

BOOK of  
**heroic Races**  
Advanced Gillmen



**PATHFINDER**  
ROLEPLAYING GAME COMPATIBLE

**JON BRAZER  
ENTERPRISES**



# BOOK of HEROIC RACES Advanced Gillmen



**JON BRAZER  
ENTERPRISES**

## CREDITS

### Authors

Sasha Hall, Dale C. McCoy, Jr.,  
Matthew Ryan Medeiros

### Editor

Richard Moore, Kevin Morris

### Cover Artist

Keith Curtis, Luis Salas Lastra

### Interior Art

Brian Brinlee, Keith Curtis, Luis Salas Lastra

## Listing of Open Content

**Open Content:** All game mechanics. The names of all races, the names of all archetypes, prestige classes, spells, and magic items.

**Product Identity:** All proper nouns, art, trade dress, deity names, character names, plots, text of short stories and artifacts.

Copyright 2016 Jon Brazer Enterprises

Compatibility with the Pathfinder Roleplaying Game requires the Pathfinder Roleplaying Game from Paizo Publishing, LLC. See <http://paizo.com/pathfinderRPG> for more information on the Pathfinder Roleplaying Game. Paizo Publishing, LLC does not guarantee compatibility, and does not endorse this product.

Pathfinder is a registered trademark of Paizo Publishing, LLC, and the Pathfinder Roleplaying Game and the Pathfinder Roleplaying Game Compatibility Logo are trademarks of Paizo Publishing, LLC, and are used under the Pathfinder Roleplaying Game Compatibility License. See <http://paizo.com/pathfinderRPG/compatibility> for more information on the compatibility license.

# Introduction

In your hands is the twelfth in a series of releases that will ultimately become the **Book of Heroic Races: Advanced Compendium**. This book is being designed for those who want to play something beyond those races included in the *Pathfinder Core Rulebook* which encompass over 30 years' worth of thoroughly covered ground. It is for those who, like myself, were introduced to fantasy by something other than *The Hobbit* and *The Lord of the Rings*. With it, we hope to bring some exciting new elements to your game.

Welcome to the final race in this series. It has been a long road. We made it, and we couldn't be happier. We wrap up this series of advanced races on a high note. At the start of this series, I thought I was going to helm four of these twelve races; over time, more excellent authors wanted to be a part of this, and I was happy to hand off another race to them. As time went on, it looked like I might not get a chance to write any races. So I made a deliberate choice to hold back one race for myself, and the race I chose was the gillmen.

*The Creature from the Black Lagoon* is cited as one of the key inspirations of the gillmen race that appeared in the *Pathfinder Roleplaying Game: Advanced Race Guide*. While I enjoy that movie and its influences can be seen in some of the gillmen alternate race abilities, I favored other sources for this race—most prominent among them the writings of H. P. Lovecraft. The people of Innsmouth having a specific “look” about them was the first thing I thought of when I first heard of the race. It took me a while to decide whether I wanted to create a new Lovecraft-inspired god among the race's deities, or to just go with the great Cthulhu himself. Ultimately, I chose the latter, and I feel it is perfect for this race. Unlike those on the surface who are forced to worship Cthulhu in secret, the worship of the Great Old One is a part of gillmen culture, and they can worship him in the open.

Another common theme among these races thus far has been presenting a way of using psionics to make a classic superhero. Unlike the other races, the gillman superhero was obvious: Aquaman. Matt Medeiros designed a psionic power to do just that instead of the usual archetype he normally writes for these, and the power recreates Aquaman's famous ability of calling sea creatures to his side.

The tentacled horror bloodrager archetype and the depths shaman spirit are without a doubt my favorite class options. As a tentacled horror, the gillman gains aspects of the aboleths, who long ago altered a group of humans to create this undersea race. The depths shaman spirit differentiates itself from the waves spirit in focus. The waves spirit focuses on the surface of the water near the land, while

this new option focuses on the deep waters of the sea from which things lost there never return. While the waves spirit has abilities and spells that create streams of water to push people away, the depths spirit has spells and abilities that crush the life out of those who dare to oppose the shaman.

We really enjoyed working on all of these races, and we hope you find the **Book of Heroic Races: Advanced Gillmen** to be as worthy a member of this series as all the rest—which is a rather high bar to meet, let alone surpass. The next part of this series is the *Advanced Compendium* itself. If you enjoy this race, please tell your friends about this series and leave a review!

Dale C. McCoy, Jr.  
President, Jon Brazer Enterprises  
October 2016

## How to Use

This book presents a number of new options you can use to create catfolk characters for your game. However, your game master may choose to alter or disregard portions of this book, so it is best to ask him or her first before utilizing the options presented herein.

The classes and options presented here can be found in the following books:

**Pathfinder Roleplaying Game Core Rulebook:** barbarian, bard, cleric, druid, fighter, monk, paladin, ranger, rogue, sorcerer, wizard

**Pathfinder Roleplaying Game: Advanced Players Guide (APG):** alchemist, antipaladin, cavalier, inquisitor, oracle, summoner, witch

**Pathfinder Roleplaying Game: Ultimate Magic (UM):** magus

**Pathfinder Roleplaying Game: Ultimate Combat (UC):** gunslinger, ninja, samurai

**Pathfinder Roleplaying Game: Advanced Race Guide (ARG):** no new classes

**Pathfinder Roleplaying Game: Ultimate Equipment (UE):** no new classes

**Pathfinder Roleplaying Game: Advanced Class Guide (ACG):** arcanist, bloodrager, brawler, hunter, investigator, shaman, skald, slayer, swashbuckler, warpriest

**Dreamscarred Press' Ultimate Psionics (UP):** aegis, cryptic, dread, marksman, psion, psychic warrior, soulknife, tactician, vitalist, wilder

**Rogue Genius Games' Genius Guide to the Time Thief (TT):** time thief.



## The Sea Doesn't Care

"The sea does not care if you are rich or poor, smart or stupid, brave or afraid, human or orc. The sea takes everyone the same, down to her deep depths where they are never seen from again. So you see, young Master Andrews, it is best we stay cautious and keep near the coastline in case a storm rolls up fast or some starving beast from the deep comes up to grab us. We can pray to the gods that we are close enough to a port that we can sail into harbor and wait in safety," said 'Salty Sam' Goutfist, an old deck hand of the *Waynesberth*. He stared the passenger right in the eyes, speaking from experience about the sea monsters and storms.

Hourdouyn Andrews knew he had not paid the crew enough to take him and his cargo to Port Plath straight away. Unfortunately for him, he didn't have any more money. So, instead of getting to his destination in the two days it would take if he went alone, they would be sailing for nearly a week. He almost regretted not swimming the whole way, until he remembered that his cargo would not survive a long trip underwater. *At least I can relax and enjoy the trip*, he thought to himself. Hourdouyn scratched under the collar of his long robe, careful not to let anything show. He gave a reluctant nod to Salty Sam and sat atop a barrel on the deck. Smoothing his long robe, he cast his gaze over the shimmering surface of the waves.

As the deck hand turned to go back to his duties, a long slender tentacle shot out of the water and grabbed the old dwarf right off the ship. A second slithered up the ship's hull, followed by more curling the length of the vessel from bow to stern. The *Waynesberth* lurched violently as the ship jerked to a stop in the span of a mere moment. Captain Bloodaxe yelled for the crew to grab their weapons as an enormous head appeared from beneath the surface, two black eyes fixated upon the tasty morsel it was about to enjoy. Without thinking, Hourdouyn stood up and began waving his arms around, croaking syllables no human tongue was ever meant to pronounce. A moment later, his entire body shook, and a stream of lightning shot out from his arms, striking the tentacled horror in its closest eye.

As the creature groaned in pain, its tentacles braced the ship even tighter; the ship's timbers creaked under the strain. Goutfist let out a scream just before splashing face-first into the water, having apparently been dropped during the beast's convulsion. Hourdouyn heard one of the crew saying something about the dwarf being unable swim.

Before he could talk himself out of it, Hourdouyn threw off his robe, revealing the flayed-looking flesh at the base of his neck and a pair of cloth breeches covering his waist, and he jumped over the side of the boat. It did not take long for him to locate the old dwarf; he had sunk well below the sea monster and continued his descent, not moving a muscle. With elegant speed and grace, the young Andrews glided through the water and past the monstrosity.

One of the creature's tentacles tried to grab him; it found no purchase, but was now blocking his path. Hourdouyn reached out and touched the tentacle while announcing in the aquatic tongue of his people, and a shock of electricity jolted the creature strongly enough to force it to retract its tentacle, allowing him to swim past.

Seconds later, Hourdouyn grabbed the old dwarf, halting him from sinking any further. Finally, Salty Sam's body started to move, and he tried to breathe in salt water. Hourdouyn reacted with instinct; his gills flared out as he took a deep breath and filled his stomach with air. Once his mouth was over the old dwarf's mouth, he burped it all up, all at once. Hourdouyn could taste salted fish as he gave the dwarf some much-needed air. After Salty Sam coughed up the water that was briefly in his lungs, Hourdouyn repeated the process and pulled the dwarf close with one arm. He pulled as hard as he could with his one free arm and both legs, spreading his fingers so that the webbing could catch as much water as possible with each stroke.

Hourdouyn stopped them again one last time just below the squamous creature to make sure the dwarf had enough air to make it to the surface. The monster's attention was fully focused on the *Waynesberth*. *It is now or never*, Andrews thought to himself as he kicked and pulled the water past him with all his might. He caught a glimpse of Salty Sam trying to use his stubby arm in an inexperienced attempt to help them move faster. Finally they breached the surface; the sounds of battle still raged around them. The captain and another crewman were held fast in the creature's tentacles, both yelling for help, while the crew tried desperately to free the ship from the monster's grasp.

Gathering his courage, Hourdouyn hauled Sam to the side of the ship and swam for all his worth straight towards the creature's maw. With all the monster's tentacles busied, Andrews saw a chance to kill the beast—or die trying. Just as the creature was about to drop the captain into its waiting jaws, Andrews launched another bolt of lightning directly into the creature's mouth, frying it from the inside. The bolt was so strong it went straight through the creature and out the other side. The creature convulsed again, splintering some of the wood at the top of the castle.

Hourdouyn looked up to see Captain Bloodaxe, a broad-shouldered half-orc with only one tusk, wrench her sword arm free enough to ram her longsword through the tentacle which held her in mid-air. The tentacle shook in agony, and the creature would have dropped its captive if the captain had not held tight to the blade's hilt. Both sword and captain gently descended towards the water, the sharp steel flaying the tentacle open.

In its agony, one of the creature's tentacles squeezed the other crewman it held aloft even more tightly. His screams died as his breath was forced from his lungs, even as he flailed to free himself. Hourdouyn heard a sickening

crack, and saw the crewman's body go limp. A great cry of vengeance arose from the crew of the *Waynesberth*.

Andrews felt their anguish, and he channeled that pain into the hatred he reserved only for the aboleths that had subjugated his people so long ago, forming the rage into one last ball of lightning. He didn't know how much power he had left in him, but the spellcaster poured his every last mote of concentration into one final spell. Small bolts of electricity coursed around his body briefly before he released it with a terrible cry. Like a tidal wave of pure energy, the lightning bolt flew forth from his whole body, slamming into the sea monster. For the briefest of instances, the creature looked surprised at the strength of the attack. Then the monster exploded, spraying loosed tentacles and bits of briny flesh everywhere within sight.

Captain Bloodaxe's surprised yell was cut short as the tentacle she rode crashed into the water, yet she held tight to the convulsing flesh. Once Hourdouyn had recovered from casting his spell, he swam towards the captain, praying she didn't drown. Bloodaxe, for her part, was not as accomplished a swimmer as Hourdouyn, but she swam well enough that she would have eventually made it back to the *Waynesberth* without his assistance.

When the two finally reached the ship and stood on her deck, the captain addressed the crew, lauding their bravery and lamenting their fallen crewman. Then she turned to Hourdouyn Andrews and said, "I thank you for killing that thing, and for dragging Salty Sam out of the deep."

Surprised by this remark from the half-orc, the gillman croaked out a quiet reply. "You are most welcome."

He was about to continue before the captain interrupted. "And now I have to ask you to get off my ship."

Andrews sputtered for a moment, dumbfounded. Before he could form the question, the captain answered it. "You're bad luck. In all my years, I have never seen such a great sea monster attack so close to land. Smaller ones attack all the time. Ones that size never leave the deep waters unless they are after something. The crew will reckon that it wanted you. You live beneath the water's surface, and you being on a ship will draw more of them monsters to us. I can't be having more trouble."

"But captain, I—"

"We will deliver your cargo to port like we agreed—and I won't be refunding your money, since I now have repairs to make all the while I'm a man down."

"Captain, I would have thought that you, being a half-orc, would understand how humans and the others treat your kind differently...and not turn around and treat me the same way."

"I do understand," Bloodaxe replied without any anger in her voice. Her reply was full of understanding, but it was

in a tone that told Andrews that the captain's mind was made up. "But if I want to keep my crew, I have to treat you exactly that way. Otherwise, they will all mutiny or abandon ship the first chance they get. It's not right; it's not fair; it is the way it is." She sheathed her longsword. "If you ever need me in a fight, let me know. I will be there," she spoke softly as if in confidence.

With a single nod, the gillman communicated that he understood the half-orc's rationale. And when they looked each other in the eye and clasped hands, they wished each other well. As Hourdouyn Andrews jumped into the waters for the second time in so many minutes, he knew he felt a kinship with the woman who had just sent him away.

The sea might not care, but Hourdouyn did.

# Gillmen

## Racial Traits

The result of arcane experimentation and manipulation by ancient aboleths to give them the ability to breathe both underwater and on land, the gillmen were created from the citizens of a drowned civilization. No one knows if the aboleths' purpose was to rescue those drowned humans, only later enslaving them, or if the aboleths wanted slaves from the outset, but the first gillmen were slaves—and slaves the gillmen remained for ages. With each generation, a few more gillmen escaped their masters. Today, more gillmen respire in free waters than the few of their brethren who are still magically bound to their ancient makers.

**Physical Description:** Overwhelmingly, the gillman race looks human, having the same range of skintones and heights that they do. Some possess a more fish-like pallor, and their eyes are sometimes described as similar to that of undersea life, but even then, they are still quite similar to humankind. Two easily-noticeable exceptions are their webbed fingers and the gills along their necks from which they derive their name. Less obviously, gillmen do not possess lungs. When they are on the surface, their gills flare out since they must work harder to breathe. When gillmen speak above the water's surface, they take air into their stomach to speak, which gives their voices a croaking character.

**Society:** Gillmen are a people with a common enemy—they can always put aside any mutual dislike or distrust to fight against the aboleths. Their hatred of the aboleths extends to every aspect of their lives. Gill Guard members who volunteer to defend their communities against the aboleths always get the best food, reef houses, and mates, and they are always treated well by any shop owner in the sea. Gillmen clans are frequently led by someone who fought for the clan, and those which are not typically see their leaders overthrown by clansmen who once did.



**Alignment and Religion:** Raised as they are to be rebellious against their former oppressors and never give up the fight, most gillmen have a chaotic bent. When it comes to good or evil, gillmen can go either way, much as humans can. Gillmen deities revolve around fishing, swimming, and rebellion. Alanqua, a former servant of a fishing deity, helped the early gillmen escape from their aboleth masters. Cthulhu gave some gillmen abilities that allowed them to overpower their captors and help them take revenge for their forced mutations.

**Names:** Many gillmen give their children human names, even if those names are of an older origin and have varied or diverged somewhat from those of their surface-dwelling kin during their centuries apart. Others name their children after marine life or minerals found in the sea. Over a century ago, many gillmen cast off their old family names in favor of new ones related to the sea, representing a family's fighting style, or boasting of their accomplishments.

*Male Names:* Farthandrol, Guppy, Mikelril, Sealion, Sharktooth.

*Female Names:* Anemone, Breathany, Coral, Orkara, Pearl.

*Family Names:* Alanquin, Puffer, Sharktamer, Twinspear, Wavecrash.

## Gillmen Racial Traits

Gillmen have the following racial traits.

**+2 Constitution, +2 Charisma, -2 Wisdom:** Gillmen are vigorous and beautiful, but ages of domination by the aboleths has made them weak-willed.

**Medium:** Gillmen are Medium creatures and have no bonuses or penalties due to their size.

**Aquatic:** Gillmen are humanoids with the aquatic subtype.

**Normal Speed:** Gillmen have a base speed of 30 feet on land. As aquatic creatures, they also have a swim speed of 30 feet, can move in water without making Swim checks, and always treat Swim as a class skill.

**Amphibious:** Gillmen have the aquatic subtype, but can breathe both water and air.

**Enchantment Resistance:** Gillmen gain a +2 racial saving throw bonus against non-aboleth enchantment spells and effects, but take a -2 penalty on such saving throws against aboleth sources.

**Water Dependent:** A gillman's body requires constant submersion in fresh or salt water. Gillmen who spend more than 1 day without fully submerging themselves in salt water risk internal organ failure, painful cracking of the skin, and death within 4d6 hours.

**Languages:** Gillmen begin play speaking Common and Aboleth. Gillmen with high Intelligence scores can choose from the following languages: Aklo, Aquan, Draconic, and Elven.

## Traits

The following race traits are available for gillmen.

**Deep Dweller:** Living in the depths of the ocean, you are used to being constantly cold. You gain a +1 trait bonus on saving throws against cold damage.

**Eel-Kin:** The same power that gives an electric eel its characteristic shock courses through your body. Whenever you cast a spell with the electricity descriptor, you do so at +1 caster level.

**Friend of the Sea Creatures:** Sea animals know and trust you. You treat your level as if it were one higher for determining the statistics of any animal companion you have that has a swim speed.

## Alternate Racial Traits

**Claws:** The fingernails of some gillmen are hard and sharp, granting them two claw attacks (1d4 points of damage each). This replaces enchantment resistance.

**Cold Resistance:** Certain gillman clans live in cold environments and gain resistance to cold 5. This replaces enchantment resistance.

**Deepsight:** Gillmen that live far beneath the ocean's surface never go above water. These gillmen can see in



the dark up to 120 feet while underwater. When out of the water, their vision is the same as a human's. This replaces amphibious.

**Gillman Magic:** These gillmen add +1 to the DC of any saving throws made against their spells or spell-like abilities by creatures with the aquatic subtype. Gillmen with Charisma scores of 11 or higher also gain the following spell-like abilities: 1/day—*create water* and *speak with animals*. *Speak with animals* only works with animals that have the aquatic subtype. The caster level for these effects is equal to the gillman's level. This replaces enchantment resistance.

**Poison Resistance:** Gillmen frequently encounter all kinds of toxins beneath the ocean's surface, granting them a +2 racial bonus on saving throws against poisons. This replaces enchantment resistance.

## Society and Lands

**Language and Script:** While the gillmen were the slaves of the aboleths, they were forced to learn the language of their aquatic masters, which remains the language they speak to each other to this day. However, they use a variation of the Common script to write it since they lack the tentacles to properly inscribe the markings of the language, which they call Gillscript. Few humans recognize this written language and frequently mistake it for an ancient, long-forgotten version of Common.

**Love and Mating:** Gillmen tend to view life as a constant struggle that can end abruptly at any moment. This outlook leads few gillmen to make lifelong commitments to another individual gillman; instead, they favor more fluid relationships that can last anywhere from only a few days to a few months. Longer lasting relationships tend to form within adventuring groups among them. Gillmen will spontaneously change sex if there are not enough gillmen of a certain biological gender in the area. Of particular note are the gillmen who mate with humans—offspring from such pairings are always gillmen, without fail. This leads many scholars to wonder if the aboleths used some form of magical curse to create the race. Regardless of the truth, nothing short of a *miracle* or *wish* spell has thus far been able to change a gillman into a normal human.

**War:** Constantly at war, gillmen are always ready to fight. Whether it is against an aboleth, one of the many dangers of the deep sea, or against one another, gillmen will fight with anyone. Despite this, their tactics are mostly honorable. They stand ready to defend each other should a monster from the deep attack, and they will hunt down a creature that previously attacked them or their kin. However, it is rare for gillmen to take the initiative and go out and hunt down a creature just because it might one day pose a danger, with only two exceptions: all gillmen will take the offensive against the aboleths, and the followers of Cthulhu stand ready to fight and kill anyone at any time if

they believe them to be a threat, even other gillmen. They always claim such killings are for the greater good.

**Relations:** Gillmen have interacted with many races over the centuries and possess different relations with each.

**Elves:** Elves, particularly aquatic elves, would get along great with gillmen were it not for the fact that they compete for the same living space. Even setting that issue aside, elves view gillmen as having been too weak to resist the aboleths' rule, while gillmen view elves as a race that cannot be counted upon, having once been given an opportunity to help the gillmen against the aboleths and choosing to ignore it.

**Humans:** Even though gillmen originated from humankind, it is difficult for gillmen to look at a human and not wonder what they have gained from their unique history. Likewise, humans tend to wonder what these abominations have lost of their humanity due to what the aboleths have done to them.

**Merfolk:** Of all the races, gillmen find the easiest kinship with merfolk. Even here, however, this kinship can only go so far since the merfolk were not subjugated by aboleth slavers, which gives the two races vastly different perspectives on many things.

**Undines:** These two races get along famously. Both have a complex history with their creators and are frequently under pressure to return to forced service. Knowing this, gillmen and undines will happily fight side by side, even to the bitter end.

**Adventurers:** While one might think a gillman would turn to a life of adventure as often as a human would, that is not the case. Instead, gillmen learn to defend themselves against their aboleth creators in a myriad of different ways, turning to adventuring to perfect their art.

**Fighter:** The bulk of gillmen become warriors, but a skilled few rise above and become fighters. These select few are held in high esteem by their peers, but they also have the most missing limbs of all their kin from shark bites and other dangers of the deep.

**Magus:** Studious wizards are rare among gillmen; magi who blend spellcraft with their swordplay are far more common. Reading arcana from books of bound seaweed, these protectors enhance the fighting capability of their fellow gillmen as well as their own.

**Monk:** Reflection, introspection, calm, focus: these are not words typically associated with a gillman. Those rare few who take up the monastic life prefer fighting styles associated with undersea creatures and use them to achieve deadly results.

**Oracle:** For gillmen, losing a limb is a common occurrence when attempting to escape a deadly sea monster. The gillmen gods sometimes look upon those who make such sacrifices and bestow special gifts upon them.



**Sorcerer:** The power the aboleths used to change those early humans into gillmen still strongly resonates among them, and it manifests as very peculiar sorcerous talents.

## Racial Options

### Racial Archetypes

Gillmen can make use of these archetypes.

#### Wave Crasher

Gillmen monks who practice the Way of the Wave learn to use the water around them to hem in their enemies, and they excel at swimming and diving to extreme depths.

**Associated Class:** monk

**Associated Race:** gillmen

**Replaced Abilities:** fast movement, slow fall, high jump, empty body

**Modified Abilities:** bonus feat, *ki* pool

**Bonus Feat:** The wave crasher adds Improved Dirty Trick <sup>APG</sup> to the list of feats he can select.

**Fast Swimming (Ex):** At 3rd level, a wave crasher gains an enhancement bonus to his swim speed equal to the bonus a monk normally receives to his base speed. A wave crasher wearing armor or carrying a medium or heavy load loses this extra speed.

**Ki Pool (Su):** A wave crasher can spend 1 point from his *ki* pool to attempt a dirty trick against a creature that is 5 feet beyond his normal melee range.

The wave crasher cannot spend a point from his *ki* pool to make an additional attack when making a flurry of blows attack. Otherwise this ability works like the monk *ki* pool ability.

**Deep Swimmer (Ex):** When swimming in waters more than 100 feet below the surface, the wave crasher gains a bonus to Fortitude saves against taking pressure damage equal to his wave crasher level.

**Perfect Swimmer (Ex):** At 5th level, a wave crasher adds his level to all Swim checks. By spending 1 point from his *ki* pool as a swift action, a wave crasher gains a +20 bonus on all Swim checks made for 1 round.

**Water Body (Su):** At 19th level, the wave crasher no longer takes any pressure damage, no matter how far below the water's surface he is. He also gains the ability to become a Huge water elemental for 1 minute, as though using the spell *elemental body IV*. Using this ability is a move action that consumes 3 points from his *ki* pool.

#### Lightningcaster

Like an electric eel, a lightningcaster shocks his enemies to no end.

**Associated Class:** magus <sup>UM</sup>

**Associated Race:** gillmen

**Replaced Abilities:** magus arcana (3rd level only), medium armor, heavy armor, counterstrike

**Electric Jump:** At 3rd level, a lightningcaster's spells which deal electricity damage jump to nearby creatures. Whenever a creature takes electricity damage from a spell the lightningcaster casts, he can spend 1 point from his arcane pool as a swift action to make it jump to another creature within 5 feet. Any creatures damaged in this way receive only half the normal damage, and the creature is allowed any saving throw normally allowed by the spell to reduce this damage even further.

**Electricity Resistance:** At 7th level, the lightningcaster gains resistance to electricity 5 and can spend a point from his arcane pool as an immediate action to increase this resistance to 10. At 13th level, the lightningcaster's resistance to electricity increases to 10, and he can increase it to 20 by spending 2 points from his arcane pool as an immediate action.

**Reflect Lighting:** At 16th level, the lightningcaster can turn lightning back onto an enemy caster. By spending 3 points from his arcane pool as an immediate action when the lightningcaster is targeted by a spell that deals electricity damage, the lightningcaster can redirect the electricity damage to the original caster instead of taking





## Table 1: Height/Weight Table

Gender	Base Height	Base Weight	Modifier	Multiplier
Male	4 ft. 10 in.	120 lbs.	+2d10	x5 lbs.
Female	4 ft. 5 in.	85 lbs.	+2d10	x5 lbs.

## Table 2: Random Starting Age

Adulthood	Intuitive	Self Taught	Trained
20 years	+1d6	+2d6	+3d6

## Table 3: Aging Effects

Middle Age	Old Age	Venerable	Max Age
62 years	93 years	125 years	125+3d20 years

the damage himself. Any saving throw DCs associated with the spell are not changed from the initial casting.

### Tentacled Horror

When the aboleths modified one of your ancestors, something went terribly wrong. All these generations later, you sprout tentacles like those of many other sea creatures.

**Associated Class:** bloodrager <sup>ACG</sup>

**Associated Race:** gillmen

**Replaced Abilities:** uncanny dodge, improved uncanny dodge

**Modified Abilities:** bloodline

**Bloodline:** The tentacled horror must choose the aberrant bloodline.

**Lesser Tentacles (Su):** At 2nd level, the tentacled horror grows two tentacles just below his arms. These tentacles do not reach very far and have limited functionality. Each tentacle can hold, but not use, any one item that can normally be held in one hand. Items held in this way count toward the tentacled horror's carrying capacity. The tentacled horror can retrieve any item held by his tentacles as a swift action. These tentacles cannot hold an item that gives any kind of bonus, such as a shield or a magic item.

Additionally, the tentacles provide a +2 circumstance bonus to all combat maneuver checks made to maintain a grapple so long as they are not being used to hold anything.

**Tentacles (Su):** At 5th level, the tentacled horror's tentacles gain in length, strength, and usefulness. The tentacled horror can make additional melee attacks with his tentacles, dealing 1d6 (1d4 for a Small creature) points of damage on a successful melee attack. Each tentacle is considered an off-hand attack. The reach of these tentacles is 5 feet and is not increased by abnormal reach.

Additionally, these tentacles can initiate and maintain a

grapple on their own, independent of the tentacled horror's arms. All combat maneuver checks made to grapple a creature using only the tentacles receive a –2 penalty. If the tentacled horror uses both his tentacles and his arms to grapple a target, he gains a bonus equal to his Strength modifier (minimum +1) on combat maneuver checks made to maintain the grapple.

### New Familiar

#### CATSHARK

**CR 1/4**

#### XP 100

N Tiny animal (aquatic)

**Init** +2; **Senses** blindsense 30 ft., keen scent; Perception +5

#### DEFENSES

**AC** 14, touch 14, flat-footed 12 (+2 Dex, +2 size)

**hp** 4 (1d8)

**Fort** +2, **Ref** +4, **Will** +1

#### OFFENSE

**Speed** swim 20 ft.

**Melee** bite +4 (1d3–4)

#### STATISTICS

**Str** 4, **Dex** 14, **Con** 11, **Int** 2, **Wis** 13, **Cha** 3

**Base Atk** +0; **CMB** –5; **CMD** 7

**Feats** Weapon Finesse

**Skills** Perception +5, Swim +5

#### ECOLOGY

**Environment** any ocean

**Organization** solitary, pair, school (3-6)

**Treasure** none

#### SPECIAL ABILITIES

**Keen Scent (Ex)** A catshark can notice creatures by scent in a 180-foot radius underwater and can detect blood in the water at ranges of up to a mile.

**Familiar** A catshark can become a familiar. If so, its master gains a +3 bonus on smell-, taste-, and touch-based Perception checks.

### New Aegis<sup>UP</sup> 1-Point Customizations

*Gliding Swim:* The aegis moves easily through the water, increasing his Swim speed by 10 feet. The aegis must either have a swim speed or the Speed and Swim customizations.

### New Hunter<sup>ACG</sup> Animal Foci

*Shark:* The creature gains a 5-foot enhancement bonus to its base Swim speed. This bonus increases to 10 feet at 8th level and 20 feet at 15th level.

*Squid:* The creature gains a +2 bonus on combat maneuver checks made while grappling and a +2 dodge bonus to CMD against being grappled. This bonus increases to +4 at 8th level and +6 at 15th level.

### New Soulknife<sup>UP</sup> Blade Skills

*Watery Weapon:* The soulknife's mind blade take on a watery appearance, becoming indistinct from any surrounding water. The soulknife's mind blades are treated as invisible when underwater. The soulknife must be at least 4th level in order to select this blade skill.

### New Time Thief<sup>TT</sup> Temporal Talent

*Water Pressure (Su):* With this talent, a time thief can rewind the time on the water surrounding a target, making the water try to get back to where it used to be. The time thief spends a mote as a standard action and a creature within 10 feet takes 1d6 points of pressure damage from the surrounding water. This damage cannot be reduced by damage reduction.

### Order of the Sinking Ship

A cavalier who belongs to this order helps all living creatures, no matter who they are, against deadly weather and other raw elemental forces. Cavaliers of this order tend to be selfless, helping anyone in need during the most dire of situations.

**Edicts:** The cavalier must help all living creatures in danger from weather, whether natural or magical in nature, as well as from elementals.

**Challenge:** Whenever an order of the sinking ship cavalier issues a challenge, he is not affected by environmental damage, penalties from the terrain, or penalties from the weather, and gains a +1 morale bonus to all damage rolls against creatures of the elemental subtype.

**Skills:** An order of the sinking ship cavalier adds Fly and Knowledge (nature) to his list of class skills. In addition, an order of the sinking ship cavalier does not double his armor check penalty on Swim checks.

**Order Abilities:** A cavalier belonging to the order of the sinking ship gains the following abilities as he increases in level.

*Swimming Adept (Ex):* At 2nd level, an order of the sinking ship cavalier is well trained in swimming in armor. He receives Skill Focus (Swim) as a bonus feat and does not have his swim speed reduced by medium armor. At 8th level, his swim speed is never reduced by heavy armor. At 15th level, his armor check penalty does not affect his Swim skill. The order of the sinking ship cavalier's swim speed is still reduced if he is under a medium or heavy load.

*Elemental Strike (Su):* At 8th level, elementals are no match against the order of the sinking ship cavalier's attacks. His attacks ignore damage reduction of less than half his level for any creature with the elemental subtype. For all other creatures, his attacks ignore 1 point of damage reduction.

*Protect an Ally (Ex):* At 15th level, the order of the sinking ship cavalier can make an attack of opportunity against any enemy within melee range that attacks an ally. If the order of the sinking ship cavalier's attack succeeds, neither the cavalier's attack nor the enemy's attack deals any damage, and the order of the sinking ship cavalier gains a +1 circumstance bonus on his first attack roll against that enemy on his next turn.

### New Animal Companion

#### Giant Seahorse\*

**Starting Statistics:** **Size** Large; **Speed** swim 50 ft.; **AC** +4 natural armor; **Attack** bite (1d6); **Ability Scores** **Str** 13, **Dex** 16, **Con** 15, **Int** 2, **Wis** 12, **Cha** 6; **Special Qualities** low-light vision, scent.

**4th-Level Advancement:** **Ability Scores** **Str** +2, **Con** +2; **Special Qualities** combat trained (see the Handle Animal skill).

#### Giant Snapping Turtle

**Starting Statistics:** **Size** Medium; **Speed** 20 ft., swim 20 ft.; **AC** +10 natural; **Attack** bite (1d6); **Ability Scores** **Str** 8, **Dex** 10, **Con** 9, **Int** 1, **Wis** 13, **Cha** 6; **Special Qualities** low-light vision, hold breath, scent.

**7th-Level Advancement:** **Size** Large; **AC** +2 natural; **Attack** bite (1d8), **Ability Scores** **Str** +8, **Dex** -2, **Con** +4; **Special Attack** grab.

#### Manta Ray

**Starting Statistics:** **Size** Medium; **Speed** swim 60 ft.; **AC** +1 natural; **Attack** tail slap (1d4); **Ability Scores** **Str** 8, **Dex** 15, **Con** 11, **Int** 1, **Wis** 13, **Cha** 2; **Special Qualities** low-light vision.



**4th-Level Advancement:** **Size:** Large; **AC** +2 natural armor; **Attack** tail slap (1d6); **Ability Scores** **Str** +8, **Dex** -2, **Con** +4; **Special Qualities** blindsense 30 ft.

### Stingray

**Starting Statistics:** **Size** Small; **Speed** swim 40 ft.; **Attack** sting (1d3 plus poison); **Ability Scores** **Str** 6, **Dex** 15, **Con** 13, **Int** 1, **Wis** 13, **Cha** 2; **Special Qualities** low-light vision.

**4th-Level Advancement:** **Size** Medium; **AC** +1 natural armor; **Attack** sting (1d4 plus poison); **Ability Scores** **Str** +4, **Dex** -2, **Con** +2; **Special Qualities** blindsense 30 ft.

\* Gillmen cavaliers can take this animal companion as well.

## Racial Feats

Many gillmen make use of the following feats.

### Deep Sea Swimmer

You routinely swim deeper into the ocean than most of your kind and do not suffer as much pressure damage.

**Prerequisite:** Gillman.

**Benefit:** You reduce the effective depth of the water you are in by 100 feet, reducing pressure damage by 1d6 per minute.

**Special:** You can take this feat multiple times. Each time you do, you reduce the effective depth of the water you are in by an additional 100 feet, reducing the pressure damage you take by an additional 1d6 each minute.

**Normal:** You take 1d6 points of damage every minute for every 100 feet below the water's surface you swim.

### Landwalker

You are used to walking around on dry land and can do so for longer than many of your other kin.

**Prerequisite:** Gillmen, Water Dependent.

**Benefit:** You can survive for 1 additional day without fully submerging yourself in water before you risk any negative consequences.

**Special:** You can take this feat multiple times. Each time you do, you can survive for an additional day without submerging yourself in water.

**Normal:** Gillmen who spend more than 1 day without fully submerging themselves in water risk internal organ failure, painful cracking of the skin, and death within 4d6 hours.

## Squid Style (Combat, Style)

Just like the multi-tentacled creatures of the deep, a practitioner of squid style can grab anything it wants.

**Prerequisite:** Improved Unarmed Strike, Skill Focus (Swim) or a swim speed, flurry of blows class ability, base attack bonus +3 or monk level 3rd.

**Benefit:** You gain a +1 bonus on combat maneuver checks made to grapple and to maintain a grapple. When you are using this style and you strike a creature with two or more flurry of blows attacks in a round, you can attempt a combat maneuver check to grapple the creature as a free action.



## Squid Crush (Combat)

You crush any creature in your arms.

**Prerequisite:** Squid Style, base attack bonus +6 or monk level 6th.

**Benefit:** When you damage a creature you are grappling, you gain a +2 bonus to the damage roll. When you are using Squid Style and you are grappling a creature, you can choose to deal half your unarmed strike damage and perform one of the other actions (move, pin, tie up) while maintaining the grapple.

**Normal:** You can perform only one action while maintaining a grapple.

## Squid Swim (Combat)

Like a squid releases ink to blind its targets, your attacks blind your opponents.

**Prerequisite:** Squid Crush, base attack bonus +10 or monk level 10th.

**Benefit:** If you confirm a critical hit against an opponent, the creature is blinded for 1 round. When you are using Squid Style while grappling a creature and swimming, you can move both yourself and your target up to your full Swim speed.

**Normal:** When you are grappling a creature, you can move up to half your speed.

## Racial Equipment

Many gillmen make use of the following equipment.

**Replacement Legs:** Getting a leg bitten off while swimming away from a shark or similar creature is all too common an occurrence along the gillmen. Replacement legs can be fashioned from wood and infused with coral to provide appropriate ballast. A lamed gillman with a replacement leg has his swim speed reduced by 5 feet instead of the normal 10 feet. The base land speed is still reduced by 10 feet, and both speeds are still 20 feet when encumbered. **Weight** 5 lbs. **Cost** 150 gp

## Religion

### Deities

Many gillmen worship these deities.

## ALANQUA

CG goddess of gillmen, fishing, swimming, and narrow escapes

**Priests** cleric, fighter, oracle, ranger, shaman, warpriest

**Domains** Animal, Chaos, Good, Water

**Subdomains** Azata, Fin, Ice, Oceans

**Mysteries** Life, Nature, Waves

**Inquisitions** Conversion, Heresy, Tactics, Valor

**Favored Weapon** spear

### FAITH

**Sacred Animal** seahorse; **Symbol** crossed seahorses

**Sacred Texts** *Scales of Life*

Once enslaved by the aboleths, the gillmen cried out to every deity, hoping that one of them would answer their prayers. Alanqua, a servant of a fishing deity worshipped by humans, sent them a fish which led them along an escape route. Since winning their freedom, worship of Alanqua spread throughout gillman society, and she is now their most prevalently worshipped deity. The goddess works tirelessly to help the gillmen whenever she can.

## CTHULHU

CE Great Old One of cataclysms, dreams, and stars

**Priests** arcanist, bard, cleric, oracle, rogue, slayer, sorcerer, warpriest, witch, wizard

**Domains** Chaos, Evil, Madness, Void <sup>B4</sup>

**Subdomains** Dark Tapestry <sup>B4</sup>, Insanity, Nightmare, Stars <sup>B4</sup>

**Mysteries** Bones, Dark Tapestry, Heavens

**Inquisitions** Conversion, Fate, Heresy, Zeal

**Favored Weapon** dagger

### FAITH

**Sacred Animal** animal; **Symbol** complex rune

**Sacred Texts** *The Necronomicon*

No knows why dreams of Cthulhu and the sunken city of R'lyeh began to plague the gillmen, but those who understood them used them to escape their aboleth masters and plot their revenge on their makers. Unlike on the lands above the waters, worship of Cthulhu is not a secretive cult in the deep; it is an acknowledged religion, although one despised by non-Cthulhu worshippers. According to the gillmen, it was they who first taught humans that the mad dreams disturbing their slumber were sent by Cthulhu as a way of communicating with them.

Table 4: Deities

Deity	AL	Area of Concern	Domains	Mysteries	Favored Weapon
Alanqua	CG	gillmen, fishing, swimming, narrow escapes	Animal, Chaos, Good, Water	Life, Nature, Waves	spear
Cthulhu	CE	cataclysms, dreams, stars	Chaos, Evil, Madness, Void <sup>B4</sup>	Bones, Dark Tapestry, Heavens	dagger



Gillmen adventurers that worship Cthulhu sometimes spend years swimming the oceans looking for R'lyeh in the hopes of freeing him from his undersea tomb and returning him to his rightful place among the stars. Others, however, spend their time studying the art of stealth, hoping for the right moment to plunge a dagger into the heart of an aboleth slave keeper. No matter their obsession, gillman Cthulhu worshippers are driven well beyond the point of madness in pursuit of their goals.

## Priest Archetypes

Priests of gillman deities can make use of these archetypes.

### Bringer of Insanity

If there is one thing that the servants of Cthulhu excel at, it is spreading madness to all those that oppose them—a reputation earned primarily by the Bringers of Insanity.

**Associated Class:** warpriest

**Associated Race:** gillman

**Replaced Abilities:** sacred weapon, bonus feat (3rd level only)

**Modified Abilities:** blessing, spontaneous casting

**Blessing:** A bringer of insanity must choose the Madness blessing.

**Spontaneous Casting:** This ability works like the warpriest ability of the same name except that the bringer of insanity spontaneously casts domain spells from the Madness domain.

**Sneak Attack:** At 1st level, a bringer of insanity gains the sneak attack ability, as the rogue class feature. If he already has sneak attack from another class, the extra damage from the classes that grant sneak attack stack for the purpose of determining the sneak attack's extra damage dice. This extra damage is 1d6 at 1st level and increases by 1d6 at 4th level and every 4 levels thereafter.

**Mind Twist:** At 3rd level, the bringer of insanity adds +1 to the DC of all saving throws made against spells he casts with the mind-affecting descriptor.

### Depths

A shaman who selects the depths spirit appears darker, as if surrounded by shadows.

**Spirit Magic Spells:** *touch of the sea* <sup>APG</sup> (1st), *death knell* (2nd), *lightning bolt* (3rd), *wall of water* (4th), *monstrous physique II* <sup>UM</sup> (5th), *harm* (6th), *summon dragon turtle* (7th), *elemental body IV* (water elemental only) (8th), *elemental swarm* (water elementals only) (9th)

**Hexes:** A shaman who chooses the depths spirit can select from the following hexes.

**Dazzling Electricity (Su):** The shaman causes one creature within 30 feet to become more susceptible to the dazzling light of electricity for 1 minute. When a creature takes electricity damage while under this effect, it is dazzled for 1d4 rounds. If the creature takes electricity damage while already dazzled by dazzling electricity, the duration of the dazzled condition increases by 1d2 rounds. Once affected by dazzling electricity, a creature cannot be the target of this hex again for 24 hours.

**Deepsight (Su):** The shaman can see much farther than most in the lightless depths of the ocean. The shaman can see as if she had darkvision up to 120 feet while underwater. This hex provides no benefit out of the water. At 8th level, this range of this deepsight increases to 180 feet. At 16th level, the shaman gains the see in darkness ability.

**Fear of the Deep Grave (Su):** The shaman causes one target to feel the touch of a graveyard far beneath the water's surface, becoming shaken for 1 round. A successful Will saving throw negates this effect. At 8th level, she makes the target frightened instead, and at 16th level, she makes it panicked. This is a mind-affecting fear effect. A creature affected by this hex cannot be affected by it again for 24 hours. The duration of this hex can be extended by the cackle hex.

**Overwhelming Current (Su):** Like the overwhelming flow of the ocean current, the shaman causes a creature within 30 feet to be bull rushed. The direction must always be away from the shaman. The shaman makes the combat maneuver check for the bull rush attempt using her shaman level as her base attack bonus and her Charisma modifier in place of her Strength modifier.

**Waters of Protection (Su):** The shaman touches a willing creature (including herself) and covers the creature in water from the ocean depths. Whenever the creature fails a saving throw in the next minute, the creature can attempt a second saving throw. If the second saving throw succeeds, the creature is affected as if the first saving throw succeeded, and the ocean water surrounding the creature dissipates. At 8th and 16th levels, the protective ocean waters last for one additional failed saving throw.

Once the waters of protection dissipate, the creature cannot be the target of this hex again for 24 hours.

**Spirit Animal:** The body of the shaman's spirit animal appears incredibly smooth, as if it can glide through the water with ease. If the shaman's spirit has neither a swim speed nor the aquatic subtype, it gains the aquatic subtype, a swim speed equal to half its base land speed, and the amphibious <sup>B1</sup> ability. If it has a swim speed, the swim speed is increased by 10 feet. If it has the aquatic subtype, then the spirit animal is immune to water pressure damage from being in very deep water.

**Spirit Ability:** A shaman who chooses the depths spirit as her spirit or wandering spirit gains the following ability.

**Crushing Depths (Su):** As a standard action, the shaman can make a melee touch attack that causes the creature's body to contort as if being crushed by the ocean depths, dealing 1d6 points of bludgeoning damage +1 point for every 2 shaman levels she possesses. A shaman can use this ability a number of times per day equal to 3 + her Charisma modifier. At 11th level, any bludgeoning weapon she wields deals an additional 1d6 points of damage.

**Greater Spirit Ability:** A shaman who chooses the depths spirit as her spirit or wandering spirit gains the following ability upon having access to the greater version of that spirit.

**Sea Body (Su):** The shaman's body becomes an aspect of the sea, growing barnacles along the arms, scales along the neck, seaweed hair, and fins along the back, gaining cold resistance 10. In addition, the shaman can imbue a single weapon she wields with the frost weapon special ability as a swift action. The effect lasts for 1 minute. The shaman can use this ability three times per day, but she must wait 1d4 rounds between each use.

**True Spirit Ability:** A shaman who chooses the depths spirit as her spirit or wandering spirit gains the following ability upon having access to the true version of that spirit.

**Command Water (Su):** Creatures of water are the shaman's to command. The shaman chooses a creature with the water subtype (such as black dragons and water elementals) within 30 feet and issues it an order. If the creature fails a Will save, the creature must obey the command to the best of its ability, as if under the effects of *control undead*. Intelligent creatures receive a new saving throw each round. The shaman can use this ability for a number of rounds equal to 3 + her Charisma modifier.

**Manifestation:** Upon reaching 20th level, the shaman becomes the spirit of the ocean. When a critical hit or sneak attack is scored on the shaman, the extra damage is negated and instead rolled normally. She ignores all attacks of opportunity. While she is conscious, any spell with the water descriptor does not affect her unless she wants it to affect her.

## Fin

**Associated Domain:** Animal

**Replacement Power:** The following granted power replaces the speak with animals power of the Animal domain.

**Natural Swimmer (Ex):** You gain a swim speed equal to your base land speed. If you already possess a swim speed, you gain a +10-foot bonus to your swim speed. This ability does not give you the ability to breathe under water.

**Replacement Domain Spells:** 2nd level—*slipstream* <sup>APG</sup>, 3rd level—*water breathing*, 6th level—*fluid form* <sup>APG</sup>

## Racial Magic

Many gillmen use these spells, as do others who learn them.

### MIGHT OF THE DEPTHS

**School** transmutation; **Level** alchemist/investigator 2, antipaladin 2, arcanist/sorcerer/wizard 2, bloodrager 2, cleric/oracle/warrior 2, magus 2, paladin 2, ranger 2, witch 2

**Casting Time** 1 standard action

**Components** V, S, M (a drop of seawater)

**Range** personal

**Target** self

**Duration** 1 minute/level

**Saving Throw** none; **Spell Resistance** no

You gain the physical power needed to survive at incredible depths, providing you with a +4 bonus to Fortitude saving throws. This bonus is doubled when you are more than 50 feet underwater.

### OCEAN'S LURE

**School** enchantment [mind-affecting]; **Level** bard/skald 2, druid/hunter 2, ranger 2, shaman 2

**Casting Time** 1 standard action

**Components** V, S

**Range** close (25 ft. + 5 ft./two levels)

**Target** 1 living creature

**Duration** 1 hour/level

**Saving Throw** Will negates; **Spell Resistance** yes

You cause your target to be irresistibly drawn to the ocean. This functions as *charm person*, but they are inclined to trust any creature with the aquatic subtype. If the target becomes fully submerged in water and cannot breathe water, the target can immediately make another save against this effect with a +4 bonus.

### SUMMON DRAGON TURTLE

**School** conjuration (summoning); **Level** druid 7

**Casting Time** 1 round

**Components** V, S

**Range** close (25 ft. + 5 ft./2 levels)

**Effect** one summoned creature

**Duration** 1 round/level (D)

**Saving Throw** none; **Spell Resistance** no

This spell functions as *summon nature's ally VII*, except you summon a dragon turtle <sup>B1</sup>.

### SWORDFISH STRIKE

**School** conjuration (summoning); **Level** arcanist/sorcerer/wizard 3, bard/skald 4, bloodrager 2, cleric/oracle/warrior 3, druid/hunter 2, inquisitor 3, magus 3, ranger 2, shaman 2, summoner 2, unchained summoner 3

**Casting Time** 1 round

**Components** V, S



**Range** 10 feet

**Target** one creature

**Duration** instantaneous

**Saving Throw** none; **Spell Resistance** no

You create a swordfish that leaps from your hand and strikes your foe. Make a melee attack that uses your spellcasting ability modifier in place of Strength. On a successful hit, this attack deals 1d8 piercing damage, plus 1d8 damage for every two caster levels beyond 1st (maximum 10d8). For every two dice of damage dealt by the attack, you add your spellcasting ability modifier as a bonus to the damage roll. This damage counts as magic for the purposes of overcoming damage reduction. The swordfish disappears after striking its target.

### SPRAY OF SALMON

**School** conjuration (summoning); **Level** arcanist/sorcerer/wizard 3, bloodrager 3, cleric/oracle/warpriest 3, druid/hunter 3, inquisitor 3, magus 3, ranger 3, shaman 3, summoner 3, unchained summoner 3, witch 3

**Casting Time** 1 standard action

**Components** V, S

**Range** 15 feet

**Area** cone-shaped burst

**Duration** instantaneous

**Saving Throw** Reflex half; **Spell Resistance** no

You conjure a school of salmon that burst from your hand and strike at your foes, dealing 1d6 bludgeoning damage for every two caster levels you have (maximum 10d6). If used underwater, this spell instead deals 1d6 damage for every caster level you have (maximum 20d6). The salmon disappear after striking their target.

### STRENGTH OF THE WAVE

**School** transmutation; **Level** alchemist/investigator 3, arcanist/sorcerer/wizard 3, bloodrager 3, cleric/oracle/warpriest 3, druid/hunter 3, inquisitor 3, magus 3, ranger 3, shaman 3

**Casting Time** 1 standard action

**Components** V, S

**Range** personal

**Target** self

**Duration** 1 minute/level

**Saving Throw** none; **Spell Resistance** no (harmless)

You call upon the might of the surging ocean to empower your body. You gain a +2 enhancement bonus to Strength, which increases to +6 when underwater. Additionally, you can move freely as if affected by *freedom of movement*, but only to determine water's effects on your movement.

### SEA TELEPATHY

**Discipline** telepathy (compulsion) [mind-affecting];

**Level** dread 2, psion/wilder 2, tactician 2

**Display** mental

**Manifesting Time** 1 round

### Table 5: Sea Telepathy

d%	1st Level
1-20	1d4 Dolphin <sup>B1</sup>
21-40	1d4 Stingray <sup>B2</sup>
41-60	Death's Head Jellyfish <sup>B2</sup>
61-70	Gar <sup>B2</sup>
71-90	Reefclaw <sup>B2</sup>
91-00	Bull Shark <sup>B4</sup>
d%	2nd Level
1-20	1d3 Gar <sup>B2</sup>
21-40	1d3 Reefclaws <sup>B2</sup>
41-60	Electric Eel <sup>B1</sup>
61-70	Sahuagin <sup>B1</sup>
71-90	Shark <sup>B1</sup>
91-00	Tiger Shark <sup>B1</sup>
d%	3rd Level
1-20	1d3 Sahuagin <sup>B1</sup>
21-40	1d3 Sharks <sup>B1</sup>
41-60	Bunyip <sup>B2</sup>
61-70	River Drake <sup>B3</sup>
71-90	Hammerhead Shark <sup>B1</sup>
91-00	Wyrmling Brine Dragon <sup>B2</sup>
d%	4th Level
1-20	1d3 River Drakes <sup>B3</sup>
21-40	1d3 Hammerhead Shark <sup>B1</sup>
41-60	Devilfish <sup>B2</sup>
61-70	Sea Hag <sup>B1</sup>
71-90	Wyrmling Sea Dragon <sup>B3</sup>
91-00	Great White Shark <sup>B1/B4</sup>

**Range** long (400 ft. + 40 ft./level)

**Target** one or more creature; see below

**Duration** 1 round/level (D)

**Saving Throw** none; **Power Resistance** no

**Power Points** 3

You send out a subconscious pulse through water, gathering aquatic lifeforms to your aid. It takes 1 full round for the animal or animals to appear, and they act immediately on your next turn. They attack your opponents to the best of their ability, and you can direct the animals subconsciously. When you manifest this power, you can either call a specific creature from the table or you can roll a d% and consult Table 5. When the power ends, the creature or creatures swim away harmlessly. This power automatically fails if it is not manifested underwater.

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

If you spend 2 additional power points you can call an additional entry off the same table or a lower level table.

If you spend 3 additional power points you can call a creature off a higher level table instead.



## WALL OF WATER

**School** evocation [water]; **Level** arcanist/sorcerer/wizard 3

**Casting Time** 1 standard action

**Components** V, S, M (a vial of water)

**Range** medium (100 ft. + 10 ft./level)

**Effect** curtain of water whose area is up to one 5-ft. square/level, or hemisphere of water with a radius of up to 3 ft. + 1 ft./level

**Duration** 1 minute/level

**Saving Throw** none; **Spell Resistance** no

An immobile curtain of water springs into existence in the area you designate. The wall need not be anchored on its sides, but it must touch the ground. Depending on the material component used, the wall can be composed of saltwater, freshwater, or brackish water. A wall of water is 1 inch thick per 4 caster levels and composed of up to one 5-foot square per level. You can double the wall's area by halving its thickness. The wall cannot be conjured so that it occupies the same space as a creature or another object. The wall is immune to damage of all kinds, and is unaffected by most spells (*dispel magic* still affects it). *Disintegrate* immediately destroys it, as does a *rod of cancellation*, a *sphere of annihilation*, or a *mage's disjunction* spell. *Control water* destroys a single 5-foot section of the wall. Creatures on one side of the *wall of water* have total concealment from creatures on the other

side. Ranged attacks made through the wall suffer a –2 penalty on attack and damage rolls. Spells can be cast successfully through the wall, though it blocks vision and any spell that requires the caster to see his targets fails. Creatures can move through the wall at their normal movement rate without harm. Fire creatures or those with a weakness to water take 1d4 points of damage per 2 caster levels (maximum 10d4).

**Hemisphere:** The wall takes the form of a hemisphere whose maximum radius is 3 feet + 1 foot per caster level. The hemisphere functions as the curtain, but it does not deal damage to fire creatures that go through a breach.

## Racial Magic Items

The following magic items are made by gillmen spellcasters.

### ALANQUA'S REEL

**Aura** minor evocation; **CL** 6th

**Slot** none; **Price** 10,500 gp; **Weight** 3 lbs.

#### DESCRIPTION

This +2 *spear* has a hooked head and etchings along its shaft. It does not have an enhancement bonus to damage, but doubles the enhancement bonus to attack that it would ordinarily have.

Additionally, *Alanqua's reel* ignores cover and soft cover (but not full cover). The wielder must still know the location of a target to attack it.

#### CONSTRUCTION

**Requirements** Craft Magic Arms and Armor, *true strike*, *magic missile*; **Cost** 5,250 gp

### BUOYANT SHIELD

**Aura** minor transmutation; **CL** 6th

**Slot** none; **Price** 3,160 gp; **Weight** 5 lbs.

#### DESCRIPTION

This +1 *heavy wooden shield* grants a swim speed of 30 feet and a +8 racial bonus to Swim checks.

#### CONSTRUCTION

**Requirements** Craft Magic Arms and Armor, *touch of the sea*; **Cost** 1,580 gp

### DEEP AMULET

**Aura** moderate transmutation; **CL** 5th

**Slot** neck; **Price** 54,000 gp; **Weight** 1 lb.

#### DESCRIPTION

The *deep amulet* has a sigil upon it from a language known to few mortals. Those who wear it gain a +4 enhancement



bonus to their Intelligence. Additionally, the wearer can breathe water as easily as air.

---

#### CONSTRUCTION

---

**Requirements** Craft Wondrous Item, *fox's cunning*, *water breathing*; **Cost** 27,000 gp

#### GILL SEAWEED

**Aura** faint conjuration; **CL** 3rd  
**Slot** none; **Price** 300 gp; **Weight** —

---

#### DESCRIPTION

---

This green and yellow seaweed preserves a sea creature's gills for a full day. Whenever a creature with the water dependent racial ability eats *gill seaweed*, the creature does not suffer any ill effects from being above the water's surface for 1 day. When the effect of the *gill seaweed* wears off, the creature's gills instantly return to the state they were in just before eating the *gill seaweed*. So for example, if a gillman eats a *gill seaweed* an hour before his gills would start to crack from being above the water's surface too long, his gills are fine for 1 day. Immediately after that day, his gills return to that state, leaving the gillman with 1 hour to submerge himself in water again.

---

#### CONSTRUCTION

---

**Requirements** Craft Wondrous Item, *lesser restoration*; **Cost** 150 gp



#### GILL COLLAR

**Aura** moderate transmutation; **CL** 5th  
**Slot** neck; **Price** 30,000 gp; **Weight** 2 lbs.

---

#### DESCRIPTION

---

This coral neck brace has several bubbles of swirling water around its exterior. Covering a gillman's gills, this collar constantly keeps a gillman's gills wet and filters oxygen from the surrounding air through the water, allowing a gillman to continuously breathe as if underwater.

---

#### CONSTRUCTION

---

**Requirements** Craft Wondrous Items, *water breathing*; **Cost** 15,000 gp

#### SEASPELL

**Aura** moderate conjuration; **CL** 6th  
**Slot** none; **Price** +2 enhancement bonus; **Weight** —

---

#### DESCRIPTION

---

This weapon enhancement can only be applied to melee weapons. When wielded by a creature that can cast spells or spell-like abilities, they add their spellcasting ability modifier to the damage dealt by the weapon. While underwater, they instead add the sum of their spellcasting ability modifier and the level of the highest level spell they can cast to the damage dealt.

---

#### CONSTRUCTION

---

**Requirements** Craft Magic Arms and Armor, *swordfish strike*; **Cost** +2 enhancement bonus

## In Your Campaign

Gillmen, being an underwater race that are capable of being played on land in only a limited fashion, are not ideal for all campaigns. A gillman character works best when the character can rest underwater without any significant hindrance. This race works well in a port city or as a crewman on a ship. Playing a gillman in an inland town can be done, but it will be difficult to keep the character from dying every day.

The ideal campaign for this race involves significant playtime underwater. A campaign involving underwater dangers or monsters in a city aquifer presents excellent opportunities for the use of gillmen.

Aboleths attempting to assert their power over various races using gillmen as foot soldiers against those they wish to conquer is an interesting plot line, especially for a game in which someone is playing a gillman character. The character may feel conflicted about killing those of their own race, especially when they learn the other gillmen are being controlled by aboleths. Getting to the aboleths, however, requires a great deal of harm to those of their

kind. This can drive a character to both story decisions and mechanical decisions that they would not otherwise make.

Considering that worship of the great old one of Cthulhu is largely considered a taboo cult on the surface and an accepted practice by those under the waves, players might want to have Cthulhu as part of their racial heritage even if not an active part of their everyday life. Such characters might have been raised in the worship of Cthulhu and could still agree with the Great Old One's desire to cause destruction to aboleths, but may not want to drown the world and all those living on the land. This can make for an interesting "fish out of water" story, to pardon an expression. Such a character does not have to be chaotic evil to share some of Cthulhu's goals; a chaotic good warrior who was raised as a worshipper of Cthulhu but no longer worships him can come to the surface to fight a threat above the waves. Every day at midnight, he might recite a chant he remembers from his youth. This naturally would not provide any mechanical benefit, but it should make his fellow party members a little uncomfortable. Game masters who want to encourage role playing and philosophical discussion should encourage this and discussions about an evil deity being worshipped by a good person, the role that religion plays in the heritage of a people, and how different cultures perceive various religions. Game masters who are less secure in their players' unity, harbor concerns about intra-game fighting, or perceive sensitivities about the different beliefs of those at the table may wish to discourage this element, but should be open with the players involved about any such concerns.

## NPCs

### GILLMAN GILLGUARDSWOMAN CR 1/2

#### XP 200

Female gillman fighter 1  
N Medium humanoid (aquatic)  
**Init** +5; **Senses** Perception +0

#### DEFENSES

**AC** 17, touch 11, flat-footed 16 (+4 armor, +1 Dex, +2 shield)  
**hp** 13 (1d10+3)  
**Fort** +5, **Ref** +1, **Will** +0; +2 vs. non-aboleth enchantments and -2 vs. aboleth enchantments  
**Defensive Abilities** enchantment resistance  
**Weaknesses** water dependent

#### OFFENSE

**Speed** 20 ft. (30 ft. without armor), swim 20 ft. (30 ft. without armor)  
**Melee** trident +4 (1d8+2)

#### STATISTICS

**Str** 15, **Dex** 12, **Con** 16, **Int** 10, **Wis** 11, **Cha** 10  
**Base Atk** +1; **CMB** +3; **CMD** 14 (15 vs. dirty trick, grapple)

**Feats** Improved Initiative, Weapon Focus (trident)

**Skills** Intimidate +4, Swim +10

**Languages** Aboleth, Common

**SQ** amphibious

**Other Gear** masterwork hide armor, heavy wooden shield, trident, 73 gp

### GILLMAN ACOLYTE CR 1

#### XP 600

Male gillman adept 3  
N Medium humanoid (aquatic)  
**Init** -1; **Senses** Perception +0

#### DEFENSE

**AC** 9, touch 9, flat-footed 9 (-1 Dex)  
**hp** 19 (3d6+9)  
**Fort** +2, **Ref** +0, **Will** +3; +2 vs. non-aboleth enchantments and -2 vs. aboleth enchantments  
**Defensive Abilities** enchantment resistance  
**Weaknesses** water dependent

#### OFFENSE

**Speed** 30 ft., swim 30 ft.  
**Melee** longspears +2 (1d8+1/x3)  
**Adept Spells Prepared** (CL 3rd; concentration +3)  
1st—*cure light wounds*, *protection from law*  
0 (at will)—*detect magic*, *ghost sound* (DC 10), *light*

#### STATISTICS

**Str** 12, **Dex** 9, **Con** 12, **Int** 11, **Wis** 11, **Cha** 10  
**Base Atk** +1; **CMB** +2; **CMD** 11  
**Feats** Brew Potion, Toughness  
**Skills** Craft (alchemy) +6, Spellcraft +6, Swim +12  
**Languages** Aboleth, Common  
**SQ** amphibious, familiar (Squishy the blue-ringed octopus <sup>UM</sup>)  
**Combat Gear** *potion of cure light wounds* (5), *potion of protection from law* (5), tanglefoot bag; **Other Gear** longspears, alchemist's lab

### ABOLETH-CONTROLLED GILLMAN CR 4

#### XP 1,200

Male gillman brawler <sup>ACG</sup> 4  
CN Medium humanoid (aquatic)  
**Init** +2; **Senses** Perception +7

#### DEFENSE

**AC** 18, touch 14, flat-footed 14 (+4 armor, +2 Dex, +2 dodge)  
**hp** 38 (4d10+12)  
**Fort** +6, **Ref** +6, **Will** +1; +2 vs. non-aboleth enchantments and -2 vs. aboleth enchantments  
**Defensive Abilities** enchantment resistance  
**Weaknesses** water dependent

#### OFFENSE

**Speed** 30 ft., swim 30 ft.



**Melee** unarmed strike +7 (1d8+3) or unarmed strike flurry of blows +5/+5 (1d8+3)  
**Special Attacks** brawler's flurry, knockout 1/day (DC 15), maneuver training (grapple +1), martial flexibility 5/day

#### STATISTICS

**Str** 16, **Dex** 14, **Con** 15, **Int** 8, **Wis** 10, **Cha** 12  
**Base Atk** +4; **CMB** +7 (+11 grapple); **CMD** 21 (24 vs. grapple)  
**Feats** Dodge, Improved Grapple, Improved Unarmed Strike, Squid Style  
**Skills** Intimidate +8, Perception +7, Swim +18  
**Languages** Aboleth, Common  
**SQ** amphibious, brawler's cunning, martial training  
**Other Gear** +1 studded leather, dust of darkness <sup>UE</sup>, elixir of vision, gill seaweed

#### GILLMAN FEARMAKER

CR 5

#### XP 800

Male gillman dread <sup>UP</sup> 6  
CG Medium humanoid (aquatic)  
**Init** +2; **Senses** Perception +8  
**Aura** fear (10 ft., -4 vs. fear effects)

#### DEFENSES

**AC** 17, touch 12, flat-footed 15 (+5 armor, +2 Dex)  
**hp** 56 (6d8+26)  
**Fort** +4, **Ref** +7, **Will** +4; +2 vs. non-aboleth enchantments and -2 vs. aboleth enchantments  
**Resist** cold 5

#### OFFENSE

**Speed** 20 ft. (30 ft. without armor), swim 20 ft. (30 ft. without armor)  
**Melee** +1 scimitar +7 (1d6+3/18-20), devastation touch (1d6+6)  
**Special Attacks** channel terror, terror 12/day (chase terror, horrible strike, terrified escape [DC 16])  
**Dread Powers Known** (ML 6th; concentration +9); 31 pp  
2nd—*sea telepathy*, *sidestep* <sup>UP</sup>, *strength of enemy* <sup>UP</sup>  
1st—*biofeedback* <sup>UP</sup>, *demoralize* <sup>UP</sup> (DC 14), *mindthrust* <sup>UP</sup> (DC 14)  
0—*conceal thoughts* <sup>UP</sup>, *unearthly terror* <sup>UP</sup> (DC 13)

#### STATISTICS

**Str** 14, **Dex** 14, **Con** 14, **Int** 8, **Wis** 8, **Cha** 17  
**Base Atk** +4; **CMB** +6; **CMD** 18  
**Feats** Extra Terrors <sup>UP</sup>, Psionic Body <sup>UP</sup>, Psionic Talent <sup>UP</sup>, Psionic Weapon <sup>UP</sup>  
**Skills** Autohypnosis +8, Intimidate +15, Knowledge (psionics) +8, Perception +8, Sense Motive +8, Swim +10  
**Languages** Aboleth, Common  
**SQ** amphibious, fearsome insight, water dependent  
**Combat Gear** *Intimidate shard* +4 <sup>UP</sup>, *pearl of brain lock* <sup>UP</sup>, *potion of cure serious wounds*; **Other Gear** +1 chain shirt, +1 scimitar, warrior's scabbard <sup>UP</sup>, 50 gp

#### GILLMAN SEATALKER

CR 11

#### XP 12,800

Female gillman shaman <sup>ACG</sup> 12  
CE Medium humanoid (aquatic)  
**Init** +5; **Senses** deepsight 120 ft., Perception +4

#### DEFENSES

**AC** 20, touch 11, flat-footed 19 (+8 armor, +1 Dex, +1 natural)  
**hp** 117 (12d8+60)  
**Fort** +9, **Ref** +8, **Will** +13; +2 vs. non-aboleth enchantments and -2 vs. aboleth enchantments

#### OFFENSE

**Speed** 20 ft. (30 ft. without armor), swim 20 ft. (30 ft. without armor)

**Melee** +1 morningstar +9 (1d8)

**Special Attacks** battle spirit 5 rounds/day +2, crushing depths 5/day (1d6+6), enemy's bane 5/day, hexes (chant, fear of the deep sea [DC 18], healing, overwhelming current, secret), sea body 3/day, wandering hex (curse of suffering)

**Gillman Spell-Like Abilities** (CL 12; concentration +14)  
1/day—*create water*, *speak with animals* (aquatic only)

**Shaman Spells Known** (CL 12; concentration +16)

6th—*cone of cold*, *planar ally*; *harm* (DC 20)

5th—*baleful polymorph*, *dominate person* (DC 19), *extended fear* (DC 18); *monstrous physique II* <sup>UM</sup>

4th—*ball lightning* <sup>APG</sup> (DC 18), *cure critical wounds*, *greater false life* <sup>UM</sup>, *extended nauseating trail* <sup>ACG</sup> (DC 17); *wall of water*

3rd—*cure serious wounds*, *magic circle against law*, *extended resist energy*, *spray of salmon*, *stench of prey* (DC 17); *lightning bolt* (DC 17)

2nd—*extended bless*, *hold person* (DC 16), *lesser restoration*, *ocean's lure*, *swordfish strike*; *death knell* (DC 16)

1st—*doom* (DC 15), *entangle*, *goodberry*, *hex vulnerability* <sup>ACG</sup> (DC 15), *hydraulic push* <sup>APG</sup>; *enlarge person*

0 (at will)—*bleed*, *detect magic*, *mending*, *stabilize*

**Spirit** depths, **Wandering Spirit** battle

#### STATISTICS

**Str** 8, **Dex** 12, **Con** 18, **Int** 10, **Wis** 18, **Cha** 15  
**Base Atk** +9; **CMB** +8; **CMD** 19  
**Feats** Combat Casting, Extend Spell, Flexible Hex <sup>ACG</sup>, Improved Initiative, Lightning Reflexes, Toughness  
**Skills** Handle Animal +17, Heal +19, Knowledge (nature) +15, Spellcraft +15  
**Languages** Aboleth, Common  
**SQ** spirit animal (catshark)  
**Combat Gear** *pearl of power* (2nd level spell); **Other Gear** +2 breastplate, +1 morningstar, amulet of natural armor +1, belt of mighty constitution +2, cloak of resistance +1, headband of inspiring wisdom +2





# Book of heroic Races compendium

Be heroic  
with a new  
Race!

**D&D FINDER**  
ROLEPLAYING GAME COMPATIBLE

**JON BRAZER  
ENTERPRISES**



The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc. ("Wizards"). All Rights Reserved.

1. Definitions: (a) "Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b) "Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d) "Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of such element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13. Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

#### 15. COPYRIGHT NOTICE

**Open Game License v 1.0a** Copyright 2000, Wizards of the Coast, Inc.

**System Reference Document.** Copyright 2000, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on material by E. Gary Gygax and Dave Arneson.

**Pathfinder RPG Core Rulebook.** Copyright 2009, Paizo Publishing, LLC; Author: Jason Bulmahn, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

**Pathfinder RPG GameMastery Guide.** © 2010, Paizo Publishing, LLC; Author: Cam Banks, Wolfgang Baur, Jason Bulmahn, Jim Butler, Eric Cagle, Graeme Davis, Adam Daigle, Joshua J. Frost, James Jacobs, Kenneth Hite, Steven Kenson, Robin Laws, Tito Leati, Rob McCreary, Hal Maclean, Colin McComb, Jason Nelson, David Noonan, Richard Pett, Rich Redman, Sean K Reynolds, F. Wesley Schneider, Amber Scott, Doug Seacat, Mike Selinker, Lisa Stevens, James L. Sutter, Russ Taylor, Penny Williams, Skip Williams, Teeuwynn Woodruff.

**Advanced Player's Guide.** Copyright 2010, Paizo Publishing, LLC; Author: Jason Bulmahn.

**Pathfinder Roleplaying Game Ultimate Magic.** © 2011, Paizo Publishing, LLC; Authors: Jason Bulmahn, Tim Hitchcock, Colin McComb, Rob McCreary, Jason Nelson, Stephen Radney-MacFarland, Sean K Reynolds, Owen K.C. Stephens, and Russ Taylor.

**Pathfinder Roleplaying Game Ultimate Combat.** © 2011, Paizo Publishing, LLC; Authors: Jason Bulmahn, Tim Hitchcock, Colin McComb, Rob McCreary, Jason Nelson, Stephen Radney-MacFarland, Sean K Reynolds, Owen K.C. Stephens, and Russ Taylor.

**Pathfinder Roleplaying Game Advanced Race Guide** © 2012, Paizo Publishing, LLC; Authors: Dennis Baker, Jesse Benner, Benjamin Bruck, Jason Bulmahn, Adam Daigle, Jim Groves, Tim Hitchcock, Hal MacLean, Jason Nelson, Stephen Radney-MacFarland, Owen K.C. Stephens, Todd Stewart, and Russ Taylor.

**Pathfinder Roleplaying Game Ultimate Equipment** © 2012, Paizo Publishing, LLC; Authors: Dennis Baker, Jesse Benner, Benjamin Bruck, Ross Byers, Brian J. Cortijo, Ryan Costello, Mike Ferguson, Matt Goetz, Jim Groves, Tracy Hurley, Matt James, Jonathan H. Keith, Michael Kenway, Hal MacLean, Jason Nelson, Tork Shaw, Owen KC Stephens, and Russ Taylor.

**Pathfinder Roleplaying Game Advanced Class Guide** © 2014, Paizo Inc.; Authors: Dennis Baker, Ross Byers, Jesse Benner, Savannah Broadway, Jason Bulmahn, Jim Groves, Tim Hitchcock, Tracy Hurley, Jonathan H. Keith, Will McCordell, Dale C. McCoy, Jr., Tom Phillips, Stephen Radney-MacFarland, Thomas M. Reid, Sean K Reynolds, Tork Shaw, Owen K.C. Stephens, and Russ Taylor.

**Ultimate Psionics.** © 2013, Dreamscarred Press

**The Genius Guide To: The Time Thief.** Copyright 2010, Super Genius Games. Author: Owen K.C. Stephens

**The Book of Experimental Might.** Copyright 2008, Monte J. Cook. All rights reserved.

**Tome of Horrors.** Copyright 2002, Necromancer Games, Inc.; Authors: Scott Greene, with Clark Peterson, Erica Balsley, Kevin Baase, Casey Christofferson, Lance Hawvermale, Travis Hawvermale, Patrick Lawinger, and Bill Webb; Based on original content from TSR.

**Anger of Angels.** © 2003, Sean K Reynolds.

**Book of Fiends.** © 2003, Green Ronin Publishing; Authors Aaron Loeb, Erik Mona, Chris Pramas, Robert J. Schwalb.

**The Book of Hallowed Might.** © 2002, Monte J. Cook.

**The Genius Guide To: Feats of Psionic Might.** Copyright 2011, Super Genius Games. Author: Owen K.C. Stephens

**The Grand OGL Wiki,** <http://grandwiki.wikidot.com> Copyright 2008-2011 Purple Duck Games; Authors: Mark Gedak, Alex Schroeder, Joel Arellano, George Fields, Yair Rezek, Mike Whalen, Shane O'Connor, Mike Rickard, John Whamond, Bill Browne, Eric Williamson, Slatz Grubnik, Charles R. Wenzler Jr. John Fraser, Jonathan Thompson, Thomas Boxall.

**Hyperconscious: Explorations in Psionics.** © 2004, Bruce R. Cordell. All rights reserved.

**The Ironic Bestiary: Classics of Fantasy.** © 2005, Lions Den Press; Author Ari Marmell

**If Thoughts Could Kill.** © 2001–2004, Bruce R. Cordell. All rights reserved.

**Legendary VI: Legendary Armor** © 2012, Purple Duck Games; Author: Marc Radle.

**Mindscapes.** © 2003–2004, Bruce R. Cordell. All rights reserved.

**Modern System Reference Document.** © 2002, Wizards of the Coast, Inc.; Authors Bill Slavicek, Jeff Grubb, Rich Redman, Charles Ryan, based on material by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, Peter Adkinson, Bruce R. Cordell, John Tynes, Andy Collins, and JD Wiker

**Monte Cook's Arcana Unearthed.** © 2003, Monte J. Cook.

**Mutants & Masterminds** © 2002, Green Ronin Publishing.

**Path of the Magi.** © 2002 Citizen Games/Troll Lord Games; Authors: Mike McArtor, W. Jason Peck, Jeff Quick, and Sean K Reynolds.

**Pathfinder Companion: Sargava, the Lost Colony.** Copyright 2010, Paizo Publishing, LLC; Author: JD Wiker.

**Pathfinder Roleplaying Game Bestiary** © 2009, Paizo Publishing, LLC; Author: Jason Bulmahn, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

**Pathfinder Roleplaying Game Bestiary 2** © 2010, Paizo Publishing, LLC; Authors: Wolfgang Baur, Jason Bulmahn, Adam Daigle, Graeme Davis, Crystal Frasier, Joshua J. Frost, Tim Hitchcock, Brandon Hodge, James Jacobs, Steve Kenson, Hal MacLean, Martin Mason, Rob McCreary, Erik Mona, Jason Nelson, Patrick Renie, Sean K Reynolds, F. Wesley Schneider, Owen K.C. Stephens, James L. Sutter, Russ Taylor, and Greg A. Vaughan, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

**Pathfinder Roleplaying Game Bestiary 3** © 2011, Paizo Publishing, LLC; Authors: Jesse Benner, Jason Bulmahn, Adam Daigle, James Jacobs, Michael Kenway, Rob McCreary, Patrick Renie, Chris Sims, F. Wesley Schneider, James L. Sutter, and Russ Taylor, based on material by Jonathan Tweet, Monte Cook, and Skip Williams.

**Pathfinder RPG GameMastery Guide.** © 2010, Paizo Publishing, LLC; Author: Cam Banks, Wolfgang Baur, Jason Bulmahn, Jim Butler, Eric Cagle, Graeme Davis, Adam Daigle, Joshua J. Frost, James Jacobs, Kenneth Hite, Steven Kenson, Robin Laws, Tito Leati, Rob McCreary, Hal Maclean, Colin McComb, Jason Nelson, David Noonan, Richard Pett, Rich Redman, Sean K Reynolds, F. Wesley Schneider, Amber Scott, Doug Seacat, Mike Selinker, Lisa Stevens, James L. Sutter, Russ Taylor, Penny Williams, Skip Williams, Teeuwynn Woodruff.

**Psionics Augmented.** © 2013, Dreamscarred Press

**Psionic Bestiary.** © 2013, Dreamscarred Press.

**Psionics Unleashed.** © 2010, Dreamscarred Press.

**Skreyn's Register: The Bonds of Magic.** © 2002, Sean K Reynolds.

**Swords of Our Fathers.** Copyright 2003, The Game Mechanics.

**Unearthed Arcana.** © 2004, Wizards of the Coast, Inc.; Authors Andy Collins, Jesse Decker, David Noonan, Rich Redman

**Angel, Monadic Deva from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Angel, Monadic Deva from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Angel, Movanic Deva from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Angel, Movanic Deva from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Axe Beak from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Baphomet from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Basidiron from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

**Brownie from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Cave Fisher from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Lawrence Schick.

**Daemon, Ceustodaemon (Guardian Daemon) from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Daemon, Derghodaemon from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Daemon, Derghodaemon from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Daemon, Guardian from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Ian McDowall.

**Daemon, Hydrodaemon from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Daemon, Hydrodaemon from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Daemon, Piscodaemon from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Daemon, Piscodaemon from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

**Dark Creeper from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Rick Shepard.

**Dark Stalker from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Simon Muth.

**Dracolisk from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

**Ear Seeker from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene and Erica Balsley, based on original material by Gary Gygax.

**Frogemoth from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Genie, Marid from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Giant Slug from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

**Gripli from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Ice Golem from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author: Scott Greene.

**Iron Cobra from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by Philip Masters.

**Marid from the Tome of Horrors III.** © 2005, Necromancer Games, Inc.; Author Scott Greene.

**Mihstu from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Mite from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Ian Livingstone and Mark Barnes.

**Nabasu Demon from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by E. Gary Gygax.

**Necrophidius from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by Simon Tillbrook.

**Nereid from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Rot Grub from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene and Clark Peterson, based on original material by Gary Gygax.

**Sandman from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by Roger Musson.

**Scarecrow from the Tome of Horrors, Revised.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by Roger Musson.

**Shadow Demon from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author: Scott Greene, based on original material by Neville White.

**Wood Golem from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Authors: Scott Greene and Patrick Lawinger.

**Yellow Musk Creeper from the Tome of Horrors.** © 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Albie Fiore.

**Yeti from the Tome of Horrors Complete** © 2011, Necromancer Games, Inc., published and distributed by Frog God Games; Author: Scott Greene, based on original material by Gary Gygax.

**Book of Heroic Races: Advanced Gillmen.** © 2016, Jon Brazer Enterprises

END OF LICENSE

### Cthulhu Sleeps, Gillmen Awake

Beneath the sea, the gillmen serve their insane deity in their bid for freedom from their cruel aboleth creators. Against all kinds of undersea horrors they demonstrate their bravery. Now they fight to tame the wild underwater realms and make a home for themselves

**Book of Heroic Races: Advanced Gillmen** is the essential guide for playing a gillman character. This 22-page supplement features:

- **Racial Traits** to play a gillman, **5 Alternate Racial Traits**, and **3 Character Traits** to customize your character for this unique play experience
- **17 New Character Class Options**, including the dangerous lightningcaster magus archetype, the grotesque tentacled horror bloodrager archetype, the catshark familiar, the order of the sinking ship cavalier order, the depths shaman spirit, a new time thief temporal talent, a new hunter animal focus, a new soulknife blade skill, and much more
- **5 New Feats**, including the new squid martial arts style
- **7 New Magic and Mundane Items** and **8 New Spells and Psionic Powers**
- **2 New Deities**, reflecting a dichotomy of views on achieving freedom from one's enemies
- Details on gillmen adventurers as well as suggestions on how to incorporate this race into your world



**Be Heroic with This Advanced Race Today!**