DARKROADS GOLDENHELLS PLANAR OPTIONS FOR THE PATHFINDER RPG





DARK ROADS & GOIDEN HEIIS

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"The gate is opening. Take my hand. Prepare your eyes for wondrous things. Prepare your soul for terror and temptation. Don't let us become separated. And never think that you're safe in either the brightest Heaven or the emptiest Hell. This place is not for mortal kind. It is the playground of gods and the prison of things that the gods threw down. You will not return unchanged."

—Cicerone the Upfallen



here are more lands beyond the world than any one man can dream. Worlds of perfect clockwork order and worlds of broiling chaos. Planes that embody love, war, solitude, and second chances. Places where memories cluster in bleak, dark eddies and stories have the power of gods.

These are the planes beyond, a sea of dreams and possibilities more than mere afterlife and godly real estate. The planes beyond flow with the glorious results of the creative mortal mind: philosophies, morals, and ideals; unimpeachable freedoms, laws, and universal principles; faiths and dreams. Sometimes they are known as the "outer planes," but they are bound to the mortal world. To explore one is to explore the other.

So let's go exploring.

WHAT ARE THE PLANES?

All of Creation is made from souls.

This is the first and greatest truth of all Creation: the woven web of planes is formed by transubstantiated soul energy—passions, faith, and belief spawned by the living and harvested from the dead. In a way, the multiverse is a giant perpetual motion machine, a mill grinding up soul (albeit painlessly in some places) to create the materials needed to endlessly power, repair, and expand itself.

Sages, magi, pontiffs, and philosophers all have differing views on the planes, but in many respects, truth is not as important as conviction. All these competing, sometimes contradictory views empower their believers equally. Are they all paradoxically correct, part of some greater whole we cannot understand? Or is it all a matter of perspective, and even cosmic truths are relative? No one can say. What makes mortals mortal may be the biggest barrier of all to understanding the planes. We're just not designed to be out here.

There are so many things that no one understands. Maybe the gods know all the secrets of the planes, but even that is doubtful and if they do know, they are certainly not telling. Perhaps everyone must find his or her own answer. Great metaphysical questions drive many, mortal and outsider alike, to venture beyond what they know. The knowledge and wisdom to be gained out there is more potent than the highest magic.

Here is gathered what the wise have learned.

AN INFINITE MULTIVERSE

Whatever maps and religious geography may imply, Creation is boundless. Wherever you look, there are wonderful and terrible and incomprehensible things to be found—always more and more layers to unpeel, always another piece of the puzzle to be found, another place just around the corner or over the horizon, a world beyond or a world within a world. Beyond Midgard is the aether, other planets, imperious and alien stars. Step further and see the glory of Heaven, goodness embodied, or Hell, the pit of eternal wickedness. Then there's order and chaos pervading (and invading) the conceptual planes. Dreams and nightmares. The strange terrain of the far edge of reality—planes where time and reality wear thin, where possibilities are cast like shadows, and you can encounter living paradoxes—the never were and might have been—and slip entirely from this reality into mirror versions and infinite permutations of all these worlds and planes. Wherever you look, there's more to see.

The planes are as big as you can handle, and then one horizon more.

A UNIVERSE OF IDEAS

Built from faith and ideas, you can find a place for every facet of the mortal soul out here. Good and Evil, Order and Chaos, are just the most famous and easily identified planes. There are planes of Art and Beauty, Music, Freedom, and Trade—each with their own ambience and powers. But few are as powerful as the great alignments.

As mortal belief and dreams shift their focus between different ideals, the Sea of Possibilities changes. Planes mate and merge, giving birth to new realms; demiplanes and pocket dimensions evolve as belief in them grows and changes. Although they might deny it, even the mighty planar continents of Heaven and Hell began this way, many eons ago.

Here's an example: they say that War has swelled immensely since Heaven and Hell began their fight, reaching out to touch Slaughter and Massacre; Honor and Pride; Ambition, Cowardice, and Disregard—and tainting many other planes with Battle. Both sides draw upon the power of War, and with their actions, War's power feeds back into the mortal realm, entering the souls of more and more mortals, in a cycle of growing power. There are those who fear that War may eclipse even Heaven and Hell one day, causing Good and Evil to embrace the fight itself and forget why they're fighting.

Of course, planes can also fall into ruin or wither so small that you can hold them in the palm of your hand. Starved of soul energy, a plane can shrink and atrophy to a mere shadow of its former self, or even be deliberately wounded and maimed. In a spiral of decay, a wounded plane loses the ability to inspire the mortal heart, and as it slips from the mortal mind, it loses more and more power. Nowadays, few creatures remember what "jakumnaziak" is, or the color ulfire, so those planes are now almost powerless.

So long as at least someone believes in it, however, a plane won't vanish completely or be totally consumed by somewhere else. The ruins of former planes litter Creation like the dungeons that are scattered across the mortal realm.

LAND OF THE DEAD

All the men, elves, goblins, dwarves, and myriads of other living creatures are outnumbered countless times over by the dead. The passion and deeds of those gone before weigh heavily on the planes. They are the bricks and mortar upon which Creation is built. Planewalking characters can seek the council of dead enemies, the wisdom of ancient sages, and the knowledge of forgotten kings. In many circumstances, you're much more likely to encounter the dead than the living out here.

Released upon death, only a favored (or unlucky) few souls are claimed directly by their patron power. Most souls are drawn downward, deep into the earth or into the ethereal mists: long lines of souls make their slow progress to the Underworld. Then there are those who become lost or get pushed out of line or refuse to move forward: undead and other lost souls.

For the majority, the Underworld is only a temporary stopover

on the way to final reward or damnation. Most souls are disputed, and while they linger, courts adjudicate the claims of gods and devil lords and other interested parties upon it. Like any massive administration, it is often backlogged, sometimes corrupt or negligent, and occasionally a tangle of Kafkaesque nightmare bureaucracy. Souls can and do fall through the cracks, but angel and demon alike try to cover it up because it's just bad for business.

Most judgments are simple: every action colors the mortal soul, painting it the unique hues of Heaven, Hell, or some other conceptual plane. Sometimes a soul's allegiance is clear; others are a patchwork quilt of virtues, vices, and conflicting beliefs. Agents of interested powers vie to claim such disputed souls—especially if they were noteworthy in life. Legal wrangling can sometimes drag on for years. Bribes and backroom deals are more common than mortals would ever suspect. Soul theft and smuggling are regular crimes. While the arguments rage, the soul is trapped in the Underworld. Sometimes one side or another tries to tip it in one direction or another during the process, but the dead are notoriously intransigent.

For those pledged to a god or pantheon, the process is a little different. They're still tainted or blessed by their actions, but allegiance to a god is a powerful weight on the soul. True faith counts most of all, but lip service, rituals (such as baptism and last rites), and even being the recipient of divine magic spells all have an effect. There's a reason why pacts and devilish deals are usually watertight contracts. There are as many lawyers in Heaven as in Hell.

Each culture or pantheon judges the dead by its own customs and standards. What the Northern gods condemn a soul for may be very different from what their southern counterparts consider sin. Sometimes good men are condemned to Hell or the undeserving can gain a place in Heaven via loopholes and technicalities. Sometimes their assigned fate is final; others are condemned to the Underworld to pay off sins for a time before moving on to their final afterlife.

ABSTRACTION AND ALLEGORY

Planes are never just places. This is the geography of myth and legend, homes of the gods and ideals made flesh and made into rivers, mountains, forests, savannahs, and metropolises. They do not merely exist, as locations in the mortal realm do, shaped by wind and rain and rumbling earth. A plane is a state of being: Heaven is literally made of grace and benevolence, of every ray of sunlight and sweet-smelling lawn, and of every wise soul in their endless reward. Hell is eternal damnation, and you can see it in the eyes of every condemned soul, feel it clearly in the lick of cruel flames and the rotten egg stench of brimstone.

When traversing the planes, never forget that they mean something. The terrain embodies some part of the mortal psyche. A bleak snowy night in the Shadow may be the memory of every lost traveler in the winter snows, full of fear-beasts and stalking nightmares, or it might be a reflection of the dark, cold heart of the local fey lord, whose icy tower rises from its centre... but the snows will relent if his heart melts.

ANYTHING IS POSSIBLE

The planes are all about potential. The potential of a soul to rise to great deeds or fall to the depths of villainy. The potential for harmony

or war, and for everything else. Beings in the planes care about the potential of things, more than necessarily the practical use of things—that's why planar payments can often be strange indeed, like a lover's first kiss, a vampire's last breath, or even weirder things.

One thing the planes are famous for is that if you're prepared to spend the time and have all infinity to look, you can find anything: a second chance, a lost love, a rematch against your greatest foe, the secret of true immortality, or a gate to the Plane of Vorpal Swords.

Anything is possible, but finding it and getting there—and getting out again—now's that's the adventure.

LIKE CALLS TO LIKE

All things are connected, linked by a kind of cosmic resonance. This is why great planes and linked ideas flow into one another and merge, such as the Seven Heavens, Eleven Hells, the City that is All Cities, the Market that touches all Markets.

It has more subtle applications too, echoed in sayings like "evil begets evil" or "kindness brings kindness"—all reflections of the universal truth that like calls to like. This is well understood by the denizens of the planes. It's the basis of the afterlife: their economies and their wars. Outsiders value mortal souls because greatness and power draws other souls of similar nature and rising to a particular plane grants it the potential to draw in more.

YOU CAN'T OUTRUN YOURSELF

Given the psychoreactive nature of the planes, it's no surprise that your secrets, your nature, and the lies you tell yourself come back to haunt you: celestials and fiends will judge you, your childhood hero might greet you at the gates of Heaven, old enemies will harbor grudges from Hell.

Maybe it's as simple as like calls to like or mortals' karma, but planar adventures have an uncanny knack of drawing you into stories similar to your own. The actions of allies and villains seem to test your resolve and make you re-examine deeds and motives:



the redeemed find themselves involved in stories of corruption and redemption, the wise find their wisdom tested, the goodly find their faith tested with hard decisions in the face of implacable foes.

You can't escape yourself.

MAGIC NUMBERS

Three Norns, three Fates. Nine worlds in Northern legend. Four elements to some, five to others. Seven Heavens, eleven Hells. Thirteen moons to make the werewolves howl, and thirteen warlocks in a coven, proud.

Numbers are everywhere. The forces of Order tell us that everything is part of a great equation, and wise men can see the math underlying reality and use it for their own advantage. Everyone has a lucky number: for Northmen it's nine; for the fey of Arbonesse, it's the rule of threes; two for dwarves (for their patron gods); and for Midgard's hebdomad of southern cities, seven.

Look for the numbers and the patterns, and seize their power.

OUTSIDERS: BELIEF MADE FLESH

There has never been a more hypocritical and absurd war than the one between Good and Evil. Neither side sees it, but they are fools. While blood is shed and beings die, only pain and sadness has been generated. Both sides claim victories and declare them reasons to celebrate, but for every win, there have been a thousand losses and nothing gained. The mortals are the cause. They want this war because it lets them feel good and not responsible—but they are.

We are only shadow puppets in the struggle that occurs in each and every one of them. If all the planes were taken by celestials, fiends, or whomever, they would live their lives the same, unknowing and unaffected. They will always rebel against whichever side offered them counsel. They are children, and we are a part of their game."

> —The Mortal Game by Husslymon the Fallen (banned in both Heaven and Hell)

Avatars of sin and angels of our better nature aren't just metaphors. They are real creatures.

They're called outsiders because they're exactly that. No matter how much they may sometimes superficially resemble us, no matter how we connect with them—how much faith or fear we place in them—dwellers in the outer planes are different to the core from mortal born. And to their minds, inhabitants of the Material Plane are often just as strange and incomprehensible as mortals find aeons and proteans.

THE GODS

When it comes to gods, little is known for sure. What are they really? Living personifications of the universe, or merely powerful creatures skilled in propaganda and manipulation of mortals? You probably have to be a god to find out the truth. In fact, to some extent, knowing that truth may very well be what makes you one in the first place.

Like other outsiders, deities are bound to the energies that

sustain them—living vessels for the power of an idea. Unlike most outsiders, however, they aren't just built from soul energy. They drink deeply from the wellsprings of the conceptual planes: Donar is strength embodied; Hermes is living trickery and speed; Archdevils and Demon Lords are wickedness personified.

Unlike mere outsiders, gods are beings who straddle several conceptual planes, drawing the different powers into their own divine essence. They share the power with divine servants in the form of domains, so it's usually easy to know from which conceptual planes a deity draws its power. It's hard to say much more, for certain, about them: gods wear masks and who can say which is the true face or name of a deity? Whether they are one or many?

Mortal or outsider, no one sees more of the gods than they want us to see.

OUTSIDERS

There's a critical difference between mortals and outsiders.

Mortals grow in flesh and evolve in spirit naturally. Form and function aren't linked. People decide their own purpose in life and infuse their souls with morals (or their lack) with each thought and deed—the peril and bounty of free will. Outsiders however, are fashioned from soul-stuff and planar energy, belief made flesh. Celestials are literally built from Goodness, their "race" just the outward expression of a unique mix of virtues.

For humans and other mortal races, passions come and go and choices made by free will provoke or inspire their feelings. As being made of their component ideas, however, outsiders come with builtin natural responses: for example, demons are living inequities, full of savagery and rage, programmed to think that objectionable moral choices are best. They're not incapable of other reactions, but their natural inclinations are far stronger than those of mortals.

SERVANTS OF A CAUSE

Outsiders always have an agenda. It's a rare individual indeed who isn't actively serving something. Most outsiders were created for a purpose, whether that's upholding a general moral or concept or that's serving a deity. Their (in theory) every thought and action is tinged by that. It's rare to find mortal races with such dedication outside the ranks of priests and paladins. To them, mortal free will and mortal free agents are alien concepts.

It is easy for mortals to forget that whenever they interact with an outsider, word of the encounter travels up and down their chain of command. One can never be sure if an unseen command is behind the behavior of summoned servants. Certainly most creatures called with spells, like summon monster, come from cadres specially tasked with answering mortal calls and reporting on the world and their handler's suitability for use by higher-ranking outsiders.

Not even gods, it seems, can rule—or wish to rule—the cosmos alone, so they gather outsiders to their banner (or make them directly from soul-stuff), to take care of the day-to-day business of divinity. There are spells and miracles to deliver, prophets to inspire, godly palaces to maintain, and enemy faiths to harry. Almost every outsider is part of a larger hierarchy, and many are defined by their place it in it, physical shape changing as they ascend in rank.

Hierarchies work tirelessly to strengthen their patron power whether that's a god, an ideal, or the intricate bureaucracy of an entire pantheon. Their ultimate aim is to tip the universe in their chosen

terrain's favor—order or chaos, the luxuries of vice and earthly gain, or just rewards after death.

In some cases, the hierarchy can come to overshadow the god itself in power, as sometimes happens in the ubiquitous and tangled divine bureaucracy of the East. Sometimes a god dies or disappears, its archangels or demon princes serving empty thrones. Sometimes the hierarchy gives birth to a new god to replace the absent or diminished old one. Sometimes they see no more need for a god at all, and the hierarchy becomes a perpetual motion machine, serving only itself.

PLAYERS IN A LONG GAME

Most outsiders are outright immortal, and even those that are not are usually very long-lived. Accordingly, they typically take the long view, and many possess the wisdom to see and understand chains of cause and effect (or random events) that can spring from their actions. Mortals always seem so impulsive, rash, and ignorant of the consequences of their actions. It's natural to look down on them as children.

Chaotic outsiders, cloistered celestials, and many fey simply don't comprehend how the passage of time affects mortals—and more importantly their memories and obligations. It's not uncommon for devils to plague the same family for generations or for fey to expect the deals made centuries earlier to be upheld many generations down the line.

The other side to this attitude is that many outsiders have seen it all before. Fiends are wily and Celestials wise often not from innate ability, but because they have been doing their jobs for many times a human lifespan. It can be incredibly difficult to surprise them.

HARVESTERS OF SOULS

Although the method varies, most outsiders spring from the fabric of their home plane, manifestations of its ideals given form for a specific task. Many devils are literally a part of Hell that walks and claws and lies to further the hateful spirit of that place. Being created is not enough, however: They require a continued flow of energy in order to sustain their existence.

Every plane is a giant philosophical battery, stripping down native souls to their essential essence for use by their authorities. Hell tortures its inmates, slicing off sins strip-by-strip and forcing souls to abandon all hope and other virtues while Heaven says they help the goodly dead shed their last fears and sins, transforming them into pure goodness. The results are the same, though: it's about power. And using it to control the planes.

PERSONALITIES OF IMMORTALITY

Here are some classic personality types for outsiders of all alignments.

THE AUTOMATION

Automata are built from belief, and that's all there really is to them. Walking, talking machines built from philosophy. Many supposedly unintelligent outsiders are merely so in tune with their nature that they don't need to think. They react exactly as they're supposed to, which makes them somewhat predictable. Even if one is intelligent, however, it lives in a world of rote and repetition, of standard answers and disinterest in anything outside its immediate function. The perfect choice for summoners and fodder for clever manipulators.

Once an outsider begins to experience life beyond their comfort zone (usually their home plane), they either withdraw into their "programming" or emerge changed. They might become true believers or find their faith worn away and become cynics or even fallen. Not a few choose to make themselves even more aloof from their troubles, withdrawing from interactions that cause them to question their very foundation of their form.

THE CHESSMASTER

Chessmasters always look for the big picture but usually fail to see the little one. Some are genuinely uncaring or contemptuous, viewing souls and belief as commodities or strategic targets. Others claim they serve a higher purpose and merely cannot weep whenever a sparrow falls. But the effect is much the same: an aloof distance from mortal concerns and a tendency to see the contest for soul-stuff as a game against a worthy opponent. Chessmasters have an amazing gift not only for convoluted, far-reaching plans but also for revising their strategies as new circumstances arise, positioning and repositioning their pieces and outguessing the other side until the enemy has no option but to admit defeat.

Individuals don't concern the chessmaster. They've seen untold thousands of souls come and go. One or a thousand, souls only seem to have individual value to their owners, but they're really just tiny leaves compared to the forest of souls that have come before and that will decide the final fate of the multiverse. Sometimes, there need to be sacrifices for the cause.

Chessmasters excel in the upper middle ranks of hierarchies, where commanders do not deal with individual souls or minor matters but juggle multiple schemes and major plans that may take decades or centuries to come to fruition. With each side employing immortals, almost godlike wisdom, and skilled diviners in their plans, the art of machination has been elevated to a high art. No one plots like an immortal, and Heaven has as many chessmasters as Hell.

THE CYNIC

Outsiders are by nature idealists, usually devoted to their cause. But when one power must confront another in its heartland or in the changeable vagaries of mortal life, even the inbuilt beliefs of a planeborn creature can be worn away. Rather than fall, however, they continue to serve, but they replace faith with cynicism. The cynic realizes the real world isn't born to the same beliefs as they, but they choose to fight on anyway. Not because they believe they will truly make a difference but because it's the "right" thing to do. They hate themselves for their lack of faith but fight the fight nonetheless. It's a precarious attitude, ripe for falling.

THE ELEMENTAL

Naturally most common among the elementals themselves, this outsider embodies the passions mortals believe live within each element: fire is fast and furious, water adaptive and capricious, earth stoic and strong, air mercurial and flighty. Those who embody a concept take it to extremes even by the standards of other outsiders: devils of Greed might have bodies composed of piles of coins; angels of War might have the form of flaming swords, casting themselves



onto battlefields to be used by whoever dares to take them up.

They are so consumed by one thing that it's hard for them to understand how other creatures work—sometimes with fatal results. They find creatures from the mortal plane especially wondrous and confusing: strange spirit things, "insiders" dwelling at the nexus of the planes, a unique and bizarre mix of elements.

THE FALLEN

For outsiders who spend all their time in their respective domains, it's easy to be a mere automata, but when you're forced to dive into your enemy's philosophical terrain or, worse, experience the world from the mortal "make-it-up-as-you-go" perspective, an outsider's normally unshakeable belief can be worn away—"infected," if you will, by foreign ideas.

For example, angels walk in darkness, that's part of what they do. But they also walk with darkness because, to effectively fight the forces of Hell, an enemy whose mind revolves in endless loops of treachery and wickedness, you have to be able to think like them and that's really not part of a Celestial's mindset at all. Inevitably, there are casualties.

The process works in reverse, too. There are demons that come to question the endless slaughter, wildness, and destruction. There are devils with honor that can't help but admire their foes' passion and resolve, who come to value bravery and camaraderie. Order and Chaos, too, can love the dance too much, suffering madness or stagnation as they fail to know where one ends and the other begins.

A fallen outsider is a being in terrible pain. Formed from pure belief, they can't easily process and accept alien thoughts and feelings. And because for them soul and flesh are one, their torment and their failure is written across their bodies: wings lose their angelic feathers, nobility mars a previously horrible fiendish visage; cracks and rust mar an inevitable's steely form, servants of peace sprout terrible claws.

THE PHILOSOPHER

Not content to merely be the offspring of belief, some outsiders explore what makes them tick and what it brushes against, enemies and sometime allies. They make a moral or concept the topic of meticulous study. They become experts in their ideals: the debaters and demagogues, scientists and philosophers looking for new ways to spread the word. They're the celestials working on potions of redemption, the demons trying to master hate as a form of energy, the hundun and proteans who create whole worlds just to see what happens.

It's possible to lose focus and fall. Others become cynics as they realize that, deep down, one cause is no different from another. Interested in aesthetics more than practical beliefs, most philosophers are somewhat aloof.

THE SLAVER

Most common among fiends and fey, the slaver believes that mortals are commodities or portable sacks of soul energy. The think of mortals the way mortals think of animals (creatures to be harvested) or worse (vermin). Contempt or disregard is the best that mortal born can expect.

Many slavers delight in summoning and binding mortals to various tasks, in mockery of their own summoning vulnerability.

DARK ROADS AND GOLDEN HELLS

They also enjoy ripping souls from bodies and binding them with powerful enchantments or harvesting useful resources from the mortal mind like dreams.

THE TRANSFORMED MORTAL

Most outsiders aren't built from the whole cloth of a single soul. An individual must be truly exceptional for its belief energy to be pure enough to use directly in the creation of an outsider. But sometimes it happens through apotheosis or martyrdom. Or—even more rarely—when a living mortal is offered a permanent place in the service of a god or idea.

Other outsiders have mixed feelings toward them, tending to look down on transformed mortals while envying their position. Transformed mortals may never be quite as pure as native outsiders, but their understanding of free will and shades of grey means they're usually more robust against contamination. Transformed mortals can often be found in roles that deal with mortal hearts and minds, as they understand them best. They are trusted to be "out there" more than newly created naïve outsiders but are rarely given the most secret and dangerous missions. Mortals have always been corruptible, after all.

THE TRUE BELIEVER

The champion. The demagogue. The fanatic eager to lay down its life for the cause.

The true believer is devoted to a patron power. They may not understand the subtleties, they may not be able to argue their corner well, but they believe. Their very existence is a statement of faith, and they strive to live up to it in every word and deed.

Most new outsiders, hardwired by the planar energy that forms them, fall into this category. For some its innocence and naivety: the celestials who've never left Heaven, the newborn incarnate evils of Hell. Others manage to reach enlightenment through long decades or centuries of life, passing through cynicism and disillusionment to find the cause again.

It takes a lot to shake the faith of a true believer, but when they fall, they fall hard.

THE WHISPERER

The mortal metaphor of a "devil on your back" or an angel perched on your shoulder nudging your conscience is often all too true. These are the influence peddlers. They whisper in your ear, not controlling but nudging, tempting, and cajoling. A single word can give you courage, swell your fear, or turn your dream into a nightmare. Whisperers work mainly on the mortal plane, invisible or ethereal presences with an uncanny knack of finding souls hanging in the balance.





"In the beginning..." is a phrase you'll hear in every faith and cult, wise magi and eccentric philosopher alike. Whatever comes next has one thing in common: they're wrong. No one knows for sure—despite the many claims. Maybe the gods truly understand the origins of Creation—perhaps those oldest and wisest of their number or those who stole the lore from even more antediluvian beings. But the minds of gods are so abstract and allegorical that it's doubtful that we could understand, even were they of a mind to tell us. Perhaps ignorance is bliss? Perhaps we're better looking to the origin tales of mortal faith than even the renowned devilish histories or the mythistorians of Chaos, or Heaven's halls of reliquary paleology. Mortal legends tell us most about the mortal mind, after all.

—Cicerone the Upfallen



his chapter deals with our sample cosmology, the planes of the Midgard.

PREMISE ZERO: PLUG AND PLAY

You'll find a lot of different ideas, themes, and major and minor locations in this book to introduce to campaigns. Some of these suggestions have wide-ranging consequences, but they all stem from one basic premise: this book is designed to "plug and play." You can incorporate it whole or just cherry-pick the ideas and insert them piecemeal into your game. Making it easy for you to insert bits of this supplement into your own game was one of the basic principles of its design.

Most of the planes mentioned here can add to or replace the existing planar landscape of your campaign with little difficulty, regardless of what shape or edition it is.

If your players have visited the planes previously, you can introduce the rules and locations here as something new or as just one part of an existing plane. Any changes might be the result of recent upheavals or something new descending from the Plane of Archetypes (see p.15). Or maybe things were always this way, and the PCs are the first mortals to bring that knowledge back to the mortal world... in which case, it will be their reports that future scholars and explorers will refer.

A BRIEF HISTORY OF INFINITY

Midgard's Northmen claim that existence sprang from the clash of heat and cold in Ginnungagap, the yawning void of the Negative Energy Plane, and that the mortal world was made from the flesh and bones of the first giant. The southern philosophers of the Seven Cities say that, in the beginning, there was only Chaos and the Ever River and wandering gods who separated sea and sky for the first time by dancing on the waves. Other cults speak of the first gods emerging from the infinite seas, of the bringing forth of Order from Chaos or the hatching of a cosmic egg—all in a time when Heaven on high had not yet been named. Perhaps there are infinite stories of the beginning, and like the contradictory faces of the gods themselves, all may be true.

THE PRIMAL POWERS

There's an old joke that's also a very old debate, still doing the rounds in outer planar taverns. "Want to start a fight? Ask an outsider what came first: Order or Chaos, Good or Evil?"

These are the primal powers, the very first and originally most simple beliefs. They were spawned from the Old Gods, the primordial titans, before time and mortal kind. Perhaps Change sprang from the Unchanging, or Order formed like a yolk within the egg of infinite Chaos, or sprang from the first moments of fledgling intelligence. With the first sapience came the first choice, and from that spawned Good and Evil, the ever-warring twins. In time, the fourfold powers met and mated, merged and separated. Nuances began to appear, Order and Chaos mingled with evil and good. They spread and changed, and soon there was a fifth power: Neutrality, which stood between the four. There was balance and stability, the multiverse took on a more cohesive form. Heaven and Hell took on their protoforms, and there was a new bright core of Creation: neutral ground, where creatures were born, where elements converged and fed the rest of existence like a wellspring. The mortal plane, bright and new. Toy or tool for those who wished to play.

For there were giants in those days.

Forget the talk of Good and Evil, Law and Chaos. I heard that Fate and Chance were the first of all powers. In the very beginning, it was just those two:

"Nothing occurs that is not fated," said Fate. "For I am that which sets all things in motion. Thus, I am the eldest and most potent of all beings."

"Not so!" Chance replied. "For before there was fate there was the possibility of fate. And in possibility, I was created, fully formed."

And so Fate and Chance argued, and their argument became a game, to see which power was most potent. And the board was everything that's ever existed. And the outcome no one knows, for the game is still ongoing.

THE OLD GODS

Call them jotuns, titans, or primordials, once upon a time there were the Old Gods—or things Not-Quite-Gods who ruled the world before the deities we know now. Some of them were elemental creatures, tied to great natural forces. Others were the gods of creatures now passed from the mortal plane, or merely natural (and unnatural) beings of immense size and power. There was war among them and between them and the eldest of the new gods. And the Ancient Powers were eventually thrown down.

The legacy of the war still lingers in countless ways, both upon Midgard and in the planes, from dwarves, mortal champions of the new gods, to lurking aberrations and other monstrous living weapons. They're only remnants however. The Old Gods are gone.

Some were chained in the Underworld, the first and greatest of prisons. Others retreated to the Far Beyond or to the Elemental Indwelling, or they were left as echoes in the Shadow Realm or as stories in the plane now known as the Elflands. Remnants of these gods, the societies that followed them can be found scattered in the wilderness and deep beneath the earth of Midgard, in obscure and ancient planes out in the Beyond, and in the oldest tales of the victors. They have their followers still, and many plot revenge. Some have brooded for so long that they are lost in their own thoughts and insensible to the rest of the universe. Some have been changed by the bitter, angry beliefs of their remaining worshippers, turned into almost mindless engines of hostility set against all the New Gods have created. A few made peace with their foes and survive in the planar hinterlands: the Far Beyond or remote kingdoms of the Elemental Indwelling

THE NEW GODS

The mortal world shook beneath the footfalls of deific warriors, shattered and burned and frozen beneath their magic. Had the war continued much longer, surely the mortal plane would have been sundered. Fortunately, they learned this lesson before it was too late. These days, they do not walk the mortal world. They choose champions, assign agents, inspire worshippers. Midgard is too precious a source of faith to risk again.

The aftermath of the war marked a new age for the remaining gods and their mortals. It was the time when gods claimed new powers and new followers, and the power of divinity moved from elemental and uncaring to being bound to the morals and beliefs of mortal kind.

THE SHAPE OF THINGS TO COME

Things change. Nothing remains the same forever. The end of the age of the new gods is coming. Their fate is already woven, and rumors of what will come after abound: Ragnarok, the escape of titans, the return of cyclopean horrors from beyond space and time. There are hints of it in every faith and culture. No one knows what form the coming apocalypse will take, who will survive, or what the age to come will be.

THE THREE THAT ARE ONE

Three strands of fate, three great contests, three themes run through this book, tying together its locations, factions, peoples, creatures, and magic. Like a tangled ball of thread, they are separate yet woven one amongst the others so tightly, no one can pick them apart. They are the bedrock of life in the planes, defining the place and motivations of mortals, outsiders, and gods alike. Wherever you look, you can find their loose strands. They bind the disparate planes together and are ready-made hooks for countless adventures.

They are Psychomachia, the fractal dance of Order and Chaos, and the power of the conceptual planes.

PSYCHOMACHIA: THE BATTLE FOR MORTAL SOULS

Heaven and Hell are conceptual planes so powerful that they're ubiquitous, subsuming countless lesser beliefs beneath their respective banners. Heaven sings out in a choir of Goodness, one song with many voices—Lawful, Neutral, and Chaotic Good. Hell's hegemony encompasses both ordered, labyrinthine Evil and its wild, destructive counterpart, in a cacophony of moral turpitude.

With polar powers so utterly incompatible, there could be only war. Good vs. Evil. The battle between the celestials of the Seven Heavens and the demons, devils, and daemons of the Eleven Hells. It seems so unambiguous at first glance... but if pick off the skin, beneath things aren't so clean cut. There are noble devil warriors, dauntless and brave; cynical celestials just trying to survive; suave propagandists, deal-makers, and spies; and dispassionate chess-masters on both sides who no longer feel anything for the mortals they're vying over, being all about the Game.

They call it Psychomachia. Both the prize and the battlefield is the mortal soul.

The fight for souls is a constant tug-of-war. Each side struggles to instill its values in the mortal heart. Bitter rivals, unalterably opposed, the sides rarely make common cause against other foes. Even those who may have a grudging respect for their enemies never forget that peace or accommodation is impossible—eventually, one side must destroy the other.

RULES OF ENGAGEMENT

Mostly, it's a cold war. Agents battle in the shadows, but the aim has long been to get mortals to side with Good or Evil of their own free will. Both sides have learned the hard way that the Material Plane can't survive major open conflict and that it is the choice, not slavery, of mortals that's needed. If enough souls can be gathered by one side, then eventually, the balance will tip and all the planes will align beside either Heaven or Hell. Then Heaven or Hell will be all there is.

Direct intervention on the Material Plane is forbidden, an agreement upheld (mostly) by all factions. Of course, rules are stretched, bent, manipulated, and sometimes outright broken by both sides, but archangels, devil lords, and demon princes all largely

GOOD VERSUS EVIL

Good and Evil are tangible forces in the planes. Psychomachia, with its chessmasters, espionage, risen demons, and pyrrhic victories, may muddy the waters on occasion, but don't let Good and Evil become just two different colors, two sides of a game. They mean something.

It's all too easy to make Good into the intolerant preachy types and Evil into the black leather cool guys. Evil may sometimes seem to have that mystique, but under the veil, it should be shown as something truly awful. Not just ranks of fiendish armies or primordial bugs but sadists feeding off our misery, our desperation, our sense of helplessness. The painful stories of pimps luring young girls into dark lives of shame and addiction. The mortals who deal with Mora, carting off kids for profit. The wife-beaters, the serial killers, the ones who learn your secrets to use them against you. And enjoy it.

Good is the opposite: the social worker who won't give up on her kids. The therapists and lawyers actually fighting the good fight. The tribal leaders rehabilitating child soldiers. The good cops that learn the names of the families on their beat and engender trust because they put their lives on the line. The activists against tyranny. Celestials should be just as genuine in virtue as the fiends are in pursuit of evil. They make mistakes in their desperate war, they sacrifice thousands to save millions. They can come off as fanatics in their beliefs about Freedom or Justice. But at their heart, they are putting themselves on the line to bring about paradise for all creation.

Don't sell them short.



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enforce the rule. Instead, standard operating procedure is inspiration and temptation, sabotage and propaganda, unpalatable political deals for the sake of expediency and battles between proxy forces. Move and countermove, all designed to provide the steady accumulation of souls.

And of course, when necessary, out in the planes there are hot wars where celestials with flaming swords clash against the forces of Hell. With battles of a size and ferocity incomprehensible to mortals that last for centuries with no quarter asked or given. Battles with no negotiation and no hope of resolution because neither side can afford to give the slightest ground. A bloody grind of outsider bodies and expended souls.

Many people think the war will never end. Some, especially those not allied to either side and even some jaded fighters, think of it as an eternal game, but to most, it's an all-out, life-or-death struggle and, in some apocalyptic future, winnable. Every victory changes the battlefield a little, and makes the collection of fresh souls to the cause even more vital.

THE ROLE OF MORTALS

Another reason that mortals are so prized by outsiders, as well as the spoils of the war, they are also the perfect agents.

If you know where to look, the mortal plane is filled with the work of outsiders although they rarely act openly. They deliver dreams and inspiration to aspiring cults and churchmen, royalty and rebels. Agents plant the seeds of destruction in enemy territory; strategists plot, developing elaborate plots where obscure nobodies rise up to challenge the established order; propagandists speak their compositions to oracles and prophets. Outsiders can perform all these tasks without breaking the rules of intervention. But when it comes to murder, theft, warfare, and a hundred other dirty little jobs, mortals make by far the best catspaws.

Outsiders are easy to detect if you know how, and their soulsmade-flesh mentality makes disguising themselves amongst mortals a difficult and uncertain stratagem. Far better to use the very people you are fighting over to evade the ban on intervention and slip unnoticed passed other extraplanar eyes to do the dirty work. And even better, the mortals' every action drives their souls deeper into one camp or the other.

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Both sides prefer to work behind the scenes, disguised as mortal patrons or allies or invisible providers of inspiration or temptation.

OTHER PLAYERS IN THE WAR

There are many other players in the Psychomachia. It's spread far beyond the rivalry of Heaven and Hell. From exiled titans and elemental lords, to gods seeking new domains and worshippers, to the agents of conceptual planes looking to strengthen their power, just about everyone has a hand in the game. Some players hope to someday claw their way to become the cosmic powerhouses that Heaven and Hell are now. Others are just trying to secure their borders or bribe their way into one camp or another. They are bitpart players compared to the uncompromising fanaticism of the principles, but both sides have a use for allies, foils, and neutral ground... at least for now.

Heaven and Hell both make it clear that, eventually, everyone will be expected to pick a side.

THE FRACTAL DANCE OF ORDER AND CHAOS

In contrast to the eternal feud and mutual loathing of the powers of Good and Evil, Chaos and Order are lovers both at play and at war. They call it the Fractal Dance because often where one side ends and the other begins is hard for anyone, even the participants, to say for sure.

Order and Chaos sometimes fight just as viciously as their Good and Evil counterparts, but often, there's more sense of a game or competition or seduction to their meetings. Each side of Order and Chaos sees the other as a flawed aspect of itself, a fundamental misunderstanding or misperception of the truth. It's less a war and more of an argument with each side trying to prove the other wrong or of a courtship with each side looking to seduce the other to its ways.

So... the hundun playfully and spontaneously create, and algoriths try to order the result. Proteans compete to destroy great works of Order, while axiomites confound them by adapting and rebuilding. Inevitables enforce universal laws while chaos beasts undo them, and both sides try to entrap the other with riddles and tests. Chaos and Order have allies on both sides of the Great War and frequently interfere or act as proxy agents in places where it would be to impolitic for Celestials or Fiends to tread. Neither Heaven nor Hell trusts them, of course—but they have their uses.

Order and Chaos do not maintain their own exclusive planes but lodge wherever they find a comfortable concept: Law has long held Gears and Mathematics for example (and prevented them from falling into Good or Evil's hands) while Chaos visits Madness often, mixes Dreams, and inspires many via the power of Art but is happiest outwards of the Farthest Shore. Justice and Vengeance they share—indeed the two planes overlap and it's often hard to tell one from the other.

And sometimes they cooperate. There are planes where Chaos provides inspiration and Order gives it form, like portions of the Gear Plane where mad science is allowed to run wild or the city of Singing Throat—sitting at the center of a web of musical planes where tremendous symphonies are drawn out of wild cacophony, and both sides quell their arguments in the name of Art.



THE CONCEPTUAL PLANES

Whether you support or refute their causes, there's no doubt that Good and Evil, Law and Chaos, are among the multiverse's most powerful concepts. These planes touch many other ideas, from great powers such as War and Love, to more abstract beliefs like Solitude and Second Chances. Every side tries to gather concepts into its fold. Conceptual planes are inextricably tied to the Psychomachia. They are also tied to mortal plane.

Conceptual planes are powers in their own right, however. Some are almost as powerful as the philosophical keystones of Good, Evil, Law, Chaos, and Neutrality. (Indeed, Heaven and Hell are really just supremely powerful conceptual planes.) Wherever there is a belief in something, from ideas to physical things, you'll find a plane embodying it somewhere in the multiverse.

CONCEPTUAL PLANES AND THE MORTAL REALM

Certain locations in the mortal realm are natural fonts of belief, channeling power directly to the conceptual planes. Metaphysical lynchpins tying the planes to the mortal world, they're strategic points of interest to Heaven and Hell, to gods and other powers. Why? Because if you can influence or control the wellsprings of belief, you can bring the concepts they feed into alignment with your own. The best way to illustrate this is by example.

Although the inhabitants don't know it, the Free City of Zobeck is one such place. In the old times of the rule of House Stross, it was tied to Shadow by their deals with the dark fey but also to the Plane of Radiance through the nobility's faith in the Sun God and his mighty cathedral. In time, however, demons wormed their way into the Stross' confidence, and the place began to strengthen the power of Hell. The Stross became tyrants; the city's nobles became vicious and cruel.

In time, they were overthrown, and its influence shifted. Still strong with Shadow's power, it also began to feed the Plane of Rebellion and its legacy of gearforged citizens and technological advances strongly empowered the Plane of Gears. Now devils and celestials work in the city's shadows to turn the fruits of Zobeck's rebellion toward either Evil or Good. Whoever wins will not only have subtle influence over the thousands of souls dwelling in the Free City but will tilt the cosmos a tiny bit toward Hell's view of what "rebellion" and "gears" should be about. If Heaven wins, the forges of Zobeck may create wonders for the betterment of mankind; if Hell wins, all manner of technological terrors will surely result.

PLANES NEW & OLD

In this section, we'll present a fresh look at some of the existing planes and the cosmology of Midgard—some old friends revamped and revisited and some entirely new.

MIDGARD THE MORTAL REALM

You can't discuss the planes without starting here.

Midgard is special, and everyone knows it. Everyone except the

mortals who live there and take it for granted. It is an iridescent bubble of unfettered life, a precious jewel valued by Heaven, Hell, and all points between, which floats in the center of everything.

The Material Plane is like an island, and the planes are the surging seas and cosmic forces seeking to shape or overwhelm it. All outsiders "harvest" mortals for their own ends because only mortals provide the essence from which the planes are built.

Souls are a crucial battleground in the Psychomachia and the shifting competition of conceptual planes. Souls give shape and definition to Creation, linking evil to war or goodness to love, charity, and aid. They prevent ordered reality from slipping away into the limitless, ever-changing possibilities of Chaos, the Far Beyond. The unfathomably ancient, enormous universe is all about these flickering lights, and the great acts of the planes often revolve around destinies on the material world.

Souls are valuable because of the incredible potential within them. They can empower concepts, energize magic, serve as a source for new outsiders, and make dreams a reality and deny reality for dreams. Similarly, souls that gravitate to a particular alignment, god, or idea grant it a great deal of power: fighting in war gives power to War and thus to the gods and servants of war. Like calls to like.

PLANAR TRAITS

- Coterminous with the Shadow Realm: By way of its fey roads, and with many other planes by the Road of Doors. At the very edge of the mortal world, where the Father of Serpents wraps it, Midgard becomes coterminous with the Sea of Possibilities.
- **Coexistent Hub:** All of Midgard overlaps with the Elemental Indwelling, the Ethereal Mists and Underworld, and the Astral Plane.
- Occasional Energy Traits: Some locations have elemental traits from a strong connection to one or more planes of the Indwelling.
- Mildly Neutral-Aligned: Midgard is the source of all souls, and powers of all alignments have a stake in keeping it free.

Just one of many worlds of the mortal plane, Midgard is not a globe. It resembles a coin wrapped around by a snake. This is Veles, among many other names the Father of Serpents, who girds the edges of the earth and keeps the mortal realm from being washed away by planar tides. One face of the coin is the land we know, Midgard (the "middle land") in the ancient tongue of giants. The obverse is variously called the Bright Land, the Elflands, Alfheim, or the Fair Place. It is here that the elves come from, a land both more magical and wilder than the world we know.

Between the two sides of this coin lies the Shadow Realm. It is a third land of greys and darkness, untouched by the sun's lamp. It is a plane of long shadows and unending dusk. It is a land of nightmares, in which the unready and unprepared can be lost forever. And it is not empty. This shaded desolation was pierced by the magic of the elves, which allowed them to arrive in Midgard, and they wove a web of passages between their world and this one: the Fey Roads.

Midgard sits at the center of a vortex—or the head of a surging spring—of swirling primal matter, known as the Elemental Indwelling. The Indwelling in turn sits at the heart of the Sea of Possibilities, where all things are. This is all a spawned from the great bright fire of the Positive Energy Plane, which itself descends in time through the Underworld to the great dark void of negative 2 COSMOLOGY

energy. The multiverse is unfathomably big, but the mortal plane is the fulcrum, the spinning point, the heart.

LOCATIONS IN MIDGARD

ELEMENTAL WOODLANDS: Where the Indwelling touches the mortal world, places can sometimes find themselves bonded to rarefied elements. A river might wash soil from an endless canyon, or a storm cloud might yield lightning from a depthless cloud realm where electric arcs of fire run through the infinite thunderheads. One might find gold leaf under layers of tree bark, or forest fires of elemental flame might, years later, lead to warm copses of pines that steam in the winter. A once living forest might find itself a collection of dead, petrified fossils overnight.

HOW DO ALIGNMENT TRAITS WORK?

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Many of the planes described here have alignment traits that inflict penalties on characters with a different outlook, but how do they actually work? The answer is that planes are born from their attendant philosophies. If you choose to walk a different path, then you're walking on hostile ground.

In Hell, the terrain is literal wickedness in physical form, just another way to bring cruelty and hate to the world, to make it inhospitable to those who do not share its truth. The sun never shines, it beats down mercilessly; the wind howls and cuts into you, as do the jagged rocks, the irritant sand, and the dusty earth blowing into your eyes and choking your throat.

Heaven is the same for fiends and evil souls that dare to venture in. Bright sunlight burns their eyes; the laughter of happy children is like nails down a chalkboard to them, and the weight of their sins feels like a sack of iron ingots on their back.

The situation only gets worse when you talk to the locals. Heaven sees every twitch of doubt or moment of dubious morality written all over your face, while Hell is blatantly selfish and willfully cruel. Order demands you behave "their way or the hard way," and who knows what Chaos will be like today?

In the planes, terrain has character, and PCs are always traveling through in someone's idea of Heaven or Hell.

MERCY STREET: Sometimes, when the need is great enough, a new alley appears in the worst ghetto of town. It's called Mercy Street, and it may not look like much (in fact it looks miserable and destitute, and it stinks), but it's populated by disguised celestials offering succor and protection. Woe to those of evil intent who come wandering down this lane...

THE ELUSIVE DRAGON: This pawnshop is found always in dark alleyways of otherwise upstanding cities or in the backs of opium dens and fragrant pleasure houses. It's a place of commerce unfettered by conscience. Whether it's the last hit you need to get clean or the kiss of the enrinyes you crave, the smiling gilded devils of Mammon will be happy give it to you for the right price. There are gold statuettes of forbidden gods, unicorn horns, planar drugs, angel

TRAILBLAZING IN THE SEA OF POSSIBILITIES

Most of the time, PCs will travel by spell or planar road, but it's also possible to travel "overland" through the Sea of Possibilities. The problem is it's always shifting and changing, making it almost impossible to map. Here are a few ideas (1d12):

- 1. An endless blue-black firmament where constellations manifest as glowing fleets of glass ships, each named after a star, and planets hang above the upward-curving horizon as if at the center of an unfathomably large hollow sphere. Planes are visible as sunken islands beneath the waves—some close to the surface, others far below.
- 2. An endless labyrinth whose doors provide entrance to various planes and demiplanes. Philosophical dangers manifest as physical traps and monsters.
- 3. The streets of a deserted city, style and architecture shifting as you move. Godly realms can be seen rising up in the distance, towering cathedrals dominating the skyline. The city walls are crumbling, and aberrations lurk in the cracks.
- 4. An endless sky, clouds and weather fronts reflecting different planes. Venture into a cloud and, eventually, the mists part to reveal a new plane.
- 5. An ash tree of unfathomable size: Yggdrasill the World Tree, roots digging into the Underworld and Hells, leaves basking in the golden light of Heaven.
- 6. A great mountain with Heaven glimmering at its summit, wracked by smoking chasms containing fiery Hells. The terrain of the slopes reflects nearby conceptual planes. Caves and crevices allow access to them.
- 7. An enormous chessboard. The pieces seem to represent gods, devils, and angels. (Best not to concentrate too hard on the shadowy outlines of the players.)
- 8. A patchwork of stitched together dreams, one bleeding into another. Find the dreamer within to find the door to step through into his or her own plane.
- 9. The machinery of a cyclopean orrery. Travelers must clamber across its massive swinging arms and revolving orbs to break into the correct globe. Tiny hatches lead to minor planes.
- 10. A web of infinite complexity from which worlds and planes dangle. Immense spider-like creatures scurry everywhere.
- 11. A pile of shards, millions of pieces of mirror. Every pane reflects the view of a mirror somewhere on another plane. Characters can pass through some of them into the place that's shown.
- 12. An endless river, weaving its way through the misty edges of planes. (See the Ever River in Chapter 5.)

feathers, preserved fetuses of races long extinct... and after you've thrown your life in the gutter for them, the devils will offer you one more deal.

THESEA OF POSSIBILITIES

An unbounded expanse formed from the dreams, faiths, hopes, and fears that flavor the mortal soul, the Sea of Possibilities begins with the fountainhead of all Creation, the pure fire of the positive energy plane, pouring down raw energy and life into existence. This is the power that the gods wield directly for their miracles, but it almost immediately begins to be polluted. Creation meets Entropy initially only a pinprick on the bright horizon—and its energies mingle, clash, mate, fracture, and divide. Matter and energy are created and become flavored with the radiating beliefs of mortals. Raw creative energy splinters into infinite shapes and forms: the Sea of Possibilities.

PLANAR TRAITS

- **Infinite Size:** The Sea contains all Creation, everything between the eternal font of Positive Energy to the empty void of Negative Energy.
- **Highly Morphic:** The Sea is often different each time you experience it, and unique rules may apply any given trip (see sidebar).
- Mildly Neutral Aligned
- Changed Magic: Divine casters traveling to the Sea of Possibilities by plane shift or similar spells have a 50% chance of experiencing the it as a manifestation of their faith or beliefs. (For example, a Northman cleric might see Yggdrasill the World Tree, while a southerner might see Mount Olympus, and an eastern mystic Mount Sumeru.)

The Sea contains both Heaven and Hell, the glorious and grotesque wilds of Chaos and the harmony and tyranny of Order. All things can be found here, mixing and transforming and blending one into another. Every aspect of the mortal soul, from dwarven steadfastness and the purity of the noblest elf, to the degenerate lust of ogres and the incomprehensible morality of mimics and aboleths.

The secret that outsiders don't tell people from the mortal world is that this makes Midgard and its inhabitants the most important people in Creation. Existence flows from their souls, so what paints and taints them and their final fates defines the Planes.

USING CONCEPTUAL PLANES

Conceptual planes are an easy way to introduce a theme to a session, adventure, or campaign in an immediate and physical fashion—in fact, the ground your PCs will be walking on. Use planar traits and unique physical and magical laws to make players feel that they are literally adventuring through dreams or ideas.

If you want some sample conceptual planes, use the examples here as a guide or just check out the list of cleric domains and use them as inspiration for creating a physical place.

THE CONCEPTUAL PLANES

The solar deva bursts onto the field of battle with a wave of Courage sweeping over his allies; his shield made of Sacredness, his banner

THE PLANE OF ARCHETYPES

No one's sure if this plane truly exists—it's just a theory.

The theory is that everything that exists, ever existed, or will exist comes from an unseen location somewhere above or outside the rest of the multiverse. The plane from where positive energy flows and where the negative energy void eventually leads. The plane that recycles the energy of the universe and from which new ideas descend. When the time is right (or perhaps at random), ideas emerge or are born from the Plane of Archetypes and flow into Creation.

Sages point to the Archetypical Sword (see Chapter 5) as evidence of the plane's existence, and there are things ended or faded away that still have their devotees who hope the object of their affections has returned to the Plane of Archetypes and can one day be retrieved. Both Heaven and Hell and Order try to stop them because if archetypes can be removed from the plane, or even modified and controlled, then Creation will surely fall into the wrong hands or come crashing down. Such a person would have the power to transform or snuff out anything, not just from the present but from all time.

Or perhaps they know something we don't? Maybe they know of concepts best left gone or never born.

Hope. The pit fiend who climbs up onto the bloody pile of his rivals' bodies is wrapped in a cloak made from Misdirection; the demon lord's weapons are hooked and spurred blades called Savagery and Revulsion.

Every conceptual plane is tied to something—an idea, a belief, or a physical thing: Time, Horses, Holidays, Language, Pride, and a million more. The great planes of the multiverse are really nothing more than conceptual planes of unmatched power, manifestations of ubiquitous ideas like Goodness and Evil, Death and Fate, Shadow and Radiance.

Most conceptual planes aren't tied to any alignment—or more likely, are tied to several (you can have a goodly war and an evil peace, after all). They represent key beliefs of the mortal world and are places of strategic interest in the cold war of Heaven and Hell and the endless rivalries and counting coup among gods and pantheons.

Souls (or a portion of their power) are drawn to the concepts that they served in life, so powerful factions are always trying to increase their power over the conceptual planes in order to harness those souls to their cause. Mortals also influence the meaning and power of these concepts, and in turn, they are influenced by the planes. Like begets like, echoes beget echoes.

PLANAR TRAITS

Every conceptual plane has its own traits, as varied as the infinite possibilities of dreams. Some are almost indistinguishable from the mortal plane, others utterly bizarre. In general, the more powerful



the concept or widespread a belief, the bigger the plane and the easier it is to get to.

• **Conceptual Magic:** Magic that champions the plane's concept is enhanced. Magic that goes strongly against its philosophy is impeded. Specific spells may also be affected.

ARTIFACTO-ELEMENTAL PLANE OF PIPES: An endless warren of sewers and other urban infrastructure—where the Ever River is split into trickles that run through endless pipes and cisterns, through waterwheel and steam generators powering Who-Knows-What. Some tunnels play host to spirited shantytowns, though even these are periodically fractured by the plane's spatial whims.

CHILDHOOD'S DREAMING: In the swirling seas drawn up from the minds of multiversal dreamers, this coiling of currents is sustained by the subconscious thoughts of sleeping children. Here the half-fiend child soldiers of Hell and the living playthings of Abyssal nobility are sometimes offered reprieve, allowed to play with those raised by more worthy guardians.

Yet here are also the fear and shame, the loneliness, the nightmares both irrational and all too real. Forlorn plagues threaten to infect all others in sadness, and darker things lurk in the ash of burnt villages and the street corner shadows of candy brick cities. Beware the father-mothers, giants drawn up from the thoughts of billions. They are elementals of emotion and their very identities shift like the weather from nurturing to abusive. Beware the agents of Mora, for though passionately hunted by angelic guardians, these fiends creep in to scout out children most easily taken or recruited toward nefarious endings.

CITY OF GLYPHS: Here both buildings and inhabitants are made of interlocked runes that can be read. Deeds done cause buildings to grow, sigil by sigil, shaped by each component rune—achievements soar skyward as towers and secrets manifest as hidden rooms and passageways. Many people come here to have their lives recorded for posterity in the city's foundations. Others are brought as captives, to be interred in prisons built from their own recorded sins, released only when their expunged guilt creates a door. SUGGESTED TRAITS: Mildly lawful-aligned; all magic involving runes, symbols, and glyphs is enhanced here.

DRAGON'S END: A cavern brimming with the treasure of the ages, the master hoard of all dragon-kind glitters and twinkles in dunes 100 ft. tall. All who know of Dragon's End want its treasures, though tales of success are rarely heard and even more rarely believed. A demiplane constructed in ages past by the progenitor dragons, any dragon can gain access in its final days by willing itself and its hoard there to join those who've gone before in eternal slumber. What treasures are hidden here? What defends such a place? What happens when the dragons wake up?

DREAM DISTILLERY: Dream smiths might be able to coax something real out of the great dream seas that border mortal worlds, but to find something that is neither volatile nor ephemeral, something not laden with the traitorous thoughts of the subconscious, that is quite the challenge.

The distilleries are built on the backs of the turtle and whalelike creatures that swim the dream seas. They are great factories where night hags and sandmen pan for treasure in the thoughts of slumbering mortals. FLYING ISLES OF FREEDOM: No door or manacle can be locked here. No spell can bar a creature's movement. Bindings and compulsions can be neither invoked nor enforced. Every visitor is a god in their own little kingdoms, but they are not permitted to impinge their reality upon anyone else. SUGGESTED TRAITS: Timeless, highly morphic, subjective directional gravity, mildly chaotic-aligned; permanent freedom of movement effect on all inhabitants. To leave this plane, you need only desire it to plane shift to a location of your choice.

GLADES OF PETRICHOR: The demiplane of Petrichor embodies the refreshing smell of earth just after it rains. It floated free of the Elemental Indwelling after celestials came once too often to enjoy its sweet refreshing air, which helps cleanse and assuage the conscience. It's kept from drifting entirely into Heaven by a cabal of devils and demons, who visit it to let the sweet rains wash away their doubts and fears. **SUGGESTED TRAITS:** Mildly good-aligned; rain occurs every 1d8 hours and provides an effect similar to atonement.

PALACE OF LOST & BROKEN THINGS: You can't find this place by any magic or mundane power—you can only stumble upon it when lost. A crumbling palace of dark stone that's not quite obsidian, floating in a cerulean void. Within are housed monuments and museums to things lost or broken: names abandoned by liches, the cast-off sins of risen demons, forgotten gods, and dwindled planes. They say a former god is its caretaker, but whom and of what is unknown, even to him. SUGGESTED TRAITS: Timeless, divination-based effects do not function here.

PLANE OF SECOND CHANCES: Everything on this plane has been seen and done before. Everyone you meet is drawn from memory. Old enemies come back at you, friends and lost loves reappear, encounters echo the major events of visitors' lives—or just replay exactly. It's said that there are rare gates here that can transport those truly tormented by their decisions back in time. **SUGGESTED TRAITS:** Whenever you fail a saving throw against an effect with a duration, you may make another attempt 1 round later. Encounters here echo significant moments of travelers' previous lives, and PCs find themselves replaying encounters from earlier adventures.

SANCTUARY OF SOLITUDE: A mostly barren, misty isle where everyone is invisible and insubstantial to each other. Holy hermits and lonely depressives challenge each other to rearrange the solipsist caryatids that will one day move their realm to either Heaven or Hell, once mortals reach some accord that solitude is mostly a good or bad thing. SUGGESTED TRAITS: Timeless, static; changes made to the plane by one creature only come into effect for others when the area or item is unobserved by anyone.

THE ELEMENTAL INDWELLING

The worlds that elemental spirits inhabit are inextricably part of Midgard. Only a hair's breadth out of phase from us, they glide through the stone beneath our feet or through the air around us, sometimes intersecting the mortal realm in eruptions of flame or cloud scraping mountains, skies, and seas. Elementals rarely concern themselves with mortals however, for their business is with shaping the stuff of the world: swirling ocean currents, sculpting mountain ranges, letting loose summer breezes and winter gales. Whole societies quietly work on building and maintaining the mortal world

while mortals live and die heedlessly within bowshot of cities they'll never see.

These are the inner workings of the world, never meant to be seen by mortal eyes. Gods and ephemeral beliefs are distant here. The Indwelling is all about materials and hardware, about the engineering behind the mortal world.

PLANAR TRAITS

The Elemental Planes overlap each other and Midgard, sliding across and through one another like oceans washing against the shore, or rivers mixing in the sea. All the planes of the Indwelling are coexistent with Midgard, and where they touch the mortal plane most closely, they influence its geography and weather.

- **Coexistent with Midgard:** The planes of the Indwelling are inextricably linked to Midgard and easy to reach from points that have a strong elemental presence in the mortal world (oceanic depths, active volcanoes, and so on).
- Coterminous Indwelling: Shifting between the different planes of Indwelling is easy, and in many places, it's possible to move physically from one to another. There are points where the Indwelling's elements mingle, creating minor kingdoms and marcher states—admixtures like ice, fog, and mud. Some say the mortal world itself is just one big coterminous point.
- **Finite Size:** Each elemental plane contains a massive but technically finite amount of matter, equivalent to the all the mortal world's elemental matter of that type.
- Elemental Gravity: The Indwelling has normal gravity on the planes of Earth and Fire, but the planes of Air and Water have subjective directional gravity. Points of admixture may have either.
- Normal Time: Time passes in the Indwelling as it does in the mortal plane but has little effect on the plane or its inhabitants.
- **Divinely Morphic:** Gods, powerful elementals, and genies can shape the local area to their will.
- **Elemental Traits:** Each plane of the Indwelling has the appropriate elemental trait. Coterminous points typically possess the traits of all the elements in their makeup.
- Mildly Neutral-Aligned: Elementals barely understand morality, let alone have concern for it.
- **Enhanced Magic:** Spells and spell-like abilities with the local elemental descriptor or that use, manipulate, or create that element are enhanced.

With the right magic, mortals can survive in these realms but must always take care on their journeys. The Indwelling does not "accommodate" mortals easily or often, and they are as strange to the elementals as elementals—a half-spirit, half-flesh thing, in touch with mystical realities beyond the material—are to mortals. Mortals may be asked to become an ally creature to elemental spellcasters or enslaved just as genies are by mortal man.

LOCATIONS IN THE INDWELLING

As fundamental building blocks of the mortal plane, outsiders of all alignment like to meddle in the Indwelling, trying to tie the

(notoriously difficult to influence) elements to one moral or another. Most elementals find their efforts baffling and tiresome.

LOCATIONS OF AIR

999 LUFT BALLOONS: Free from the constraints of gravity, giant luft-wasps are intelligent, organized, and highly proficient with magic. Their floating hives are composed of almost weightless chitin (recycled from their own bodies), weighted on vast twisting cables, dragged across the sky by straining swarms, or hung from the enchanted flight-organs of harvested aerial creatures (including themselves). Due to the calculations required to accommodate non-flying visitors, the wasps expect heavier races to strap on enough floating, glistening viscera to negate their own weight.

CARNIVAL OF FLESH AND SPIRIT: Here, curious elementals come to observe and play with the bodies of the strangely constructed creatures of other planes (living mortals, fey, undead, and so on). The Carnival floats on a series of flattened rocks, floating in the eye of a hurricane. Magic allows the elementals to invade dreams and share the sensations that they force spellbound prisoners to experience.

CLOUD CITY CROFT: This is certainly one of the planes' more beautiful spectacles. Passionate about architecture, the Lord and Lady Croft are also style-obsessed and capricious, so that are always overseeing multiple renovations across this city-in-acloud. Their demolition technique is rather blunt—mages simply transmute sections of real estate into cloudstuff and let them drift away. Centuries of fickleness have left a sprawling squatter city in the cloud's interior: the Undercroft, mismatched haute wreckage occupied by those judged not pretty enough to live in the city above.

REALM OF THE EVENING SKY: This is a groundless vista, blue skies interlaced with a red-gold hue. The warm, safe, and peaceful sky of a sleepy summer evening. Since time immemorial, planar travelers have used this place to lay their honored dead to rest. There's no earth to be interred in, so caskets are given "sky burials"—floating sarcophagi suspended from drifting balloons. Aerial grave robbers may occasionally attempt to plunder the coffins, but those who avoid the realm's self-appointed celestial guardians sometimes find more than they bargained for. Canny adventurers sometimes imprison wraiths and vampires in the floating coffins, entombing them in the unending golden light.

SUSURRUS: The last breath of a dying god, its final exhalation powerful enough to warp the living and bring inanimate objects to life. Years here are punctuated by a thunderstorm known as The Great Death Rattle before the Last Breath Begins Anew. At this time, the entire realm becomes magically and psionically dead for a month.

Descendents of the dead god's faithful ply the rippling winds on massive airships, but schism has ripped the fleets of the Bishop-Admirals apart. Some factions strain to catch their god's last words, others are forever heading outward in search of the divine soundwave. One is dedicated to sacrificing strangers to their deceased power in a vain attempt to restore him; another has eschewed religion entirely in favor of arcane magic, another believes that the greatest tribute to their god's doom is the death of others.

TUMBLING GREEN: In this patch of sky, water clumps into flying spheres, like titan raindrops suspended in space. Green orbs of spherical jungle circle the droplets like planets around suns. The

Tumbling Green is home to flora and fauna adapted to zero gravity. Native animals are spindly and elongated, maneuvering in batrachian leaps or by organic jets, like aerial squid. Arishkagel the demon lord of filth has recently begun a campaign to make the Tumbling Green his own. Vermin armies clamber through the canopy, and battle cries echo through the endless sky.

WHISPERING NIGHT: The sky is a deep indigo, unreachable horizon aglow with angry flames. There seem to be stars and moons, forever just out of reach. Hints of jeering or condescending faces from your memories appear in those stars and moons. The wind whispers, advising travelers to put lust and greed above loyalty, and hateful anger before love and compassion. Flocks of hissing owls fly between floating cloud islands, upon which wind-carved ice castles are ruled by beautiful but emaciated fiends. Evil is making great strides in influencing this part of the plane. One day soon, it may even drift into Hell itself.

LOCATIONS OF EARTH

CAVERNS OF THE CONTEST: Phosphorescent fungi of varied species and putrid hue clash with the soft white light emitted by crystals growing from these cavern walls. Spores fill the air, and many creatures find their bodies blossoming with Chaotic fungal growths. Thankfully, the crystals' Lawful radiation mitigates the infections but bleeds out all emotion, shepherding the species of this place towards a docile, hive mind.

A Lord of Chaos and a Lady of Law are dancing here. Their contest has been interrupted, however, by an enclave of vengeful shaitan reclaiming the caves and destroying both fungi and crystals.

MOUNTAIN OF REMEMBRANCE: An infinite, gleaming mountain formed entirely from shards of gemstone, obsidian, metal, and quartz. The arrangement is nonsensical to all but the earth elementals, who regard it as a holy site: a manuscript written in gemcolors and veins of precious metal, detailing the long history of the Earthen Indwelling and its people.

PLAINS OF WOMB SOIL: Touched by Chaos, soil in these fields is pregnant with potential and possibilities. Touched by Order, droplets of rain hold minute snow flake-like glyphs of Law. The

FEY TIME

COSMOLOGY

Time in the Elflands isn't something that passes so much as something to set the scene. When you're in love, golden afternoons last forever; wickedness meanwhile, inevitably takes place on dark and stormy nights. Basically, in the Elflands, the passage of time is a manifestation of mood and plot. The GM is crafting a story and so is the plane itself. Time moves accordingly to your needs. The inhabitants accept this as perfectly natural.

For those passing in and out of faerie, however, time moves at a perilously unpredictable rate. A night in the Elflands can be 100 years in the mortal realm (and viceversa), and because the Elflands' stories transcend time, it's possible to wander into a tale from long ago or meet inhabitants dragged hundreds of years forward in time. clouds between are a fractal mesh that ties and unties itself in nausea-inducing patterns. Order and Chaos are inextricably linked but unlike the Caverns of Contest, here mortals make it so.

When rain hits the ground, the land thrums with power. In their non-Euclidean castles in the clouds, the House of Sanguine Twain (a family whose blood contains the waters of both Order and Chaos) drop magically engineered seeds and shoots, cocoons and eggs, onto the earth below. The resulting species spring up in miraculously swift ecosystems that last for mere hours or days. When things inevitably collapse, the families of Sanguine Twain harvest what looks useful and then experiments begin anew.

LOCATIONS OF FIRE

FOREST OF VALOR: The Forest of Valor is one of Heaven's strongest allies in the Elemental Indwelling. Its trees are akin to tawny arcs of lightning; leaves the colors of autumn, shaped from flames; sap is as hot as molten lava, treasured by planar alchemists.

Fire-haired, winged celestials dwell alongside their elemental counterparts, dedicated to stoking the fires of courage in the hearts of mortals, pushing them to glory in the battle against Evil with righteous flame. When not tending the forest, they and their elemental and noble efreet allies can be seen screaming down upon the battlefields of the Psychomachia. Unsurprisingly, they'd prefer a hot war to the cold.

MOLTEN TARN: The good-hearted fire giants of Molten Tarn travel by pumice skiffs from hardened glass castles to harvest the steel-strong glass to hammer into shape. The efreet regard this tiny "kingdom" as insignificant (at least in public) but are secretly wary of the giants' physical might and prize their fine glasswork. (Fine works of art are very much in vogue with stylish genies, despite an official ban on trade by the Lords of Brass.)

LOCATIONS OF WATER

FORGE OF MISTS: A steam-driven city, sitting on a muddy convergence of elemental water and earth, it is connected strongly with ideals of Invention. The forge is inhabited by both land dwellers and aquatic folk. Pipes, water slides, and canals interconnect the city, and aquatic beings can breathe for a few minutes on land thanks to the constant water-laden fog, saturated with elemental water.

The city's rulers are a trio of mermaid celestials exiled from some aquatic Heaven—exiled not for evil acts but for excessive vanity. They still marginally support the war effort (mainly through technological gadgetry) but have become more and more embittered over the centuries. It will only take a nudge to turn them from Heaven's cause entirely.

THE ELFLANDS RULES AND RULERS

Faerie, as it's sometimes known, is a beautiful but perilous land. The danger here is not the wickedness of Hell, but it's no less dangerous. It's the carelessness, disregard, and amorality of natives who see mortals as pets as best, vermin and playthings at worst. Obscure customs, laws, and magical rules are also an ever-present danger: names and gifts have power, every deal is a sealed oath, and no ill deed goes unpunished.

With coin and beautiful things easy to create with magic, the economy of faerie functions mainly by favor and barter. Uniqueness

has a certain cachet, however, and mortals—for all they're often scorned—are also something of value. Mortals provide a distraction from the ennui of endless life, beauty, and petty feuds. Like many other planes, a shard or sliver of soul is a prized commodity, but living mortals are often regarded as living masterpieces.

Courtesy is paramount. Ever wonder why fey are usually known as the "Fair Folk" or the "Good Folk"? It's because they're dangerous enough to polite and cautious people, but they're downright lethal to those who show disrespect. Even a thoughtless act of offence can result in overwhelming and tragic retribution. And what offends a mortal and a fey can be very different things. Innocently offending a helpful brownie by bringing up the subject of payment may not just result in broken dishes and unswept floors but from a murderous visit from a neighborhood redcap. An idle insult can spark bloody war while a polite transgressor might escape the wrath of the most vengeful witch queen.

Good manners doesn't just mean politeness (although that's a valuable survival skill), but "doing what is considered correct." Bargain or give, never offer merely to pay. Guard your name carefully and accept no gift without giving something in return—for the receiver is required to return something of equal value or forfeit their property or life to the giver. Look for the subtle twisting of words in oaths and promises, for this is considered a high art among the fey. Learn what each race considers proper and honorable. Never forget that appearances are always deceptive and enchantment covers everything.

THE STORY HUNTERS

Fey and mortals, mystics and bards, the story hunters are nomads. They carry myths and legends in their satchels and sleep in tents stitched from ancient tales. They rove the planes and the mortal world for inspiration but perform before the crystal and chrysanthemum palaces of the Elflands' nobility. Their caravans appear where mortals love or kill each other, whenever great drama is occurring. They care nothing for the morality of the actions, instead seeking to squeeze as much pathos as they can from events, so they might re-enact them for bored fey lords. A sordid tale of murderous adultery excites their clients just as much as the fair maiden sacrificing all to wake her cursed true love.

Whenever they are around, luck and misfortune gather upon heroes and villains, princes and princesses, poor but honest farm boys and virtuous maidens. All the better to create and recreate great stories.

LOCATIONS IN THE ELFLANDS

CHANGELING HOUSE: When the fey steal human children, they bring them to locations such as this. Imprisoned in this sprawling mansion and surrounded by menacing woods, these kids are raised by a cadre of hedgehog-like fey. The headmistress judges those fit to be consorts for fey lords or lifelong drudges or merely troll food. Children destined to be consorts treat their fellow orphans as less than pets: cruelty is the main lesson taught here, and the students know that if their pretended smiles, laughter, and devotion aren't convincing enough, they get traded to the bogeymen of the Children's Table (see *Shadow Planes & Pocket Worlds PDF*).

CONCORDANCE OF THE HARVEST GODS: Endless grain fields and orchards, watched over by tall wicker men. As you walk, you'll feel the crunch of bones in the blood soaked soil: remains of countless sacrifices from worlds upon worlds given to ensure a bountiful harvest.

This place is home to the Green Gods of agriculture—from generous to capricious but all unconcerned with Good and Evil. The gods here vary. Some dwell invisibly within complex, concentric arrangements of rough-hewn plinths or mountainous piles of cairn stones. Others have large, cathedral-like manors—infinite on the inside—at the center of villages whose makeup shifts with the phases of the moon. Often it feels as if the Green Gods are shifting into each other, changing from merciful to bloodthirsty. Maybe there is actually only one god here but with many masks.

GIGGLING DRAGON WOOD AND THE BEAST THAT CHITTERS: A sprawling expanse of apple trees, "ruled" (for lack of a better term) by a gaggle of giggling faerie dragons. Benevolent—if potentially as annoying as Hell—the dragons delight in decadeslong "wars" of pranks and practical jokes, and they relish fresh opportunities for mischief (that is, visitors). Travelers are carefully warned to beware the dragons' protector: "The Great Beast That Chitters," "The Eater of Villains," "the giant squirrel with big nasty teeth—seriously they're huge—and it'll bite your head off I'm not kidding." Often presumed to be just another joke, fiends and mortals alike who dare to harm the faerie dragons are found torn to pieces, strewn across an acre of land. No one knows what it is, but the Thing That Chitters seems to be very real.

LAND OF THE THIRSTY TREE: The scent of pine cloys the air and stings the eyes. You can't miss the axis mundi of this plane: a pine tree as big as a mountain with sacrificial victims—animals as well as humanoids—pierced with pine needles the size of greatswords. Tribes of men claim the snow dusted soil and tribes of winged elves claim the canopy. Feuds and skirmishes occur, but the worship of the Great Pine (and the need for sacrifices) unites them. If you're prepared to pay the great pine's sanguine price, it is a powerful oracle.

SHELTER-WITHOUT-WALLS: This is a safe haven for animals of all kinds, made by ancient gods of old: the Wolf, the Hart, and the Owl. Long stretches of grass, scattered forests, and lakes. Every now and then one might see mountains and deserts. Each terrain is self-contained, but you can step from one to another if you truly desire it. Humanoids are few and devoted to their charges, such as the nomadic Cat Herders, arachnid shepherds, and the Mistress of the Reptile Orphanage.

WHITE LILY TOMB: Hidden by the trees of a mist-shrouded mountain, surrounded by the slender silvery bones of the fey—from the corners of the eye, one sees the ghosts of restless elves. The tomb itself is an open casket of white stone, in which an elf girl rests on a bed of white lilies, embroidered petticoat decorated with poignantly placed cowrie shells. She could almost be sleeping but for her blue lips and the flock of white butterflies that rest on her unmoving form.

THE LOOM

Take up the flying shuttle of skuld, and traverse the gaps between the warp and weft of Fate's great tapestry. Step between moments of destiny and bathe in the still fires of potential realized and squandered. This is the realm of destiny, whether you call its agents Norns, Fates, or Morae, and even the gods are bound by their power. COSMOLOGY

No matter whom you are—merchant or royal, peasant or deity your fate is woven here. And sometimes a thread can be cut or rewoven.

Imagine a gigantic web and mechanical looms always clicking and clacking busily away. Shifting mists occlude your vision, hiding stones that float like unanchored moons in a dark void, connected by strands of silky fiber of all diameters, extending in all directions. Trace the silk for an eternity and you'll discover that every loom is connected to every other. Each thread is a spun destiny: the fate of an individual, a city, a planet, or a god.

Most inhabitants of the Loom seem to be faithful oracles of fate who served its power in life although scattered here and there are famous individuals who denied or embraced their fate. Often they serve as intermediaries between the Fates, godlike in power, and their visitors—or as examples for cautionary tales.

The cloaked and always weaving Fates of the Loom sometimes turn a blind eye to small scale intrusions, but significant meddling brings down their ire—and in the Loom, they hold absolute power. Victims are typically polymorphed, plane shifted, twisted into infinite loops of repeating space-time, or simply snuffed out of existence, never having been.

PLANAR TRAITS

Mist fills the Loom, limiting visibility to a 60-ft. radius. Despite the clatter of moving shuttles that fills the air, everything seems muted. Sounds, smells, and tastes seem distant (-4 to Perception checks). The Loom also has the following traits:

- Subjective Directional Gravity
- Erratic Time: To mortals, the effects on time seem random, but all is organized by the will of Fate.
- Infinite Size

COSMOLOGY

- Static Plane: Norns, Fates, and similar creatures of destiny can alter the plane at will, but even the gods cannot damage or change the Loom... unless the act is fated to occur. Mortals cannot interfere with or damage most of the looms and threads without very powerful magic.
- Mildly Neutral-Aligned: Though it may contain high concentrations of Evil or Good, Law or Chaos in places.
- Mildly Positive Dominant: Fate is all that is, was, and will be. Creation is woven here.
- Enhanced Magic: Spells of the divination school are extended

and empowered when cast in the Loom. Each divination effect also provides a +1 circumstance bonus to its caster's AC while in effect (these bonuses stack).

• Limited Magic: Any effect that would irrevocably change or nullify a person's destiny (at GM's discretion) automatically fails here unless the target's personal thread of fate is used as the material component. Gods cannot manifest avatars or work miracles within the Loom, except with the express permission of Fate.

People come to the Loom for many reasons. Indeed, creatures mortal and otherwise spend their lives trying to find it. Most are looking for a chance to reweave fate—save the life of a loved one, prevent a great tragedy or evil, or undo past mistakes, perhaps. Many petition the Fates, for without their sanction, the outcome of such quests is always doomed. Others come for a glimpse of their future or past. Ironically, many visitors return to try to undo actions taken or knowledge gained on a previous trip.

The Loom connects to everywhere, in theory, encompassing the fate of all times and places. Ways to enter the Loom, however, are few and far between. There are certain rare portals in the Ethereal and obscure branches of the Shadow Roads, and legend says an artifact known as Skuld's Flying Shuttle and a place called the Fringe can also get you there. Just one way is well known: in the roots of Yggdrasill, titanic silkworms, nourished on the flesh of dead gods, spin dweomersilk. This is the substance from which the tapestries of fate are woven. If you can find the silkworms you can follow their dweomersilk lines into the heart of the Loom itself—but you must also avoid the seven-legged tesserachnids that harvest the silk.

Any method of course, only works if you are fated to make the journey.

CHALICE LAKE: In a misty vale where the clack of looms is muted and strands rise up like distant mountains, there's a lake—an actual lake. A long flat mere of steely water where no bird lands, no fish swims, no beast drinks. All is quiet here, and the air is as heavy as the burdens that outsiders bring to the shore.

They come with artifacts of great power, children of chosen prophecy, things too important and dangerous to keep within mortal reach. All left at the water's edge, awaiting the Ladies in White to emerge, sodden as mourners' cheeks, to accept the offerings. They take objects and people on which destiny hinges, keeping them in a murky and muted realm where light barely shines. Over the centuries, the sisters have performed their duties perfectly, and many a destiny

FATEFUL ADVENTURES

After setting off some terrible chain of events, the party returns to the Loom to undo their actions. The Norns will allow it but at a cost. Posing as agents of their patron deity and answering their own past selves' divinations, the party must subtly steer their former selves to avert instead of accidentally accelerate the end of the world.

The thread of a world's fate seems to have become knotted, and the Fates seem not to have noticed. The gods sends the PCs to petition the greatest weavers of the Loom to unravel the mystery. Have they really not noticed? Can something impede their normally flawless perceptions, or was the plan to lure the PCs here all along? A legend even in this realm of condensed destiny, many deny the existence of the *Tapestry of Dead Gods*. Stories tell of a titanic loom, operated by a female cyclops of equal stature. The tapestry she weaves is a kaleidoscopic image of dead deities and slaughtered primordials. It is said the woven gods will sometimes answer questions.

The Door Not Opened is a unique trap that haunts the Loom, shifting every time it's encountered. It creates a duplicate of any character that opens it. This alternate version is of a random different alignment and possessed of whatever other differences the GM deems appropriate. While it's not necessarily hostile, Fate decrees that only one may exist. The duplicate insists, however, that it is the real one and opened the door.

was averted and an object kept safe. However, some in the sisterhood have come to believe the order has protected nothing, rather stolen away the futures of many great heroes and locked away the weapons that might serve good best. Two sects have risen because of it, one dedicated to the tradition of the sisterhood since its founding, the Vivianes, and the other believing these burdens should only be housed until which time they are most needed, the Nyneves. These sects, while maintaining serene and cordial exteriors, have become bitter rivals and conspire amidst the like-minded, preparing for the day one of their wards or objects is needed on the surface. Then, perhaps, the end of the order, or the birth of two. Or an opportunity for evil to claim many a precious holding.

ONE IN THE WEB: Dangling in a portion of otherwise empty void is a tangle of webs enwrapping a rogue seer who greatly offended the Fates. Faint ruby light leaks from of the prisoner's cocoon. The air shimmers where reality itself has been wrapped into a binding. The One in the Web knows much, too much, about the secrets of fiendstheir histories and their future. Appease the giant, deadly spiders that guard him, and they say he'll answer a question in exchange for just one of his binding threads being cut.

WHITE WELL: On a gigantic web-hung root that stretches up into the void-a root of no less than Yggdrasill, the World Tree, they say-lies the White Well. Here, the Norns hold court, Fates that judge the destiny of Northmen, in a white hall beside a well of milk-colored water occupied by two immortal swans. The milk of the White Well preserves and nourishes the World Tree and blanches stark white anyone who bathes in it. Valkyries are common callers, and Wotan himself is said to come by on occasion.

THEFARBEYOND

Travel far enough from Midgard and the planes turn strange, even by the weirdest standards. Here, far from the material, concepts that dominate the mortal mind are less powerful. It is the metaphysical that rules, here. The basic building blocks of creation are visible stark and naked in the air, but the physical, chemical, and biological laws of the mortal plane do not apply. This is where Law and Chaos dance their wildest, out of mortal sight and unconcerned with mortal perceptions. This is where embryonic worlds are conceived before being birthed into the mortal realm. Things are not as set here; the normal rules don't apply. Possibilities and unrealized realities lap against the actual, like drifting dreams.

Few mortal creatures choose to wander the Far Beyond. Fluctuating extremes of Order and Chaos are equally unsurvivable.

PLANAR TRAITS

Anything is possible in the Far Beyond, where Chaos and Order mate and multiply. The terrain has countless pocket planes and demiplanes, seas of Chaos and Law, and shards of worlds flowing into one another. Most planes are either strongly chaotic or lawful, and some are somehow both. Most of them aren't conducive to life, as mortals know it.

- **Erratic Gravity**
- **Erratic Time**
- Highly Morphic or Static
- Strongly Law- or Chaos-Aligned: Every portion of the plane may be either strongly Lawful or Chaotic. Some areas within

the plane may only have mild traits, and these tend to be more survivable and inhabited.

Wild Magic and Erratic Magic

In the Far Beyond, you can see things considered impossible even in the infinite planes: geometries that writhe like snakes, living spells and unique creatures both hideous and awe-inspiring. Proteans gather the souls of those who believed above all in unbridled chaos, and hundun gather for the dance of creation. Formulae have a savage predatory life of their own while algoriths descend and ascend like diving whales through oblique angles of space-time.

Through it all, aeons fly, quietly intervening to maintain the elegant dichotomies.

RANDOM TERRAIN OF THE FAR BEYOND (ROLL 1D20)

- 1. Non-Euclidean geometries abound (see PLANAR HAZARDS).
- 2. The area has Subjective or Objective Gravity (50/50 chance of either).
- The thoughts of all living creatures become visible as floating 3. images, and inhabitants live within structures created by their own dreams and fears. A DC 20 Will save is required to conceal your thoughts.
- Time resets itself at critical moments. In 1d6 rounds into an 4 encounter, time restarts from just before the encounter. Hit points and other resources do not return, but everyone remembers what happened last time
- 5. Time is tangled. The incorporeal shades of past and future events overlay the present. Wise creatures may be able to glean clues equivalent to augury or divination by sifting through the overlapping images.
- This is a juncture of real and unrealized realities. Every decision made creates a simulacrum of the decision-maker. The farther you move from the spot, the more incorporeal they become until they fade away entirely.
- 7. As option 6, but the characters discover that they are simulacra.
- During combat or other stressful situations, there's a 1-in-20 (or 5%) chance each round that a random spell or slot from an arcane caster discharges itself, becoming an intelligent living spell (of normal duration).
- 9. Next time a good or evil act is taken, an imp, cassisian angel, or other minor outsider of appropriate alignment claws its way out of the character, causing damage equal to its maximum hit points.
- 10. Every time you speak someone's name, you exchange places via a teleport-like effect.
- 11. An entity of Law or Chaos attempts to possess you. You are subject to a magic jar effect, lasting 1d8 hours.
- 12. All elements (and elementals) in the area shift every 1d6 minutes. For example, fire becomes water, earth becomes air, and so on. Whenever a spell is cast with the appropriate type, it changes to a random other element.
- 13. Chance is almost completely absent from this pocket plane. For the next 20 skill checks and attack rolls, roll 1d3 rather than d20:





- 14. Time dilations shimmer across the terrain like a heat haze. Every round, characters are either hasted or slowed (50% chance of either), until the start of the next round.
- 15. All creatures radiate an aura that reveals their emotions and alignment.
- 16. Reality is fragile but protects itself. Creatures or objects damaged for more than 20% of their hit point total are shunted into a semi-real dimension (becoming incorporeal) for 1d10 minutes. If they take more than 20% of their hit points while incorporeal, they vanish from the multiverse entirely, and a wish is required to get them back.
- 17. Pocket Mirror Universe. All creatures except the PCs are the opposite of their normal alignment. (Celestials are Evil, demons are Lawful Good, and so on.)
- The terrain consists of flying chunks of ruins and natural terrain, torn from their home planes and connected by a series of tesseracts (see PLANAR TERRAIN)
- 19. This area was formerly part of another plane and retains that plane's traits and general appearance.
- 20. This area is a null point, where all energies cancel out. The whole area is grey and lifeless. Outsiders gain 1 temporary negative level/hour if they stay here, eventually fading away to nothing. Abstraction is a common affliction (see PLANAR HAZARDS).

LOCATIONS IN THE FAR BEYOND

COSMOLOGY

Travelers and traders come from far and wide to harvest the strange flotsam that washes up on the shores where order meets wild possibility.

BATTLEFIELD BOTH PRISON AND PARADISE: The ichorsoaked soil is littered with clockwork and corpses. The air reverberates with echoes as Cacophony wrestles with Harmony. Titans of living equations sweep through hordes of scurrying wet polyps. The sky is divided; a bright blue wave, where refracted sunlight reveals incorporeal ki'rin, crashes against a night sky in which the stars are glowing spots on swarming ichthyic horrors. On one horizon are the whirring, smoking orchestra-factories of Order while the other holds the promise of flashing thunderheads and glaciers of churning flesh.

Watching the conflict with expressions of utter serenity are adolescents of silver light who dangle from a host of argent, phantom chains. These are the Children in Chains, aeons that once dared interfere with the Fractal Dance. For all the miraculous chemicals staining the fields and all the glyph armories and the scattered remnants of the glaciers' forced miscarriages, every promise of power or fortune is tainted by the their perpetual imprisonment. The plane, a warden to its own confines, scours the clashes of Order and Chaos to create beasts like clockwork proteans, which eliminate anyone who might release the children.

CREATURE CITIES: Moving majestically through the primal sea are shoals of creatures so large as to defy categorization. Their bodies are big enough to have their own gravity and atmosphere, and support their own ecosystems. Resembling miles-long rays, they glide safely and effortlessly through the raw soup of Beyond, entire cities constructed on and in their skin.

ECHOES OF WHIMSY: This planar maelstrom becomes more random and chaotic the closer one goes towards its center, for a great artifact of Chaos serves as the plane's axis mundi. Only proteans and hundun can survive far in from the edge; what they're doing and what the artifact may be is unknown, but inevitables and algoriths are gathering at the edge... as if readying to invade. Peering out from their floating geometric fortresses, the forces of Order are suspicious of the number of aeons that also seem to be showing an interest in the place.

EDGE OF ANNIHILATION: They speak of an unknown cataclysm on the far fringes of the multiverse, a wavefront of destruction. Still expanding after eons, swallowing up countless realms and planeshards. No one knows who caused it or what has been lost to it, as everything consumed disappears entirely from Creation—even memories and written records go blank. Even infinity may one day be engulfed.

ENGINE OF CREATION: This massive machine is the size of a moon. Continent sized sections lie dark, while other areas are a whir of activity with mechanisms the size of cities always moving. Legend has it that this is the machine that first began to turn primal chaos into stable planar matter. The Champions of Chaos certainly hate it. The creatures of the lawful planes gather to protect it although the machine itself also spawns Inevitable-like mechanical beings to defend itself.

THE SEA OF HALAK'YAM

Halak'Yam is one of the great oceans of the Far Beyond, lit by a silver glyph-like sun of Law that shines Order onto the waters. There are ice-castles constructed according to fantastic mathematical algorithms, inhabited by creatures of cold aquatic logic, while the depths beyond the light are inhabited by the tentacled spawn of Tiamat, in coral cities twisted with strange geometries and alien symmetries.

The surface is ordered, a place where ice shifts into crystalline patterns and harmonized symphonic wind creates runes in flurries of snow—a song to the inherent Order of weather and fluid mathematics. Even the cracking and shifting of ice floes have a regular, musical quality.

The euphotic zone, where light shines through the ice, is populated by orderly kingdoms living mostly in harmony, but without the precise regulation of the surface. Their heroes engage in chaoskampf against the monsters of the depths.

The twilight region of the disphotic zone is balanced. When Ka-Ishah, the Argent Dolphin, slew the gigantic vampire squid Haorn in these waters, the body became a thousand glowing sea anemones. Within this luminous field, a great pleroma aeon floats; its exact purpose is unclear but its abode offers sanctuary to divers and traders.

The deeper you descend, the more Chaos dominates: the wilder and more improbable the dream creatures, the more unreal and defying of natural law, survivors of the killing fields of nightmare-spawn. At the very bottom, primordial chaos spews from the trenches, and the muck is inhabited by covens of flatworm hags and paradox spirits and shoals of irrational numbers. In the deepest reaches, a restless leviathan slumbers, dreams manifesting from vents on its back and becoming more and more real as they bubble toward the surface.

GLYPH SKATERS' RINK: Upon an otherwise featureless plain of glass beneath a milky white sky, strange, angular creatures slide across the surface, leaving fiery, prismatic tracks behind their skate-like feet. Some say the silent skaters are writing the entire history of the multiverse in their swirling sigils while others say it's a giant magical glyph that when completed will bring the entire multiverse into perfect order.

LIBRARY OF THE IMENTESHES: A massive gemstone floating in a crackling storm cloud, the titanic jewel continually alters its hue and facets—a fractal structure whose spiraling corridors tremble like breath on water and in whose mineral depths swim schools of living symbology, from mathematical notations to musical notes and magical glyphs. Imentesh proteans have given it a life of its own an ecosystem of mythologies, deepening the consciousness of the "Library Jewel" and all who risk madness to share their mind with it.

ONSLAUGHT: A rapine engine of clawing, twisted steel, bone, and unidentifiable flesh, the massive Onslaught grinds through planes and worlds seemingly at random howling like a thousand banshees. Built by creatures of madness from beyond the planes, its "design" is a mind-bending maze of grinding gears without pattern or logic. Orcus himself once conquered it but soon abandoned the machine—now refusing to speak of the matter.

POTENTIAL WILDS: The creatures exist not as singular entities but as a collection of possibilities that have evolved in a place of shifting realities. As such, you'll find cats that shift between crystal, flying, and upright forms chasing birds that move between their hummingbird, raptor, and shadow-stuff bodies in a jungle whose trees are blood drinkers, wise oaks, and flirtatious dryads all at once.

SHORE OF THE SKETCH-SMITHS: On an ever-darkened beach of white and rose quartz sand, where tides of primordial waters lap at the shore, tall spindly creatures armored in mahogany brown chitin trace out pictures of weapons, gears, and other mechanical parts. The churning storm above continually strobes with lightning. Bolts rain down and transform pictures into life. These fulgurite products command high prices.

STRIDING MOUNTAINS: Prowling the shores of the chaos sea, the Striding Mountains move with ponderous grace on impossible spindly legs. Like some titanic herd, they travel the planar wilderness in languid strides, unconcerned to what's crushed beneath their colossal feet. The inhabitants have adapted: clutchtrees grasp one another for support against the sway, magnetic boulders cling to the juddering surface. Flying creatures of all kinds swoop down from the mountain to hunt in the lands below while land-bound scavengers trail in their wake to pick their footsteps clean of victims. The mountains themselves seem barely sentient, communicating only by earthquakes and mountain-wide moans.

THESEVENHEAVENS

Heaven is beauty. Heaven is Just. It's restful balm and solace for the soul. It's where Celestials of all alignments live in (relative) harmony and uphold the word of Good. It's the final reward for souls that lived a benevolent life, from beggars to kings. It's a perfect picture of what the world would be if evil did not exist.

It's also at war. Celestials of all kinds come to join forces (and occasionally strike out on their own) against the forces of evil and, perhaps more importantly, discuss (never say plot in Heaven) how to

THE SEVEN VIRTUES

The Virtues are philosophical kingdoms. Each is distinct, but also a part of the greater whole, just as each virtue is a part of the goodness of Heaven:

Diligence rings the outer edge of Heaven, watchful and wary. Its guardians form the Wall of Blinding Spears, a living barrier of celestial might. It is the home of zealousness and carefulness in one's actions, a decisive work ethic, and sense of simple satisfaction in a job well done. Here, the Heavens come to craft and trade, to host visitors and diplomats, and to muster for battle.

Humility welcomes new arrivals to Heaven. Here, there are countless reunions as friends and family await loved ones, and unfinished business, like lingering mortal feelings, is worked through and expunged in the name of greater and purer goodness. This part of Heaven is most like the mortal world, albeit brighter and more beautiful than anything on the Material Plane.

Courage embraces boldness, moral wholesomeness, and purity of thought. Famed for its tourney fields, this is the afterlife of a thousand proud knightly orders and Heaven's greatest philosophers and inquisitors. Here, Heaven's many armies train.

Temperance is home to those who teach self-control, abstention, and moderation: the monks and oracles of Heaven and those who embrace a solitary path. You can find a surprising number of troubled souls in meditation here. Many celestials in danger of falling find solace in the quietly serene mountains, and you can find many angel faces hidden in its caves and glades.

Generosity embodies nobility of thought and action. It is known as Heaven's Tabernacle, for here, mighty relics and miracles both glorious and terrible are crafted by celestial smiths for mortal and immortal use.

Peace features the Parliament of Heaven, court of the ruling archangels, and liaisons from celestials in divine hierarchies and conceptual planes across the cosmos. It teaches forbearance and endurance through moderation, the skills to resolve conflict peacefully, and the triumph of Goodness over violence.

Kindness is home to charity, compassion, friendship, and contentment. It is filled with restful places—a vacation earned by those who lived troubled lives and a place of respite (including sanitariums and infirmaries) for warrior spirits returning from the war with Hell.

promote the seven virtues and draw the conceptual planes into their embrace for the final victory. A council of archangels leads the war effort: Currently its chairwoman is Adriel, Archangel of Hope (see Kobold Quarterly #4), who has charged her generals with reigniting the hope for final triumph over evil, in both the mortal mind and the hearts of Heaven's more cynical champions.



PLANAR TRAITS

Heaven is varied but always beautiful. Portions may have unique traits, but the following is always true:

- Alignment-based Gravity: Evil creatures and Good creatures in need of atonement treat Heaven as a heavy gravity plane. Neutral creatures treat it as normal gravity. Creatures of Good alignment experience Heaven as a light gravity plane. Exceptional Good mortals (for example, paladins) and Good-aligned outsiders also gain the benefit of permanent feather fall and jump effects whenever they're in Heaven.
- **Infinite Size:** Traveling between different areas of Heaven is about aligning your goodness to the location's specific flavor, rather than physical distance.
- **Strongly Good-Aligned.** Certain locations may favor a Chaotic, Lawful, or Neutral approach to goodness (and the natives certainly do), but Goodness unites all.
- Enhanced Magic: All magic with the Good descriptor is enhanced.
- Limited Magic: Spells with the Evil descriptor simply do not function in Heaven. Failed attempts to cast such magic are obvious (that is, flickering darkness, smoke, and vile stenches), and it results in swift and overwhelming retribution.
- **Sustaining:** Good creatures do not hunger or thirst while in Heaven although many creatures still enjoy (in fact, relish) the excellent food and drink available.

The Seven Heavens are named for the cardinal virtues, the original ideals of goodness that merged to form Heaven and the function of the archangels whose coalition formed the first council. Many more concepts have since been subsumed, and work continues to bring new planes into the fold. Despite a reputation for peace, Heaven contains many tourney fields where matters of honor are settled and new tactics tested, vaults and armories of fearsome weapons that the archangels hold back from using (at least for now), and even prisons.

Beyond the seven kingdoms of virtue, Heaven has marcher states and wild places aligned to other concepts that the archangels hope to one day bring into the fold.

ALMOST HEAVEN: This misty shantytown stands (just barely) within sight of Heaven's gates. It sprang up when several thousand unworthy mortals attempted to barter their way in—lightly damned and middling, purgatorial souls. A fallen archangel and a risen devil run things. They retain enough power to enforce two rules: everyone's welcome and no fighting.

An inn of the same name stands at the heart of Almost Heaven. Regulars range from penniless squatters to legendary heroes, sympathetic elementals and tight-lipped Psychomachia agents to roguishly charming eldritch abominations and lovelorn trolls.

FIRES OF TRUST AND BINDING: Ashen lands of celestial flame littered with charred bones, the celestials use the fires here to root out spies and test the veracity of potential but suspicious allies.

Oaths sworn within the fires are enforced by heavenly flame. Each fire tests different claims: such as, promises to not betray, sworn loves or sworn enmity, loyalty to an ideal such as Freedom, repentance. Each fire was started by the willing martyrdom of one or more people whose life reflected the test their flame conducts. The flames are kept alive by new martyrs—some sit serenely as they turn to ash, others scream in pain but do not ask for reprieve. **MONASTERY OF CLEANSING AND COLLECTION:** From an infinite height, a massive cataract of holy water falls from a heavenly mountain into the valley below. In the midst of the cascade is a monastery, in the eastern style, run by celestials concerned with wealth and economics. The sacred flow continually refreshes the souls of those who labor here and cleanses the treasure acquired from Evil hands.

Bought souls pass into this place, but they are always released although those who sold their immortality for power, beauty, revenge, or some other short-sighted goal are made to work off their debt first. Those who sold their souls to save another are honored and occasionally asked to join the ranks of those who dwell here.

ORCHARDS OF BLOSSOMING INNOCENCE: A great orchard where the trees have grown in a slightly disordered environment—as if it was slowly becoming a wild forest over time. Most inhabitants of this joyous place are children; they grow like fruit on the boughs, live as carefree youths for decades, and finally experience a hasty ripening that makes them first elderly caregivers, then new trees.

REQUIEMS: Your local tavern, your favorite fishing hole, your wedding day, that moment beside a crackling fire when you held your daughter for the first time... Heaven is filled with very personal demiplanes, planes-within-a-plane that contains the pleasant dreams and memories of good beings.

Most "requiems" exist in the kingdom of Humility, where newly arrived souls can enjoy the rewards and reminiscence of their lives before moving on. They allow good's animuses to enjoy their personal view of Heaven as well as the sometimes-overwhelming majesty of greater Heaven. They are private places, accessed via a gate that activates when the appropriate memories are invoked. Friends and lovers may find their requiems' touch.

SACRARIUM: A cathedral of many great halls and grand chambers where the words and deeds of ancient heroes, legendary kings, honorable generals, and peace's most compelling orators are remembered forever. Demigods and heroes come here to reflect on the legacy of good that has come before them. Marble statues line the walks, emblems and artifacts are kept on display, each a source of inspiration and reverence. And an armory in times of dire need.

TOWERS OF PERSUASION: The Towers of Persuasion rise from a plain of frozen holy water. The ice glows with a soft azure light, chilling the bones of evil even if it's normally immune to such things. An ice devil could die of frostbite here.

In the adamantine Towers of Ethos, Logos, and Pathos, veteran liaisons to the mortal plane teach their heavenly brethren how to guide souls toward the Good. More than just a school, the Towers are filled with scrying mirrors and dream diving pools that allow for the close study of mortal subjects. Each tower is also a laboratory and forge for magical items based around its particular form of persuasion. Even taking one tower would be a great victory for the fiends.

TOWER OF THE FEATHERED DAGGER: In cavernous depths lined with glowing gold and silver, passageways twist and alter, laced with spells of confusion and sleep and prowled by celestial wolves and drakes. Evil must not learn the location of this marble tower, lit by a thousand floating candles, for it is filled with precious gates and some of the greatest armories, spell libraries, and alchemist laboratories of the planes. This is the place from which Good outfits and sends off its spies and assassins.

THE ELEVEN HELLS

Sometimes, it's a theocracy where evil is the faith. Sometimes, it's a police state full of corrupt corporate executives or a dictatorship born of one man's tyrannical desires. Hell is many things, all bad. Where Heaven is many voices raised in unison for the greater good, Hell is a cacophony of selfishness and mutual hate. Lawful and Chaotic fiends and numerous wicked philosophies all compete to dominate the concept of Evil.

Of course, to be united by hatred makes for a fragile alliance. Politics in the Hells has been likened to a ball of rabid snakes, which occasionally unite to bite outside threats. The eleven most powerful and famous realms are locked in stalemate, endlessly seeking control or destruction of their rivals while pursuing their own interests and the war of souls. Everyone conspires against everyone else, and as soon as a leader overreaches or shows signs of weakness, alliances disintegrate and subordinates rebel.

Nine of the eleven darkest lords of Hell are infamous, pridefully casting their names across the multiverse, as if daring mortals to invoke them. Each lays claim to a concept or particular flavor of evil that's long been associated with Hell and plot ceaselessly to ascend to the unholy throne of all Evil. They names follow:

Akyishigal, Demon Prince of Filth Arbeyach, Prince of Swarms Asmodeus, Lord of Witches and Wizards Belphegor, Archdevil of Sloth Jezebel, Princess of Poison Winters Mammon, Arch-demon of Greed Mordiggian, God of Death and Hunger Orcus, Demon God of the Undead Titivullus, Patron of Scribes

Beyond the eleven Hells are countless lesser kingdoms. The remaining Hells are wastelands or contested regions, ruled by coalitions of minor fiends or cabals who strive to keep their identities secret: an excellent opportunity to stage civil wars and political intrigue, or to populate with monsters and NPCs of the GM's own diabolical creation.

For the tortured souls condemned there of course, who's in charge rarely matters. Whatever alignment a particular place of Hell may have, it is a grim marvel of efficiency for the cultivation of misery and sin and for harvesting it.

PLANAR TRAITS

Hell's purgatories often have unique traits, but the following is true everywhere in Hell:

- Infinite Size: Hell is infinite in size although specific realms may be finite or self-contained. Traveling between its layers and various domains is about embracing or committing their associated sins, not physical distance.
- Strongly Evil-Aligned: Hell champions Evil in all its forms.
- Enhanced Magic: All magic with the Evil descriptor is enhanced.

- Limited Magic: Spells with the Good descriptor are impeded.
- Flowing Time: For every day in the mortal plane, ten days pass in Hell, allowing ample time for torture and schemes.
- **Special:** Creatures hunger or thirst normally while in Hell but cannot actually perish from either. Victims become disabled at worst.

Hells chief device of torture (and most common terrain) is the purgatory—carefully crafted, sealed off portions of hellspace where prisoners are constantly provoked or reminded of their sins and their wickedness is harvested again and again, until all that's left are quivering soul scraps. Some purgatories are as small as a single room, where victims can find respite from torture only by becoming torturers themselves. Others are the size of castles or kingdoms, where like-minded sinners are imprisoned together and encouraged to find ways to plan fruitless escape attempts or find ways to abuse the system at the expense of their fellow inmates. Some purgatories are temporary punishments, burning off the sins of an animus before it's released to its true afterlife. Some are even maintained by devils who genuinely believe they are doing good work by purifying souls of their god or pantheon.

Selfishness is one of the most common traits of evil, however, so there are plenty of places between the purgatories and the palaces of the lords of Hell where devils, daemons, and demons—and even condemned souls—can go to shirk their responsibilities, be entertained, or avoid their duties for the meager price of a handful of soul-stuff. Superficially, they almost look civilized. There are drug dens and lusty pleasure barges on the Styx, sweatshops churning out evil artifacts, and auctions where prized mortals, infernal contracts, and living sins can be bought or sold. The dark corners of the mortal plane are bad enough, but in Hell, they are unspeakable.

LOCATIONS IN HELL

ACADEMY OF THE SCALPEL: Demons come here to learn the art of torture, and for most, this also means learning patience. The school forces demons to ravage at the proper pace, to not only extract information from prisoners but to control their own desire to inflict pain and horror. This place is a feast hall and shrine as well as a school. The headmistress is Lady Amarant, a pale and entirely hairless succubus who maintains the appearance of a cheerful, lanky teenage girl wearing the white robes of a penitent nun.

BETRAYAL OF HEZROT THAICH: Four huge, segmented, and many-spined towers top massive wheels that float in blackness, orbiting a central spire that blazes with fell incandescence. When the spines of a tower brush against the central spindle, energy courses into its tower. When two towers brush, the outpouring is greater; when all four are in contact with the central spindle, the machinery of betrayal is dazzling to behold. Each of the towers is thousands of feet high, inhabitants growing more powerful and paranoid as you progress upward.

Hezrot Thaich's great demonic machine was created to develop, encourage, and draw power from betrayal—when the four towers conjoin, whoever has true mastery of its central spindle receives a massive influx of conceptual energy, becoming a literal god of betrayal. So far, no demon as survived long enough to enjoy its supposed powers... or perhaps that promise is just another betrayal.

COURT OF GLEAMING ARDOR: In his insatiable lust for wealth, Mammon has thrown open the gates of his Hell to travelers from

every plane. He welcomes visitors to a city, where the streets are paved with gold (and copper, silver, orichalcum, and other metals): a maze of high tenements and gilded alleys, surrounded by hungry slums and starving shantytowns, markets, suks and zócalos, bank vaults, bars, and casinos. Narrow streets intertwine endlessly, crowded by panhandlers, touts, and temporary stalls. From his fat palace at its heart, the Devil Lord hosts auctions of stolen souls and artifacts—and worse things that even the marketplace won't touch.

DESECRARIUM: Even angels can be made to weep by fiendish torture, but sometimes, a stubborn saint, greater celestial, or proud hero proves unnaturally resilient. For them there's a special horror: the Desecrarium, where Carnivean, surgeon-general of Hell and his creatures of pain and woe practice methods of mutilation and anguish so heinous it leaves the victims with a wound upon their very soul, a wound that festers and eventually envelops them entirely.

FLOWER GARDEN OF THE DAMNED: A Hell that seeks to claim the compromised and the unwittingly deceived, the Flower Garden is filled with giant, sweet-smelling flowers on whose petals tiny naked souls have been crucified. Butterfly demons with razor sharp legs cut at the souls and slake their thirst on the damned. Oftentimes, their thirst makes them inebriated, and they flagellate each other with their proboscises, licking off any blood they can to increase the high from their fix.

Outside the Garden, these insectile fiends walk in the guise of men and conduct themselves with whispered grace. Only in their own home do they release themselves from composure. The butterfly fiends are wary whenever other denizens of the Hells are around. They know they're a two-bit operation that doesn't have the muscle to compete with major Devil Lords. Best to stay unnoticed.

HYPOCRISY, THE SUBTLEST HELL: Many who find themselves here don't recognize it as Hell. The soft landscape and serenity covers its cruel truth. As you spend time there, misfortunes plague you and comfort seems impossible to attain due to small, "innocent" events. Soon visitors begin to understand their miserable fate, as sleepless nights and tiny losses accumulate into an agony of existence surrounded by the promise of peace never achieved.

COSMOLOGY

An astral deva known as Arlecchinos claims to oversee justice and peace in this land and to be no fallen celestial. All her actions seem virtuous but tend to result in self-serving and oppressive results. It remains impossible for anyone to point to clear evidence of any misdeed. No one knows for sure whether she even realizes the truth; she may be genuinely blind to the fact that she is doing more harm than good.

PETAL-FLOORED CIRCUS: The floor is densely packed rose petals. The audience is fiends and depraved mortals. The performances are degrading, put on by succubae and the enslaved souls of pimps and adulterers. Ringmistress Tessanae is skilled at convincing exemplars of non-Hellish domains to attend her red silken tents. Many lusty, curious, and amoral fey have recently fallen into her influence.

THE SHADOW REALM

If Midgard and the Elflands are two sides of the same coin, then the Shadow Realm is the darkness between. The place where memories, dark thoughts, and dark dreams fall away—or scurry off to hide. The Shadow is an afterlife for things that were never alive: memories and regrets, and everything that's feared on dark and stormy nights. But

it's also sometimes beautiful: home of fey feasts beneath the stars and night's cloak of protection that wraps deeds both good and ill.

Tunnels burrow through here like worms, connecting the Elflands with the mortal realm. The darkest of fey also dwell in its darkness here; some like the dark, others are drawn here to drown in tragedy and sorrow when their hearts are broken.

PLANAR TRAITS

The Shadow has the following traits:

- Coexistent with the Material Plane and the Elflands
- **Timeless:** Those traveling the Shadow feel hunger, fatigue, and thirst but do not age or actually starve (remaining merely disabled). Old wounds linger and resurface here. There is no natural healing in the Shadow.
- Infinite Size: The Shadow is a shifting morass of memories and tenebrous remnants.
- Highly Morphic: Shadow locales bleed into one another, shifting and changing as fresh shadows drive older ones into the amorphous dark. Certain spells can also modify the Shadow. Powerful creatures such as fey lords can mostly stabilize their domains, creating effective landmarks, but even these shift and have their own uncontrolled eddies and spirals.
- Sentient: The Shadow isn't actually sapient but is a gestalt of emotions and memories that feels incomplete and hungry for more. It provokes memories in those who travel there, sometimes creating shadow creatures and locations from visitors' minds.
- Mildly Neutral-Aligned: The Shadow steals from each and every plane, regardless of alignment. Empowered by wicked deeds or reflecting repressed memories, some locations may be mildly evil-aligned.
- **Changed Magic:** Because it's built partially from memories, spells that affect them can have profound effects when cast in the Shadow (see sidebar).
- Enhanced Magic: Spells with the shadow descriptor and magic that affects memory are enhanced. Spells, like shadow conjuration and shadow evocation, are always 10% more powerful than normal.
- **Impeded Magic:** Spells with the Light descriptor, or that primarily use or generate light or fire are impeded.
- Limited Magic: All illumination (both magical and mundane) has its range/area of effect halved in the Shadow, as do spells and abilities primary composed of light or fire.

The Shadow is perpetually dimly lit. Sometimes it's as bright as the full moon, at other times as dark as the fearful space beneath a child's bed, but never quite pitch black. It seems to be hiding from the light of the Creation, crouching beneath the material world.

BLACK OAKS: Gloom and Gloam rule the black oaks, whose paths are used by shamans and dreamwalkers. There are mansions dark and terrible, surrounded by vast self-aware oak trees of terrible countenance. Wraiths and phantoms, still wearing the visages of fallen magicians, walk narrow paths to smaller cottages surrounding the silver-lit mansion of an unnamed archwizard.

CITY OF WHISPERING SHADOWS: Looming out of a cold dry desert, Whispering Shadows is quiet and pristine. No life has touched

its sprawling streets in thousands of years. Yet something survives within. Walking through the streets, one finds it littered not with corpses but with shadows burned into the ground. Scratches on the walls warn travelers of "the shining beast with wings of blinding sun and frigid moonlight." From the alleyways, a melodic voice whispers promises, offering gifts and pleading for companionship: "Please, I'm so alone. Please don't leave me. Don't dare leave me."

HALLS OF THE MISSING ONES: Lost children, absentee parents, slave-taken lovers and enemies in hiding—they all have their phantom echoes here, walking the winding hieroglyph-marked passageways of this ruined edifice. Despite the phantoms, those who visit this place can glean useful auguries from the erratic dream figments of those they are seeking.

LIVING CONSTELLATIONS: There's an empty black grass plain where you can look up at a vast field of stars, constellations imagined by all the cultures of the world. In this ever-dark sky, they form gigantic creatures, living points of silvery fire shaped for their namesakes in the mortal world. Supplicants can question the Centaur, the Crab, or the Belted Hunter and hear the wisdom of the Great Bear or the chill logic of the pole star.

MNEMOSYNE SWAMPS: Formed from the rotting carcass of an unknown primordial being, the swamplands are sticky wet jungle and mangroves. Illumination coming only from flares of burning swamp gas and patches of foxfire fungi. The swamplands connect to the memories of varied beings. You can find various memories wandering the swamp, believing they are real and entrapped. If you dive beneath the waters, you can enter the past, though it truly exists only in your mind.

SABLE COURT OF THE SHADOW FEY: Some fey choose to live in the Shadow: exiles and monsters and those who delight in darkness—both those who love dancing under the starry sky and those who revel in the blackness of the mortal heart. They are ruled by Sarastra, Queen of Night and Magic, and her husband and loverenemy, the Moonlit King. Power shifts between the two courts of the shadow fey, but each is equally filled with illusions, intrigue, and danger (for more the black fey and their rulers, see COURTS OF THE SHADOW FEY).

TUMBLING MIRRORS: Said to be located "behind the moon," there rests a cloud of shining mirror glass, as hard as adamantine.

Because it's formed partly from memories, spells that affect the mind can be used in new and potent ways if cast while on the Shadow. Use the following examples as a guide:

- Memory lapse acts as hold person on native creatures
- *Modify memory* can be used to give a shadow creature a new form, as if by *baleful polymorph* or *polymorph*.
- *Memory net* allows the caster to put a shadow inside another creature, as if by *magic jar*.
- You can instill an appropriate memory into a *shadow conjuration* at the time of casting with a Concentration check (DC 15 + level of the spell), which raises the DC to disbelieve it by 2. If you roll a 1 on the concentration check, however, you lose the memory from your own mind.

Among the thousands of spinning panes of glass, you can find caught reflections of distant vistas and watch as their tableaux unfolds in alternate dimensions. Watch too long and one's own past might be replaced with the alternate past, or you might become warped, resembling the alternate self while the only memory of your original spins away into the void.

THE UNDERWORLD

This is the abode of Death, the place to which departed souls are drawn and from which ghosts and other undead return to plague the living. It's the staging post of souls, the tavern on the road to the dark and yawning void at the end of all Creation. It's the easiest of all Outer Planes to reach. Anyone can do it: all it takes is an inch of steel, a slip and fall, or the ravages of winter or disease. Of course, it's usually a one-way trip.

What mortals call the "ethereal plane" is actually the misty borderlands of the Underworld, the fog road connecting Midgard to the land of the dead, providing ingress for departed souls and a way for the undead to sometimes claw their way back.

PLANAR TRAITS

- **Infinite Size:** There's infinite space for souls in the Underworld. Paradoxically however, the Underworld does appear to have at least one edge (see below).
- Coterminous: It's possible to pass into the Underworld physically from Midgard by crossing the River Styx (usually deep below ground), and it can also be reached via the Ethereal Mists. Certain parts of the Underworld are coterminous with the Negative Energy Plane.
- Divinely Morphic: Deities and powerful pyschopomps can alter the plane at will, creating new connections to various afterlives.
- Strongly Neutral-Aligned: Outsiders of all alignments regularly come to the Underworld to collect souls, but all find their beliefs scoffed at by death's servants.
- Altered Magic: Spells that manipulate or create positive energy have side effects when used in the Underworld (see sidebar).
- Enhanced Magic: Spells and spell-like abilities with the death descriptor, magic that uses negative energy, and spells from domains such as Death or Repose are enhanced.

The Underworld is a point of call for all deceased souls but final destination for only a few. Souls are inexorably drawn here from the mortal world where they must linger in bleak afterlife until claimed by Heaven, Hell, or some other power. Transient souls loiter in endless spiraling lines, awaiting judgment. Inevitably, some are lured away, making their way back to the mortal realm as ghosts or into the moribund economy of the Grey Lands. Others fall between the cracks, finding themselves in a spiritual no-man's land—neither drawn to nor desired by any plane. And some souls of course, are sure that judgment is best delayed indefinitely.

A portion of the dead are claimed by the gods of the Underworld as subjects, especially those who, knowingly or not, served (or cheated) Death during their lives. Other souls linger, hoping for a chance to escape back into the living world or some pleasant afterlife they're otherwise denied, dodging the angels of death and bounty hunters employed by both Heaven and Hell. Those who greatly anger Death are also likely to find a place ready and waiting for them. The 2 COSMOLOGY

Vim Flare

Whenever you cast a spell that creates or manipulates life force (most notably cure spells), the positive energy reacts with the moribund aura of the Underworld and Negative Energy Plane. The result is a flare of white light, which attracts dead souls and undead like moths to a flame and is regarded as unspeakably vile by negative energy creatures. These "vim flares" emanate from the spell's caster and normally die away within 1 round.

The flare's intensity increases with the level of spell used:

SPELL LEVEL	INTENSITY
0	As candle
1–3	As torch (20 ft.)
4-6	As daylight (60 ft.)
7-9	As sunburst (80 ft.)

Creatures vulnerable to bright light suffer the normal penalty when within the radius of a flare of 4–6th level. All creatures within a flare created by a 7th-level or greater spell are dazzled for 1d3 rounds (those with light sensitivity are blinded for 1d3 rounds instead).

Underworld is the first and most secure of all prisons.

The land is grey and bleak with veins of evanescent ethereal mist in otherwise eternal night. Hungry darkness lurks all around, but the Underworld is usually more melancholy than wicked. The darkness claws away memories and regrets (eventually feeding them into the Shadow Plane) while interlopers find their life energies leached away by the Negative Energy Plane, which lies even further below.

The Underworld exists beneath Midgard, both literally and metaphorically. There's always stone above although the roof may be so high it's barely visible. Sometimes the ceiling is carved in staring faces or baroque inverted towers or one of the rivers of the Underworld drips down a deadly rain of hate, fire, or forgetfulness. Darkness and mist are the only constants.

Those who remain too long in the Underworld are often little more than husks, dead and living alike. The shades of great men and women wander despondently among lesser spirits, who flutter like mindless moths. Most souls residing here perform their duties mechanically, almost mindlessly, laboring endlessly on work that echoes their station in life with personalities washed away. It's far from pleasant but also far from Hell.

LOCATIONS IN THE UNDERWORLD

COURTS OF THE UNDERWORLD KINGS: The Underworld has many kingdoms, as many as the mortal world has or ever had in fact—from serpent-thatched halls in Niflheim, swimming in

chill venom, to the white marble colonnades where Hades' angels sit in judgment. You can find the Scales of Mayet where souls are weighed against a divine feather and eastern realms where red-robed Yama Kings assign reincarnations as reward or punishment. The multitudinous courts of the Underworld are comparatively bright points in an otherwise barren plane: cities and palaces of death gods, thronged with devils and angels, divine proxies and agents of obscure conceptual planes, all competing to secure souls for their home.

GREY HINTERLANDS: Travel out from the busy chokepoints of the soul trade, you'll find yourself beyond the domain of any pantheon: the Grey Hinterlands, border and badlands of the afterlife. This is the home to ghosts looking for a way back to the mortal plane and to the renegade souls of outlaws and rogues.

Travel far enough and eventually the mist gets so thick you can walk on it, and the ground fades entirely away. This is the Ethereal Plane. The border of Death's domain is technically open, but the hinterlands are patrolled by creatures on the lookout for wayward souls: roving minions of the death gods, packs of hungry ghouls, soul-enslaving devourers, liches, night hags, and devilish slavers. Few would-be escapees make it to the mists or Styx.

HORIZONLESS GRAVEYARD: This is a nexus point connecting every place where the dead have been laid to rest. Crematoriums and burial grounds mark the spaces between mountains whose insides are filled with crypts and whose outsides clatter with the bones of sky burials. Corpse roads thread the lands of this place alongside corpsecongested rivers and seas filled with the burnt remnants of Viking funeral ships. The air is saturated with the sound of weeping; a gray cloud cover cries salted rain; and the wind carries countless dirges and eulogies on its back. Here and there are the oases, the places born from those cultures that celebrate death as a moment of release or opportunity for growth in the spiritual world.

OUBLIETTES: In the Grey Hinterlands, you can find vast and windowless keeps: prisons where the worst of Creation are entombed. Terrible monsters, barely controllable engines of death, primordials, and fallen gods are restrained in doorless towers made from the unbreakable alloy of dead stars. There's a cave awaiting Loki here, and many giants and titans of old lay chained in anguish. Mortals too can be found laboring here on eternal and impossible tasks, denied even the finality of Hell or the chance to earn a place among its devils. Death reserves these tortures for those who sought to overthrow its dominion or evade their end.

UNDERWORLD CAVES: Liches hide their names in these caves. They inter them in a honeycomb of trapped alcoves and passageways, dark and secret nooks warded by all the cunning spells they can devise and by the roving patchwork thing of jagged glass and twisted metal known as the Beast of Broken Phylacteries. The walls are covered with the hollow-eyed faces of weeping figures. Some seem struck by grief, others scream in rage, and a few weep tears of joy. Most of the faces weep natural tears, several weep tears of blood, and there is one face of a dwarf child weeping tears of honey.



)THER LOCATIONS

BETWEEN

By Burt Smith

"What's that? You're offerin' to use yer magic to send me home? Pah! I'd rather walk, thank ye very much. I've seen what happens when that magic fails. It's the lucky ones who end up dead."

—Phoebus the Scrivener

ise travelers know that magic for planar transit sometimes goes astray. Failures often have no ill effect, but occasionally, travelers are battered and bruised when they arrive. Other times, the magic fails, leaving the would-be voyager disoriented but safe and untransported. More disturbing are the dire failures and the inexplicable artifacts found in dark corners of the

planes—both tear creatures from their realms, never to return. The victims of these and other terrible mishaps may find themselves in Between.

Less than a true plane but more than a conduit, Between is a crack in existence swallowing victims of planar mishaps. Endless, claustrophobic, and eternally dark, it is populated by the lost, disturbing creatures transformed by the Between itself, predators



of its own creation. It has no fixed form save what its prisoners can wrest from it. Tunnels twist like the innards of an immeasurably large beast with an unpleasant tendency to shrink and close unexpectedly.

Though the willful can forge safe houses and even their own demesne, the weak find themselves trapped in shrinking prisons they cannot unmake. Even the creations of the strong-willed have no permanence, for their works slowly but surely lose form. It is not strange to find mortal remains or foreign objects trapped in the unyielding matter of Between. No intruder is safe, as those who surrender transform into grotesque travesties, neither object nor creature, prowling the endless passages and preying on those who resist. Even the "natives" of Between were likely once mortal creatures, horribly changed by it.

THE LIMNUS

Between is inseparable from its animating force—a hidden, malevolent intelligence called the Limnus by those who dare speak of it. Most believe the Limnus notices only the largest of disturbances, yet seemingly random events spoil most attempts to escape—hindering spells, destroying items, and ruining the magic of salvation. Between's predators are manifestations of its alien will, creatures uncannily ready to prey on new arrivals or attack survivors when quakes of terrifying power crumble the defenses of a safe haven. There is little practical difference amid the Limnus and Between. The few scholars who have survived investigation into the matter liken them to the actions of a psychopath while awake and asleep.

Those who escape from Between may find their dreams haunted forevermore, and some develop unreasoning fears of dark doorways, closed sacks, and magical transport. Those free from Between have no inclination to return and resist efforts to convince them otherwise.

PLANAR TRAITS

- Infinite Size: Between is a single, endless layer with nothing above or below. Digging more than a few feet into the floor or ceiling quickly attracts the direct attention of the Limnus, a surely fatal event.
- Highly Morphic: The Limnus can modify Between at will, and the changes it makes are often sudden and devastating. Strongwilled creatures can also alter Between but at the risk of drawing the notice of the Limnus. There are scattered stable areas, long ignored by the Limnus, where alterations are simpler to perform.
- Mildly Evil-Aligned: With the exception of a few safe havens, Between is mildly evil-aligned.
- Limited Magic: Most magic is unaltered in Between, with notable exceptions: effects altering the shape of Between, especially transmutation magic, are enhanced while effects changing the material into something else unerringly fail. Attempting to leave Between is dangerous, for not only does the effect often fail, but it can attract the attention of the Limnus. Magic in Between is described in detail under ENVIRONMENT, below.

GEOGRAPHY

Despite the ever-changing nature of Between, places prevail by avoiding notice or enduring the destructive actions of the environment.

Black Lakes

The Black Lakes are not one location but many, scattered throughout Between. These reservoir lakes contain putrescent liquid and shards of bone formed from the remains of victims who perished in Between, coalesced over the untold ages by the endless motion of Between. The smallest of the lakes is no larger than a small pond, but many are far, far larger, rivaling the largest lakes of the mortal realms.

Many of the Lakes sit quiescent, trapped by the implacable walls of Between, until the squeezing and shifting causes a horrific release of pressure. The resulting torrent moves faster than a mortal can run and drives a deluge of debris before it. Living creatures are overcome in moments, driving the air from their lungs even as the debris shreds the flesh from their bodies. The foul liquid leaves festering wounds on those who escape. Less commonly, a chance opening drains one of the Black Lakes, forming slow, pustulant rivers as it drains into surrounding passages.

Even more dangerous than the corrupted ichor of the lakes are the undead residing in their corrupted depths. These powerful creatures ooze and squirm through the putrescence, and insubstantial monstrosities revel in the filth even as they are eternally trapped by the walls of Between.

Durigrin's Tomb

Buried in Between is a vast boulder of granite containing a dwarven citadel. Once the fortress of Durigrin Stonehammer, it was carved into the summit of a strategically placed mountain until a powerful but ill-conceived wish transported both citadel and mountain into Between. Too large for even the mighty strength of Between to crush, the Limnus sent waves of denizens against it until no defenders survived. The former mountaintop is honeycombed with tunnels, many created before the calamitous transfer but some excavated by the diminishing ranks of dwarves. The creeping matter of Between has plugged all exterior tunnels for dozens of feet, and within many passages the traps lain by Durigrin and his garrisons are still active. Even the passages free from dwarven hazards are treacherous, roamed by transformed creatures that once were dwarves. The wealth of Durigrin is secreted deep within his stronghold, guarded by the most cunning hazards in the entire citadel.

This innermost sanctum of the citadel is the final resting place of Durigrin himself. He is one of the few dwarves who neither succumbed to the fatal call of Between nor died in battle. During the final days of the dwarves, a powerful trap malfunctioned during creation, mortally wounding the already ailing ruler. When Durigrin fell, it completely demoralized the dwarf resistance, and within days of laying Durigrin to rest in his tomb, all who remained fell to the siren call of Between. Now Durigrin's ghost (NE dwarf ghost fighter 10) guards the inner hall, alone and bitter and filled with hate for any who intrude on his demesne.

Hold

Perhaps the largest stable location in Between, the Hold is a chamber several hundred feet across, encased in a tremendous cyst, like a stone embedded in a tree. The buildings are a mix of ancient stone and the strange substance of Between. The mighty barrier encompassing the Hold is penetrated by a few narrow tunnels, all barricaded and watched closely by the residents.

The settlement is ruled by Captain Wilhelm Karast (LN aristocrat 3/fallen paladin 5), an aging, mournful man, who rules the Hold with a quiet but iron fist. Second to Captain Wilhelm is Garant Malachin (LN fighter 4), the oldest surviving member of the former city watch. The two leaders ensure no one disturbs the tenuous balance that

allows the settlement to remain unnoticed by the Limnus, and they have no qualms doing so with the edge of their battered swords.

Wilhelm was once a paladin, advisor to the governor of a fortified border city. Decades ago, a visiting noble had made a pact with a powerful devil and fell to the trickery of his contract during a gala in his honor. The talisman sealing his fate spawned a cataclysm threatening to pull both the aristocrat and the city itself into the infernal realms. Wilhelm reacted calmly but quickly, using a generations-old scroll in an attempt to avert damnation. The powerful magic prevented a total catastrophe, instead hurling a section of the city into Between. Wilhelm quickly organized the bewildered city guard, pulling survivors from the rubble and fighting off the attacking denizens of Between, but most victims of the calamity did not survive beyond the first few days, succumbing to attacks and the mind-numbing effect of Between.

Today the inhabitants of the Hold number barely more than 80, and they fight to survive, cultivating what little food they can in the remains of the city and using the spare sustenance given them by an enchanted cauldron, created long ago to help the city withstand a long siege. Wilhelm discovered long ago he could shape the material of Between into rough shelters. His small group works daily to keep their world from crumbling around them. In the Hold, true stone, wood, metal and pottery are more valuable than any treasure. Attrition is high, and few of the original victims remain, having succumbed to attack or the malaise of Between. The residents born and raised in the Hold are without pity, and intruders who seem apt to disturb the balance are slain without warning, supporting the community by fertilizing the carefully tended crops of mushrooms and fungus.

Wilhelm lost his wife and two children on that day but has come to view all who live in the Hold as his charges, and his morale is good despite his sour demeanor. The bleak nourishment available in makes Captain Karast's most prized possession a magical ring of sustenance he found on that fateful day. He is careful to take his share at mealtime, however, so none realizes the true source of his vigor.

Most dwellers are inured to their pitiful existence, and they perform their duties without complaint. However, a growing faction believes they would do better without Wilhelm's many restrictions. Led by their furtive leader Aaron Narath (CN rogue 2), they call themselves Daylight, knowing the word without truly comprehending its meaning. They would need little incentive to attempt a coup.

Ored's Folly

Once a small but stout fort, Ored's Folly is now slowly melting back into the substance of Between. The size of a small keep, it was forged

Planar Connections

Between is difficult to escape, yet frighteningly easy to enter. Many bags of devouring deposit their victims in Between, though scholars are unsure if this is intentional or merely a side effect of their creation. Magical mishaps, wild and primal magic, faulty magic items, and defective portals can also leave the unlucky trapped in the tunnels of Between. Permanent portals exist, but Between slowly encases them in a vast cyst of solid matter, making repeated use of them fatally dangerous. The powerful and malicious are known to create trap portals to Between, an effective way to dispose of adversaries and the unwanted. entirely by will alone by the warlord Ored Fastuden, and with its creator gone, it is slowly returning from whence it came.

Long ago, Ored was captured by his enemy Janus Donoc and given a devil's choice: he elected a near-certain destruction of a bag of devouring to a beheading by his adversary. A sharp-witted but ruthless man, Ored quickly learned the ways of Between, creating a small and secure dwelling soon after his arrival. As he guarded it from the denizens, he attracted a small following, and the group of bandits preyed on the many perceived enemies banished by Janus, and the band slowly grew the fortified building into a small keep. Not long after, Janus himself was defeated and sent where he had banished so many others. Upon his arrival and quick but unpleasant death, the flow of victims ceased.

With the loss of his source of entertainment, goods, and even food, Ored was forced to range farther from the keep in search of victims, and this dangerous activity caused the denizens of Between to attack his raiding parties with increasing strength and frequency. Eventually, Ored fell in battle, followed rapidly by his lieutenant and the remainder of the bandits. Today the remains of his stronghold slowly melt away, making them a dangerous but lucrative place to explore due to Ored's short but profitable career as a bandit.

INHABITANTS

The barren tunnels of Between are unfavorable to life, and even creatures not needing nourishment find the passages hostile. The mindless native creatures are formed from the very substance of the walls, making them resistant to many weapons, and when destroyed, they are absorbed once again into the material from which they were created. Those imprisoned able to survive often join strongholds or create their own places of safety, but some lurk in the crevices of Between, ever cautious of discovery by denizens or being consumed by the Black Lakes. Some eke out a solitary existence, others raid for survival, and occasional noble souls assist others in need. Not everyone who is trapped in Between can resist its malaise, and those who fail become the Forsaken, pitiful yet dangerous creatures with no will of their own. Barely distinguishable from the natives of Between, the Forsaken are little more than empty shells, lashing out at any living things they encounter.

The denizens of Between are rarely encountered singly. Between creates them to fight off intrusions as a body fights off infections, and the mindless but dangerous creatures afflict others with a miasma of the will, making it difficult to fight the despairing nothingness of Between. Persistent defenders can triumph over the waves of attacking denizens, for the attacks diminish over time and fallen denizens are reabsorbed, forming insulating walls and shielding those inside from the notice of the Limnus and from further attacks.

While not common, many undead dwell in the endless passages of Between, even beyond those residing in the Black Lakes. The unpleasant deaths travelers can suffer once entombed in the walls of Between sometimes causes them to linger on in undeath, and adventurers who burst open protuberances in search of treasure may eventually be surprised by something far less pleasant than mummified corpses and festering remains.

Sample NPCs

Few survive alone in Between. The combination of luck, magic, and skill necessary to survive in the shifting tunnels while avoiding notice





by the Limnus and death at the claws of the denizens of Between is beyond the capabilities of most who find themselves imprisoned.

Evren Hasteld

Male half-elf adept 1/ranger 10 N Medium humanoid (half-elf)

Evren Hasteld, like Ored Fastuden, was exiled by Janus Donoc, but he managed to evade Ored and his bandits. Originally an adept in a small village, he left his home for training as a member of the border rangers, developing acute survival skills, which he now uses to avoid the perils of Between. He is unhappy if discovered and, believing there is no safety in numbers, is untalkative. He is extremely knowledgeable and can teach of the dangers of Between if he can be convinced to be helpful. He subsists using his meager spellcasting but has barely survived several attempts to convert the raw material of between to edible food. His biggest fear is being caught by one of the Black Lakes, and always has burrow prepared in the hope it will save him.

Berel Carroch

Male human rogue 2 CN Medium humanoid (human)

The unfortunate petty thief Berel Carroch mistook a bag of devouring for a bag of holding and tumbled into Between. After exhausting himself while evading the land's strange denizens, he soon fell asleep. He awoke only to find himself entombed in a stony sarcophagus. He is now in the last stage of the malaise before he succumbs, and as his sanity slips away, he wonders whether he is imagining his limbs gradually turning to stone.

ENVIRONMENT

An endless maze of shifting claustrophobic passages assaults the traveler in Between. Any path is rarely the same for longer than several days, and travel times are unpredictable. The bones of long-dead creatures poke through tunnel walls, and ominous bulges can hold remains of the trapped, mummified by long imprisonment. Occasionally, weeping cysts disgorge a putrid slurry when disturbed, the only remains of more recent victims. The rarest and most disquieting protuberances contain the transformed bodies of those who have surrendered their will. These partially or fully transformed travesties attack without fear or reason.

Sound is deadened as in a thick fog, and temperatures in Between are uncomfortably cool. While those without the benefit of a warm bedroll wake shivering and unrested, any form of fire is ill advised as an instinctive reaction of Between will

seal the area, quickly filling it with choking smoke. The tunnels of Between contain neither food nor drink, and many fight off the denizens of Between only to perish from thirst or starvation. Others turn to less wholesome foods, or even attempt to sate the pangs of hunger with fragments hacked from the walls. Those who alleviate their craving with the substance of Between discover too late it has an insidious, euphoric effect, hastening their transformation into mindless, forsaken beasts.

Those of strong will can survive in Between by altering its shape to meet their needs and using magical means for sustenance. Few settlements persist in Between since permanent structures are often destroyed by unfortunate accident or when the Limnus reflexively crushes them. Surviving locations are encrusted like a tumor in tough layers deflecting the unwelcome attention of the Limnus, and the settlements must grow slowly if at all, for the deceptive safety is

easily shattered by sudden changes such as a large alteration or the arrival of newcomers. If a settlement is fortunate, it remains beneath the direct notice of the Limnus, which may reflexively send denizens to fight off the perceived infection. The attention of the Limnus invariably results in crushing devastation and extinction.

The Walls of Between

The walls of Between consist of a fragile substance like soft, crumbling chalk, neither organic nor mineral. It varies from gray to brown, and a faint aroma of mildew is eternally present. The material does not burn or melt, and attempts to build with it invariably result in a deteriorating ruin as it quickly crumbles once excavated. The tunnels and chambers of Between are endless, and while they may rise or fall, they never cross above or below. The material can be carved as easily as very soft stone, but digging into the floor or ceiling is extremely hazardous and quickly attracts the attention of the Limnus (see below).

The material of Between has deceived unlucky souls into believing it to be edible, particularly when they find themselves starving in the barren tunnels of Between. It provides no nutrition, instead exerting a soporific effect soon after being ingested. Any who fail a DC 20 Will saving throw immediately fall asleep and are subject to the hazards of sleeping in Between. In addition, regardless of the result of the saving throw, their next save against the malaise is subject to a -4 penalty.

Safe Havens

The dangers of Between are reduced where those of strong will have formed the substance of Between into something of their own. Regardless of size, if someone forces the matter of Between into a shape of their making, even if it is but a single room, it is considered a safe haven and provides some safety from both the denizens of Between and the life-sapping malaise. If a safe haven is not maintained, the protective effect fades after 1d4 days.

HAZARDS IN BETWEEN

Between is a dangerous and often fatal destination for travelers. Its narrow passages tend to shift and close, and quakes and tremors shake it with alarming frequency. Simply being in Between incurs a risk of succumbing to a mind-numbing dolor, and magic can be unpredictable and dangerous. The denizens of Between are attracted to outsiders and significant disturbances, but the most significant risk in Between is attracting the attention of the Limnus.

BLACK LAKES: The fetid liquid of the Black Lakes is extremely dangerous. Built up pressure periodically triggers explosions. The liquid is certainly not water, and it suffocates any breathing creature, even creatures with water breathing capabilities. Besides the hazards of any undead creatures lurking in the foul liquid, several other dangers are present. Black Lake eruptions advance at a speed of 1d8×5 mph (each 5 mph corresponds to a speed of 100 ft.). Eruptions traveling faster than 20 mph fill tunnels from floor to ceiling, causing accompanying wind effects within 100 ft. of the front of the wave.

Furthermore, anyone caught in the rushing pus of a Black Lake eruption takes 1d4 damage/round from the shards of bone and rusted metal. They must also make a DC 20 Swim check to avoid being swept away, taking and additional 1d6 damage/round from buffeting against the tunnel walls and being carried downstream. The smallest of these eruptions expends its energy in 1d4 rounds, while the largest may take minutes to pass. All leave 1d4 ft. of putrid liquid behind after they pass; this repulsive slop takes hours to drain away. Anyone damaged by a Black Lake is subject to filth fever, bubonic plague, or worse.

CYSTS: The twisting passages of Between feature many bulging protuberances. Most are merely lumps of the chalky matter of Between, while others contain desiccated remains, rotting corpses, or undead creatures, and some bulging masses are dangerous sources of the denizens of Between. Cysts occur randomly, but usually in clumps of 2d4. For random determination of contents, use the following table.

d%	Result	
01-50	No contents (solid mass)	
51-75	1d4 contain fragmentary remains (no treasure)	
76-90	1d4 contain rotting or desiccated remains ⁽¹⁾	
91-95	1d4 contain trapped Forsaken ⁽²⁾	
96–99	1d2 contain trapped undead ⁽²⁾	
00	00 One is a node spawning denizens for 2d4 rounds if disturbed	
	⁽¹⁾ Rotting remains subject those exposed to disease ⁽²⁾ Forsaken and undead have CR-appropriate treasure	

MALAISE: The insidious dolor pervading Between saps the will of all who are trapped there. Any who spend longer than 1 day in Between suffer 1d3 Wisdom damage unless they succeed on a DC 15 Will save, though any who are in a safe haven more than half the time may reduce the damage to 1 point. A creature whose Wisdom is reduced to 10 or lower by the malaise begins to change: they suffer a -2 penalty to Constitution, Dexterity, Intelligence, and Charisma (minimum 1) and gain DR 5/bludgeoning as their skin begins to harden. Should their Wisdom be reduced to 5 or lower, the attribute penalties increase to -6. A creature whose Wisdom is reduced to 0 by the malaise is transformed into a Forsaken (detailed below).

SLEEPING IN BETWEEN: It is unhealthy to rest unless one is in a safe haven. Any creature falling asleep unprotected in Between must make an additional saving throw against the malaise. That save and all others for a 24-hour period incur a -2 penalty.

Healing ability damage removes the penalties due to malaise but not the Will save penalty due to sleeping in Between. Heal and any restoration spell removes the penalty for sleeping in Between without preventing it from recurring.

MAGIC IN BETWEEN

The mutable nature of Between causes all effects altering its shape without changing its nature to be doubled while all effects changing its nature unerringly fail. For example, disintegrate would destroy 20 cu. ft. of the substance of Between, but transmute rock to mud would fail. Attempts to leave Between are dangerous for they risk the notice of the Limnus in addition to the high chances the effect fails.

Any effect used to escape Between is virtually certain to fail unless it is performed in a safe haven, and the Between or the Limnus may still react to such attempts. Spellcasters gain a bonus equal to their CL. No bonus is applied to items.

d% Result

0 or less	Effect fails; item/focus is destroyed; 30-ft. concussive		
	burst does 5d6 damage		
1-25	Effect fails; item/focus is destroyed		
26-50	Effect fails; Reflex save DC 35 or item/focus destroyed (5		
	damage on success)		
51-75	Effect fails; Reflex save DC 25 or item/component		
	takes 5d6 damage		
76-99	Effect fails		
100 +	DC 25 CL check or effect fails		
Modifiers:			

In a safe haven: +10 Under attack by denizens of Between: -10 Under active or focused attention of the Limnus: -25

These bonuses and penalties stack.

Controlling Between

The substance of Between can be modified by a strong-willed creature by using their planar modification bonus (PMB) to make a modification check against the planar modification DC (PMD) of Between. The PMB is the sum of their Intelligence, Wisdom, and Charisma modifiers, and Between has a base PMD of 20. A controller can Take 10 or Take 20 as per standard rules, and the amount by which they exceed the PMD determines their effective CL for the resulting fabricate effect; a controller can modify 1 cu. ft. of the substance of Between per CL. As described for safe havens, modifying the substance of Between creates a temporary area of safety. Once created, a structure remains safe for 1d4 days, after which it gradually melts away. While still intact, a simple PMB check maintains the fabrication: 1 check must be made per 10 cu. ft., and the controller may Take 20 on this check. This check may be made by anyone, not only the original controller.

Maintaining or modifying the material of Between is a standard action unless the controller chooses to use the Take 20 action, in which case it takes 2 minutes Controlling Between is difficult because the plane opposes all attempts. Multiple attempts at control without 10 minutes of rest require DC 15 Constitution checks with a cumulative +1 penalty to the DC after the first attempt; failure indicates the controller is fatigued (or if already fatigued, then exhausted).

Some special modifiers to the modification check apply in Between:

Circumstance	Modifier
In safe haven	+4
Fatigued	-2
Exhausted	-8
Arrived within 1 hour	-4
Fleeting, brief, or short attention of the Limnus	-4
Active or focused attention of the Limnus	-20

Multiple controllers can work together. Each must be able to communicate for the entire duration. Any who succeed on their modification check adds a +2 bonus to the primary modification check. Each 10 by which individuals exceed the PMD increases their assistance by +2. The Take 20 action cannot be used when aiding another controller.

Using planar modification to increase the size of a chamber is different than digging into the floor or ceiling and is much less likely to attract the attention of the Limnus, but manipulating the substance of Between is never without peril.

CREATURES IN BETWEEN

Few creatures other than the surviving prisoners are found in Between. Undead persist for a time but eventually succumb to the crushing tunnels of Between, and even incorporeal undead cannot forever avoid the assaults of the denizens.

Denizens of Between

Four-legged eyeless creatures the size of a large dog, the denizens of Between are sometimes called dirt hounds. They ooze from the walls of the tunnels, sometimes two or three at a time, and attack until destroyed or targets fall victim to the dolor of Between. Created by Between in reaction to intrusions from beyond, denizens are usually Medium in size and mindless, driven only to attack creatures invading their realm. Except as noted below, they are equivalent to an animated object formed of the stuff of Between. They never use or wear equipment, and when defeated, they crumble, absorbed by the walls of Between over several minutes. If more than two denizens are destroyed in the same place, the location is difficult terrain until they are absorbed.

Senses: Blindsight 60 ft.

- Defensive Abilities: Instead of hardness, denizens have DR 5/ bludgeoning.
- Attacks: The natural attacks of a denizen of Between are considered as ghost touch weapons.

Special Abilities:

- Numbing Bite (Ex)—The dangerous bite of a denizen has an effect similar to ingesting the material of Between. The Will save DC is based on HD: a typical denizen of Between requires a DC 11 Will save to fight off the effects. As with the unsavory material of Between, failure has a soporific effect. The victim immediately falls asleep and is subject to the hazards of sleeping in Between. Regardless of the result of the saving throw, the victim's next save against the malaise is subject to a −2 penalty. Denizens ignore sleeping creatures.
- Travel Between (Ex)—Denizens can move through the material of Between in a manner akin to earth glide. They can move through material shaped by an intruder, but their speed is reduced to 5 ft.
- **Construction Points:** Denizens do not gain construction points. Instead, they have two claw attacks and a bite attack appropriate for their size.

Challenge Rating: As animated object of equivalent size +1.

Forsaken

The forsaken were once prisoners but succumbed to the malaise of Between. Similar in appearance to denizens of Between, they are significantly less dangerous. Except as noted below, they are equivalent to animated objects of a size and shape the same as their former bodies, now formed of the stuff of Between. While they may incidentally wear armor or even magic items, they do not wield weapons or any tools. They blindly stumble and stagger toward all creatures not of Between and claw, slam, and bite them to death as best as able. When a Forsaken is destroyed, its remains are slowly absorbed by the walls of Between, leaving behind fragments of bone and any equipment not dropped when the creature was transformed.

Dark Roads and Golden Heils

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Senses: Blindsight 60 ft.

- **Construction Points:** Forsaken do not gain construction points. Instead, they retain all natural attacks of the original creature. Creatures without natural attacks have a slam attack, two if they are Medium or larger.
- Defensive Abilities: Forsaken have no hardness but have DR 5/ bludgeoning.

Challenge Rating: As animated object of equivalent size.

Limnus

Everywhere in Between and nowhere, the Limnus is a malignant intelligence. Inseparable from Between, it rarely turns its attention on any one creature imprisoned in Between. However, congregations of intruders increase the chances of garnering its notice, resulting in attacks by denizens or even crushing spasms inflicted by Between. In areas where the Limnus has focused its attention, Between is nearly as immutable as the domain of any deity while areas far from its notice are far more malleable.

The Limnus has no form separate from Between and no attempt to communicate with it has ever succeeded. It most often reacts reflexively, lashing out as one might at a biting gnat, but the unlucky few who attract its full attention discover the full might of Between can crush any opposition. Arriving in Between, attempting to leave, modifying Between, and destroying denizens can all attract the attention and ire of the Limnus to varying degrees. The base chance for any action of attracting attention is 0%, subject to applicable modifiers:

Circumstance	Modifier
Arrival in Between	+50%
Failed attempt to use effect ¹	+25%
Planar modification check ²	+5%
Destruction of a denizen	+5%/HD of denizen
	(forsaken are ignored)
Digging up or down	+10%/ft. beyond 5 ft.
Large modification	+10%/10 cu. ft. of material

⁽¹⁾ Failed attempt to use planar transport, attempted polymorph any object on substance of Between, and so on.

 ${}^{\scriptscriptstyle(2)}$ Regardless of success or failure.

When a check is made to determine if the Limnus has noticed an action, success indicates the action was performed with no further ill effects. Failure indicates the die roll was less than or equal to the chance of being noticed. The failure is the amount by which the roll failed. For example, if the chance of being noticed is 25% and the check result is 20, the failure is by 5.

Failure	Attention	Effect
0-50	Fleeting	1d4 denizens arrive, starting in
		2d4+2 rounds
51-75	Brief	1d4 denizens arrive per round for
		1d4+1 rounds, starting in 1d4 rounds
76-100	Short	Earthquake centered on location,
		then as brief attention above
101-125	Active	1d4+1 earthquakes spaced 1d2 rounds
		apart, then as per brief attention above
126+	Focused	Earthquake 1/round until there is no
		motion within 160 ft. of focus of
		attention

USING THE PLANE

Adventures Seeds

Between can be a dangerous place, but groups of many levels can survive with preparation, luck, and care. For lower-level groups, a defined entrance and exit point is recommended, and a search and rescue mission is likely the best choice. The following adventure ideas are suitable for many groups.

- Awakened Cave: Due to a juxtaposition of planar effects, a cave in the mortal realm has taken on aspects of Between. Effects in this area are identical to those in Between, but the attention of the Limnus can never be more than short, regardless of result. The ability of the characters and possibly their adversaries to modify their surroundings can result in a dynamic and interesting encounter. Suitable for any level.
- **Denizen Stone:** A huge protuberance near the Hold in Between is issuing denizens at an alarming rate, and Wilhelm Karast requests the aid of the characters in finding a way to stop it before it overwhelms the Hold. At the GM's option, simply defeating enough of the denizens may be sufficient, or it may require powerful magic or direct control of the area while under assault. Suitable for mid-levels.
- **Intrusion from Between:** A planar rift has temporarily given the creatures of Between access to the mortal realm, where they are terrorizing local residents. Investigation reveals someone used a powerful artifact to create a rift and then used it to enter Between for purposes unknown. The party must enter the rift, track down the culprit, and use the artifact to close the portal before the local devastation becomes widespread.
- Prisoners of Between: Hurled into Between, the characters must determine where they are and how to escape. Meanwhile, they encounter partially transformed victims of the malaise. Suitable for higher-level groups, given the difficulty of escaping from Between
- **Rescue in Between:** A person or object was accidentally sent to Between, and the party must track it or them down. Suitable for many levels based on the method of access: a low-level party could use a forgotten portal to follow the missing person, allowing them to return once they've faced the dangers of between, while a more powerful group might be required to take a leap of faith through a bag of devouring in order to track down a missing heirloom, finding their own way back once it is retrieved.
THE CASINO

By Sara ?

"Visiting the Casino today are we? Well, you'd best watch your pockets and your purse, eh? Right-i-o, don't say I didn't warn you. You larks expectin' a good time, I suppose. Fair enough, fair enough. But you watch what you put on the table to bet there. An' you watch anyone what tells you he can give ye an advance on yer next bet—y'don't want no part o'that deal."

—Phoebus the Scrivener

rder and Chaos meet in many places, in the improvisation of a singer's performance or the invention of a trained engineer, but nowhere do they meet in quite the same explosion of energy, passion, and joy as in the halls of the Casino.

The Casino sits at the borders of two realms, evenly split between Law and Chaos—a sprawling complex of meeting rooms, gaming halls, racecourses, and lodgings built over thousands of years with the coin of history's gamblers. The ongoing experiment between the forces of Law and Chaos to find the ultimate game has led uncounted numbers of games to be played here, some based on skill, some on pure chance, most on a combination of both.

PLANAR TRAITS:

The Casino and its surrounding valley and mountains are a self-contained realm.

- Self-Contained Shape: The mountains around the Casino loop back on themselves.
- Mildly Neutral-Aligned: A meeting point between Law and Chaos; the two great philosophies are carefully balanced.

GEOGRAPHY

The Casino is a city-sized complex of interconnected buildings and gardens centered in a deep valley. It is divided almost exactly in half by the deep and fast River Lethe, which winds through and sometimes under the buildings of the Casino. Terraced fields provide for the inhabitants and guests, leading up to the steep mountains that border the realm. Day and night in the Casino follow the usual pattern, one after the other. While the sun's course is so regular a sundial set by it over a thousand years ago remains accurate, nightly the patterns of the stars change in patterns that have defied the longstanding efforts of scholars to define.

At the center of the city is the House, the main floor of the Casino. Immediately surrounding it are smaller, more intimate venues for gambling, as well as the Changing House and other buildings that serve the immediate needs of the House and its guests. Outside this central area are found other entertainments that have grown up around the central ward: pubs, theaters, and general housing. There are docks along the river throughout this outer rim of the Casino.

Many visitors to the Casino come by boat on the Lethe, whose

docks are designed to accommodate vessels of significant size. The Lethe is a reliable path of travel into the valley and clever captains in the past have arranged for regular docking with the Casino to provide river tours to paying (and gambling) guests in exchange for a small cut of the house profits. To the north, the river runs through a dense forest of grand trees with roots that reach into the river itself. Rumors persist that not all of the roots link to trees in this forest and that passage to the roots of Yggdrasil may be found by risking wading through the waters of the Lethe.

Other travelers reach the Casino through one of its many gates, the largest of which is in the marketplace. Other gates may be found in gaming halls throughout the multiverse and in places where a strong presence of both Law and Chaos exist in harmony.

Few passages exist through the mountains, and travelers are warned that, as often as not, the high passes will simply lead right back to the Casino's valley. Stubborn or very lucky wanderers may find a path through the mountains that will lead to a plane of strong Lawful or Chaotic nature depending on the side of the river their journey took them. Returning by the same path generally proves to be impossible, and once taken, other travelers from the Casino are unable to repeat the journey.

INSIDE THE CASINO

There are two sorts of people at the Casino: the employees and the guests. Beings from across the multiverse can be found in either group, but guests generally don't stay at the Casino for longer than a year. Those that do are generally approached to join the Casino's ranks or politely asked to move on to allow another guest to stay with the Casino.

House

The largest building in the Casino is also the oldest. The House is the center of high-class gambling in the City, and a constant stream of guests pass through the massive iron doors. A domed hall of huge stained glass and polished marble, the House is centered directly over the river. Five bridges within the hall cross over the river as it splits the ground floor in half. One half of the floor is dedicated to games involving more Law than Chaos, and games featuring more Chaos than Law may be found on the other side of the river.

In the center of the third bridge is an island built from marble portions of both halves of the floor. The center holds a raised and empty dais, the spot reserved for the "ultimate game" that contains a perfect balance of Law and Chaos. Challenges to the emperors for the Dual Throne are held on this island with each game available in the Casino brought to the island for the competition.

The floor of the House is a tangled maze of tables, sliding screens, and large gaming boards. Most pathways on the floor bend and turn back on themselves, encouraging guests to get lost in the available games. Rapid movement is hampered due to the obstacle course of games and other gamblers.

Overlooking the open floor of the House are rows and rows of balconies, reaching halfway up the dome. The balconies are set between the grand windows and provide a striking view of the floor from the rooms set into the dome. The first two floors are dedicated to the gaming for high rollers, and the others floors are accommodations for the high rollers and their guests or for others granted the luxury of an evening's stay by one of the emperors.

The Dual Thrones of the emperors are found on the main floor of the House, one to each side of the river. Guests are allowed to approach the throne directly to issue challenge. The Emperor of Chaos may be found on the Law side of the river, and the Emperor of Law on the Chaos side. The two Emperors preside over the games on their respective side of the river, ensuring that all are held fairly within the defined rules of the game.

The Sounds of Joy

Throughout the House, the sounds of coin jingling or simple upbeat tunes can be heard. Most of the noise comes from the nearby games, though some are produced by musicians and other entertainers on the floor. The cheerful environment creates a subtle effect, as per suggestion. After 10 minutes of exposure to the environment, guests must make a DC 16 Will save. Failing this save puts the "guest" in a cheerful and willing mindset, making it seem a delightful idea to play a game. After at least one game is played, the suggestion passes, leaving a sense of good cheer in its wake. Deafened characters are immune to this effect.

The Dual Emperors

"Wait? You mean I won? Really? I get to be emperor? Great! I have... what do you mean she's an emperor, too? Since when was that part of the deal?"

-Emperor Savvan Zdimir

The Dual Throne is not inherited but, rather, gained by Rite of Challenge to either or both of the current emperors. If only one emperor receives a challenge then the members of the other court will review the challenger's life to find an appropriate partner to complete the challenge with. The thrones are always held by a pair of linked souls who may be committed lovers or the greatest of enemies—and sometimes both. The challenge takes the form of a series of games played between the emperors and the challenging rivals. The challenger to the Throne of Law must beat the Emperor of Law at every game on the Chaos side of the House floor and vice versa for the challenger to the throne of Chaos.

Savvan Zdimir (CN Human rogue 17)—aka Cat's Whisper, the Gilded Cutpurse, and the Lord of the Crow-Stepped Gables—holds the Throne of Chaos. A long-term guest at the Casino, Savvan overstayed his welcome almost a decade ago while avoiding charges for theft in the marketplace. Under escort by security, the thief took the opportunity to challenge the Empress of Chaos. Winning the challenge, however, and serving as one-half of the Dual Throne alongside the very guard who had dedicated herself to his pursuit was not in the plan.

In the decade since, he has proven to be a very active, if not very focused, emperor. As often found in the Inventor's Hive prying apart the machines built there as he is on the floor of the House annoying the chess players, Savvan remains more interested in making trouble than in staying out of it.

Einanda Greenstaff (LN Human fighter 5 / ranger 10) was once a guard in the marketplace and was dedicated to the pursuit and apprehension of repeat offenders. Savvan was a personal obsession, and his disappearance into the relative safety of the Casino left her a very angry and very frustrated woman. When the challenge came, she gleefully took the opportunity to assist him in his quest. Only after the new emperor was crowned did she, with great personal glee, remind him that he needed a watcher and claimed her own throne.

The years have mellowed Einanda. Since her "partner" in running the Casino seems easily amused at the luxury and gadgetry around him, she has since turned her attention to more dangerous foes. Mammon's infiltration into the Casino has not gone unnoticed, and while her rank forbids her from personally acting against his efforts to secure his position in the Casino, nothing prevents her coin from being used to good effect.

High-Roller Tables

While most of the floor caters to the mundane guests, the high-roller tables are often a matter of life, death, or eternal servitude. High rollers at the Casino don't simply gamble in terms of coin. The tokens at high roller tables generally represent more ephemeral values, such as souls, years yet to live, or memories. Celestial and fiendish guests are commonly found here, bringing their own personal wars to the Casino, though security usually keeps disputes nonviolent. Nothing forbids mortal players from joining the high-roller tables, assuming they possess something of sufficient value to bet.

A regular at the high-roller tables, Kirroshilam makes an unusual sight. Most angels who play the tables come for one purpose—to save a soul, or many souls, from the hands of evil. They bet high and tip freely. And when they win their prize, they revel in the moment with drinks and parties in the city. Not so Kirroshilam. He grimly works his way from table to table, building a stack of tokens he gifts to other angels at the Casino. Rarely without a strong drink in hand, with robes stained and ratty hair, he follows the devil Molagan from table to table building his stack of tokens up to be able to deal in for a game with the other gambler. Rumor has it his ultimate goal is the token Molagan keeps around his neck on a chain—a low valued token representing the whispered confession of Kirroshilam himself.

Dark Tables

Not all games at the Casino operate under the watchful eye of the emperors. Some tables may be found tucked into forgotten corners of the floor, backrooms, kitchen pantries, or in gardens between buildings in the complex. The players at these tables play in "real" coin, not house tokens, and cheating is common. Guests are warned that the fairness of games at these dark tables cannot be guaranteed, and should security catch a game in progress, all players are subject to equal punishment for playing.

Exchange

Immediately outside the House and connected to it by a wide



covered pathway is the Exchange. This square building is arguably the most secure building in the entire Casino with vaults that are rumored to dig deep into the bedrock beneath the city itself. Here, rows of tellers convert the coin of a thousand worlds into playable House tokens marked with the equivalent value. Coin and other material goods are valued according to the blackboards behind each teller to ensure fair accounting for all players. Non-material goods may be converted as well and are appraised by a pair of tellers each representing the interests of Law and Chaos.

At any point, the tokens may be returned to the Exchange to be converted back into the coin they are worth. Nonmaterial tokens grant the value they represent to the current holder of the token, until ownership of the token is taken by another player. They may also be exchanged to allow the holder to permanently retain the value represented.

Inventor's Hive

The games played at the Casino come from worlds throughout the multiverse, and nearly any game that can be played is played here. But that doesn't mean that the games come to the Casino perfected. The Inventor's Hive calibrates each rule and piece carefully to best serve the interests of the Casino and the entertainment of the guests. The Hive is a low, round building found at the edge of the Casino complex, surrounded by gardens and clear open ground for occasionally bombastic testing.

The Hive is in search of a game that perfectly balances the efforts of Law and Chaos. While there have been close contenders, so far, no single game has managed the perfect balance. Guests are invited to play to provide feedback to the inventors, though not with House tokens

since the game rules are still in development. While tokens are not on the line in such play, life and limb may be, as not all of the games have been designed with the safety of the players in mind.

Daso Bokkin (NG Gnome expert 8) is the closest thing to a "leader" the inventors at the Hive have. The shops here are open, allowing guests to come and practice their crafts for a fee, though even that is laxly enforced and negotiable. Most of the Hive inventors are more interested in the product than in the formalities of security, or even of safety precautions.

And All the Rest

Many other buildings may be found in the Casino, most connected to the House by covered walkways interspersed with gardens and gazing pools. The other buildings contain games not promoted to the

House's floor or focus on particularly popular games. Each building has its own rooms and themes, though all abide by the House rules and feature the same security as the rest of the complex.

The betting halls catering to off-site racing are especially popular. Races are tallied here as they occur, allowing guests to place bets from around the multiverse.

The hall known as Diviner's Folly is also popular. Here, representatives of Law and Chaos coordinate with expert diviners to give odds on specific events and their likelihood of occurring within a given time frame, allowing guests to place customized bets accordingly. The head priest is Eledhror Cleareyed (LN Elf cleric 12), a servant of Byelobog, but he rarely participates in the betting predictions. However, on rare occasions, he has been known to stop in the middle of observations and whisper prophecies that are immediately taken by security to the Dual Emperors, regardless of the time of night or their social obligations at the time.



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OUTSIDE THE CASINO

Ballcourt

Betting isn't restricted to only racing. Other competitions and sport fighting are available at the Casino as well. These events occur at the Ballcourt—a morphic playing field for competitors from across the multiverse to compete before cheering spectators. The Casino provides a guaranteed betting environment as well, of course. The Championship is held each year, a tournament event featuring the best players of that year's chosen sport.

City

The city surrounding the Casino has grown over time to be as sprawling as the Casino itself. Accommodations may be found throughout the city, as would be expected in a metropolis of this size. From the finest of gilt establishments to the plainest flea-ridden flophouse, the city can provide for all ranges of wealth. Most of the residents are familiar with the ups and downs of the average gambler and rarely look on the attire of a guest as a judge of worth. If you have the coin for it, you are welcome. House tokens are welcome here, as are tokens from high-roller tables, though those may be greeted with wariness depending on the establishment.

Lady's Gambit

The oddly lumbering boat called the Lady's Gambit makes a regular run of it along the Lethe. The captain goes by the name Loki (CG Human fighter 3 / rogue 3)—almost certainly a nickname, but he is otherwise a jovial fellow full of stories and a free hand with drink and tobacco. The boat leaves the docks in the morning and offers 3 days worth of gambling and sightseeing on the river. The boat features three decks, only the first two are accessible to guests of the Gambit. The top, covered from the weather, features a selection of game tables and a bar. The second deck provides guest quarters and other accommodations, and the third deck is for the crew.

Races

Not all of the Casino's entertainments can fit into the House complex. Some simply require more room or a specialized environment. The Races are built on the edge of the city on a wide flat expanse of land. Here, all manner of beast or humanoid are raced, and betting is available for all events. Between races, the grounds are open for guests to explore and enjoy. At the far end of the central racetrack is a tarot tree attended by the groundskeepers. Guests are encouraged to select a card if the tree has one available as a souvenir of their day.

While greyhound and horse races are regular, also not to be missed are the Gnomish Races held twice a year. While not races of gnomes themselves (that's an entirely different racetrack), these are races of gnomish inventions. Lumbering, slithering, and occasionally flying inventions make their way from one end of the course to the other—and not always in one piece. Attendees are advised that goggles and fire-resistant clothing may be wise if their seats are within the first three rows.

GAMING

Games played at legitimate tables at the Casino are designed to be fair with a reasonable but not excessive house edge for those games where an edge is expected. All other profits from the Casino are gained during currency exchange or as part of the services provided to guests.

On Cheating

Cheating at the Casino tables (at least for games where cheating is not strictly part of the codified rules) offends both Law and Chaos and defeats the ultimate goal of the Casino as a whole. The harshest of punishments are reserved for cheaters, who may quickly find themselves in servitude to the emperors for the rest of their lives.

On Security

Led by the once-mortal Quintius Anidius (LN Human fighter 10), security in the Casino is handled by a selection of trained specialists from both Law and Chaos. Each teller and dealer in the Casino receives training and a geas to ensure neutrality while on the job. Specific areas of the Casino are under the direction of a boss who coordinates security within a territory. In addition, specific areas of the Casino are under watch by the observers: a networked series of magically ensconced eyeballs in the ceiling. These eyes are ever present, every watching, and can see through most attempts to deceive them.

Guests to the Casino can expect security to intervene in cases of violence, property destruction, kidnapping, and theft. The Casino considers all guests to be of equal standing and does not turn guests over to security for crimes committed outside the Casino regardless of who makes the request. Occasionally, this allows a criminal to use the Casino as a refuge from crimes, but as the Casino does not allow for permanent guests, this is at best a delaying tactic.

On Crime

Crime is a natural part of the gambling world. Players routinely lose money or valued items in the course of play or simply don't know when to quit. When desperate, they may turn to unsavory elements to cover their debts or borrow from.

While the Casino's willingness to turn non-material goods into House tokens undercuts much of the criminal element's traditional avenues of profit, the Casino is unwilling to exchange what a guest does not currently possess. As a result, predatory loans are a common problem in the Casino, though the Casino itself makes no efforts to curtail the practice. Occasionally, security may be called if an argument gets heated, but otherwise, the practice continues.

Token clipping on the other hand, is something that interests the Casino a great deal more. House tokens are to be read at the values they are issued and markets that attempt to undervalue or overvalue the tokens soon find themselves under the scrutiny of the Casino and its agents. This is less strictly enforceable outside the realms

Casino Training

Employees at the Casino are generally of a strongly Lawful or Chaotic nature. Employees in sensitive positions, such as tellers and dealers and those who directly interact with the games, all receive basic training in how to spot a cheater and what to do if one is found. On completing this training, the employee also takes an oath, enforced by a geas (CL 18), to report cheaters to Casino security. Standard employees are to alert security but, otherwise, allow cheaters to continue to believe they've gotten away with it until security arrives to deal with him.

Standard Casino training grants the following benefits: +5 Spot, +5 Sense Motive, and +3 Bluff. of the Casino, but the occasional merchant in the marketplace has been awoken in the middle of the night by agents of the Casino demanding debts be paid in full.

The largest organized crime in the Casino operates in the gardens lying between the buildings and outside the direct gaze of the security observers. This network offers loans, trades tokens (often clipped), and arranges for the less legal entertainments of the guests in the Casino. Their head of operations is a man by the name of Wulfa Redsteele (NE Human fighter 5 / rogue 3), an agent of Mammon. The efforts of the operation are supported by Mammon's coin, and the majority of their work is with the obvious targets—gamblers who have fallen into desperation and addiction.

Wulfa's immediate lieutenants are:

Sige Redsteele (LE Human rogue 5) is in charge of tracking the loans and interest offered to players at the Casino. He also coordinates channeling tokens into the marketplace for proper clipping and resell ensuring a steady line of profit for the organization.

Ewid Smithsson (NE Half-Elf rogue 3) is the master of entertainments for Sige's clients, arranging for any array of expensive and questionable entertainments at a price. Ewid also makes quite a business of lifting tokens from other guests at the Casino and keeps a strict eye on thieving in the House to minimize competition.

Aethrytha the Wrathful (NE Elf fighter 7) is the enforcer. Not an intelligent or subtle woman, but she doesn't need to be. She's very good at her job.

However, their efforts are farther reaching than the immediate opportunities, and Sige sees great potential to be had in corrupting the games produced by the Inventor's Hive. If the ideal game can be made to enthrall players and lead them deeper into greed and debt, then in the eyes of Mammon, they would have been able to successfully automate the creation of sinners to offer to the Lord of Greed. Rumor has it, the operation sponsors the efforts of Daso of the Inventor's Hive in his ever more complex variations of pachinko something Daso remains blissfully unaware of.

Sige's work to secure the criminal element of the Casino under his control has been foiled by Wormwood (LE Human wizard 15), a man who arrived to the Casino less than 6 months ago. Rumor holds his tampering is behind a recent spate of token clippers strung by the gut from the rafters in the marketplace. In addition, he has regularly made a point of shadowing the most pitiable of Sige's victims, whispering advice on the games that inevitably have paid out well. But the man has never been seen to play a game himself. When asked why he hasn't played at the Casino, Wormwood simply smiles, taps the head of his walking stick against the table, and answers the question with a question: "What makes you think I'm not playing?"

Games

Many games are played at the Casino, most of which can be broken down into combinations of skill and luck. Many of the games have at their core a certain mathematical understanding, tempered by the social contest of players or randomization. Regardless of the preferred game, certain traits become common among long-term players.

"I'll quit when I'm ahead."

Also known as the gambler's conceit, this is the idea that a gambler will have the self-control to stop, having made a profit. In practice, the gambler on a roll rarely stops until it is too late.

"My number is due."

The gambler's fallacy is a failure to understand that a game, in general, has no memory. Unlike racehorses, where past performance can be used as an indicator of future performance, games such as dice, random lotteries, and wheels have no memory. The result of one game is not dependant on the next, no matter how many times in a row the same result has occurred.

Specific Games

Popular games at the Casino include those of pure competition between skilled players (though usually with available betting) as well as the more stereotypical gambling and guessing games. Not all players at the Casino are fond of random results, and many pride themselves on their skill. Betting is available for all contests on the House floor.

In addition to well-known card games, random wheels, and lotteries, other games may be played at the Casino.

Fan Tan

A classic guessing game, fan tan is played with a set of small gold chips and a bowl. The dealer selects two handfuls of chips and, without counting them, puts them in the bowl. With an extravagant display, the dealer then turns the bowl upside down over the chips and takes bets out of a division of four, how many chips will remain on the table. Any combination of the four options may be selected. Bets are placed until the bowl is removed at which point, four at a time, the chips are removed from the table until the remaining chips may be counted and the results tallied.

This game may be played with a simple roll of 1d4 at the table. Characters with abilities that allow them to reroll dice may hold their current bets and ask for a reroll after the results are displayed. Characters with abilities that allow them to randomly modify the results of a roll, such as the Gambling subdomain power, may use the power and add the result to the roll, taking the remainder after the result is divided by four to determine the value of the roll.

Pachinko

Pachinko machines may be found throughout the House, occasionally tucked into small nooks where other gaming tables would not fit, and often lining the aisle of the maze-like floor. These machines come from many sources throughout the multiverse, and new versions are crafted each year in the Inventor's Hive at the Casino. The machines are played by the ball, each ball costing a minimal token fee. The ball is launched into the machine by a spring-loaded lever and rattles throughout the device bouncing off pins and carefully placed gearwork, producing a series of cheerful sounds and lights on its course. When the ball settles, it may land in a prize position or may have triggered a prize on its fall to the bottom of the machine, providing the player additional balls or, more rarely, a

Gambling in Game

Many of the games at the Casino may be played with a set of dice, a handful of tokens, or a pack of cards at the table. Unfortunately, this approach to playing the Casino does not account for the skills and personal abilities of many PCs. The GM is encouraged to modify the rules of any particular game to provide ways for the character's abilities to affect the outcome. In addition to the rules given for specific games, an abbreviated form of gambling may also be handled by use of the Profession (gambling) skill to determine profit given a set time of play.

direct payout of tokens. Many pachinko machines are designed to provide increasing payouts the longer they are played.

At the table, this game may be played with 3d6. The GM selects (or rolls) a number, and the character pays for every roll of 3d6 to match that number. DMs should keep careful track of each version of the machine played since many operate by different sets of rules.

Signal Noise

Originally a drinking game at a Mathematics department of a small university of the Gear Plane, Signal Noise is a guessing game involving a displayed illusion and any number of players. The players place bets with the dealer on whether or not the displayed image originates from a Chaotic root or a Lawful root. Players have anywhere from 5 minutes to 3 hours to place bets. Players are allowed to perform mathematical proofs to assist their betting and scratch paper is provided, but failure to show work or passing other's work off as their own forfeits the bet.

This game allows characters who do not have Profession (gambling) to partake of a game of skill. An appropriate Knowledge or Profession may substitute for gambling when playing this game.

USING THE PLANE

The Casino is a great location to send PCs for a little bit of rest and relaxation, but there are other reasons to visit this place. The Casino has two major paths running straight though it, the Lethe and the roots of Yggdrasil at the northern banks. In addition, the Casino's own gateways to other gaming halls around the multiverse are useful transit.

There are many excuses to get players at the Casino, any number of tournaments and competitions to bring them in. Fleeing opponents may choose the Casino as a good way to ditch a tail. The meat of the Casino is its use as a center of vice and intrigue, and few players can resist the lure of a good caper.

ADVENTURE SEEDS

- Lucky Strike: While visiting the Casino, one of the PCs in the party begins to experience an unusually strong series of lucky rolls. Game after game seems to fall in the PC's favor. After a day of this, security takes the entire party aside demanding that they explain how they have been cheating or be forced to work for the Casino for the length of their natural lifespans.
- Stack the Deck: The party is hired to tilt the odds in favor of a particular play in a high-roller poker game that is to occur at the Casino in a week. The stakes are high, featuring many non-material offerings, and players of many different alignments and political groups are represented at this game. Unfortunately, the party wasn't the only ones hired for this job, and the rivals have their own plans.

REVISITING THE CASINO

Since the Casino comes with its own built in security, the PCs may choose to rent rooms on a regular basis to use the safety to create their own local headquarters. Repeat visits to the Casino may feature any of the various events that occur at the Casino year round, and new faces are always available to meet.

The cult of Mammon, here operating in the guise of organized crime, are a constant piece of trouble. The actions of the PCs against the criminal element would be greatly appreciated by at least one of the Emperors. Their actions in favor would be appreciated by Mammon himself, of course.



OTHER LOCATIONS

EVERMAW

Dan Voyce

"All things hunger, and sooner or later, all things become carrion. And where there is carrion, there is always me. When all creation ends, I'll be there to suck the marrow from its bones."

—Mordiggian, the Hunger God

here's a dusty corner of Hell containing a desert as red as War's bloody cloak, where the Ever River is a meager trickle, where living and dead alike must thirst and starve. This is the realm of the Hunger God.

Here are condemned those souls that sinned in the name of gluttony or hunger—the starving who took to waylaying travelers to fill their stewpots, the fat lords who stuffed their bellies while peasants went hungry. It's also the place where ghouls and vampires and other rapacious undead, already exiles or escapees from the Underworld, are condemned or rewarded when they meet their second death. This is the home of Mordiggian, archdaemon and deity with many names: the Patient One, He Who Comes After, Jackal Lord, Duke of Carrion, the Cannibal King.

HISTORY

3 OTHER LOCATIONS

The histories of gods and lords of Hell is a tangled business, colored with the faith and mythology of countless worlds, contradictory and impossible. But here's what most people guess to be the origins of Evermaw and the Hunger Lord:

Eons ago, Mordiggian was a servant of the Underworld. It's said that Famine was his power, that he was one of the terrible archangels of Death. But he turned traitor or was tempted and gave his loyalty to Orcus, Demon Prince of the undead, and offered him the perfect synthesis of death and hunger: ghouls. If they are not his literal children, then they are certainly Mordiggian's favored race.

In time, Mordiggian abandoned ("betrayal" really has no meaning in Hell) his new master as well, retreating into the hinterlands of the infernal realm to create his own kingdom. He took the worship of ghouls with him, something that Orcus does not forgive or forget.

In the ages since that time, many cities have risen and fallen in the red dust desert of Evermaw. Mordiggian's currently capitol is the funnel-like city of Vultures Beyond, but the Patient One knows that, in time, this too will surrender to entropy, and he'll devour what remains and raise the city anew.

PLANAR TRAITS

Evermaw follows all the general rules of the Eleven Hells, and has the following individual traits:

- Normal Gravity
- **Hungry Time:** Time passes normally except that all creatures starve and thirst at twice the normal rate. This effectively doubles the amount of food and water characters need each day.

- Finite Size
- Divinely Morphic: Mordiggian can alter his realm at will but rarely does so.
- Energy Traits: The deeper reaches of the city, sinkholes in the wilderness, and the edge of the plane are mildly negative dominant.
- Mildly Neutral-Aligned: Mordiggian cares nothing for Order or Chaos.
- **Strongly Evil-Aligned:** Hell's relentless evil taints this plane. Mordiggian himself rarely encourages active evil beyond the endless cycle of starvation and cannibalism, but there's no lack of wickedness in his domain.
- **Impeded Magic:** Magic that creates edible materials, sustenance of any kind, or water requires a concentration check (DC 20 + the level of the spell) or the spell fails. If it succeeds, every creature within 100 ft./level of the spell becomes instinctively aware that food has just been created somewhere nearby.
- Hunger's Gift: Living or dead, construct or elemental, all creatures feel hunger in Evermaw. (See sidebar for details.)

GEOGRAPHY

The sky of Evermaw is blood red, a never-ending twilight lit by the corona of a glimmering black coal of a sun, which hangs over a desert of blood dust and the bare stone of tombs. The air is dry but forever

Hunger's Gift

Such is Mordiggian's power that *everything* (even rocks and dead wood, it's said) feel hunger in his realm. This includes creature types that don't normally require sustenance, such as the dead (and undead), constructs, and elementals.

How exactly this works is up to the GM: fire elementals might need to burn things while gearforged might need to insert new cogs and springs. Such creatures hunger and starve as if they were normal humanoids but do not suffer the enhanced starvation rate of the realm. Mindless creatures still hunger and, in combat, have a cumulative 1% chance/ round to go on an insane rampage (similar to the berserk quality of flesh golems).

chills—a cold desert. Jaundiced clouds may gather, but it hardly ever rains. The climate is generally passive and unchanging, fronts so still it feels like the weather is waiting for something. Patience hangs in the atmosphere and many visitors find it unbearable.

The terrain is mostly powdered blood and goes deeper than even a dwarf could dig. It gusts and dunes like sand but, occasionally, becomes packed down, hard and clay-like. Here and there jagged spurs of rock rise up to break the monotony: obsidian, bleached granite, and crimson gneiss. Beneath the dusty surface, there are layers of copses pressed together—seams of soul and flesh, both dead and undead. Natives mine these "skin-layers" for meat and occasional artifacts.

Evermaw (or at least its landmass) isn't infinite in size. Travel far enough from the capitol and eventually you'll find yourself wading through dust that's flowing faster and faster down a gentle slope. Eventually it pours out into bleak space. There's nothing but dark and stars below—although madmen who've journeyed to the edge and back sometimes speak of a colossal shape swimming far below: the Drinker in the Dark, legend names it—a colossal undead beast, feeding on the endless flow of blood dust and always wanting more.

Planar Connections

Among the Eleven Hells, Evermaw is regarded as something of a backwater: a place where exiles, outcasts, and failures of all evil alignments can languish and scheme for their return to glory. Mordiggian's disregard for order and chaos (and most other things) also makes it ideal neutral ground for discreet meetings: More than one event that shook the planes began here with a sly deal or conclave in some back alley water house or feeding den.

Of his fellow devils, Mordiggian has most dealings with Orcus and Arishkagel. Orcus continues to regard Mordiggian as a traitor and a thief, and the lords' minions regularly try to poach worshippers from each other's hungry dead. Despite this, the two realms sometimes coordinate their efforts especially when it comes to mischief in the Underworld. Usually, Mordiggian's spies assist the minions of Orcus in their brutal (and so far pointless) campaigns. Mordiggian's devils have also begun to work closely with those of Jezebel. Gluttony and Lust, it seems, are very compatible sins.

Getting In and Out

The Road of Fangs is the most common means by which souls are brought in from the Underworld and other realms of Hell. Scattered portals lead to other realms, most commonly from the tombs that dot the wasteland. Portals in Vultures Beyond itself are highly prized by both the cult of Mordiggian and the city's many shady dealers. They are always guarded, and the fee for use is severe (if permitted at all). Most are located in the dark hearts of the city's ziggurats.

The Negative Energy Plane is always close—often too close—at hand. Lying directly below the dust. Evermaw is as close to the ultimate destruction as perhaps any plane of Hell dares, save for the realm of Orcus. Getting there is simple—just cast yourself into a sinkhole or over Evermaw's edge.

INHABITANTS

The Hunger God does not restrict his hierarchy to a particular race or alignment—daemons, demons, devils, and more obscure creatures can all be found in his service. Daemons are most common, but there are also demons that embody devouring hunger and pushing hungry mortals beyond all civilized bounds and devils who tempt noble epicures into forbidden rites of cannibalism or encourage them to force starvation on the poor. For both divine servants and souls, promotion is typically based on the quantity and "quality" of flesh and souls devoured. Many of Mordiggian's outsiders are eventually transformed into devourers, the Hunger Lord's most favored servants.

The Dead & the Undead

Evermaw is home to countless undead that hunger for flesh, blood, souls, or life energy. Wraiths and spectres, vampires and (especially) ghouls. Of course, animuses formed from the sinful dead (cannibals and others who served starvation and hunger on the mortal plane), form the masses. Mordiggian's favored worshippers often find their souls reborn as fiendish ghouls.

The majority of new souls aren't allowed to roam free. Corralled and used like edible mobile currency, the fate of most is to be stripped slice-by-slice, bite-by-bite, down to the bone. Relatively few manage to barter their way out of the farms and storehouses of Vultures Beyond to make a life on the dusty streets, but it's enough to

Living Ghouls

The traditional ghoul is undead, victim of ghoul fever or the curse brought on by abominable necrophagy. It's not always so clean-cut, however. Sometimes a ghoulish nature flourishes while the victim is still alive.

Evermaw is home to many living ghouls. These are typically gourmands or degenerates who've developed a taste for mortal flesh. Much like lycanthropy, their secret life scars soul and flesh alike with telltale marks—a predatory cast, a squint from eyes that spend more time in darkness than light, long nails, stinking breath, an aversion to cooked meat, and general poor hygiene. The most degenerate examples become prognathous, almost jackal-like.

Many living ghouls become the servants of true undead, acting as their servants and spies where undead are not tolerated. Many of Mordiggian's secret clergy in the mortal realm likewise hide behind a mask of living flesh.

Living Ghoul Traits:

- Living ghouls do not have the undead type. They remain living creatures and cannot be turned. Upon death, however, their body automatically rises as an undead ghoul unless destroyed.
- Concealing a living ghoul's nature counts as disguising a minor trait (see "Disguise" in the *Pathfinder Roleplaying Game Core Rulebook*)
- If close-cropped to appear more human, the nails of a ghoul do only normal unarmed combat damage for a creature of its size although it is lethal slashing damage and still carries the ghoul's paralysis.

give the city a bustling feel at odds with the empty desolation of the desert. If the inhabitants have one thing in common besides hunger, it's a ruthless determination to be the one doing the eating and not the one being eaten.

The Living

Evermaw doesn't see many living immigrants. Most are temporary visitors, seeking the city's specialist services, or escapees from other domains of Hell who cannot secure a way to happier planes. The living can forge a life here however, despite being regarded mainly as free-range food. As always in Hell, power, cunning, and usefulness are the keys to survival.

There's one more reason that the living come (or more accurately, are brought) to Evermaw: to many of the city lords, meat that's alive and kicking is the most mouth-watering dish. Living creatures of all kinds are constantly ferried in from across the planes, both to fill the pantries of the city, and to serve as sport and game.

MAJOR LOCATIONS

Bone Mystics

Not every devotee of Mordiggian serves in his divine hierarchy. Scattered throughout the wilderness, enormous bones rise like pillars from the sand. In the surmounting joints of these titanic once-limbs, mystics and other solitary masters pursue enlightenment and power through starvation. Many of them claim that their god speaks to them, either directly or through the shriek of carrion birds and the hum of wind on dunes.

Supplicants crazy enough to climb a pillar and petition its monk or oracle more often than not end up on the dinner plate. Those who successfully walk the knife-edge between becoming a disciple and becoming lunch, however, can return with untold secrets—mastery of pain and privation, sorcerous bloodlines of famine and death, martial arts styles specializing in tooth and claw.

Desert of Blood Dust

The vast majority of Evermaw is nothing but powdered blood. It's said that every time a vampire drinks or a ghoul eats, the swallowed gore ends up here. Wind constantly shifts the desert dunes, leaving few permanent landmarks. The dust swallows structures efficiently: ruined crypts, clay barrows, and fallen towers are common just below the surface.

Hunger prowls the wastes like a walking geas. With so few resources, life exists in predatory starvation. Reclusive or wandering undead are the most common encounters. Mortals find life almost impossible. Cannibalism is the rule for living and dead alike.

The desert is waterless save for a few quagmires, where a trickle of the Ever River creates bloody mud or the occasional mold-encrusted spring dribbles from a crack in some protruding rock. Such water usually comes from the Lethe, Styx, or other stretches tainted by its passage through Hell (see HAZARDS OF THE EVER RIVER for more details). Very rarely, the land is splattered by yellow acid rain, creating sudden and devastating floods of gore.

Hidden among the red dunes are deceptively shallow (at least at first) inclines that lead to sinkholes, where blood dust pours downward at increasing speed. Legend says these sinkholes are the remains of former capitols that the Hunger Lord allowed to slip entirely into oblivion. Sinkhole depths have the minor negativedominant trait and eventually lead to the void below—a guaranteed way to enter the negative energy plane for those mad enough to take it. Travelers must be constantly alert for the trickles of dust that herald sinkholes; the inobservant find themselves caught in the flow before they realize it's there, unable to struggle out against the inexorable pull of dust.

Quicksand-like patches of consuming dust are another common hazard—sucking, choking, and finally entombing travelers deep below the surface.

Road of Fangs

Lucky travelers lost in the waterless wastes may find a road made from clay-like packed blood, which trails through the desert like a lolling tongue. This is the Road of Fangs, Evermaw's primary trade route, running from the gullet-like pit of the capitol to other realms of Hell. Only starving travelers can find its terminus at the city of Vultures Beyond. Those who try to evade hunger find themselves stranded, the daemonic highway stretching infinitely long in either direction.

The secret to traveling in the other direction (out of Evermaw) is relatively easy: lay a creature native to your destination on one of the countless basalt altars that line the road and devour it alive. With this act of blasphemous homage to the Hunger Lord (and a full belly), the path from Evermaw will open.

Tomb Forests

Ruins protrude from the red desert like crooked teeth from bleeding gums: sunken pyramids, crumbling ziggurats, crypts, tombs, barrows, and gravestones. Evermaw's more reclusive inhabitants make their lairs within these subterranean graves, and there's more than a few who were kidnapped and sealed in against their will.

Around the capitol, the tombs are much more prolific and serve as meeting grounds for rebels and thieves, storehouses for slavers and smugglers. They are also renowned for containing portals to other planes (incidences are actually rare but there are thousands of tombs), usually leading to or from the ghoul empires, the graveyards of Midgard, or the Underworld.

THE CITY OF VULTURES BEYOND

At the heart of the realm is a yawning pit known simply as the Maw, and around it, Mordiggian's osseous capitol, called Vultures Beyond. Built on a funnel-like pit of trickling dust, its winding and crowded

Evermaw Terrain

Evermaw exists in perpetual dim light. Undead are unharmed by the weak red glow of its black coal sun. The terrain is mostly desert (sand dunes) and rocky badlands. Dust storms are common (treat as sandstorms). There are also a few plane-specific hazards:

- Acid Rain: Clouds of jaundiced yellow are common in the sky, but rain is so rare as to be almost legend. When it comes, its acid eats into metal, stone, and flesh, causing 1d4 damage/minute of exposure. A typical rainstorm lasts 1d12 hours.
- **Quickdust:** Treat this exactly like quicksand (described in the Pathfinder Roleplaying Game Core Rulebook) except that it is dry and suffocates victims with choking dust rather than water.

Here's Evermaw's capitol presented using settlement rules (see Pathfinder Roleplaying Game GameMastery Guide). Some of the qualities and disadvantages here are further detailed in Chapter 4.

CITY OF VULTURES BEYOND

NE large city

Corruption -1; Crime +2; Economy +2; Law +2; Lore +5; Society +0

Qualities Holy Site, Insular, Magically Attuned, Notorious, Pious

Danger +20

DEMOGRAPHICS

Government Magical (Theocracy) **Population** 20,000

NOTABLE NPCS

- Nilda Gray, Speaker of the Meat (LN female fallen paladin 8)
- Radhak Pascha, master of the Blind Tiger (LE rakshasa)
- Sweet Tooth, night hag madam of the House of Esurience.

• Whipstitch: Ghoul informant and guide, whose lips have been sewn shut with magical thread (NE ghoul rogue 5)

MARKETPLACE

Food and drink costs $5\times$ the normal amount. Wholesome food (guaranteed no sentient body parts) costs $10\times$ normal. Obvious worshipers of other deities must also pay 150% of the normal price for all goods and services and face mockery, insult, or even violence.

Base Value 12,000 gp; Purchase Limit 85,000 gp; Spellcasting 9th level

Minor Items 4d4; Medium Items 3d4; Major 2d4 Items

streets are home to outsiders and undead, sinful souls and hungry mortals. The outer edge is most prestigious while the further down and more severe the slope, the more slums and filth predominate. Blood dust gets everywhere.

Death and its by-products are the main industry of Vultures Beyond. The city is voracious: it skins, chops, grinds, hacks, and carves, constantly and efficiently. It's a city of butchers and tanners, of scrimshaw and rendered fat and polished bones. Bone and sinew are common materials for tools, decorations, and even buildings. It's used for shanties and lean-tos in the lower reaches and as decoration elsewhere.

Meat is both a commodity and a currency, and most locals have pawned parts of themselves at some point: flesh is exchanged for goods and services in time of need with replacement parts purchased when available, regardless of aesthetics. It's not pretty, but for those looking for a cheap alternative to regeneration, Vultures Beyond is replete with options.

Inhabitants

In the city's social circles, the amount and quality of flesh you consume determines status. Ritual scarification is a common adornment; bites are often taken as a badge of fealty—fingers, ears, lips, and noses devoured by greedy masters or carefully kept for use

in sympathetic magic, should their servant betray or rebel.

The Lords of Vultures Beyond know that to fall into apathy means doom, for Mordiggian will follow suit and allow their metropolis to slide into the Maw and be destroyed. They relentlessly promote vigor in their subjects and the city's trade. Some struggle to maintain order in a city that's frequently lawless; others embrace Chaos or consider themselves above such concerns. Mordiggian himself doesn't seem to care one way or another so long as the city endures... and hungers.

Unless especially favored, newly arrived souls are caged and kept on farms where they're fed just enough to maintain their strength until the time comes to be served fresh on the platters of those who can afford such delicacies. Luckier souls manage to claw their way (literally or figuratively) out onto the streets. A few races are worthy of note.

Ghouls: The chosen of Hunger are everywhere and make up the lowest ranks of Mordiggian's divine hierarchy. Many were ghouls in their previous (un)life, but others are souls granted that form in reward for deeds done in Hunger's service. Ghouls and ghasts with the fiendish template are common.

Vampires: Vampires can be found as both masterminds and parasites, as nobles leading packs of ghoulish retainers or scabrous addicts desperate for a fix. Because they must feed on the living, most vampires haunt the alleys and taverns around the Kinegather Ghetto. Only a few vampires have wealth enough to maintain a harem of living victims. The majority are little more than penniless vagrants, slaves to their desires. The other races of Evermaw look down on them as scavengers, despite their sacred need.

The Living: Despite the obvious dangers, the living can find a place in Vultures Beyond. Some jobs require too much thought or dexterity to be given to lower undead types, and there's a certain prestige in being able to support and protect living servants.

Some mortals are raised in luxury, almost like pets, to be snuffed and reanimated as undead concubines or attendants once their bodies have matured to whatever state their master wishes to preserve. The majority aren't so fortunate: "unclaimed" mortals must live in the Kinegather Ghetto, on the steep slope of the Maw. At least the law forbids killing the living simply for their meat, but in exchange for this protection, all mortals must play the lottery (see LAWS, below).

Sons of Abnegation & the Teeth of Gula

Mordiggian, Evermaw's inhabitants claim, is a fair and even-handed god—or at the very least, a disinterested one. Few definite personal attributes are ascribed to him. He's usually depicted as an impersonal force, a raw and elemental power like fire or negative energy, largely unconcerned with the minutiae of the living. This hasn't prevented his worshippers from developing their own competing versions of the faith. There's a schism at the heart of Mordiggian's hierarchy.

Two competing cults rule Vultures Beyond: the Sons of Abnegation and the Teeth of Gula. Both robe themselves in black and red and white, both wear skull-like silver masks. Both produce clerics and monks who fight with the savagery of frenzied sharks. There's little to tell either group apart, but failure to do so can prove fatal.

The Sons of Abnegation believe that denying their hunger for as long as possible is the greatest prayer to their god while the Gula preach that gluttony best expresses their faith. Mordiggian seems to favor each doctrine equally, but his divine hierarchy is violently split between the two sects.

Members of both cults live and work out of the blood-streaked ziggurats that ring the city. Plots and schemes—and outright civil war—keep every temple and venture of the faith in uncertainty and turmoil.

CITY LOCATIONS

Vultures Beyond is built on dust and unstable formations that shift and crumble without warning. Only the wealthiest landowners can afford solid, safe foundations on the level top of the Maw. Everyone else lives with some degree of risk. The further down the slope you go, the more dangerous and unstable things are. If you're lucky, the dust is packed like clay, forming a relatively stable area. If not, a dwelling must be anchored to rare chunks of rock or tethered to other buildings for support.

Walls

3 OTHER LOCATIONS

The walls of Vultures Beyond are crumbled and broken, remnants of the last great invasion by the legions of Orcus (more than a century ago) when he tried once more to seize back power over the hungry dead. More piles of rubble than fortifications, the countless gaps are filled with grotesque vignettes: the impaled, still-living bodies of demonic invaders, arched backwards and twitching in pain. The mouth of each captive is sewn into the stomach of its neighbor in an endless chain of consumption. Virulent poison cycles endlessly through the throat and belly of each and every one.

Upper City

The Upper City lies on the almost horizontal top of the Maw. It houses the powerful and influential, the most expensive markets, and the seven great ziggurat-temples of Mordiggian's priesthood.

Blind Tiger

One of the loop's most prestigious venues, the Blind Tiger is a tenement of interlaced gaming halls, bars, brothels, and gladiatorial pits tucked away from the prying eyes of the authorities. Fresh water and food both pure and direly wicked can be procured within the walls, which are also enchanted to prevent scrying.

The Tiger's master is Radhak Pascha, a supposedly disfigured rakshasa never seen without an adamantine mask and his personal attendants: a pair of veiled medusa courtesans. Rumors say he lost his eyes centuries ago to one of Mordiggian's devils, and knowing that they're still out there somewhere, he's made the Tiger a welcoming hub for stolen goods and smuggling deals in the hope of one day getting them back.

House of Esurience

A night Hag known only as Sweet Tooth won the deed to the House of Esurience at the Casino (see p.36) years ago. Vampires, ghouls, erinyes, and succubuses serve as courtesans, and services from the elegant to the grotesque are all available. Sweet Tooth herself is a regular visitor to Mora, the Children's Table (see *Shadow Planes & Pocket Worlds PDF*), where she acquires fresh meat for favored guests.

RANDOM ENCOUNTERS IN VULTURES BEYOND (D20)

- 1. Child-ghouls with painted faces. Masquerading as street performers, they're looking to snare newcomers, stealing their purses and luring them into cramped spaces for an ambush.
- 2. Twitchy and emaciated vampire, looking to beg or barter a mouthful of blood.
- 3. The Walking Prison marches by. Several prisoners plead for help and make outlandish promises in exchange for their freedom.
- Two devils sewing up the mouth of a struggling ghoul for breaking the feeding laws.
- 5. A helpful citizen offers to conduct the group to a speakeasy where fresh water and food can be obtained for a steep price.
- 6. A beggar, three of his limbs gone, offers to exchange a handful of fingers for some food.
- Heralds and bodyguards clear the way for a palanquin hauled by sweating slaves. It contains a powerful member of the city's elite, followed by a trail of servants and sycophants.
- 8. A swaggering, newly created outsider looking to prove itself.
- 9. Mammonite slavers hit town. They're profligate spenders who demand only the best.
- 10. Shifting foundations cause a nearby building to collapse. In the lower city, this may well instigate an avalanche.
- 11. Time and space shift as Mordiggian alters his realm: distances distort, streets change destination, souls warp into new and fearsome shapes, and the normal magical rules may change or be negated for a time. The city becomes even more exotic and nightmarish for 1d8 hours.

- 12. Powerful aesthete (vampire, lich, epicurean ghoul, and so on) aggressively courts a distinctive PC. There's a 50/50 chance they'd like to either "preserve their beauty" (transform them into undead) or just devour them.
- 13. Acid Rain. Shops, taverns, and the like become crowded with creatures seeking shelter. Temporary rivers of acid turn the dust to gore. Vampires rush out to gorge themselves.
- 14. The Sons of Abnegation and the Teeth of Gula battle openly in the street.
- 15. A passing lich from the Ossein Academy spies an item on one of the PCs that it needs as a rare spell component.
- 16. Violent dust storm descends upon the city for 1d12 hours (treat as a sandstorm).
- 17. A pregnant woman offers to sell the PCs her unborn child.
- Impromptu slave auction or meat market. There's a 20% chance that it's illegal and raided by Mordiggian's forces or a rival street gang.
- Street fight or tavern brawl breaks out. Combatants are... (roll 1d8 twice) 1—criminal gang; 2—outsider servants of Mordiggian; 3— foreign adventurers; 4—exotic beast; 5 powerful devil or demon serving another lord of Hell; 6 ghoulish citizens; 7—vampires; 8—ferocious local mortals.
- 20. Smugglers (typically of slaves, water, or food): 50% chance they're trying to masquerade as legitimate traders; otherwise, PCs chance upon them while they're doing something obviously illegal.

DARK ROADS AND GOLDEN HELLS

Ossein Academy

A complex of bone white buildings, domed rooftops crawling with skull-faced gargoyles, the Ossein Academy is a school where liches grudgingly impart the secrets of bone and blood magic.

Spellcasters of all wicked races come here to learn necromancy, for the academy uses corpses and body parts just as thoroughly as the city's butchers and artisans. New animation and bone-hardening techniques, uses of organs as components, skins as cloaks and robes. Many also come in the hopes of prying the secrets of lichdom from the Masters. The skills of unsuccessful priers dangle like wind chimes from the walls.

Seven Ziggurats

Blocks of ancient red stone. Stepped pyramids streaked in gore. Piles of picked-clean skulls. Altars soaked black by blood and pitted by ichor. Yawning portals always open. Dark passages and fuliginous shapes. These are the Seven Ziggurats, inside which the Hunger Lord's outsider and undead servants do their master's work.

Awful are these fanes, places of terror into which the living are dragged to pay their forfeits of flesh. Few of the living have ever seen beyond the outermost chambers—the receiving rooms and amputation chambers. Judging by the numbers of dead ferried within, and the outsiders that vomit forth in time in need, their innards must be twisted into looped and overlapping dimensions, far bigger within than without.

Skintraders' Loop

All aspects of the skin trade have their outlet on the loop, which rings the Maw like a garrote. Center of the city's external commerce, it's a hub for foreign merchants and other visitors. The loop contains the city's premier outlets for meat and related goods. Vendors subtly change from the practical to the horrific (and back again) as you walk. Leather goods and ropes of hair and sinew give way to exotic skins and carved bone jewelry; fine restaurants give way to houses of ill-repute and slave blocks.

Lower City

On the lower, steeper slopes of the Maw, locals are forced to huddle on uneven rocky protuberances or risk tumbling into the gullet of the Negative Energy Plane. There are a few flat areas, but these are at least partly covered by stairs of wood and bone, connected by ladders and rope bridges. Shifting dust becomes an increasingly common hazard as you move down the city.

Outside of the main access ways for the gristle yards, streets are narrow and twisting, choked with dust and ash and smoke from the city's ovens and furnaces. Buildings lean together and overhang, and most of the lower city is in near-darkness.

Alleyway of the Speechless

This shifting back alley seems finite at first glance, but once you enter the tight dark confines, the exit becomes ever elusive. The damned here have had their mouths sewn shut with threads of black adamantine: dehydrated and starving but unable to die. They're used as silent couriers and messengers.

Cleaver Square

The streets around the gristle yards are filled with tanners, dyers, butchers, and other workers. This is a rough area, home to brawling laborers and out-of-work mercenaries. Cleaver Square sits at the heart of the yards—a market where cleaver-wielding butchers and tanners proudly brag that anything can be skinned and filleted for you.

OTHER LOCATIONS



Gristle Yards

The city specializes in butchery, skinning, scrimshaw, leatherworking, and cooking. Here's where the raw materials are prepared. A steady stream of corpses comes into the city, and not a scrap of their bone, flesh, or hair is wasted: fat, oils, and ambergris, skin and bones, are stripped and processed from a myriad of creatures. The stench is truly vile, and the air is choked with rancid smoke.

Kinegather Ghetto

By Mordiggian's law, mortals must live in a steep-angled slum of Vultures Beyond, enduring the smoke and stench of the city's gristle yards. The ghetto's leader is known as the Speaker of the Meat, more a reluctant representative than a true leader. The current speaker is a hard-eyed human, old before her time: Nilda Gray, a former paladin who's been forced to make far too many hard decisions for the greater good. She protects the majority as best she can but has long since ceased to weep over her failures.

Walking Prison

The walking prison needs neither guards nor walls, for every cell is also a warden.

In this square, eleven times eleven devourers stand in rows. In each creature's prison of ribs, a soul or mortal who broke one of Evermaw laws. Visitors are permitted to walk among the devourers unmolested and even speak to prisoners (for a fee). They may also purchase the use of a spell-like ability from one of the devourers, cast either immediately or on a scroll peeled from the soul of the imprisoned. Mordiggian's law is simple: if prisoners or their allies can pay their fine before the imprisoned soul is all used up, they may go free.

Dustfisher's Run

At the very bottom of the city, the maw is near vertical, and there are constant streams of dust and debris tumbling down. Ruined buildings lean at impossible angles, and the only "streets" are precarious ropeways. This is Dustfisher's Run, and its inhabitants are hungry and desperate even by the obscene standards of the realm. Most rest their heads in tents or crude burrows in the dust, or they wriggle into nooks and crannies, sleeping lightly and with a weapon to hand.

The dustfishers are beggars and scavengers. They sift and sieve trinkets, scraps, and debris from the constant flow of sand, looking for enough to sate their ravenous hunger each day and hoping to make that one big score that will allow them buy their way higher up the city.

LIFE IN VULTURES BEYOND

Amidst its many open horrors, visitors are often surprised to see the people of Vultures Beyond going about the common business of everyday life. Porters pass with bales of household goods upon their shoulders. Drunkards slur loudly in taverns and bazaars. Harlots lounge in alleyways. Merchants squat beneath awnings or in shops much like merchants elsewhere—although their wares are very different, and the most common currency is meat or souls.

The Lottery

The first time (and every subsequent time until they fail) that a living character buys something from a resident, makes a deal with one

of Mordiggian's outsiders, or otherwise interacts with the city, they must make a DC 30 Will Save. Those who fail discover that a fourdigit number has appeared on their forehead, as if by arcane mark. This is their number in the city's lottery. Allow PCs to roll their own number on 1d1000 (roll 1d10 three times to generate a number from 1–1,000). This permanent arcane mark can be removed in the normal way, but canny visitors contrive to spend as long as possible before acquiring one.

PLAYING THE LOTTERY: Every intelligent living mortal creature in Evermaw must roll 1d1,000 each day. If the number they roll matches their arcane mark, then they have been selected (supposedly at random) to "donate" a body part to the city in exchange for the continued protection of its mortal populace. The roll must be made regardless of whether or not the character is in the city, but creatures outside of Evermaw are exempt (although the mark remains). The roll is made at the same time every day (at what passes for noon). When "selected," the mark is superimposed with Mordiggian's skull symbol until the debt has been collected. Characters must report to the nearest temple for harvesting; a reward is paid to anyone who delivers a marked creature. Failing to report to the temple is a crime punishable by additional forfeits.

If a PC "wins" the lottery and presents themselves for harvesting, roll on the table below to determine what they're required to give. The size of the donation required does not always indicate its severity.

d100 Donation Required Suggestions

01–40 Tiny Donation	1d3 fingers, eye, ear, nose, horn,
41–70 Small Donation	tongue Hand, foot, tail (if appropriate), head
71–90 Medium Donation	Arm, leg, wing (if appropriate)
91–00 Large Donation	Whole body

The donation is (usually) collected by Mordiggian's lesser servants and the victim is released 1d3 hours later with minimal medical care. Nothing prevents the missing body parts from being regenerated as normal.

Crime & Punishment

Mordiggian does not indulge in the labyrinthine bureaucracy favored by his more lawful counterparts, nor does he allow anarchy and abject chaos. He largely leaves the city to fend for itself enforcing order when necessary but, generally, allowing inhabitants the freedom to prey upon each other in the shadows.

A common punishment for minor crimes is to be condemned to the "second draw" of the lottery—this a straight 1% chance of being selected. This punishment can last a single day (for minor infractions), be ongoing for a period of days, or (in the case of more serious crimes) until the offender can persuade or bribe one of Mordiggian's servants to lift it.

More serious crimes are often punished by a direct "meat fine" (removal of a specific body part or a set number of bites taken from the victim). Imprisonment usually takes the form of incarceration at the Walking Prison. Those condemned to serve in Mordiggian's temples are usually never seen again: they grace the tables of his favored angels and, sometimes, of the archdaemon himself.

THE MARKETPLACE

By Brian Suskind

"Welcome to the marketplace, sirs. You'll not leave disappointed—unless Disappointment is what you've come to buy, of course! For this place has everything, and I mean everything! You want celestial tears? Two stalls that way. Flame-wracked organs of a risen demon? Down two levels, across the bridge, and look for the sign with the shriveled pixies stuck to it. Bottles of distilled soul? Well now, I happen to have one right here, traded fresh from the River Styx this very morning for a hundredweight of Hate. Yours for its volume in Hope or a day's Voice or the like in trade."

-Honest Sarn, typical Marketplacer

magine a city growing outward in all directions from a spherical core: a metropolis formed entirely of stacked shops, stores, and stalls connected by bridges of rope, wood, and bone where the buildings shift position, anything in the planes can be had for the right price, and dangerous mysteries lurk in the darkness below your feet.

Welcome to the Marketplace.

The Marketplace is a crossroads in the branches of many a planar road. A confused array of structures, a three-dimensional maze of shops and stalls, where new markets sprout and spread like fungus and shoppers can wander into and out of many worlds.

PLANAR TRAITS

The whole of this plane is a sprawling urban environment in the rough shape of a sphere.

- Self-Contained Shape: The Marketplace is a sphere. It's possible to find the top, but many of its paths wrap back on themselves, and creatures flying into the misty void beyond eventually find themselves flying downward toward it once more.
- Sentient Morphic: As agents of the Core, the Auditors can modify the Marketplace when six or more of them work together.
- Neutral Aligned Plane: Due to the treaty that caused its creation, the Marketplace is outside of alignment-based struggles and conflicts.
- **Impeded Magic:** For the most part, magic acts normally with a notable exception: spells and effects that attempt to alter the landscape (such as stone shape, move earth, or earthquake) are impeded due to the Auditors' influence.

There is no sky or stars or sun in the Marketplace. Ambient light from the atmosphere gives off an illumination similar to twilight and the temperature is constant, though somewhat tepid. The layers of the Marketplace, in descending order, are...

HISTORY

"The Marketplace is easy to find. Every place where goods get switched or money jingles intersects with the Marketplace somewhere or somehow. Ye can also try lookin' fer a gate. Jest go to the biggest berg ye can find, and look for the sign of the sphere. It'll be there. Most cities have a shop or three with a front door in the mortal world and a back door in the Marketplace."

-Phoebos the Scrivener

Creation of the Plane: The Marketplace was created around the time of the dawn of the planes to be a place where trade, commerce, and communication could occur without the interference of the constant struggle between good and evil, chaos and law. A grand conclave of gods and other beings of power met in a tiny demiplane and there, in a rare moment of cooperation, pooled their resources to capture an idea. Commerce, the very archetype of all trade, barter, and exchange, was given spirit and form and was harnessed to become the core of a new plane. On that featureless sphere, the gathered beings declared that, henceforth, the new plane would be neutral ground and no god, demon, devil, or other entity there gathered or any yet to come would ever try to possess it.

Building the Marketplace: When the first mortal travelers reached the sphere, they found the first layer of shops waiting for them and they called the plane "Marketplace." Over the centuries, more travelers came and went, and as they did so, they built upward until the first layer and hundreds above it were covered over with new levels of shops and streets.

The Rise of the Auditors: About 500 years after the Marketplace's creation, a new race of beings emerged from the buried levels. These red-cloaked living constructs appeared to be an offshoot of inevitables and called themselves the Auditors. Virtually overnight, the Auditors seized control of law-enforcement in the Marketplace, crushing any and all opposition with overwhelming numbers. However, instead of cementing their rule over the plane, the Auditors decreed that there

would be no law, no rules except for one: trade must continue. Since that time, anything that disrupts the flow of commerce has been met with unforgiving force.

Over the centuries since their rise, the Auditors have been channeling the emotional and spiritual energy released by the act of commerce down into the Core where they are infusing the personified commerce in an attempt to create a new god. It is not clear if the Auditors were born from the Core's heart in order to feed itself or if they came from outside the Marketplace in order to feed the Core's heart.

The Portal Plague and Mammon's Greed: The recent history of the Marketplace is marred by two events, both of which have left their mark. About 50 years ago, a fundamental shift in the fabric of the Marketplace created a rash of portals to other planes. These new gates open and close randomly but seem to lead only connect the Marketplace to markets in large cities. While too chaotic to make for regular trade routes, these portals have led to a new influx of travelers and immigrants. Unfortunately, as word of the riches of the Marketplace spread far and wide, it attracted some unwanted attention. Mammon, the Arch-demon of Greed, attempted to infiltrate the Marketplace with his thralls 25 years ago in an attempt to secretly gain control. His plan was ultimately thwarted, but it is said that many of the demon's agent are still hidden among the population and many incidents are attributed to these demonic terrorists.

Current Marketplace: Today, the plane buzzes with the sounds of commerce and trade. Plane-traveling caravans arrive daily to bargain with mighty merchant guilds in their gilded towers. Shops of all shapes and sizes offer everything imaginable. Travelers of every race from across the planes walk the streets. Amidst all of that, the Auditors silently patrol ensuring that trade, and the Marketplace, continues.

GEOGRAPHY

Uppermarket

Usually just called the Market or Marketplace, the Uppermarket is the surface of the sphere. The streets and alleys are lined with anywhere from three to five levels of shops, stores, and stalls. Haphazard timber bridges connect various floors, giving the streets a web-like look of being draped with rope and wood. The buildings are patchwork, constructed of whatever material was available at the time, though some of the larger structures, such as the Towers of the Trading Guilds, are more carefully made of stone and steel. Wagons, mounts, and other vehicles travel on the wood and stone cobbled streets while the upper floors are open only to foot traffic.

The Uppermarket is roughly divided into four wards— Ascendant, Crucible, Wentletrap, and Openhand—by the major avenues running between the four Grand Plazas. But unlike other urban centers, the wards of the Marketplace are not organized by similar occupations, such as a merchant ward or temple ward. This type of arrangement never developed in the Marketplace because, from time to time, some of the buildings and even whole streets mysteriously change locations in the blink of an eye. These alterations cause neither damage nor injury. Most inhabitants blame the Auditors and whisper that the Marketplace's odd guardians have their own hidden reasons why they move things about.

The inhabitants of each ward take great pride in their neighborhoods. There is a generally healthy—though frequently

While only the size of a large city, the Marketplace economy is more vigorous and vibrant than most metropolises.

THE MARKETPLACE

Neutral Large city (augmented)

Corruption +5; Crime +3; Economy +9; Law +0; Lore +6; Society +6

Qualities: Academic, Magically Attuned, Notorious, Prosperous, Strategic Location, Tourist Attraction **Danger** +20

Demographics

Government: Council (Guilds), Secret Syndicate (Cartels) and Overlord (the Auditors)

Population: 15,000 (approximately 3,000 human; 2,000 elves; 2,000 dwarves; 2,000 fey; 2,000 outsiders; 1,000 halflings; 1,000 gnomes; 2,000 other)

Marketplace

You can find just about anything here if you look long enough. Base Value: 16,200 gp; Purchase Limit: none; Spellcasting: 9th and epic

Minor Items: all; Medium Items: all; Major Items: all

not—atmosphere of competition between them. However, the locals have learned to switch loyalty quickly in case they find themselves transported to a new ward.

Now, some buildings do not move due to powerful magics holding them in place, so the Uppermarket wards have taken on the names of these famous and unmovable buildings within them. Life within each ward is controlled by powerful guilds or organizations, which regulate trade, accept tithes from local businesses, and provide "protection" for the inhabitants.

Undermarket

As the Marketplace grew, new shops and buildings were built over the old in a never-ending cycle. As a result, below the street are layers of the remains of buildings from ages past. The first five layers are occupied by those whose activities were too dark, odd, or evil for even the Marketplace's already open-minded nature. While you might find morally questionable or cursed objects up above, in the Undermarket, the items are probably stolen, soaked in death, or prohibited by various religions. Anything that you cannot find in the Uppermarket is assuredly for sale in the Undermarket, assuming that you survive to reach it. The Undermarket is only vaguely patrolled by the Auditors and is primarily controlled by gangs and powerful warlords.

Depths

After about five layers, the Undermarket gives way to the Depths. This is a place of dungeon-like passages and caverns hewn from ancient buildings, shops, and structures. The creatures that inhabit these dark places are true monsters. Some are creatures escaped from various stores over the centuries, others wandered in through some portal, and still others are desperate folk who shunned the Marketplace above in favor of the harsh world of the Depths. Fortune seekers have recently begun exploring the Depths searching for lost treasures and secrets.

3 OTHER LOCATIONS

The Core

At the heart of the Marketplace is the Core, a half-mile diameter stone sphere that supports all the upper layers. Some say that the sphere is the bound essence of commerce itself: literally, an idea given form and substance and then bound to the demiplane. It is from here that the Auditors derive. Whether they are created by some hidden race or emerge from the sphere itself, none can say. No one has successfully delved down to the Core and returned.

Within the Core are crystalline spawning crèches and flesh tanks where humanoids are stripped of their skins and skills only to be grafted to the Auditors. These chambers surround the nascent heart of commerce personified, but none besides the Auditors have ever witnessed this wonder.

MAJOR LOCATIONS

"Just remember, friends. While you will certainly find what you seek, be sure that's a good thing. For upsphere or downsphere, the Marketplace ain't for the unwary."

—Four-Fingered Johan, 'Splosives and Such (shop on Backbite Street, SW Openhand Ward)

There are hundreds of interesting places to see in the Marketplace, but even in a city this diverse, there are a few that stand above the rest. Unless otherwise noted, these locations do not ever change position.

Aerie

The massive, inverted cone of a tower known as the Aerie is perhaps one of the most well known buildings in the Marketplace—and not just because it stands balanced on a point no wider than a coin. The Aerie is the headquarters and home of the Right Honorable Guild of Couriers and Guides. Made up primarily of a clan of unseelie pixies, the guides have been in the Marketplace almost since its founding. This duration has given its members the unique ability to locate any building that has been moved by the Auditors. This is handy because the Aerie changes location almost every day, flitting from ward to ward almost as if the Marketplace cannot make up its mind where it should be.

Distinctive in their blue uniforms, the pixies have turned this ability into a career, flitting about and hiring themselves out as guides. The cost is set by the guide at the time of the hiring and can be anything from coin to food to something shiny. The average price is usually about 5 gp, which seems expensive but it is time consuming if not impossible to find a moved building without a guide. Recently, the guides have opened up membership to other small, flying races like mephits, imps, quasits, and even a small family of awakened stirges who only accept a sip of blood for their fee.

The clan chief is a shrewd fellow called Rotund Tam (LN pixie aristocrat 4/rogue 8) who is revered by his people not only for his

Sustenance

Since there are no fields or farms in this plane, all food and water must be imported into the Marketplace by caravan. Prices are harshly regulated to keep demand in check and to prevent riots. Many enterprising clerics make good coin by wandering the streets casting create food and water on demand for those who can pay. canny leadership but for his girth. Becoming fat, for a race with a hyperbolic metabolism that lives on honey and sugar, is quite an accomplishment.

Ever River

As one of the major connections in the planes, the Ever River also influences the Marketplace. It flows out of the "sky"—falling like a waterfall at one end of the sphere—and splits to flow around the circumference until it meets at a harbor on the other side of the Marketplace where it flows up—like an inverse waterfall—to continue on its course through the planes.

Where the river arrives and leaves the Marketplace are two harbors, complete with dock and warehouse facilities. Most people use the river to dispose of garbage, bodies, and anything anyone wants to forget.

Grand Plazas

There are four large plazas in the Marketplace located where the plane is connected to four planar roads. The plazas are surrounded by the businesses of large trade groups, powerful beings, and other major players in the city. Every day, caravans of planar merchants are either leaving or arriving from these strategic points.

Centered in each plaza are the Thorn Gates, arches formed from the intersection of 100-ft.-tall ivory spines carved with all manner of arcane glyphs. Simply passing through the arch allows access to either Marketplace or road. However, the location of the gate along the planar road tends to change. There are many theories as to why, but most believe that the Thorn Gates are attracted to planes with the strongest commerce. The Grand Plazas never change location.

The four plazas have elements of the Planar Roads they are connected to, and as such, are very distinctive.

Arbor Plaza: This plaza is located at the top of the sphere, on the border between Ascendant and Crucible Wards. The ground here appears to be wood, but it is harder than stone. At the edges of the plaza, the wood merges back into the normal cobblestones of the Marketplace. The Thorn Gate is linked to the World Tree.

Weaver's Plaza: Located at the equator, between the Ascendant and Openhand Wards, the ground in this plaza looks as if it were made from woven together spider webs. The Thorn Gate is linked to the Webways.

Purgatories Plaza: Set at the bottom of the sphere, this plaza is shared by the Wentletrap and Openhand Wards. There are pipes and conduits that are imbedded in the ground, leading out from the Thorn Gate and extending until they vanish underground. The Thorn Gate is linked to the Underwalk.

Shades Plaza: This equatorial plaza is set between the Wentletrap and Crucible Wards. The area around the Thorn Gate appears to be made of shadows, but this effect fades toward the edges of the plaza were the normal cobblestones become dominant. The Thorn Gate is linked to the Shadow Road.

The Wards <u>Ascendant Ward</u>

This ward of the Marketplace is named after Shining Ascension, a magnificent golden palace built by the efreeti Vaili. The glow from





the shining dome increases the illumination of the neighborhood significantly. The signs and flags of the buildings in the ward often depict some form of domed palace on them.

Controlling Organization:

Day to day operations in the ward is handled by the Goldstamp Cartel, a loose association of fey, genies, and celestials. The members of this group hold long-range merchant concerns, including caravans and planar sailing ships, as well as controlling interest in the larger businesses in the ward. It is rumored that the cartel is trying to expand their influence downward into the Undermarket. Traditionally, the cartel has a long-standing relationship with the Association of Alchemists, Artificers, and Arcanists in the Crucible Ward, and while the two compete, they do so without malice, for the most part. However, recent clashes between the cartel and the Divine Intermediaries Union, might strain this alliance.

Notable Locations:

The Trespasser's Club: Located at Adventurer's Way, Ascendant Ward. This austere three-level brick and marble building could be a bank or the domicile of some rich philanthropist. Only the small bronze plaque by the oak doors—"The Trespasser's Club"—gives a hint to its true nature. This building is the headquarters of a social club for daredevil explorers, thieves, swashbucklers, and adventurers. The interior is filled with mementos of successes, failures, and everything in between. The broken staff of an archmage, a deva's hairbrush, half a bottle of Odin's personal mead: a thousand souvenirs, each with its own story of high adventure.

They challenge themselves and each other to gain access to places where they are not suppose to be. Whether it is stealing into

the lair of an ancient red dragon or taking a nap in the bedchamber of a king, the trespassers see every obstacle as a lure, every do-notenter sign as a dare. The current chairman is Sir Wilhelmina Kandler (CG rogue 5/ranger 5), a woman who's temper is nearly as famous as her exploits.

Lesser Groups:

Blackshield Caravan Company: Upstart import businesses run by a former adventuring group.

Clockwork Liberation Army: Public office of the plane-spanning emancipation movement dedicated to freeing all clockwork beings from their slavery at the hands of the "fleshed."

Notable NPCs:

Darby Threegrow: (CN leprechaun bard 10) This merry fey is the spokesman for the Goldstamp Cartel. He is the public face of the organization and, as such, walks the Ward daily using his bardic talents to put a cheerful demeanor on the Cartel's yoke.

Vaili the Efreeti: (LE efreeti aristocrat 4) The reclusive and powerful genie takes little to no interest in the affairs of the Marketplace, preferring to spend his time in his studies. However, once each month, he offers a lottery with the prize being one free wish granted. It is said that those who win are not always happy with the results.

Plot Hooks:

Rumors abound that the Trespasser's Club is looking for a few brave souls to become members, assuming they pass the entrance challenge.

3 OTHER LOCATIONS

Crucible Ward

Strange smells and visible odors drift among the buildings of this ward. All of this is thanks to the famous Alchemical Fountain. Flanked by no less than three different guilds devoted to alchemy, the fountain is an artifact of multi-tiered pools that daily produces various alchemical reagents that trickle and flow in a never-ending dance of combination and reaction. Images of fountains abound on signs, storefronts, and flags.

Controlling Organization:

The recreationally medicated Association of Alchemists, Artificers, and Arcanists more or less runs this ward when they can be pried away from their labs and workrooms. Devoted to exploration, experimentation and distribution, the association charters caravans, funds far-ranging expeditions, and seeks to sell its wares wherever it can. They have alliances with both the Goldstamp Cartel and the Divine Intermediaries Union. However, the growing animosity between these two organizations may force the association to choose sides. Meanwhile, the Char'x'dal Banking Consortium has been eyeing the Crucible with hungry avarice.

Notable Locations:

The Brothers Bendrazzi: The three major alchemist guilds in the ward were all founded by one of three triplet halfling brothers. Unfortunately, a falling out over alchemical formulae has led to not only the estrangement between the siblings but also three competitive guilds in place of one.

Alchemist Guild of the Sphere: Located at Fountain Square, Crucible Ward. This tall stone building has an elegant sign in front marked only with the letter "A" in flowing silver script. Run by Togford Bendrazzi (CG halfling alchemist 12), it was the first of the alchemist guilds founded in the Marketplace. It specializes in healing and curing potions, salves, and ointments.

Guild of Marketplace Alchemists: Located at Fountain Square, Crucible Ward. This tall stone building has a massive golden letter "A" affixed to the front of it. Run by Bogdale Bendrazzi (LN halfling alchemist 10), it was the second of the alchemist guilds to be created. It specializes in utility potions like invisibility, levitation, and the like.

Marketplace Alchemist's Guild: Located at Fountain Square, Crucible Ward. This tall stone building is actually shaped like a giant letter "A." Run by Kogzul Bendrazzi (LE halfling alchemist 11), it is the most recent alchemist guild and specializes in harmful potions and poisons.

Law and Order

The Auditors harshly stamp down anything that disrupts the flow of trade, but they ignore everything else. To fill the gap, each ward fields its own guards. These are little more than hired thugs: primarily interested in the needs of their employers and in lining their own pockets. Besides these groups, there are also smaller forces such as mercenary bands, hired by concerned merchants, which see to the protection of one or two city blocks. There is even a roaming band of paladin vigilantes (see the Arm of the Blind, below), taking the law into their own hands.

Lesser Groups:

The Mummers: A guild of jesters, comics, mimes, and clowns trying to organize and control entertainment venues in the Marketplace.

Notable NPCs:

Sasalin: A sad example of the dangers of addiction, the nymph Sasalin was once a beautiful fey running a successful Baths. But too much exposure to the Alchemical Fountain has reduced her to a hopeless addict who only wants to swim in the fountain's chaotic pools. If you can catch her in one of her lucid moments, Sasalin can be a surprising source of local information.

Plot Hooks:

Someone has been robbing the high-end shops on Sanctum Boulevard, and the only evidence has been a strange orange liquid left at each crime scene. Now, there's a reward if the perpetrator can caught and the merchandise returned.

Openhand Ward

Inhabitants of this ward live in the shadow of the massive Statue of the Hand. Built just after the founding of the Marketplace, it is said that this sculpture of an upraised arm and open palmed hand is merely the top of a statue of a man long buried beneath the accumulated layers of the city. Decorations and flags on the buildings feature the sign of a hand.

Controlling Organization:

The rakshasa controlled Char'x'dal Banking Consortium holds a controlling interest in this ward. The members are all rakshasa, and their uniformed guards patrol the streets in force. While this might seem oppressive, most business owners take comfort in the peace that is brutally enforced in the Openhand Ward. The consortium would like nothing more than to take control of the other Wards, but their schemes are long-reaching and convoluted, just like the rakshasa.

Notable Locations:

Klamber's Clockwork Curiosities: Set into a small clock tower, this shop specializes in all manner of clockwork and machinery. Zoldolpus Klamber (NG wizard 20), the owner and proprietor, appears to be an old human with wild white hair and beard who delights in creating constructs, hands out clockwork toys to children, and never has a mean thing to say about anyone. Unbeknownst to virtually everyone in the Marketplace, the real Zoldolpus died centuries ago. The being who calls himself by that name was the old wizard's greatest creation: a living construct so cunningly crafted as to be indistinguishable from a normal human. The current Zoldolpus is, secretly, one of the

Coinage and Barter

Most merchants in the Marketplace offer their goods for the standard amounts, though most will price things out by weight as coins from across the planes vary. However, there are other types of payments that are perfectly legal. Bartering is one example. There are merchants who will not take coin, but will exchange their goods for items that catch their eye. In addition, certain other monetary units from other planes are legal in the Marketplace such as the tokens from the Casino. most powerful wizards in the city but steadfastly refuses to use his powers for anything but the fabrication of his clockwork creations.

The Casino: At the edge of one of the Grand Plazas, this building looks like a towering marble structure with 10-foot-high glowing letters, reading "The Casino." However, the building is no more than a thin façade for a portal leading to the gambling plane of the same name (see p.36). Up a short flight of stairs, is a golden door that always stands open. Two figures guard this door: one is the beautiful half-serpent Vissilia (CG lillend) and the other is the terrifying devil Huzor (LE bearded devil). When they are not cajoling passersby to enter, they flirt outrageously with each other.

Lesser Groups:

Healing Hands: Located in Openhand is the headquarters of the Healing Hands, a network of healers, physicians, and clerics who bring their gifts of healing not only to the Marketplace but also to troubled areas across the planes. Their members are distinctive in their white habits and beak-like masks.

Notable NPCs:

Four-fingered Johan: (CG aasimar rogue 2/alchemist 5) Beloved by children across the Marketplace, this merchant is instantly recognizable by his cart full of fireworks that he pulls behind him. Johan makes his trade by selling small fireworks to children and businesses, but it is rumored that he knows how to make much, much larger explosives.

Plot Hooks:

Folks are whispering that Bron Larot, a local peddler, is secretly a Mammon cultist who has stolen one of the consortium's most closely guarded secrets. Can the PCs get to him before the Rakshasa do?

Wentletrap Ward

This ward is named for the portion of the Infinite Staircase that rises up above the buildings. There does not appear to be any method of accessing the stair from the Marketplace, but that does not stop the occasional attempt. Many of the ward's buildings fly flags featuring stylized images of spirals.

Controlling Organization:

The Divine Intermediaries Union, a spiritually minded guild, keeps the peace in this ward thanks to their faith and a judicious use of divination. Members include not only clerics and oracles but also people of faith, no matter who the deity. For the last 10 years, the union has attempted to move their control into the Ascendant Ward. Thus far, their plans have been blocked by the Goldstamp Cartel.

Notable Locations:

Honest Tenkar's Relics and Artifacts: Located at Platinum Avenue, Wentletrap Ward. With advertisements seen across the Marketplace, most have heard of Honest Tenkar's. The establishment itself is a gaudy shop with overblown décor. The signs in the window claim that within can be found authentic and powerful holy relics and artifacts.

The proud owner is Tenkar Ruphus Ardlo (CN rogue 5/wizard 8), a cunning little half-fiend gnome, who offers no guarantees and no refunds. The truth is that most are minor magic items with flashy one- or two-use abilities, such as a +1 longsword that can cast *polar*

ray (CL 15) twice before losing the power. However, behind the glitz and fakery, Tenkar does have a few actual artifacts that he is seeking to sell.

Lesser Groups:

The Society Arcana: A guild of mages who is attempting to wrest control of the ward away from the union.

Notable NPCs:

The Feathered Seer: (LN awakened owl oracle 20) The being known as the Feathered Seer is one of the most respected, misunderstood and powerful inhabitants of the Marketplace. When she can be persuaded to speak, she reveals not the answer you want but the answer you need.

Plot Hooks:

A robed figure has been seen wandering the streets of the ward claiming to be a new god. Anyone who approaches the being vanishes. Local businesses are offering a reward for anyone who can persuade the disruptive figure to leave.

MINOR LOCATIONS

The Marketplace is mostly made up of stores, so a complete listing would require its own sourcebook. However, the sheer number of establishments allows ultimate flexibility for the GM since anything can be found there.

Below is a list of stores and shops that can be dropped into any ward.

Bevi's Potion Trough: The manic fetchling alchemist, Bevi Vernah (CN alchemist 8) offers discount potions and experimental elixirs. Results not guaranteed.

Corpses for Components: This unique business is run by Jep Vosk (NE redcap ranger 5). Bring in a monster corpse, and Jep will render it into spell components suitable for most metamagic applications, each in its own monogrammed pouch.

Cuckoo's Bounty: This quaint little shop buys and sells time. The proprietor, a rogue bythos aeon who goes by the name of Tock, will buy moments of your life from move actions up to hours. These, he sells as stones that, when broken, grant extra time.

Forgiveness and Indulgencies: Opened by a disgruntled cleric, this shop quickly grew to be despised by every church in the city. For a sharp fee, ex-father Mathis Skeen (NE cleric of the Void 10) will cast atonement or any other spell to set you right with your god. After he lost his faith, Skeen came to worship the idea that since the gods can die, they are false gods. The only true deity is the void itself because eventually everything returns to it.

Green Hand: A unique shop—even for the Marketplace—this establishment is actually a massive oak tree whose branches reach up to shade nearly the entire street. Run by T'sak Murelle (CN dryad druid 8), the store specializes in collecting, growing, and selling rare and often dangerous flora.

Madam Nova's Aspectorium: The famed beauty herself, Madam Nova Deverandu (LE aristocrat 3/wizard 10) will change your physical features for a modest sum. The more she alters your form

the more expensive her fee. As an added bonus, Madam Nove also grafts on new parts if you provide the raw materials.

Quadle's Quaffs: Potions and alchemical concoctions made by Quadle (CG alchemist 5), a near-sighted pseudodragon.

Temple of the Fallen: Over the millennia, gods and other beings of power have risen and fallen. This strange little church pays homage to these lost gods by allowing their followers a place to worship their memory. What the owner, Father Stefan (N cleric 15), gets out it, none can say.

Thogar's Meats: Rare meats and victuals from across the planes prepared by Thogar (CN barbarian 3), an over-enthusiastic half-ogre butcher

INHABITANTS

"My dear fellow, I may be a mimic, but whatever gave you the impression that was all I was? Now, have at you!"

-Vissool Gaggaarth, mimic gentleman spy

The inhabitants and guilds of the Marketplace are as diverse and fascinating as the planes themselves. The following characters are just a few samples of the types of NPCs found there.

Darvin Ghest and the Arm of the Blind

Male LG human paladin 12

Once a paladin of great renown, Darvin Ghest is now a cautionary tale told to young initiates upon entering a religious order. As the story goes, Ghest was a powerful and charismatic leader who arrived in the Marketplace hunting a fugitive. When he arrived, he saw such sin, corruption, and (to his mind) evil that he vowed then and there to root out the darkness. But he found that the powers-that-be did not see the world in black and white as did the paladin. Ghest tried to convince the guilds and factions that since justice is blind, it ought to apply to everyone. He was rebuffed. Some say that it was then that the mighty paladin cracked.

Darvin Ghest left the Marketplace for a time, and when he returned, it was at the head of a band of paladins, gathered up from many different orders, calling themselves the Arm of the Blind. Unlike most paladins, these warriors shed the plate mail and horses for disguises and ambushes. For the Arm of the Blind became paladin vigilantes, meting out their own brand of justice on the harsh streets of the Marketplace.

Members of the Arm of the Blind are hidden among the general population. They stay hidden, despite extensive efforts by one guild or another to stamp them out, by acting in small cells, using their own secret sign language to pass messages, and never confronting the evils directly. Instead, they do their best to disrupt criminal organizations, working their way up the chains until they can take out the leaders.

"Mother"

Female CE night hag sorcerer 6

The night hag called "Mother" by most is as much of a mystery as she is a legend. Some say she has gone by many names—Crone of the Wastes, Old Nan, Rotten Nannananna, Baba Yaga—and that whole kingdoms have risen and fallen by her doing. Mother runs a shop of out a little building that seems held together out of fear of its owner. It moves around quite a bit, but these changes appear to be at Mother's will. It's said that if you want to find Mother, you will, but if you don't want to find her, you most certainly will.

Mother provides a steady trade in cursed items. However, she is up front about her stock. She deals in items that still have some value even though they are cursed. Sometimes this is because the "curse" is more of a defect or malfunction, such as a class or racial requirement or a necessary environmental condition. For the prices she offers, some of these items could actually be useful. Also for sale are more standard cursed items to inflict upon your foes or to poison a treasure against thieves. Mother can also "cure" you of a cursed item but only if she gets to keep it, and she'll exact as much additional fee as she can squeeze out of a desperate customer.

Some examples of her stock are everburning torches that only work in daylight, magical weapons that cannot be sheathed or dropped until they have tasted blood, healing potions that only work on specific combinations of races and genders, one-use-per-day magic items that must be recharged with a spell of a lesser level, and hungry bags of holding that have a 10% chance of eating an item when it is placed inside.

Phoebus the Scrivener

Male CN tiefling rogue 8

Scrounger, information broker, thief, and professional neer-dowell, Phoebus the Scrivener is all that and more. While officially his stock and trade is scribing, the reality is that he is one of the most connected individuals in the city. If ever you needed someone with a finger on the pulse of the Marketplace, Phoebus is your tiefling. His reputation is such that he has carefully balanced those who love him against those who hate him. For a modest fee, he will share his information or actively seek out some bit of gossip or secret for you.

Vissool Gaggaarth

LN mimic rogue 8

Inquisitor, thief-catcher, bounty hunter, and freelance spy. Possessing a genius-level intellect, impeccable fashion sense, a way with the ladies, and the ability to bite through bone, the suave mimic is respected and feared by his friends and foes alike. As a mimic, Vissool will often use his shape-changing ability to become some innocent looking piece of furniture in order to spy upon his targets before confronting them.

USING THE PLANE

Adventure Seeds

- Too Many Portals: Portals have begun appearing all over the Marketplace disgorging monsters, beasts, and surprised sentient creatures. This uncontrolled influx is causing havoc and disrupting trade. The Auditors appear occupied closing the portals when they open, so the great merchant groups have put out a rare joint call for adventurers to discover the origin of this portal plague and stop it.
- War: The Cult of Mammon is gearing up for another attempt to seize control of the Marketplace. Using agents infiltrated into the various merchant organizations, they hope to create enough conflict and tension between these groups for the Marketplace to erupt into outright warfare.

THE PLANE OF SPEARS

By John Pope

"Blood and iron. Nothing characterizes the so-called Plane of Spears as well as those two words. It is said by some that this plane is a punishment for those who reveled in killing when they lived. Others say that it is a holy reward for the most valorous, and still others that it is the echo of every war ever fought. Perhaps all of them are right, for certainly, the clamor of battle never fades."

—Janeth Brightblade, human paladin of Valor

ost people think of the Plane of Spears as a place of eternal battle, a place where wars and echoes of those wars are fought over and over with no winner ever being decided and nothing ever really changing. This perception has some truth, but it takes far too simple a view of what war, and more importantly, conflict mean. On this plane, anger and swords solve disputes rather than words; here, the armies of gods test their mettle against their foes, and rag-tag bands of refugees battle the elements to survive in the wake of war. The most important thing, though, is that the plane does change: wars are won and lost, and the nature of the plane itself changes slowly but surely over time.

PLANAR TRAITS

- Self-Contained Shape: The Plane of Spears has a land area equivalent to a large continent and is surrounded by a vast ocean. Sailing to the edge of the ocean returns the vessel to the ocean across the plane.
- Gravity: Normal.

3 OTHER LOCATIONS

- Alterable Morphic
- Heart of Battle: All creatures find violence to their liking here and gain a +1 morale bonus to attack rolls.
- Enhanced Magic: Spells and affects used in mass battles are enhanced, but other uses of magic are unaffected.
- Changed Magic: Characters who die in battle on the Plane of Spears are automatically raised the next dawn, teleporting to home or their allies and unit.

The plane is a perilous place for mortals. Dying can lead to an eternity here, and it is rare not to come to blows in a journey across the plane. Yet there is much to draw someone from the Prime Material Plane here: you can access certain gods more easily (since they hold court and plan strategy in keeps above the plane), you can find the spirits of great generals and petition them for advice, you can recruit heroes for some war that threatens all of existence, or you can find great weapons that have struck down angels and demons alike. Here, all those tasks are achieved only through conflict, some battle, which must be overcome. Here you triumph or die trying.

GEOGRAPHY

"Above the battlefields float the castles of the Lords of Battle, who many count gods, such as Marvos and Baal. It is to these castles that the enterprising seek to journey and from these lairs of powers both fair and foul that those who need something from the plane below venture forth and retreat back to for safety. Not that the castles are always safe, for the plane is littered with the ruins of castles. Ruins that become the sites of sieges and the lairs of fell beasts able to keep the press of battle away."

-Denard, dwarf engineer

The Plane of Spears appears to be the size of a large continent surrounded by a vast ocean, all on a single, flat expanse. In addition to the land and ocean, the plane has a sun and a moon that behave much like their companions on the Prime Material Plane.

The landmass is what people usually refer to as the Plane of Spears, though the surrounding ocean is just as much a part of the plane as the land. On the land, all the usual features of a world on the Prime Material Plane can be found: mountains, rivers, plains, and deserts among them. However, every feature that offers some sort of tactical significance is ground where battles regularly take place. Unlike on the Prime Material where years may pass without conflict, here, it is unusual for such tactically significant features to remain uncontested for more than a month, and often, they are in a state of constant conflict. This fills the land with fortifications and

A New Dawn

At the start of each of new day in the Plane of Spears, those who were slain in battle are returned to life and health with the allies of the prior day. However, those who die in the plane find it very difficult to ever leave the plane. Many adventurers have discovered that temporary glory in battle can become eternal glory in battle.

It is said that spells that return the dead to life can free someone from the plane's grip, but there are few who can swear to the truth of that. However, few are willing to allow such magics to be used on them, thus causing them to fail, for the Plane of Spears is greedy and clings to those who have died in battle.

While those who are unable to live under water give little thought to the ocean, it is also a place of conflict. Battles rage underwater as fiercely as they rage on the land, especially in places where the plane connects to another plane. In addition to these underwater battles, many armies on the land have navies, and battles between them are common. The presence of sailing vessels and flying creatures and items has led many to try to explore beyond the horizon. Yet what lies beyond the ocean remains unclear, some report traveling to other planes while others report simply sailing back to the Plane of Spears on the far side of the plane from whence they set out.

The final major features of the plane are the floating domains: the great keeps and towers that float above the world, domains of gods and other powers that have an interest in the constant battle that seethes below. Some say, it is the presence of these powers, be they celestial or infernal, that fuels the never-ending battles, for here both celestial and infernal powers can fight their battles without the trials of reaching the domains of the other. Others, however, say that it is the plane itself that draws these beings here, the love for conflict in these beings is part of the plane's nature.

MAJOR LOCATIONS

"Everywhere you go on the Front, the broken swords and spears of the dead lay so thick that they are the only ground to be found. So many have died that the only rivers left flow with blood, and the rain is always tinged red. On the ground lies the triumph and tragedy of war, a never-ending glory where the soldiers who die today will rise again to re-join their battle again tomorrow."

-Estaniel, elf warlord

There are many places that would be of interest to an adventurous soul in the Plane of Spears, from dwarven citadels engaged in battles with armies of orcs and giants, to the last palaces of drow cities fighting with fury and spell against the thralls of aboleths. But these things, it seems, can be found on the prime material easily enough at different times; it is the places that can only be found here that are most interesting to adventurers.

Castle of Eternal Renewal

My dear sister, that was so last week, this is the new fashion.

—Lord Misterial

Not all those who come to the plane are eternal spirits who lust for battle with sword and spell. Some are more fey beings for whom the idea of battle is more ephemeral, and it is such beings that rule over the Castle of Eternal Renewal. The Castle of Eternal Renewal is home to Lord and Lady Misterial, fey twins who arrived and, through

Planar Connections

The Plane of Spears is strongly tied to realms where battle is held in highest regard, such as Valhalla or the domains war gods. It also has strong connections to places where great battles were fought by powerful beings, such as gods and their enemies. Aside from these connections, the plane of spears sometimes connects to places where battles are currently underway, be they on the material plane, the depths of the Hells, or some remote conceptual plane. magic and trickery, seized control of this keep. It had stood firmly on the ground, but soon after they seized it, the twins used their powers to raise it into the sky, like all the other great powers of the plane. It is said that was the last thing they agreed on.

Since then, the castle has experienced a great many renovations, both minor and significant. Now, the keep no longer looks as it did when the twins first seized it; now, it is a pair of towers surrounded by a city under constant renovation. Ideas of style do battle for supremacy of the land, and the losers are cast from on high by the twins to shatter on the land below.

Centuries of this fickleness have birthed the sprawling squatter city of Broken in the plain below, thick with mismatched haute wreckage. In some areas, neighborhoods of surprisingly habitable dwellings have been hacked together while, in others, dark creatures hide from the daylight in the rubble, venturing out at night to prey on their more docile neighbors. In Broken, the battles are for the scraps of the twins.

Forest of Valor

"Valor does not need witnesses."

—Angel of Valor saying

The Forest of Valor climbs the side of the volcano Laok, a place where the Plane of Spears is infused with elemental fire. From a distance, it seems that Laok is clothed in lightning and fire, but as you approach, the individual trees become clear, and you realize perhaps your perceptions were not so wrong. The Valor Trees are akin to tawny arcs of lightning: their leaves are flames and their sap is as hot as molten lava, a substance treasured by planar alchemists at the Market.

The fire haired, golden winged angels of valor are drawn here from the celestial heavens and the courts of the Lords of Battle high above. They are dedicated to engendering courage in the hearts of mortals, pushing them to glory in battle. It is said that they disguise themselves and travel the Prime Material, mixing in with soldiers preparing for battle or slaves planning uprisings. Sometimes they bear the maple-like seeds of one of the Valor Trees with them and plant them in other lands, where they flourish and bring warmth and courage for a time, inspiring those who look upon them to take heart in the face of their struggles.

It is strange to realize that the forest is one of the safest places on the Plane of Spears. In the past, armies have tried to take the forest. Some have even tried to destroy it. However, every army that has ever tried finds that it is soon outflanked by one or two other armies and, often, junior officers rise up and rebel from within the army against the act of desecrating the forest, all the while confronting an army of angels to the fore. So it is that wise generals have learnt to leave the forest be, but every few centuries, some fiend tries to usurp the angels' command of the forest.

Front

"The battle never ends, isn't it glorious!"

—Istrakat, carnage demon in a lucid moment (translated from the Infernal)

The front is 300 miles of battlefields on which various armies clash for eternity, driven on by officers Infernal and Holy. Miles of twisting trenches and hasty barricades zigzag the churned earth, housing eternal warriors locked in an eternal struggle. As an army thunders on, the landscape subtly changes to mirror the army's ideals: the defenses might show the elegant focus of elves, the ferocity of the orc OTHER LOCATIONS

tribes, or the careful hand of dwarves. All of these forces and more have shaped this tangle of war and death.

This is the place many find themselves in when they first reach the Plane of Spears, and it is a fearsome place indeed, for here is where the stories of the Plane of Spears having a ground of blood and iron arise. So many have died here in the endless conflicts over the millennia that little else is left of the ground.

Occasionally, piles of surplus war supplies can be found among the remains of the battlefields with bizarre and ancient siege weaponry melding into towering mountains of rust. Small "towns" made up of trapped travelers and rogue soldiers are often found nearby. Most who dwell here attempt to find passage out, but escaping the conflicts of the Front is no easy task.

Lake of Bloody Tears

"The lake towns trade in blood gold, as red a coin as the bloody lake itself."

-Freskariel, tiefling merchant

It is said that, once, the goddess Lada—embodying love and mercy came to the Plane of Spears and witnessed the battles first hand. She was so saddened by what she saw that she wept tears from the Heavens above, and they fell to the ground washing it clean. Yet even the tears of a merciful god could not remove the stain of blood on the land, and those tears gathered into a great lake that exists to this day, stained still with the blood of the fallen.

Lada's lake, as it is sometimes called, is over 100 miles across at its widest and nearly as broad, and it provides a large natural barrier to the usual conflicts that spread over the plane. Around its shores, a few small communities exist, along with a number of ruins. Yet the trade brings those who would not work so honestly for their fare, so piracy and the need to defend against it see more blood spilt into the lake every year.

Last Rest Inn

They have worked their will on John Barleycorn But he lived to tell the tale, For they pour him out of an old brown jug And they call him home-brewed ale.

-traditional

Not everyone in the Plane of Spears is obsessed with fighting battles. Some are more interested in the other aspects of the plane, and it is at the Last Rest that many of them gather. That is not to say that the inn is free of trouble; in fact, many battles have been held around it, and it has been destroyed on occasion as a result. However, the Last Rest is always rebuilt and is always returned to being a place of rest and celebration.

Currently, the Last Rest appears to be a small, sturdy, whitewashed stone building with wooden shutters and a tile roof run by a satyr called Komos Five Feasts. The interior of the inn is noticeably larger than the exterior would suggest, and it is dominated by a great hall that holds easily 100 warriors. This apparent defiance of the laws of the Plane of Spears is a feature the inn developed when Komos had the inn rebuilt, and through this mysterious expansion, he has turned the inn into something of a place to celebrate victories and wash away the taste of defeat. Combined with the fact he doesn't frown on brawling and getting his chairs and tables broken, he has kept the eyes of greedy generals from the inn, at least so far.

The presence of warriors from many forces on the plane also draws other people, from merchants to thieves—and even just the foolishly curious. A few things are certain: a great celebration is sure each night at the Last Rest, the mead and ale are found in plenty, and all are welcome in the hall.

Mavros' Maelstrom

"This trinket? It came from the depths beneath Mavros' Maelstrom. Let me tell you the story of how I got it, and then, we can discuss what it is worth..."

-Destrag, selkie adventurer

Not all places of interest are on the land or in the sky above—some lie in the oceans that surround the land of the plane. One such place is called Mavros' Maelstrom, a great whirlpool that churns the oceans of the plane and chains an infernal entity in the oceans depths.

Once, long ago, the demon Aestrikath gathered an army of demons and elementals and invaded the Plane of Spears hoping to seize the plane for itself. Being a creature of water, Aestrikath launched its invasion from the sea. At first, it was very successful, laying waste to many of the underwater kingdoms, and others were swallowed up in their eagerness to join the slaughter. As the great horde neared the land, they began a siege of the city of Ssuserath, a place dedicated to the worship of Mavros. For long days, the city held Aestrikath's army at bay, and as the siege continued, other armies began to attack the demon's forces. Yet the demon had not revealed its true power, and frustrated with the progress of the siege, it laid waste to the city, an act that stirred Mavros into action. So it was that the Lord of War and Storms joined the fray and battled Aestrikath above the ocean. For a year and a day, they battled until at last Aestrikath was thrown down into the waves. As the demons body sunk, Mavros stirred the waters and formed the great maelstrom, forever binding the demon at its base.

Along with the demon were also trapped the ruins of his armies and, in the long years since, the bodies of those who ventured there in search of treasure from that long dead army. Even with the promise of death, either at the hands of the demon's servants or those who work to ensure the fiend does not escape, people venture into the maelstrom, and every now and then someone escapes with an ancient treasure—the tales of which lure others to their watery fate beneath the maelstrom.

Nexus of Battle

Many places on the plane are quite mundane, others are wondrous and unique, and a few, like the Nexus of Battle, are mysterious and as much a legend on the plane as they are to travelers who might come to the plane just to seek it out. The legend of the Nexus of Battle tells that in the earliest days, the gods sought a way to gain an advantage over other beings that might make war on the gods and to do this they created the Nexus. Some people say that the very presence of this nexus was what brought the whole Plane of Spears into existence.

Regardless of the truth of its origins and connection to the Plane, the truth is that it is a great circular temple found in the sky above the Plane of Spears and grants those who reach it the ability to witness and even go to any battle current or past through its pools and windows. Reaching the Nexus is not easy, especially without the ability to fly, but there is a portal from Storm Keep for those holding the right keys.

Through the Nexus of Battle, one can watch a battle between dragon armadas on some far away world... or perhaps watch a historical battle from the past of your own world. One might dive into a lake and witness the sacking of merfolk cities by water elementals. One might enter a cave and watch dwarves putting goblins to rout. Some come here to witness the glory of war or the spilling of blood onto the dirt. Others are generals and commanders who arrive

DARK ROADS AND GOLDEN HELLS

hoping to learn something of the war gods' art. And then there are the gamblers, the ones who left the Casino to bet on other types of "games."

Sanguine Monastery

"I thought monks were holy men, the only thing these hold sacred is spilling blood. How do I join?"

—Vorask, orc raider

From out the doors of this profane place proceeds a line of monks wearing crimson habits and hoods. Their garments drip blood, leaving gory trails behind them. They chant mysterious incantations of no known language to powers or deities unknown. As they pass, those who have heard of them drop to their knees praying along. Those who do not pray begin bleeding from their eyes and ears and start drowning on their own blood. Before long, the monks gather those who have survived and lead them back to their monastery to join their blood soaked ranks.

Not everyone found on the Plane of Spears is a spirit caught in the eternal wars of the plane; some are mortals who make their life here, such as it is, trapped by the greedy plane. These people learn to eke out an existence in the cracks, desperately scraping together a life between the battlefields. They must deal with the hardships faced by all of those who live near war: their crops seized or burnt, their houses plundered, their strong forced into armies. Yet none of those hardships are feared as much as the Sanguine Brotherhood.

The Sanguine Monastery is built in the middle of the Front. It appears from a distance as a normal temple except for its unusual silver and red color. However approaching its profane doors brings out the truth of the structure, it is made from the swords, spears, shields, and hauberks of thousands of warriors, and it is stained

forever in blood. From inside come the screams and whispers of the monk's profane chanting that scratches at the back of the mind luring people to enter and join.

The Monastery seems to provide an oasis of calm in the unending conflict of the Front, but that is only because all those who battle endlessly here have learnt that to approach the monastery is to lose men to its song. While mortals might join the monks or die on the towers spire, the immortal soldiers of the Front have far more gruesome fates within.

The monks are generally held to be vampires, but if they are, they do not follow the usual expectations of such creatures. It is rumored that they are the agents of foul creatures from beyond the stars and between the veils of the cosmos, and it is in the language of such things that they chant and from those entities that they draw their maddening power.



Storm Keep "Charge!"

-Commander Warek, human paladin of Mavros

Above the Front, a storm rages. Thunder echoes through the night, and rain lashes the ground, yet lightning rarely falls from the clouds. For those who can reach those clouds, the reason is revealed in the glory of Storm Keep. The keep is a home of Mavros, the God of War and Thunder, Lord of Strife and Rebirth. Storm Keep gains its name not simply from its location in the perpetual storm clouds that it rests upon but from the lightning that forms its walls.

Mavros is a god of action, and his home is a staging ground and fortress for his armies—a fortress whose very walls attack those who would try to take it by force. No part of the keep lacks some sort of strategic value: the corridors are hard to navigate, the stairs are steep

and spiral clockwise to hinder attackers, and the walls can shed bolts of lightning at the defender's command. Yet for all its practicality, the keep is also a temple dedicated to Mavros and a shrine to the greatest warriors, some of whom now reside in the palace itself.

The keep is most notable for being one of the few places that Mavros can be approached directly, though he rarely entertains such audiences and only with those who can triumph in tests of arms. Still, every once in a while, someone gains an audience with the Lord of Battle and returns enlightened about their task.

INHABITANTS

"What, you thought everyone was a raving berserker here?"

—Captain Hawke

The Plane of Spears is such a place that few that venture here leave without conflict, but not all that live on the plane are driven entirely by the desire to battle. There are unfortunates of every race on the plane who seek to make a normal life for themselves among the hardships of the plane. Among these people walk agents of the Heavens and Hells and powers of all sorts between them. Then there are the people that are bound to the plane eternally.

Eternal Warriors

3 OTHER LOCATIONS

Most of those that reside on the plane hunger for conflict: souls that died in battle and believed in its glory, that were dedicated to faiths that believed in an afterlife of eternal battle, or that loved to spill blood above all else. Eternal warriors are those souls made flesh again by the plane and so they resemble members of the races they were in life.

Eternal warriors make up the vast majority of those that fight the never-ending battles of the plane, and they that celebrate the most fiercely afterward. However, despite their appearance of normal flesh

Avoiding Combat Grind

The Plane of Spears is obviously a place where you can have a lot of combat. Here, combat is always an option. Yet combat in your game is best when it serves a purpose in your story, so unless your players really enjoy combat for its own sake, you need to be careful when dealing with the plane that you use combat appropriately.

The Typical Encounters section provides a number of examples of situations that can be used to run combat encounters, but it also provides reasons that each combat might be best avoided for a party of adventurers. On top of these specific reasons, it is wise to consider why you have brought your players to a place where "fight first, ask questions later" is the normal response.

In considering this, one simple way to encourage players to avoid fighting is to use a number of easy fights to use up their resources and to constantly interrupt their ability to rest. Interrupted resting in particular forces characters to find solutions to the problems of the plane beyond sword and spell. Another simple strategy is to put a tight clock on what they have to achieve on the plane. If they are always being held up by combat encounters, they are not getting closer to their objective, so again, alternatives are going to be necessary for the party to achieve their goal. and blood, the eternal warriors are in fact spirits made native to the plane, so they are only harmed by weapons wielded by other such warriors (though scholars believe that they are vulnerable to magic as well). They are fearsome foes for those not bound to the plane in the same way.

Sanguine Brotherhood

With their blood soaked robes and their chant that drives mortals to insanity or death, the Sanguine Brotherhood is greatly feared and not just by the living that populate the Plane of Spears. There are many stories and myths about the brotherhood: that they are vampires, that they are creatures from the Far Beyond, that they are demons or devils in the service of one power or another. The truth is only the brotherhood knows for certain.

For those outside the brotherhood, they are a fearsome enemy and are avoided by most, for the greatest danger is not to fall before them in glorious battle but to be taken by them back to their monastery for their profane purposes. When forced to fight, the brotherhood are renowned for taking prisoners rather than delivering a clean death. They are well aware of the nature of the plane and do not allow those foolish enough to confront them the ability to escape with the coming of the new dawn.

Still, it is only in their grand monastery in the middle of the Front that they are found in numbers. From time to time, however, they found new monasteries away from the Front, tearing down towns as they spread their madness and build. In these isolated places, the forces of good—and sometimes evil—are known to gather and crush the monastery, but these places become ruins that few will enter. Some sages speculate there is a plan to the monks' activity, but none have devised its true purpose.

ENCOUNTERS

In the Plane of Spears, most encounters are with armed soldiers of some sort, and often, they will be fighting something else, preparing to fight something, or fleeing from something. This makes the plane a dangerous place full of potential combat encounters.

Typical Encounter

Human Army Patrol: This encounter consists of 3 human soldiers, 2 human scouts, and 1 human cleric of the same level as the PCs. These soldiers are patrolling the flank of their advancing army and are more interested in determining the PCs motives and either getting the PCs to leave or escorting them to the army for recruiting. If the PCs start a fight, the soldiers and cleric stand and fight while the scouts flee to report the attack.

USING THE PLANE

"So why do people come to the Plane of Spears? Some come for the glory of the battles, some come to seek treasures lost on the field or in the ruins, others come seeking the soul of some hero or villain, and others come to petition the Lords of Battle for something. Yet few find what they seek. Most only ever find blood and iron."

-Lornath, half-elf sage

The Plane of Spears functions much like the Prime Material Plane in most respects. The one great exception is the start of each day: at the start of each day, those who died during the prior day's battles are returned to life among their allies, and those wounds of the prior day are healed. It is speculated by scholars that this furthers the plane's nature of a place of eternal battle and that this is why magic is unchanged on the plane. The constancy of magic ensures that mages and priests do not become dominant in the conflict; rather, skill at arms, the mass of steel in battles, and the cunning of generals are what determine outcomes.

The only other variation is that, from time to time, either law or chaos become dominant, and during these times, outsiders of the opposing alignment often become far more common on the plane.

ADVENTURE SEEDS

- **Divine Recruitment:** The PCs need to recruit the aid of a legendary warrior for another deity, requiring that they temper her love of battle or stoke it—depending on the deity who they serve. This allows the deity to claim her soul from the plane.
- Draw into Conflict: The PCs are involved in a war, and as the battle grows to its peak, they are drawn into the Plane of Spears when it overlaps their world. They must then race through the plane and find a way to return to their world, or else, the war they were fighting may be lost without them to be the champions of their army.
- **Godly Court:** The PCs come to the plane to seek an audience with one of the Lords of Battle. Such gods are not impressed by mere words, however, and they demand action and a demonstration of the PCs' prowess before they will grant audience.
- **Outside Influence:** The forces of order are beginning to change the plane. The battles are decreasing, and a particular army is growing to be the dominant force. One ancient hero decides that something outside of the plane is behind this, and as he cannot leave the plane, he has agents seek out the PCs and recruit them to help restore the balance so that the great battle does not end.
- Stop the Blood: A Sanguine Monastery appears on the PCs' world, and to stop the spread of the monk's madness, they must journey to the Plane of Spears and rally allies in order to destroy a similar monastery on this plane that conceals a portal to the PCs' world.
- PCs might be sent here to speak to a famous war leader to learn how the "invasion of X" was stopped because it's happening again in the mortal plane. But the leader's very busy with a position that's being overrun, so PCs only get assistance if they pass a message to the men on the southern flank.
- Vital Rescue: The PCs must rescue a general who has been taken captive by an enemy force. If they cannot rescue him by skill, they are to kill him. The best course is skill because then the general's experience can be used now and not held until the next day when it may be too late.

REVISITING

Some things are constant on the plane, and when the PCs return, revealing those things makes its repetitive nature clear. However, changes do occur, and perhaps, the PCs can see how their actions last time they were here shifted a battle and changed a war in one side's favor over another.

Because many that fight here are doing so for their love of war and the triumph it brings, the PCs might find themselves helping the opposite side of a conflict from which they helped before. So one time, they may aid humans, and the next, the orcs that seek to conquer the human keep, for instance.



RUSTY GEARS

By Jarrod Camiré

"The tale of Rusty Gears is the tale of Charun and Ariadne, of clacking looms and grinding cogs, of things cast aside and broken, and of how they're born anew from junk. It's a place of masks, and they're never safe."

—Arachne

A MECHANICAL WORLD: THE PLANE OF GEARS

This is the domain of the goddess Rava, commonly known also as Ariadne. Traveling crossways, the Plane of Gears is to some extent like strolling through the mind of the goddess. Her domain might very well look like the heart of a clock when seen from above, but those who've explored this faraway location in depth know that this is but one way to conceive it. As you go deeper, you discover wheels made not from metal but from primordial wood, and your very perspective changes. You no longer look at the interior of some mechanical timepiece but instead confront a new vision: one that evokes the original spinning wheel of Ariadne or the mechanism of some weaving loom. As you continue down an alley wide enough to accommodate a titan, you suddenly enter a forge vast enough for a god to stand fully erect, and chances are good that Volund once stood there to rival Rava herself. As you emerge, sweating profusely, you spot a tower in the distance, surrounded by shops. Carts filled with alchemical components converge on this place, emptying vast basins of reagents to be pumped further afield in tremendous pipes to gods only know where. What befell the spinning wheels? Burnt in some furnace to feed the fires of the industry? Poor mortals! How can you hope to seize or understand those superimposed realities in just a few days?

PLANAR TRAITS

The smell of grease and the clank and grind of gears is constant background noise, granting a +2 bonus to Stealth checks. The Rusty Gears also have the following traits:

- Normal Gravity
- Erratic Time: Sometimes, the turning gears move time at a snail's pace; sometimes, they speed the passage of days.
- Finite Size
- **Divinely Morphic:** Rava alone can reorder her gears at will but rarely intervenes directly.
- Strongly Lawful-Aligned: Rava's domain embodies the inexorable grind of machinery in their proper sequence and order.
- **Negative Traits:** Some areas, such as the Desert of Rust, have a greater degree of entropy, so they possess the minor negative-dominant trait and cause vim flares (see p.28).
- Enhanced Magic: Spells that deal with time, such as haste, are enhanced. Spells of the Gears or Artifice domains and similar

magic used to create or affect mechanical things, such as repair construct or gear barrage, are extended and maximized, here.

 Changed magic: In areas where decay and entropy are strong, rusting grasp and similar magic is maximized.

A COMPREHENSIVE WAY, OR RAVA'S TIMEPIECE

The alien structure and complexity of many planes is especially hard to grasp for the humanoid mind and the Plane of Gears is no exception. The very foundations of Rava's domain can fluctuate, representing, in turn, the masks she currently wears, once wore, or shall display. Rare are the mortals who can follow her superiorly visionary mind, and as such, they must adapt. The mortal mind must select a single concept that it understands, enabling it to visualize and come to terms with what cannot be truly fathomed. Thus, visitors establish in their mind but a single way to perceive the Plane of Gears. Most of the time, this representation takes on the form of Rava's Timepiece. In this form, the Plane of Gears evokes the interior of a vast chronographic pocket watch whose proportions are comparable to those of a small planet.

Each gigantic gear that composes Rava's Timepiece represents a specific area of the plane: some of the most important being Rava's Stronghold, the Spinning Wheels Quarters, the Alchemical District, the Aeolipile (or Steam District), the Walking Towers Province, Mainspring Quarter, and Axle Heart. Almost every piece isn't just an essential item that controls Destiny's movement but also a territory that supports whole cities and their residents.

TO THROW A SPANNER IN THE WORK

Regardless of how one perceives the Plane of Gears, one aspect remains constant: that everything eternally turns and moves in an orderly manner. Here, Law and Fate's inevitability are all that matters. The plane's hard-working citizenry faithfully follow Rava's edicts as everyone tries to excel in his or her respective domain of activity. The inhabitants are certainly among the most industrious across the Great Beyond, but this dedication isn't enough to keep in good working order the mechanical marvels great and small that compose this overly vast empire. Sooner or later, time gets the better of most of the great gears and cogs that make this world turn-the edentate wheels, broken-down engines, and other mechanical devices must eventually be replaced. Hence a side industry has arisen to answer this need, bringing in its lot of energetic swashbucklers whom many gifted artisans look scornfully at. Barely tolerated, these workers are often considered second-hand individuals, and while the majority thrives to honestly carve a niche, some inevitably seek different kinds

DARK ROADS AND GOLDEN HELLS

of opportunities, which results in pockets of misfits that trouble the established order from time to time. The Dismantlers—the group that owns and controls the area known as the Junkyard of Broken Cogs—is probably the best example.

Furthermore, the major events and tragedies of the past have also brought their share of troubles, and yesterday's solutions—like the conversion of some districts into purgatories or prisons—might prove quite detrimental in the near future. The carefully maintained and well-oiled gears show traces of rust all the same as a grim reminder: nothing in this universe is truly eternal. Chaos is never far from Law, and it can even profit from its excesses.

A RUSTY DEPOSIT, OR TO TAKE THE EDGE OFF LAW

Explorers and opportunists soon realize that Law is a malleable concept that must sometimes adapt to circumstances... and some just trample over the very notion of Law. What is legal is often offensive to some, seen by others as a necessary evil, or wholly ignored. Likewise, some infamous locales of the Plane of Gears are like the Scales of Justice, oscillating between guilt and innocence as those who've been there can testify.

MAJOR LOCATIONS

The Desert of Rust

Originally, this place was a gigantic plateau fashioned by the titans and overlooked the entire plane—a beautiful structure of dark, oxidized steel inlaid with sacred patterns rendered in gold and silver, some arabesques and designs on its surface as vast as whole countries linked together. The artificial tableland was the titans' pride and probably the most breathtaking site that can be admired throughout Rava's domain. Sadly, almost nothing remains of this masterpiece nowadays. When the titans revolted against the gods and were subsequently defeated, Rava decreed that this land was to be converted into a prison for the thanatotic titans not already banished into the Abyss (see Pathfinder Roleplaying Game Bestiary II).

The vanquished colossuses were put in chains and sentenced to hollow out the entire table while the goddess transformed the patterns adorning the sides of the artificial plateau into powerful glyphs to forever keep the rebellious behemoths in check. The steel extracted from the Damascened Table was to become the gears and cogs of Rava's ever-growing domain in the following millennia, but even the destiny of a goddess can be a fickle thing.

As the years passed, more and more of the former alloy that once composed the monument has returned to its original place, albeit not under the same form, an irony that isn't lost on the longsuffering prisoners whose new role is to transport and dispose of the broken wheels and other gigantic pieces of scrap thus dumped their way. The titans' gaolers, however, didn't want to see such items transformed into tools or, even worse, into weapons. To avoid such possibility, renegade dwarves have also been imprisoned there and forced to double the pit's interior with a thick layer of stone while rust drakes and rust monsters were introduced to feed on the metallic components.

Today, only the peripheral areas of the Damascened Table remain as a sad reminder of the titans' former glory, its center enclosed by a high wall of stone that holds back an ocean of brownish flakes known as the Desert of Rust, which covers about a tenth of the Plane of Gears. This land is assuredly one of the most inhospitable parts of this plane as an ever-growing wasteland of oxidized metal mostly devoid of water and the jail of barbarous dwarves left to fend for themselves beside titans that dream about revenge since the beginning of time.

High above all this rust stands the greatest crane of the universe. Ironically called the Needle this device is used to remove the plane's defective components, dropping them down into the Desert of Rust without warning and sending shockwaves all over this wasteland.

ADVENTURE SEEDS

Fate's Thread

- **Bid for Freedom:** A group of sympathizers wants to free a titan leader from the Desert of Rust. To this end, they have taken control of the Needle, the prodigious crane whose boom reaches the middle of this desolate expanse.
- The Right Gear: A unique magical gear has mistakenly been removed or stolen from a vital ensemble and dumped at the edge of the Desert of Rust. The device must be retrieved quickly

before the desert inhabitants use its power—if the rust monsters don't eat it first.

S

OTHER LOCATIONS

• **Titanic Undertaking:** The PCs must go through half the Desert of Rust to reach a titan who's been granted a formal pardon by Rava herself.

The Hall of Inevitable's Fate

While squat, this wheel is assuredly the most imposing edifice of Rava's domain, more grandiose than her own stronghold. This slowly rotating cylinder is Rava's holiest site, a multifunctional temple crowned by a dome composed of titanic copper plates that perpetually shine day and night. Each enameled plate supports a different depiction of the divinity, showing the Gear Goddess, the Clockwork Oracle,

The Twin Railways Settle Street The Twin Railways Settle Street The Time Theatre Theatre Theatre Theatre Theatre Theatre Theatre

The Veil of Chains

the Mother of Industry, the Spinner of Fate, the Merchant Goddess, and more greater-than-life visages—the whole ensemble driven by a central shaft of pure adamantine. The hall serves many purposes, welcoming errant angels, faithful souls, and priests of the faith from every universe. The temple interior is apportioned according to the portrayals of the goddess with the underlying sections honoring a given mask. Each partition counts as its own place of worship, containing living quarters, libraries, large refectories, and so on. The major players here are the inevitables, which devoutly serve Rava. This is not only their base of operation but also the emplacement of their courts of justice and underground prisons filled with all kinds of transgressors.

ADVENTURE SEEDS

- End of the Inevitable: The arbiter inevitables are systematically targeted by an unknown nemesis. Their numbers have dwindled so much that they must recruit lawful characters to carry on their duties across Rava's Domain and identify the mastermind behind this seemingly planned elimination.
- Prison of Angels: An angel having sophisticated mechanical wings has escaped from a prison located under the Hall of Inevitable's Fate where more of his brethren are unjustly detained. If the outsider's tale is true, all those angels only want to be fairly judged, a right that the inevitables denied them. The half-mechanical deva wants to force the issue with a jailbreak. To do so, he needs capable allies.
- Renegade: A zelekhut inevitable no longer obeys its superiors, letting notorious criminals go free instead of delivering their sentences. This renegade must be discretely brought back within the fold or else destroyed.

The Junkyard of Broken Cogs

This overly vast scrap yard is an enclosed terrain under the jurisdiction of the Dismantlers, a group of experts that can take almost any mechanical device apart in no time and isolate its most valuable components with the same efficiency. Many regard the Dismantlers with suspicion because many rogues number their ranks, individuals for whom Disable Device and Knowledge (engineering) skills are way above the norm. Regardless, most of the Dismantlers are honest folks who must unfortunately strive exceedingly hard to convince clientele of their good will. Many of these scrap metal merchants are considered swashbucklers at worst and cranks at best.

A tour of the Junkyard of Broken Cogs is a month-long voyage across an orderly succession of mountains built from all kind of materials and items ranging from the smallest to the biggest. Nails, springs, chains, various models of cogs and wheels, iron plates, and of copper wire are but a few possibilities that await buyers. The Dismantlers deal with everyone in good faith, which attracts unsavory characters and explains, in part, their dubious reputation. One who looks carefully amid the mounds of scrap might unearth the rarest wonders, like rune-inlaid anvils, discarded tools of all kinds, salvageable golem limbs, mechanical wings, or immovable rods, all lost in the accumulation of 1,000 years. "Memories" for gearforged are also available.

Many shady characters have tried to double cross the Dismantlers down the years, thinking to come back at night to get away with but one treasure—a grave mistake. The wrought-iron fence that surrounds the enclosure is a mechanical marvel endowed with animated parts that actually bite. Then, would-be thieves are

confronted by junkyard clockwork dogs and half-golem horrors as they travel deeper within the yard. The Dismantlers always warn everyone that not a soul walks on their turf without a guide.

ADVENTURE SEEDS

- **Contraband:** A group of smugglers apparently uses The Junkyard of Broken Cogs to hide contraband and the Dismantlers prefer to recruit an external party to deal with this situation, knowing that if such information became common knowledge, their already bad reputation would suffer even more.
- Finders Keepers: An inventor who wants to acquire the lower body of a lhaksharut inevitable to adapt it to a construct he created has overheard that one of the Dismantlers possesses such a complex orb in working order. Owning such merchandise is highly illegal, however.
- **High Flyer:** A buyer who often deals with the Dismantlers pretends that they hide a mechanical flying ship in working order that can be made up to look like another sky-vessel entirely.

The Spinning Wheels Quarter

The Spinning Wheels Quarter is beyond doubt the oldest sector of the Plane of Gears, predating the arrival of Rava herself. This whole region surrounds her seat in the form of a wooden spinning wheel hanging underneath Rava's Stronghold. Popular and common beliefs are that Rava spent years here as a mortal weaver before ascending to godhood and that she still mingles with the Spinning Hags living here. It is said that these hags can weave anything given time and transform any metal into delicate wire. Many faint-hearted avoid this sector out of fear, however, because the weavers keep all kind of spiders as pets. Many alleys behind the hags' shops and homes turn out to be webbed lairs, and the arachnids aren't always welcoming. The spinning hags don't seem to mind the occasional victims, saying in such cases that fateful events must happen. The fact that these women also trade in souls-the threads of fate being a highly sought commodity for many a purpose, magical or otherwise-is a strong deterrent as well. In truth, these witch-like entities utilize but a small quantity of thread coming from a soul. Additionally, such pieces of string must always be given freely to be of any use. The hags not only transform materials but also sell the high quality products that they've painstakingly made. The rugs, tapestries, and vestments they create are exported far and wide.

ADVENTURE SEEDS

- Art of Spinning: A tradeswoman who wants to learn the art of the Spinning Hags asks the PCs to come along as escort.
- Fateful End: Many Spinning Hags are found dead, their bodies cocooned and displayed in defiance near important sites of the Spinning Wheels Quarter.
- **Tangled Fates:** A woman willing to offer a piece of her own fate to learn the whereabouts of her missing lover learned that, in order to succeed, she must find heroes willing to join her, thus the adventurers' fate and her own become bound until her paramour is saved.

The Time Theater

This circular, open-air theatre is a gigantic structure of immaculate marble and can hold millions of spectators. Amazingly, everyone

perfectly sees and hears the performance as if in the amphitheatre's best seat. Two major presentations are held each day, during the afternoon and at nightfall. Within the Time Theater's premises, however, temporal conventions such as night and day have no meaning, for the sky above follows the needs of the play to be presented, which includes rain and snow if required. The central stage is an annular platform that slowly turns counter-clockwise as the whole structure does the same clockwise. Historical events and famous plays from myriad realities are presented by a cast of talented doppelganger actors that can assume an unlimited number of roles. Spectators who remain within the theater between presentations soon discover that completely different productions take place nonstop, performances that can very well concern them: past events of their lives are laid bare, current dilemmas convincingly explored, and possible outcomes revealed by the doppelgangers in a straightforward manner.

ADVENTURE SEEDS

- Acting Double: A doppelganger that can no longer assume different shapes cannot appear in any of the productions. To regain its powers, the creature must travel down to the Time Theater's basement, and the destitute actor asks the PCs to accompany it.
- The Play's the Thing: A spectator who has become obsessed with his possible futures—which are getting worse each time—sees a means of escape when the characters happen to be an integral part of a production about his life that doesn't end in a tragedy.

The Veil of Chains

This black, square tower stands under the

respective shadows of Faith's Edge, the defensive wall that surrounds the entire plane, and Destiny's Lighthouse, whose light signals the presence of Faith's Thread to the navigators of the Infinite Ocean. This is one of the very rare edifices of the Plane of Gears that doesn't rotate nor have some moving parts and whose function isn't related to the production of some device or Fate's continuity. Sinister in appearance, full plate armor dangles from the heights in irregular intervals in a lattice of chains that radiate an eerie blue glow.

The Veil is in fact a brothel that attracts a quite peculiar clientele. The place is owned by the Shackled Milady, a kyton whose "pleasure girls" are collectively called the Manacles' Mistresses. Don't bother to imagine new ways to bind and torture when you enter because everything has been done a thousand times over or more already within these walls. The entry hall is both cozy and luxurious. The nicest bedchambers are destined for what is commonly called "silk bondage." The rest is a succession of somber torture chambers where the kytons "entertain." They receive "guests" brought by individuals paying handsomely for information and confessions.

Ironically enough, the mistresses occasionally heal fugitives that have nowhere else to go, but they require services in exchange.

ADVENTURE SEEDS

- Daisy Chain: There is only one way to chain forever the erinyes known as Lady Liliam, the Black Avenger of Dis, and only a pleasure girl of the Veil of Chains can teach this secret art to the characters.
- **Delusions of Grandeur:** A strange being with delusions of godhood asks to be chained up and tortured "like his brother Nethus" by the Manacles' Mistresses. This insane action has unforeseen repercussions when followers of Nethus hiding on an island of the Infinite Ocean learn about this, believing that the creature is a genuine avatar of the King of the Sea.



3 OTHER LOCATIONS

• Missing Link: A kyton nicknamed Lonesome Link, who's gone to answer a "house call," hasn't returned in due time, and the characters must find out what happened to her.

NOTABLE NPCS

Even though she appears as a regal human woman in her mid-forties, Berthia of Swabia (spinning hag sorceress 17) is maybe the most ancient spinning hag alive today. Some pretend that she taught her art to Rava herself. She still welcomes and tutors aspirant spinners.

Berthia of Swabia and Her Pupils: Known collectively as The Manacles' Mistresses, the sadomasochistic pleasures girls of The Veil of Chains are capable of satisfying customers' vilest fantasies. Their exact number remains a close guarded secret, though the clients' favorites don't need any introduction. Names such as Beautiful Blade (kyton rogue 2), Bloody Length (kyton sorceress 5), Coppery Aftertaste (kyton cleric 5), Goldbeater (kyton expert 4), Razor's Edge (kyton cleric 6), Silver Strand (kyton bard 6), and Unchain Sherry (kyton fighter 1) are enough to send shivers down the spines of any of the regulars and newcomers alike. The mistresses' reputation and expertise in torture, carnal pleasures, and healing are legendary all.

The Shackled Milady: The mysterious madam who owns and runs the Veil of Chains (kyton cleric 8), she is the ultimate mistress and initiated all the "girls" working for her. **Tic-Tac-o-the-Clock:** A jolly fellow (male gnome wizard 6) who always loiters near the Time Theatre, he sells small timepieces to gullible outsiders. His trademark belt seems to be but a string of hourglasses, and his worn leather apron is an endless reserve of mechanical pocket watches. Unfortunately for the buyers, these timepieces are all cursed somehow, manifesting some strange side effect all too soon. While many just become quite noisy, several emit a spell-like effect at the worst possible moment, like slow, temporal stasis, or time stop. Such a timepiece once transformed a fireball into a delayed blast fireball, having "selected" the delay.

When confronted, Tic-Tac blames the doppelgangers of the Theatre, an imaginary purveyor, or Rava herself, offering to fix the problem free, which isn't very effective most of the time.

Penniless Penny: One of the Dismantlers (human female, rogue 7), this svelte woman—some would say emaciated—is a hard bargainer that knows all too well the genuine value of what passes under her nose. Negotiating with Penny is like a day spent fighting, an exercise that leaves any customer physically and mentally exhausted. Oddly, Penniless often gets away with her price.

Teeth-of-the-Gale: This soigné dwarf (male dwarf expert 4/fighter 5) is assuredly one of the most dangerous of the Dismantlers: a short and ill-tempered brute without a single ounce of subtlety. He loves to take everything to pieces with a sledgehammer or warhammer, and he is often relegated to the yard as guard—even the junkyard clockwork dogs avoid him. Customers who spot him nearby a gate of the Junkyard of Broken Cogs generally turn tail to seek another entrance.

Your father beats you. You look to your mother and she looks away.

"Look at me when I'm talking to you!" You turn to your father's scream, his blue eyes bulging, yellowed teeth in a feral grimace. What scares you most is the stranger in his eyes, the faraway gaze locked so intensely upon you.

He remembers his own beatings, his own fear, and his disgust of his own father. He sees the black eye the bully gave you, and he quails in terror at the inheritance of weakness he thinks has been passed down to you. He doesn't want to do this, and deep inside him is the man who carved the toys you still secretly play with by candlelight.

It is the echo of your grandfather, an ailing man left in the shadows of an asylum by your father. It is the memory of a man that makes your father's arm rise, and you oh so clever boy, now he thinks that when it falls it will somehow make you stronger even as it makes you hate him.

You. Will. Hate. Him.

3 OTHER LOCATIONS

That forgiveness he sees in your eyes, that kindness that seems like wisdom that will give him pause, make him reconsider.

But I will remind him of his own father, his own weakness. I may not know where it comes from, your capacity for compassion, but I know how to kill it. Come morning, your father will be my creature once more.

Come adulthood, you too will stand where he stands now; your own downward strike the echo of his own.

I have planted the seeds of genocide. I have turned

returning soldiers against faithful wives and seen mere midwives burned at the stake as witches.

It takes years for those flashes of violence; I must patiently guide you from the lies of the angels into my pogroms and inquisitions. Self-doubt, self-hate, resentment curdling humanity over generations. These are the tinder to the white-hot rage.

How much slaughter arises from those who desperately have something to prove?

Your father's judgment, it is still a foreign thing, his broken heart at your weakness something apart from the face you see in the mirror... but soon, it will sink into your skin, pass through your muscle, and take root in the marrow of your bones.

Shame. Most of all, I deal in shame.

If I appeared before the men of your bloodline, they would think me a stranger. Never realizing it was I who spoke thoughts they believed to be their own, who wove their masculinity from heirlooms of cruelty and inherited disgrace.

I've been with your people a long, long time. Ever since the diaspora, when the slave ships came en mass. You'll be like the others, thinking of me as a dream. So far, you've resisted; you've held on to this... celestial... thing inside you. Where did it come from I wonder?

You'll fall child. You will. And if not? Well, there is always need for meat on the tables of Mora...

-Ilsean, Devil of a Thousand Whispers

THE WELLSPRINGS OF LIFE AND THE PLANE OF RADIANCE

By Chad Middleton

"Radiance, eh? Ah, a place of pure thought and blindin' light, where darkness is cast out and secrets are revealed fer good or ill. Beware the light o' revelation lest it drive yer mad, and beware the things that dwell in eternal light, fer they're unforgiving of those less pure than themselves. True, on the plane o' radiance you can be reborn anew, an' find enlightenment. But ye might also be consumed by a star dragon of Keter and wiped from existence altogether.

"Nuthin comes free in the planes, boy. What made you think that light was any different?"

—Phoebos the Scrivener

P lowing over the face of the Prime Material is an ocean of light. It is the glorious will of life that is released when mortal beings die. This energy, separate from the souls that created it, flows in mighty lines across and through the flesh of worlds, gathering in locations of significance and exploding upward into the very planes of existence. Like a geyser, this power spreads in a fine mist at the top of its arc and filters back down through the layers, spheres, and hollows of creation.

Follow the three paths of Nefesh, Ruach, and Neshamah as they surge up to the celestial realms. Meet with the souls, freed from their underworlds, as they fly to their ultimate reward. Or treat with the beings of pure alignment that swim salmon-like back down the paths on obscure and weighty missions. Eleven worlds, the sefirot, lie along the paths and form the underpinnings for the very vitality of creation. Each sefirot houses a kingdom of protectors, from the golden trolls of Malkuth to the star filled trees of Daat, overlaps various Heavens, and is maintained by the bureaucracies of the gods.

PLANAR TRAITS

- Subjective Directional Gravity
- Normal Time
- Infinite Size
- Divinely Morphic
- **Positive-Dominant:** The majority of the plane is major positivedominant, but the wellsprings and sefirot are minor positivedominant.
- Enhanced Magic: Spells with the light descriptor are enhanced on the Plane of Radiance. Furthermore, spells that create light or heat, deal electrical damage, or belong to the divination school of magic are cast at a +1 CL.

- **Changed Magic:** Any primarily light-producing magic automatically has its area of effect enlarged, as per the metamagic feat.
- **Impeded Magic:** Spells with the shadow descriptor or that use or generate darkness or cold are impeded on the Plane of Radiance. Even if successfully cast, they are swiftly eaten away by the plane, halving their duration.
- Mildly Neutral-Aligned

The Plane of Radiance is both coexistent and conterminous with all other planes of existence. It can only be entered from a leyline axis point on the Prime Material or through the Ethereal, but it can be exited to any location on any plane dependent upon which sefirot a traveler has last visited. The planar traits of the various sefirot and the wellsprings are the same as the Plane of Radiance except where noted in their descriptions.

OVERVIEW

Enrobing and inundating all other planes of existence, the Plane of Radiance is the source of all illumination from physical, mental, to spiritual. It is where fire gets its glow and from where muses grant artists inspiration. Even the darkest reaches of creation receive a miniscule trickle of its influence, for without that touch, those places would lie static and might as well not exist at all.

GEOGRAPHY

Like a creature that has known only darkness might be pinned by a bright light, so it is with most travelers to the Plane of Radiance. The majority of the plane is a precise reflection of the worlds it

DARK ROADS AND GOLDEN HELLS



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OTHER LOCATIONS



illuminates. The contents of even the darkest shadows are laid bare with near blinding vibrancy.

However, what world one sees is dependent upon the spiritual and mental mindset of the individual. All of the Wellsprings from the prime material lead to their originating prime worlds' radiant planes. In order to travel to other prime worlds or other planes of existence, travel along the paths of Nefesh, Ruach, and Neshamah is necessary. Each sefirot that they pass through opens the minds of travelers, awakens their essences to the complexities of the universe, and allows them to perceive the other worlds that have been there the entire time but that they were unprepared to accept shared the same space as their own worlds.

The three paths are much like currents in an ocean. Once a creature has entered a path, its flow of energy is obvious. Petitioners, the souls of the dead, are the primary travelers along these paths and use them to arrive at their final destinations. Angels, demons, and other outsiders occasionally can be found here as well. Travel time between sefirot varies but at least one period of rest is always required to pass between two.

THE WELLSPRINGS OF LIFE

Nefesh: Wellspring of Potential

Nefesh is the wellspring of what would have been. The drive to continue living that all life has, even as it ends, and the last thoughts and dying passions that create ghosts and wraiths if left to stew on the prime material. This is the raw physical energy that spasms muscles, even after a body's soul has fled.

Mildly Law-Aligned

- **Objective Directional Gravity:** Down always leads toward the next sefirot.
- Erratic Time: Each time Nefesh is entered, from outside or between sefirot, reroll on the erratic time chart to see how much time passes on the outside while traveling in this wellspring.

d%	Time on Material Plane	Time on Erratic Time Plane
01-10	1 year	1 round
11-40	1 month	1 hour
41-60	1 day	1 day
61-90	1 hour	1 month
91-100	1 round	1 year

Neshamah: Wellspring of Essence

Pure power flows along Neshamah. Divine and arcane energies that were not expended from casters' minds before their deaths return to the cosmos within this wellspring. When a magic item is destroyed, this is where its unused power goes.

- Mildly Neutral-Aligned
- **Gravity:** No Gravity. Individuals merely float in space, unless other resources are available to provide locomotion.
- Wild Magic: The incredible and violent energies flowing along this path wreak havoc with spells. Creatures using spell-like

Dark Roads and Golden Heils

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abilities and magic items must also roll on the wild magic table each time their abilities are activated.

Ruach: Wellspring of Mind

Ruach is the primary pathway for souls seeking their eternal reward/ punishment in the hereafter. It is comprised of the freed mental energies of all sentient and formerly living beings. Random thoughts and information shoot through the minds of those that travel this path, and it is often odd what a creature picks up from long exposure here.

• Mildly Chaos-Aligned

• Sentient Morphic: Barely aware, Ruach is a collective consciousness of all the thoughts that have moved through it in the past, present, and future. Travelers that block the flow, disrupt other creatures in the wellspring, or actively reap knowledge from the wellspring quickly learn to regret their actions. Ruach may change any of its planar traits that are not listed here to hinder creatures that annoy it, including changing the severity of its alignment.

Entering the Wellsprings and Travel Within

Creatures on the Ethereal Plane and a few powerful outsiders can enter the Plane of Radiance with a simple Will save (DC 10 + their HD), provided they are within a few hundred feet of a leyline. All others must use a spell, such as *planeshift*, or ritual at a leyline nexus or gain entry to the sefirot Malkuth from one of its gateways within the Ethereal. No other permanent entryways are known to exist although rumor has it that a small gateway is formed every time a creature has an epiphany or a unique burst of creativity, when someone is brought back from death, and when a location's bathed in intense light for long periods of time.

A creature leaves the flow simply by willing it so, exiting into the Plane of Radiance as appropriate to the sefirot it has overcome, and may return to the flow in any place it has been to up until it left. A creature may drag another out of the flow with a successful grapple check.

OTHER LOCATIONS

d%	Effect	
01-19	The spell rebounds on its caster with its normal effect. If the spell cannot affect the caster, it simply fails.	
20-23	The spell rebounds on its caster with its normal effect. If the spell cannot affect the caster it simply fails. Additionally, surging energies deal 2 damage/spell level to the caster.	
24–27	The spell fails, but the target or targets of the spell are pelted with a rain of protoplasm, which disappears upon striking. The barrage continues for 1 round. During this time, the targets are blinded, and they must make concentration checks (DC 15 - spell level) to cast spells.	
28-33	The spell affects a random target or area. Randomly choose a different target from among those in range of the spell or center the spell at a random place within range of the spell. To generate direction randomly, roll 1d8 and count clockwise around the compass, starting with south. To generate range randomly, roll 3d6. Multiply the result by 5 ft. for close-range spells, 20 ft. for medium-range spells, or 80 ft. for long-range spells.	
34-36	The spell functions normally, but any material components are not consumed. The spell is not expended from the caster's mind (the spell slot or prepared spell can be used again). Similarly, an item does not lose charges, and the effect does not count against an item's or spell-like ability's use limit.	
37–39	The spell does not function. Instead, everyone (friend or foe) within 30 ft. of the caster receives the effect of a heal spell.	
40-43	The spell does not function. Instead, a deeper darkness effect and a silence effect cover a 30-ft. radius from the caster for 2d4 rounds.	
44-47	The spell does not function. Instead, a reverse gravity effect covers a 30-ft. radius from the caster for 1 round.	
48-51	The spell functions, but shimmering colors swirl around the caster for 1d4 rounds. Treat this as a glitterdust effect (DC 10 + spell level).	
52–59	Nothing happens. The spell does not function. Any material components are used up. The spell or spell slot is used up; an item loses charges, and the effect counts against an item's or spell-like ability's use limit.	
60-71	Nothing happens. The spell does not function. Any material components are not consumed. The spell is not expended from the caster's mind (a spell slot or prepared spell can be used again). An item does not lose charges, and the effect does not count against an item's or spell-like ability's use limit.	
72–98	The spell functions normally.	
99–100	The spell functions strongly. Saving throws against the spell incur a -2 penalty. The spell has an enhanced effect, as if it were cast with the enlarge, maximize, widen, or extend spell feats (25% chance of each). If the spell is already enhanced with the same feat, there is no further effect.	

THE SEPHIRAH

Viewed from within a wellspring, a sefirot appears to be a huge, dark sphere haloed in metallic-hued fire. Each represents an awakening of the mind, a facet of creation, and a roadmap to enlightenment. All together, in the framework of the wellsprings, they are called the Sephirah, and they act as filters and distributers of the light from the Plane of Radiance and the life of the positive energy plane to all of creation. When a creature enters a sefirot, the portions of the multiverse it provides for become accessible in the surrounding Plane of Radiance. A creature on the Plane of Radiance sees the various layers of existence overlapping one another where appropriate, like the inner planes exerting their influences over the Prime Material or what's happening on both sides of a gate connecting a location on the Prime Material and a lower plane. How this appears has endless variations from one individual to another: ghost-like images for some, static scenes as if inside a picture box for others.

THE TEN SEFIROT

Ranging in size from that of planets to small rooms, the ten sefirot are demiplanes suspended throughout the Plane of Radiance. Connected to each other by the wellsprings, they resemble from a distance a massive tree or esoteric ladder, and regardless of where someone is on the Plane of Radiance, the Sephirah are always visible. Each sefirot has planar traits and guardians related to a theme, and once that theme is realized and accepted by travelers, they may move on to the next sefirot. When they pass beyond a sefirot, they gain both a exaltation (a limited use or 24 hour bonus) and possibly access to more of the multiverse while traversing the Plane of Radiance. A creature may only have one exaltation at any one time.

Malkuth: The Sefirot of Rulership

- Normal Gravity
- Finite size: Malkuth is the size of a metropolis.
- Alterable Morphic

Rulership of one's self and one's dominion and respect to another's authority are the themes and lessons within Malkuth. The sefirot appears as a city-sized, greenish-black circle of jungle on the Ethereal Plane. Three massive black tombs break the top of the canopy: a pyramid, a ziggurat, and a burial mound topped with menhir. Within the boundaries of the sefirot, beacons of light burn at the top of each and provide illumination to the jungle below. The golden trolls rule here, three tribes based out of each tomb, and constantly war with each other. Proud and powerful, the trolls all vie for personal power and enlist any and all to serve them in their endeavors for domination. Submitting to serve, teaching others to do so, or forcing others to submit are all ways that this sefirot might be passed through. Neshamah leads to Yesod from Malkuth.

Guardians: The golden trolls are black-skinned, golden-eyed creatures of claw and fang. Treat as normal trolls but with slightly more civilized manners. Claw and bite attacks ignore any DR/special material and weapon damage type (that is, adamantine, slashing, and so on).

Exaltation: You gain a +2 insight bonus to Will saves and morale checks for 24 hours.

Planar Access: Those that advance beyond Malkuth may access any Prime Material world known to them.

Yesod: The Sefirot of Foundation

- Heavy Gravity
- Finite Size: Yesod is a planet-sized ball of stone.
- Earth-Dominant
- Enhanced Magic: Spells and spell-like abilities with the earth descriptor or that use, manipulate, or create earth or stone (including those of the Earth domain and the elemental (earth) bloodline) are enhanced.
- Alterable Morphic

Yesod challenges the very foundation of its visitors' beings, their physical forms. From without, Yesod appears to be a planet-sized sphere of precious metals: gold, silver, and platinum predominantly. Within, it is a ball of stone, riddled with cracks and fissures that regularly shift and close. Those that wish to pass through this sefirot must constantly squeeze and dig to find an exit. An exit only accessible once they have given up their need for physical form and its limitations. Creatures may travel by Nefesh to reach Hod, by Neshamah to Tiferet, or by Ruach to Netzach from Yesod.

Guardians: Every single kind of ooze can be found slithering through this place.

Exaltation: You may use the compression ability from the universal monster rules for 1 round a number of times per day equal to your Wisdom modifier (minimum 1).

Planar Access: The elemental inner planes (air, earth, fire, water) are now accessible from the Plane of Radiance.

Hod: The Sefirot of Glory

- No Gravity
- Major Positive-Dominant
- Mildly Law-Aligned

Exiting the Plane of Radiance

Being co-existent with all other planes of existence, the Plane of Radiance grants those who travel through it a unique benefit: a precise exit. In the Plane of Shadow, travel times might be shortened, but exiting the plane where travelers want can be chancy at best. The Plane of Radiance has the same dimensions of the worlds it illuminates, so travel time remains the same, but travelers exit exactly where they wish to be. However, such exits are not subtle and are always accompanied by an explosion of sound and a flash of light that reduces the Perception DC to notice a being's appearance from the plane by -15. Additionally, everyone adjacent to the exiting creature, including that creature, is subject to a *glitterdust* spell.

Hod is the sefirot of both glory and serenity. It is an endless sea of shimmering lights, auroras, and curtains of color scattered with an asteroid-like field of stone and crystal clumps. There is an overwhelming sense of wellbeing that inundates this sefirot, and each minute that a creature spends within it, a DC 16 Will save is required, or it is subject to calm emotions as the spell for a number of rounds equal to its Charisma modifier (minimum 1 round).

Guardians: The aurora birds hunt the fields of Hod. They are colorfully plumed yrthaks whose sonic attacks sound like angelic song. They take no penalty to Stealth checks when moving full speed through the shifting lights of Hod.

Exaltation: A number of times per day equal to your Charisma modifier, you may confuse a creature with a successful touch attack for 1 round (no save).

Planar Access: All of the elemental inner planes, including the more esoteric quasi-elemental planes (such as magma, acid, wood, metal, and so on) are accessible from the Plane of Radiance.

Netzach: The Sefirot of Eternity

- Heavy Gravity
- Timeless
- Alterable Morphic
- Mildly Chaos-Aligned

Netzach is the long walk of time. It appears as an infinite sea of pure cool water about an inch deep. Its surface is so placid that it reflects the deep-hued empty sky almost like a mirror, making the horizon disappear and giving travelers the impression of walking through the sky. Nothing changes here, and the passage of time seems meaningless. Anything that rests in one place for too long sinks into the sand beneath the lake's surface, leaving nothing behind. For each day travelers spend here, they must make a DC 12 Will save or age 1d12 years: the DC for this effect increases by 2 for each additional day.

Guardians: Sandmen ripple through the dust of ages beneath the water's surface. Using their sand form abilities to appear as figures in the distance that disappear when approached, to grab at travelers' feet and wear them down, and to put to sleep anyone foolish enough to stop for any significant length of time.

Exaltation: You may use the aging touch oracle revelation a number of times per day equal to your Wisdom modifier.

Aging Touch (Su)—Your touch ages living creatures and objects. As a melee touch attack, you can deal 1 point of Strength damage for every 2 levels you possess to living creatures. Against objects or constructs, you can deal 1d6 damage/level. If used against an object in another creature's possession, treat this attack as a sunder combat maneuver.

Planar Access: All of the elemental inner planes, including the more esoteric quasi-elemental planes (such as magma, acid, wood, metal, and so on) are accessible from the Plane of Radiance.

Tiferet: The Sefirot of Beauty

- Normal Gravity
- Static: The Gardens of Tiferet sway in their own winds.

Also known as the Sefirot of Grace, Tiferet requires creatures to accept their own inner beauty and to share it as it should be. It is a lush and manicured garden of incredible beauty that seems slightly out of step with visitors. Water can be walked across—so resistant is it to non-native influence—and all areas of plant life are difficult terrain. A flower from this sefirot never fades and its scent never diminishes.

Guardians: At the center of the gardens, everyone meets the same twins. One is always facing toward visitors and the other away. These are a nymph (Janus) and a medusa (Sunaj) that appear to be completely normal young women of the same race as their visitor. Janus is always cruel and Sunaj is always sweet. They also always pose the same question, which one of them is prettier and why? As is often the case with questions of this nature there is no correct answer and any reasoning why just digs the hole deeper.

Exaltation: You gain an inner glow that grants you a +2 insight bonus to Charisma for 24 hours.

Planar Access: All of creation's planar roads are available to you. An overwhelming roadmap of doorways and paths crisscross the prime material worlds illuminated by the Plane of Radiance.

Gevurah: The Sefirot of Severity

- Heavy Gravity
- Self-Contained Shape: Gevurah is a single cavernous room with eight exits that each lead to the door opposite.
- Strongly Law-Aligned

Gevurah is discipline, the intent of law. It appears from outside as a giant courthouse lined with statues of every known lawful race and deity. Within its single octagonal chamber there stands a straight-backed wooden chair facing an impressive podium. Travelers must justify their actions, lives, faith, and dreams to their judge. They must provide proof that their cause is just and that they are true to themselves. All creatures within Gevurah are subject to a zone of truth (no save).

Guardians: Aeons are the Judges of Gevurah. One of an appropriate CR to the party is always present, presiding over events.

Exaltation: For 24 hours, all creatures that begin their turn adjacent to you are affected by a zone of truth (no save).

Planar Access: All of the well-known lower planes are available to you (such as Hell, the Abyss, and so on).

Chesed: The Sefirot of Kindness

- Light Gravity
- Flowing Time: 1 hour on the prime material equals 1 day in Chesed.
- Finite Size: Chesed is the size of a small kingdom.
- **Highly Morphic:** The mountains of Chesed are constantly shifting around one another like dancers on an overfilled ballroom floor. Avalanches of rock scree are common. Creatures with the earth type or subtype generate an aura of stable ground equal to 10 ft./level (or HD).


Strongly Chaos-Aligned

A free-floating mountain range, Chesed is a place where cruelty is a matter of survival, where kindness is as rare as platinum and carries punishment of death. This sefirot is unpredictable with avalanches, earthquakes, and cliffs that weren't there scant minutes ago. It is bitterly cold, the wind is always severe, and there is a 50% chance/ hour that the mountain you are on will rise or lower to the next step of altitude. The positive energy that inundates Chesed requires spells to protect travelers or forces them to inflict wounds upon themselves to survive.

Guardians: Kytons maintain a kingdom here, and it is filled with screams.

Exaltation: For 24 hours, you gain DR as a barbarian of your level (minimum 1), if you already have DR from another source, increase its value by 1.

Planar Access: All of the lower planes are available to you.

Daat: The Sefirot of Knowledge

No Gravity

3 OTHER LOCATIONS

An infinite sea of books, scrolls, blueprints, and more obscure means to record information—all of it free-floating and completely unorganized. Travelers looking for information here have a chance of finding something relevant equal to their collective Intelligence modifiers $\times 1\%$.

Guardians: The star trees of Daat have bark that resembles pages and scrolls, leaves that glow with a bright blue light, and a maw hidden amongst its twisted roots that drones. Despite their appearance, use the stats for a neh-thalguu if someone interrupts one's lecture.

Exaltation: You gain a +2 insight bonus to your Intelligence bonus for the next 24 hours.

Planar Access: Demiplanes, pocket dimensions, and esoteric planes are revealed to you (such as the Plane of Dreams, the Far Realms, and so on).

Binah: The Sefirot of Understanding

- Limited Magic: Only spells with the cold, fire, light, or shadow descriptors work within the maze of Binah.
- Mildly Law-Aligned

Binah is a giant ball of white, black, and grey spheres floating within a halo of golden light when viewed from outside. Inside, the spheres prove to be globes of the spells darkness, deeper darkness, and light. It is a maze designed by the guardians of this sefirot to disorient travelers. **Guardians:** Lurkers in light call Binah home. They often focus their attacks on one or two members of any group to the exclusion of all others. Revelations as to why these poor souls are so targeted is key to escaping this sefirot.

Exaltation: When you spend 1 round in an area of bright light, you gain a +2 insight bonus to AC for a total number of rounds equal to 1/2 your ranks in Perception.

Planar Access: The upper planes are revealed upon the Plane of Radiance.

Chokhmah: The Sefirot of Epiphany

- **Objective Directional Gravity:** Down is always towards the planetoid.
- Self-Contained Shape: Chokhmah is a colossal planetoid.
- Mildly Chaos-Aligned

A glossy white planet shot through with smooth tunnels, Chokhmah looks very much like a round sponge made of wax. Sounds echo through its tunnels, the cries of creatures from all of creation that have experienced unique revelation. Discovering this wisdom is the doorway to beyond.

Guardians: Shining children wander the tunnels of Chokhmah, hoarding what they hear and tormenting visitors with flame to encourage horror-filled epiphanies from them as well.

Exaltation: You gain a +2 insight bonus to your Wisdom ability score for 24 hours.

Planar Access: The upper planes are revealed upon the Plane of Radiance.

Keter: The Sefirot of Creation

Normal Gravity

• **Finite Size:** Keter is a metropolis whose edge is the Plane of Radiance.

Keter is the top of the Sephirah. The wellsprings explode outward from a column of light in the city's center to spread their energies across the Plane of Radiance and the Positive Energy Plane. This is the bustling home of the Planar Devas and is a major hub for commerce across the planes.

Guardians: While the planar devas are the primary inhabitants of Keter, it is the star dragons that are best known. Use any dragon and add the radiant creature template.

Exaltation: You gain the radiant creature template for 24 hours.



"I remember the first time I realized I truly loved the planes: I was in the Mask and Maelstrom tavern, looking for work. Some likely fellows and I were being hired for a job I still have to be a little discreet about—the War, you understand, I'm sure.

"I looked around, and there we were: me, a fallen angel, and among them the dead soul of an ancient elven hero, an azata bard no taller than my knee, some dwarf priest who'd never set foot outside his god's domain, and a mechanical man fresh off the mortal plane. They were all throwing back lethe ales and already discussing how they'd spend their loot. Hired by an embodiment of Honesty to steal back some souls mis-sold to Heaven, to pay for gambling debts racked up on a crooked riverboat plying the Styx.

"Only out here do you see things like that."

—Cicerone the Upfallen



o matter how much they may superficially resemble their counterparts in the mortal world, planar PCs live in a fundamentally different world and take different things for granted. They are closer to the planes and more easily touched by its various powers but, at the same time, more bound by them too. Many envy the free will and ignorance of those born on the mortal plane.

Being creatures that walk in Heaven and Hell, the realms of gods and the Sea of Possibilities, most planar natives are divided into two kinds. The pious, who live in the light and glory of their patron power. And the cynical and worldly, men and women who see the highest good and deepest evil as merely two sides in a big game.

NEW RACES

DEVA

When a creature leaves the Plane of Radiance, it takes a bit of that infinite light with it—and sometimes, it leaves a bit of itself behind as well. Deva are born fully formed and appropriately geared, in a flash of light, bursting from the ground or emerging within glittering mists that appear from nowhere. With animalistic features, multiple faces, or elemental affinities, deva are as adaptable as they are varied. Often mistaken by mortals for gods or demons, those that travel with them in the chaos of the planes soon find their bravery proves them so much more.

Physical Description: Deva tend to be taller than humans, though more defined and extreme in build. Muscular deva are profoundly so; a thin one might be mistaken for a sylph; and an obese deva defines the term. Their skin is uniformly vibrant and comes in one of six colors: red, magenta, blue, cyan, green, and yellow—but their eyes and hair can be of any color and shade. A deva's facial features are as varied as any other race's but, when at rest, are often set into a mask of distinct emotion, from the bulging eyes and gaping mouth of horror to the squinted eyes and rosy cheeks of humor. Clothing worn by deva usually either perfectly complements their features or garishly clashes with them.

Society: Generated at random, deva lack much of a society. Often, they watch the ways of those that spawned them and copy what they see.

Relations: Deva live much of their lives watching the movements and habits of other worlds from the safety of the Plane of Radiance, so they are somewhat naïve when it comes to other peoples' motivations. They approach most others with a helpful and friendly attitude unless given reason not to.



Alignment and Religion: Any alignment is possible for a deva. However, with their lack of experience with the multiverse at large, Neutral is often at least one facet of their alignment. Religion intrigues deva since fulfilling the directives of a god leads its followers to an ultimate reward, one which many deva have seen for themselves firsthand. Few see a downside to serving a deity.

Adventurers: Deva seek skills that allow them to become more adaptable and avoid classes that might hold them accountable for other responsibilities. Alchemists, barbarians, bards, fighters, rogues, summoners, and wizards are the most common.

RACIAL TRAITS

- +2 to One Ability Score: Deva get a +2 bonus to one ability score of their choice at creation to represent their adaptability.
- Medium: Deva are Medium creatures and have no bonuses or penalties due to their size.
- Normal Speed: Deva have a base speed of 30 ft.
- Darkvision: Deva can see in the dark up to 60 ft.
- Universal Native: Born from the essence of creation, deva are considered native to whatever plane they are on, and spells and effects that target extraplanar creatures do not affect them.
- **Immortal:** A deva is immortal and does not age. It is immune to spells and effects that would cause it to age or mimic the effects of it doing so.
- **Born Ready:** Born fully formed from the stuff of creation but in any location, all deva begin play trained in one level of a class (as chosen by their player). Fully geared with armor, weapons, and equipment appropriate to their class (also chosen by their player, up to the starting gold value as determined by the GM).
- **Planar Form:** All deva are born with one of the following special abilities. At 10th level and again at 18th level, an additional ability may be selected. If the same ability is selected, only the secondary effect is gained each additional time.

Wings: You gain wings. With each 5 ft. of downward movement, you may glide at a speed equal to your base movement with poor maneuverability. Fly is now a class skill. Secondary: You can fly. You gain a +2 circumstance bonus to your Fly skill. Your maneuverability improves by one step, or you can add 10 ft. to your fly speed.

Arms: You gain an extra pair of arms. These grant you an additional 1 move action/round that does not allow you to move or cast a spell. You may take the Multi-Weapon Fighting feat. Additional arms are weaker than your original pair, and they may only wield light weapons and only apply half of your Strength modifier to damage. Secondary: You gain yet another pair of arms. You may now use aid another action on yourself during Strength and Dexterity based skill checks for each additional set of secondary arms as a free action. You may also take 10 to use the aid another action for multiple creatures, one per set of arms, provided they are adjacent to you.

Faceted Essence: Your essence is multifaceted. You gain another head or face somewhere on your body. You may eat, breathe, speak, and sense normally out of both. You gain an additional +2 circumstance bonus to initiative checks, a +2to Perception checks, and a +1 to Reflex saves so long as your vision is not impeded. Secondary: You gain an additional head or face. This grants you an additional +2 bonus to your initiative and Perception checks and an additional +1 bonus to your Reflex saves. With a third selection of this ability, you also gain the all-around vision ability from the universal monster rules (see Pathfinder Roleplaying Game Bestiary 2).

Bestial Essence: You gain physical characteristics of one kind of beast. You may change as little as gaining feathers or a pattern of spots or as much as your head resembling any kind of beast, magical or non-magical, such as a unicorn or an elephant. You remain humanoid. You gain one form of natural attack from the universal monster rules (see Pathfinder Roleplaying Game Bestiary) that reflects the abilities of your chosen animal, a +2 racial bonus to saves against transmutation (transformation) spells, and low-light vision. Secondary: You gain an additional natural attack. If the same attack is chosen, its damage die increases by one step instead. You gain a +2 circumstance bonus to Perception checks in conditions of dim light, and you gain the scent ability to a range of 30 ft.

Elemental Essence: You have a special affinity with one of the elemental energies of the planes. Choose fire, cold, acid, electricity or sonic. Once this choice is made, it becomes permanent, and you gain resist 5 against your chosen element. Any weapon you wield also deals 2 additional elemental damage of your affinity's type for every 3 character levels beyond first. This damage is not multiplied on a critical hit, but it does stack with other elemental damage of its type. Secondary: You may increase your affinity or gain another. If you choose to increase, you gain an additional 10 to your resistance. If this increases it to 20 you gain immunity to that energy instead. If you select another affinity, you gain Resist 10 against it as well. You may change the energy type of your bonus damage as a free action between your selected energies, and regardless of your active affinity, your extra damage increases by 2 for each additional selection of this ability.

- **Weapon Familiarity:** Deva are proficient with all simple weapons, starknives, and two-bladed swords. They treat any weapon with "deva" in its name as a martial weapon.
- Languages: Deva begin play speaking Common and Devanic. Deva with high Intelligence scores can choose any of the following bonus languages: Abyssal, Aklo, Aquan, Auran, Celestial, Draconic, Ignan, Infernal, Sylvan, and Terran. Devanic is an amalgamation of all the other planar languages, and any creature that speaks at least three of the above languages can convey basic ideas with speakers of Devanic.



MAXIM

Maxims are born naturally on planes under the influence of powerful law and are sometimes the result of experiments by lawful outsiders (typically algoriths).

Physical Description: Maxims resemble perfectly formed humanoids with very similar sharp, angular features and expressionless faces that usually lack any sign of aging or emotion. They generally appear to have a mixture of elven and human features. They are often bearded and have hair, skin, and eyes of solid, unblemished colors, lacking freckles or variegation. They are often difficult to tell apart, being of similar heights, weights, and builds, regardless of gender.

Society: Maxims are typically born among other races, but where they exist in sufficient numbers, they strive to control their settlements, placing them in a state of perfect order: when mixed with good or evil they achieve utopia or tyranny, but maxims value order above all. Their communities are rigidly divided by caste and profession.

Relations: Maxims naturally get on well with any lawful race. Disorder and disorganization irritate them like nails on a chalkboard. Many are more concerned with their own affairs, and other races are treated indifferently, unless they are impeding or helping the maxim achieve its goals.

Alignment and Religion: Maxims are usually, but not always, lawful in alignment. They worship many gods but prefer organized worship and large organizations to fringe cults and individualistic worship. If they had a unifying religion, it would be the desire to impose perfect order onto the world.

Adventurers: Maxims fiercely dedicate themselves to their endeavors, so they excel at just about anything they put their mind to. Many are mercenaries who operate strictly to the letter of their contracts; some become wizards studying the laws of the universe; others study order as monks or champion goodness on the path of the paladin. When a maxim chooses a class, they rarely change their mind unless 1–2 levels of something else would make them more efficient.

MAXIM CHARACTERS

Maxims are defined by class levels—they do not possess racial HD. They have the following racial traits.

- +2 Constitution: Maxims are sturdily built.
- Medium: Maxims are Medium creatures and have no bonuses or penalties due to their size.
- Normal Speed: Maxims have a base speed of 30 ft.
- Darkvision: Maxims can see in the dark up to 60 ft.
- **Axiomite Resistances:** Maxims have acid resistance 5, electricity resistance 5, and fire resistance 5.
- **Coordinated Action:** Maxims gain Order's Unity as a bonus feat, even if they would not normally qualify for it.
- **Skilled:** Maxims have an innate knack for complex processes and gain a +2 racial bonus to Craft, Heal, and Linguistics checks.
- **Resistant to Entropy:** Maxims gain a +2 racial bonus to saving throws against disease and mind-affecting effects.

- **Spell-Like Ability:** Maxims can use either cure light wounds or make whole 1/day as a spell-like ability (CL equals the maxim's class level).
- Languages: Maxims begin play speaking Common and Axiomite. Maxims with high Intelligence scores can choose any of the following bonus languages: Celestial, Draconic, Dwarven, and Infernal.



WARPLINGS

Warplings are descended from parents tainted by exposure to highly chaotic planes, infected by wild magic or proteanic disease. No two are alike.

Physical Description: Warplings resemble their parent species but, often, have oddly distorted features, such as eyes of different sizes, hair that moves of its own volition, abnormal numbers of fingers or toes, or multiple skin tones with extravagant swirls. Their physical characteristics change over time, with skin, hair, and eye color changing over days or weeks to become similar to the colors around them.

Society: Warplings are usually born to other races, but they sometimes form colonies on chaotic planes. Warpling colonies may be complete anarchies or merely individualistic (see PLANAR SETTLEMENTS) but embracing chaos doesn't always mean their homes are disorganized or untrustworthy. Many live as nomads, preferring to keep moving rather than settle down.

Relations: Excessive order stifles warplings like a hot and airless room, so they rarely get on with very lawful creatures. They tend to treat other creatures on a case-by-case basis. Warplings are nothing if not adaptable.

Alignment and Religion: Warplings are not always chaotic, but it is a natural tendency for them and they are rarely lawful.

Adventurers: Warplings' powers and natural inclinations make them natural rogues, but they're not limited to any class, though they rarely have the resolve to be paladins or monks. They favor sorcerer over wizard, and they often have a level or two in several classes.

WARPLING CHARACTERS

Warplings are defined by class levels—they do not possess racial HD. Warplings have the following racial traits.

- +2 to One Attribute: Every day, a warpling can choose to add a +2 racial bonus to a single attribute. Once this choice is made, it cannot be changed until the warpling has rested for 8 hours and chosen to re-allocate this bonus. This choice cannot be changed more than once in a single 24hour period.
- Small or Medium: A warpling can come from Small stock (usually gnome or goblin) or Medium stock (usually elf, human, or orc). This choice is made when the character is created.
- **Slow or Normal Speed:** Warplings have a base speed of 20 ft. if Small or 30 ft. if Medium.
- Darkvision: Warplings can see in the dark up to 60 ft.
- **Proteanic Resistances:** Warplings have acid resistance 5, electricity resistance 5, and sonic resistance 5.
- **Reactive Adaptation:** If a warpling is subject to a polymorph effect or an effect that would impede their movement (such as hold person, solid fog, slow, or web) and fails the save against it, the warpling receives another saving throw at the start of the next turn.

- Ride the Wave: Warplings roll twice whenever subjected to a confusion or warpwave effect and can choose from either result.
- **Skilled:** Warplings gain a +2 racial bonus to Bluff, Disable Device, and Escape Artist checks.
- **Spell-like Ability:** Warplings can use shatter 1/day as a spell-like ability (CL equals the warpling's class level).
- Languages: Warplings begin play speaking Common and Protean. Warplings with high Intelligence scores can choose any of the following bonus languages: Abyssal, Aklo, Elvish, Gnomish, Goblinoid, Orcish and Sylvan.



HEROES OF THE PLANES

NEW FEATS

The following new feats are available to planar natives and characters that regularly travel in the planes.

COMBAT FEATS

ORDER'S UNITY

You've been trained by maxims or algoriths and are highly effective when working with others.

Prerequisite: Lawful alignment.

Benefit: You confer an additional +1 insight bonus when taking the aid another action and receive an additional +1 insight bonus when they are the recipient of aid other.

PIOUS STRIKE

You call upon the gods to guide your smiting hand **Prerequisite**: Ability to cast divine spells.

Benefit: As a swift action, you can sacrifice a divine spell or spell slot in order to grant yourself a sacred (or profane, as appropriate) bonus equal to the spell's level to your next attack roll.

GENERAL FEATS

ALETHEIAN

You possess alethia (or "unforgetfulness"), a quality that protects you from memory-erasing effects.

Prerequisites: Wis 15.

Benefit: You are immune to spells and effects that modify or remove your memories, including the river Styx. If reincarnated, you remember all of your previous life and automatically retain any prepared spells but still suffer negative levels or Constitution drain.

PLANAR CONFORMIST

You know how to walk the walk and talk the talk on hostile planes. **Benefit**: Choose one alignment other than your own. You ignore the penalties inflicted by mild and strong alignment traits of that type.

PLANAR INFILTRATOR

You are expert in masquerading as a native of other planes **Prerequisite**: You must be able to speak the plane's native language in order gain the benefit below.

Benefit: You gain a +2 insight bonus to Bluff, Diplomacy, Disguise, and Linguistics checks when trying to convince someone that you're native to a particular plane.

PLANAR OUTRIDER

You've lost count of the strange and bizarre beasts you've strapped a saddle to.

Prerequisite: Ride as a class skill.

Benefit: Your Ride skill is not reduced when riding a non-standard mount.

RELUCTANT PAWN

You are resistant to the magical wiles of both sides in the Psychomachia.

Benefit: You gain a +2 insight bonus to saves against spells cast by good or evil outsiders.

TREADER IN DUST

You can survive on planes infused with entropy.

Benefit: You are immune to the minor negative dominant trait and can downgrade the effects of the major negative trait on yourself to minor. You gain a +2 racial bonus to saves to recover from energy drain effects.

MAGIC FEATS

MORAL CASTER

Your strong moral beliefs give spells that match it extra punch.

Prerequisites: Ability to cast a spell with an alignment descriptor that matches your own.

Benefit: Whenever you cast a spell with an alignment descriptor that matches your alignment, you increase the DC by 2.

PLANAR SECRET

You understand the fundamental realities of the planes.

Prerequisites: You can only take this feat if you possess levels in a class whose spellcasting relies on a limited list of known spells (such as bard, oracle, or sorcerer).

Benefit: Choose one domain. You add the spells from that domain to your list of spells known.

Special: You can select this feat multiple times. Each time it applies to a different domain.

SLY CASTER

You're skilled in getting around planar traits that hamper your magic. **Prerequisites**: Ability to cast arcane spells.

Benefit: You gain a +2 insight bonus to concentration checks to cast impeded magic in the planes and always know if a spell will be changed or limited by a plane before you start to cast it (but not what the exact effect will be).

MONSTER FEATS

FRIGHTFUL FORM

You assume a terrifying visage.

Prerequisite: Outsider, Cha 13.

Benefit: The creature manifests a terrifying burst of divine majesty 1/day. It gains frightful presence, affecting enemies of its faith and those it would deem sinful within 60 ft. The DC to resist this effect is 10 + 1/2 the creature's racial HD + its Cha modifier.

The Claws and Fangs of Heaven

If you read classical descriptions of angels and demons, you'll see that many of them look pretty weird to modern eyes: clusters of a thousand wings, rolling wheels of fire, revolving heads sprouting goat-legs. At your discretion, characters from Heaven and other benevolent places might be allowed some of the "monstrous" patronage feats. Feel free to tailor the description to the patron who provides it: perhaps a character can transform his hands into celestial blades rather than growing fiendish claws, or the eldritch horrors provide a tentacle rather than a tail.

PUPPETMASTER

You can possess the bodies of mortal worshippers.

Prerequisites: Outsider.

Benefit: The creature may possess a mortal within 100 ft. who shares its faith (either belief in a god or dedication to a particular alignment or concept) for up to 1 hour per HD you possess. This can be used 1/ day and functions like magic jar, except that no gem is required and the outsider's body disappears for the duration.

SOUL EATER

This monster devours not just meat but souls as well. **Prerequisites**: Bite attack.

Benefit: The creature can consume the soul from a recently slain corpse of a mortal (killed no more than 1 round/HD ago) using a coup de grace attack. A successful hit draws the soul out of the body and into the creature's stomach. The creature gains temporary hp equal to the HD of a swallowed soul, but consuming more than one soul is not cumulative (use the highest HD value). Treat the soul as being swallowed whole, except that the soul has no chance to escape, and the creature can consume any number of souls of any size. Souls do not take damage from being swallowed.

Creatures cannot be raised or resurrected if their soul has been consumed but can be restored by miracle or wish. These effects return the creature to life, but it remains "soulless" (they gain the soulless trait).

RACIAL FEATS

BORN BLESSED

You were born well off.

Prerequisite: Born ready racial trait.

Benefit: One weapon, armor, or piece of equipment that you gained from your born ready racial trait is of masterwork quality but only as long as it is in your possession. It reverts to a normal item of its type when held by anyone else and returns to its masterwork form when again in your possession.

COMPLEX FORM

Fate has blessed you with an advanced form. **Prerequisite**: Deva, 5th level.

Benefit: You may choose an additional planar form, or you may select an existing one and gain its secondary benefit. This feat may be taken multiple times.

FACETED PERFORMANCE

You are a choir of one.

Prerequisite: Faceted essence planar form, Cha 13.

Benefit: You gain a +2 racial bonus to any Perform skill check that involves your voice, and your spells with a vocal component are cast at a +1 DC.

PATRONAGE FEATS

Many factions in the planes court the service and devotion of mortals, and some even share a portion of their power in order to bring prospective assets more firmly into their camp. Patronage feats represent these pacts, deals, bargains, and blessings.

Patronage feats work similarly to achievement feats, but rather than a specific test or task to be completed, the character must make

peaceful contact with an outsider of the appropriate hierarchy and persuade it to bestow the gift on them (various services or payments may be demanded, of course). If a character falls from the favor of their patron, the benefit is revoked, and the feat vanishes. The character may choose to either work to regain their patron's favor, seek another patron, or assign a different feat using the normal process.

Below are some sample patronage feats:

ADAMANTINE SANITY

The powers of Order grant you mental wards as strong as adamantine. **Patronage**: Law.

Benefit: You are immune to spells or effects that cause madness or confusion, such as confusion, hideous laughter, and feeblemind. You gain a +4 sacred bonus to saves against fear and effects that deal Wisdom damage.

AEON TRAINED

You have been trained by the enigmatic aeons to access their timeless knowledge.

Patronage: Aeon.

Benefit: With a minute's quiet meditation, you can gain a +1 racial bonus to Knowledge checks. This bonus increases by 1 for every 4 levels you possess. You may also communicate like aeons, 1/day, placing an image in the mind of targets within 60 ft. as if using an aeon's extension of all ability. Occasionally, your aeon patrons also transmit strange images to you, but their purpose is unclear.

BALANCER

Your belief in neutrality can hold off creatures of extreme alignment. **Patronage**: Aeon, true neutral deity.

Benefit: You can cast either protection from or magic circle against chaos, evil, good, or law, 1/day/4 levels or HD you possess.

CAMBIUM DISTILLATION

Your metabolism has been altered to accept potions more readily. **Patronage**: Cambium.

Benefit: Choose one type of spell effect (such as Strength enhancing, healing, and so on). Whenever you take a potion of this kind, the effects are maximized, as per the metamagic feat.

CHANNELLING HEAVEN

Angels back your channel energy, blasting enemies with holy light when you call upon your pact.

Patronage: Heaven.

Prerequisites: Ability to channel energy.

Benefit: Instead of its normal effect, you can choose to have your channel energy ability harm all evil-aligned outsiders or heal all good-aligned outsiders.

CHANNELLING HELL

Devils and demons back your channel energy, blasting enemies with hellfire when you call upon your pact.

Patronage: Hell.

Prerequisites: Ability to channel energy.

Benefit: Instead of its normal effect, you can choose to have your channel energy ability heal all evil-aligned outsiders or harm all good-aligned outsiders.



CHAOS THEORY

Your faith in blind luck and randomness pays off... sometimes. **Patronage**: Chaos.

Benefit: As an immediate action, 1/day, you may choose to add or subtract 1d3 from a check that you or someone else in your presence makes. Dumb luck modifies the result.

DEVILISH EYES

You have the terrible eyes of a true devil.

Patronage: Hell.

Benefits: You gain a devil's see in darkness ability and a +2 racial bonus to Intimidate targets that can see the Hell-born evil in your gaze.

DIVINE AID

Your patron sends you aid when you strike down its enemies **Patronage**: Any.

Benefit: Whenever you confirm a critical hit against an enemy of your faith (opposing alignment or diametrically opposed beliefs), as an immediate action, you may invoke either a doom spell upon the target or a blessing centered upon yourself.

DIVINE CHAMPION

Your faith manifests as a magical gift

Patronage: Deity or conceptual plane.

Benefit: Choose one domain of your patron god or a domain appropriate to the conceptual plane you champion. You may cast the 1st level domain spell 1/day for every four character levels you possess, using your character level as the CL.

FANGS

Your teeth become iron-hard fangs.

Patronage: Mordiggian.

Benefit: You can make a bite attack, doing normal damage for your size plus your Strength modifier. You're considered proficient in this attack and can apply feats or effects appropriate for natural attacks to it. If used as part of a full attack action, the bite is considered a secondary attack and is made at your full base attack bonus –5, adding 1/2 your Strength modifier to damage.

Special: Disguising your fangs counts as concealing a minor feature.

FIDELE STYLE

Blessed by the fideles, your mutual bond lets you fight as one. You are probably destined to join the ranks of the fideles when you both die. **Prerequisites**: Both you and your partner must select this feat. **Patronage**: Fideles.

Benefit: Choose one other willing creature (soul mate, best friend, husband, or wife) to be your partner. You may aid another as a swift action when adjacent to your partner. You receive a +4 circumstance bonus on attacks of opportunity against creatures threatened by both you and your partner, and enemies that provoke attacks of opportunity from your partner also provoke attacks of opportunity from you (if you threaten them), within the normal limits.

FORCE INITIATE

The algoriths infuse you with their talent for force manipulation. **Patronage**: Algorith.

Benefits: You may use mage armor 1/day and mage hand 3/day as spell-like abilities.

FOREKNOWLEDGE

The Fates of the Loom are prepared to reveal the future to you. **Patronage**: Loom.

Benefit: Auguries and divinations are always clear when you cast them. As an immediate action, 1/day, you may petition the Fates to tell you how your thread plays out. Roll 1d20: on an even number, Fate is kind and you gain a +1 morale bonus to all rolls today; if the number is odd, Fate is against you and you suffer a -1 penalty. If you roll a 1 or 20, then the normal results apply but you are also subjected to a geas/quest (no save) to complete a fateful task decided by the GM.

HEAVEN'S LIGHT

Heaven's purity radiates from you

Patronage: Heaven.

Benefit: You may exchange a prepared divine spell or spell slot of the appropriate level in order to spontaneously cast one of the following—light (1st level); daylight or searing light (3rd level).

I'LL BE BACK

Your return has been foretold by the Fates of the Loom or a deity with a vested interest in your continuing existence

Patronage: Any.

Benefit: Your patron promises to raise you if you are slain at the nearest opportunity after you die (usually just after the danger that killed you has passed and always within 1 day). If your body is destroyed, you are instead reincarnated.

Special: Once this feat is used, it disappears. If you wish, you may immediately select it again, or substitute another appropriate feat.

LORD'S PROTECTION

A powerful lord of a plane (usually your home plane or one you are strongly tied to) extends to you their personal protection. **Patronage**: Any.

Benefits: A mortal creature with this ability is considered to be under the effects of a planar adaptation spell while on their patron's home plane. Other effects, even on similar planes, affect them normally.

NUMINOUS FORM

Your physical form radiates the presence of your god.

Patronage: Any deity.

Benefit: You can radiate the power of your patron deity 1/day with a radius of 50 ft. For 1 minute/level or HD, all allies of the same faith (or part of the same hierarchy) gain a +1 morale bonus on attack rolls and on saving throws against fear effects. You also gain a +5 sacred bonus to Cha-based checks with members of your faith.

Special: Whenever you invoke this feat, a visible sign of your god's power emanates from you, such as a halo, burst of hellfire, chaotic flashes, or floating mathematical formulae.

OUTSIDER SKIN

Your patron shares some of its invulnerability with you.

Patronage: Any.

Benefit: You gain resistance to one kind of energy, which your patron must also have, or you gain DR. The exact amount varies depending on your level

Special: You may take this feat multiple times. The effects do not stack. Each time you select Outsider Skin you must select a different type of resistance.

PLAY THE ODDS

You can manipulate the laws of the multiverse to ensure success now at the expense of certain failure later.

Patronage: Law.

Benefit: When you roll a critical hit, 1/day, you do not need to confirm it. However, the next time you need to make a confirmation check, you automatically fail.

PREHENSILE TAIL

You sprout a tail that's almost as useful as a third hand.

Patronage: Hell.

Benefit: You possess a prehensile tail that's almost as useful as a hand, which grants you a +2 racial bonus to Acrobatics checks. You can manipulate objects with it, or use it for Sleight of Hand attempts, but there is a -5 penalty to any rolls involved.

SAVANT CRAFTING

You have a deep intuition on crafting. **Patronage**: Hundun.

Benefit: You may use Wisdom instead of Intelligence as a modifier for all Craft skills. You craft items in half the normal time.

SCORN OF MORALS

You have the knowhow to force the angels and demons of Psychomachia to take their fight elsewhere.

Patronage: Law or Chaos.

Prerequisite: Channel energy class feature.

Benefit: When you channel energy, you can choose to make it harm both good- and evil-aligned outsiders. Alternatively, you can have it heal outsiders of either the lawful or chaos subtypes, instead of its normal effects (choose each time you channel energy).

TRUESPEECH

Your words can be understood by any creature.

Patronage: Heaven.

Benefit: You can speak with any creature that has a language, as though using a tongues spell.

VOICE OF FREEDOM

No bonds hold you for long.

Patronage: Chaos.

Benefit: You may use knock or freedom of movement on yourself, 1/ day as a spell-like ability. Use your character level as the CL.

VOICE OF HEAVEN

Your soul is bright with the goodness of Heaven.

Patronage: Heaven.

Benefit: You may use light, bless, or bless water as a cleric of the same level 1/day for every 4 levels you possess, plus 1.

VOICE OF HELL

Your voice has the seductive lure of a devil.

Patronage: Hell.

Benefit: You may use suggestion or undetectable lie as a cleric of the same level 1/day.

VOICE OF ORDER

When Ultimate Order speaks through you, few can resist its power. **Patronage**: Law.

Benefit: You may use command as a cleric of the same level 1/day for every 4 levels you possess, plus 1.

NEW TRAITS

CAMPAIGN TRAITS

These campaign traits draw on the themes discussed in chapter one.

Anything's Possible

You gain a +1 trait bonus to research new spells or craft mundane or magical items, but only the first time.

Fractal Dancer

Prerequisite: Neutral, chaotic neutral, or lawful neutral alignment. You find it easy to keep contradictory ideas in your head. You gain a +1 trait bonus to Diplomacy, Bluff, and Sense Motive against neutral outsiders.

Idealist

You believe in an idea or conceptual plane with the same reverence that others reserve for gods. You always know when you're standing on that plane. When subject to a spell that would be impeded on that conceptual plane (see Chapter 2), you get a +1 trait bonus to any saving throw required.

Lucky Number

Roll 1d20. This is your lucky number. Whenever you roll this number when making a skill check or attack roll, you gain a +1 trait bonus to the total.

Planeborn

You grew up among outsiders and learned the hard way that mortals often need to be discreet in the planes. You gain a +1 trait bonus to Bluff and Stealth checks made against outsiders.

Skilled Pawn

You're an experienced agent in the Psychomachia and know that even celestials can't always be trusted. You gain a +1 trait bonus to attempts to Sense Motive on good or evil outsiders, and a +1 trait bonus on Knowledge (planes) checks.

Soulless

You are empty. You may be a cosmic accident, born without a soul or may have been brought back to life by powerful magic (such as miracle or wish) after you died and your soul was claimed by some power. You are immune to spells such as soul bind or trap the soul, but also to raise dead and reincarnate. You are worthless to the Psychomachia.

Warrior of Heaven

They trained you to fight the forces of Hell. You gain a +1 trait bonus to damage rolls against evil outsiders.

Warrior of Hell

They trained you to fight the forces of Heaven. You gain a +1 trait bonus to damage rolls against good outsiders.

MAGIC TRAITS

Hidden Fate

The Fates have chosen to conceal the thread of your destiny from prying eyes. Attempts to divine your future always produce inconclusive results, and you gain a +4 trait bonus to saves against scrying.

I Just Don't Get It

You don't believe all this rubbish about belief, conceptual planes, and other planar nonsense. Ignorance, it turns out, is a defense: you get a +1 trait bonus to saves against any spell cast as a domain spell.

Inherited Gift

Prerequisite: Aasimar, tiefling, or other race with outsider heritage. One of your near ancestors was an outsider with spell-like abilities. Whenever you cast a spell that's part of their special or spell-like abilities, you cast it at +1 CL.

Radiant Mind

You gain a +1 trait bonus to Will saves in bright light and your light spells gain +1 CL against spells with the shadow descriptor.

RACIAL TRAITS

Hidden Soul

Prerequisite: Maxim, tiefling, warpling.

You look mostly like a human rather than your own race. There are always a few traces, but it takes a thorough examination to reveal your true race.

Miscarnated

Sometimes, a soul destined for a particularly race goes astray. Deep in your soul, you know you were born the wrong race. Choose another humanoid race. You count as both your actual race and that race for any effects related to type (this includes traits, feats, how spells and magic items affect you, and so on).

REGION TRAITS

These traits are drawn from the planes and locations detailed in Chapters 2 and 3.

Born at a God's Feet

You have long served in the heaven of a particular deity. You gain a +1 trait bonus on Knowledge (religion) checks and Knowledge (local) checks about the god's realm.

Born on the Wrong Plane

Your alignment clashes with your plane of origin. Choose a plane whose alignment traits are different from your own. You halve their penalties when on this plane.

Casino Training

You gain a +1 trait bonus to Perception and Sense Motive checks to detect cheating when gambling. Profession (gambler) is a class skill for you.

Chaos Survivalist

You have lived in the Far Beyond, surviving shifting planes and strange and unfathomable dangers. You get a +1 trait bonus to Reflex saves and to saves against madness affects—although you're probably more than a little odd to begin with.

Child of the Ever River

You were raised on the Ever River. You gain a +1 trait bonus to Swim checks and to saves against any of the Ever River's hazards.

Escaped From Hell

You're a former slave of Hell. You never intend to go back. They intend that you do. You gain a +1 trait bonus to Stealth rolls to evade evil outsiders.

Evermaw Belly

You require only half the normal amount of food and water to survive, take 1 less damage from the effects of starvation and thirst... and you can stomach eating some pretty rancid and disgusting things.

Heart of Entropy

You gain a +1 trait bonus to damage when trying to sunder an item or when attacking constructs or objects and a +1 trait bonus to saves to recover from negative levels.

Heaven's Favored

Prerequisite: Good alignment.

Celestials watch over your favored soul. You gain a +1 bonus to Diplomacy checks with celestials and saves against spells with the evil descriptor.

Hellhound on My Trail

The forces of evil are on your trail. You get a +1 trait bonus to Perception checks to spot evil outsiders, whether they're using Stealth, Disguise, or some other method.

Indweller

You grew up on one of the planes of the Elemental Indwelling and learned the hard way to avoid the local dangers. Choose one element or energy type: you gain resist 2 to that energy type, which stacks with any resistance you may have from your race.

Marketplacer

You gain a +1 trait bonus to Appraise and Diplomacy checks when haggling. Appraise is always a class skill for you, and you start with +20% starting cash.

Moribund

The grey pallor of the Underworld afflicts your skin. Your flesh is cool to the touch, and you gain a +1 trait bonus to saves against all negative energy effects.

Radiant Eyes

You are immune to dazzle effects and gain a +1 trait bonus to any saving throws against effects that might blind you.

Rustmonger

You have a gift for finding useable parts in junk. You gain a +1 trait bonus to Disable Device and Craft checks made to repair objects.

Shadowy Upbringing

You were born in the Shadow Realm, and every shadow honors your

ancestry. Whenever you are in dim lighting conditions, you increase the miss chance by 10% (so in dim light attackers would have a 30% chance to miss you, not 20%).

Stolen by the Elflands

Growing up, you were always around magical effects to the extent that you realized much of it was mere smoke and mirrors. You gain a +1 trait bonus on all saving throws against illusions.

Story Hunter

You were born among the nomadic story hunters and possess their gift for playing a role. You gain a +1 trait bonus to Perform and Diplomacy checks with fey, and Perform (storytelling) is a class skill for you.

Strength of Spears

The mark of a true warrior is how he or she handles pain and injury. You've had to handle it a lot. You gain a +1 trait bonus to stabilization checks, and the maximum negative hp you can go down to before dying is increased by 1.

Styxborn

Whoever you once were has been wiped away by the Styx. Attempts to charm or compel sometimes fail because you're not quite a whole person: you gain a +1 trait bonus against charm and compulsion effects.

Survivor of the Tables

You somehow survived being abducted by bogeymen and taken to the Children's Table. Although nightmares may leave you trembling, little else does: you receive a +1 trait bonus to saves against fear.

Unified Field Theory

You were trained in magic by both lawful and chaotic outsiders. Use Magic Device is a class skill for you, and you get a +5 bonus to Use Magic Device checks made to emulate any lawful or chaotic alignment.

Wellspring Soul

Whenever you receive a cure spell, you heal +1 point of damage.

RELIGION TRAITS

Infidel

You have abandoned your former god and left his or her realm in search of a new life. You gain a +1 trait bonus to saves against spells and abilities by clerics of that faith and spell-like abilities from outsiders of its divine hierarchy.

Pious Soul

Prerequisite: Born in a god's realm.

You are a walking phylactery of faithfulness, automatically aware of any action that would harm your standing with your patron deity.

Prophet

A god or goddess, or lord of Heaven or Hell, sends you dreams. They provide a benefit equal to the divination spell, 1/week. If your percentile roll fails, the dream is unhelpfully vague or ambiguous.

NEW INCANTATIONS

Dead Man's Bridge

School necromancy; Effective Level 7th

Skill Checks Knowledge (religion), one success DC 25; Perform (any), one success DC 25; Knowledge (planes), one success DC 25

Components M (dying creature, 5,000 gp "gift"), S, V Casting Time: 30 minutes Backlash negative level Range close (30 ft.) Duration instantaneous Saving Throw no; Spell Resistance no

You stand upon a bridge while a living humanoid dies and ride its passage into the Underworld. You call to the dying creature's god and sing or play of the soul's worthiness, making an offering worth at least 5,000 gp to the ankou (see p.99) to permit your passage.

If successful, you find yourself standing in the Underworld, upon the banks of the River Styx. All participants in the ritual gain the Trader in Dust feat until they leave the Underworld but also find that a portion of their life energy has been left behind, causing them all 1 temporary negative level.

Dead Man's Bridge provides no means to exit the Underworld.

Walk the Shadow Road

School conjuration; Effective Level 4th

Skill Checks* in order—Knowledge (history), one success DC 28; Knowledge (arcana), one success DC 28; Knowledge (planes), one success DC 28.

Components M (500 gp), S, V

Casting Time 30 minutes

Range close (30 ft.)

Duration 3d3 rounds

Saving Throw Will negates (harmless); Spell Resistance yes (harmless)

You open an existing passage through the Shadow Realm, allowing travel from Midgard to the Elflands (or vice versa). The doorway in the mortal realm is always a site of a murder, suicide, or other significant tragedy.

You must burn incense or make offerings to the shadow fey worth 500 gp and then must spin a lantern and lift it in and out of a bag of sackcloth, creating alternating light and shadow. At the same time, you and any travelers must move from an area of dim illumination to an area of darkness. Any number of creatures of any size can use an open road; the only limitation is the number that can reach the portal before it disappears. Anyone standing in the vicinity of either end of the portal sees a foggy road through a dark forest, but there are no hints of its destination. Environmental effects at one end of the road don't affect the other.

The destination of a given road is usually set; it can be changed only with effort. Those with fey blood can try to change the destination of a shadow road, imposing a -5 penalty to the Knowledge (planes) check. The fey creature must have visited the new destination before, not merely heard of it—although a bottled memory is sufficient.

* Elves and creatures with fey blood (including sorcerers with a fey bloodline) gain a +5 bonus to skill checks to open a shadow road. A confession of lost love, betrayal, or similar adds a +2 circumstance bonus to any one check (multiple confessions may be made, but all must be different). If someone moving with the travelers but not accompanying them provides this confession, the bonus becomes +4.

NEW SPELLS

Angel Eyes

You see as the archangels of Heaven do. School divination; Level cleric/oracle 5, inquisitor 5 Casting Time 1 standard action Components M (holy water), S, V Range caster Duration 1 min./level Saving Throw no; Spell Resistance no

Your eyes fill with a pure white glow, equal to a candle. During this time, mundane objects, creatures neither good nor evil, or those not powerful enough to have a good or evil aura (see detect evil for details) become shadowy and translucent: such things are only vaguely discernible and have concealment (20% miss chance) from you. Things good and evil however, stand out unmistakably.

Any creature that would be detected by detect good/detect evil is clearly visible, wreathed in either a golden halo or flickering hellfire, as if you were detecting them with detect evil/detect good. You always perceive good and evil creatures in their true form. Angel eyes defeats invisibility and detects creatures even if they are ethereal.

Chaos Ball

You unleash a ball of barely controllable chaos energy, which moves mostly at your command and shifts its form each round. School evocation; Level sorcerer/wizard 3, summoner 3 **Components** S, V **Casting Time** 1 standard action **Range** medium (100 ft. + 1 ft./level) **Area** 5-ft.-diameter sphere **Duration** 1 round/level. **Saving Throw** Reflex negates; **Spell Resistance** yes

saving mrow Renex negates; Spen Resistance yes

A chaos ball moves fills a 5 ft. square as a Medium creature and moves by flight up to $2d3 \times 10$ ft./round. If it enters a space with a creature, it stops moving for the round and deals 3d6 damage to that creature. A successful Reflex save negates this damage.

The amount of damage the chaos ball does remains constant, but it changes type at the start of your turn each round. Roll randomly on the table below:

- 1. Acid
- 2. Cold
- Electricity
 Fire
- 5. Force
- 6. Sonic

To control a chaos ball, you must make a concentration check (DC 18) each round to steer the ball. If this check fails, the chaos ball moves in a random direction, rebounding from solid surfaces but passing over small obstructions (less than 4 ft. high). Directing or regaining control of a free chaos ball is a standard action.

Combat Geometry

You grant the target an innate gift for exploiting arcs and ricochets. School divination [law]; Level bard 2, sorcerer/wizard 2 Casting Time 1 standard action Components M, S, V Range touch Target one creature Duration 1 round/level

Saving Throw none (harmless); Spell Resistance yes (harmless)

You gain an innate understanding of the angles required to make perfect trick shots. Your next shot with a physical missile weapon can have one of the following effects:

- It can make any number of changes of direction while traveling up to half its normal maximum range as long as there are surfaces from which it can ricochet.
- If the attack is with a thrown weapon, it returns to you as if it was a returning weapon.
- You may strike a second target within 15 ft. of your primary target, making a separate attack roll with all the previous bonuses and penalties but doing half damage.

Confutation

You reinforce a target's beliefs, regardless of whether they are correct. School illusion (phantasm); Level bard 2, cleric/oracle 2 Components S, V Casting Time 10 minutes Target one creature Range close (25 ft. + 5 ft./2 levels) Duration 1 day Saving Throw Will negates (see text); Spell Resistance no

You reinforce the target's certainty in a belief, delusion, or magical illusion, preventing them from being dissuaded or from seeing things as they truly are. Their belief need not be true, but the target must believe that it is at the time of casting—appropriate beliefs might be faith-based or fear of something, an event they have witnessed, an illusion they think is real, or a belief you know they hold (for example, "cats are secretly intelligent"). You must specify what is affected and if the target does not actually believe it to be true, then the spell fails.

If cast upon belief in an illusion, the victim suffers a -4 penalty to attempts to disbelieve it for the spell's duration and gains no bonus for being informed by others that it is an illusion. If a belief, philosophy, fact, or opinion, then Charisma-based attempts to change the target's mind suffer a -4 penalty, and if magical means are used, the target gains a +4 bonus to any saving throw.

Coterminous Vision

You peer into a nearby plane. School divination (scrying); Level bard 3, sorcerer/wizard 3, witch 3 Casting Time 10 minutes Components M, S, V Range caster and one target touched per 3 levels Effect magical sensor Duration 1 minute/level (D) Saving Throw none; Spell Resistance no

You shift your vision to see into a plane coexistent with your current location or into a coterminous plane if you're at an appropriate crossover point. You physically remain on your plane of origin but can see as if stood in the same place on the adjacent plane. While doing so, you are effectively blind to your own plane. You can switch your vision to look beyond your plane as an immediate action, but switching back is a free action. If you are at a point where multiple planes intersect, you must choose which one to view when casting the spell.

You can touch one target per 3 levels when casting this spell, granting them these benefits as well (which each target controls).

You are vulnerable to gaze attacks and similar effects on the plane you are currently viewing.

De-Randomize

You ward a creature or object against the effects of chaos. School transmutation [law]; Level inquisitor 4, sorcerer/wizard 5, summoner 4 Casting Time 1 standard action Components M/DF, S, V Range touch Target one object or creature Duration 1 round/level Saving Throw Fortitude (negates); Spell Resistance yes

Lawful energies fill the target, armoring it against the vagaries of chance. When making a skill or ability check, attack roll, or saving throw during the spell's duration, the living target rolls 2d20 and averages the result—use this number to calculate the result of the check. Chaotic creatures who fail their save also become sickened for its duration and must make a concentration check in order to use any spell-like abilities granted by their race. The DC of this check is the DC of the de-randomize spell, plus the level of the spell-like ability being used.

De-randomize can also be cast on objects, but the effects must be adjudicated by the GM (for example, averaging attempts to sunder the item, averaging the damage dealt of a wand, or negating the anarchic quality of a magical weapon).

Defensive Paradox

You tap the possibilities of a parallel universe to escape damage. School conjuration [chaos]; Level sorcerer/wizard 4, summoner 4 **Components** V **Casting Time** 1 immediate action **Target** one creature or object

Range touch

Duration instantaneous

Saving Throw Will negates (harmless); Spell Resistance yes (harmless)

You reach into nearby alternate universes, searching the various possible outcomes for the one where you suffered the least damage or where you passed your saving throw. You must cast this spell immediately upon being hit by a damaging attack or one that requires a saving throw, before knowing the result. You instantly make any saving throw required, and if damage still results, take minimum damage (as if the attacker had rolled 1 on all damage dice). Other affects occur normally.

This spell is risky. There is a 5% chance every time you cast it that the version of you that results is not exactly the same as the one that was attacked:

ROLL EFFECT

- 1 *Minor Cosmetic Difference*: Clothing or equipment changes style; minor aspects of physical appearance change, such as beard or hair or a new or vanished scar.
- 2 Boy Meets Girl: You switch gender.
- 3 *Age*: You become one age category younger or older (50% chance of either) with all attendant bonuses and penalties.
- 4 *That's Not How I Remember It*: Significant events in your history are different. 1d2 of your traits change (chosen by the player).
- 5 Who Are You People? You retain all existing abilities but

become an entirely different person, with a different name and background.

- 6 *Not So Much of a Hero*: You gain 1 negative level. You are allowed one Will save (DC 20) every 24 hours. If two consecutive saves are failed the effect becomes permanent.
- 7 I See Things Differently Now: Your alignment changes (your choice). If you are a paladin, you may remain Lawful Good (player's choice) but "fell" some time ago. (You may seek atonement.)
- 8 *Ability Change*: Reduce one ability score by 2 and increase another random ability score by 2.
- 9 *I never learned To Do That*: Lose one random feat (which cannot be a prerequisite for other feats you have); you may relearn it later or choose another now. If there's no appropriate feat, lose 2 ranks from a random trained skill and gain two ranks in a random untrained one.
- 10 *New Character*: You become a completely different character with new ability scores and a different class, or you become a classless monster with a CR equal to your former level.

Detect Psychomachia

You detect the presence of outsiders in the great war between Heaven and Hell.

School divination; **Level** bard 2, sorcerer/wizard 2, summoner 1, witch 2

This spell functions like detect evil, except that it detects outsiders of both good and evil alignments. The amount of information revealed depends on how long you study a particular area or subject.

You are vulnerable to an overwhelming good or evil aura if it is of an alignment opposite to your own.

- 1st Round: Presence or absence of good or evil outsiders.
- 2nd Round: Number of auras in the area and the power and alignment of the most potent aura. If you are of either good or evil alignment, and the strongest aura is of the opposite alignment and overwhelming, and the HD or level of the aura's source is at least twice your character level, you are stunned for 1 round and the spell ends.
- *3rd Round*: The power and location of each aura, and whether each aura is a good or evil outsider. If an aura is outside your line of sight, then you discern its direction but not its exact location.

Free the Soul

You unshackle a soul from any and all magical bindings. School conjuration (summoning); Level cleric 8 Casting Time 1 standard action Components DF, S, V Range touch Target one creature Duration instantaneous Saving Throw Will negates (harmless); Spell Resistance yes (harmless)

You free a soul from all physical and magical constraints. It negates spells like soul bind and trap the soul, and may it be used to counterspell those spells. If cast upon intelligent undead or a construct or other object containing a spirit (such as a golem or gearforged), a willing spirit instantly departs for the afterlife or its



home plane, leaving the body a harmless shell.

The spell cannot prevent a soul from being claimed by Hell if a bargain has been struck, but if cast upon a misplaced animus (see BESTIARY), it frees them from damnation (or grace) by granting them atonement. The soul instantly plane shifts to a more appropriate plane.

Ghostlock

You prevent ghosts and other phasing creatures from shifting between planes.

School necromancy; **Level** cleric/oracle 2, inquisitor 2, sorcerer/ wizard 2, witch 2

Casting Time 1 standard action Components DF, S, V Range close (25 ft. + 5 ft./2 levels) Target one creature or object Duration 1 round/level Saving Throw Will negates; Spell Resistance yes

You prevent a creature from crossing the boundary between the Ethereal Plane and an adjacent plane (usually the Material World) by means of phasing or manifestation. The creature remains "stuck" in its current plane and cannot leave by means of special abilities, like ethereal jaunt, although it may still plane shift or use teleport without error.

Glimpse of the Impossible

You force another to see what mortals were never meant to see. School necromancy [chaos, mind-affecting]; Level sorcerer/wizard 6 **Casting Time** 1 standard action **Components** M, S, V **Range** close (25 ft. + 5 ft./2 levels) **Target** one creature **Duration** instant **Saving Throw** Will half; **Spell Resistance** yes The target briefly perceives mind-breaking sights from the strangest

reaches of the far beyond: alternate universes, alien dimensions, and non-Euclidean angles. The target takes 3d6 Wisdom damage and is confused for 1 round if the target fails the saving through. A Will save halves this damage and prevents the confusion. If the target's Wisdom is reduced to 0, then treat excess damage as ability drain.

Last Breath

You release your last breath early, so it can save you later. School necromancy; Level bard 2, druid 2, paladin 2, witch 2 Components V Casting Time 1 standard action Target personal Duration 1 hour/level Science Will meeter (herebra) for the Distance

Saving Throw Will negates (harmless); Spell Resistance yes (harmless)

You exhale your fated last breath, which orbits invisibly around you. If at any point you are disabled or dying during the spell's duration, your last breath re-enters you at the start of your next turn and restores a number of hp equal to your level.

You may only have one last breath active at any time. If this is dispelled, you may not cast it again for 24 hours.

Memory Net

You scoop a loose memory up and put it in your head or that of another creature.

School enchantment (compulsion) [mind-affecting]; **Level** bard 4, sorcerer/wizard 4, witch 4

Casting Time 1 standard action

Components S, V

Range personal

Target close (25 ft. + 5 ft./2 levels)

Duration concentration or 1 round/level

Saving Throw Will negates (see text); Spell Resistance yes

When you cast this spell, you magically scoop a loose memory or memories (typically from the Shadow Realm or River Lethe) and place it in your head or that of another creature. With concentration, you can hold the memory without depositing it for up to 1 round/ level. After this time, you must place the memory either in your own mind or in someone else's, or it is lost. Unwilling targets receive a Will save.

The spell has a 100% chance to recover a lost or stolen memory if cast within 1 round of the memories being lost. For every round of time that passes, reduce the chance of success by 10%. If placed in a different mind than its original host, a memory does not provide feats, skills, spells, or similar benefits, but it can contain specific information or experiences. You can target a specific set of memories if you know its location (such as a potion of memory or some being swept away by the Lethe or certain shadow creatures). Otherwise, you receive a random memory. You can take your own memory (or selected parts of it), but you lose any notion of what you transferred as soon as it's gone.

This spell can reverse the effects of exposure the Lethe, returning all the target's memories. If cast on a character whose history has been removed, the character recalls the majority of their former life—including any class abilities, feats, or skill ranks formerly possessed—but gains 1 permanent negative level and loses an appropriate portion of minor memories.

Patron's Visage

Your god reveals power through your appearance and words. School evocation; Level cleric/oracle 4, inquisitor 4, paladin 2 **Casting Time** 1 standard action **Components** DF, S, V **Range** personal **Target** you **Duration** 1 minute/level **Saving Throw** Will negates; **Spell Resistance** yes

You must be in the good graces of your patron in order to cast this spell.

Your appearance changes to resemble your patron god: for example, a cleric of Wotan would look ancient and imperious with a missing eye and a spear wreathed in lightning. This functions similarly to disguise self but only provides a +5 bonus on the Disguise check since you're still somewhat similar in appearance. Your patron's appearance is never subtle or unassuming, and it clearly resonates divine power for all who see it.

You gain a +5 sacred bonus to all Charisma-based checks made with followers of your faith. Creatures of enemy or rival faiths within 60 ft. who see you must make a Will save, or they become shaken while in your presence for the duration of the spell.

Possible Weapon

You strike not just an actual blow, but a dozen possible attacks. School conjuration [chaos]; Level sorcerer/wizard 3 Casting Time 1 standard action Components S, V Range touch Target one object Duration 1 round/level Saving Throw none; Spell Resistance no

Your weapon shimmers with ghostly afterimages of possible moves and strikes, fading off into infinity. When using this weapon, make 2 attack rolls and choose which result to apply. Because neither outcomes is truly real, however, you do only half normal damage.

Quantum Uncertainty

You make a target both exist and not-exist at the same time. School abjuration [law]; Level sorcerer/wizard 3

Casting Time 1 standard action

Components M (small box you do not know the contents of), S, V **Range** touch

Target one willing creature or object touched

Duration 1 round/level (D)

Saving Throw Will negates; Spell Resistance yes

You place an object or person in a state of flux: it both may and may not exist at any given moment. A Will save prevents an unwilling target or an attended or magical object from being affected. There is no save against the spell's effects.

All divination spells have a flat 50% chance to not detect the target, and the target has a 50% chance of being both invisible and insubstantial to any given observer or effect each round. If the target interacts with a viewer (such as attacking or engaging in conversation with them), then they are automatically detected by the viewer for the remainder of the spell.

Slipstream

You follow a teleporting enemy School conjuration (teleportation); Level magus 4, sorcerer/wizard 4, summoner 5, witch 4 Casting Time 1 standard action Components V Range touch Target caster and one Medium creature per 3 levels Duration instantaneous Saving Throw Will negates (harmless); Spell Resistance yes

You tag along with another creature's teleportation magic, arriving somewhere near their destination. You must touch the area where the original effect was cast. A recent teleport can be utilized for as long as its aura lingers, as per detect magic (1d6 minutes for teleport).

You transport yourself and may bring one additional willing Medium or smaller creature (carrying gear or objects up to its maximum load) or its equivalent per 3 caster levels. A Large creature counts as two Medium creatures, a Huge creature counts as four Medium creatures, and so forth. All creatures to be transported must be in contact with one another, and at least one of those creatures must be in contact with you. You arrive at a random point $4d10 \times 10$ ft. from the original teleporter's point of arrival. If you arrive in a place that is already occupied by a solid body, you and each creature traveling with you takes 1d6 damage and are shunted to a random open space on a suitable surface within 100 ft. of the intended location.

If there is no free space within 100 ft., you and each creature traveling with you take an additional 2d6 damage and are shunted to a free space within 1,000 ft. If there is no free space within 1,000 ft., you and each creature traveling with you take an additional 4d6 damage, and the spell simply fails.

Winds of Time

The target disappears into the winds of time, reappearing later School conjuration (teleportation); Level sorcerer/wizard 5 Casting Time 1 standard action Components DF, S, V Range close (25 ft. + 5 ft./2 levels) Target one creature or object of up to 50 lb./level and 3 cu. ft./level Duration 1 minute to 1 year/level Saving Throw Reflex negates; Spell Resistance yes You create a vortex that snatches a creature or object into the winds

You create a vortex that snatches a creature or object into the winds of time, removing it from the universe until a certain amount of time has passed. You may specify any amount of time from 1 minute to a maximum of 1 year/CL, but time winds are unpredictable and there is always a chance of mishap, depending on what kind of plane you are on:

Lawful Plane	Average Plane	Chaotic Plane	Result
01-83	01-67	01-50	Arrives exactly as specified
84-86	68-83	51-65	Arrives 1d6 rounds later than expected
87–94	84-90	66-80	Arrives 50% earlier or later than the specified time
95–98	91–96	81-90	As above, but target aged by one category (objects become broken)
99	97–98	91–95	Arrives on time but crumbles to dust
00	99–00	96-00	Target exiled eons into past or future or to a parallel timeline. Wish or miracle is required to recover.

Objects reappear exactly where they vanished from when the duration expires. If they arrive in a place that is already occupied by a solid body, they take damaged and are shunted to the nearest clear square, as per dimension door.



GAMEMASTERING INFINITY

he infinite, unbounded nature of the planes can be intimidating when it comes to designing adventures. The planes are so big, so massive and convoluted and strange, where exactly do you start to explore infinity?

Start small—life's little victories and defeats exist out there just as they do on the Material Plane. There are also any number of ideas from the mortal world that can be made fresh with a planar spin, such as outsider NPCs, an exotic location, and an undercurrent of philosophy. Even a simple "caravan guard" job becomes exotic when a fallen angel is your employer and the goods are lost souls or you're driving fiendish bulls across the Plane of Spears to feed the hungry dead of Valhalla. Planar adventures are a chance to add those extra ingredients, the exotic spices and weirdness you might normally hold back from, to a campaign.

The themes of the planes discussed in Chapters 1 and 2 are another stepping-stone to making the planes relatable and understandable. They're recognizable hooks to hang your adventures on, no matter their strange subject matter or locale. Spotting them is like seeing an "easter egg" or in-joke in a film or TV show. Put them in there for players to spot, but also, make them useful to characters who recognize them for what they are. If like calls to like or a lucky number actually seems to have an effect on the world, then PCs (and players) are more likely to believe in it and try to use it themselves.

That said, never let the planes become predictable—it's never just the Material Plane with a few changed magic rules and different monsters. Shift the ground under their feet, rock the foundations of their world with revelations that there's a whole other layer or secret to the universe. Something that they might never have noticed until now but that might have been there all along. And don't be afraid to make them BIG things.

PLANAR TRAVEL

Many planes are infinite in size, self-contained loops, or exist as layers of coexistent reality. Some, by their very nature, are difficult



to get to and others well guarded and distinctly hostile to characters that just "drop in" by plane shift and similar means. Most travelers prefer to journey by planar road, well-worn shortcuts through the planes.

Some sample planar roads are listed below:

EVERRIVER

Sanctified by Heaven, it glitters with spiritual light and purifies by touch. Fouled by evil and the Underworld, it embodies hate, doom, and Hellfire. This is the river whose waters divide life from death. Flowing from itself to itself through every plane, no one—man or god—has ever traversed its full length.

Mortals and outsiders alike swear and conjure by its many names: Charon's Road, Marenna's Girdle, the Gjoll, the Lethe, Phlegathon, Styx, and more. It has countless titles. It is the great and endless Ever River.

FINDING THE EVER RIVER

Whether a trickle or a raging torrent, the Ever River touches each and every plane, and there's usually no trick to finding it beyond time and effort and local knowledge. The endless river commonly marks the border between planes, kingdoms, divine realms, and countless other great divisions. If it has a purpose other than its own endless flow, it is to mark boundaries. Perhaps, its ultimate source or destination is Between (see p.29) or some vast lake of the Elemental Indwelling.

The river's most famous stretches ring the Underworld and various afterlives, but stay on it long enough and sooner or later, you can get anywhere. That's not to say the river will be safe or unguarded, though, and it's slow going. The river moves at its own pace.

PLANAR TRAITS

The Ever River has the following standard traits although individual sections may have different or additional qualities.

- Normal Gravity
- Erratic Time: Roll randomly for each new section of river, or apply the time traits of the plane(s) it's bordering.
- **Infinite Shape**: The river varies from a trickle to miles wide. Whatever the width, however, it is usually infinitely deep.
- Mildly Neutral-Aligned
- Water-Dominant
- Enhanced Magic: Spells and spell-like abilities that have the water descriptor or that use or create water (including those of the Water domain or the elemental [water] bloodline) are enhanced.
- **Impeded Magic:** Spells function normally on the Ever River itself, but it embodies division. No matter how narrow the crossing, treat its banks and islands as on a different plane for the purposes of magical effects.

USING THE EVER RIVER

Traveling the river is easy, at least in theory. Find a dock, a quay, a port city, or riverside shanty, and hail some passing watercraft. Countless vessels ply its mystical waters, from devilish pleasure barges to the ships of gods: Hel's longship of traitors, Baldur's great golden galleon Hringhorni, and the rickety raft of St. Charon to name but three. Shortcutting travelers, pilgrims, explorers, traders, smugglers, and even vacationers are common. Many creatures spend their whole lives traveling the river, learning its meandering paths and panning its shallows for secrets.

All kinds of hoodoo and hedge magic can be found along the banks. Apothecaries pluck magical reeds and floating lichen from the shallows. Riverside bars are filled with alchemists, transmuters, and snake oil salesmen. Magical tricksters are as common on the Ever River's docks and quays as lost and stranded souls, pick-pockets and con artists, and down and out devils looking for that one sweet deal.

DANGERS

The river's flow sweeps away a little of the power of every plane it passes through. Most stretches have a magical quality or two, baleful or benign. As it skirts Valhalla, it crashes with 1,000 tumbling swords, as it pools in the swampy ground of Hell, it burns with soulblackening fire. A Knowledge (planes) check is required to spot local conditions or the telltale signs of a new plane down a fork or tributary.

See PLANAR HAZARDS AND AFFLICTIONS for more details.

FEYROADS

Long ago, elf arcanists drove mystic passages through the dark woods and forbidding tunnels of the Shadow Realm, forever connecting Midgard with the Bright Lands by a myriad of extradimensional trails. They drove back shade hounds and other beasts, laid down walls and river passages, and forged mithral bridges across bottomless chasms. At the height of their empire, they passed through Shadow at will, as readily as a human crosses a drawbridge. But always, there were things in the moat that is Shadow, waiting. The patience of the things in shadow was rewarded when the elf empire in Midgard disappeared. For reasons unknown—though everyone speculates—the elves pulled back from the mortal world. The fey roads fell into disrepair and mortals walked their path only at their own peril.

The fey roads are also called shadow roads, and they are nothing less than passages bored through the transitive plane of Shadow, linking Midgard with the Fair Place on the far side of the world. The Fair Place is the original home of the elves, gnomes, and other fey. These passages have a discreet, permanent connection to specific places on each side. In the Shadow Realm, however, the roads cross and re-cross. One may move from place to place within the plane and between the planes, if one knows the correct passages.

PLANAR TRAITS

Each shadow road is a separate demiplane, following the same general rules as the Shadow Plane, except as noted below:

- Timeless
- Mildly Evil- or Neutral-Aligned: Shadow roads are often tainted by the dark acts that anchor them.
- Self-Contained Shape: Creatures striking off from the road find themselves looped back to it after 1d100+300 ft. In some cases, however, one shadow road may intersect with another or connect to the natural terrain of the Shadow plane.



 Sometimes bright as starlight, sometimes almost pitch black, the environment of a shadow road is never brighter than dim light.

To travel a fey road between locations, one must know the path. For most, this means one needs a guide to make the journey between gates safely, but once one has made the journey, that person may follow that road later, by themselves or leading others. Certain fey magics allow movement among the gates or even permit shifting the entryways and exits of a road (such as the shadow road incantation or a magical item such as a key of veles). In addition, some doors require specific spells to operate, or they are bound by magical conditions, such as only functioning on a full moon. Generally, it takes 1d3 days to move between gates under normal conditions. But these are not normal times.

The Fey Roads still operate brightly and cleanly between the Fair Land and Midgard locations strong in the Good Folks' magic, such as the Arbonesse. The members of the Courts of the River King use the roads to bring subjects to and from the Fallen World of Midgard, and these roads function normally. However, much of the network has been taken over by shadow fey, who have made dark deals with sinister powers and call Shadow their home. They will prey on the unwary and make the transit more dangerous than normal. The roads near Zobeck, for example, are notoriously shadowed and cannot be made to lead to the Fair Land at all. Dornig, meanwhile, makes extensive use of the local fey roads, though not in the way they were originally intended.

The result is that most of the fey roads have been shut down and abandoned. Specific ones, such as the rivers and roads that lead to the Court of the River King, are still patrolled by elves and, as such, are safe (at least for these peoples). For the rest of the world, such roads are few and far between. Their portals are abandoned, broken, and where they do function, they are often are the birthplace of horrors that leak out into the world.

USING A FEY ROAD

The Grand Duchy of Dornig uses the old fey roads to hold their empire together. The roads do not reach the Fair Place but, rather, bypass the rest of the world, allowing the empire to communicate and move small groups easily. Such connections are more commonly called ley lines since they do not reach the Bright Land. The imperitrix has arranged with the shadow fey, for they do not bother small groups along the paths (never more than 20 people). The exception is the Great Procession, where the imperitrix herself, holding the Phial of Khor in her hand, leads the Moveable Feast from city to city in Dornig. She keeps the shadow creations and evil fey at bay through sheer force of will, and allows her court safe passage. Those who make the trip can return to their previous locations through Shadow at will.

It takes 1d3 days to pass from Arbonesse to the Courts of the River King, and 1d3 days to pass between the cities of Dornig (or from Dornig to Arbonesse or to the courts). Add 1d6 days if one is traveling from further away (to another domain of Midgard— Dornig to Zobeck, for example), but known and functioning gates are few and far between. Add an addition 1d12 days of travel time if one is traveling to the Great Wastes or similar lands, where Mage Wars or other disasters have warped the realm of Shadow.

DANGERS

If one intends to travel through Shadow merely for adventure, they will find it an overgrown chaos of hedge mazes, twisting passages,

hollows, and delves. They may wander at will, but once they intend to go home, it will take them 1d3 days to return. Many have never returned, for those who step off the paths sacrifice any protection offered by the roads guardian powers.

In game terms, the Shadow Realm is filled with dangerous encounters, often CR 10 or more. More powerful adventurers attract more powerful creatures. Fey and undead are common, as well as shade hounds, dust beasts, shades, nightshadows, umbral banyans, tenebrous worms, and gloomwings. An incorrect incantation can open a road but leave its destination to the whim of its fey landlord, who can shunt the exit away or even seal it off, turning the road back onto itself in an endless Mobius loop. Shadows and darknessloving creatures of all kinds can be found lurking although most are wise enough to avoid fey travelers. The shadow fey themselves are perhaps the greatest threat one can encounter: some set as guards, other opportunistic hunters or sadists riding four in search of mortal sport. Travelers using these arcane highways do so at their own risk.

HOUSE OF INFINITE DOORS

"There's this two-story house on a foreboding hill, you see. Which hill, you ask? Any hill it desires. It exists on all worlds, and it bleeds into all planes. Getting inside the house is easy: just open the house's front door—the only outside door—and you are immediately transported to one of the house's many interior levels. You won't know which level. And you'll look around, and all you will see are lit, endless hallways lined with doors—so many, many damned doors. Doors within doors, even. It's a house of madness! And sometimes the doors will open, and out steps a creature, the likes of which you cannot imagine. Sometimes the doors open and try to entice you through to whatever lies beyond them.

"Oh, you can resist all you like, but at some point, you'll realize you have no exit back to your world. You are trapped. If you don't move forward, you'll go crazy at some point. If you starve there, you'll become a house wraith. Or, if you stand still too long, you become a door in the wall. I've seen it happen.

"How did I get out? I was always moving, and I watched when doors opened, seeing where they went, what walked out. I saw an angel! I saw an angel, and I thrust myself into its celestial realm before it closed the door.

"Now, I'm a scribe in Mammon's hell. The angel, it seems, was merely escaping one Hell for another. I hope she chose a better door than I."

-Galeford, infernal scribe of Mammon

The House of Infinite Doors is a portal to anywhere. It can also be an insidious trap, one much worse than any maze or tesseract. The house lives: an intelligent manifestation of Chaos that trickles into all worlds, though we try to ignore it or deny its presence.

PLANAR TRAITS

The house superficially resembles a gothic manor, both inside and out.

- **Transitive Plane:** The house connects to many planes and may, in fact, be a manifestation of the Sea of Possibilities (p.15).
- Self-Contained Shape: Although it's finite on the outside, within the House is an infinite maze, feeding back into itself.
- Sentient Morphic: The house has its own capricious will and alien mentality. It never lets visitors take advantage of spells or mundane efforts to map or track their progress.

• Strongly Chaos-Aligned

 Changed Magic: The house changes its layout to foil divination magic that would guide visitors to specific doors or out again.

USING THE HOUSE OF INFINITE DOORS

The house is more a trap than a recognized planar road, but it has its uses. It has an uncanny knack of appearing when someone needs a quick escape from trouble, and it definitely provides a way off just about any plane if you're desperate enough. Getting anywhere else is the problem.

Once in the House of Infinite Doors, you're trapped. You'll never find the front door again but you might find a door to a random location on a different plane. These are scattered throughout the house, in corridors and chambers. Furnishings and decorations often provide a clue to the destination of nearby doors, but the house is capricious and sometimes deliberately surrounds a door with misleading items. The doors themselves often give the game away, for they are all doors on other planes. Travelers should always inspect a door for clues.

Each doorway is a one way gate between two planes, connecting the house to a door somewhere in the planes or mortal realm. No force compels a character to use an open door, but once left, visitors will never find exactly the same door again.

DANGERS

Many go in the house, but few come out again. There are exiles in hiding, lost adventurers, gangs of inbred scavengers, and religious cults who believe they can find the perfect afterlife somewhere within. Maddened travelers and wandering monsters who have staked a claim to some level or series of chambers are the most common dangers.

NINESTAIRWAYS

Mortal architecture frequently contains almost invisible servant's corridors weaving between the halls and chambers of nobility. Castle walls and dungeon rooms are riddled with secret doors and discreet boltholes. Here, the servants that keep a palace running move and transport goods without disturbing the eyes of the castle's inhabitants.

The Nine Stairways appear to exist for the same reason but on a cosmic scale. How or what its builders were, and if they still use the stairways, is unknown.

PLANAR TRAITS

- The Nine Stairways run from and to each other in a shifting maze like an infinite Escher drawing. The void they're in also loops back on itself, eventually dropping fallers back onto their road at terminal velocity.
- Coterminous Points: Whenever two stairways meet, they are coterminous with a point on another plane that has a strong aura of both those alignments.
- Objective Directional Gravity: Down is always towards the road's surface. Stairways twist in all directions, and it's perfectly possible to traverse either side.
- **Timeless:** Time passes normally for creatures using the Nine Stairways, but when they emerge, they find that no time has passed outside.

- **Static Plane:** The stairways are unchanging and extremely difficult to damage.
- Strongly Aligned: Each stairway is strongly aligned to a
 particular alignment, which matches one of the traditional
 nine alignments. The stairways span all Creation and touch
 planes and mortal worlds wherever their alignment is strongly
 represented.
- Enhanced Magic: Spells and spell-like abilities with the appropriate alignment descriptor of each road are enhanced.
- Limited Magic: Spells that traverse planar boundaries only function at the junction of two or more stairways. Other spells of the conjuration school do not function at all since there's insufficient connection to the wider multiverse.
- **Impeded Magic:** Spells that divine a character's whereabouts are impeded. This is in effect anywhere but the Nine Stairways. While on a stairway, divinations work normally.

The stairways themselves are made of 9-ft. blocks of granite-like stone. Each step is 9-ft. thick and 45 ft. wide and strongly radiates its alignment. The path of chaotic evil is surrounded by flickering fire and the faint echo of screams while the pure white stone of the lawful good stairway sparkles with golden light. Scattered bits of terrain and other items sometimes slip through and allow users to deduce which stairway they travel.

USING THE NINE STAIRWAYS

Extra-dimensional pathways running somehow "behind" the normal fabric of the planes, the Nine Stairways look like the collision of nine different Escher drawings, each a stony path or stairs that twists and turns at sharp angles. Each staircase radiates one of the nine alignments. Whenever two staircases meet, it corresponds to a place on some plane where both alignment traits apply. The junctions also serve as entrances and exits to the Stairways although access is possible only via plane shift and similar magic, permanent gates, and obscure incantations.

Accessing the Nine Stairways requires a site strongly aligned to one or more of the nine alignments. Not every such site is a connection to the stairways, but casting plane shift or the ritual call of the nine or similar plane-breaching magic at that point allows the caster to travel the stairways. Once on a stairway, you can travel as far as your stamina and provisions allow. To leave, you must merely find a junction and cast the spell or ritual once more. The trick is finding a junction that connects to the place you want to go before you die of old age. Most junctions contain a few bits of terrain or other features from the place they lead to, but knowing whether a crossroads truly leads where you want to go is still as much guesswork as observation.

DANGERS

The Nine Stairways are relatively empty, but there's always a chance of encountering other travelers on the same or a nearby stairway. Many creatures use these timeless stairways as refuge, hidey-holes, storerooms, and secret passages. Most are exiles or criminals on the run and don't welcome visitors.

The main dangers are falling from a stairway—falling characters typically take $1d20 \times 10$ ft. before impacting on another stairway or starving or dehydrating during the journey. Another danger is blindly leaving via a junction without knowing where it leads.



ROADOFGATES

Every gate in the Road of Gates connects two different planar points via the mortal world. One gate leads to Midgard and, nearby, another leads from Midgard to the destination plane. Departure and destination are linked thematically with the location they share: want to travel from the Palace Eternal to Jezebel's realm of the succubae? The Road of Doors will take you via the lavish harem of a Sikkim pascha. Need to get from Hell to the Plane of Spears? The gates will take you to long-contested battlefield where the devil-aided armies of Niemheim clash with Wotan's Northmen.

From a Midgarder's perspective, of course, only a single gate is needed to access the planes.

Sample Gates

From: The Elflands, Changeling House; *Key*—A charmed child.

To: Mora, the Children's Table; *Key*—A terrified child. Connection Point: Under the bed of a terrified child.

From: Hell, Evermaw; *Key*—Hungry creature.

To: The Shadow Realm; *Key*—Memory of a fine banquet. Connection Point: The Black Prince's embassy in Darakhan,

- White City of the Ghoul Imperium.
- **From**: Heaven, realm of Ariel, Archangel of Hope; *Key*—A crust of bread given by a poor man who can ill afford it.
- To: Plane of Spears, realm of Mars Mithras; *Key*—A paladin's sword.
- **Connection Point**: House of a poor knight's squire in the city of Triolo, in the shadow of its cathedral.
- From: Hell, realm of Asmodeus; Key—A valid contract for devilish services.
- To: Hell, realm of Arishkagel; *Key*—Corpse of a murder victim.
- **Connection Point**: Sewers of Zobeck, a cistern used by the Cloven Nine to dump bodies.

From: Elemental Plane of Earth; Key—A ball of adamantium. **To**: Plane of Air; *Key*—Jumping.

Connection Point: Summit of the Cloudwall Mountains.

PLANAR TRAITS

The road of doors does not have planar traits, as such, but each end of a portal road obeys the normal rules for its plane, and between the two is Midgard.

- Alterable Morphic: Powerful magic can create, control, or dispel a portal if conditions are right.
- Aligned: A portal radiates the alignment traits of the plane it leads to.

USING THE ROAD OF DOORS

The Road of Doors is made up of permanent gates, each opened and

closed by a specific (usually quick) ritual or material component. Many gates are created when planes come into conjunction, either naturally or by a powerful spellcaster.

The gate itself manifests as an opening 5–20 ft. in diameter, usually bounded by a door, window, or other opening but not always: one infamous example appears in the sewers of Zobeck as a whirlpool leading down to the Filth Lord's realm in Hell. Anyone or anything that moves through the gate is shunted instantly to the other side. Once opened, gates typically remain open for 1d4+16 rounds and work in either direction.

Deities and other beings who rule a planar realm can prevent a gate from opening in their presence or personal demesne if they so desire, so most gates in the Road of Doors lead to nooks and crannies, secret rooms and back alleys, or either the hinterlands or formal entrance to a plane: for example, the Gates of Hell.

DANGERS

The main danger of using gates is their very usefulness. Most are well-known among the appropriate planar circles (Knowledge (local) DC 20), and the locations they connect to on Midgard frequently have a reputation for supernatural events. It's not uncommon to find creatures hanging around at one end or another or at the connection point.

PLANARSETTLEMENTS

Made from dreams, desire, and belief, the planes are well known for fantastic locations that fly in the face of mortal design constraints. Use the following to complement the settlement rules detailed in the Pathfinder Roleplaying Game GameMastery Guide.

NEW GOVERNMENT TYPES

- Hierocracy: A hierarchy of outsiders rules (devotees of a particular god, concept, or alignment). Lore +2; Economy and Society -2; increase spellcasting by 2 levels.
- Factions: Two or more rival factions are forced to share power. Each attempts to undermine the other while trying to solidify their own rule. Individuals may or may not shift sides regularly. Corruption +1; Crime +1; Law -2. Members of rival factions must pay 150% of the normal price for goods and services and may face mockery, insult, or even violence.
- Individualists: Various individuals and groups organize society, but there's a complete absence of formal government. People may actively embrace a philosophy of random chaos or value individuality and freedom above all other virtues. If this stops working, use the anarchy disadvantage instead. Crime +1; Law -4; Lore +2; Society +1; Danger +5.

NEW SETTLEMENT QUALITIES

Afterlife: The settlement is primarily inhabited by dead souls and is more concerned with the spiritual state of its populace than material things. Many inhabitants may just be "going through the motions." Outsiders are common. Mortal visitors often find such places deathly boring.

Corruption -4; Economy -2; Law +2; Lore +2; Society -2

Visitors whose beliefs significantly differ from the community's are at best unwelcome and at worst outlawed. Obvious believers in other

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faiths or conflicting alignments must pay 150% of the normal price for goods and services and may face mockery, insult, or even violence.

Empowered: A magical or planar effect can be invoked by everyone within the settlement. Learning to use the power requires 1 day/spell level and a successful DC 15 Wisdom check.

Lore +1

All inhabitants gain access to either a constant effect or a 1/day spelllike ability while within the settlement and its environs. Examples include *bull's strength, create food and water, disguise self, featherfall, fly,* and *reduce person.*

Fractal: Two opposite powers (such as Law and Chaos or gods of Night and Day) make their home here and somehow manage to cooperate.

Lore +2; Society +2

Natives receive a +2 bonus to Sense Motive checks.

Heavenly: Basking in the glorious purity of Heaven, this settlement is undeniably beautiful and usually exists in harmony. The people are rather trusting and non-materialistic. Celestials may be a common sight.

Corruption -3; **Crime** -2; **Lore** +2 **Society** +3 Increase spellcasting by 2 levels Reduce base value by 20%; reduce purchase limit by 20%

Hellish: Baking in the eternal flicker of Hellfire, this is a cruel locale designed to spurn and mock the tenets of goodness. Daemons, demons, or devils likely comprise the higher echelons of society and ruthlessly enforce their dominion over those below.

Corruption +3; **Crime** +3; **Lore** -3; **Society** -3; **Danger** +10 Increase spellcasting by 2 levels

Kafkaesque: The rules are as uncompromising as they are inscrutably bizarre, marked by a senseless, disorienting, often menacing complexity... at least to foreigners.

Corruption +2; Law +4; Lore -3; Society -3

Characters must make a DC 15 Knowledge (local) check each day or unknowingly break one of the settlements prohibitions.

Moribund: The dead are everywhere, and undead do much of the manual labor (basic tasks and crafting can be done 24/7, but fine work is beyond them). High levels of undead population make the city highly insular—they have few needs and concerns.

Crime +1; **Economy** -3; **Lore** +2; **Society** -4; **Danger** +10 Increase base value by 20%; decrease purchase limit by 20% Accommodation and other necessities for the living cost 200% of normal.

Ordered: Every aspect of the settlement is meticulously planned and rigidly ordered. "A place for everything and everything in its place" is their motto. Thieves and lawlessness aren't tolerated, and what crime survives is very well organized indeed.

Crime -1; Law +2; Danger -5

Increase base value by 20%; increase purchase limit by 20% (although many goods will be illegal)

+2 circumstance bonus to Knowledge (local) checks due to the efficient organization.

Porticular: The settlement is built on or near multiple means of shifting between the planes: numerous portals or shadow roads, on the boundary of coterminous planes, and so on. Regularly exposed to planar travelers, the people are open-minded but vigilant.

Law +1; Lore +1; Society +1

Roaming: This settlement moves. Either the location shifts (such as a flying island, planar nexus, and so on) or the inhabitants—periodically or constantly—physically move via boat, wagon, beast, or magical means. Its people are naturally open to new ideas, but by necessity, the place is largely self-reliant.

Economy -3; Lore +1; Society +2

Sanctuary: The settlement enjoys magical protection or a fortuitous location or a powerful NPC protector that largely wards inhabitants from the inherent dangers of its home plane.

Law +1; Lore +1; Danger -10 Increase spellcasting by 1 level. The settlement ignores or amends a local planar trait.

Shifting: The settlement is a sprawl, random and unplanned. Strange events and wild magic ensure that nothing stays the same for long, thanks to it being located on a shifting chaotic plane or regular visits from chaotic outsiders or mischievous fey.

Law -2; Lore +1; Society +1

Roll 1d3 each month: 1—treat purchase limits and magic item availability as if a settlement of one size category smaller; 2—treat as normal; 3—treat as one size category larger.

NEW SETTLEMENT DISADVANTAGES

Lost: Difficult to find, even for those who know it's location. The whole settlement is effectively covered by obscure objects. Illusions or terrain make the settlement effectively invisible to those outside.

Economy –4, **Society** –2 Reduce base value by 50%; decrease purchase limit by 50%

Mazed: The streets confuse and disorientate. It's a labyrinth of twisting mazes and possible non-Euclidean geometry.

A Knowledge (local) check (DC 10 + 1d10) is required to avoid becoming lost while traversing the settlement.

Paranoid: Because of vicious infighting, civil war, witch-hunts, heresy, or just the paranoid nature of the inhabitants, everyone suspects everyone else of being up to no good.

NPC reactions start one level more hostile than normal.

SAMPLE PLANAR SETTLEMENTS

BERUTHEA, KINGDOM OF CATS: Everyone knows that cats have nine lives, but whose are they and where do they get them? Everyone knows that cats seem to see things that others can't, but what are they looking at? Everyone knows that cats disappear and reappear, but where do they go? The answer to all these riddles is Beruthea, Realm of Mice and Milk, Kingdom of Cats. Inhabited both by the souls of dead cats, planar immigrants, and dreaming felines of all races, Beruthea is shaped like a human city but is entirely occupied (conquered?) by feline races. Mongrel housecats form the general population while celestial lions rule from its palaces. Setting out from Beruthea, cats slink into Heaven and Hell to steal souls.



Planar cats can be invaluable guides, but a cat's loyalty should always be suspect, and those who come to Beruthea do so at their own risk. **CASTLE PERPETUAL**: A forest of fanciful towers and crenellated walls as far as the eye can see, this is a boggling maze of courtyards, keeps, causeways, and gates. The Castle Perpetual is seat of a thousand kings and queens, house of uncounted intrigue and scandal, both palace and realm in one seemingly endless structure. Here, innumerable royalty hold their innumerable courts: some in remote corners where they remain ignorant of their thousands of contemporaries, some situated in adjacent throne rooms, constantly feuding for the right of rule and launching military campaigns to capture a library, larder, or forge. There is no planning in this architectural layout and certainly no wilderness save walled gardens.

CITY OF CHITIN WALLS: This planar metropolis is built out of the left-behind exoskeletons of plane-shifting cicadas the size of mastiffs. The hot and airy land which surrounds it buzzes with the drone of a million insects, both miniscule and dire while its fertile earth is home to cicada nymphs that arise and fly in plane-spanning swarms every 17 years. The city's artificers specialize in charms that protect against hostile environments.

CITY OF SILENT IRON: Silent Iron is a walled town and fortress of strange architecture and design. The city is populated by gearforged beings of metal and crystal, which stand motionless as if the entire city had suddenly stopped dead. The obvious wealth and opulence of the city draws in the occasional planar explorer, but despite its inanimate inhabitants, none who has entered has ever emerged again.

CITY SACRED & PROFANE: This city contains a shrine, grove, temple, or cathedral to every god that's ever existed. Houses of the great powers soar to impossible heights while the shabby alcoves of forgotten demigods huddle in the nooks and crannies of its alleys. Buildings grow or shrink in majesty as the fortunes of their patron wax and wane. Faith is mandatory within its walls, but a different church law applies within each god's shadow.

EMBRACER OF CITIES: This banyan grows in a dark, airy void, stretching out in all dimensions. Nocturnal animals of all kinds and sizes inhabit the humid plane, ranging from bats to squirrels to serpents. In the thickest tangles of the great tree's twisting roots and branches lie hollow spheres of translucent quartz in which cities have been built upon the inner circumference. Each city has a central star that shines a heatless light, and from the outside the spheres seem like cradled moons. They are the plane's only illumination.

NOVA PULCHRIUM, THE CITY IMPERISHABLE: In ancient days beneath the great mountain of the gods, Nova Pulchrium was the most beautiful city in all of Midgard. Its inhabitants were so proud, so powerful, and so perfect (in their own eyes) that they sought to preserve their glorious apex forever. They struck a deal with the powers of beyond, so their achievements would never diminish—but they got more than they bargained for, as usual. Both city and its inhabitants are frozen in time, beautiful, certainly, but incorporeal, unmoving, and unchanging.

Here's a couple sample planar settlements in detail:

THE CITY OF FLIGHT AND FOLDING

N metropolis

Corruption +4; **Crime** +4; **Economy** +5; **Law** +4; **Lore** +12 (see vellum homunculi below); **Society** +8

Qualities Academic, Magically Attuned, Portals, Prosperous, Rumor Mongering Citizens, Sanctuary (immunity to river effects) **Danger** +0

DEMOGRAPHICS

Government Council

Population 50,000 (50% human, 15% tengu, 15% kitsune, 20% cosmopolitan sample of other races)

NOTABLE NPCS

See rulers

MARKETPLACE

Base Value 24,000 gp; Purchase Limit 150,000 gp; Spellcasting 9th Minor Items *; Medium Items 3d4; Major Items 4d4

If you sail the planar rivers long enough, you'll find the city with junks in its docks, great tori marking its portals, and artificers delighting in origami. Children laugh as they ride origami horses past parchment dragons branded with brush strokes of sacrosanct ink. Currency from vaults, orders for food delivery, and even scholarly drafts take flight in the shapes of birds and dragonflies and gliders. Much gossip centers around the foodstuffs often enclosed within such constructs, for a gift can connote blessing or threat depending on the morsel received.

To the artificers, the word-tattooed page is prized more highly than gold. Vellum homunculi made from scholarly treatises serve as consultants and tutors while songbirds folded from sheet music give impromptu concerts from the branches of cherry blossom trees. Boats crafted from travelogues are tied to the junks, leading them to the places penned upon their forms. Animals born from the pages of a wizard's spellbook can counter or sometimes even cast the spell scribed across their bodies.

If you gamble on the kite battles or back alley construct tournaments, you'll come to hear about the more clandestine offerings of the City. Sheets of seemingly innocuous paper are spread throughout the planes, only to fold themselves and return with stolen secrets now written all over their skin. Paper creatures marked by someone's handwriting can be tracked across the multiverse. And, of course, mysteriously set fires and poisoned paper cuts are the specialty of the city's saboteurs and assassins.

RESOURCES

- Origami versions of figurines of wondrous power.
- Massive libraries that hold an incredible amount of information. (The spymasters continually track events across the planes in the name of protecting the city.)
- Banking system with vaults for storage of goods.
- Junks that provide transport to multiple locations across the planes as long as there is an origami boat folded from the pages of a book detailing the destination.

RULERS

An elected council of seven members is voted into office every 5 years. The current council members are:

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Aki Sato (LN tengu adept 20)—This merchant has made extensive gains for the city via her junks serving as transport ships and her assassins serving as contract killers. Aki is seen as an at times cruel but effective business woman who has the city's best interests at heart.

NarikoTakahashi (NG human aristocrat 16)—Nariko has pushed for the city to take greater strides in aiding the celestials, but her first concern is protecting the downtrodden of the city.

Rinji Kobayashi (TN human druid 12)—Rinji is a kind, middle-aged man who takes care of the various orchards and parks of the city.

Sachio Watanabe (LN human samurai 17)—Veteran and venerated member of the city, Sachio has sat on the council for 30 years.

Teiji Saito (CG human summoner 4, M)—Teiji has won his way to a council seat by courting the youth vote. Good looking and naturally charismatic, the young man is often seen riding his eidolon around the city in an effort to unify the young of different races and classes.

Getting there

The City is found on planar rivers, as well as conjunction points between these trans-dimensional waterways.

The City of Singing Throat

Welcome to the Throat—a cylindrical planar geode, a pink-hued gullet of crystallized muscle and tissue. A shaft that pierces a maze of resonant caverns connected to conceptual planes of sound, songcraft, and musical arcana.

All the great music of the planes can be heard here: the echoes of creation songs, the Voice of Sedara whose lieder terrified all fiends for reasons unrevealed, screams arranged and amplified in the hypermazes of insane tesseract realms, the womb songs of the Anatan that lead souls to prophesied stillborns. All of these and more reverberate in ever-varying volumes through darkness and mist-moistened rock.

PLANAR TRAITS

- Light Gravity
- Self-Contained Shape: The Throat itself is finite, but travel outward through its caverns eventually leads back to the central shaft.
- **Coterminous Plane:** Several caves have coterminous connections with different conceptual planes: Sound, Music, Fugue, Inspiration, and so on.
- **Positive-Dominant**. There may not be much native plant and animal life, but creative energies thrum in this crystalline realm.
- Mildly Neutral-Aligned: The fractal dance of Order and Chaos is courtly and cooperative here. Chaos provides the inspiration, Order arranges the symphonies.
- Enhanced Magic: Magic that primarily creates sound is enhanced. Unique acoustics also ensure that all such spells are extended and widened (as per the metamagic feats but without increasing spell level).
- Impeded Magic: Silence and similar magic is impeded here.

Many agents of Order and Chaos identify closely with music, and both sides consider this a sacred place. In the Throat's reverberating chambers can be heard echoes of the multiverse's greatest songs, mingling and breeding, reproducing new sounds and harmonies. Celestials and fiends seeking dominance over the ideals of Song or Music gather here, as do planars trading in intricate music boxes, sheet music, concerts, and instruments. Their settlement (they hate to call it a mere town—it's always city or conclave or commune) is also filled with musically inclined fey and outsiders, including muses, lhiannan sidhe, lyrieen, lillends, trumpet archons, and hundun. Most of the time, these varied factions cooperate for the greater good. Most of the time.

THE CITY OF SINGING THROAT

CG large town

Corruption -2; Crime +0; Economy +1; Law +; Lore +3; Society -2

Qualities Academic, Syzyrgical, Tourist Attraction **Danger** +5

DEMOGRAPHICS

Government Magical (The Shriveled Instruments)

Population 3,000 (2,000 mortals of various races, 850 Outsiders, 100 Fey, 50 Undead)

NOTABLE NPCS

- *Ambriel the Clarion, Champion of Singing Throat* (LG trumpet archon)
- "Freeman Drumming," wandering agent of Chaos (CG hundun)
- Ouna the Aetherine, diminutive operatic prima donna (CG lyrieen bard 10)
- Simon the Cowled, judge and arch-critic (NE lich wizard 18)

MARKETPLACE

Double the base value and purchase limit for items relating to sound and music.

Base Value 2,400 gp; Purchase Limit 10,000 gp; Spellcasting 7th Minor Items 3d4; Medium Items 2d4; Major Items 1d4

Built on the Throat's vertical shaft of lustrous rose and fuchsia hued crystal, the City of Singing Throat has many levels. Edifices such as the Woodwind Tree, the Echo Distilleries, and the Onyx Tower of Silence rise through multiple ledges and resonant caverns. The Throat's light gravity permits extravagantly delicate and outstandingly beautiful filigreed architecture impossible on the mortal plane. With flight heavily regulated, even winged races normally use balloons or magical transport to traverse the levels. For the wealthy, the current fashion (and Singing Throat is always a fashionable town) is for undead spiders with hollowed out abdomens to serve as transport. Their luminous silver webbing thrums with the echoes in the air, adding to the city's melodious cacophony.

Singing Throat was built to cater to the needs of musicians and songsmiths of a hundred different races, giving it an eclectic and bohemian style. Beauty is everywhere, however, designed by creative geniuses and enforced by vicious artistic coteries and judgmental critics. With so many talented performers, standards are high, but the truly great need never fear destitution. Here, rewards from a simple drink to a sparkling diamond, or even a soul or a second chance at destiny, can be garnered as payment for a song.

The Throat grants all vocal and musical performance a +2 circumstance bonus, but the DC of any Perform check to earn money from the populace is raised by 5. Locals respect only the very best talent.

In charge of the city are the Shriveled Instruments, undead aboriginal bards, whose music long ago replaced the blood in their veins. They



are the authority behind the limited government that handles day to day management of the Throat. This skeletal bureaucracy does little to curb the clash of rival music schools, cabals of sonancers (the city's specialist sound mages), and Singing Throat's notorious "song thieves," who can snatch music from a breath, a reed, or the strings of a harp.

PLANAR ECONOMICS

Tarnished with verdigris, clipped around the edges, designs faded almost to smoothness, most coins found in the planes have passed through many hands. Legend says that all of them were once offerings to the dead, taken by Saint Charon and his fellow psychopomps. Other grave goods are certainly used as currency—from panoptic jars of bronze and ivory to the golden death masks of long forgotten kings.

In the economies of Heaven, Hell, and the points between, coins and other mundane valuables are relatively worthless. Characters can certainly purchase equipment, luxuries, necessities, and even minor magical items with regular treasure, but most powerful outsiders prefer to deal in other commodities: hopes and dreams, the essences of conceptual planes, and especially souls

PCs can also buy or sell these commodities. Although sharp traders may not mention it, characters cannot magically negate or reverse the effects listed here unless they buy back their own or someone else's commodity. *Wish* or *miracle* are necessary to undo their effects, but this merely voids the contract—effectively stealing back the sold quality, which may have all manner of repercussions.

Body

Many creatures relish the experience of even just a few hours in another body. Devils love to include this "bonus" in the small print of contracts. **Price:** 7,000 gp

Effects: You loan your body out to an outsider as if you voluntarily submitted to a magic jar spell lasting 24 hours.

Destiny

You trade away a moment of triumph you were supposed to have. When the moment comes, your hitherto assured success is replaced with abject failure.

Price: 200 gp

Effect: The next time you roll a 20 (taking 20 is not included) in a stressful situation or other important moment (GM's discretion), treat it as if you had rolled a 1. You can only have one moment of destiny sold at any given time.

Memory

It might be your first kiss or the first smile you recognized on your mother's face. It might be your first kill or betrayal or this very meeting. It all depends on what the client is looking for.

Price: 10–5,000 gp

Effects: You no longer remember either an event or person. This does not affect your skills and intelligence, but you'd walk past your best friend or lover or worst enemy without a blink. Also, if you regularly buy memories, you might become unsure whether what you recall is actually yours or someone else's.

Mortality

You are no longer among the living... or the dead, or undead, or anything else.

Price: 10,000 gp

Effects: Not what most victims think. An old, old devilish trap, you can still die of old age when your time is up or perish from violence, but you are not considered a living mortal—or indeed, a member of your original species—for the purpose of spells or powers that sense or target that creature type. Also, some creatures treat you differently: celestials do not prioritize your welfare as they do most mortals (nor do devils and demons desire to taint your soul), and undead do not automatically consider you a living target. You do not gain any other immunities or resistances (for instance, you are certainly not a construct). For game purposes, your creature type might be considered "null."

Name

Whatever is was, it is gone now.

Price: 30,000 gp

Effect: You may call yourself whatever you like, but most people quickly forget it, as well as most details about you. You can never develop a reputation, attract familiars or followers, or obtain a recommendation or sponsorship for prestige classes that require one. For the duration of their ownership, a creature that possesses your name can choose to count themselves as you for purposes of divination spells and other magical effects, similar to misdirection.

Any citizenship, society memberships or noble titles you had are considered occupied by the owner of your name, and you can never obtain another unless they are available to "bearer" or similar entities. Arrest warrants, if you earn any, are usually for "the unnamed person responsible." Certain spells—at the GM's discretion, but at least including arcane mark, refuge, planar ally series, or anything that requires you be known by name—no longer function for you or when applicable, upon you.

Privacy

Magical voyeurism is a surprisingly common pastime in the planes. **Price:** 3,000 gp

Effect: You are a walking, talking amulet of inescapable location. You never know who is watching you.

Demons and angels, saints and dark apostles, all like to observe mortals—sometimes to learn about them, often just to pick choice targets for their schemes or gain some leverage. Most devilish contracts include this for "free" as a way of keeping track of their victims, but characters can also offer up their lives to observation by outsiders of all kinds, from imps to demigods.

Service

Of course we'll loan you money. In exchange all we ask is that one day you help us, if we ask...

Price: Varies.

Effect: You are affected with a geas/quest (no save) to serve the purchaser for up to 1 day/level you or they possess, whichever is greater. The geas/quest remains dormant until invoked. Unfortunately, a service can be sold on by the purchaser, in which case the new owner gets to decide the geas/quest. A wise seller specifies exactly what they will and will not do during their time of service.

Souls

Souls are among the most ubiquitous of planar currencies, prized by Heaven and Hell alike.

Price: Typical mortal soul (500 gp); exceptional soul (5,000 gp, and potentially a lot more)

Effect: Selling your soul puts it almost unassailably in the grasp of its new owner should you die. Its owner gains a +4 item bonus to attempts to sense motive or *scry* you, and the DC of any spells they cast on you is raised by 4.

Voice

Devil lords and archangels in search of a perfect choir buy voices, as do a number of otherwise disgusting fiends that delight in acquiring beautiful voices.

Price: 24,000 gp

Effect: You cannot speak, sing, cast spells with verbal components or use similar abilities.

Youth

To hungry proto-liches, elderly wizards, ageing lords, and other venerable powers, a few stolen years are as delectable as the sweetest candy.

Price: 1,000 gp

Effects: Your physical age advances by 10 years or to the next highest age category, whichever is greater. You suffer any physical penalties as normal but gain no bonuses from the age increase.

MAGIC ITEMS

ARTIFACTS

Archetypical Sword

Aura none; CL 20th Slot none; Weight 5 lb.

Legend says that the Archetypical Sword was the work of some mad mage, some protean or misguided algorith, who managed to claw its way into the Plane of Archetypes (see p.15) and return with it. Not just a sword, it's the very idea of a sword.

The Archetypical Sword is a longsword of apparently average quality, looking much the same as thousands of similar blades that grace the walls of forges and second-hand weapon shops. It radiates no magic of any kind, and any kind of divination from legend lore to commune only ever brings back one answer: "it's a sword."

The Archetypical Sword is indestructible and cannot be changed from its current form in any way. It provides no bonus to attack rolls and does 1d8 damage, just like a normal sword. However it will damage anyone—bypassing any and all creatures' invulnerabilities and DR.

Destruction: Its theorized that the Archetypical Sword might be destroyed (or at least become vulnerable to damage) if every other longsword in the multiverse were to be destroyed.

Fate-Eater's Flesh

Aura strong (all schools); CL 18th Slot none; Weight —

The secret of cooking fate-eater flesh is known almost exclusively by Fates, Norns, and spinning hags. It takes incredible pressure to persuade one to cook for you (equivalent to persuading a celestial to murder) because, once prepared, the flesh of a fate-eater allows whoever consumes it to escape their destiny.

The flesh must be consumed to have an effect. One fate-eater corpse generally produces enough meat to provide flesh for 4 characters—but finding someone to prepare it correctly is another matter. Fortunately, it does not rot under normal conditions.

It takes 10 minutes to complete the repast, which tastes disgusting and provokes images of lost fates and broken destinies in the mind's eye. Every scrap must be eaten, which requires a DC 19 Fortitude save, or the target becomes nauseous for 1 hour. If successful, the eater gains the following benefits:

- For a number of days equal to the fate eater's HD (usually 12), the eater is effectively invisible to all divinations—such effects automatically fail when enquiries are made about the character and even commune or contact outer plane fail to provide answers.
- They radiate no alignment and cannot be detected by detect spells.
- Once during the duration, the eater can "undo misfortune" or attempt another effect in the same manner as a wish, avoiding a situation or forcing fate to conspire to grant them access to some place or event that would otherwise not have been available to them. These effects are never blatantly magical, however, manifesting only as "twists of fate" and incidents of extraordinary coincidence. Calling on fate this way is a swift action.

Destruction: Successfully eating a meal of fate-eater's flesh destroys it. It also instantly withers if an outsider serving fate touches it.

Remnant Pearl

Aura strong (all schools); CL 18th Slot none; Weight —

A remnant pearl is all that's left of a plane or demiplane that's starved of souls and belief, like a pearl wrapped around a piece of grit in an oyster. All that remains of this shrunken plane is an iridescent stone—a hard shell sealing it tight. Despite the withered state of the plane, remnant pearls are invulnerable to damage.

Every remnant pearl has its own unique traits, just like a normal plane. With concentration, the wielder can call forth some of the plane's remaining power, "overwriting" the rules of the current plane with the traits of the pearl in a 30-ft. radius. (The effects last as long as the wielder concentrates, and traits cannot be selected piecemeal, all traits come into affect.) With the means, the wielder may also plane shift into and out of the pearl as normal, but the pearl itself remains on the original plane.

Each pearl is unique, possessing 1d6 powers, from the meager to the potent, duplicating the effects of arcane or divine spells. The exact spells vary, depending on the nature of the pearl. The wielder can invoke a maximum of 18 spell levels/week as the plane's energies need to regularly recharge.

Destruction: A remnant pearl becomes vulnerable to normal damage if it's anointed with the blood of its last true believer.



SESTIARY

NEW TEMPLATES

ANIMUS (CR +0)

An animus is the soul of a deceased mortal that has been judged and sent to the afterlife. Depending on their new home plane, animuses appear as either idealized or degraded versions of their former selves. They are one of the building blocks of the planes and of new outsiders. Their transcended energies empower their home plane, divine miracles, and servants although outsiders are generally assembled from a variety of sources rather than a single soul, it does happen.

A new animus has some memories of its past life, especially of events that feature strongly in its alignment, either for or against it, and faith, if they've ended up in a god's realm. Otherwise, animuses remember about 50% of who they were. Most aren't bothered at all by this, knowing that they are dead and somewhat purified.

As time goes on, their memories become increasingly vague, and they begin to embody their alignment and beliefs in an instinctual, almost mindless way. Their level or HD begins to degrade—a process that is very different for each plane and god. Heaven's souls harmonize with their plane, transforming into golden light while Hell's condemned have every scrap of energy whipped, beaten, and tortured from them. Others might just fade away, transform into an element or living equation, or a hundred other possibilities.

Nothing prevents an animus from leaving its home plane, but this is a rare occurrence. Those in the afterlife of their god or chosen alignment rightly view it as a reward while those condemned to Hell or other inhospitable planes rarely have the chance to escape.

Creating an Animus

"Animus" is an acquired template that can be added to any creature whose soul has passed into an outer plane upon death. An animus' quick and rebuild rules are the same.

As an animus comes more in tune with a plane, it begins to lose its memories, powers, and experience until it dissolves into the plane (treat as the onset of permanent negative levels). When their level reaches 0, the animus fades away—either stripped of its essence by local outsiders or made one with the plane.

Rebuild Rules: Type outsider; **Senses** gains darkvision 60 ft.; Defensive Abilities gains immunity to mind-affecting effects; if reduced to 0 hp on home plane, animus reforms next day, but if reduced to 0 hp elsewhere, animus is destroyed (if animus has strong connection to plane's ethos (GM's discretion), it may change home plane); **SQ** based on home plane (see below).

Animus Traits

An animus does not need to eat, breathe, or sleep, but it may enjoy all of these depending on the plane they are part of: for example, animuses in Hell often experience hunger, sickness, and exhaustion. Outsiders from all planes have the means to transform animuses into shapes more useful or to their liking. In Heaven, this is a pleasant, natural experience; in Hell, quite the reverse.

An animus does not have a dual nature—its soul is its body. Spells that restore souls to bodies, such as raise dead, reincarnate, and resurrection, don't work on an animus, just as with other outsiders (although they function normally on the creature's mortal remains). It takes different magical effects such as limited wish, wish, miracle, or true resurrection to restore it to life.

Special Qualities

An animus gains special qualities depending upon its home plane. Animuses not of the same alignment as their plane may or may not possess these traits:

Farthest Shore: Animuses from the Far Beyond are constantly shifting but often take on freakish shapes. Most can fly at average maneuverability, and all of them can use alter self or beast shape once every 1d6 hours. Chaotic animuses often develop unique traits or powers.

Rusty Gears: Animuses on Rusty Gears gain increasingly mechanical forms (gaining DR 10) or become abstract living formulae (becoming insubstantial). Both varieties are immune to petrification and polymorph effects although the plane has many means to physically redesign its animuses when necessary.

Hell: Hell delights in transforming animuses into horrific shapes and subjecting them to ironic punishments designed to harvest sinful soul energy. Their grotesqueries are legion, and they typically bear the marks of torture. Most quickly develop Endurance as a bonus feat and may have immunity to damage of an energy type appropriate to their realm in Hell—but not to the pain and disfigurement by it.

Heaven: An animus in Heaven basks in their just reward but also works hard to help the war effort. They can emit light at will (as the spell), treat the plane as if it had low gravity, and gain the benefits of featherfall and jump. Exceptional souls may possess wings, allowing them to fly at average maneuverability.

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Loom: An animus of the Loom gains Profession (weaver) at maximum rank +3, augury at will, and the benefits of foresight.

Plane of Spears: Reckless, quick-tempered, and completely without fear, these animuses gain Diehard as a bonus feat and true strike 3/day.

Underworld: All animuses spend a small amount of time in the Underworld. Here they wait, becoming grey and glum while contemplating their life and being judged. During this time, they gain immunity to cold, and undead do not attack them unless provoked.

ANKOU (CR +1)

The proper collection and assignment of souls is essential to the smooth running of the planes. The newly dead must be guided to the Underworld, corralled and contained, protected from thieves and predators. They must be judged and transported to their assigned afterlife. Souls in purgatory must be collected when their allotted time is up, and the wiles of devil lawyers and celestial crusaders must be thwarted. Death, the vital machinery of the multiverse, must be served and preserved.

Ankou serve all these functions. They dwell in the Underworld and serve death—both the concept and its attendant gods. They come in many shapes and forms, defined by the differing beliefs of races and cultures. They can be summoned using spells such as summon monster and planar ally.

Creating an Ankou

An ankou's quick and rebuild rules are the same.

Rebuild Rules: Senses gains darkvision 60 ft.; **Defensive Abilities** gains immunity to death effects, disease, and poison; gains DR and resistances as noted below; **SR** gains SR equal to new CR +5; Special Attacks smite living 3/day as a swift action (add Cha bonus to attack rolls and damage bonus equal to HD against living foes; persists until target is dead or the ankou rests); Spell-Like Abilities Constant— deathwatch, At Will—coterminous vision, ethereal jaunt.

Hit Dice	Resist Cold, Positive, and Negative energy	DR
1-4	5	_
5-10	10	5/magic
11+	15	10/magic

FALLEN/RISEN CREATURE (CR VARIES)

When an outsider—a soul made flesh—experiences moral turmoil or breakdown of its faith, the result scars them physically. Given sufficient "infections" of guilt, pride, or a thousand other alien ideas, their very race can change. It's a painful process, transforming into a different creature—a unique outsider or an existing race more suited to their new ideals. Either way, exile is the best they can hope for. Both Heaven and Hell hunt down betrayers and failures zealously. Celestials and fiends have even been known to combine their efforts to purge the infection and impurity from their ranks.

Creating a Fallen or Risen Outsider

"Fallen" or "risen" is an acquired template that can be added to any outsider except native outsiders. A fallen/risen outsider's quick and rebuild rules are the same.

Rebuild Rules: Alignment variable (see below); Type variable (see below); **Special Attacks/Spell-Like Abilities** attacks and abilities based on alignment change to match new alignment; Feats gains patronage feat matching alignment (other feats may be changed to account for new alignment).

Alignment: A fallen or risen outsider's alignment always differs from the normal alignment of their origin. One or both components may be different. Tainted by its former existence, the creature detects as both its current alignment and any alignment subtype it may have.

Type: The creature loses the subtype of its former race (demon, angel, etc) and any abilities that rely on it but retains any alignment subtype and the general appearance of their former race.

If the creature's actions have strongly served another plane or alignment, it may acquire a new appropriate subtype: for example, a fallen archon may become a devil. This is usually because a member of the new race was instrumental in the creature's fall. An unaligned exile may also petition to serve in a new hierarchy that fits its alignment, similar to the process for acquiring a patronage feat. In either case, it loses the subtype of its previous alignment and gains a new one and the racial subtype of its new race.

FALLEN/RISEN TRAITS

A fallen or risen creature is indelibly marked by its change of allegiance. Falling celestials lose the luster of nobility, developing hideous horns or claws while wings shed their feathers, becoming bat-like. A rising demon or devil may find those very traits wither

The template for fallen celestials and risen fiends is pretty broad and simple because every such creature is unique. What causes one demon to rise or angel to fall may not trouble their neighbors at all. Certainly, no one knows for sure how to make a celestial fall or a demon rise—and Heaven and Hell and various gods have been trying for centuries.

The primary decision you must make is "what caused the creature to fall." Was it pride or cruelty, mercy or honor that made it outcast? Once you know what happened, you can build around the new theme. Outsider racial subtypes and cleric domains are both good guides to what powers might be lost or what new one's might be gained.

Use the rules here and the base creature's statistics as a jumping off point. Take a look at its special attacks and spell-like abilities, removing and changing them for more thematically appropriate powers, and reselect feats to better represent the creature's new form. Select new abilities of roughly equivalent level to the old ones to preserve the original CR.

Also remember that falling and rising isn't just about good or evil. Beings can embrace order or chaos and the fractal border between them as well.

See Circerone the Upfallen's statistics for a sample fallen angel.



in themselves as they become more beautiful or discover an embarrassing halo or noble visage. Symptoms vary.

Celestials: If the outsider is lucky, there will be a more experienced celestial on-hand to guide a potentially falling creature back into the fold. Some celestials, however, mostly archons but not always, are much more judgmental. Azata in particular are known to take it upon themselves to destroy celestials that fall from goodness, regardless of what anyone says. Celestials that retain their good alignment but "fall" to a different outlook on law or chaos are treated somewhat more tolerantly... but never completely trusted by comrades old or new. They've proved themselves corruptible, after all.

Lawful and Chaotic Outsiders: Races like the algoriths, hundun, or proteans may dance too close to their counterparts, developing a form halfway between lawful and chaotic, ever shifting, riddled with cancers and cysts. If they manage to embrace their contradictory components, they become aeons; otherwise, the result is madness and leprous flesh. Alternatively, such creatures may come to associate law or chaos with a morality, becoming a celestial or fiend. Their former race finds this strange and pitiable, an obsession they cannot understand—but they are often welcomed by other members of their new alignment.

Risen Devils, Demons, and Daemons: Fiends are cruel to each other at the best of times, but those who dare stray into the heresy of good are subject to new depths of torture. A risen creature casts suspicion on all its colleagues and is a major embarrassment to the local lord of Hell. A fiend's natural paranoia and plotting nature means that a few manage to conceal their taint long enough to flee.

There are cadres of devils in Hell's inquisition, charged with rooting out potential risers and seeing them dragged into the deepest purgatories where they are stripped of their essence piece by agonizing piece. The one comfort condemned souls have is that no matter how much they suffer, the fate of a captured risen fiend is worse.

NEVERBORN (CR +0)

Neither quite alive nor just dead, neverborn resemble living creatures from the Material Plane but are native to the Underworld. They have a close connection with negative energy but are still alive and must breathe, eat, and sleep. Most neverborn look like particularly well preserved undead versions of their normal counterparts: unnaturally pale or bruise-colored skin, chill flesh, and the faint scent of rot instead of normal body odor.

Creating a Neverborn

A neverborn's quick and rebuild rules are the same.

Rebuild Rules: Senses gains darkvision 60 ft.; **Defensive Abilities** gains cold resistance as noted on the table, gains immunity to energy drain and bleed effects; **Spell-Like Abilities** 3/day—deathwatch; **SQ** *cure* and *inflict* spells function at half normal effectiveness against neverborn; requires 1/10 normal amount of food and water and breathing is almost imperceptible (can hold their breath for 10 × normal limit); undead creatures regard neverborn as undead.

Hit Dice	Resist Cold
1—4	5
5—10	10
11+	15

RADIANT CREATURE (CR +1)

Natives of the Wellsprings of Radiance (especially Keter, the Sefirot of Creation), radiant creatures are literally aglow with the fire of life—both physically and mentally.

Creating a Radiant Creature

A radiant creature's quick and rebuild rules are the same.

Rebuild Rules: Ability Scores +4 bonus to Int, Wis, or Cha (choose one); AC gains +2 deflection bonus; Skills –10 Stealth; SQ ambient brightness within 30 ft. increased by 1 step







BESTIARY



NEW MONSTERS

ALGORITH

A genderless, metallic humanoid with crystalline eyes and a glowing silver nimbus. Intricate mathematical equations pattern its skin.

Sometimes known as folding angels, algoriths are lawful beings made from sheer force, pure math, and universal physics. They are the border guards of the Conceptual Realms, warding subjective beings from the Realms of the Absolute. They are the sentries of the Ivory Towers of Logic, the watchmen of the Plains of Coherence, and the guardians of the Wells of Knowledge. They are eternal, remorseless, and unceasingly vigilant. Legend says they guard against unnamed monstrosities that lurk in the multiverse's more obscure dimensions, far from the habitable angles of mortals. They fight with conjured blades of force and can summon universal energies that deconstruct randomness, weakening enemies or reducing them to finely ordered crystalline dust.

Sometimes an algorith's experiences lead his personal equation to become good or evil, but they always remain highly lawful. They always move as one and are almost identical in appearance (only tiny variations in their formulae identify one from another). Five is a number of extreme importance to all algoriths, but few are able (or willing) to adequately explain why.

Algoriths may have castes, ranks, or commanders, but no mortal has yet figured out how to decode the meanings of the mathematical blazons adorning their flesh.

ALGORITH, CR 10

XP 17,200

LN Medium outsider (algorith, extraplanar, law) **Init** +0; **Senses** darkvision 60 ft., deathwatch; **Perception** +12

DEFENSE

AC 26, touch 21, flat-footed 24 (+4 armor, +5 deflection, +2 Dex, +5 natural)

hp 84 (8d10+40)

Fort +17, Ref +11, Will +15

Resist acid 10, cold 10, electricity 10

OFFENSE

Speed 40 ft., fly 40 ft. (good)

Melee logic razor +12 (2d6+2; ignores invulnerability) Special Attacks cone of negation (ranged touch, 5d6 DC 18), reality bomb (6d6, DC 18)

Spell-Like Abilities (CL 10th; concentration +13) Constant—*deathwatch, mage armor*

At Will—aid, blink, blur (self only), detect magic, dimension door, hold person (DC 16)

5/day—combat geometry, de-randomize, dispel magic, slipstream

1/day—commune (5 questions), dimensional anchor, order's wrath, wall of force

STATISTICS

Str 21, Dex 14, Con 19, Int 13, Wis 16, Cha 18 Base Atk +14; CMB +12; CMD 19

Feats Combat Reflexes, Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Mobility, Throw Anything, Toughness



 Skills Diplomacy +6, Fly +4, Heal +17, Intimidate +12, Knowledge (planes) +18, Perception +12, Spellcraft +14;
 Languages Celestial, Common, Draconic, Infernal; truespeech

ECOLOGY

Environment any (outer planes)

Organization solitary (1), quintet (5), squared quintet (25), or cubic quintet (125)

Treasure none SPECIAL ABILITIES

Cone of Negation (Sp) An algorith can project a devastating 60ft. cone of negating energy 5/day, causing 5d6 damage (Reflex DC 18 halves but evasion and improved evasion are bypassed). Those failing must make a Will save (DC 18) or have any ongoing enchantments or transmutations dispelled. (Affected creatures can choose to give up their save and be affected automatically.) The algorith can choose to use this ability without causing damage as a free action.

Reality Bomb (Sp) The algorith can summon forth a tiny version of an aleph 5/day (see *Shadow Planes & Pocket Worlds PDF*) and throw it as a weapon. It does 6d6 damage to any creature within 30 ft. of the square where it lands (Reflex DC 18 halves but evasion and improved evasion are bypassed). Those who fail are stunned (Fort DC 18) for 1 round.



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BESTIARY

ANGEL FIDELE

What appears to be a mated pair of animals changes shape into two celestials. Their humanoid forms still bear some marks of their animal selves. They move in perfect harmony, as devoted to each other as to the cause at hand.

Fideles form from the souls of mortals so devoted to each other that their love transcends death. This usually means they were good people of lawful disposition. They are a bright point of emotion in the stern ranks of the lawful gods.

Fideles are charged with exhorting mortals to respect the bonds of partnership and enjoy it to the fullest when it is found. Their feelings are deep, joyful, and often on unabashed display. They assist lovers that face obstacles and punish adulterers, rapists, and other offenders of love. Against fiends, they have a particular distate for succubi.

Where there is a conflict between two cultures' laws in love, they prefer the result that lets the beloved be together. They are willing to speak against unethical traditions but rarely buck the will of a mortal community: they would rather change mortal minds than impose divine intervention. Between their mortal forms and their skills, a pair of fideles can be an undercover part of a community for many years.

ANGEL, FIDELE, CR 7

XP 3,200

LG Medium outsider (angel, extraplanar, good, lawful) Init +3; Senses darkvision 60 ft., low-light vision, Perception

+12 (+20 in eagle form)

Aura protective aura

DEFENSE

BESTIARY

0

AC 23, touch 14, flat-footed 15 (+4 armor, +4 Dex, +5 natural [+4 deflection against evil, +1 size in eagle form]) **hp** 64 (9d10+14)

Fort +5, Ref +10, Will +9; +4 against poison, +4 resistance against evil

DR 10/evil; Immune acid, cold, petrification; Resist electricity 10, fire 10; SR 18

OFFENSE

Speed 40 ft., fly (eagle form) 80 ft. (average)

Melee +1 short sword +13/+8 (1d6+6/19-20) or 2 talons (eagle form) +14 (1d4+5) and bite (eagle form) +14 (1d4+5) Ranged +1 composite longbow +12/+7 (1d8+6/×3)

Spell-Like Abilities (CL 3rd; concentration +6)

At Will—guidance, light, purify food and drink, stabilize 1/day—bless, consecrate, cure moderate wounds, detect evil, eagle's splendor, protection from evil

STATISTICS

Str 20, Dex 18, Con 14, Int 14, Wis 16, Cha 18

Celestial, Common, Infernal; truespeech

Environment Heaven Organization always mated pair

Base Atk +9; CMB +14; CMD 28

Feats Flyby Attack, Coordinated

Defense; and

Two-Weapon

Defense, Two-

Weapon Fighting)

or (Point Blank Shot,

Shot)

Fly +13, Knowledge

(history) +11,

Precise Shot, Rapid

Skills Craft

(any one) +11,

Diplomacy +13,

Knowledge (planes)

+11, Perception

+12, Sense Motive

+12, Survival +12,

Languages Abyssal,

(Improved Two-

Weapon Fighting,

Treasure standard (mithral chain shirt, +1 composite longbow, +1 short sword, 500 gp of goods, including a marriage token if culturally appropriate)

ECOLOGY

SPECIAL ABILITIES

- Alternate Form (Su) At will, a fidele may change between its mortal form and that of an eagle. Eagle forms of mated fideles are always the same species, though the humanoid forms are often not.
- Ever Touching (Su) Fideles are constantly aware of their mate's state as per the status spell. They experience a constant magnified version of shield other-splitting any damage and sharing other effects as well. Neither fidele is disabled until both are. Any other baneful effect, such as negative levels, Constitution damage, or death effects must first overcome any relevant spell resistance, magical defenses, or saves from both fideles, but if it does, it affects both equally. Any unusual effects should be adjudicated with an eye toward maintaining the shared status of the fideles. It's theoretically possible to kill one fidele and not the other, but the task would be extremely tricky. It is just the sort of twisted experiment fiends enjoy trying, but to date, no such project is known to have met with success.
- Memory (Ex) Fideles fully remember their time as mortals unless later effects damage their memories. They also pick up historical knowledge from cultures they experience in the course of their duties, especially regarding marriage laws and moral traditions. Older fideles gain a +4 bonus to Knowledge (history) checks and may personally recall some ancient times.
- To My Lover's Side (Sp) If separated from its mate, a fidele can use both plane shift and greater teleport 1/day to reach the other.
- Unshakeable Fidelity (Su) No magic, charm, or other effect whatsoever can cause a fidele to act against the interests of its mate, as it would rationally understand them.

DARK ROADS AND GOLDEN HELLS

€AMBI⊍M

Unfolding impossibly from beneath voluminous robes, the skin is pockmarked with punctures and spindly arms end in clusters of narrow spikes, like fistfuls of needles.

Hidden beneath the folds of overlarge cloaks and the shadows of wide-brimmed hats, the cambium slinks circumspectly through mortal society, hunched and contorted, belying its 9-ft. height. Its many folded arms curl around its emaciated form. Long, hollow, syringe-like fingers twitching in anticipation.

Its harvests lie in every mortal body: the four humors, which it drains in precise amounts, sometimes to fix its own imbalances, sometimes to concoct serums meant for sale and injection on planar markets. The victims are usually left in desperate states, the perfect minions eager for a corrective fix and willing to obey the cambium's every whim. After sufficient crop has been harvested, the cambium abandons these addicts to die slow, violent withdrawals, and allows the local population to "lay fallow" for a decade or so before returning.

CAMBIUM, CR 14

XP 19,700

NE Large outsider (cambium, evil, extraplanar) Init +10; Senses darkvision 60 ft., deathwatch; Perception +16

DEFENSE

AC 28, touch 16, flat-footed 22 (+6 deflection, +6 Dex, +6 natural) hp 182 (14d10+105) Fort +22, Ref +16, Will +19 Resist cold 15, fire 15 DR 10/good

OFFENSE

Speed 40 ft. Melee needle fingers +21 (3d6+6 plus ability damage)

Special Attacks ability damage, imbalance humors, inflict disease

Spell-Like Abilities (CL 14;

concentration +18)

Constant—air walk, deathwatch At will—alter self, detect thoughts, hold person, plane shift (self only, evil planes only)

3/day—cure critical wounds, enervation, inflict critical wounds, neutralize poison, remove disease 1/day—heal, slay living

STATISTICS

Str 21, Dex 16, Con 23, Int 17, Wis 16, Cha 18 Base Atk +21; CMB +19; CMD 23 Feats Combat Reflexes, Diehard, Great Fortitude, Improved

Initiative, Iron Will, Lightning Reflexes, Toughness **Skills** Bluff +17, Craft (alchemy) +28, Diplomacy +16, Disguise +12, Escape Artist +11, Heal +17, Intimidate +19, Perception +16; Racial Modifiers +8 Craft (alchemy), +8 Disguise, +8 Escape Artist

Languages Common, Draconic, Infernal

ECOLOGY

Environment any (outer planes)

Organization solitary, pair, or assembly (3–5) **Treasure** standard (2–5 serums, other potions, treasure)

SPECIAL ABILITIES

- **Ability Damage (Ex)** When the cambium strikes successfully in combat with its needle fingers, it can attempt to do 1d4 damage to the ability score of its choice (For DC 21 negates).
- **Imbalance Humors (Ex)** When the cambium strikes successfully in combat, it can choose to cause one of the following conditions instead of ability score damage (Fort DC 21 negates).
- *Sanguine Flux*—The target cannot be healed—naturally or magically—for 3d6 minutes or until the beginning of the next extended rest, whichever comes first. Every 5 minutes, the target can make a new Fortitude save to shrug off the flux before the duration ends, with a +3 DC increase each time.
- *Choleric Flux*—The target gains the confused condition for 3d6 rounds. Every 3rd round, the target can make a DC 21 Will save to shrug off the flux before the duration ends.
 - *Melancholic Flux*—The target is dazed for 1d4 rounds and slowed for 3d6 rounds. Every 3rd round, the target can make a DC 21 Reflex save to shrug off the flux before the duration ends.

• *Phlegmatic Flux*—The target gains the exhausted condition for 3d6 rounds. A DC 21 Fortitude save reduces the condition to fatigued for the duration of the effect.

Inflict Disease (Ex): When the Cambium strikes successfully in combat, it can attempt to inflict the disease dyscrasia on the target (Fort DC 21 negates).

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BESTIARY

FATEEATER

Bathed in sickly violet radiance, the translucent flesh of this giant centipede-like creature glistens as it's crystalline jaws gape wide.

These translucent, man sized parasites resemble ghostly centipedes surrounded in erratic violet radiance. They infest scattered areas of the Loom, where they consume the very threads of fate itself. The Norns view them as vermin and sometimes will engage particularly canny planewalkers either to hunt them or to help repair the damage they have done. This can be a deadly job as the fate eaters consider the destiny of a mortal to be the tastiest of delicacies, rich in savory possibilities.

Fate eaters always start combat by dimensionally anchoring opponents, so they may then feed upon the victim's destiny. Consuming the threads of the Loom for so many millennia has made them hard to catch unaware. Information can be traded from them, but one must have something rich in destiny to trade or become the meal oneself. Some say they are an intrusion from beyond our reality while others avow that they have existed, like the Loom, since before time itself began. It is also rumored that eating the flesh of a fate eater can allow one insights into the fate of another, or even the ability to partake in that fate. The Norns frown on such wild tales.

FATE EATERS, CR 9

XP 6,400 N Medium outsider (extraplanar)

Init +5; Senses lifesense 60 ft.; Perception +16

DEFENSE

AC 21, touch 16, flat-footed 20 (+ 1 Dex, +5 deflection, +5 natural)
hp 90 (12d10+24)
Fort + 8, Ref + 5, Will + 10
Immune charm, sleep

OFFENSE

BESTIARY

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Speed 30 ft., climb 40 ft. Melee spectral bite +9 (4d6/19–20 plus special) Special Attacks Spell-Like Abilities (CL 10th; concentration +13) Constant—true seeing At Will—quickened dimensional anchor

STATISTICS

Str 10, Dex 12, Con 14, Int 18, Wis 16, Cha 9 Base Atk +9 ; CMB +9; CMD 20

Feats Alertness, Improved Critical (bite), Improved Initiative, Iron Will, Quicken Spell-Like Ability (dimensional anchor), Weapon Focus (bite)
Skills Bluff +16, Diplomacy +12, Knowledge (arcana) + 20, Knowledge (history) +20, Knowledge (planes) +30, Knowledge (religion) +20, Perception +16, Sense Motive +20, Stealth +14
Languages telepathy 100 ft.
SQ sound mimicry (voices)

ECOLOGY

Environment the Loom

Organization solitary

Treasure none

SPECIAL ABILITIES

- **Spectral Bite (Su)** When a fate eater scores a critical hit against a target, it damages not only the creature but also the threads of its fate. Each successful critical changes the character's past or future (Will save DC 20). The Roll 1d6 on the chart below for each critical hit:
 - 1. *Seeing the Alternates*—Gains the confused condition for 1d4 rounds.
 - 2. *Shifting Memories*—Loses 2 ranks from a single random skill, and gains 2 ranks in a random untrained skill.
 - 3. *Untied from the Loom*—Character's speed is randomized for 1d4 rounds.
 - 4. Not So Fast—Unable to use one random feat.
 - 5. Lost Potential-Suffers 1 ability damage (random ability).
 - 6. Took the Lesser Path-Gains 1 negative level.

Another Will save may be made every 24 hours to dispel these effects. Each day the DC increases by 1 as the character becomes more entrenched in this new destiny.

GM Option: If the initial save is made by 5 or more, the target can attempt to direct the change: replacing age, race, alignment, skill ranks, or feats with other legal choices. For instance, some GMs might allow an avoided drained level to be replaced with a level in a completely different class.



HUNDUN

A toothless mouth adorns the otherwise headless shoulders of an oversized, four-armed baby. Colors and half-formed phantasmal shapes writhe in and out of existence around it, to the creature's obvious delight.

Wise yet child-like creatures of chaos, hundun are four-armed headless humanoids that embody spontaneous creation and the confusion that precedes enlightenment. Taking an instinctive delight in creation of all kinds, they bring change to what's staid and stagnant, spin revelation from confusion, and inspire moments of great creation—from paintings and masterwork blades to new nations and faiths and even the formation of whole planets and planes.

Although not mindless, hundun rarely seem to act out of conscious thought, yet their actions are uncannily wise and usually benevolent. They communicate only in nonsense words and baby talk, but have no trouble communicating among themselves or acting in individualistic yet uncannily coordinated fashion with their fellow hundun.

Hundun blood is a powerful catalyst, its spittle a potent drug. Each hundun's heart is an Egg of Worlds—an artifact that can give birth to new concepts, powers, or even worlds.

HUNDUN, CR 14

XP 38,400 CG Large outsider (chaotic, extraplanar)

Init +5; **Senses** blindsight 60 ft.; **Perception** +18

DEFENSE

AC 24, touch 14, flat-footed 23 (+4 deflection, +1 Dex, +10 natural, -1 size)

Hp 143 (19d10+38)

Fort +17, Ref +11, Will +20

Defensive Abilities brainless, cloak of chaos (included in statistic block), entropic shield, freedom of movement

Immune acid, mind-affecting effects; Resistance electricity 10, sonic 10 SR 25

OFFENSE

Speed 40 ft., fly 40 ft. (perfect)

Melee 4 slams +24 (1d6+5)

Space 10 ft.; Reach 10 ft.

Special Attacks dazing assault

Spell-Like Abilities (CL 19th; concentration +24)

- Constant—cloak of chaos (DC 22), detect thoughts, entropic shield
- At will—quickened confusion (DC 20), create water, dancing lights, distracting cacophony, guidance, mending, prestidigitation

3/day—dimension door, fabricate, gallant inspiration, make whole, masterwork transformation, minor creation
1/day—awaken, breath of life, chaos hammer, major creation, plant growth, secure shelter, stone shape

STATISTICS

Str 20, Dex 13, Con 14, Int 4, Wis 20, Cha 18 Base Atk +19; CMB +25; CMD 38

Feats Ability Focus (enlightening befuddlement), Dazing Assault, Dodge, Flyby Attack, Improved Initiative, Improved Sunder, Mobility,

Power Attack, Quicken Spell-Like Ability (confusion), Spell Penetration

Skills Acrobatics +15, Craft (all) +22, Fly +30, Perception +18, Use Magical Device +25

Languages Azata, Protean; cannot speak

ECOLOGY

Environment any (chaotic plane) **Organization** solitary or dance (2d4)

Treasure incidental

SPECIAL ABILITIES

Brainless (Ex) Hundun are immune to all mind-affecting effects (charms, compulsions, morale effects, patterns, and phantasms). Attempts to contact or read a hundun's mind results in the caster becoming confused for 1 round.

Dance of Creation (Sp) Hundun can perform an act of magical creation almost unlimited in scope every 1d8 days (equivalent to a wish), but the effect must be to create something.

Enlightening Befuddlement (Su) whenever a hundun makes a target confused, it may elect to use the table below rather than the standard one:

1d100

- 01–10 **Inspired**: +2 circumstance bonus to skill checks, saving throws, and attack rolls.
- 11–20 **Distracted**: –2 penalty to skill checks, saving throws, and attack rolls.
- 21–50 **Incoherent**: Target does nothing but babble or scribble incoherent notes on new idea.
- 51–75 **Obsessed**: Target is target of geas/quest to create a masterwork quality object.
- 76-100 Suggestible: Subject receives a suggestion from the hundun.
- **Maker's Gift (Ex)** Hundun have an innate gift for creation. They use Wis instead of Int as a modifier for all Craft skills, and are considered to have maximum ranks for their Hit Dice in any Craft skill they attempt.



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BESTIARY

JUNKYARD CLOCKWORK DOG

This junkyard dog is in fact a crude construct apparently built with pieces taken straight from the surrounding scrap.

JUNKYARD CLOCKWORK DOG, CR 3

XP 800

N Medium construct (outsider, extraplanar)

Init +0; Senses darkvision 60 ft; low-light vision, Perception +4

DEFENSE

AC 16, touch 10, flat-footed 16 (+6 natural) **hp** 36 (3d10+20)

Fort +3, Ref +0, Will +0

Defensive Abilities hardness 10 Immune construct traits

OFFENSE

Speed 40 ft.

Melee bite +6 (1d8+3)

STATISTICS

Str 16, **Dex** 10, **Con** —, **Int** —, **Wis** 10, **Cha** 1 Base Atk +3; CMB +6 CMD 16 (20 vs. trip)

ECOLOGY

Environment Rusty Gears, Material Plane **Organization** solitary, pair, or gang (3–12)

Treasure none SPECIAL ABILITIES

- **Dirty Fighter (Ex)** The wounds caused by a junkyard clockwork dog don't heal unless magic is used.
- **Scrap Yard Runner (Ex)** A junkyard clockwork dog isn't hampered by difficult terrain as long as it stands within the walls of a scrap yard.
- Yard's Guardian (Ex) The senses of a junkyard clockwork dog are more acute when the construct is within a scrap yard, providing a +4 bonus to its Perception checks.

A junkyard clockwork dog is an ugly and crude construct fashioned from pieces of scrap metal and second-hand gears that nonetheless possesses a powerful jaw equipped with rusty serrated teeth whose bite is quite nasty. This faithful and efficient guardian relentlessly pursues any trespassers unless they leave the scrap yard it safeguards.

CONSTRUCTION

The original junkyard clockwork dogs were built by the Dismantlers from the gears and scrap metal amassed within the Junkyard of Broken Cogs, a district of Rusty Gears. These misshapen dogs are basic but efficient guardians fully adapted to their environment. Assembling one requires crude material worth 100 gp and three DC 15 Craft (clockwork) checks.

CL 3th, Craft Construct, animate construct II, inflict light wounds.

OBSERVER

Set into the ceiling overhead is a draconic eyeball, as large as a dinner plate. It rotates freely in its setting, turning a golden iris toward all who pass beneath. As it finds something of interest, the pupil narrows to a slit and other eyes set along the ceiling turn in the same direction.

Observers are typically found in the Casino (see p.36), often set into the ceiling above gambling tables and tellers. They coordinate with Casino security to provide a constant review of activity in the area. If trouble or cheaters are detected, the observer will immediately notify security as well as other observers in the area.

OBSERVER, CR 6

XP 2,400

TN Small aberration

Init +4; **Senses** darkvision 60 ft., low-light vision, tremorsense 200 ft; **Perception** +16

DEFENSE

AC 23, touch 11, flat-footed 23 (+4 armor, +8 natural, +1 size) **Hp** 36 (9d8)

Fort +3, Ref +3, Will +9

Defense Abilities blink

OFFENSE

Speed 0 ft.

Special Attacks gaze attack (*charm monster*)

Spell-Like Abilities (CL 6th; concentration +10)

Constant—mage armor

At will—detect thoughts (DC 16), hypnotize (DC 15), see invisibility

STATISTICS

Str 8, Dex 10, Con 12, Int 12, Wis 16, Cha 8

Base Atk +6; CMB +4; CMD 14 (cannot be tripped)

Feats Alertness, Improved Initiative, Iron Will

Skills Concentration +11, Intimidate +9, Knowledge (local) +11, Perception +16, Sense Motive +16, Spellcraft +11,

Stealth +10

Languages Common, Draconic; telepathy 100 ft.

ECOLOGY

Environment the Casino

Organization network (5–10)

Treasure none

SPECIAL ABILITIES

- **Blink (Ex)** While an observer is not able to flee its location, it is capable of protecting itself by "blinking." The lids of the eyes close, protecting it from harm with improved cover. While closed, the observer cannot make gaze attacks, but it gains a +8 armor bonus to AC, a +4 circumstance bonus on Fortitude and Reflex saves, and improved evasion. In addition, the observer gains a +10 racial bonus to Stealth checks.
- Gaze Attack (Su) Observers have a charm monster gaze attack with a range of 150 ft. (DC 16; CL 6th). Charm monster is common to most observers, but some advanced observers in higher security areas of the Casino have additional powers.

RUST DRAKE

Aside from fangs and claws like iron spikes, this dragon-like creature seems to be nothing more than a collection of rust. Each beating of its wings brings a shower of flakes.

RUST DRAKE, CR 8

XP 4,800 CE Medium dragon (extraplanar, material) Init +6; Senses darkvision, low-light vision; Perception +14

DEFENSE

AC 20, touch 12, flat-footed 18 (+2 Dex, +8 natural) hp 96 (9d12+36) Fort +10, Ref +8, Will +5 Immune disease, dragon traits, paralysis Weaknesses vulnerable to acid and rusting grasp

OFFENSE

Speed 30 ft.; burrow 5 ft.; fly 100 ft. (poor)

Melee bite +14 (1d6+5 plus disease), 2 claws +12 (1d4+5 plus disease), 2 wings +10 (1d4+5 plus disease)

Special Attacks breath weapon (30-ft. cone. 7d6 damage plus disease, Ref DC 19 half, usable every 1d4 rounds)

STATISTICS

Str 20, Dex 15, Con 19, Int 12, Wis 8, Cha 8 Base Atk +9; CMB +14 CMD 26 (30 vs. trip) Feats Critical Focus, Diehard, Endurance, Improved Initiative, Skill Focus (Perception)

Skills Appraise +13, Climb +17, Fly +14, Intimidate +11, Perception +14, Stealth +14, Survival +11

Languages Common, Draconic

ECOLOGY

Environment Plane of Gears, Material Plane **Organization** solitary, pair, or gang (2–8) **Treasure** standard (no metal treasure)

SPECIAL ABILITIES

Breath Weapon (Su) A rust drake can vomit a cone of rust. These oxidized pieces of metal deal 7d6 slashing damage. In addition, creatures taking damage from the breath weapon might be infected by the disease rust drake tetanus.

Disease (Su) Rust Drake Tetanus: Bite, breath, claw, wing—injury; save Fortitude DC 19; onset 1d4 days; frequency 1/day; effect 1d3 Con and 1d3 Dex damage and the target is paralyzed cure 3 consecutive saves.

Many sages pretend that rust dragons are a perversion of nature's order obtained either by the corruption of a metallic dragon's egg or the transformation of such a dragon by way of a ritual. Others disagree and propose another theory about a malady that affects the skin of young metallic dragons and ferrous drakes alike. So far, no one has discovered the truth about their origins but observations demonstrate that these foul creatures feed on rust and are disease carriers. Ironically, the spell rusting grasp accelerates the oxidation and aging process of the creature's body, and acid eats away their ferrous skin.

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BESTIARY

SPINNING HAG

A group of barefoot women of all ages and clad as common weavers adroitly manipulate distaffs, spindles, and spinning wheels to create endless streams of thread. The eyes of all those ladies radiate ancient wisdom.

SPINNING HAG, CR 10

XP 9,600 Neutral (any) Medium outsider (native) Init +5; Senses blindsight 60 ft.; Perception +19

DEFENSE

AC 15, touch 15, flat-footed 10 (+5 Dex) hp 65 (10d10) Fort +3, Ref +12 Will +11 SR 20; never surprised

OFFENSE

Speed 30 ft. **Melee** scissors +10 (1d4/19–20) or quarterstaff (distaff) +10 (1d6/1d6) **Ranged** scissors +15 (1d4/19–20)



- **Spell-Like** Abilities (CL 10th; concentration +16) Constant—spider climb
- At Will—aid, animate rope, arcane mark, bleed (DC 16), comprehend languages, deathwatch, detect magic, make whole, read magic, summon swarm (spiders only)
- 3/day—arcane sight, augury, death knell (LE only) (DC 18), rope trick, shillelagh (DC 17), snare, unseen servant, web (DC 16)
- 1/day—bestow curse (DC 19), break enchantment, deep slumber (DC 17), divination, fabricate, freedom of movement (DC 20)
- 1/week—commune, contact other plane, dream

STATISTICS

- Str 10, Dex 21, Con 10, Int 19, Wis 23, Cha 15
- Base Atk +10; CMB +10 (+14 trip); CMD 25
- **Feats** Combat Expertise, Craft Wondrous Item, Improve Feint, Master Craftsman (Profession (spinner)), Skill Focus (Profession (spinner))
- **Skills** Bluff +15, Craft (cloth) +25, Craft (clothing) +25, Escape Artist +18 (+26), Knowledge (history) +14, Knowledge (planes) +17, Perception +19, Profession (spinner) +33, Sense Motive +19, Stealth +18; **Racial Modifiers** +8 Craft (cloth),

+8 Craft (clothing), +8 Profession (spinner)

Languages Celestial, Common ECOLOGY

Environment Rusty Gears, Material Plane

- **Organization** solitary, pair, or coven (3–12)
- **Treasure** masterwork artisan's tools, masterwork quarterstaff (distaff), linen, silk, silver and gold threads

SPECIAL ABILITIES

Fateful Face (Ex) A spinning hag can halt and resume her physical aging process whenever she wants and doesn't suffer ability damage from age. Moreover, she cannot be magically aged.

Know My Destiny (Ex) A spinning hag is never surprised.

- **Spider Symbiosis (Ex)** A spinning hag usually has a spider or spider-like construct for an animal companion. They possess wild empathy with arachnids, as druids of a level equal to their HD.
- **Through the Eye of a Needle (Ex)** Spinning hags can escape many types of bonds with a disarming facility. They gain a +8 racial bonus to Escape Artist checks to escape being tied up by ropes or webbing.

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