilian Claws* **Physical Manifestation:** The aquanaut's claws grow longer and sturdier.

**Effect:** The aquanaut gains a burrow speed equal to 15 feet. She can use this speed to move through dirt, clay, sand, and earth. She does not leave a hole behind, nor is her passage marked on the surface.

**Psionic Boost:** For 1 power point, the burrow speed increases by 5 feet, up to a maximum total speed of 60 feet.

#### Crocodile Jaws [bite]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a long, tooth-filled snout like that of a crocodile.

**Effect:** The aquanaut gains a natural bite attack with a base damage of 1d8 (1d6 for Small characters). In addition, the crocodile jaws apply double the character's Strength bonus to the bite damage.

**Psionic Boost:** For 5 power points, the aquanaut's bite deals additional damage equal to its base damage dice.

#### Death Roll

#### Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut grows a long, crocodile tail, or her tail becomes crocodilian if she has one already.

**Effect:** When grappling a foe of the aquanaut's size or smaller, she can perform a death roll upon making a successful grapple check. As she clings to her foe, she rolls rapidly, twisting and wrenching her victim. The aquanaut inflicts double her Strength modifier in damage and knocks the creature disoriented. If successful, the aquanaut maintains her grapple.

**Psionic Boost:** For 5 power points, the aquanaut deals an additional 1d8 points of damage during the death roll.

#### Grasping Tongue

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's tongue grows long and prehensile.

**Effect:** The aquanaut can use her tongue to grapple targets up to 10 feet away. When grappling this way, she does not provoke an attack of opportunity or suffer penalties for not having hands free.

**Psionic Boost:** For 3 power points, the range of the aquanaut's tongue increases by 5 feet, up to a maximum total of 25 feet.

#### Mud Flippers [feet]

Mutation prerequisites: Feet.

**Physical Manifestation:** The aquanaut's feet grow wide and flipper-like.

**Effect:** The aquanaut suffers no movement penalties for moving through marsh or mud.

**Psionic Boost:** For 2 power points, the aquanaut may walk across the surface of water as though it were dry land.

#### Reptilian Claws [hands]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's fingers terminate in large reptilian claws.

**Effect:** The aquanaut gains two natural claw attacks with a base damage of 1d4 (for medium

characters). The claws do not interfere with her spellcasting or her ability to manipulate objects.

**Psionic Boost:** For 5 power points, the aquanaut's claws deal damage as though they were one size category larger.

#### Reptohide [hide]

Mutation Prerequisites: None

**Physical Manifestation:** The aquanaut's skin

becomes rough and scaly like that of a dire crocodile. **Effect:** The aquanaut gains a +1 racial bonus to her natural armor.

**Psionic Boost:** For 3 power points, the bonus to natural armor increases by +1, up to a maximum of half the aquanaut's level.

#### Snakebite [poison]

Mutation Prerequisites: A natural bite attack Physical Manifestation: The aquanaut's teeth become needle sharp and her tongue becomes forked.

**Effect:** The aquanaut's bite becomes poisonous, injecting disteira venom on a successful attack.

#### DISTEIRA VENOM

**Type** poison, injury; **Save** Fort DC 10 + <sup>1</sup>/<sub>2</sub> the aquanaut's level + the aquanaut's Constitution modifier **Frequency** 1/round for 6 rounds **Effect** 1d3 Str; **Cure** 1 save

**Psionic Boost:** For 5 power points, the DC of poison delivered this round increases by 1. (Note that the boost must be used before any bite attacks to have any effect.)

#### Turtle Shell [armor] [shell]

Mutation Prerequisites: 5th level

**Physical Manifestation:** The aquanaut grows a turtle-like shell.

**Effect:** The aquanaut is considered to be wearing a suit of turtle armor at all times. She suffers no ill effects from resting in or wearing the armor for prolonged periods of time. Armor check penalties associated with this armor are reduced by 1 (minimum of 0).

In addition, as a move action, the aquanaut can withdraw into her shell (as per the [shell] descriptor rules) and her natural armor increases by +8 as long as she does.

**Psionic Boost:** For 1 power point, the armor check penalty is further reduced by 1 (minimum 0). While withdrawn into her shell, 2 power points can be spent to increase her natural armor by an additional +1.
# Prestige Classes

The sea holds many prestigious titles for those brave enough to seek them. Listed below are ways to adapt existing psionic prestige classes that are offered in PSIONICS UNLEASHED. Afterwards, two new prestige classes are presented.

# THE FOLLOWING PRESTIGE CLASSES CAN BE USED UNDERSEA WITHOUT SIGNIFICANT ALTERATION:

Cerebremancer, Metamind, Psion Uncarnate, Psychic Fist, Thrallherd, and Warmind.

## THE FOLLOWING PRESTIGE CLASS IS NOT AVAILABLE IN THE CERULEAN SEAS SETTING:

**Pyrokineticist:** The use of magical, psionic, and even mundane fire is not typically found in an aquatic setting. Therefore, the pyrokineticist is not a viable option.

# THE FOLLOWING PRESTIGE CLASSES HAVE SLIGHT ALTERATIONS TO WORK WITH AN AQUATIC SETTING:

#### Elocater

**Changes:** The effects for the follow powers are altered or replaced:

**Personal Gravity (Su):** While this power does allow the elocater to walk on water, walking on vertical surfaces has significantly less versatility than it has on dry land. However, this power also allows the elocater to obtain zero, negative, or positive buoyancy as a free action.

**Scorn Earth (Su):** This power is replaced by Topsy Turvy, detailed below.

**Topsy Turvy (Su):** At first level, the elocater can reorient which director is considered up for himself as a free action. Any direction can be signified, including right, left, upward at a diagonal, and even straight down. Buoyancy effects for the elocater works based off the new direction.

Topsy Turvy is constantly active, even when unconscious, unless the elocater is heavily encumbered or slain. The elocater can ignore the disoriented condition as he can right himself as a free action.

**Terminal Velocity (Su):** This power also applies to sinking or floating.

**Freerunning (Ex):** Referred to by the aquatic elocater as "freeswimming," the power applies to his swimming speed rather than his land speed.

### Phrenic Slayer

**Change:** The Phrenic Slayer uses Table 3-2 to determine their favored enemies. This replaces the favored enemies normally offered by this prestige class.

# TABLE 3-2: PHRENIC SLAYER FAVORED ENEMIES Table 3-2: PHRENIC SLAYER FAVORED ENEMIES

Type (Subtype)	Type (Subtype)
Aberration	Ooze
Animal (non-trueforms)	Outsider (air)
Animal (trueform)	Outsider (good)
Construct	Outsider (chaotic)
Dragon	Outsider (earth)
Fey	Outsider (evil)
Humanoid (anthromorph)	Outsider (lawful)
Humanoid (feykith)	Outsider (native)
Humanoid (giant)	Outsider (water)
Humanoid (merfolk)	Outsider (steam)
Humanoid (other subtype)	Plant
Magical beast	Undead
Monstrous humanoid	Vermin

#### IN THE CERULEAN SEAS

Each prestige class that is available in the PSIONICS UNLEASHED has their own unique niche in the Cerulean Seas.

#### Cerebremancer

Feykith (especially the thalassic asrai) are prime candidates to become cerebremancers, as their nature is already heavily rooted in the arcane. Merfolk, with their innate versatility, are also frequently seen among the ranks of cerebremancers.

Cerulean seas cerebremancers often act as emissaries between psionic and non-psionic cultures.

#### Elocater

Delphins particularly enjoy the powers afforded by the elocater prestige, but any race with psionic leanings has been known to have fostered honored elocaters. Even slow-moving zefs have found great advantage in increased mobility.

The elocator can be an extremely valuable asset in the Cerulean Seas, where the distance between cities is often unpatrolled, perilous, and bereft of friendly folk. For this reason, many cities have hired them on as special messengers and couriers for particularly sensitive and important matters.

## Metamind

Metaminds are common among races that are considered highly introspective, including the ix and the melusine. The zefs will also yield a few members of this caliber, as they are always prepared for a long psionic battle. Their enemy, the deepdwelling zohs are known to use living vessels to store vast amounts of psionic power and can often match the greatest metaminds in psychic endurance. The zefs shudder to think what might happen if they did not train hard to obtain this class, as they do not wish to stoop to the low ethical standards of their racial enemy to obtain such power.

#### Phrenic Slayer

Any race with a notable grudge against another might produce phrenic slayers. The pisceans typically come to mind, as their fear and hatred of aquatic aberrations (which are often psionically inclined) is legendary.

#### Psion Uncarnate

Psion Uncarnates are typically very rare in the Cerulean Seas, though several tales of asrai uncarnates proliferate through the waves. Like their terrestrial counterparts, the aquatic uncarnate is often walks a lonely path.

#### Psychic Fist

The perfect blend of psionics and martial arts, any disciple of Jaxlen might strive towards this path. In truth, ixian psychic fists are rare, though members of other races within Jaxlenite monasteries are much more common.

#### Thrallherd

The term "goodly thrallherd" is somewhat of an oxymoron, though a few zef thrallherds may disagree due to their particularly warped reasoning when dealing with what they consider "lesser races." Melusine overminds will justify this class with a similar excuse. Evil races, however, are particularly fond of this prestigious class.

#### Warmind

There are few races that could not benefit from a warmind. They are found among all races that commonly support psionic classes.

# Current Adept Prestige Class

The most obvious distinction between the lands above and environment of the sea is that the latter is filled with water- and water, while malleable, is a far more substantial medium than air. Certain deep sea masters of telekinesis have learned to exploit this simple truth to unbelievable lengths. These devoted psionic experts, called current adepts, manipulate their home as if it was an extension of their own body.

Current adepts telekinetically control the water about them to create a stunning array of effects. Increased speed, paralyzing vortexes, even boiling or freezing the water about them is not out of the question. The art of gaining mastery over the ocean in such a way is a demanding application of telekinesis. This path often only calls to the most studious and committed psionic students.

**Role:** Though a current adept gives up some advancement in psionic studies, his mastery over his environment gives him allows him to excel in a variety of situations. On the battlefield, their ability to deal damage from afar and keep multiple targets preoccupied makes them invaluable. However, equally impressive is their ability to assist in travel, labor, and scouting thanks to increased mobility. A current adept should have no trouble finding employment or uses for his unique skillset. When one controls the very setting he lives in, job placement is rarely an issue.

**Alignment:** Current adepts are often lawful. They impose their own order on the water flowing about them. Additionally, mastering such an art requires strength of mind and patience. Only the most dedicated kineticists follow this route.

Hit Die: d6

#### REQUIREMENTS

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

**Class:** Must be a psion (kineticist)

**Skills:** Autohypnosis 5 ranks, Knowledge (psionics) 5 ranks

Psionics: Ability to manifest 4th-level powers.

#### **CLASS SKILLS**

Acrobatics (Dex), Autohypnosis (Wis), Craft (Int), Knowledge (all skills, taken individually) (Int), Profession (Wis), Spellcraft (Int) and Use Magic Device (Int).

**Skill Ranks at Each Level:** 2 + Int modifier.

#### **CLASS FEATURES**

All of the following are Class Features of the current adept prestige class.

Weapon and Armor Proficiency: Current adepts gain no proficiency with any weapon or armor.

**Powers Known and Maximum Power Level:** At every level indicated, a current adept gains access to new powers as if he had also gained a level in whatever manifesting class he belonged to before he added the prestige class. He does not, however, gain any other benefit a character of that class would have gained (bonus feats, metapsionic or item creation feats, and so on). This essentially means that he adds the level of current adept to the level of whatever manifesting class the character has, then determines powers known, manifester level, and maximum power level accordingly.

**Fast Movement (Ex):** Thanks to their mastery over the flow of water, a current adept's swim speed is faster than the norm for her race by +10 feet. This bonus stacks with any other bonuses to the current adept's swim speed. This power increases by another 10 feet at 3<sup>rd</sup>, 6<sup>th</sup>, and 9<sup>th</sup> levels of the current adept prestige class.

**Gripping Water (Su):** At first level a current adept can grab his foes with fists of water. This ability works as the 4<sup>th</sup> level Psion power *telekinetic maneuver* (and is likewise treated as if manifesting a power including power point cost). However, it has the following changes. This power may only be used to grapple foes. Additionally, It is an area of effect power that affects selected targets within a 20 ft. radius. Finally, power resistance does not apply; the current adept is not attacking a creature but is instead manipulating the ocean itself to do its bidding. **Quickening Current (Su):** Once a current adept reaches 2<sup>nd</sup> level, he may, for the cost of 9 power points, *haste* all allies within 10 feet of him for 1 round. Additionally, those same allies have their swim speed increased by 10 feet for 1 round/ manifesting level of the current adept. The radius of the effect increases by an additional 10 feet at 5<sup>th</sup> and 8<sup>th</sup> level.

**Speed of Thought (Ex):** At 3<sup>rd</sup> level, a current adept's increased mobility and ease of motion in the water allows him to react quicker to danger. A current adept now adds their Intelligence modifier to their Reflex save. This does not supplant the Dexterity modifier bonus; it contributes to it.

**Rough Water (Su):** At 4<sup>th</sup> level a current adept can batter his enemies with waves of water. This ability works as the 4<sup>th</sup> level Psion power *telekinetic maneuver*. However, it has the following changes. It is an area of effect power that affects selected targets within a 20 ft. radius. Additionally, this power may only be used to bull rush or trip foes. Finally, power resistance does not apply; the current adept is not attacking a creature but is instead manipulating the ocean itself to do its bidding.

Every power point spent over the 7 needed to manifest not only increases the current adept's CMB but also deals 2 points of damage.

#### **TABLE 3-3: CURRENT ADEPT**

	Base Attack	Fort	Ref	Will		Powers Known/Max
Level	Bonus	Save	Save	Save	Special	Power Level
$1^{st}$	+0	+0	+0	+1	Fast Movement +10 ft.,	-
					Gripping Water	
2 <sup>nd</sup>	+1	+1	+1	+1	Quickening Current 10 ft.	+1 level of existing class
					radius	
3rd	+1	+1	+1	+2	Fast Movement +20 ft.,	+1 level of existing class
					Speed of Thought	
4 <sup>th</sup>	+2	+1	+1	+2	Rough Water	-
5 <sup>th</sup>	+2	+2	+2	+3	Quickening Current 20 ft.	+1 level of existing class
					radius, Freeze/Scald	
6 <sup>th</sup>	+3	+2	+2	+3	Fast Movement +30 ft.	+1 level of existing class
7 <sup>th</sup>	+3	+2	+2	+4	Impassable Water	-
8 <sup>th</sup>	+4	+3	+3	+4	Quickening Current 30 ft.	+1 level of existing class
					radius	-
9 <sup>th</sup>	+4	+3	+3	+5	Fast Movement +40 ft.	+1 level of existing class
10 <sup>th</sup>	+5	+3	+3	+5	Vortex	<u> </u>

**Freeze/Scald (Su):** At 5<sup>th</sup> level, the current adept's telekinetic mastery allows him to agitate the water into a boiling furor or slow its movement until it freezes like ice. Any time the current adept manifests an energy power from the psychokinetic discipline he may make the following additions to that manifestation at the cost of 3 power points.

If the current adept manifests a cold power, he may cause a successfully affected target to be slowed for 3 rounds. For every 3 power points spent above the initial 3, the target is slowed an additional round.

If the current adept manifests a steam (fire) power, he may deal an additional die of damage. For every 3 power points spent above the initial 3, the target takes an additional point of damage.

**Impassable Water (Su):** At 7<sup>th</sup> level, the current adept can immobilize foes by having water chains bind them. This ability works as the 4<sup>th</sup> level Psion power *telekinetic maneuver*. However, it has the following changes. It is an area of effect power that affects selected targets within a 20 ft. radius. Additionally, this power paralyzes a foe on a successful CMB check. Finally, power resistance does not apply; the current adept is not attacking a creature but is instead manipulating the ocean itself to do its bidding.

The targets remains paralyzed as long as the current adept focuses on keeping it so. This does not require additional expenditure of power points, but it does require continued CMB checks as per *telekinetic maneuver*.

**Deadly Vortex (Su):** At 10<sup>th</sup> level, the current adept may cause himself to anchor a powerful vortex of crushing water. All creatures within 50 ft. of the current adept must make a Fortitude save (DC 20 + current adept's Int modifier). Creatures that fail are pulled immediately adjacent to the current adept, take 10d6 points of damage, and are stunned for one round. At the beginning of the current adept's next turn, creatures are expelled 100 ft. in a random direction, taking appropriate damage for any obstacle they may crash into upon expulsion, and are knocked disoriented.

Conversely, a current adept may use this power as a means to propel his allies forward. In this instance everything happens within the time frame of one standard action, no damage is dealt, and the current adept may control the trajectory of his allies' path.

# Shark Incarnate Prestige Class

It should come as no surprise that many of the races beneath the waves have sought to emulate the shark's feral grace. Warriors wear armor of shark hide; weapons are made from the monster's teeth; shamans will even wear the beast's great jaws as holy relics. Despite all of this, none have mastered the shark's frightful power like the shark incarnate- a psychic warrior who has become one with the ocean's most feared creature.

Not surprisingly, it was carchardian psychic warriors who developed this psionic path. It is also the devil sharks who are its foremost proponent. However, as with anything of power and utility, shark incarnates can now be found in the hands of many determined psychic warriors. Despite the spreading of this knowledge, shark incarnates remain rare. It takes a truly risk-taking soul to dare harnessing such unbridled strength and bloodthirsty passion.

**Role:** Shark incarnates are melee monsters. They revel in each swing of their weapons, the scent of fear rising from their foes, and the way the light leaves the eyes of a fallen enemy. Riding such raw animalistic energy often shapes shark incarnates into berserkers on the field of battle. They are driven to lay low all who oppose them. Psychic warriors are the only class that can mature into a shark incarnate, but the addition of barbarian or fighter levels are natural evolutions of this prestige class.

Alignment: Shark incarnates may choose any alignment. Many tend towards chaotic. Simply put, the adrenaline their psionic powers call forth tends to overwhelm reasonable thoughts.

Hit Die: d10

#### **REQUIREMENTS:**

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

**Class:** Must be a psychic warrior who has achieved use of both trance and maneuver in the Feral Warrior Path.

Skills: Survival 5 ranks

## **CLASS SKILLS:**

The shark incarnate's class skills are Acrobatics (Dex), Autohypnosis (Wis), Climb (Str), Intimidate (Cha), Perception (Wis), Ride (Dex), and Survival (Wis).

Skill Ranks per Level: 4 + Int Modifier

#### **CLASS FEATURES**

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

Weapon and Armor Proficiency: Shark incarnates gain no proficiency with any weapon or armor.

**Power Points/Day:** A shark incarnate can manifest powers. His ability to manifest powers is limited by the power points he has available. His base daily allotment of power points is given on Table 3-4: The Shark Incarnate. In addition, he receives bonus power points per day if he has a high Wisdom score. His race may also provide bonus power points per day, as may certain feats and items. If a shark incarnate has power points from a different class, those points are pooled together and usable to manifest powers from either class. Bonus power points from having a high ability score can be gained only for the character's highest psionic class.

**Powers Known and Maximum Power Level:** At every level indicated, a shark incarnate gains access to new powers as if he had also gained a level in whatever manifesting class he belonged to before he added the prestige class. He does not, however, gain any other benefit a character of that class would have gained (bonus feats, metapsionic or item

# **TABLE 3-4: SHARK INCARNATE**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Powers Points/Day	Powers Known/ Max Power Level
$1^{st}$	+1	+1	+1	+0	Bloody Jaws	-	-
2 <sup>nd</sup>	+2	+1	+1	+0	Blood Frenzy	2	+1 level of existing class
$3^{rd}$	+3	+2	+2	+1	Relentless	5	+1 level of existing class
$4^{th}$	+4	+2	+2	+1	Savage the Fallen	9	+1 level of existing class
5 <sup>th</sup>	+5	+3	+3	+1	Never-Ending Hunger	-	

creation feats, and so on). This essentially means that he adds the level of shark incarnate to the level of whatever manifesting class the character has, then determines powers known, manifester level, and maximum power level accordingly.

**Bloody Jaw (Su):** At 1st level the shark incarnate's *bite of the barracuda* power becomes more shark-like. The power always deals at least Large damage (2d6). Also, in addition to the power's normal augmentation powers, a shark incarnate may spend 3 power points to deal 1 point of bleed damage. This last augmentation may be upgraded (6 power points for 2 bleed damage, 9 for 3, and so on).

**Blood Frenzy (Su):** At 2nd level, the shark incarnate becomes even more vicious under certain circumstances. Whenever a creature is suffering bleed or has 10 or fewer hit points remaining, the shark incarnate doubles their strength modifier when calculating melee

damage against that foe.

Additionally, any time the shark incarnate makes a successful critical hit, he may, as a free action, make another melee attack of the same kind that caused the critical.

**Relentless (Su):** At 3<sup>rd</sup> level, the shark incarnates drive and passion for battle allows him to ignore a wide range of debilitating effects. As many times per day as he has levels in this prestige class, a shark incarnate who fails a Fortitude or Will saving throw may immediately reroll the failed save this time adding his Str bonus to the result.

Though a shark incarnate may be able to do this multiple times per day, he may only reroll a particular failed save once.

**Savage the Fallen (Su):** At 4<sup>th</sup> level, the shark incarnate gains one of the grislier aspects of its namesake. Anytime he fells a foe, a shark incarnate can use a move action to psionically cannibalize his enemies remaining life force. Doing so grants the shark incarnate 15 temporary hit points.

The shark incarnate must use this power the round, or the round immediately following, his enemy was reduced to 0 hit points. This kills the victim outright.

**Never-Ending Hunger (Su)**: At 5<sup>th</sup> level gains the ability to fight beyond wounds that would normally fell a warrior. Once a shark incarnate obtains this level, wounds that would take him below 0 hit points are now subtracted from his remaining power point pool.

For example, if a shark incarnate had 3 hit points with a power point pool of 10, and he took 7 points of damage, he would suffer a reduction in 2 hit points leaving him with 1 hit point. The remaining damage would be dealt to his power point total (reducing it to 5). Once the power point pool is gone, hit points are damaged as normal.

# Chapter 4:



# The Gifted Sea

# Feats

All of the feats presented in PSIONICS UNLEASHED are equally available in an aquatic setting and work without the need for any modification. For other psionic feats, only slight adjustments may be needed. Movement and speed in the Cerulean Seas campaign setting always refers to swimming and Swim speed, unless otherwise noted. Likewise, effects that cause an opponent to become prone instead cause an opponent to become disoriented. In an aquatic setting, fire damage usually instead refers to steam damage. For merfolk, feats that refer to kicking instead refer to an attack with the tail or tail slap. Obviously, feats designed exclusively for classes or races that do not exist in the Cerulean Seas campaign setting are not typically available.

# New feats

The following feats are unique to the Cerulean Seas campaign setting.

# **BOILING POWER [METAPSIONIC]**

Your powers with the [steam] descriptor create steam that continues to cling and burn the target. In addition, the hazy steam interferes with the vision of those affected.

Benefit: To use this feat, you must expend your psionic focus. The steam of your steam power continues to boil the water around the target, partially blinding it and causing additional damage to it for a short time. That creature takes damage equal to the power's level at the start of its next turn and is dazzled. On the next turn, if one half of the base damage dealt from the boiling power feat during the previous round is equal to or greater than 1, that creature takes that much damage and remains dazzled during this round. This continues until one half of the base damage is less than 1 point. For example, if energy ball (level 4 kineticist) is successfully used to cause steam damage to an opponent and augmented by this feat, that opponent would take 4 steam damage and become dazzled at the start of the next round, 2 steam damage and remain dazzled on the round after, and finally 1 point of steam damage and continued vision impairment on the 3<sup>rd</sup> round after the initial attack. Afterwards, the effect dissipates without further damage or vision issues. This feat can only be used with powers that have the steam (formerly fire) descriptor and deal damage. Using this feat increases the power point cost of the power by 3.

The power's total cost cannot exceed your manifester level. The effects of Boiling Power do not stack, but the most recent attack does replace the effect and duration of the feat's previous applications.

#### **BOLSTERING BOOST** [PSIONIC]

You spend fewer power points to boost your mutations.

**Prerequisites:** Mutations class feature **Benefit:** Spend one less power point (minimum 1 point) per boost to boost your mutations.

#### **COLLECTIVE MIND**

You can tap into the great zef collective to gain knowledge.

#### Prerequisites: Zef

**Benefit:** You can use all Knowledge skills untrained. Three times per day, you can meditate to actively tap the collective for a +2 racial bonus on a Knowledge check. Tapping the collective can also give you a second attempt on a Knowledge skill roll you have previously failed on your own.

#### **COLLECTIVE POWER** [PSIONIC]

Once per day, you can manifest a power that you do not know.

**Prerequisites:** Able to manifest 3rd level powers or higher, Collective Mind.

**Benefit:** Once per day, add one additional power of any level up to two levels lower than the highest-level power you can manifest to your powers known. You can choose any power, including powers from another discipline's list or even from another class's list, even if that power is already on your class's power list. A different power may be chosen each day, but the one before it is lost.

#### **CRAFT IOUN BUBBLE [ITEM CREATION]**

You can create a psionic *ioun bubble* that can warn of impending danger.

**Prerequisite:** Manifester level 5<sup>th</sup>.

**Benefit:** You can create an *ioun bubble*. Doing so takes one day for each circumstance that it can detect. The base price of an ioun bubble is equal to the number of circumstances it can detect multiplied by 100 gp. To create an *ioun bubble*, you must use up raw materials (usually crystal bottles and elaborate stoppers) costing one-quarter its base price.

## TABLE 4-1: PSIONIC AQUATIC FEATS

Feat	Prerequisites	Benefits
Boiling Power <sup>2</sup>	none	Creatures damaged by your powers with the steam descriptor take extra damage and become dazzled.
Bolstering Boost 1	Mutations class feature	You spend fewer power points to boost your mutations.
Collective Mind	Zef	You can tap into the great zef collective to gain knowledge.
Collective Power <sup>1</sup>	Manifester level 5 <sup>th</sup> , Collective Mind	Once per day you can manifest a power that you do not know.
Craft Ioun Bubble <sup>3</sup>	Manifester level 5 <sup>th</sup>	You can create a psionic <i>ioun bubble</i> that can warn of impending danger.
Craft Mystic Starfish <sup>3</sup>	Manifester level 7 <sup>th</sup>	You can create a psionic <i>mystic starfish</i> that can fulfill the Concentration requirement of powers when you cannot.
Ectoplasmic Ink <sup>1</sup>	Merkoth	You can create a cloud of ink that cannot be dispersed.
Enthralling Performance 1	Amphian, 5 ranks in any Perform skill	While using your perform skill you cause your audience to become fascinated.
Extra Arms Attack <sup>1</sup>	Mutations class feature, 2 or more mutations with the [Extra Arms] descriptor	You gain an additional attack with your extra arms.
Extra Mutation <sup>1</sup>	Mutations class feature	You gain an additional mutation.
Form and Family <sup>1</sup>	Ability to manifest <i>metamorphosis,</i> anthromorph subtype	You can easily shift into animals that are similar to your own form.
Hypnotic Eyes <sup>1</sup>	Naga	You can initiate a powerful hypnotic gaze attack.
Indissoluble Will <sup>1</sup>	Melusine	Your Will save remains unaffected by effects that specifically target it.
Liquefy <sup>1</sup>	Asrai	Once per day you can turn to liquid and escape bonds and grapples.
Liquid Body <sup>1</sup>	Asrai	You are less susceptible to critical hits.
Might and Magic <sup>1</sup>	Feykith subtype, Manifester level 3 <sup>rd</sup>	You gain a minor spell-like ability.
Mind Venom <sup>1</sup>	Naga	Your bite introduces venom that makes your victims more susceptible to your telepathic attacks.
Overseeing Eye 1	Melusine	You can detect psionics at will.
Puffer Quills <sup>1</sup>	none	Your body becomes covered in sharp quills.
Tail of Tales 1	Merfolk subtype	You are extremely quick in undersea combat .
Talented Tentacles	Merkoth, base attack bonus +4	You can use your tentacles to greater effect.
Truthseer <sup>1</sup>	Amphian, Manifester level 3rd.	Your clairsentience powers become stronger and last longer.
Weapon of Ice <sup>1</sup>	Con 13	Your melee weapon does additional cold damage.

<sup>1</sup>Psionic feat, <sup>2</sup>Metapsionic feat, <sup>3</sup>Item creation feat

#### **CRAFT MYSTIC STARFISH [ITEM CREATION]**

You can create a psionic *mystic starfish* that can fulfill the Concentration requirement of powers when you cannot.

Prerequisite: Manifester level 7th.

**Benefit:** You can create a *mystic starfish*. Doing so takes one day for each 1,000 gp. in its base price. The base price of a *mystic starfish* is equal to the highest-level power it can maintain, squared, and multiplied by 500 gp. To create a *mystic starfish*, you must use up raw materials costing one-half its base price.

#### **ECTOPLASMIC INK [PSIONIC]**

You can create a cloud of ink that cannot be dispersed.

Prerequisites: Merkoth

**Benefit:** By expending your psionic focus, you can emit a 15-foot-radius cloud of murky purple ink as a free action while underwater.

This cloud provides total concealment and

remains where it was released. The ink persists for 1 minute, and is immune to environmental and magical effects that would normally disperse murky water.

#### **ENTHRALLING PERFORMANCE [PSIONIC]**

While using your perform skill, you cause your audience to become fascinated.

**Prerequisites:** Amphian, 5 ranks in any Perform skill

**Benefit:** While you are psionically focused and actively using a Perform skill, you can cause a creature to become fascinated with you. The creature must be within 90 feet and able to see, hear and pay attention to you. You must also be able to see the target. The distraction of nearby combat or other dangers prevents the ability from working. For every three levels you have attained, you can target one additional creature with this ability (two at 3rd level, three at 6th level, etc.)

#### **EXTRA ARMS ATTACK [PSIONIC]**

You gain an additional attack with your extra arms. **Prerequisites:** Mutations class feature, two or more mutations with the [Extra Arms] descriptor

**Benefit:** While you maintain psionic focus, you may make one additional attack using your extra arms. Standard rules apply for attacking with multiple weapons.

## **EXTRA MUTATION [PSIONIC]**

You gain an additional mutation.

Prerequisites: Mutations class feature Benefit: Gain a mutation from one of your phyla that has no prerequisites or descriptors.

**Special:** You can take the feat multiple times, choosing a new mutation each time.

# FORM AND FAMILY [PSIONIC]

You can easily shift into animals that are similar to your own form.

**Prerequisites:** Ability to manifest *metamorphosis,* anthromorph subtype

**Benefit:** When you manifest *minor metamorphosis, major metamorphosis*, or

*metamorphosis* to assume the form of a natural animal within the same family as your race, the manifestation time is a swift action instead of a standard action and requires one less power point per level of power (minimum 1 power point). "Family," with regards to this feat, refers to the base animal the anthromorph race represents. For example, karkanaks are humanoid crabs, pisceans are related to fish, zefs to snails, nagas to snakes, sebek-kas to crocodiles, and mogogols are frogs.

#### HYPNOTIC EYES [PSIONIC]

You can initiate a powerful hypnotic gaze attack. Prerequisites: Naga

**Benefit:** At the beginning of your turn, you may spend your psionic focus as a free action to initiate a powerful hypnotic gaze attack. Any creature within 30 feet of you may be subject to your gaze. Creatures thus affected who fail to make a Will save (DC 12 + ½ your level) become

fascinated with you for 2d4 rounds. Targets that successfully resist your gaze attack become immune to your gaze for 24 hours.

INDISSOLUBLE WILL [PSIONIC]

Your Will save remains unaffected by effects that specifically target it.

**Prerequisites:** Melusine

**Benefit:** Spend you psionic focus as an immediate action to ignore all penalties to your Will save for a number of turns equal to your character level.

#### LIQUEFY [PSIONIC]

Once per day, you can turn to liquid and escape bonds and grapples.

Prerequisites: Asrai Benefit: Once per day, you may spend your psionic focus as a swift action to automatically escape a grapple or free yourself from any bonds or shackles.

#### LIQUID BODY [PSIONIC]

You are less susceptible to critical hits.

Prerequisites: Asrai

**Benefit:** You have learned how to let massive shock flow through your body without causing great damage to you. While you are psionically focused, any critical threats made against you only confirm if the second roll results in a natural 20 on the die.

#### MIGHT AND MAGIC [PSIONIC]

You gain a minor spell-like ability.

Prerequisite: Feykith subtype, Manifester level 3rd

**Benefit:** Choose a 1<sup>st</sup> level enchantment spell from the wizard/sorcerer spell list. By expending a number of power points equal to or less than your level, you may cast this spell once per day. The caster level is equal to the number of power points spent. The DC (if any) is 10 + your Charisma modifier.

**Special:** You may take this feat multiple times, each time choosing a different 1<sup>st</sup> level spell each time.

#### MIND VENOM [PSIONIC]

Your bite introduces venom that makes your victims more susceptible to your telepathic attacks.

Prerequisites: Naga

**Benefit:** While you maintain psionic focus, your bite attack inflicts the following venom instead of the standard naga venom:

Mind Venom—injury; save Fort DC 12 + ½ your level; frequency 1/round for 6 rounds; effect 1d2 Wis damage. In addition, anyone under the influence of your venom takes a -2 penalty to all Will saves against your psionic powers. ; cure 3 saves.

#### **OVERSEEING EYE [PSIONIC]**

You can detect psionics at will.

**Prerequisites:** Melusine

**Benefit:** When you are psionically focused, an eye spot will appear in the center of your forehead. The eye spot will allow you to cast Detect Psionics as a psi-like ability at will, as a caster equal to your character level.

#### **PUFFER QUILLS [PSIONIC]**

Your body becomes covered in sharp quills.

**Benefit:** While you are psionically focused, you may form sharp ectoplasmic quills over your skin or whatever you are wearing. While they are formed, you are treated as though you are equipped with armor spikes, even if you are not wearing armor. You may form or dismiss the quills as a free action.

#### TAIL OF TALES [PSIONIC]

You are extremely quick in undersea combat.

**Prerequisite:** Merfolk subtype **Benefit:** When you make a melee attack as a Standard Action, if you are psionically focused, you gain a +2 Dodge bonus to AC until the beginning of your next turn.

#### **TALENTED TENTACLES**

You can use your tentacles to greater effect.

**Prerequisites:** Merkoth, base attack bonus +4 **Benefit:** Your tentacles can (as a group) hold and make use of any item that can be held in one hand, such as a shield, light weapon, or onehanded weapon. Attacks made with an item held by the tentacles suffer a -2 penalty to attack rolls (in addition to any other penalties, such as fighting with two weapons). The tentacles do not grant any extra attacks beyond the character's normal capabilities, only an alternate "arm" with which to make the normal attacks with.

#### **TRUTHSEER** [PSIONIC]

Your clairsentience powers become stronger and last longer.

**Prerequisites:** Amphian, Manifester level 3<sup>rd</sup>. **Benefit:** While you are psionically focused, all of your powers in the clairsentience discipline have double range and duration.

#### WEAPON OF ICE [PSIONIC]

Your melee weapon does additional cold damage. Prerequisites: Con 13

**Benefit:** While maintaining psionic focus, all of your held melee weapons do an additional point of cold damage on a successful hit. By expending your psionic focus while completely submerged, you can cause water to freeze around one melee weapon that you are holding. The weapon deals 2d6 additional points of cold damage from shards of spikey ice on its next hit. The weapon stays covered in ice for 1 minute or until it successfully hits, whichever comes first. In addition, if the weapon is negatively buoyant, the weapon reverses in buoyancy polarity for the duration of this effect.

# Powers

This section contains altered and new psionic powers for an underwater game. While the powers from PSIONICS UNLEASHED that were not altered here were designed for a land campaign involving humanoid characters with hands and feet, it is not too hard to extrapolate an underwater effect for them, and fins, flippers, and tentacles can easily replace hands and feet in the description. Likewise, if a power refers to walking and running, it now refers to swimming and diving. All aquatic races can manifest powers underwater without the need for an extra concentration check (as is normally required for non-aquatic races).

# Other Notable Exceptions

*Cold Energy Effects:* At depths of fewer than 300 feet, powers that create extreme cold also form potentially damaging ice crystals. Below 300 feet, the pressure is too great to form ice from water.

*Fire Energy Effects:* Instead of fire as an energy type, it is replaced by steam. Steam appears as a billowing white cloud that creates a curtain of steam bubbles above it. Hot water has a shimmering diffraction effect on water that is as obscuring as smoke is on land. Steam-based powers cannot catch flammable objects on fire like firebased powers can, though most aquatic objects could not be considered flammable in any case.

Electricity Energy Effects: Electricity is a common element under the ocean, though it assumes a much different form than it does on land. On land, electricity is known for its bright crackling arcs of lightning. While these are not unheard of in an undersea setting, the fact is that the oceans rarely get hit with lightning. The surface water of the sea does not typically heat up enough to cause the positive charge needed for lightning to occur. When it does occur, it is almost always near shore. After lightning hits the water, it disperses in a great and terrible electrical sphere that is as deadly as it is undetectable. The picture this paints of underwater electricity is more commonly exemplified by the electric eel. Instead of flashy and sweeping arcs, electricity is known for its invisible spheres of damage.

*Floating/Buoyancy Effects*: An effect that allows something or someone to float in water changes the polarity of negative buoyancy to equivalent positive

buoyancy. If the original buoyancy is 0, the object acquires the buoyancy of a float two size categories smaller (minimum Fine-sized). If the buoyancy is already positive, it doubles. This adjustment remains for the duration of the floatation effect.

*Flying Effects:* Under the water, effects that let you fly give you 0 buoyancy regardless of load. One-quarter of the fly speed conferred by magic can be applied to the subject's base swim speed with a successful Fly check, DC 15. Subjects cannot add this speed in areas with a current moving faster than 30 feet, or when they are disoriented.

*Prone Effects:* Any effect that renders a creature prone instead renders a creature disoriented.

# Aquatic Equivalents of Existing Powers

Powers from PSIONICS UNLEASHED that are not listed on Table 4-2 below are assumed to work normally (with the exceptions noted previously). Whenever an ability or effect refers to a power listed on the table below, it instead refers to its listed equivalent. Unless otherwise noted, the aquatic equivalents are detailed in this chapter.

 TABLE 4-2: AQUATIC POWER EQUIVALENTS

 Terrestrial Power
 Aquatic Equivalent

	riquatie Equivalent
Bite of the Wolf	Bite of the Barracuda*
Breath of the Black Dragon	Cacophony Dragon's Breath*
Catfall	Jellyfloat
Chameleon	Cuttlefish*
Control Air	Control Water
Control Fire	Control Steam
Exhalation of the Black	Cacophony Dragon's
Dragon	Exhalation*
Fiery Discorporation	Icemeld
Oak Body	Wooden Body*
Psionic Lion's Charge	Psionic Dolphin's Dive*
Skate	Slipstream
Stomp	Splash
Tornado Blast	Whirlpool Blast

\*These powers differ in name only; refer to PSIONICS UNLEASHED for their effects.

# Undersea Power Lists

\*Powers marked with an asterisk are detailed in this chapter.

# Aquanauł Powers

#### **Complete Aquanaut Power List**

- 1st-Level Aquanaut Powers— animal affinity, biofeedback, bite of the barracuda (same as bite of the wolf), burst, call to mind, claws of the beast, compression, create sound, cuttlefish (same as chameleon), detect psionics, distract, ectoplasmic sheen, elfsight, empathy, empty mind, entangling ectoplasm, expansion, float, force sheen, fortify, grip of iron, hammer, heightened vision, inertial armor, jellyfloat\*, metaphysical claw, metaphysical weapon, minor metamorphosis, my light, natural healing, precognition defensive, precognition offensive, prevenom, prevenom weapon, slipstream\*, splash\*, thicken skin, vigor.
- 2nd-Level Aquanaut Powers body adjustment, body equilibrium, cleanse body, concealing amorpha, control water\*, detect hostile intent, dissolving touch, dissolving weapon, ectoplasmic net\*, empathic transfer, energy stun (electricity and sonic only), fate leech, gyrostrike\*, hustle, painful strike, prowess, psionic dolphin's dive (same as psionic lion's charge), psionic scent, specified energy adaptation, thought shield, wall walker.
- 3rd-Level Aquanaut Powers body purification, cacophony dragon's exhalation (same as exhalation of the black dragon), claws of the vampire, danger sense, duodimensional claw, ectoplasmic cocoon, ectoplasmic form, endothermic panoply\*, energy burst (electricity or sonic only), escape detection, graft weapon, greater concealing amorpha, hostile empathic transfer, hydraulic shell\*, mental barrier, metamorphosis, sharpened edge, touchsight, ubiquitous vision, vampiric blade.
- **4th-Level Aquanaut Powers**—*adapt body, aqueous coalescence\*, claw of energy, energy adaptation, energy current* (electricity only), *flight, immovability, psychic drain, slip the bonds, steadfast perception, truevenom, truevenom weapon, weapon of energy.*

# New and Altered Aquanaut Powers

#### **1ST-LEVEL AQUANAUT POWERS**

- **Jellyfloat:** Gain 0 buoyancy and eliminate the disoriented condition.
- **Slipstream:** Greatly reduce the effects of water resistance and drag.

**Splash:** Disoriented creatures around you with a tremendous splash.

#### **2ND-LEVEL AQUANAUT POWERS**

Ectoplasmic Net: Create and mentally direct a net made out of ectoplasm.

Control Water: Control local water currents.

#### **3RD-LEVEL AQUANAUT POWERS**

- **Endothermic Panoply:** Gain slick masterwork glacial armor that confers cold resistance.
- Hydraulic Shell: Enshroud yourself with protective pressurized water.

#### **4TH-LEVEL AQUANAUT POWERS**

Aqueous Coalescence: Thicken the water around you, slowing down opponents and preventing ranged attacks in the area.

# Aquatic Psion/Wilder Powers

#### Complete Aquatic Psion/Wilder Power List

- 1st-Level Psion/Wilder Powers— astral traveler, attraction, bolt, broker, call to mind, conceal thoughts, control ice\*, control light, create sound, crystal shard, deceleration, defensive precognition, déjà vu, demoralize, detect psionics, disable, dissipating touch, distract, ecto protection, ectoplasmic sheen, empathy, empty mind, energy ray, entangling ectoplasm, far hand, float, force screen, fortify, hammer, inertial armor, jellyfloat\*, know direction and location, matter agitation, mind thrust, missive, my light, offensive precognition, offensive prescience, sense link, slipstream\*, synesthete, telempathic projection, telepathic lash, vigor.
- **2nd-Level Psion/Wilder Powers** bestow power, biofeedback, body equilibrium, breach, cleanse body, cloud mind, concealing amorpha, concussion blast, control sound, converse, defy gravity, detect hostile intent, ectoplasmic net\*, ego whip, elfsight, energy push, energy stun, feat leech, forced sense link, id insinuation, inflict pain, mass missive, mental disruption, minor metamorphosis, natural linguist, psionic lock, recall agony, share pain, specified energy adaptation, sustenance, swarm of crystals, thought shield.
- 3rd-Level Psion/Wilder Powers— body adjustment, body purification, danger sense, dismiss ectoplasm, dispel psionics, energy bolt, energy burst, energy retort, energy wall, eradicate invisibility, forced share pain, heightened vision, hydraulic shell\*, mental barrier, mind trap, psionic blast, sharpened edge, solicit psicrystal, telekinetic force, time hop, touchsight, ubiquitous vision.
- **4th-Level Psion/Wilder Powers** augured answer, aura sight, correspond, death urge, detect remote viewing, empathic feedback, energy adaptation, fold space, hydrothermal tap\*, intellect fortress, mindwipe, personality parasite, power leech, psychic reformation, slip the bonds, telekinetic maneuver, trace psychoport, wall of ectoplasm.
- 5th-Level Psion/Wilder Powers— adapt body, catapsi, ectoplasmic shamble, incarnate, leech field, major ectoplasmic creation, pierce the veils, planar travel, power resistance, psychic crush, shatter mind blank, tower of iron will.
- 6th-Level Psion/Wilder Powers— aura alteration, cacophony dragon's breath (same as breath of the black dragon), co-opt concentration, disintegration, fuse flesh, remote view trap, retrieve, suspend life, sustained flight, temporal acceleration, trigger power.
- 7th-Level Psion/Wilder Powers— bend reality, cosmic awareness, decerebrate, divert teleport, energy conversion, energy wave, ensconce, ethereal passage, evade burst, hypersaturation field\*, personal barred mind, psychosis, ultrablast, wooden body (same as oak body).
- **8th-Level Psion/Wilder Powers** barred mind, body of iron, greater psychoport, hydrokinetic vortex\*, matter manipulation, recall death, shadow body, true metabolism.
- **9th-Level Psion/Wilder Powers** affinity field, apopsi, assimilate, greater ethereal form, microcosm, reality revision, timeless body, unravel psionics.

#### **Psion Discipline Powers**

- EGOIST (PSYCHOMETABOLISM) 1<sup>st</sup> level: minor metamorphosis, natural healing, thicken skin; 2<sup>nd</sup> level: animal affinity, chameleon, empathic transfer; 3<sup>rd</sup> level: ectoplasmic form, hustle, metamorphosis; 4<sup>th</sup> level: psychic drain; 5<sup>th</sup> level: psionic revivify, psychofeedback, restore extremity; 6<sup>th</sup> level: cleanse spirit, greater metamorphosis; 7<sup>th</sup> level: fission; 8<sup>th</sup> level: fusion; 9<sup>th</sup> level: true metamorphosis.
- KINETICIST (PSYCHOKINESIS) 1<sup>st</sup> level: control object; 2<sup>nd</sup> level: control water\*, energy missile; 3<sup>rd</sup> level: energy cone; 4<sup>th</sup> level: control body, energy ball, inertial barrier; 5<sup>th</sup> level: energy current, icemeld\*; 6<sup>th</sup> level: atomic agitation\*, dispelling buffer, null psionics field; 7<sup>th</sup> level: reddopsi; 8<sup>th</sup> level: psychokinetic sphere; 9<sup>th</sup> level: whirlpool blast\*.

#### NOMAD (PSYCHOPORTATION) 1st level: burst, detect

teleportation; 2<sup>nd</sup> level: dimension swap; 3<sup>rd</sup> level: astral caravan; 4<sup>th</sup> level: expulsion, flight, wrench; 5<sup>th</sup> level: baleful teleport, psychoport, psychoport trigger; 6<sup>th</sup> level: banish; 7<sup>th</sup> level: dream travel, ethereal form; 8<sup>th</sup> level: mass time hop; 9<sup>th</sup> level: psychoportation circle, time regression.

- SEER (CLAIRSENTIENCE) 1<sup>st</sup> level: destiny dissonance, precognition; 2<sup>nd</sup> level: clairvoyant sense, object reading, sensitivity to psychic impressions; 3<sup>rd</sup> level: escape detection, fate link; 4<sup>th</sup> level: anchored navigation, remote viewing; 5<sup>th</sup> level: clairtangent hand, second chance; 6<sup>th</sup> level: greater precognition; 7<sup>th</sup> level: fate of one; 8<sup>th</sup> level: hypercognition; 9<sup>th</sup> level: metafaculty.
- SHAPER (METACREATIVITY) 1st level: astral construct, ectoplasmic creation; 2nd level: reconstruction; 3rd level: greater concealing amorpha, ectoplasmic cocoon; 4th level: modify matter, quintessence; 5th level: hail of crystals; 6th level: crystallize, greater modify matter; 7th level: mass ectoplasmic cocoon; 8th level: astral seed; 9th level: genesis, true creation.
- **TELEPATH (TELEPATHY)** 1<sup>st</sup> level: empathic connection, mindlink; 2<sup>nd</sup> level: aversion, brain lock, compelling voice, read thoughts; 3<sup>rd</sup> level: crisis of breath, hostile empathic transfer, false sensory input; 4<sup>th</sup> level: memory modification, mind control, schism, thieving mindlink; 5<sup>th</sup> level: metaconcert, mind probe, synaptic murk\*; 6<sup>th</sup> level: mind switch; 7<sup>th</sup> level: crisis of life; 8<sup>th</sup> level: mind seed; 9<sup>th</sup> level: psychic chirurgery, true mind switch.

#### New and Altered Psion/Wilder Powers 1ST-LEVEL PSION/WILDER POWERS

**Control Ice:** Take control of nearby natural ice source. **Jellyfloat:** Gain 0 buoyancy and eliminate the disoriented condition.

**Slipstream:** Greatly reduce the effects of water resistance and drag.

#### **2ND-LEVEL PSION/WILDER POWERS**

Ectoplasmic Net: Create and mentally direct a net made out of ectoplasm.

Control Water: Control local water currents.

#### **3RD-LEVEL PSION/WILDER POWERS**

Hydraulic Shell: Enshroud yourself with protective pressurized water.

#### **4TH-LEVEL PSION/WILDER POWERS**

Hydrothermal Tap: Create a violent explosion of steam and sound using a psychoportive link.

#### **5TH-LEVEL PSION POWERS**

Icemeld: Discorporate into cold energy and reappear 24 hours later.

Synaptic Murk: Exude a hazy murk that weakens the mental resistance of your enemies.

#### 6TH-LEVEL PSION POWERS

Atomic Agitation: Create a huge column of boiling water.

#### 7TH-LEVEL PSION/WILDER POWERS

Hypersaturation Field: Charge an area of water with your active energy type, damaging all enemies within.

#### 8TH-LEVEL PSION/WILDER POWERS

Hydrokinetic Vortex: Create a powerful whirlpool around you.

#### **9TH-LEVEL PSION POWERS**

Whirlpool Blast: Create an atypical water vortex that does damage.

# Aquatic Psychic Warrior

**Complete Aquatic Psychic Warrior Power List** 

- **1st-Level Psychic Warrior Powers** astral traveler, biofeedback, bite of the barracuda (same as bite of the wolf), burst, call weaponry, claws of the beast, compression, conceal thoughts, cuttlefish (same as chameleon), defensive precognition, detect psionics, dissipating touch, distract, elfsight, empty mind, expansion, float, force screen, fortify, grip of iron, hammer, inertial armor, jellyfloat\*, metaphysical claw, metaphysical weapon, my light, offensive precognition, offensive prescience, prevenom weapon, prevenom, slipstream\*, splash\*, synesthete, thicken skin, vigor.
- 2nd-Level Psychic Warrior Powers— animal affinity, body adjustment, body equilibrium, body purification, concealing amorpha, defy gravity, detect hostile intent, dimension swap, dissolving touch, dissolving weapon, ectoplasmic net\*, empathic transfer, feat leech, gyrostrike\*, heightened vision, hustle, painful strike, prowess, psionic dolphin's dive (same as psionic lion's charge), psionic scent, specified energy adaptation, strength of my enemy, sustenance, thought shield, wall walker.
- 3rd-Level Psychic Warrior Powers— cacophony dragon's exhalation (same as exhalation of the black dragon), claws of the vampire, danger sense, dimension slide, duodimensional claw, ectoplasmic form, empathic feedback, endothermic panoply\*, escape detection, evade burst, graft weapon, greater concealing amorpha, hostile empathic transfer, hydraulic shell\*, mental barrier, sharpened edge, ubiquitous vision, vampiric blade.
- **4th-Level Psychic Warrior Powers** aqueous coalescence\*, claw of energy, energy adaptation, fold space, immovability, inertial barrier, psychic drain, slip the bonds, steadfast perception, truevenom, truevenom weapon, weapon of energy.
- 5th-Level Psychic Warrior Powers— adapt body, catapsi, metaconcert, psychofeedback, synaptic murk\*, wooden body (same as oak body).
- 6th-Level Psychic Warrior Powers— atomic agitation\*, body of iron, cacophony dragon's breath (same as breath of the black dragon), dispelling buffer, form of doom, personal barred mind, suspend life.

#### New and Altered Psychic Warrior Powers 1ST-LEVEL PSYCHIC WARRIOR POWERS

Jellyfloat: Gain 0 buoyancy and eliminate the disoriented condition.

- Slipstream: Greatly reduce the effects of water resistance and drag.
- **Splash:** Disoriented creatures around you with a tremendous splash.

#### **2ND-LEVEL PSYCHIC WARRIOR POWERS**

- Ectoplasmic Net: Create and mentally direct a net made out of ectoplasm.
- Gyrostrike: Entangle a victim of your melee attack with strong water currents.

#### **3RD-LEVEL PSYCHIC WARRIOR POWERS**

Endothermic Panoply: Gain slick masterwork glacial armor that confers cold resistance.

Hydraulic Shell: Enshroud yourself with protective pressurized water.

#### 4TH-LEVEL PSYCHIC WARRIOR POWERS

Aqueous Coalescence: Thicken the water around you, slowing down opponents and preventing ranged attacks in the area.

#### 5TH-LEVEL PSYCHIC WARRIOR POWERS

Synaptic Murk: Exude a hazy murk that weakens the mental resistance of your enemies.

#### **6TH-LEVEL PSYCHIC WARRIOR POWERS**

Atomic Agitation: Create a huge column of boiling water.

# Undersea Powers

The following powers are presented in alphabetical order. These powers do not function outside of water and their effects do not extend beyond the water's surface.

#### AQUEOUS COALESCENCE

Discipline: Psychokinesis Level: Aquanaut 4, psychic warrior 4 Display: Mental and visual Manifesting Time: 1 standard action Range: 20-ft. Area: 20-ft. radius emanation, centered on you Duration: 1 min./level Saving Throw: None; Power Resistance: No Power Points: 7

Using kinetic energy, you strengthen the bonds of the water molecules around you, thickening the water in the affected area into a gel-like consistency. The effect remains centered on you, and does not hamper you in any way. However, other creatures moving through the area of affect swim at half their normal speed and take a –2 penalty on all melee attack and melee damage rolls. The thickened water prevents effective ranged weapon attacks (except for magic rays and the like). Buoyancy acceleration is canceled out for a creature or object that moves through the area of effect. While inside of the area, the maximum rate of movement due to buoyancy is 10 feet per round (sinking or floating). A creature cannot take a 5-foot-step while within this area. Water currents moving slower than 100 feet are negated within the effect of this power. Currents moving 100 feet or faster instantly dissipate this power.

#### ATOMIC AGITATION

Discipline: Psychokinesis [Steam]
Level: Kineticist 6, psychic warrior 6
Display: Mental and visual
Manifesting Time: 1 standard action
Range: 60 ft.
Area: Vertical cylinder (20-ft. radius, 60 ft. long, with you at the bottom center)
Duration: 1 round/level (D)

Saving Throw: None; Power Resistance: No Power Points: 11

You vibrate the water molecules around you, creating a column of superheated water. A burst of boiling hot water blasts upward from your body, inflicting 4d6 steam damage +1 point per level to all other creatures in the area and disorienting them. A successful Fortitude save halves the steam damage and negates the disorientation. Swimming creatures are forced towards the surface by the powerful up-flow unless they make a DC 15 Acrobatics skill check, in which case they remain at their original depth. Any creature that takes damage from this effect becomes fatigued (or exhausted, if already fatigued, such as from a previous round of exposure to this power). You are unaffected by the power, and the column of superheated water moves with you, as you move.

#### CONTROL ICE

Discipline: Psychokinesis [Ice] Level Psion/wilder 1 Display: Auditory Manifesting Time: 1 standard action Range: Medium (100 ft. + 10 ft./level) Area: One nonmagical source of ice; see text Duration: Concentration, up to 1 min./level Saving Throw: See text; Power Resistance: No Power Points: 1

You cryokinetically control the intensity or movements of the cold energy from one source of ice. A nonmagical ice source can be controlled if it is equal to or smaller than the maximum size of ice sample you can control according to your manifester level, as noted on the accompanying table. You can freely switch control between different ice sources, or change the nature of your control, while you maintain concentration, but only one specified change (keeping ice from melting, animating it, or altering its size) can be made to one source of ice in a round. When your control over a source of ice lapses, that ice block immediately returns to its original state (or melts away if it has been moved to warmer waters). With this power, you can artificially keep ice from melting normally; even exposing controlled ice to scalding steam will not melt it (though completely removing the ice from water will cancel this power and allow it to melt normally).

This power also enables you to make ice move as if it were a living creature. You can animate only naturally occurring ice; if you attempt to animate ice that has been increased or decreased in size by your augmentation of this power, the ice immediately returns to its original size. An animated ice chunk moves at a speed of 30 feet. Ice that moves into warm water melts as soon as your control over it lapses.

Animated ice can enter any square, even one a creature is occupying. If animated ice enters a square occupied by a creature, that creature can make a Reflex save to get out of the way (DC 11 + the number of dice of damage the ice does + your key ability modifier). A successful Reflex save moves the creature to the nearest unoccupied square (if there are multiple, the creature chooses which).

If a creature begins its turn in a space occupied by animated ice, it takes the damage listed on the accompanying table. If the creature takes damage and is the same size or smaller than the ice, it may be frozen (effectively paralyzed) unless it makes a Reflex save (same DC as above). A frozen victim takes damage each round and may attempt to break free as a full-round action (Escape Artist DC 25 or Strength DC 30). If the animated ice leaves the the space of the frozen creature, it is freed automatically. A creature that has freed itself can still take damage and be frozen in subsequent rounds.

**Augment:** You can augment this power in one or both of the following ways.

- 1. For every 2 additional power points you spend, you can increase the size of the ice you want to control by one step, up to the maximum size of ice you can control according to your manifester level.
- 2. For every 2 additional power points you spend, you can decrease the size of the ice you want to control by one step. You can reduce a Tiny or smaller ice to nothing, melting it.

#### TABLE 4-3: CONTROL ICE

Manifester Level	Size of Ice Sample	Maximum Damage per Round	Space
1 <sup>st</sup> -2 <sup>nd</sup>	Fine	1	1 foot square
3rd_4th	Diminutive	1d3	1 foot square
5th-6th	Tiny Small	1d6	1 foot square
7th-8th	Small	2d6	1 foot square
9th-10th	Medium	3d6	1 foot square
11th-12th	Large	4d6	2-by-2-ft. square
13th-14th	Huge	5d6	3-by-3-ft. square
15th-16th	Gargantuan	6d6	4-by-4-ft. square
17 <sup>th</sup> or higher	Colossal	7d6	5-by-5-ft. square

#### CONTROL WATER

Discipline: Psychokinesis Level Aquanaut 2, kineticist 2 Display: Auditory and mental Manifesting Time: 1 standard action Range: Long (400 ft. + 40 ft./level) Area: 50-ft.-radius spread Duration: Concentration, up to 1 min./level Saving Throw: None; Power Resistance: No Power Points: 3

You have some control over water current speed and direction. The speed of the current within the area of this power can be increased or decreased by up to 30 feet. This power also gives you the ability to alter the direction of the current by as much as 90 degrees.

**Augment:** For every additional power point you spend, you can modify the speed of the water current by an additional 30 feet, to a maximum change of 180 feet.

#### **ECTOPLASMIC NET**

Discipline: Metacreativity (Creation) Level: Aquanaut 2, psion/wilder 2, psychic warrior 2 Display: Mental and visual Manifesting Time: 1 standard action Range: Medium (100 ft. + 10 ft./level) Area: 20-ft.-radius spread Duration: 5 min./level (D) Saving Throw: Reflex negates; see text; Power Resistance: No Power Points: 3

You shoot forth streams of ectoplasmic webbing, creating a large net. The *ectoplasmic net* traps those caught within it. The net remains stationary if undirected, but you can will the net to move in any direction at a speed of up to 60 feet per round with a standard action and concentration. If the net hits an unyielding solid surface (such as the sea floor) it collapses and the effect ends. Creatures caught within an *ectoplasmic net* become grappled by the tangled strands of rope.

You may pass through the net and even attack creatures caught within unhindered. Anyone else in the effect's area when the spell is cast must make a Reflex save. If this save succeeds, the creature is inside the net but is otherwise unaffected. If the save fails, the creature gains the grappled condition, but can break free by making a combat maneuver check or Acrobatics check as a standard action against the DC of this power. The entire area of the net is considered difficult terrain. Anyone moving through the nets must make a combat maneuver check or Escape Artist check as part of their move action, with a DC equal to the power's DC.

Creatures that fail lose their movement and become grappled in the first square of netting that they enter. If you have at least 5 feet of net between you and an opponent, it provides cover. If you have at least 20 feet of net between you, it provides total cover. An *ectoplasmic net* is virtually unaffected by water currents, though it does seem to billow in response to them.

#### ENDOTHERMIC PANOPLY

Discipline: Metacreativity (Creation) [Cold] Level: Aquanaut 3, psychic warrior 3 Display: Material and visual Manifesting Time: 1 standard action Range: Personal Target: Self Duration: 1 minute/level (D) Power Points: 5

Your current armor or clothing becomes coated in a thin layer of endothermic ectoplasm, which negates heat from the surrounding water and forms a flexible layer of ice about your body. For the duration of this power, you are considered to be wearing masterwork glacial armor. You retain access to the magical qualities of the armor or clothing that you were wearing when this power was manifested. However, the armor behaves as if it was glacial armor in regards to base armor bonus, maximum Dexterity bonus, arcane spell failure chance, and so on. In addition, the armor temporarily gains qualities of Improved Energy Resistance (cold) and Improved Slick for the duration of the spell.

*Note:* The statistics of the masterwork glacial armor override the base statistics of any actual armor the manifester is wearing, even if the base armor is higher.

## GYROSTRIKE

Discipline: Psychokinesis Level: Aquanaut 2, psychic warrior 2 Display: Visual Manifesting Time: 1 swift action Range: Touch Target: One creature that you successfully hit with a melee attack Duration: 1 round/level Saving Throw: Reflex partial; Power Resistance: Yes Power Points: 3 Immediately after successfully hitting an opponent with a

Immediately after successfully hitting an opponent with a melee attack that deals combat damage, you can weave strong, rope-like water currents around your victim. The target becomes encircled by swirling water currents that impede its movement. Until the end of the power's duration, the target is entangled. If the target starts its turn in a square adjacent to you, it is considered to be tethered to an immobile object (you) and cannot move. A target that saves against this power is affected for only 1 round and is not counted as tethered to you.

#### HYDRAULIC SHELL

Discipline: Psychokinesis Level: Aquanaut 3, Psion/wilder 3, Psychic Warrior 3 Display: Material and visual Manifesting Time: 1 swift action Range: Personal Target: You Duration: 1 minute/level Saving Throw: Fortitude (negates, for qualifying attackers only);

Power Resistance: No

#### Power Points: 5

You become enshrouded in a whirling screen of pressurized water swirling around you at a speed of 100 feet. You ignore the effects of currents of a lesser speed (whether natural or supernaturally created), and ranged attack rolls against you take a -4 penalty. Tiny or smaller creatures must succeed at a Fortitude save to successfully touch or attack you in melee. Failure knocks the attacker disoriented and pushes it 5 feet away from you (in a random direction) per level of the manifester. Pushed creatures can pass through the squares of other creatures without affecting them and does not provoke attacks of opportunity, but the creature takes 3d6 points of nonlethal damage plus 1d6 bludgeoning damage if the creature strikes a solid object that blocks its movement.

#### HYDROKINETIC VORTEX

Discipline: Psychokinesis Level: Psion/wilder 8 Display: Mental and visual Manifesting Time: 1 standard action Range: 25-feet Area: One 25-ft. diameter vortex centered on you Duration: 5 min./level (D) Saving Throw: Reflex negates; see text; Power Resistance: No Power Points: 15

You use your telekinetic prowess to push water into a powerful vortex (25 foot diameter whirlpool) of raging water that surrounds you. The vortex remains centered on you, even if you move. You are not affected by the vortex, and remain in the very center of it for the duration of the effect. You may direct the vortex to eject any creatures trapped within it whenever you wish, depositing the hapless souls out of the bottom. See page 23 of the CERULEAN SEAS CAMPAIGN SETTING for more information on whirlpools.

#### HYDROTHERMAL TAP

Discipline: Psychoportation [Steam] Level: Psion/wilder 4 Display: Mental and visual Manifesting Time: 1 standard action Range: Long (400 ft. + 40 ft./level) Area: spherical burst with a radius of 30 feet Duration: Instantaneous Saving Throw: Fort negates and Reflex negates; see text; Power Resistance: No Power Points: 7

You create a tiny psychoportive link between a point that you chose in range and the molten rock far below the ocean floor. The link lasts only a few seconds, but the result is

a deafening blast of super-heated boiling water. All creatures and objects in the area take 5d6 points of steam damage. The area continues to boil for 1d4 rounds afterwards, causing an additional 1d6 points of steam damage per round to each creature remaining in the area of effect. Creatures that make successful Reflex saves take half damage and ignore the effects of residual steam damage afterwards. Creatures within 60 feet of the center of the effect are deafened for 1d4+1 rounds (sonic attack, Fort negates).

#### HYPERSATURATION FIELD

Discipline: Psychokinesis [see text] Level: Psion/wilder 7 Display: Auditory, mental, and visual Manifesting Time: 1 standard action Range: Medium (100 ft. + 10 ft./level) Area: Two 10-ft. cubes per level (S) Duration: 1 min./level (D) plus concentration Saving Throw: Reflex half; Power Resistance: Yes Power Points: 13

You inundate the affected area's water molecules with pure energy of your active energy type (cold, electricity,

> steam, or sonic) until the whole area is shot through with swirling gulfs of deadly water. The roiling waters do not harm natural flora, ground cover, structures, or any creatures in the area that you wish to exclude from damage. Any other creature in the area takes 1d6 points of energy damage per manifester level (maximum 20d6), Reflex save for half. Creatures that fail their Reflex save become surrounded in a vortex of energized water, taking 4d6 points of specified energy damage each round until they manage to escape from ranging waters churning around them. Escaping the vortex is a full-round action that requires a DC 20 Reflex save. In the case of cold energy, instead of a vortex, the entire area pulses with churning ice crystals that partially encase

affected creatures, but the mechanical effect of the power is the same.

#### ICEMELD

Hydraulic Shell

Discipline: Psychokinesis [Cold] Level: Kineticist 5 Display: Visual Manifesting Time: 1 immediate action Range: Personal Target: You Duration: Instantaneous and one day; see text Power Points: 9

You use your mastery of cold energy to cheat death. To use this power, you must be within 30 feet of a natural ice source. Any damage that would reduce you to 0 hit points or lower instead has a chance to discorporate you. You attempt a Will save (DC 5 + damage dealt); if it succeeds, you take no damage and simply break apart into dozens of flitting ice crystals and vanish, along with all your gear and anything you are holding or carrying. One day later, you reappear adjacent to any ice nearest to the place where you discorporated, seeming to materialize from the ice (you choose where you appear along the perimeter of that ice). While discorporated, you do not exist—you can do nothing, nor can any of your enemies do anything to you.

**Augment:** For every 3 additional power points you spend, you gain a +1 bonus on your Will save to determine whether you discorporate.

#### JELLYFLOAT

Discipline: Psychoportation Level Aquanaut 1, psion/wilder 1, psychic warrior 1 Display: Auditory Manifesting Time: 1 immediate action Range: Personal Target: You Duration: 1 round/ level Power Points: 1

Your current buoyancy becomes 0, and you lose the disoriented condition. You may manifest this power in response to floating or sinking out of control, or becoming disoriented.

#### SLIPSTREAM

Discipline: Psychoportation

**Level:** Aquanaut 1, psion/wilder 1, psychic warrior 1 **Display:** Material and visual

Manifesting Time: 1 standard action

Range: Personal or touch; see text

**Target:** You or one willing creature or one unattended object (total weight up to ±50 bu./level); see text

Duration: 1 min./level (D)

Saving Throw: None; Power Resistance: Yes (harmless, object)

Power Points: 1

You, another willing creature, or an unattended object is subject to a large reduction of the effects of drag and water resistance for the duration of the power. If you manifest *slipstream* on yourself or another creature, the subject's swim speed increases by 15 feet (This adjustment is treated as an enhancement bonus.) When moving in the direction of the subject's buoyancy (upwards for positive buoyancy, or downwards for negative) this speed bonus is doubled.

If you manifest *slipstream* on an object, treat the object as 3 size categories smaller (minimum Fine sized) for the purposes of calculating drag (found in Chapter 1 of the CERULEAN SEAS CAMPAIGN SETTING).

**Augment:** For every additional power point you spend, you can affect an additional target.

#### **SPLASH**

Discipline: Psychokinesis Level: Aquanaut 1, psychic warrior 1 Display: Auditory and visual Manifesting Time: 1 standard action Range: 20 ft. Area: Cone-shaped spread Duration: Instantaneous Saving Throw: Reflex negates; Power Resistance: No Power Points: 1 A wave of your fins, flippers, or webbing precipitates a psychokinetic shock wave that travels through the water, tumbling creatures and loose objects. The shock wave affects only creatures under the water within the power's area. Creatures that fail their saves are disoriented and take 1d4 points of nonlethal damage.

**Augment:** For every additional power point you spend, this power's nonlethal damage increases by 1d4 points. For every additional 2d4 points of nonlethal damage, the power's save DC increases by 1.

#### SYNAPTIC MURK

Discipline: Telepathy [Mind-Affecting] Level: Psychic warrior 5, telepath 5 Display: Visual Manifesting Time: 1 standard action Range: 20 ft. Area: 20-ft. radius emanation, centered on you Duration: 1 minute per level and 2d6 rounds; see text

Saving Throw: Will negates; Power Resistance: Yes Power Points: 9

You charge the water around you with telepathic power, creating a slightly luminous, hazy, green murk that weakens the mental resistance of other creatures caught in it. Creatures in the *synaptic murk* take a –10 penalty on Wisdom checks and Will saves. (You and creatures that successfully save against the murk are not affected and need not make further saves even if they remain in the murk.) Affected creatures take the penalty as long as they remain in the murk and for 2d6 rounds thereafter. The murk remains centered on you and is unaffected by water currents. The murk is thin and does not significantly hamper vision, though it may make it difficult to discern certain colors.

#### WHIRLPOOL BLAST

Discipline: Psychokinesis Level: Kineticist 9 Display: Auditory and visual; see text Manifesting Time: 1 round Range: Long (400 ft. + 40 ft./level) Area: 40-ft.-radius spread Duration: Instantaneous Saving Throw: Reflex half; see text; Power Resistance: No Power Points: 17

You induce the formation of a very peculiar, slender whirlpool. Aside from appearance, this vortex follows a different set of rules than those previously presented, as it does not create any significant water currents. When you manifest this power, a vortex of water visibly and audibly snakes out from your outstretched hand. All creatures in the area of effect are picked up and violently dashed about, taking 17d6 points of damage each (Reflex save for half). After the battering, every creature is deposited in a new space 1d4 x 10 feet away from their original location, in a random direction. Walls and other barriers can restrict this relocation; in this case, the creature ends up in the nearest legal space to the barrier.

You may aim this power at a specific creature when you manifest it: if you do, make a ranged touch attack against the target. A successful hit deals 8d6 damage with no save possible, in addition to the effects above (the target may still save for half of the main damage).

Augment: For every additional power point you spend, this power's area damage (not the damage from direct contact dealt to a specific creature) increases by 1d6 points. For each extra 2d6 points of damage, this power's save DC increases by 1.

# Aquatic Psionic Items

A few new psionic items for use with an underwater adventure setting are detailed below.

## Ioun Bubble

Ioun bubbles provide a psionic warning system for specific dangers.

Physical Description: In its inert form, an ioun bubble resembles a tiny crystal vial of colored liquid. The stopper of the vial is molecularly sealed, and cannot be removed without destroying the fragile flask entirely. Once activated, the bottle disintegrates, and a colored air bubble of about 2 inches in diameter emerges. The bubble then spins around the head of the manifester who activated it, much like an ioun stone. A typical inactivated ioun bubble weighs approximately one ounce, has AC 7, 3 hit points, a hardness of 8, and a break DC of 16. An activated ioun bubble is very fragile but nigh impossible to hit as it supernaturally avoids being touched, hit, or damaged in any

way. It has an AC of 37 and 1 hit point, no hardness, and is immune to energy and area of effect damage.

Activation: An ioun bubble is activated by channeling up to 5 power points into it by using a standard action and expending one's focus. Upon doing so, the vial crumbles to dust and the bubble emerges and immediately begins to spin around the head of the person who activated it. It is at this point that the bubble is "set." The area of detection is a sphere centered on the current owner of the bubble with a radius equal to 15 feet × the number of power points spent to activate the bubble (maximum of 75 feet). The radius cannot be altered once the bubble is activated. The bubble will ignore all possible subjects that were within the area of detection at the time it was activated for the remainder of their existence, even if those subjects leave the detection radius and later return with the specific trigger for that bubble's detection abilities (regardless of the amount of time that passes between each instance). The detection radius moves with the owner of the bubble. The bubble

can be "willed" to another willing sentient creature within the range of the bubble's detection radius by expending psionic focus. If willed to a non-psionic creature, the bubble can never again be transferred. The bubble continues to spin around its owner's head (or body if a head is unattainable) until its owner dies or its detection trigger is spotted, at which time it pops (and is destroyed). A single owner can have no more than three active ioun bubbles at a time. If a fourth bubble is activated or bestowed, it will immediately wander off and bond to the nearest qualifying sentient creature within its detection radius. If none are available, the bubble is destroyed.

When an ioun bubble detects its quarry, it speeds off towards the target, and pops when it is within one foot of it with a loud pinging sound. Although the bubble can detect through barriers, it cannot move through them. If it cannot get within one foot of its target by moving at a speed of 250 feet in a single round, it will get as close as possible, and then pop. Upon the ioun bubble's destruction, it releases a luminescent colored dye into the water. The color of the dye signifies what the bubble had detected. If the quarry satisfies more than one detection property of

the bubble, all corresponding dyes are released in a swirl of discernible colors. For the purposes of determining what constitutes a trigger, refer to detection powers of the same type in the PSIONICS UNLEASHED core book.

Faint clairsentience; ML equal to 4 + the number of conditions that the bubble can detect; Craft Ioun bubble; Weight negligible (for both inactive and activated). All ioun bubbles are considered minor psionic items.

## **TABLE 4-4: IOUN BUBBLES**

<b>d%</b>	<b>Detection Power</b>	Color	Market Price
01-10	Hostile Intent	red	50 gp.
11-20	Invisibility	blue	50 gp.
21-30	Psionics	green	50 gp.
31-40	Teleportation	purple	50 gp.
41-50	Traps	yellow	50 gp.
51-75	Any 2	varies	100 gp.
76-90	Any 3	varies	150 gp.
91-97	Any 4	varies	200 gp.
98+	All 5	varies	250 gp.

# Mystic Starfish

Mystic starfish appear to be normal living starfish, aside from the eerie eye in the center of their body. While worn, these animate psionic items can maintain concentration on their owner's psionic powers even when their owner cannot.

**Physical Description:** The well-known visage of a mystic starfish is that of a very organic looking starfish, about 6 inches in diameter, of many possible species, colors, and variations. In addition, all mystic starfish feature a life-like eye staring from its center. The life of the object, however, is entirely artificial and maintained through its connection with its owner. Once separated, the mystic starfish returns to its inactive form within a few hours– that of an ornate crystal star with a precious gemstone center.

Despite its appearance, an active and inactive mystic starfish share the same statistics: It weighs approximately 1 lb., has AC 9, 12 hit points, a hardness of 8, and a break DC of 14.

Activation: The intended owner must merely hold or have an inactive mystic starfish on his person for a period of at least 10 minutes (which is long enough to attune oneself to the starfish). The starfish will then attempt to

attach itself to the skin of its owner. Only one mystic starfish can attach at a time. The starfish capable of maintaining the highest level power is the one that remains (or a random starfish if they are equal in level), while the other drops off and becomes inactive.

Once a mystic starfish attaches, the starfish's eye grants a +2 enhancement bonus to Perception skill checks (which is the only benefit that it can confer to a non-psionic owner). Thereafter, a psionic owner can use the starfish to fulfill the concentration requirement listed in the duration of certain powers. In addition, as long as he maintains his focus, the owner may use a swift action to command the starfish to move to any location on his body.

In many ways, the starfish becomes an extension of the consciousness of the manifester. The manifester may will the starfish to maintain any power that he is currently maintaining, provided it is equal or less than or equal to the maximum level that the starfish can maintain. Concentration checks made by the starfish are made as if the manifester was consciously making them, even if the manifester himself has been rendered unconscious. The starfish also automatically takes over powers that the manifester is maintaining concentration on if the concentration is suddenly broken (such as a failed Concentration check, or the manifester being rendered unconscious). The starfish is still subject to any Concentration checks the manifester would be (and in the case of taking over a power from a failed check, the starfish must immediately make one of the same DC). The starfish makes decisions about powers it is maintaining exactly as the manifester would. For example, if the manifester was using a particular power to keep an enemy from attacking an ally, the starfish will continue this effort as if it were the manifester himself. The mystic starfish can even fulfill the concentration requirement on more

than one power at a time, provided that the sum of the levels of each power does not exceed its

maximum power level. For example, a mystic starfish capable of maintaining a 5th level psionic power, can instead maintain a 3rd level power and a 2<sup>nd</sup> level power at the same time, or even five first level powers simultaneously. The starfish, however, cannot manifest powers on its own. If the manifester is not concentrating on a power of his own though is able to do so, he may make a

successful Concentration check (with a DC of 12 + the level of the power) to regain active control of any power that his mystic starfish is maintaining.

Faint to strong telepathy; ML equal to 7 + the maximum level of power it can maintain; Craft Mystic Starfish; Weight 1 lb.

#### TABLE 4-5: MYSTIC STARFISH

Minor	Medium	Major	Max. Power Level	Market Price
01-50	_	_	1 <sup>st</sup>	500 gp.
51-75	-	_	2 <sup>nd</sup>	2,000 gp.
76-95	-	_	3 <sup>rd</sup>	4,500 gp.
96-100	1-5	—	$4^{th}$	8,000 gp.
_	6-55	—	$5^{th}$	12,500 gp.
—	56-90	1-40	6 <sup>th</sup>	18,000 gp.
_	91-100	41-75	7 <sup>th</sup>	24,500 gp.
_	_	76-95	8 <sup>th</sup>	32,000 gp.
-	-	96-100	9th	40,500 gp.



# Other Psionic Items

Below are a few universal psionic items, two psicrowns, and a psionic weapon.

#### PEARL, ELEMENTAL AIR

Aura faint psychokinesis, faint clairsentience; ML 5th

Slot —; Price 750 gp.; Buoyancy 0 bu.

#### DESCRIPTION

This tiny pearly sphere speeds toward its target when hurled by its owner. She can hurl the pearl at any target within 100 feet that she can see and to which she has line of effect. The target becomes the center of a special *energy burst* (DC 14). The burst is considered to be electricity and sonic energy types simultaneously. The burst does not harm the intended target. The use destroys the item.

# CONSTRUCTION

**Requirements** Craft Wondrous Item, *energy burst*, *fate link*; **Cost** 375 gp.

#### PEARL, ELEMENTAL EARTH

Aura moderate metacreativity, moderate clairsentience; ML 11th
Slot —; Price 24,200 gp.; Buoyancy 0 bu.

#### DESCRIPTION

This tiny pearly sphere speeds toward its target when hurled by its owner. She can hurl the pearl at any target within 200 feet that she can see and has line of effect. If the target fails a DC 18 Reflex saving throw, the pearl seems to impact and then enter the flesh of the target. The target becomes affected by the *crystalize* power. The use destroys the item.

**Special:** If the owner of this pearl holds it in her hand together with a Pearl of Elemental Air and a Pearl of Elemental Water, the owner may manifest *bend reality* as though she was a 14<sup>th</sup> level manifester. All 3 pearls (which take the place of the specially prepared crystal) are destroyed with this use.

#### CONSTRUCTION

**Requirements** Craft Wondrous Item, *crystalize*, *greater precognition*; **Cost** 12,100 gp.

# PEARL, ELEMENTAL WATER

Aura faint psychokinesis, faint clairsentience; ML 7th

**Slot** —; **Price** 1,400 gp.; **Buoyancy** 0 bu.

# DESCRIPTION

This tiny pearly sphere speeds toward its target when hurled by its owner. She can hurl the pearl at any target within 150 feet that she can see and to which she has line of effect. The target becomes the center of an *energy ball* (DC 16, as per the power). The power has both the steam (fire) and cold energy type simultaneously. The use destroys the item.

# CONSTRUCTION

**Requirements** Craft Wondrous Item, *energy ball, remote viewing*; **Cost** 700 gp.

#### **PSICROWN OF THE OVERMIND**

**Aura** moderate telepathy; **ML** 14th **Slot** head; **Price** 145,600 gp.; **Buoyancy** 0 bu.

#### DESCRIPTION

This psicrown has 140 power points. It is made from golden auranite set with glowing emeralds. It allows use of the following powers.

Brain lock Compelling voice Control body Fate link Mind control Psychic drain

**Recharge:** *Cost* 14 pp, *Gain* 14 pp **Special:** If worn by a melusine, all non-overmind melusines take a -4 to all Will saves vs. the wearer's psionic powers.

#### CONSTRUCTION

**Requirements** Craft Staff, brain lock, compelling voice, control body, fate link, mind control, psychic drain; **Cost** 72,800 gp.

#### **PSICROWN OF THE FOOL**

**Aura** moderate metacreativity; **ML** 11th **Slot** head; **Price** 39,600 gp.; **Buoyancy** 0 bu.

## DESCRIPTION

This psicrown has 60 power points. It is similar in appearance to a violet jester's cap made from hard leather with gold stripes and designs. It allows use of the following powers. *Ectoplasmic creation Entangling ectoplasm Ectoplasmic sheen* 

**Recharge:** Cost 11 pp, Gain 6 pp

# CONSTRUCTION

**Requirements** Craft Staff, ectoplasmic creation, entangling ectoplasm, ectoplasmic sheen; **Cost** 19,800 gp.

#### TALASHAKU TRIDENT

**Aura** strong psychokinesis; **ML** 13th **Slot** none; **Price** 38,552 gp.; **Buoyancy** -20 bu.

# DESCRIPTION

This weapon is often crafted of auranite and bejeweled with radiant amethyst. On mental command, this +1 psychokinetic trident can envelop the wielder in an *inertial barrier*.

The wielder may use this ability up to three times per day. **Special:** The Talashaku High Guard are known to carry these weapons for the defense of their city. They

are a great honor for a naga to wield, but an equally great offense for a non-naga to touch.

## CONSTRUCTION

Requirements Craft Magic Arms and Armor, *inertial barrier;* Cost 19,432 gp.

# Psionic Materials

Brill: This unusual and extremely rare material has a few secrets that those uninitiated to psionic sciences are typically unaware of. First, all brill radiates a faint psychokinetic aura. Second, the material can be tapped for power points, though doing so can be very dangerous and it may even destroy the stone. To tap into the power of a brillstone, the own must place it in his mouth and expend psionic focus as a standard action. The owner then gains 1d6 temporary power points. On a roll of a 6, the owner gains another 1d6 point points. On subsequent rolls of 6, another d6 is rolled and that many power points are gained until something other than a 6 is rolled. Any time the owner gains more than 9 power points from a brillstone, the stone is utterly destroyed. If the stone is not destroyed, it cannot be tapped for power points again until 24 hours has passed.

Immediately upon receiving power points, regardless of the number of times a d6 was rolled, the owner then takes energy damage equal to the total number of temporary power points he has gained (no save). The type of energy is determined by the last roll of the d6: 1: cold, 2: steam, 3: electricity, 4: sonic, 5: acid.

# Chapter 5:



# Cerulean Seas Psionics

# The Cerulean Seas Setting

This chapter is dedicated to filling in some of the gaps for this marvelous world under the waves. Game Masters and players alike should view this chapter as merely guidelines for an undersea campaign world, and feel free to adapt, omit, or elaborate on any details they see fit. The general tone of the Cerulean Seas is one of mystery and conspiracy. Truth has been diluted, history drowned, and facts are fluid. In this twilight, watery world, one can never be certain of anything.

The majority of the sentient races of the sea have their own version of what transpired before, during, and after the Great Flood. It is important to note that the Flood was a catastrophic event

even for the denizens of the sea. Millions of sea creatures suddenly found themselves much deeper than they could tolerate, and scrambled for shallower reaches. All races, psionic races included, were seriously uprooted- most suffered serious loss and casualties. All would agree that the Cerulean Seas were birthed in crimson waters.

In addition, the races that make up the psionic lineup were designed to be somewhat modular. Their history and culture was purposefully designed so that they can be introduced at any time, or even not at all. They are rare and secretive species, and their existence could easily be shrouded in mystery and superstition. Some, like the amphians, are nomadic and travel in and out of the known waters,

occasionally leaving for decades. The psionic races of the Cerulean Seas Campaign Setting were designed for both brand new campaigns and those that are already well-established. Unlike the campaign sourcebook, the famous members known for each race are often purely historical, even legendary, and have long ago passed into the great hereafter. Many may even believe that the mythic celebrity may have been the last member of his race.

The information of this chapter is by no means complete. The Gamemaster should feel a great bit of freedom to incorporate his own ideas and inventions. In addition, the Cerulean Seas Campaign Setting focuses on one small section of a very large world. These psionic races could possibly exist anywhere one would find psionic power, from the remote frozen homeland of the selkies, to the dark unexplored depths of the abyssal realm and beyond. These new realms could even harbor new psionic races or classes, yet to be discovered.

# Racial Histories

The racial descriptions were purposefully limited in regards to historical information on each race. This was done to allow Gamemasters to tailor each race to their own setting. However, if you are using the Cerulean Seas campaign setting as it is, the following information applies to each race.

## Amphians

Those who know anything of the amphians know them to be the great tricksters of the sea. In the ages before the Great Flood, they were mentioned in stories and tales, not as heroes, but at best lovable scoundrels. At the worst, they were painted to be thieves and murderers. The commonfolk's mistrust and misinterpretation of psionic power has attributed the amphians to be possessed of dark magic and the ability to bestow terrible curses. At several periods in history they were hunted, usually by seafolk cities.

During the Bloody War, the amphians

vanished. According to amphian tales, they wandered off in search of more peaceful realms, but got terribly lost. They wandered for decades, with many tribes splitting off, never to be heard from again.

Presumably they settled in other, far away territories, though they may in fact be wandering still. When the Flood came, the amphians barely took notice; they attributed the rising water to a normal feature of the unfamiliar and uninhabited realm that they were passing through. The bulk of the amphian caravans ended up back in the area of the Cerulean Seas slightly less than a decade ago. A few trickled in before then, and others may still arrive.

#### FAMOUS MEMBER OF THIS RACE

Prince Londerak: The amphian cosmology is largely based on oral tradition. Tribal elders recounting malleable tales of gods and heroes by the pulsing glow of the anemones tends to replace dusty tomes and the scripted speeches of a pulpited holyman. Among these heroes is the legendary figure, Prince Londerak. While the tales vary from tribe to tribe, many agree that in his youth, Londerak was the young progenitor of the race who made off with Poseidon's treasure just to impress a chieftain's daughter. From this genesis story, the tall tales grow larger and larger, culminating in a fable where Londerak is granted the grandiose title "the Prince of Seas," and becomes immortal. The stories largely exist to convey the cultural values of the amphian race, including trusting in fate, not taking life too seriously, bravery, imagination, ingenuity, and eschewing unneeded authority. Amphian children's games often refer to Londerak, as do several ballads. The amphians even craft fortune telling cards that they refer to as "journey tiles." Each card represents a different tale in Londerak's saga, and the deck is said to give special wisdom to those that know how to read it.

# Asrai, Thalassic

The thalassic asrai of today are essentially a new race compared to what they were before the Great Flood. The pre-Flood asrai were often mistaken for strange water elementals, since their form was either an amoeboid bubble or a translucent and featureless fish. Most considered the thalassic asrai of this time to be barely sentient, shy, and terribly dangerous if cornered.

In truth, the thalassic asrai are the descendants of the first fey to encounter this world. This was long ago, during the time of formation, when elemental forces were still churning together to create a coherent material world. Parts of fey trickled in through the fledgling fabric of reality, and became intertwined with the native forces of nature. While the fey world was formed from arcane magic itself, the material realm was shaped by the sheer power of will, which later became the psionic sciences. The asrai were thus born of magic, but wrought by will. Since these primal times, the thalassic asrai remained in the deepest seas, relatively isolated, and endured eons without much evolutionary change. Those few groups that did venture towards shore eventually interbred with other water fey and ended up evolving to live in the lakes and rivers. They became the tiny asrai faeries that the drylanders wrote about in their legends.

The Great Flood then washed many of these tiny faeries out to sea, where they encountered their larger, more-primitive brethren for the first time in innumerable generations. Over a matter of only a few decades, the two races merged into one and the thalassic asrai were born anew. Unfortunately, the Flood had washed away much of the numbers, history, culture, and memory of the tiny river fey.

Regardless, the thalassic asrai were forever changed in both form and attitude. Along with their pleasant humanoid features, they became more social with other cultures and people. The asrai even took up active roles aiding and protecting cities and villages of other races. The thalassic asrai, while still a mysterious and reclusive species, were no longer fabled sea monsters, and had become honored members of the feykith community. **FAMOUS NPC OF THIS RACE** 

Jeeswa, the Hero of Telataria: Jeeswa, an asrai psion of considerable power, has been credited with single-handedly saving the trade city of Telataria from a masterful surprise attack launched by a powerful sea witch and her army of undead. Tales tell that he was simply a visitor to the city, and responded to the attack valiantly and without even being asked to. Then, after the injured were treated and repairs had begun, he left. At the time, no one even knew his name. The mayor of the city launched a search for this humble hero, as he was due both reward and honor. Nearly a decade passed before they tracked him down. Though he refused any reward, he did allow an artist to sculpt his form in ever-ice. Now, nearly thirty-five years after the attack, the statue that stands in the center of Telataria has become more famous than Jeeswa himself. Jeeswa is rumored to still be wandering from city to city in the Cerulean Seas, helping those in his usual modest manner and moving on. Many sages agree, however, that Jeeswa has likely retired from saving cities years ago, and these unknown asrai heroes are simply being identified as Jeeswa because he is the only asrai that most people know of.

# Melusines

The history of the melusines begins in the dark depths of time during the peak of the nommo empire. Ever expansive, the nommos sought knowledge not just for the sake of sating their curiosity, but to conquer new territory. During this time (nearly two-thousand years ago) they had no psionic allies, but several races that they would consider enemies.

With this in mind, it is easy to see why the nommo worked so hard to befriend the vemnu. When a highly psionic yet peaceful race popped in from an alternate dimension, many saw this as a personal blessing from their goddess. They immediately began to learn from their new allies, knowing that the portal to their world would close in less than a year, and not reopen for another millennia.

Unfortunately, though many tried, mastery of psionic power could not be developed in such a short time. With the window of opportunity closing and the vemnu preparing to return to their reality, the nommo quickly drafted a treaty.

The idea behind the treaty was devious. The two races would exchange scholars; the nommo would then absorb the knowledge from the vemnu party, master it, and in the coming millennium welcome back the descendants of their own people. They could then quickly integrate the data that only centuries of immersion could acquire. The nommo's one hundred scholars were made up of a diverse crowd of wizards, sages, priests, and warriors. They had very little time to prepare for the journey that only their distant descendants would return from. In what seemed like an instant, one hundred of the finest nommo specimens left their world, and one hundred alien vemnus took their place.

Despite its ingenuity, the plan failed on many levels. First, the nommo were not very psionically inclined. Few had the skill to master psionic talent, and those that did were frightfully slow learners. Then the plague struck. It only affected the vemnu, and not even divine healing could intervene. After only eight years since the portal to their homeworld closed, the vemnu emissaries began to petrify and crumble away to silt. One hundred vemnu died, and the nommo barely learned how to master second level powers.

In the Cerulean Seas of today, little is known of the vemnu or what happened to the original nommo scholars. The melusine's oral tradition teaches that the vemnu were peaceful, their homeworld pleasant, and that while the original team never really mastered psionic power, their children and their children's children became increasingly talented at it.

According to melusine lore, the change from nommo to melusine, though rapid by evolutionary standards, was still so gradual that the melusine did not know that their race had changed that much at all. Most speculated that there were some minor physical adaptations, but none imagined that they had become an unrecognizable species.

The vemnu-nommo flourished in their new alien world, and by the time the rift to their homeworld opened, they numbered in the tens of thousands. By then, their homeworld became something of a legend, and only a few thousand desired to return. The nommo however, with their patient logic and strategies that lasted eons, eagerly awaited an army of highly-trained psionic soldiers that would help lead them to victory against foes such as the aboleth and the sahuagin. They had even prepared special urns to return to the vemnu, in an attempt to offer condolence and secure future peace. Unfortunately, none of this went according to plan.

While the two distant relatives still spoke the same root-language, the melusine dialect had shifted quite a bit. The nommo welcomers, thinking that they were encountering the vemnu, mistakenly offered their own descendants the urns. The melusine, thoroughly perplexed, did not recognize the nommo either, and assumed that they were being offered all that remained of the nommo on their own homeworld. When the vemnu learned of the plague, they became terrified and insisted that the portal be sealed at once.

When the confusion settled, the nommo and the vemnu both decided it was best to destroy the rift forever. The nommo welcomed any melusine who wished to stay, and convinced them that they would be accepted back into their society. No sooner had the rift been sealed, however, when the nommo rounded up the remaining melusine into prison camps, stripped them of their possessions, and began torturing them for information. They were considered perversions of the nommo's "perfect form" and viewed with great suspicion. The nommo had no place in their paradigm for a species that was as old and powerful as they were, but were decidedly not nommo. Luckily, many hundreds of melusine escaped and hid in unexplored depths.

The melusine were seen only occasionally for centuries afterwards, disappearing completely during times of hardship and strife, as they did during the Bloody War and the beginning of the Great Flood. By this time, nearly three centuries later, the nommo had erased the vemnu and the origin of the melusine from their history books.

If it were not for the Flood, the melusine would have remained unknown. This was the time, however, to end personal grudges and make peace in order to secure survival. With even the pisceans and the ix given the room to turn over a new leaf, the nommo and the melusine had little choice but to put aside their differences.

#### FAMOUS NPC OF THIS RACE

**Fiwanar Webitari:** While the melusines do not construct cities, they are by no means without structure, culture, or a place they call home. It was Fiwanar, a melusine overmind, which helped secure these things for her race. She led her people into a war unknown to any other race in the seas; a secret war against a particular tribe of aboleth. By the time the aboleth realized who or what they were fighting, it was too late. The melusines usurped their clandestine subterranean labyrinth that permeated hundreds of miles of abyssal plains. Her brilliant planning and strategy gave the melusines the ability to drop out of sight for long periods of time and provided a base to secure future generations of their kind.

Though this happened centuries ago, Fiwanar is still very much alive and revered. Though the melusines are ruled by a council, most melusines, overmind and free-mind alike, regard this ancient general as their queen.

# Merkoths

What can be said of a race whose individuals cannot interact with each other? Theirs is the culture of the entire Cerulean Seas. Few races can say that they have not raised at least one merkoth child. Perhaps this is the reason sages are fascinated with this race. Where did they come from? Why have they not gone extinct? Will they ever form their own society? These are just a few of the mysteries that the scholars wish to solve.

One such researcher was a merfolk by the name of Polotine. Polotine found an orphaned merkoth on his own doorstep and raised him as a son. He became obsessed with the race, and wrote volumes of speculation and theories. In all his research he found some very intriguing clues.

By studying minute physical differences in all known living specimens, Polotine was able to chart what he believed was an estimation of hereditary lineage. By applying other data such as mating habits, foster parent selection, and species selfavoidance, Polotine came up with an approximate location for the origin of the species. The location lies slightly outside of what was known as the Bay of Cerule before the Flood. Polotine traveled there at

once, accompanied by his adopted son.

Far out in the open sea he found a vast plateau which, before the Flood, would have been at the optimal depth for the merkoth species. Though he found no evidence that the merkoth ever dwelled in this area, he did discover a peculiar species of octopus, both similar in coloration to the merkoth and in the strange tendency to avoid others of its kind. His son even noted a slight and unexplainable repulsion towards these animals. While intriguing, these discoveries currently yield more questions than answers.

#### FAMOUS MEMBERS OF THIS RACE

Lavarol and Grislor: Many speculate that Lavarol and Grislor were identical twin sisters. By all accounts, they were indistinguishable, down to every stray stripe and freckle. Sages point to this a testament to the merkoth's apathetic attitude towards genetic family. If Lavarol and Grislor were really twins, then their mother's actions caused them to be sworn enemies.

Their rivalry came to a head during the peak of the Bloody War. Lavarol had become a self-trained psychic warrior and had enlisted in the seafolk army. She was raised by simple cindarian coral farmers. After her adopted parents were slain by sahuagin raiders, she vowed to end the war by any means necessary.

Grislor, however, was sold as an infant to a sahuagin slave-trader, presumably by her own mother. The merkoth who sold her assured the buyer that she would grow up to be a powerful psion, like herself, and become an indispensable weapon for the sahuagin army. She was right. In a little over twenty years, Grislor fought her way from the status of slave to honorary sahuagin general.

When the twins first met in battle, their identical visages and species' aversion led each to accidentally end up with the forces of the wrong side. The merfolk rescued what they thought was a captured and disoriented Lavarol, and the sahuagin imprisoned what they believed to be a Grislor who was defecting to this side of their enemies. Each escaped and plotted to destroy the other. Several bloody battles finally culminated in each fighting the other one on one, though in a weakened state due to proximity. It is said that when Lavarol gained the upper hand, Grislor unleashed a powerful blast that destroyed them both, and much of the other soldiers of both sides on the battlefield.

# Nagas, Benthic

The history of the benthic naga begins with their progenitor, Talashakar. By all accounts, he was a full-blooded sea naga of an ancient and dying species. Many believed Talashakar to be the last of his kind. In pre-Flood times, he lived among an island nation of humans known as Kholaes, and taught them the science of psionics. He lived for centuries, nurturing his kingdom and enabling them to become very powerful. The Kholaesian humans were said to have built a remarkable city of crystal rock and formed a vast naval fleet to protect it. The Great Cloud City saw them as a threat to peace, and its golden army eventually appeared in the sky. The Kholaesians were decimated. Talashakar was rumored to have been slain- though many believe that all was not as it seemed.

It was barely two days later that the Great Cloud City suddenly toppled from the sky. The nommo that discovered it found it to be uninhabited. There were no remnants of a drowned army, or even signs of a struggle. Legend says that the only clue to the event that would eventually lead to the Great Flood was that the only banner found in the sunken city to be still on its mast was a single Kholaesian flag.

This rest of the story is difficult to substantiate, but the consensus is that Talashakar lived at least a few more centuries after the Flood, and may even still be alive in the heart of the new crystal city named in his honor. Some speculate that the Kholaesians also live on, fortified with the blood of their naga king and thus transformed into what the ocean-dwellers now know to be the benthic naga.

Others see the benthic naga as an entirely new species, crafted by the aging naga in an effort to carry on his legacy. They note that he is likely the last pure-blood of his kind, undoubtedly lonely and without natural means to have children. There is also no record of the benthic naga before the Great Flood.

A few sages disagree, and believe that the entire legend of Talashakar to be an elaborate red herring. They point out that many well-known races in the Cerulean Seas have no local historical record, as they came from far-off lands that did not normally interact in pre-Flood times. The nommo have no written record of ever finding a banner that did not belong to the Cloud City kingdom, and the ruins of the Kholaesian kingdom have never been found. Other naga species deny the existence of any extinct naga race, or of a naga that ever went by the name of Talashakar. If this is true, then the origin of the benthic naga is even more of a mystery than most have fathomed. The benthic naga decline to comment either way.

#### FAMOUS NPC OF THIS RACE

The Emperor of the Benthic Nagas: The great leader of the naga race is most famous for being completely unknown. Instead, he is the subject of many rumors and speculations. The majority think that he is Talashakar, the full-blooded naga creator of the benthic nagas. If so, he is old far beyond his natural years, likely kept alive with powerful psionics. Others believe their leader to be a powerful snake demon, slowly plotting the downfall of all non-serpent people. Other rumors say that there is no leader, and the benthic nagas are truly just a small tribe of clever survivors who invented a rich history, a secret city, and a mysterious leader so that they may seem more powerful and important than they really are.

# Zef

The history of the zef race is rooted in ages that most other races would call early prehistoric times. When the first creatures were venturing out on land, the story of the zefs had already begun. In those days, they were known as the zas. Each time they adopted a new host form, they took on a new name to describe themselves.

The zas began as clever parasites on a particularly large species of ammonite (a nautiluslike mollusk with a long spiral shell). In the ammonite forms, they built great cities. In the course of a million years, they had a thriving undersea civilization. They ruled the world for ages, until a terrible and mysterious force from beyond threatened their existence. The peaceful world that the zas created ended in a cataclysmic apocalypse of steam, ice, and lightning. The ammonites were wiped from the realm. The zas, however, adopted a new host and survived.

For the next several eons they would exist as the zils, and assume the bodies of colossal deep sea squids. At oppressive depth and darkness, they could continue their civilization unmolested.

For millions of years they persevered through countless rises and falls of their civilization, which was accompanied with ages of great discovery and dark times when much knowledge was lost. At the dawn of the age of man, the zils had declined into a race of nearly solitary individuals, teetering on the edge of extinction.

Perhaps this would have been the end for the race that would become the zef, if it were not for the Great Flood. The news of the flood ripped through the zil collective consciousness like electricity. It energized them, brought them together, and began a revolution. All agreed that the Great Flood heralded the return of the golden age of their ancient species. Unfortunately, not all agreed on how to proceed.

All agreed that new hosts were necessary. In their search, however, two potential species arose as the best candidates: the snells and the nullids. The snells were only semi-intelligent, devolving, and prone to thievery. Their small size made them less threatening and more likely to be peacefully accepted by the younger races. The nullids, however, were huge, vile, and very intelligent. The nullid body conferred massive psionic potential and made an excellent candidate for the route of forced subjugation of the younger species. Additionally, in order for a zil parasite to successfully bond with a nullid, the implantation had to be done directly into skull of the host. This caused extreme pain to recipient until its brain was slowly absorbed by the parasite. The snell could be implanted using more traditional means, at the base of the tail, causing relatively no pain to the host as its brain slowly and humanely atrophies.

The zils were divided to the point of war. At some point, the new hosts were put into service, in order to gain military advantage. Thus, the zefs and the zohs were born. The collective unconscious of the parasite species became uncomfortably divided for the first time ever. The strange empty feeling of the other group being out there but disconnected further fueled hatred towards the opposing faction.

The powerful zohs nearly annihilated the zefs, until the nullids started their own campaign against the zohs. Hammered on two fronts, the tides of

> war shifted and the zohs were forced into hiding. The zefs, while vigilant, have not

seen the zohs for over a century but can still sense their presence.

The zefs carried out their plan to slowly introduce themselves to the younger races, make willing allies, and eventually rebuild their empire to the glory of the days of zas. They also prepare themselves for a zoh invasion.

Meanwhile, the zohs have eradicated the free nullid race, leaving a species that is psionically lobotomized at birth. With the nullids reduced to the intellect of a sea cucumber, the zohs plot in the darkness against the zefs, waiting for the perfect moment to strike, and to eradicate what they consider to be the rebellious collective.

## FAMOUS NPC OF THIS RACE

**Grandma Allundar:** Allundar is an elderly zef, and her body has already entered the rapid decline common to the species at her age. Nonetheless, she is revered as the wisest sage among the already reputably insightful species. Those that know of her will often seek her out as if she were an oracle. While Allundar is an accomplished scholar and seer, she does not give advice to all. Some are turned away with the simple phrase "It is not for you to know at this time." She is slow moving, even for a zef, and if someone has the patience to speak with her (a process that can take days or even weeks) she will often be more forthcoming with her information. She is almost always accompanied by a dozen other zefs that clamor for her insight.

# Other Races of the Sea

Chapter 6 details the statistics of a few other noteworthy psionic races of the realm. Each race has significantly contributed to the overall history of the area, even though their populations are even smaller than those of the psionic PC races.

### Apsar/Apsara

The apsar are perhaps the only benevolent creatures that still recall the origin of the controversial material known as brill or brillstone. It began long before the Bloody War, when the sahuagin raided a well-protected sea elven outpost and procured several strange, magically sealed urns. Divination magic unveiled the history of the vemnu scholars and the plague that wiped them out The diabolical sahuagin could recognize the truth in what transpired. The plague was the result of targeted germ warfare– an agent of genocide. They immediately began research on how to turn it into a weapon for their side. Though they found that the disease was the result of a psionic parasite, they had no idea how to make it target a certain species.

For that, the sahuagin needed to find the original craftsmen of the disease. The sahuagin scoured the planes for them. After several centuries, the engineers were finally found: the brillax. The brillax resided in the Quasi-elemental Plane of Mineral and were notoriously evil. They were ancient enemies of the vemnu, and believed that the race had been wiped out thousands of years ago. They had no idea that the vemnu had slipped through a temporary rift and escaped the engineered plague to an alternate

dimension. The brillax agreed to help, so long as the sahuagin helped them track down and eliminate the descendants of the vemnu survivors. A deal was struck.

The information gleaned from the urns was specific to the vemnu, and the sahuagin mistakenly believed that it was the sea elves that had last seen them, as they were the ones protecting the urns. Exactly how the urns came under the protection of the sea elves is not known. It was an unfortunate circumstance, as the brillax used their unique brand of metacreativity to engineer the brill plague.

Millions of elves perished as their bodies dehydrated, compressed, and transformed into glowing crystal. The sahuagin named the new mineral "brill" in honor of the brillax. The plague spread to the drylander elves, and eventually the dark elves. It wiped out more than half of their population of all species of elves.

Luckily, the apsar were notified before the elves were completely wiped out, and they traveled in huge numbers from the astral plane to apprehend the brillax for their terrible crimes and to eliminate the psionic parasite responsible for the plague. The apsar (specifically the avenging variety) were a common sight in the pre-War era seas for several decades, during which the majority of the apsara bloodlines began. The plague had ended, but the results culminated in the Bloody War and the rest, as they say, is history.

## Medusians

One might expect a rather bland and unobtrusive history for a psionic jellyfish, even if it is a trueform. However, this is only the historical demeanor of the medusians. They are often key background players, quietly manipulating other races into affecting balance in the seas. While they shun notoriety, many sages have been able to connect them to several key events in

history.

The medusians have been tied to such important events as notifying the apsar of the brillax's presence, introducing the melusine to the aboleth whose labyrinth they now control, and leading the zils to discover the snell. In essence, they effect change simply through carefully mixing two groups together, usually to the detriment of a harmful group and the benefit of a benevolent one.

### Slurgs

The zefs have known of the slurgs since the times of the zils. The race appeared out of nowhere, and began to stalk the zils. They were usually observed, but occasional the zils were captured and dissected. While unable to determine their motive, the zils made an uneasy peace with the slurgs, allowing them to observe but not intervene in zil matters. The zils assumed that the slurgs would eventually get bored and go on to other things. They did not.

The slurg's presence in the Cerulean Seas is very likely because they followed the zefs into these waters. Even the zohs remain plagued by these strange and silent stalkers. As per the agreement made eons ago, they only observe zef or zoh matters, and refuse any other form of interaction.

The zefs know one more disturbing element of the slurg mystery: they seem to be everywhere. Whether the slurgs anticipate where the zefs might end up, or they truly have a massive and well distributed population remains unclear. The zefs have gotten used to their presence and believe that so long as the slurgs continue to lurk in the shadows as they have for countless generations, no great harm can come from their existence.

# Chapter 6:



# Psionic Sea Bestiary

# Introduction to Psionic Sea Monsters

This chapter explores some of the most notorious psionic denizens of the sea. Even in campaigns where psionic power is considerably rare, the creatures in this tome can serve to surprise, entertain, and even torment the most stalwart of adventurers.

# Creature Glyphs

Much like in the PATHFINDER ROLEPLAYING GAME BESTIARY, the Cerulean Seas Bestiaries and other Alluria Publishing products use easy to recognize symbols in the headings for each monster. These "Creature Glyphs" can tell you the basic creature type (circle), most frequented terrain (diamond), and climate of origin (hexagon) at a glance for easy reference and campaign design. The statistics that follow these symbols go into more depth as to creature subtypes and additional terrain ranges.





# Apsar, Avenging

This gold-scaled merfolk is well-armed and clad in striking coral armor. An aura of justice and good permeates his presence.



**Organization** solitary, pair, or squad (3–6)

**Treasure** double (+2 shock trident), masterwork coral armor

SPECIAL ABILITIES

Uncanny Dodge (Ex) This ability functions identically to the rogue ability. If an apsar gains uncanny dodge from a class level, he instead gains improved uncanny dodge. Apsar are powerful good aligned merfolk-like entities who dwell in the astral sea. Few ever visit the material plane, except for the avenging apsar. This extra-planar policeman has the specialized task of tracking down psionic criminals who flee to aquatic realms. Most avenging apsars are either in pursuit of a specific felon, or patrolling an area in hopes of locating one. Many will use their *metamorphosis* ability to go undercover; often posing as a common seafolk in order to get close to their mark unnoticed.

Once the suspect is located, the avenging apsar will invariably ask for his unconditional surrender. The wise few who do are wrapped in a masterwork net, drained of their power points, and transported to the astral realm where they are either incarcerated or humanely executed, depending on the severity of their crimes. Those villains that resist are shown no mercy and face the avenging apsar's extensive arsenal. Even if the evil-doer manages to prevail or escape, he will find that other avenging apsars have been notified of his presence and location via the *correspond* ability. If the criminal does manage to slay an avenging apsar, he will undoubtedly face a squad of them in the near future.

Apsar are friendly with all good-aligned aquatic races, and will often work with them to facilitate the capture or elimination of whomever they are searching for. Although there are many different types of apsar, most people in the Cerulean Seas consider the avenging apsar to be the only true-blooded apsar race, often falsely assuming that other apsar variations are seafolk with apsar heritage, also known apsara.



# Apsara

An exotic gold-scaled merfolk dances before you. Her supernatural grace reveals unearthly heritage.

#### Apsara



**XP** 800

Female apsara psion 4 (telepath) NG Medium outsider (aquatic, merfolk, psionic, native) **Init** +2; **Senses** darkvision 60 ft.; Perception +0

# DEFENSE

AC 14, touch 14, flat-footed 10 (+2 Dex, +2 dodge) hp 18(4d6+4) Fort +1, Ref +3, Will +4 **Resist** acid 5, cold 5, electricity 5 **OFFENSE** 

Speed swim 50 ft.
Melee crystal dagger +3 (1d4/19-20)
Psi-Like Abilities (ML 1st) 1/day—Minor metamorphosis
Powers Known (ML 4th, 21PP, concentration +6) 2nd—Inflict pain (DC 14), compelling voice (DC 14) 1st—Disable (DC 13), empathy, mind thrust (DC 13), empathic connection, telempathic projection (DC 13) 0th—Conceal thoughts, telepathic lash (DC 12)

#### STATISTICS

Str 10, Dex 14, Con 11, Int 15, Wis 10, Cha 12
Base Atk +2; CMB +2; CMD 13
Feats Dodge, Psionic Dodge, Psionic Body, Persuasive
Skills Autohypnosis +7, Bluff +3, Diplomacy +10, Intimidate +5, Sense Motive +7, Spellcraft +9
Languages Aquan, Celestial, Draconic
SQ Detect psionics, discipline (telepathy), mental intrusion

#### ECOLOGY

**Environment** any sea **Organization** solitary, pair, or team (3–6) **Treasure** NPC gear (crystal dagger)

Apsaras are the descendants of apsar (usually avenging apsars) and seafolk. They retain much of the visage of their extraplanar parent, including golden scales, dark hair, and lack of a nose. However, they also lack the pelvic fins and yellow stripes that are characteristic of full-blooded apsar. While not always lawful or good, they do have an innate tendency towards these alignments. Natural psionic talent also encourages them to take up psionic classes. Apsara heritage can actually hide for generations, with a child suddenly unveiling a crossdimensional love affair in ages past. The majority of apsaras seem to be female, though males are not unheard of. Most look upon the birth of an apsara as a good omen, especially if it is a male child. A young apsara male is often referred to as a "golden child," and will likely have great expectations laid upon him.

# **APSARA CHARACTERS**

Apsaras are defined by their class levels – they do not possess racial Hit Dice. All apsara have the following traits.

+2 Charisma, +2 Dexterity: Apsaras are charming and graceful.

Merfolk: Apsaras have the merfolk subtype.

**Fast Swim Speed:** Apsaras have a base swim speed of 50 feet.

**Darkvision:** Apsaras can see in the dark up to 60 feet.

**Psi-Like Ability:** Apsaras can use *minor metamorphosis* once per day as a psi-like ability (manifester level equals the apsara's class level).

**Celestial Resistance:** Apsaras have acid resistance 5, cold resistance 5, and electricity resistance 5.

Languages: Apsaras begin play speaking Common and Celestial. Apsaras with high Intelligence scores can choose any language that is also available to seafolk.



# Architeuthian, Shaper

This squid-like creature hovers in the water, gazing at you with lidless, intelligent eyes. A pair of long tentacles sit cocked at its shoulder, and eight smaller tentacles twitch and weave in the current. One pair ends in rubbery, human-like hands. Colors and patterns flash across its skin in dizzying displays. Ectoplasm gathers in its outstretched hand.

#### SHAPER ARCHITEUTHIAN



N Medium Monstrous Humanoid (aquatic, psionic) Init +4; Senses low-light vision, scent; Perception +9 Racial Buoyancy -50; Depth Tolerance: 3000 feet

#### DEFENSE

XP 1.200

AC 19; touch 14, flat-footed 15 (+4 Dex, +5 natural) hp 41 (5d10+14) Fort +3, Ref +8, Will +6 Defensive Abilities blending, ink cloud

#### OFFENSE

Speed swim 40 ft., jet 200 ft.

**Melee** 2 tentacles +8 (1d4+3), and 6 arms +6 (1d4+1 plus grab), and bite +8 (1d4+3), or spear +8 (1d8+3/x3), and 2 tentacles +6 (1d4+1), and 6 arms +6 (1d4+1 plus grab)

Space 5 ft.; Reach 5 ft., 15 ft reach with tentacles

#### Special Attacks constrict (2d4+6)

- Psi-Like Abilities (ML 5, Concentration +8) 5/day-ectoplasmic creation, reconstrucion (4d8 hp)
  - 3/day-astral construct (lv 3), ectoplasmic cocoon (DC 16, up to Large creature)
  - 1/day-major ectoplasmic creation

#### STATISTICS

- Str 16, Dex 18, Con 15, Int 17, Wis 15, Cha 14
- Base Atk +5; CMB +8; CMD 22 (can't be tripped)
- Feats Boost Construct, Multiattack, Psionic Body

Skills Autohypnosis +9, Bluff +9, Intimidation +9, Knowledge (psionics) +10, Perception +9, Stealth +11

- Languages Aquan, Architeuthian, Common (cannot speak)
- **SQ** tenacious grapple

#### ECOLOGY

Environment any saltwater Organization solitary, pair, school (1-2 plus 8-12 architeuthians (see CREEPY CREATURES BESTIARY) Treasure standard

## SPECIAL ABILITIES

**Blending (Ex):** Architeuthian's amazing control over the color and texture of their skin grants them a +20 racial bonus to Stealth checks. When the squid centaur is moving, the bonus drops to +10.

Ink Cloud (Ex): Once every day, a shaper architeuthian may release a 20' x 20' cloud of ink mixed with ectoplasm. This cloud grants total concealment to anything within it, and is mildly irritating to other aquatic creatures, granting a -1 to hit and AC while they are within the cloud, and for 1d4 rounds afterward. The shaper may control the size and shape of the cloud, compressing it to appear as a shadowy image of a Medium or Large creature, or forming it into a rough geometric shape. A DC 15 Perception check will show the image to be false; alternatively the shaper may make a Bluff check when forming the cloud, and use the result as the DC value. The architeuthian may alter the form of its ink cloud as a move action. The cloud lasts 12 rounds in still water, or 6 rounds strong currents.

- Jet (Ex): By compressing water through its funnel, a architeuthian may move up to five times its swim speed backwards as a move action. It must move in a straight line, but does not provoke attacks of opportunity while jetting.
- **Tenacious Grapple (Ex):** Architeuthians do not gain the grappled condition if it grapples a foe with its arms or tentacles.

Shaper architeuthians are philosophers and mystics of their race, supplying them with the tools they need to survive their sometimes harsh travels. While they rarely lead a tribe, they are viewed as valuable members, to be protected at all costs. Killing a shaper is a sure way to incite the wrath of the entire tribe.

Shaper architeuthians are smaller than others of their kind, averaging 5 feet long and weigh 250 pounds. Nearly three quarters of shapers are female. Only one out of every thousand eggs has a chance to become a shaper. As they age, shaper architeuthians gain power and abilities far beyond the typical specimen documented here.

Architeuthians "speak" a language made up of color and pattern changes, combined with postures. They often learn to understand common languages in their home range, but lack any means to vocalize themselves.

Shapers avoid direct combat, using their astral constructs as bodyguards if needed. They would prefer to equip others when conflict arises instead of participating directly.



# Coral, Brain

This man-sized spheroid-shaped coral has a grooved surface which resembles a brain. It glows with unnatural luminescence.

BRAIN CORAL CR 7 🔛 🛞 🌾
XP 1,200
N Medium plant
Init +7; Senses low-light vision; Perception +0
Aura Calcifying (DC 20, 30 ft.)
Racial Buoyancy -350; Depth Tolerance: 300 feet
DEFENSE
AC 14, touch 5, flat-footed 14 (+9 natural, -5 Dex)
hp 85 (9d8+45)
<b>Fort</b> +12, <b>Ref</b> -2, <b>Will</b> +6
DR 10/bludgeoning; PR 10
OFFENSE
Speed no movement
Melee no attacks
Psi-like Abilities (ML 10 <sup>th</sup> )
At will – cloud mind (DC 15), control body (DC 17)
STATISTICS
Str 10, Dex 0, Con 20, Int -, Wis 10, Cha 16
Base Atk +7; CMB +7, CMD 12
ECOLOGY
Environment temperate seas
Organization solitary with calcified skeleton
Treasure standard
SPECIAL ABILITIES
Calcifying Aura (Su) Brain corals constantly emit a low grade
telekinetic pull that focuses directly on cartilage, bone and
calcium deposits. Any creature within the aura that fails a DC

alcifying Aura (Su) Brain corals constantly emit a low grade telekinetic pull that focuses directly on cartilage, bone and calcium deposits. Any creature within the aura that fails a DC 20 Fortitude saving throw is subjected to a torturous process that slowly pulls their bone out from their bodies (or calcium desposites / cartilage if a particular creature is boneless). Each round subsequent round the target is allowed another saving throw; failure results in the following consequences.

1st Failed Save: slowed

- 2<sup>nd</sup> Failed Save: staggered, 3d6 damage
- 3rd Failed Save: paralyzed, 4d6 damage
- 4th Failed Save: death,

turned into a calcified skeleton One successful save immediately removes any of the ongoing consequences.

Though they cannot move or speak, brain corals are deeply feared hazards to ocean life. The very alien nature of these beautifully patterned corals upsets most civilized races- no other plant beneath the sea so nonchalantly decimates its prey in such a gruesome manner.

Brain coral 'fight' only out of self-defense or hunger. They use their psionic abilities to hide themselves from view and freeze opponents into place. Once a foe has lost track of a brain coral and felt its legs lock in place, it does not take long for the coral's deadly aura to end its victim's life.

# Coral, Calcified Skeleton

Humanoid only in shape, this creature seems encased in a jagged, bone-white exoskeleton.

#### CALCIFIED SKELETON (TEMPLATE



Calcified Skeleton is an acquired template that can be applied to any creature killed by a brain coral's aura. The base creature retains all of its statistics and abilities except as noted here.

CR: As base creature +1

Alignment: Always neutral.

**Type:** The creature's type changes to undead. Do not recalculate BAB, saves, or skill points until directed.

Armor Class: Natural Armor improves by +2

**Hit Dice:** A calcified skeleton loses any HD to related to class levels. All racial HD change to d8s. A calcified skeleton uses its Cha modifier to determine bonus hit points in place of a Con modifier.

**Defensive Abilities:** A calcified skeleton loses any existing defensive abilities and gains DR 5/bludgeoning and PR 10.

Attacks: A calcified skeleton retains all of the natural attacks of the base creature. A creature gains a claw attack per hand it has. A calcified skeleton can strike with all of its claws at its full-attack bonus. Damage dealt from natural attacks is determined by size.

**Special Attacks:** Due to the jagged bone encasing its body, each successful strike a calcified skeleton delivers also deals 1 point of bleed damage.

Abilities: A calcified skeleton receives a +2 Str, but suffers a -4 penalty to Dex. Additionally, it has no Constitution or Intelligence score. Wisdom and Charisma become 10.
BAB: A calcified skeleton's BAB is ¾ of its HD.

Skills/Feats: The calcified skeleton has neither. Special Qualities: A calcified skeleton loses access to any spells, spell-like abilities or supernatural abilities it once had. It only retains purely physical special qualities often relating to defense or melee attacks.

> Calcified skeletons are the remains of a brain coral's deadly aura. Bone is pulled out through a creature's body until it is encased in prison of its own structure.

The brain coral gains sustenance from the calcium deposits that escape during this time, but they also gain a loyal, mindless follower.
# Crab, Cerebral

This over-sized hermit crab is covered with dark chitin, and carries a humanoid skull in place of a shell. It stares at you with glittering eyes.

CR 8

#### CEREBRAL CRAB

**XP** 4.800

LE Tiny Aberration (aquatic, psionic) **Init** +2; **Senses** darkvision 60 ft., *detect psionics*; Perception +18

Racial Buoyancy -5; Depth Tolerance: 600 feet

#### DEFENSE

AC 21; touch 14, flat-footed 19 (+2 Dex, +7 natural, +2 size) hp 54 (12d8) Fort +4, Ref +6, Will +11

#### **PR** 19

#### OFFENSE

- Speed 20 ft.
- **Melee** 2 claws +11 (1d4-3)
- Special Attacks mental drain
- **Psi-like Abilities** (ML 12, Concentration +17) At will-*detect psionics*
- **Powers Known** (ML 12, 156 PP, Concentration +17) 6<sup>th</sup> level-fuse flesh (DC 21), disintegrate (DC 21), mind switch (DC 21), temporal acceleration
  - 5<sup>th</sup> level-catapsi (DC 20), ectoplasmic shambler, mind probe (DC 20), psychic crush (DC 20)
  - 4th level-mind control (DC 19), mindlink, thieving (DC 19), mindwipe (DC 19), personality parasite (DC 19)
  - 3<sup>rd</sup> level-dispel psionics, empathic transfer, hostile (DC 18), energy retort (DC 18), false sensory input (DC 18)
  - 2nd level-brain lock (DC 17), cloud mind (DC 17), read thoughts (DC 17), swarm of crystals (DC 17)
  - 1<sup>st</sup> level-crystal shard, empathic connection (DC 16), mindlink, mind thrust (DC 16)

#### STATISTICS

- Str 4, Dex 14, Con 10, Int 21, Wis 17, Cha 19 Base Atk +9; CMB +11; CMD 21 Feats Combat Expertise, Combat Manifestation, Empower Power, Maximize Power, Psicrystal
- Affinity, Psionic Body Skills Autohypnosis +18, Climb +12, Knowledge (psionics) +20, Perception +18, Spellcraft +20, Stealth +25, Survival +18, Use Magic Device +16
- Languages Aklo, Aquan, Clickclack, Common, Dagonite, Draconic

#### ECOLOGY

**Environment** any aquatic **Organization** solitary or pair **Treasure** standard

#### SPECIAL ABILITIES

Mental Drain (Su): Once per round as a standard action, a cerebral crab may focus its attention on a single creature. That creature must make a DC 20 Will save. If failed, the cerebral crab raids the victim's mental faculties, inflicting one of the following effects:

- The target takes 1d4 points of Intelligence damage. The crab gains an enhancement bonus to its own Intelligence score of the same amount for 24 hours.
- The target loses up to 2d6 ranks in an Intelligence based skill for 24 hours. The crab temporarily gains the same amount of ranks in that skill for the same duration.
- If the victim has power points, it may drain 2d6 power points and add them to its own total. The stolen power points are recovered normally.
- If the victim knows any psionic powers, they lose knowledge of one power of the crab's choice for 24 hours. The crab gains knowledge of that power for the same duration.
- **Psionics:** A cerebral crab possesses the psionic powers of a telepath with a level equal it its HD.

Greatly underestimated, cerebral crabs are often viewed as dangerous vermin, if they are noticed as anything more than unusually large and morbid hermit crabs. In truth, the crabs are highly intelligent and deadly plotters, unnaturally hardy, and possessing a deeply evil nature. Cerebral crabs attempt to dominate and weaken all creatures around them, with the goal of controlling large areas of the sea floor. Cerebral crabs speak several languages in small, bubbly voices.

Cerebral crabs are well aware of the limits imposed by their size, and use mentally controlled pawns and well paid fighters to battle for them. Ideally the crab is never even noticed in combat, hidden away draining the knowledge and powers of its foes. If discovered, it blasts its foes with psionics, and attempts to escape deep into the corals and rocks where it makes its home.

A cerebral crab dwells within the skull of the most powerful foe it has overcome, as both a trophy and home. Dark rumors spread of crime webs reaching over hundreds of leagues, headed by a cerebral crab that feasts on the hidden knowledge of its foes. Rare tales are also told of crabs that have learned how to retain that which they steal from their victims forever.



# Demon, Jormungandi

Its lower half—four writhing tentacles. Two horns glow menacingly on its head, above a massive, dagger-toothed maw. Muscle-bound arms at its side terminate in immense claw-fingered hands. In its eyes–

CR 14

the madness of the abyss.

#### Jormungandi

XP 38,400

CE Large outsider (aquatic, chaotic, demon, evil, extraplanar, psionic)

#### Init +2; Senses darkvision 60 ft.; Perception +17

Racial Buoyancy -100; Depth Tolerance Immune to pressure

#### DEFENSE

AC 29; touch 11, flat-footed 27 (+2 Dex, +18 natural, -1 size) hp 203 (14d10+126)

#### Fort +18, Ref +11, Will +8

**DR** 10/good; **Immune** cold, electricity, poison; **Resist** acid 10, fire 10

#### **PR** 25

OFFENSE

#### Speed 20 ft., swim 40 ft.

**Melee** bite +26 (2d6+13), 2 claws +26 (1d8+13), gore +26 (1d8+13), 4 tentacles +24 (1d6+6 plus grab)

- Special Attacks constrict (1d6+6), oversized attacks, thicken water
- Spell-Like Abilities (CL 14; concentration +19)
  - At will-chaos hammer (DC 19), deeper darkness, dispel magic, greater teleport (self plus 50 lbs. of objects only), unholy blight (DC 19)
  - 3/day-cat's grace, vampiric touch
  - 1/day-black tentacles, summon (level 4, 1-2 hezrous 75% or 1 jormungandi 25%)
- Psi-Like Abilities (ML 14, concentration +16)
  - At will-ego whip (3d4 points of damage, DC 18), energy ray (3d6 damage), entangling ectoplasm (break DC 19, up to Colossal size), dispel psionics (area dispel)
  - 3/day-energy retort (DC 15, 10 minutes), death urge (DC 19, 4 rounds), touch sight (100 ft. radius)
  - 2/day-exhalation of the cacophony dragon (DC15, 7d6 damage), grip of iron (+10 bonus)
  - 1/day-claws of the vampire, control body (DC16, Large size, non-staggered), true venom (DC 16)

STATISTICS

**Str** 36, **Dex** 15, **Con** 29, **Int** 15, **Wis** 18, **Cha** 20 **Base Atk** +14; **CMB** 28; **CMD** 40

Feats Combat Reflexes, Multiattack, Greater Psionic Fist, Power Attack, Psionic Fist, Reckless Offense, Wounding Attack

- Skills Acrobatics +15, Autohypnosis +17, Bluff +19, Intimidate +19, Knowledge (planes) +16, Knowledge (psionics) +16, Perception +17, Sense Motive +17, Stealth +14
- Languages Abyssal, Celestial, Draconic; telepathy 100 ft.

#### SQ compact ECOLOGY

Environment Abyss (any aquatic) Organization solitary, pair, school (3-5) Treasure standard SPECIAL ABILITIES

**Compact (Ex):** Jormungandi are partly boneless, and can contort their joints so that they can fit into Medium sized places without difficulty.

- Oversized Attacks (Ex): A jormungandi possesses massive hands and jaws, dealing damage as if it were a Huge creature, and allowing it to use Huge weapons and items.
- Thicken Water (Su): As a standard action a jormungandi may thicken a 10 foot radius of water within its line of sight into a viscous gel. Creatures in the area may make a DC 22 Reflex save to get free of the area before it thickens. Creatures trapped within the area have their movement reduced by to one fourth their normal and are staggered.

Jormungandi are demons of vast physical power and possessing the black humor of a serial killer. They are fond of lurking within sight of intelligent creatures, and driving them mad with their powers, until they grow bored with the game and rise to destroy all they see. Jormungandi are frequently summoned as living war machines, with their "masters" woefully underestimating the demon's intelligence. Such summoners are often the jormungandi's first victim in a long reign of terror.

While powerful enough to take on a small army, most jormungandi prefer to skulk in holes and crevasses that would normally be too small for a creature of their bulk. They manipulate and harass their targets until discovered, at which time they attack in earnest. They freely use their thicken water ability to lock down distant foes while tearing apart any targets within reach.

Jormungandi claim to be the court jesters of a demon lord that takes the form of a unimaginably vast sea serpent on an aquatic layer of the Abyss. Every time they mock a foe before devouring them is a devotion to this creature. Some of those skilled and lucky enough to survive an encounter with a jormungandi tell tales of the demons summoning fiendish sea serpents and using other profane powers under the dominion of their scaled patron, and worry about the rise of a deadly new evil in the dark waters.

# Dragon (Song), Chant

The dragon swooping through the water before you is both great and terrible. Its long body resembles the sea-going reptiles of the past, sporting flippers in place of limbs. On the end of its powerful neck is an armor plated head, which resembles nothing less than a massive nautilus.

Chant Dragon
LE dragon (aquatic, psionic, sonic)
Racial Buoyancy 0; Depth Tolerance: 1200 feet
BASE STATISTICS
CR 4; Size Tiny; Hit Dice 5d12
Speed 20 ft., swim 40 ft.
Natural Armor +3; Breath Weapon cone, 2d6 sonic
Str 14, Dex 13, Con 14, Int 10, Ŵis 11, Cha 13
ECOLOGY
Environment any ocean
Organization solitary, pair
Treasure triple
SPECIAL ABILITIES
Breath Weapon (Su): Chant dragons have a single breath
weapon, a reverberating cone of sound.
Computing (Fy) A shart dragen has total control of the color

- **Camouflage (Ex):** A chant dragon has total control of the color and shape of its skin, allowing it to conceal itself against nearly any background, or appear as a part of an existing rock formation or sunken ship. It receives a +10 bonus to its Stealth checks while concealed in this manner.
- **Caustic Ink (Su):** An old chant dragon can spray a 100 ft. line of caustic ink once every 1d4 rounds. The ink deals acid damage equal to the dragon's breath weapon to all creatures struck, with a reflex save equal to the dragon's breath weapon DC for half damage. The ink disperses into a 100 ft. cloud that grants total concealment to creatures within it. Any creatures inside the cloud, save for the chant dragon that created it, take 2d6 acid damage every round they are within the cloud. The cloud lasts for 2d8 rounds, and is quite heavy; being moved only by strong currents. This is a standard action.
- Chant (Su): If a creature is struck by a chant dragon's breath weapon, the dragon may cause it to utter a sonorous chant. Creatures with an Intelligence score of 3 or greater that are able to vocalize must make a Will save when struck by the dragon's breath weapon (DC is the same as the breath weapon). Failure means that the victim begins to chant. Chanting targets take a -2 to attack rolls, skill checks, and Will saves. This increases to -4 when the dragon becomes an adult, and -6 when it becomes ancient. An affected victim may attempt to cease chanting each round by spending a fullround action to attempt another Will save. The effect continues until the save is made, or the victim is rendered unable to speak. If the dragon is maintaining concentration on a spell or psionic ability, it may link that ability to the chant, causing the effect to persist as long as at least one affected victim continues to chant (up to its normal duration).
- **Constrict (Su):** A adult chant dragon may attempt to grapple a creature of its size or smaller after a successful bite attack, dealing its tentacle damage every round.
- **Dazzle (Su):** A juvenile chant dragon can rapidly flash brilliant colors and patterns across its flesh, dazzling all who look upon it. Creatures within 10 feet per age category that can see the dragon must make a Will save (DC 10 + half the dragon's HD + its Cha modifier) or be dazzled for one round. Using Dazzle is a swift action for the chant dragon.
- Jet (Ex): A chant dragon can jet backwards as a full round action, at a speed of 280 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.
- Psi-like Abilities (Sp): A chant dragon gains the following psilike abilities, usable upon reaching the listed age category. Very young-at will-detect psionics, young-4/day-grip of iron, juvenile- 2/day-inertial barrier, adult-2/day-psychofeedback, ancient-1/day time regression.

Sweeping Grab (Ex): A great wyrm chant dragon may, as a full round action, sweep its tentacles through up to four interconnected five-foot squares within its reach,

dealing its tentacle damage and making a grapple check against each creature within those squares. Targets that are two sizes or more smaller than the dragon can be transferred to the dragon's mouth as a free action on the dragon's next initiative, dealing automatic bite damage, or be constricted. **Summoning (Sp):** A mature adult or older chant dragon may summon 1 giant squid, or 3d4 sharks, or 1 dire shark, or 1d2 tylosaurs twice per day.

tylosaurs twic	e per day.		
Age Category	Special Abilities	ML	
Wyrmling	Camouflage, chant, jet	_	
Very young	Detect psionics	-	
Young	Grip of iron	-	
Juvenile	Inertial barrier, dazzle	1	
Young adult	DR 5/magic, spell resistance	3	
Adult	psychofeedback, constrict	5	
Mature adult	DR 10/magic, summoning	7	
Old	Caustic ink	9	
Very old	DR 15/magic	11	
Ancient	Time regression	13	
Wyrm	DR 20/magic	15	
Great wyrm	Sweeping grab	17	
YOUNG CHANT	DRAGON	CR 8	
XP 4,800			
,	zon (aquatic, psionic, water)		
	tect psionics, dragon senses; Perception +	+13	
DEFENSE			
	flat-footed 19, (+9 natural)	-	
hp 94 (9d12+36)			
<b>Fort</b> +10, <b>Ref</b> +6,	Will +9		
Immune paralysi			
OFFENSE	<u> </u>		
Speed 20 ft., swin	m 60 ft.: jet 280 ft.		
	s +15 (1d6+6), or bite +15 (1d8+9)		
Space 5 ft.; Reach			
	preath weapon (30 ft. cone, DC 18, 6d6 s	onic).	
chant DC 18			
	(ML 9, concentration +10)		
At will-detect p			
	ron (+8 bonus)		
STATISTICS	(10 201142)		
	on 18, Int 12, Wis 13, Cha 15		
Base Atk +9, CM			
	pertise, Empower Power, Improved Init	tiative.	
Lightning Reflexes, Lunge			
Skills Appraise +10, Autohypnosis +10, Bluff +14, Diplomacy			
+11, Intimidate +11, Knowledge (psionics) +10, Perception			
+13, Sense Motive +10, Stealth +12			
Languages Common, Draconic			
SQ camouflage	,		
~ 0			
ADULT CHANT	DRAGON	CR 12	
<b>XP</b> 19,200		_	
LE Large Dragon	(aquatic, psionic, water)		
Int +3; Senses de	tect psionics, dragon senses; Perception +	⊦21	
Aura frightful pr	esence (180 ft., DC 21)		
DEFENSE			
AC 26; touch 8, fl	at-footed 26 (-1 Dex, +18 natural -1 size	)	
hp 187 (15d12+90	))		
Fort +15, Ref +10			
DR 5/magic; Im	mune paralysis, sleep; PR 23		
OFFENSE			
Speed 20 ft., swin			
Melee 4 tentacles	s +23 (1d8+9), and tail slap +18 (1d8+13)	), or bite	
	and tail slap +18 (1d8+13)		
	ch 5 ft. (10 ft. with bite and tentacles)		
	preath weapon (40 ft. cone, DC 23, 12d6	sonic),	
	strict (1d6+6), dazzle DC 21	<i>,,</i>	
	ties (ML 15, concentration +18)		
At will-dete			
	of iron (+11 bonus)		
2/day-inert			
	ML 5 <sup>th</sup> , 32 power points, concentration	+8)	
	tment, concussive onslaught (DC 16), dispe		
	onic blast (DC 16), share vain, forced (DC		

psionics, psionic blast (DC 16), share pain, forced (DC 16) 2nd-cloud mind (DC 15), ego whip (DC 15), id insinuation (DC 15) 1st-deceleration (DC 14), energy ray, entangling ectoplasm

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#### STATISTICS

#### **Str** 28, **Dex** 9, **Con** 22, **Int** 16, **Wis** 17, **Cha** 19 **Base Atk** +15, **CMB** +25, **CMD** 35

- Dase Alk +15, CIVID +25, CIVID 55
- Feats Combat Expertise, Empower Power, Improved Initiative, Lightning Reflexes, Lunge, Open Minded, Opportunity Power, Power Attack
- Skills Appraise +18, Autohypnosis +20, Bluff +22, Diplomacy +18, Intimidate +21, Knowledge (psionics) +20, Perception +21, Sense Motive +19, Spellcraft +20, Stealth +13, Use Magic Device +21
- Languages Aquan, Cephalite, Common, Draconic SQ camouflage

#### ANCIENT CHANT DRAGON

#### CR 1'

#### **XP** 102,400

LE Huge Dragon (aquatic, psionic, water) Int +2; Senses *detect psionics*, dragon senses; Perception +30 Aura frightful presence (300 ft., DC 28)

#### DEFENSE

AC 36; touch 6, flat-footed 36; (-2 Dex, +30 natural, -2 size) hp 333 (23d12+184) Fort +21, Ref +13, Will +18 DR 15/magic; Immune paralysis, sleep; PR 28



#### OFFENSE

OTTENDE
Speed 20 ft., swim 60 ft., jet 280 ft.
Melee 4 tentacles +34 (2d6+13), and tail slap +29 (2d6+19), or bite
+34 (2d8+19), and tail slap +29 (2d8+16)
Space 15 ft.; Reach 5 ft. (15 ft. with bite and tentacles)
Special Attacks breath weapon (50 ft. cone, DC 29, 20d6 sonic),
caustic ink (DC29), chant DC 28, constrict (2d6+13), dazzle DC 28
Psi-like Abilities (ML 23, Concentration +28)
At will-detect psionics
4/day-grip of iron (+19 bonus)
2/day-inertial barrier
1/day-time regression
Powers Known (ML 13th, 179 power points, concentration +18)
5th-ectoplasmic shambler, psychic crush (DC 20)
4th-correspond, emphatic feedback (DC 19), telekinetic maneuver,
wither (DC19)
3rd-body adjustment, concussive onslaught (DC 18), dispel
psionics, energy retort (DC), mental barrier, psionic blast (DC
18), share pain, forced (DC 18)
2nd-cloud mind (DC 17), ego whip (DC 17), id insinuation (DC 17)
1st-deceleration (DC 16), energy ray, entangling ectoplasm
STATISTICS

#### Str 36, Dex 6, Con 27, Int 20, Wis 21, Cha 23 Base Atk +23, CMB +38, CMD 46

- Feats Cleave, Combat Expertise, Combat Manifestation, Empower Power, Improved Initiative, Lightning Reflexes, Lunge, Open Minded, Opportunity Power, Power Attack, Psionic Meditation, Vital Strike
- Skills Appraise +27, Autohypnosis +29, Bluff +30, Diplomacy +26, Intimidate +29, Knowledge (psionics) +29, Knowledge (arcana, local) +15, Perception +30, Sense Motive +28, Spellcraft +29, Stealth +15, Use Magic Device +29

Languages Aklo, Aquan, Cephalite, Common, Dagonite, Draconic

**SQ** camouflage, summoning

Cunning, egotistical, and manipulative, chant dragons use their raw power and mental abilities to dominate lesser creatures. They frequently install themselves as rulers or even god figures within the cities of humanoids, ruling with black hearts and minds of iron. They often allow their subjects to plot rebellion, just to prevent boredom. Their dignity, wealth, and status mean nearly as much as their lives.

Chant dragons find combat distasteful, and prefer controlling their foes or, if they must, bribing them. They will marshal whatever lesser beings that they control into battle for them while they lurk on the edges of the combat, scooping up the injured in their tentacles.

For all their bejeweled tyranny, chant dragons hoard information about the arcane as much as they horde slaves and gold. They will happily act as sages for the right price, and many grant aid in the form of equipment and slaves for a substantial cut of the haul. They are just as likely to investigate the claims of a party of adventurers themselves, sending their own agents or even personally arriving as they see fit.

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# Sel, Nightmare

This sleek black eel moves with grace and power through the deep sea. Its body is pure, undulating muscle; its eyes are unnerving points of crimson red that seem to steal your very breath.

#### NIGHTMARE EEL

XP 1,600



N Large magical beast (aquatic)

Init +8; Senses darkvision 60 ft., low-light vision; Perception +13

Racial Buoyancy -150; Depth Tolerance 1,200 feet DEFENSE

AC 18, touch 14, flat-footed 13 (+4 Dex, +4 natural, +1 dodge, -1 size modifier) hp 52 (8d10+8) Fort +7, Ref +10, Will +4 Immune fear effects

#### OFFENSE

Speed 20 ft., swim 60 ft. Melee bite +11 (2d6+6 plus poison) Special Attacks fear gaze (DC 16) Space 10 ft.; Reach 5 ft.

STATISTICS

#### Str 18, Dex 18, Con 13, Int 12, Wis 14, Cha 15 Base Atk +8; CMB +6 CMD 16 Feats Dodge, Improved Initiative, Improved Natural Attack, Lunge

Skills Acrobatics +15, Perception +13

Languages Common

SQ psionic scent

#### ECOLOGY

**Environment** temperate seas **Organization** solitary or pair **Treasure** none

#### SPECIAL ABILITIES

- Fear Gaze (Su) Any creature within 30 feet of a nightmare eel may be subject to its gaze. Creatures thus affected who fail to make a DC 16 Will save become *shaken* for 2d4 rounds. Targets that successfully resist a particular nightmare eel's gaze are immune to that eel's stare for 24 hours. The save's DC is Charisma-based.
- Nightmare Poison (Ex) Injury; *save* Fort DC 15; *frequency* 1/round for 4 rounds; *effect* 1d3 Wis damage plus 2d6 power point drain; *cure* 2 saves. Drained power points are immediately converted into temporary hit points for the nightmare eel.

**Psionic Scent (Su)** A nightmare eel can unerringly detect creatures who have a reserve of psionic power points. The eel can see all such creatures within 100 feet as if it were using the *detect psionics* power in conjuction with *true seeing*.

Despite being fairly solitary creatures, the presence of a nightmare eel can easily incite fears. These creatures' very form screams predator - large envenomed fangs that shine even more deadly against midnight black scales, red eyes that never waver or blink, and a voice that sends shivers down the proudest warrior's spine.

Nightmare eels have keen intellects, but they are not social creatures. They rarely interact with civilized species except to hunt them; they rarely congregate amongst their own except to mate. This preference for privacy is no doubt driven by the fact both their venom and their ability to unerringly detect psionic usage is sought for study and sale by psions, wizards, and unscrupulous merchants.

Pisceans believe that eating the flesh of these creatures will help them conceive psionic offspring, which are considered a great asset in the ongoing fight against aberrant creatures. They often partake in extremely dangerous fishing expeditions to bring back the meat of this eel, which fetches a steep price in the Piscean market.



# Frog, Brill

What at first seemed to be a large pile of glowing rubies turned out to be a large, mauve-colored frog with searing pinpoints of

**BRILL FROG** 



LN Large outsider XP 2,400 (aquatic, earth, elemental, psionic)

Init +5; Senses darkvision 60 ft., tremorsense 15 ft.; Perception +11 Racial Buoyancy -2050; Depth Tolerance 600 feet

#### DEFENSE

AC 20, touch 14, flat-footed 15 (+5 Dex, +6 natural, -1 size) hp 68 (8d10+24)

Fort +11, Ref +11, Will +4

DR 5/bludgeoning; Immune elemental traits, steam, cold; **Resist** electricity 5

#### OFFENSE

Speed 30 ft., burrow 20 ft., swim 10 ft. (with aid of float power, the frog's buoyancy prevents it from swimming otherwise) Melee bite +12 (1d10+3 plus grab)

Space 10 ft.; Reach 10 ft.

- Special Attacks swallow whole (1d10 bludgeoning, AC 12, 2 hp)
- Psi-Like Abilities (ML 8th)
  - At will—control object, control sound, detect psionics, empty mind, float, mind thrust (2d10, DC 13) 3/day—fold space

#### STATISTICS

Str 14, Dex 21, Con 17, Int 6, Wis 11, Cha 10 Base Atk +8; CMB +11; CMD 26 Feats Combat Reflexes, Great Fortitude, Iron Will, Weapon Finesse Skills Acrobatics +16, Appraise +15, Perception +11, Stealth +16;

#### Racial Modifiers +4 Stealth ECOLOGY

Environment subterranean shores Organization solitary or knot (2-5) Treasure double goods (gems only)

Brill frogs often bury themselves in the sand, with only the very tip of their gem-like backs exposed, waiting for something to come close and investigate. They will generally ignore curious animals, preferring to attack sentient creatures. Their goal, like many simple beasts, is food; they subsist on precious gems and pearls. They often kill their prey, and later pick it over for its preferred food. They will even consume metal, though it provides limited nourishment. A partially digested victim, who was swallowed whole, will be regurgitated later to be picked over at the frogs leisure. The frog often keeps a small cache of gemstones for both food storage and to attract potential mates.

Despite their appearance and simple needs, brill frogs are particularly clever creatures with a myriad of hunting tactics. While the most common hunting ploy is the lure method, it will occasionally change this up in areas that have become wary of the frog's presence. Using its psionic powers, it will levitate gems or precious items, mislead with muffled cries for help, or simply charge in from underground and attack. The frog will actively seek out psionic victims, as it finds gems that are psionically charged to be particularly tasty. If the battle goes sour, the brill frog will use *fold space* to teleport to a secret underground tunnel.

# Melusine, Low-mind

This heavily muscled humanoid has deep gray flesh, and a fishlike face. Its eyes glow a haunting blue, as do the eye-spots around its eyes. It ignores you as it carries a heavy load upon its back.

#### LOW-MIND MELUSINE



LN Medium Humanoid (aquatic, psionic)

Init +1; Senses dark vision 60 ft.; Perception +8 Racial Buoyancy: -170, Depth Tolerance: 3,000 feet

#### DEFENSE

**XP** 600

AC 14; touch 11, flat-footed 13 (+1 Dex, +3 natural) hp 22 (3d8+9)

Fort +4, Ref +2, Will +2

#### **OFFENSE**

Speed 30 ft.; swim 20 ft. Melee short spear +7 (1d6+5) Ranged short spear +3 (1d6+5) Psi-Like Abilities (ML 2, concentration +2) 1/day-biofeedback, call weaponry

#### **STATISTICS**

Str 20, Dex 13, Con 15, Int 10, Wis 12, Cha 11 Base Atk +2; CMB +7; CMD 18 Feats Power Attack, Toughness Skills Climb +10, Perception +8 Languages Common SQ compound eyes, depth resistance, will of the overmind ECOLOGY

Environment any aquatic Organization solitary, pair, unit (5-50)

Treasure standard

SPECIAL ABILITIES

- Compound Eyes (Ex): Low- minds have compound eyes, granting them a +2 racial bonus to Perception checks.
- Depth Resistance (Ex): Low-minds are designed to travel between the depths and the surface, and are immune to changes in pressure.
- Will of the Overmind (Ex): Low-minds are genetically programmed to ignore mental influences other than that of their overminds, and gain a +5 racial bonus on all mind affecting effects coming from sources other than overminds.

Melusine low-minds are the workhorses and soldiers of their species. Despite being intelligent, they possess little sense of self, and act as drones in an insect colony. They obey their overminds without question, and freeminds are obeyed as long as their orders do not contradict those of an overmind.

Low-minds don't carry their weapons, instead summoning them to their hands psionically. On their own, low-minds attack in a horde; when guided by an overmind, they follow orders with exacting care. Even though they are of the lowest caste, the melusine still regard the low-minds with a great deal of respect. Unlike many enslaved people, the low-minds are not truly of a different race or creed. Instead, they are the children of the free-minds and the overminds. Many see this relationship as similar to a pet and its owner- a mutual fondness with a strict understanding that the owner has a much higher status than the owned.

Low-Minds are mostly utilized as unskilled labor. Hunting, tending kelp farms, building, and scavenging the shorelines for salvage are all common duties. They serve as the bulk of a melusine colony's combat troops, although extended campaigns tend to make low-minds somewhat rebellious and free thinking. Being sexless, they are not seen as contributing to the future of the race, and problem low-minds are ruthless dominated or destroyed out of hand.



# Melusine, Overmind

This strange merfolk has three eyes that glow a brilliant green, as well as numerous glowing eye-spots dotting its face. Its powerful body ends in a forked tail.

#### **OVERMIND MELUSINE**

CR 5

LN Large Monstrous Humanoid (aquatic, merfolk, psionic) Init +1; Senses dark vision 60 ft.; Perception +13 Racial Buoyancy: -170, Depth Tolerance: 3,000 feet

#### DEFENSE

XP 1,600

AC 18; touch 10, flat-footed 17 (+1 Dex, +4 armor, +4 natural, -1 size)

hp 51 (6d10+18)

Fort +5, Ref +6, Will +7

Weakness light sensitivity, pressure sensitive

#### OFFENSE

Speed swim 40 ft.; 30 ft. in armor Melee mw ichida +10 (1d6+6/19-20 x2)

Special Attacks melusine willbreaker, third eye

Space 10 ft.; Reach 5 ft.

Psi-Like Abilities (ML 8, Concentration +14)

1/day-fear cascade (DC 16), vanishing strike Powers Known (CL 6, 53 PP, Concentration +12) 3rd level-dispel psionics, energy blast (DC 19), psionic blast (DC 19), time hop 2<sup>nd</sup> level-biofeedback, cloud mind (DC 18), ego whip

(DC 18, id insinuation (DC 18), thought shield 1st level-broker, demoralize (DC 17), entangling ectoplasm, mind thrust (DC 17)

#### STATISTICS

#### Str 18, Dex 12, Con 16, Int 23, Wis 15, Cha 13 Base Atk +6; CMB +11; CMD 22

Feats Deep Impact, Endowed Mind, Psicrystal Affinity

Skills Autohypnosis +11, Bluff +7, Diplomacy +7, Intimidate +10, Knowledge (arcane) +12, Knowledge (psionics) +15, Perception +13, Stealth +2, Use Magic Device +7

Languages Aquan, Common, Dagonite, Delatari, Draconic, Nixish, Lok'tar

SQ compound eyes, natural psion, resilience

#### ECOLOGY

**Environment** any aquatic

- Organization solitary, pair, council (3 overminds plus 4-12 free-minds, and 8-24 low-minds)
- Treasure standard (scaly armor, masterwork ichida, other gear)

#### SPECIAL ABILITIES

Compound Eyes (Ex): Overminds have compound eyes, granting them a +2 racial bonus to Perception checks.

- Melusine Willbreaker (Ex): All non-overmind melusines take a -4 to all Will saves vs. the psionic powers of an overmind.
- Natural Psion (Ex): Overminds treat Autohypnosis and Knowledge (psionics) as class skills, as well as possessing the psionic powers of a psion of a level equal to their Hit Dice.
- Pressure Sensitive (300 feet): Overminds are highly acclimated to extreme depths, and suffer from low pressure. Treat this as if they exceeded their pressure range above depths of 300 feet.
- Resilience (Ex): When an overmind takes damage, it may spend power points to reduce its severity. As an immediate action it may reduce the damage it is about to take by 4 hit points per 1 power point spent.
- Third Eye (Su): All overminds possess a mystic third eye that possess potent psionic power. Once every 1d4 rounds may generate one of the following effects, up to twice a day each: brain lock, compelling voice, control body, fate link, mind control, or psychic drain. All powers have a Will save, DC 19 to resist. The save DC is Intelligence based.

Melusine overminds are the enigmatic rulers of their race. They rarely meet with outsiders, preferring to direct their society from the shadows. They are responsible for keeping extensive records of breeding history, ensuring an even mix of all the melusine forms. They also plot their defenses against the nommo.

Overminds keep a constant group of loyal bodyguards around themselves, disdaining personal combat. They do train for battle, however, and show no mercy when they are forced to do battle. They often try to scatter and control their foes with their mental powers, and flee if they use up all their daily uses of their third eye.

Overminds often appear emotionless and alien to other races, and they go to lengths to retain that image. They have found it helps to ensure the privacy of their race, which is one of their main goals. They offer little help or interference to creatures passing through their waters, even if travelers claim to offer assistance against the nommo. Any trade that occurs within their dark waters happens between a series of intermediaries, with as few melusines being directly involved as possible.

# Mindshrimp, Swarm

What began as a few dozen glowing, beautiful shrimp swimming around you has become a sparkling wall of vermin.

CR 5

#### MINDSHRIMP SWARM



N Fine Vermin (aquatic, psionic, swarm)

**Init** +4; **Senses** darkvision 60 ft., *detect psionics*; Perception +0

Racial Buoyancy 0; Depth Tolerance: 1,200 feet

#### DEFENSE

XP 1,600

AC 22; touch 22, flat-footed 18 (+4 Dex, +8 size)

hp 32 (6d8+6)

Fort +5, Ref +6, Will +3

**Defensive Abilities** swarm traits; **Immune** mind-affecting effects, weapon damage

#### OFFENSE

#### Speed swim 30 ft.

Melee swarm (2d6 plus distraction and power drain)
Special Attacks distraction (DC 15), power drain
Space 10 ft. Reach 0 ft.
Psi-like Abilities (ML 6, concentration +8) constant-detect psionics

at will-*dimension slide, matter agitation* (targets within swarm only), *telepathic lash* (6 HD, DC 17)

STATISTICS

Str 1, Dex 18, Con 12, Int -, Wis 13, Cha 15

Base Atk +4; CMB -; CMD -

ECOLOGY

**Environment** any aquatic **Organization** solitary, pair, infestation (3-10) **Treasure** incidental

#### SPECIAL ABILITIES

**Power Drain (Su):** A mindshrimp swarm that deals damage to a target with power points also drains 2d6 power points from the victim, adding those points to its hit point total. Hit points above the swarm's maximum disappear at a rate of 1 hp per round.

Mindshrimp swarms typically appear as harmless, if strange looking, shrimp. Each shrimp has a crystalline carapace that is both beautiful and fragile. When the swarm detects a creature with psionic powers, it masses into a fierce attack, feeding off the mental energy of its victim.

A swarm of mindshrimp attack psionic creatures before all other targets, feeding on both their flesh and their power. They will attempt to boil any creature that fights back too strongly.

Mindshrimp are a rare and popular food item, savored by those wealthy enough to purchase them. The difficulties and dangers of attempting to capture mindshrimp mean a sale price of 10 gp. per pound in areas where they are most common. A clean undamaged shell is worth 1gp.

# Psionopod

This creature looks like a translucent free swimming octopus, with a tall mantle studded with dexterous tentacles. A pair of thicker tentacles hangs below its golden eyes. Streams of glowing energy dart through the creature's body. Six long arms ending in hand-like appendages reach through the dark water.

**CR 10** 

#### **PSIONOPOD**

**XP** 9.600

NE Large Aberration (aquatic, psionic) Init +3; Senses darkvision 60 ft., detect thoughts; Perception +23 Racial Buoyancy -110; Depth Tolerance 4,500 feet Pressure Sensitivity 400 feet DEFENSE AC 24; touch 12, flat-footed 21 (+3 Dex, +12 natural, -1 size) hp 135 (15d8+68) Fort +7, Ref +6, Will +12 **PR** 21 OFFENSE Speed swim 30 ft. Melee 6 arms +13 (1d8+6 plus grab), and 2 tentacles +7 (1d6+3 plus grab) Space 10 ft.; Reach 10 ft. (20 ft. with arms) Special Attacks draining grip, constrict 1d6+6 Psi-like Abilities (ML 10, Concentration +17) At will-detect thoughts Powers Known (ML 10, 123 PP, Concentration +17) 5th level-catapsi (DC 22), pierce the veils, psychic crush (DC 22), shatter mind blank (DC 22), tower of iron will 4th level-empathic feedback (DC 21), fold space, mindwipe (DC 21), telekinetic maneuvers 3rd level-dispel psionics, energy burst (DC 20), psionic blast (DC 20), ubiquitous vision 2<sup>nd</sup> level-cloud mind (DC 19), id insinuation (DC 19), mental disruption (DC 19), recall agony (DC 19)

1<sup>st</sup> level-energy ray, entangling ectoplasm (DC 18), force screen, mind thrust (DC 18)

#### STATISTICS

#### Str 23, Dex 17, Con 18, Int 24, Wis 21, Cha 20

Base Atk +7; CMB +12 (+16 grapple); CMD 25

- Feats Psionic Body, Psionic Fist, Psionic Meditation, Unavoidable Strike, Weapon Focus (arm)
- Skills Acrobatics +23, Autohypnosis +21, Intimidate +23, Knowledge (arcana) +22, Knowledge (psionics) +25, Perception +23, Spellcraft +25, Stealth +17, Survival +23, Use Magic Device +20
- Languages Aklo, Aquan, Cephalite,, Ceti, Common, Dagonite, Draconic, Nixish; telepathy 50 ft.
- SQ summoning cloud, tenacious grapple ECOLOGY

#### Environment any aquatic **Organization** solitary Treasure standard

SPECIAL ABILITIES

Draining Grip (Su): If a psionopod grapples a foe with its arms, it may choose to inflict one of the following effects with every successful grapple check:

- It may drain 2d4 power points from the victim's reserve, adding them to its own total. Power points above its maximum are lost the next time the psionopod regains power points normally.
- It may steal one arcane spell if the victim is a spellcaster. The stolen spell is chosen at random from the highest level of spells the victim can cast. The psionopod gains the stolen spell as a psi-like ability, losing it after it is manifested.
- It may deal 1d4 points of Intelligence damage to the victim, gaining a like amount of temporary hit points for an hour.
- It may blast pure psionic energy into the victim. This attack deals damage equal to the number of power points the psionopod spends, with a Will save (DC 25) for half damage.
- A victim with no Intelligence score is immune to all of these effects.

- Psionics: A psionopod possesses the psionic powers of a 10th level psion. In addition psionopods always treat Autohypnosis as a class skill.
- Summoning Cloud (Su): Once per day, a psionopod may release a cloud of ectoplasmic ink as a swift action. The cloud assumes the shape of the psionopod, and acts as a 9<sup>th</sup> level *astral construct*.
- Tenacious Grapple (Ex): Psionopods do not gain the grappled condition when grappling a foe with its arms.

Psionopods are deep dwelling horrors that feed upon the intelligence of other creatures. They are aggressive predators that travel up the water column in search of more intelligent prey than the simple sea life that makes up the bulk of their diet. Psionopods believe they are a creation above all other life in the sea, but are well aware that there are creatures that are more powerful than they, and never allow foolish actions or anger risk their existence.

Psionopods prefer to use their superior reach to keep foes distant while feeding upon their minds. They lash foes that get close with their shorter tentacles and their psionic powers. The smaller tentacles that ring its mantle have enough dexterity to use items such as rings, wands, or even the rare staff (with the same number of item slots as a humanoid). Most psionopods hold their summoning cloud in reserve, in case they have to flee. A few more aggressive specimens manifest it in shortly after beginning combat, using it to batter their most dangerous foes.

Psionopods speak in deep echoing voices through a funnel-like orifice; they have no mouth, feeding only on the mental energy they drain from other creatures. Despite their hunger, they will often share their knowledge with lesser creatures, provided they are given a great deal of flattery, treasure, and at least one creature, the more intelligent the better, on which to feed. Cerebral crabs see themselves as having a great rivalry with psionopods, and resent their similar abilities. Psionopods, for their part, are barely aware that the cerebral crabs exist.



# Plesioan

A strange, long necked reptile darts through the sea. Its long neck ends in a shockingly humanoid face, and its flippers end in digits that resemble fingers. It sneers at you as it banks to attack.

CR 5

#### PLESIOAN XP 1,600



CE Large Monstrous Humanoid (aquatic, psionic) Init +9; Senses dark vision 60 ft.; low-light vision; Perception +9 Racial Buoyancy -155; Depth Tolerance: 600 feet

#### DEFENSE

AC 19; touch 15, flat-footed 13 (+5 Dex, +1 Dodge, +4 natural, -1 size) hp 45 (6d10+12)

Fort +4, Ref +10, Will +6

**Defensive Abilities** uncanny dodge

#### OFFENSE

Speed 10 ft., swim 40 ft.

**Melee** bite +10 (1d6+4) or sea reaver +9 (1d8+3/19-20), and bite +5 (1d6+3)

Space 10 ft.; Reach 5 ft., 10 ft. reach with bite
Psi-Like Abilities (ML 6, Concentration +18)
At will-absorb weapon, telepathic lash (DC 12, up to 8 HD)
3/day-dimension swap, inflict pain (DC 15, 2 targets)
2/day-mind thrust (DC 15, 5d10), psionic blast (DC 15)
1/day-fear cascade (DC 16), vanishing strike
STATISTICS

Str 16, Dex 20, Con 14, Int 11, Wis 13, Cha 15
Base Atk +6; CMB +10; CMD 25
Feats Combat Manifestation, Dodge<sup>B</sup>, Improved Initiative, Weapon Finesse (bite)
Skills Intimidate +10, Perception +9, Stealth +11, Survival +9
Languages Common, Draconic
SQ precognitive combat

#### ECOLOGY

Environment any aquatic Organization solitary, pair, pack (4-12) Treasure standard SPECIAL ABILITIES

**Precognitive Combat (Su):** Plesioans have an innate precognition that kicks in during combat. At the start of each round, the plesioan can choose to apply an insight bonus to either its attack and damage rolls, or its AC and saving throws. This insight bonus starts at +1, and grows by one for every 3 hit dice the plesioan has above 6.

Plesioans are raiders and pirates, traveling the seas in small nomadic packs. They viciously attack any intelligent beings that seem weaker than themselves, killing for both plunder and pleasure. Plesioans would be as deadly a scourge as the sahuagin from times past, if they would only work together in greater numbers.

Plesioans love combat, swooping around their foes in pairs, one blasting a target with mental power, the other closing in for the kill. They avoid attacking land or ship based targets, well aware that their grace disappears once they are out of the water.

Plesioans have no allies, although they may hire themselves out as (somewhat unruly) mercenaries. A lone plesioan is either a survivor of a pack's destruction, or was cast out for failing to best its pack leader in combat. Packs may rarely join together to assault a large community, but nearly always turn on each other after victory, fighting over the spoils.

# Slurg, Psionic

**PSIONIC SLURG** 

This giant slug has eyestalks capped off with fluorescent orbs. Its skin is rubbery and bulbous, and each movement the creature makes is accompanied by a sickening release of slime.



XP 4,800 N Medium aberration (amphibious, psionic) Init +7; Senses darkvision 60 ft., Perception +12 Aura Psychic static (30 ft., DC 16) Racial Buoyancy -2; Depth Tolerance: 3,200 feet DEFENSE AC 21, touch 14, flat-footed 17 (+3 Dex, +1 dodge, +7 natural) hp 102 (12d8+48) **Fort** +8, **Ref** +9, **Will** +11 **DR** 10/magic OFFENSE Speed 5 ft., swim 20 ft. Melee 2 claws +16 (1d6+7) plus mind slime Special Attacks luring light (DC 15) Psi-Like Abilities (ML 12th) 3/day-attraction, DC 16\*, dimension slide, ego whip (1d4, DC 16\*), fortify, mental barrier, mind thrust (ML 4th, 4d10. DC 16\*) 1/day-body adjustment (heal 1d12\*), ego whip (DC 19) The save DCs are Charisma-based. \*Includes augmentation for the slurg's manifester level. STATISTICS Str 24, Dex 16, Con 19, Int 7, Wis 12, Cha 17 Base Atk +9; CMB +16; CMD 30 Feats Combat Reflexes, Critical Focus, Dodge, Improved Initiative, Iron Will, Lightning Reflexes Skills Perception +12, Stealth +14, Survival +12, Psicraft +13**Languages** none (see telepathy) SQ mind slime, telepathy ECOLOGY Environment temperate seas Organization solitary, pair Treasure standard SPECIAL ABILITIES Luring Light (Su) Three times per day a slurg may emit a trance-

day a slurg may emit a tranceinducing blast of light from its eyestalks. All creatures within a 30 foot radius of the slurg must make a DC 17 Will save or become nauseated for 2d6+2 rounds. Creatures who are nauseated as such must take their move action, and they must move towards the slurg. Creatures that succeed on the saving throw are instead dazzled for one round. The save DC is Charisma-based.

- **Psychic Static (Su)** A psionic slurg's presence has a disruptive effect on the use of psionics. This duplicates the effects of the *catapsi* power with the following exceptions: it costs no power points, concentration, or actions to maintain, and cannot be augmented. Psionic Slurgs are immune to the aura of their own species, but can be affected by the *catapsi* power or other similar effects.
- Mind Slime (Ex) Slurgs produce a thick, oily slime that has the insidious effect of distracting one and wearing away their resolve. Any creature that is struck by a slurg's natural attack, touches a slurg, or comes in contact with a slurg must make DC 16 Fortitude save or suffer a -2 penalty to all Will saves for the period of 1 hour.
- **Telepathy (Su)** A slurg can communicate telepathically with anyone they can see. Language is not a barrier for this communication.

Normal slurgs (CERULEAN SEAS CAMPAIGN SETTING) consider psionic slurgs to be genetic throwbacks to an earlier time in their evolotion. While psionic slurgs are indisputably stronger in combat aptitude, psionic might, and physical prowess, they are considerably less clever. These slurgs are typically used as bodygaurds and laborers in slurg society. While virtually identical in appearance to a normal slurg, the psionic slurg does exhibit minor coloration differences including a brownish-red hide and pale green eyes, as opposed to the yellow-brown or greenish-brown skin and yellow or chartreuse eyes of their modern bretheren.



# Snell

Covered in slimy seaweed and behaving much like a timid dog, this snail-like creature has none of the grace, charm, or wit of a zef, though it looks very similar.

**SNELL** 



#### XP 100

Snell warrior 1 NE Small humanoid (anthromorph, psionic) Init +1; Senses Perception +2 Racial Buoyancy -20; Depth Tolerance: 2,400 feet DEFENSE AC 12, touch 12, flat-footed 11 (+1 Dex, +1 size) hp 4 (1d8) Fort +2, Ref +1, Will -1 Weakness fear of light

#### OFFENSE

**Speed** 10 ft. swim 20 ft. **Melee** slam +1 (1d3-1) or club +1 (1d4-1)

#### Psi-Like Ability (ML 3rd)

3/day- ectoplasmic sheen (DC 14), entangling ectoplasm

#### (DC 14) STATISTICS

Str 9, Dex 13, Con 10, Int 6, Wis 8, Cha 8

#### Base Atk +2; CMB -1, CMD 10

**Skills** Perception +2, Stealth +6

Feats Skill Focus (Perception)

Languages Snell

SQ protective shell

#### ECOLOGY

**Environment** temperate swamps **Organization** solitary, pair, or rout (4-10) **Treasure** incidental

#### SPECIAL ABILITIES

**Fear of Light (Ex):** Snells are inexplicably afraid of bright light. In brightly lit conditions, a snell gains the shaken condition.

**Protective Shell (Ex):** A snell can pull its entire body into the shell on its back as a standard action. While inside the shell, the snell is blinded, and gains DR x/where x equals 5 + the snell 's Hit Dice and character levels. While inside the shell the snell may only take purely mental actions that do not require sight, and coming out of its shell as a standard action, which immediately ends the effects listed above. The snell race has been in decline for centuries, and has essentially devolved into a species of cowardly deviants. They subsist on the refuse of greater races, occasionally raiding small farm communities for valuables and food. Before the zefs, the snells were just another pest race, placed a bit below the boggers as a potential threat.

When the zefs adopted them as their host race, many were offered lavish living arrangements where their every need was catered to. After a few generations of this lifestyle, the domesticated snell is of little threat. Content to be cared for like livestock, it seems either oblivious or indifferent to its eventual fate. The zefs chose the snells for several reasons, including their psionic potential, their slow decline into depravity, and their relatively low intelligence. While the snell body is well-suited to psionic talent, the zefs do not inherit the psi-like abilities of their hosts, which are lost when the snell's brain is absorbed.

# Tidal Scavenger

*A barely bipedal salamander-like creature slips out of the surf. Its smooth skin seems translucent, and wavers about the edges.* 



**XP** 1,600

TIDAL SCAVENGER

N Medium Magical Beast (Aquatic, psionic) **Init** +3; **Senses** Darkvision 60 ft., low light vision, scent; Perception +6

Racial Buoyancy -60; Depth Tolerance: 300 feet

#### DEFENSE

AC 19; touch 14, flat-footed 15 (+3 Dex, +1 Dodge, +5 armor)

hp 45 (6d10+12) Fort +7, Ref +8, Will +4

#### OFFENSE

**Speed** 30 ft., swim 30 ft., climb 20 ft.

Melee bite +9 (1d6+2 plus poison), 2 claws +8 (1d4+2)

**Special Attacks** ectoplasmic spray, poison, pounce, rake (2 claws +8, 1d4+2

#### STATISTICS

Str 14, Dex 17, Con 15, Int 8, Wis 14, Cha 9 Base Atk +6; CMB +8; CMD 21 Feats Dodge, Mobility, Weapon Focus (bite) Skills Acrobatics +7, Climb +6, Perception +6, Stealth +7, Survival +3 Languages Lok'tar (can't speak) SQ ectoplasmic body

#### ECOLOGY

**Environment** warm aquatic and shorelines **Organization** solitary, pair, swarm (3-12) **Treasure** incidental

#### SPECIAL ABILITIES

Ectoplasmic Body (Su): The familiar form of an tidal scavenger is actually created out of ectoplasm. This body allows the creature to move about freely on land without fear of suffocating, as well as to scavenge and hunt. The tidal scavenger can form its ectoplasmic body as a swift action once per day, lasting for an hour per HD. The ectoplasmic body is considered to have a level 12 manifester level for purposes of dispelling. In addition, for every three Hit Dice the creature possesses, it may modify the ectoplasmic body in one of the following ways:

- The tidal scavenger gains a +4 bonus to its CMD against bull rush, trip and any combat maneuvers that attempt to move it from its current location, as well as a +4 circumstance bonus to Climb checks.
- The tidal scavenger gains a +2 bonus to its Strength, Dexterity, or Constitution.
- The tidal scavenger gains a 25% chance to negate the extra damage from a critical hit or sneak attack.
- The tidal scavenger gains fast healing 2.
- The tidal scavenger gains DR 5/-.
- The tidal scavenger a +10 it its speed.
- **Ectoplasmic Spray (Su):** Once every 1d4 rounds a tidal scavenger may blast a gout of ectoplasm out of the spiracles on its head or flanks. A target struck by ectoplasm shot from the creatures head are affected as if targeted by *ectoplasmic cocoon*, with a DC 15 Reflex save to resist. If the creature releases ectoplasm from the flank spiracles, it creates an *ectoplasmic sheen* in a 10 foot radius around the creature, with a reflex save DC of 16 to avoid falling. These abilities have a manifester level equal to the tidal scavenger's HD in relation to attempts to dispel them.
- **Poison (Ex):** The poison of a tidal scavenger causes painful swelling in its victim, as well as depositing bioluminescent dyes in their flesh. These dyes cause the target to glow a pale green, granting a -5 to all Stealth checks, and attracting any predators that happen to see the victim.

**Tidal Scavenger poison:** bite-injury, *save* Fortitude DC 15; *frequency* 1/round for 6 rounds; *effect* 1d3 Dex, *cure* 1 save.

Tidal scavengers live up to the name, lurking in shallow waters by day and stalking the shorelines by night, feeding on whatever washes up on the beach. While they are well known as scavengers, they are equally active predators, willing to attack even small groups if it can ambush them.

While hardly intelligent, tidal scavengers are smarter then they appear. They look for any ambush sites or, failing that, will go out of their way to appear harmless, tearing at rotten fish until they pounce. They can spray ectoplasm to bind their prey, or to slow down foes that prove too much for it as it flees to the water.

Tidal scavengers hide their true from within their dense ectoplasmic bodies. When not manifesting their armor, a tidal scavenger is a Small salamander-like amphibian. The creature is nearly helpless without its armor, possessing only a harmless bite, and barely able to crawl. Most intelligent beings assume it was prey of its larger form, if they notice it at all. When pressed, it will get near an area with many hiding places for its smaller form, and dismiss their ectoplasmic body.



# Trueform, Jellyfish (Medusian)

Swimming before you is what can only be described as an average-looking man-sized jellyfish. Average in every way, except for its luminous green "brain," and the fact that it is wearing a crown of spiked coral and brandishing a trident.

#### MEDUSIAN



N Medium magical beast (aquatic, psionic, trueform) Init +3; Senses blind, blindsense (60 feet); Perception +10 Racial Buoyancy 0; Depth Tolerance: 2,000 feet

CR 2

#### DEFENSE

AC 19, touch 13, flat-footed 16 (+5 armor, +3 Dex, +1 natural) hp 16 (3d8+3) Fort +4, Ref +4, Will +5

**Immune** gaze attacks

#### OFFENSE

Speed swim 20 ft.

- **Melee** tentacles +5 touch (entangle and poison), trident +4 (1d8)
- **Psi-Like Abilities** (ML 2, Concentration +15) At will- *create sound, empathy, detect hostile intent, know direction and location* 
  - 3/day- far hand, sense link, vigor
- Special Attacks Summon the lesser form

#### STATISTICS

#### Str 11, Dex 17, Con 12, Int 10, Wis 15, Cha 6

Base Atk +2; CMB +2 (+6 grapple); CMD 15 (can't be tripped)

**Feats** Iron Will, Multiattack<sup>B</sup>, Weapon Finesse **Skills** Acrobatics +13, Perception +12, Stealth +12 **Languages** Common, Medusian; telepathy 50 ft. **SQ** tekenetic tentacle control

#### ECOLOGY

Environment any ocean waters

Organization solitary or school (8–20)

Treasure NPC gear (trident, sea-shell armor)

#### SPECIAL ABILITIES

**Entangle (Ex)** If a medusian strikes a Medium or smaller foe with its tentacles, the jellyfish can immediately attempt a grapple check without provoking an attack of opportunity. If the medusian wins the check, it draws the foe into an adjacent square. The foe gains the grappled condition, but the jellyfish does not. When entangled in this manner, the victim automatically loses one hit point per round.

Poison (Ex) Tentacles—contact; save Fort DC 14; frequency 1/round for 4 rounds; effect 1d3 Dexterity damage; cure 1 save. The save DC is Constitution-based, and includes a +2 racial bonus. Summon the Lesser Form (Su) A Medusian can summon two goliath jellyfish (CERULEAN SEAS CAMPAIGN SETTING) once per day.

**Telekinetic Tentacle Control (Su)** Even though the medusian lacks the physical mechanisms to manipulate objects with its tentacles, it has constant telekinetic control over its body that perfectly mimics the muscle control of more advanced invertebrates such as octopi and squid. The only notable exception is that a medusian's ability to wield weapons and use tools can be negated by effects that cancel out psionic activity, such as a null psionic field.

Medusians are the trueform variety of goliath jellyfish. They are peaceful hunters, seeking out sustenance amid the eerie twilight zone of the ocean's depths. While completely lacking vision in the conventional sense, they more than make up for it with their psionic aptitude, and tend to be even more aware of their surroundings than those with ordinary sight.

Medusians often organize into large schools where they converse and cooperate, often exchanging weapons, armor, information, and food among one another. They are a shy race that works with other races only when necessary. When conflict arises, most medusians will passively leave the affected area. If repeatedly provoked or cornered, however, the medusian is a merciless opponent that will summon others, both the well-armed variety and the mundane.



# Zoh

A frightful creature stalks you from the dark waters. Its flesh is nearly transparent, save for its armored chest and a nautiluslike shell on its back. It is bedecked with jewelry. Pearl-like eyes peer at you from a tentacle studded face, and four long tentacles flex in the current. Unusually long arms end in hands tipped with deadly claws.

#### Zон

CR 7 🕘 🔶 🕀



**Init** +3; **Senses** darkvision 60 ft., *read thoughts*; Perception +13 **Racial Buoyancy** -110; **Depth Tolerance** 7,000 feet

Pressure Sensitivity 400 feet

#### DEFENSE

AC 20; touch 12, flat-footed 17 (+3 Dex, +8 natural, -1 size) hp 80 (8d8+44) Fort +7, Ref +5, Will +8 PR 17

#### OFFENSE

Speed swim 30 ft.

**Melee** 2 claws +10 (1d6+5), and 4 tentacles +8 (1d6+3 plus grab)

Space 5 ft.; Reach 10 ft.

- Special Attacks chewing tentacles, fluid drain
- **Psi-like Abilities** (ML 10, Concentration +16)

At will-charm monster (DC 18), compelling voice (4 targets, DC 16), mindlink (up to 9 targets), psionic blast (DC 19, 3 round stun), read thoughts (DC 19)

3/day-call to mind (+8 bonus)

1/day-cloud mind (4 targets, DC 16), dispel psionics, mindwipe (DC 18, 3 negative levels)



#### STATISTICS

Str 21, Dex 17, Con 20, Int 21, Wis 14, Cha 19

- Base Atk +6; CMB +12 (+16 grapple); CMD 24
- **Feats** Greater Grapple, Improved Grapple, Improved Unarmed Strike<sup>B</sup>, Multi-Attack<sup>B</sup>, Open Mind, Psionic Body
- Skills Acrobatics +12, Autohypnosis +12, Intimidate +15, Knowledge (history) +17, Knowledge (psionics) +18, Perception +13, Spellcraft +18, Stealth +10, Use Magic Device +12

Languages Aklo, Aquan, Cephalite, Common, Dagonite, Draconic, Halbok; telepathy 100 ft.

SQ inborn knowledge, protective shell

#### ECOLOGY

**Environment** any aquatic **Organization** solitary, pair, nest (3-15) **Treasure** standard

#### SPECIAL ABILITIES

- **Chewing Tentacles (Ex):** A zoh has tiny sharp fanged mouths running the length of their tentacles, that rip into any creature that they grapple. A grappled victim takes 2d4 points of damage each round it is grappled. In addition creatures with fewer Hit Dice then the zoh that witness this horrific sight must make a DC 18 Will save or become shaken.
- **Fluid Drain (Ex):** A zoh may attempt to extract the cerebral fluids of any living creature that possesses a brain. The target must be helpless or grappled to be targeted by the zoh's facial tentacles. Each round that the zoh makes a successful grapple check, the target takes 2d4 points of Intelligence damage.
- **Inborn Knowledge (Ex):** Zohs gain an additional skill rank that must be applied to a Knowledge skill. That knowledge becomes a class skill for the zoh.

Protective Shell (Ex): A zoh can pull its entire body into the shell on its back as a standard action. While inside the shell, the zoh is blinded, and gains DR x/- where x equals 5 + the zoh's Hit Dice and character levels. While inside the shell the zoh may only take purely mental actions that do not require sight, and coming out of its shell as a standard action, which immediately ends the effects listed above.

Zohs are an organized and deadly race born with powerful psionic might. They view most other creatures as simple cattle, to be fed upon at their leisure. They attack creatures more powerful than themselves in groups, using mind controlled slaves to take the bulk of the damage. Those same slaves serve as labor, entertainment, and food as the zohs plot complete takeover of the seas.

Zohs avoid direct combat unless they are sure that they are superior to their prey. They use their mental powers to weaken and confuse their targets, before wrapping them in their tentacles and feeding simultaneously on their body and mind, leaving a torn corpse spinning to the sea floor in a cloud of blood.

# Appendices

### Appendix 1: Aquatic Psionic Monsters

Listed below is the compiled list of aquatic creatures who are psionic, historically psionic (monsters who were tied to psionic power in other RPGs and popular fiction), or psionic compatible (these creatures seem to be a good match with the typical image of a psionic creatures). The monsters listed here are from various sources, including this book (WT), Alluria Publishing's CERULEAN SEAS (CS) & CREEPY CREATURES (CC); Dreamscarred Press's PSIONICS UNLEASHED (PU), and Paizo Publishing's PATHFINDER ROLEPLAYING GAME BESTIARY (PB), PATHFINDER ROLEPLAYING GAME BESTIARY 2 (PB2) and PATHFINDER ROLEPLAYING GAME BESTIARY 3 (PB3). Monsters are listed by Challenge Rating for easy reference. Page numbers are not included for Paizo or Dreamscarred Press products to comply with liscensing agreements.

#### CR 1/3

snell (WT84),

#### CR 1/2

1<sup>st</sup> level astral construct (PU),

#### CR 1

2<sup>nd</sup> level astral construct (PU), pupeteer (PU)

#### CR 2

3<sup>rd</sup> level astral construct (PU), architeuthian (CC7), flesh harrower puppeteer (PU), low-mind melusin (WT78), medusian (WT86), sahuagin (PB)

#### CR 3

4<sup>th</sup> level astral construct (PU), apsara (WT69), cerebric fungus (PB3), ceratioidi(PB3), crysmal (PB2), crysmal (PU)

#### CR 4

shaper architeuthian (WT70),

#### CR 5

5<sup>th</sup> level astral construct (PU), cecaelia (PB3), nightmare eel (WT76), overmind melusine (WT78), slurg (CS258), swarm of mindshrimp (WT80), tidal scavenger (WT85), unbodied (PU)

#### CR 6

brill frog (WT77), phthisic (PU)

#### CR 7

6<sup>th</sup> level astral construct (PU), aboleth (PB), brain coral (WT71), brain ooze (PB3), chuul (PB), zoh (WT87)

#### CR 8

7<sup>th</sup> level astral construct (PU), cerebral crab (WT72), psionic slurg (WT83)

#### CR 9

8<sup>th</sup> level astral construct (PU), caller in darkness (PU), vampire (PB), yithian (PB3)

#### CR10

9<sup>th</sup> level astral construct (PU), cerebrilith (PU), psionopod (WT81)

#### CR 11

abyssal titan (CS250), moon-beast (PB3)

#### CR 12

adult chant dragon (WT75), psion killer (PU)

#### CR 14

avenging apsar (WT68), jormungandi demon (WT73)

#### CR 17

ancient chant dragon (WT75)

#### CR 19

shoggoth (PB)

### Appendix 2: Pronounciation Guide

amphian	am- <b>fee</b> - <i>uh</i> n
apsar	ap- <b>sahr</b>
apsara	ap- <b>sair-</b> uh
architeuthian	ahr-kih- <b>tyoot</b> -ee- <i>uh</i> n
asrai	as-rahy
attinia	at-tin-ee-uh
brill	bril
melusina	meh-loo- <b>see</b> -nuh
melusine	m <i>eh-</i> loo-sahyn
merkoth	mur-kawth
naga	<b>nah-</b> gah
talashakar	tawl- <i>uh</i> - <b>shok-</b> ahr
talashaku	tawl-uh-shaw-koo
zas	zhaws
zef	zef
zil	zil
zoh	zoh

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# A very special thank you to all of our Kickstarter Contributers. Without you, none of this would have been possible.

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Melusine Overmind

Cardstock Minis: Set 2



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When the tide ebbs away askew, And sands of beach and time have flew, When rushing waters were all you fought, Recall it is all just waves of thought.

# Psionics Under the Waves?

Alluria Publishing, in association with Dreamscarred Press, bring psionics into the fantastic world of undersea adventure. In these pages you will find aquatic rules for six new races, a new psionic core class (the Aquanaut), new feats, powers, and psionic items, as well as a score of new psionic monsters to terrorize your undersea denizens. This book requires Cerulean Seas Campaign Setting (Alluria Publishing) and Psionics Unleashed (Dreamscarred Press) as it masterfully builds upon both rule sets.

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